



# WHITGIFTIAN ASSOCIATION

## **Minutes of Annual General Meeting held in the Old Library, Whitgift School on 13<sup>th</sup> December 2014 at 11am**

*Present:* David Stranack (President, in the Chair), Pip Burley (Chairman), Richard Veldeman (Treasurer), Ian Munro, Peter Warren, Richard Blundell, Nick Somers, Sam Barke, Jack Furtado, Jonathan Bunn, Keith Lindblom, Grant Eustace, Andrew Gayler, John Lindblom, Chris Wrigglesworth, Neil Lindblom, Stuart Woodrow, Ian Flanagan, Ian Wray, Brian Lay, Vicky Burley.

### **Welcome**

The President, David Stranack, welcomed those present and thanked all who supported the WA during 2014.

### **1. Apologies for Absence**

- 1.1. Apologies were received from David Straw, Mike Spanswick, Ian Lucas, David Pearce, Andy Glyn, Anthony Owers, Ian Watson, John Greening, Capt Tony Reddy, Peter Holmes, Mike Irwin, John Straw, Martin Ashby and Richard Felix.

### **2. To confirm the Minutes of AGM held on 7<sup>th</sup> December 2013**

- 2.1. An error in Item 4, paragraph 3 was noted: The Achievement Award took place in 2014, not 2013.
- 2.2. All present in favour of adopting minutes. Ian Flanagan proposed. Richard Blundell seconded.

### **3. To consider matters arising**

- 3.1. No item was raised pertaining to last year's minutes.

### **4. To receive and adopt the Chairman's report**

- 4.1. The Chairman's Report was delivered by the Chairman, Pip Burley, who reported on a number of developments: The WA is now picking up new members at an average of about one a week. There have been some good events including reunions, achievement award and the Annual Dinner 2014.
- 4.2. PB reported on some disagreements with the Headmaster during the course of the year who appears to have become less supportive: he employed a fundraiser and the administrative support provided to the WA Office was withdrawn. As a consequence, we have strengthened our relationship enormously with the Foundation. We are getting an enthusiastic and supportive response from the Foundation, which seems to be the way for us to go - at least for the time-being.
- 4.3. PB thanked VB for her hard work in transforming the look of the WA.
- 4.4. PB said that David Stranack has had an excellent year as President. David has been steadfast in his support in the day-to-day dealings of the Association.

- 4.5. DS amplified what PB referred to in terms of our relationship with the School. In recent months, Peter Ellis, the new Second Master, has been cast in the role of playing a more positive and active part in the relationship between the School and the WA. He is an OW. He's played rugby for OWRFC. After the hiatus in the middle of the year, DS is very encouraged that we have a good platform upon which to build a new relationship. We're ending this year in a much better place than we were in June/July.
- 4.6. DS said that he had only agreed to be President if PB agreed to commit to being Chairman for the year. He stated that PB puts in a huge amount of work, much of which is almost invisible. He offered his thank to PB for his continuing contribution the WA .

**5. To receive and adopt the Statement of Accounts**

- 5.1. The Statement of Accounts was delivered by Treasurer, Richard Veldeman, who reported on another very good year. Sales and events have generated nearly £7,500 worth of income, compared to £400 of last year. Events income is over £5,000.
- 5.2. Sales include £1,200 from sales of Memories of Whitgift, with further income from sales of merchandise and claret. Hopefully this will progress and increase as we go forwards.
- 5.3. On the expenses side, some judicious purchasing has halved printing and publishing costs. Admin costs show an increase because it is now annualised.
- 5.4. On the tax front, those here last year will remember we provided against some tax on the Spencer Road flat, because it was suddenly exposed. RV managed to find a way to defray the income such that there is no longer a tax liability there. This is very good news!
- 5.5. On the balance sheet, the WA is paying the final loan to the Foundation. A programme is in place to complete that payoff by 31<sup>st</sup> December 2016.
- 5.6. The contribution to the WA Trust has been increased due to Charity Commission requirements. It's unlikely to get spent but we had to demonstrate we had that amount in a bank account for that entity.
- 5.7. Cash is in a healthy state, despite having loaned money to the Sports Club and repaying loan to the Foundation.
- 5.8. Overall, our net assets have increased by £17,000. We are in a very healthy and good position to build upon.
- 5.9. Jonathan Bunn asked about apparent fall in subscriptions. RV explained that last year we had 2x life member subscriptions, which were £2,000 each.
- 5.10. Chris Wrigglesworth asked if we pay rent to the School for the office. RV replied we don't.
- 5.11. Andrew Gayler asked if the tax position was agreed with HMRC or if it was upon advice only. RV explained it's not been agreed because it was never put to them. We provided for it last year whilst we were taking advice and deciding what our position to be. We pay tax on the difference between interest paid and received.

5.12. AG asked now that we've fully provided the loan, other thing being equal, will our surplus be £30,000 greater? RV said no, and suggested he went on to speak about the Whitgift Sports Club.

5.13. When the OWA separation occurred, WSC was losing £65k per year. In Year 1 that came down to £41k. Last year, it was £30k. This year, it is £20k. There is a 5-year plan to bring it into a break-even position. But the possibility of the WSC being in a position to make sufficient profits is very slim. The future Chairman will probably have to take the view that the loan will be written off, which is why we provide against it each year.

5.14. Adoption of the Accounts was proposed by Chris Wrigglesworth. Seconded Andrew Gayler. All present in favour of adopting the accounts.

5.15. DS announced to those present that that Richard Veldeman is standing down as Treasurer of the WA. Richard has done a fabulous job as Treasurer of both WA and WSC. He's done it extraordinarily well. A huge thank you from him personally and from the Association for his work.

