



OVERTON RECREATION CENTRE

MINUTES
of the
ANNUAL MEETING
held at Bridge St. Pavilion on
MONDAY 16 APRIL 2012
at 8.15 pm

The following papers were circulated to all members present before the meeting:

- *Agenda*
- *Minutes of 2011 Annual Meeting*
- *ORC Chairman's Report* (attached at Appendix 1 to these notes)
- *Approval to amend ORC Constitution* (attached at Appendix 2 to these notes)
- *Overton Recreation Centre (ORC) Constitution* (attached at Appendix 3 to these notes)
- *Section A Receipts and Payments: Receipts and Payments Account from 1 January 2011 to 31 December 2011*
- *Section B Statement of Assets and Liabilities at the end of the period*
- *Accounts for the year ended December 31 2011: 3 Notes forming part of the Financial Statements*

Present:

Trustees: Brian Wheeler, Dennis Rowles, Ian Nunn

Committee Members: Steve Williams (Chair), Colin Phillimore, Emma Scoggins, Brian Shadwell, Brian Dennison, Graham Devereux, Mark Dennison, Mary Reid, Angelo Cambianica, Lindsay Ferguson (Notes)

Administrator: Denise Williams

Ian Tilbury District Councillor B&DBC and Parish Councillor

Peter Baker OPC Parish Councillor

Plus 7 other members

Clubs represented: Cricket, Harriers, Overton Exercise Club, Overtonpictures, OUFC, Art, Golf, Tennis

Apologies: None

The Chairman Steve Williams opened the meeting at 8.15pm and warmly welcomed all present.

Minutes of the 2011 AM held on 11 April 2011 and circulated at the meeting were approved and signed as being a correct and accurate record of proceedings.

Chairman's Report. Steve Williams read out his report for 2011 (attached at Appendix 1) which had been circulated to all present and was well received.

2011 Annual Accounts: Colin Phillimore presented the following papers which had been circulated to all present and were well received.

- *Section A Receipts and Payments: Receipts and Payments Account from 1 January 2011 to 31 December 2011*
- *Section B Statement of Assets and Liabilities at the end of the period*
- *Accounts for the year ended December 31 2011: 3 Notes forming part of the Financial Statements*

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The Accounts had been properly audited and signed by chartered accountant Tina Devereux to whom a vote of thanks was extended. Colin apologised for not having had time to furnish copies in advance of the meeting to the Trustees.

Colin drew attention to the following points of note:

- Total funds last year had risen by £46k from £149,573 to £195,507
- Total expenditure had been £40k less than last year.
- Planned expenditure on Bridge St changing rooms had slipped back to the current year
- Our cleaning costs had risen due to use of contractor for two in depth cleans
- Our utility costs had risen, in particular those for water, which was an issue for the Management Committee to tackle in the current year.
- We were now able to claim back our costs for the Berrydown development as part of our funding agreement with the Football Foundation.

Colin Phillimore asked whether there were any questions on the 2011 Annual Accounts from the floor.

Peter Baker asked whether the hourly hire charges for our facilities reflected the actual costs including increases in utility costs. Steve Williams replied that we had not undertaken a specific exercise to determine hourly costs but our plans to attribute costs to individual site cost centres in 2012 would help us do this. The Chairman agreed that charges should reflect a true economic cost. Failure to do so would do disservice to us and to other providers in the community. Peter Baker agreed to convene a meeting of the 'Overton United Halls group' as appropriate to discuss hiring fees.

It was proposed (Ian Tilbury), seconded (Brian Shadwell) and **AGREED UNANIMOUSLY** that the Annual Accounts for 2011 be **ACCEPTED**.

Annual Accounts for Overtonpictures.com: Tony Morris gave a brief overview of the 2011 Accounts which had been audited by Tina Devereux to whom he extended thanks. They showed Overtonpictures.com to be solvent with income greater than expenditure. Tony thanked the ORC Management Committee and Trustees for allowing Overtonpictures.com to operate under ORC auspices. Many compliments on the website had been received from home and abroad and he was glad to report no complaints. He was disappointed the museums project had failed but additional funding had been received to use for extra services and it was hoped to establish a Virtual Museum.

Tony Morris invited questions from the floor. Steve Williams commented that he was mindful that perhaps the ORC did not do enough for older people. Could we set up a project with Overton Pictures to invite youngsters to come and hear older peoples' stories, perhaps helping to record them themselves? Tony thought this a good idea but had reservations about his ability to commit sufficient time. It was agreed that separate discussions might take place once the Berrydown Sports Pavilion was in operation.

Ratification of revised Constitution: Steve Williams presented his paper "*Approval to amend ORC Constitution*" (attached at Appendix 2) which had been circulated to all present and was well received. It was proposed (Brian Wheeler), seconded (Colin Phillimore) and **AGREED UNANIMOUSLY** that the revised Constitution as at Appendix 3 attached be **ACCEPTED** with the inclusion of the date, subject to identified punctuation.

Questions from the Floor: Tina Devereux asked whether we had undertaken any membership drives during the year. Steve Williams accepted the need for effective membership recruitment and said it was an area for action in 2012. He explained that we had not undertaken a specific campaign in 2011 but focused on increases through greater participation and through a permanent advertisement in the Overton Business Directory. We had gained some new members from our stall at the Scarecrow Festival, mainly due to the efforts of Richard Gibbins, although it was noted that many of these memberships had not been sustained. We shall have a stall again at this year's Sheepfair, when we hope to recruit more members. It was reported that membership drives undertaken in specific

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areas of the village in previous years had resulted in few new members in return for much time and effort expended by the Committee. It was noted that membership remained well above the 3000 level (3310 at the end of March 2012) as a result of the 5 Star membership scheme introduced a few years ago. Whilst we still need to increase numbers we need also to focus on recruiting more collectors because some areas of the village, e.g. Overton Hill, remain uncovered.

Peter Baker noted that the noticeboard in the village on the wall of the furniture shop was underutilised.

Brian Wheeler pointed out that the increase in membership achieved through the 5 Star scheme and the introduction of levies had allowed substantial increases in funds to be built up in recent years making it possible to attract additional funding from external bodies.

On behalf of the Committee, Mary Reid thanked Steve Williams and Denise Williams for their hard work over the past year. It was noted with appreciation that they had undertaken work on a voluntary basis which had been done by a paid General Manager and a paid Administrator in previous years. This had enabled substantial savings to be made.

Election of 2012/13 Management Committee Members:

2011/12 Committee and continuing:

Emma Scoggins	Karen Fletcher
Carole Woodcock	Sue Hunter
Brian Dennison	Mark Dennison
Graham Devereux	Colin Phillimore
Angelo Cambianica	

2011/12 Committee members standing down in accordance with Constitution:

Mary Reid	(seeking re-election)
Brian Shadwell	(seeking re-election)
Steve Williams	(seeking re-election)
Lindsay Ferguson	(seeking re-election)

It was proposed (Bob Pallister), seconded (Peter Baker) and **UNANIMOUSLY AGREED** that, as above, the 2011 Committee members continuing and those standing down in accordance with the Constitution and seeking re-election should all be **RE-ELECTED**.

Co-opted members seeking election: None

Nominations from the floor: Denise Williams Brian Shadwell (proposed), Brian Dennison (seconded) and unanimously agreed.

AOB: None

Close: There being no further items of business the Chairman closed the meeting at 21.20 and thanked everyone for attending.

Signed
Steve Williams Chairman

Date.....

There followed a Management Committee Meeting for the purpose of deciding officers and responsibilities for the 2012/13 Committee, attended by:

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Trustees: Dennis Rowles, Ian Nunn, Brian Wheeler

Committee Members: Steve Williams, Colin Phillimore, Emma Scoggins, Brian Shadwell, Brian Dennison, Graham Devereux, Mark Dennison, Lindsay Ferguson

Administrator: Denise Williams.

Trustee Brian Wheeler took the chair. He said that he felt the time was now right for him to step down as a Trustee sometime during the coming year to allow 'new blood' to come on after many years service as Trustee from inception. However, he said he would not relinquish responsibility until a replacement had been found.

It was **UNANIMOUSLY AGREED** that Denise Williams be co-opted onto the Committee as a full voting member (to be ratified at 2013 AGM).

Election of officers took place as follows:

Chairman:	Steve Williams
Vice Chairman:	Colin Phillimore
Secretary:	Lindsay Ferguson
Assistant Secretary:	tba
Treasurer:	Colin Phillimore
Membership Secretary:	Emma Scoggins

The above officers were all proposed by Brian Shadwell, seconded by Brian Dennison and **UNANIMOUSLY ELECTED**

Date of next Committee Meeting: WEDNESDAY 9 MAY at 8.05 pm at the Bridge St. Pavilion. Apologies from Brian Dennison

Date of next Draw: FRIDAY 11 MAY at 4.30 pm at the Bridge St. Pavilion.

END

Appendices 1, 2 and 3 follow



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APPENDIX 1

ORC CHAIRMAN'S REPORT

Introduction

I am pleased to give this, my second report, as ORC Chairman.

The report highlights progress and changes in the year (April 2010 to March 2011) since my last report; and takes a forward look at the year ahead, bringing out some key issues for the charity and the community we serve.

While I shall inevitably touch on some financial issues, the Treasurer's report will deal in more detail on our financial position.

Membership

Our main, single source of income is derived from our membership subscriptions. Our previous Chairman set an initial target of 3,200 members. We have consolidated membership at, or around, that figure throughout 2010/11 (this membership figure includes [xx] five star members). Additionally, we derive regular income from club levies, hall hiring and golf memberships.

With the desire to reduce club levies, the prospect of increased running costs for our estate and the need to better maintain the fabric of our buildings, maintaining and increasing our membership levels over the next year will be important.

We need to re-awaken the breadth of community interest that originally gave birth to ORC. It should be our aspiration that people begin to see ORC membership as being essential to their being part of the community. How we do this will be a challenge over the coming year, at a time when many individual and family incomes are under strain.

Investing in the Future

2010/11 has been a year of considerable investment in supporting sport and recreation in the community. Key areas of investment include:

- a new roof at Town Meadow;
- works at Bridge Street (windows, fencing)
- new equipment (tractors, green mower, brush attachment));
- new artificial cricket pitch at Berrydown;
- heavy roller for cricket;
- mobile floodlights;
- Storage Tank Town meadow;
- legal and design fees Berrydown Project

Our development plan for 2011/12 recognises the need to safeguard and improve the fabric of our buildings at Bridge Street and Town Meadow and we are seeking to invest in the Berrydown Project.

ORC Staff and Helpers

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Leaving aside our cleaning staff who remain unchanged, there has been a total turnover of other paid staff. Kevin Ratcliffe replaced Nigel Kent as groundsman in April 2010 and our general manager Colin Parker, in anticipation of moving to Devon, stood down in December 2010.

I would like to record our thanks to Jan Oates and Colin Parker who in their different but important ways contributed significantly to the ORC.

I paid tribute to the work done by Nigel Kent over many years in my report last year. I would like to extend the ORC's thanks to his successor Kevin Ratcliffe for the encouraging first year's work.

In an unpaid capacity Denise Williams has successfully taken on the administrator role and has extended her responsibilities to cover some activities formerly carried out by the general manager. The remaining general manager duties are being fulfilled by myself, also in an unpaid capacity. I see it as important that we have been able to re-establish the voluntary principle in relation to these roles.

The success of the ORC depends heavily on the unpaid, volunteers work of the Trustees and Management Committee and the work of our helpers, including those who give time to support grounds equipment and buildings (in particular Brian Dennison, Dennis Rowles and Brian Shadwell) and to our collectors; our vital connection to our community.

I would especially like to thank our Membership Secretary, Emma Scoggins and our Secretary Lindsay Ferguson for the vital and significant work they do, together with the substantial input of Colin Phillimore as Treasurer, fulfilling a vital function expertly.

Club Levies

When the club levies were substantially increased at a time of significant financial pressures on the ORC that threatened its continuance, the ORC trustees and Management Committee made clear that the aim must be to reduce those levies once a healthier financial position was attained.

I am pleased to say that the ORC is in a better financial position and the Management Committee have unanimously agreed that there should be a 20% reduction in club levies across the board. Additionally, we indicated that we would review in-year the levy arrangements for the main users of facilities, football and cricket (all age groups).

Berrydown Project

The Berrydown Project involves a new pavilion, equipped to modern standards, with 4 changing rooms for teams, changing facilities for officials and community space, together with a car park. The value of the project, which aims to optimise the old and new pitches at Berrydown is in excess of £400,000. Substantial progress has been made:

- planning permission obtained;
- 50 year lease granted from Basingstoke and Deane Borough Council;
- £100,000 earmarked by ORC (including £25,000 donation from Mrs Ainsley);
- £68,000 identified by Basingstoke and Deane;
- initial expression of interest application for £190-200,000 from Football Foundation;
- Football Foundation support in taking forward project management appointment.

In the next 6 weeks we need to put forward documentary evidence to support our full application (including a detailed business case and football development plan). The indications are that our application will enjoy support, though a final decision is taken by the independent panel at the Football Foundation.

If we obtain Football Foundation funding, we would be tendering for building contractors in the autumn with expected construction over the period February-August 2012.

Key issues in getting approval will be:

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- getting the ORC Management Committee sign up to the business plan for the Berrydown site (including expenditure and income projections);
- getting football clubs sign up to the football development plan;
- ensuring that charges for usage of the new facilities are seen as fair, reasonable and sustainable by the Football Foundation;
- raising additional funds ourselves through activities in 2011/2012 (e.g. golf days, summer ball/auction);
- potentially letting the new community space without impacting adversely on income currently derived from Bridge Street;
- closer management of the project managers when appointed.

A new Berrydown Fund Raising Sub-committee needs to be formed to manage these fund raising issues.

Scarecrow Festival

In recognising that the first Scarecrow Festival 2009 was vital as a fundraising activity for clubs under pressure to meet their levies, the ORC provided free facilities for the organising and running of the event.

The second Scarecrow Festival takes place on 15-17 July and there is an opportunity for clubs and societies receiving 40p for every £1 worth of raffle tickets sold, as well as participating with stalls.

With the general need for fundraising, it may be appropriate to consider in year whether more formal support and involvement of the ORC is appropriate.

Summary: In this 45th year of the ORC, our financial position is more healthy, we have a firm membership base and a committed Management Committee and a programme of future works to maintain our fabric. However, we need to:

- exercise firmer financial control as we move forward;
- re-double our efforts on the Berrydown Project to deliver long awaited improvements that will assist our clubs and our membership;
- enhance fund raising and membership this year;
- recognise the levies (even when reduced) are causing hardship to some clubs and are not just a matter of inconvenience.



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APPENDIX 2

APPROVAL TO AMEND ORC CONSTITUTION

Introduction

At the March 2012 Management Committee meeting the attached ORC constitution document was approved and is submitted to the AGM for adoption.

Background

The ORC operates in accordance with its 1966 Trust Deed and a Constitution based upon that Trust Deed. Prior to the March 2012 meeting of the Management Committee, no electronic version of the Constitution document was available. This makes circulation and any updating of the Constitution difficult.

Amended Version

The amended electronic version before you, as approved by the Management Committee differs from the earlier version in the following respects:

- It includes the dissolution clause that was recently adopted at the Special meeting, to provide clearly that in the event of the wind up or dissolution of the ORC, its assets should go to a body with the same objectives for sport and recreation
- The opportunity has been taken to update slightly the Constitution in a number of minor, non - controversial aspects.
- The minor amendments are:
- Referring to the ORC as 'charity' rather than 'club'. This amendment is made on the ground that 'charity' is a more appropriate and accurate word and is how people think and we want them to think about the ORC. The use of the term 'club' can potentially lead to confusion with affiliated clubs and may suggest, quite wrongly, that the ORC is some sort of private members club.
- Omitting specific reference to the specific level of membership subscription (i.e. £24 or £18 in the hard copy version I have), since such a reference means the document has to be updated every time there is a change in membership fees.
- Clarifying that general meetings are required to amend the constitution.

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- Omitting the section: *'A junior member of an ORC section contributing the full [£18] per annum to the ORC membership scheme, should they elect not to, does not have to pay additional subscriptions to any sports sections of the ORC to which they belong'* on the grounds that this was a policy issue (not a constitution matter) that was not practicable for clubs seeking to finance themselves and meet levies.
- Clarifying in paragraph 16 that the property of each club will not be vested in the trustees to do as the Management Committee directs

The Annual General Meeting is asked to approve the attached constitution.



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APPENDIX 3

**OVERTON RECREATION CENTRE (ORC)
CONSTITUTION**

1. The name of the charity shall be Overton Recreation Centre (Reg Charity 301912)
2. The objectives of the ORC shall be to promote participation in sport and recreation to the widest audience with particular emphasis on youth
3. Managing of the charity shall be vested in a management committee consisting of a minimum of twelve members who shall be elected, as required by the Trust Deed, at a public meeting held in April of each year. Members of the Committee at the first meeting after the public meeting shall elect the officers of the charity.
4. The management committee shall have the power to co-opt up to a maximum of six persons, and, to ensure representation on the management committee of the relevant user organisations not having a representative elected at the public meeting, shall invite such of those organisations to nominate a member to be co-opted for service on the management committee.
5. Six members attending a management committee shall form a quorum.
6. The management committee may appoint sub committees as may be deemed necessary to manage its business and affairs
7. All sports and recreation sections affiliated to the ORC and using its facilities shall appoint their own committees and that these committees shall manage their own internal affairs and frame rules and byelaws in so far that they do not contravene the rules and policies of the ORC. Copies of all such byelaws and rules shall be submitted to the ORC for approval.
8. The management committee shall not be responsible for any debts incurred by a sub-committee or any sports section affiliated to the ORC.
9. Membership to the ORC shall be open to all and will not discriminate either directly or indirectly on grounds of race, gender, sexual orientation, age, political or religious beliefs
10. All users of facilities shall be required to pay an annual membership fee to the ORC as determined by the management committee. Those paying monthly instalments shall be deemed to be paying annual membership fee in monthly instalments. Junior members (ie those normally attending full time education) need not be members in their own right but a parent/guardian is required to be a member of the ORC. Individual clubs and societies may request additional subscriptions for membership or fees.
11. That a member or members of visiting teams shall be deemed to be a guest member for the day.



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12. The management committee may expel from the charity, or suspend for as long a period as it may decide, any member(s) whose conduct is such as shall, in their opinion, be injurious to the character or interest of the charity. any member expelled in accordance with the rules, or otherwise ceasing to be a member of the charity, shall forfeit all rights to claim upon the charity, or its property, or funds, or against the management committee
13. That the management committee, or any officer authorised by them , shall have the power to place orders for such goods to be supplied and such work to be done as may be necessary for carrying out the purposes of the charity; but nothing in this rule shall empower the management committee to incur expenditure, except such as is consistent with the purposes for which the club has been established
14. That all activities entailing the use of grounds, the equipment or premises of the ORC, shall be by organised clubs and persons that shall be sanctioned by the ORC committee. Those clubs and persons shall be responsible for controlling the particular activity that is sanctioned.
15. That where a dispute arises between sporting or recreational sections involving the use of the grounds or facilities that cannot be resolved amicably, the management committee, or such sub committees as may be appointed by it, shall adjudicate and its decision shall be final.
16. That the management committee shall appoint a minimum of three Trustees. The Trustees shall be ex-officio members of that committee and they shall hold office until death or resignation. or until removed from the office of Trustee by resolution of the management committee , that is empowered by a majority vote so to do if they deem it is in the best interest of the ORC. The property of the ORC, other than that of each club, shall be vested in the Trustees to be dealt with them as the management committee shall, from time to time, direct by resolution of which an entry in minute book shall be conclusive evidence.
17. That no rule shall be added or deleted without the consent of the majority at a management committee and no change or amendment shall be made to the constitution without the consent of the majority of the membership in attendance at an annual or special general meeting.
18. If upon the winding up or dissolution of the ORC there remains, after the satisfaction of all the ORC's liabilities, any property whatsoever, the same shall be given or transferred to some other organisation having objects similar to the objects of the ORC, such an organisation or organisations being determined by the members of the ORC by resolution passed at a general meeting at or before the time of dissolution, and in so far as effect cannot be given to such provision then to a cause chosen by resolution passed at a general meeting.