5.16. RV thanked the President for his kind words. RV said that the separation did need a lot of extra time put into it, which fortunately he was able to give. The separation is now all but done so he feels he's handing it over to in a very organised and tidy state. RV wishes all the best to Mark Endersby who is taking over as Treasurer from 1<sup>st</sup> January 2015.

#### **6. To elect the President for the year commencing 1<sup>st</sup> January 2015**

6.1. The WA Main Committee's recommendation to the meeting to elect Sir Keith Lindblom as President for 2015 was proposed by Nick Somers. Seconded by Grant Eustace. All present in favour of the proposal. No objections.

6.2. KL thanked those present for the honour.

#### **7. To elect Vice-Presidents for the period until the next AGM**

7.1. The WA Main Committee's suggestion that the existing Vice-Presidents be re-elected was proposed by Jonathan Bunn. Seconded by Andrew Gayler. All present in favour of the proposal. No objections.

7.2. Chris Wrigglesworth asked if we publish a list of VPs. DS explained they are on the website.

#### **8. To elect the Chairman for the period until the next AGM**

8.1. The WA Main Committee's suggestion that Pip Burley be re-elected was proposed by John Lindblom. Seconded by Andrew Gayler. All present in favour of the proposal. No objections.

8.2. DS stated that we are fortunate to have him as Chairman of the WA. PB has agreed to be Chairman for yet another year.

#### **9. To elect the Deputy Chairman for the period until the next AGM**

9.1. The WA Main Committee's recommendation that Nick Somers be re-elected was proposed by Jack Furtado and seconded by Stuart Woodrow. All present in favour of the proposal. No objections.

9.2. NS apologised for not doing as much as those at the front and he hopes to be able to continue to contribute.

**10. To elect the remaining officers and other members of the Main Committee until the next AGM**

10.1. The WA Main Committee's recommendation that Mark Endersby be elected as Treasurer; Richard Blundell, Keith Hopkins, Sam Barke and Jonathan Bunn be elected/re-elected as Members; and Vicky Burley be elected as Honorary Secretary was proposed by Jack Furtado. Seconded by Ian Wray. All in favour. None against.

10.2. Ian Flanagan is the nominated director from OW Trustees Ltd so doesn't need to be elected at the AGM.

10.3. Alan Cowing is the nominated director from Whitgift Sports Club so doesn't need to be elected at the AGM.

**11. To elect the directors of OW Trustees Ltd for the period until the next AGM**

11.1. The committee suggested that Chris Jenkins, David Straw, Nick Flood, Mike Irwin, Richard Blundell and Ian Flanagan be re-elected. Proposed by Peter Warren. Seconded by Sam Barke. All in favour. None against.

11.2. PB explained that OW Trustees Ltd owns the lease on the WSC on behalf of the WA, which can't own it as a members' club. It effectively carries out functions on behalf of the WA, but as limited company, it has its own board.

**12. To elect a member of the WA Main Committee to sit on the Committee of the WBS**

12.1. The committee proposes that Nick Somers be re-elected. PB explained that this item hasn't been on the agenda in recent years, but it is in the WBS constitution. Proposed by Pip Burley. Seconded by Jonathan Bunn. All in favour. None against.

12.2. DS explained that the WBS is a very active society with assets nearing £1,000,000. Considerable sums are given to members of the Whitgiftian family who have encountered difficulties in their lives. The WBS looks after quite a number of people who have fallen on hard times. The membership subscription is £20 per year.

**13. To approve membership categories and subscriptions**

13.1. PB ran through the membership categories. VB clarified change of name from "Patron" to "Friends of the WA" and the increase in hard copy supplement charges.

13.2. Peter Warren asked for clarification about OW News. VB said that it will continued to be edited by Nigel Platts and distributed to members once a year.

13.3. PB mentioned that there are still OWs who are unsure of their membership status, due to a number of confusing issues over the years. Gradually, we are honing this back so that the membership

categories are clearer for everybody. As new members join, so the dependence on the hard copy versions decreases and more and more people read online.

13.4. Chris Wrigglesworth asked about new members. If new members join the WA and then decide they want to play sports at the WSC, do they get their membership offset against their Sports Club subscription? PB confirmed their WA membership would be credited.

13.5. The changes were proposed by Ian Flanagan. Seconded by John Lindblom. All agreed.

#### **14. To appoint the auditors**

14.1. The committee proposes that McCays (Jim Mon) be re-appointed. Proposed by Ian Munro. Seconded by Ian Wray.

14.2. Ian Munro asked if he's an auditor or an examiner. RV said he's an examiner. There is no audit as such, due to small entity exemption.

#### **15. Any other business**

15.1. Grant Eustace asked question about the Chairman's report. What does the movement towards the Foundation mean in tangible terms? PB explained two things:

(1) The Foundation has been committed to fundraising for the school for some years. Alan and PB have been consistent in their view that the WA / alumni body wasn't necessarily ready to fundraise for bursaries and capital projects, etc., and that it would take some while for OWs to come to terms with the idea that the Foundation weren't a bottomless pit of money. We have made significant moves to position the WA as a fundraising body. That is not necessarily to say that in the immediate future we'll be doing any fundraising, but we have put into position a charitable trust – the WA Trust Ltd – that has been approved by the Charities Commission. With Peter Warren's help, we're currently applying for HMRC Gift Aid. The Foundation takes that as a gesture of goodwill from the WA that we are positioning ourselves to fundraise. We now have a 'Giving' section on the website where OWs can give if they wish to. We now have a vessel through which we can accept these donations. Unfortunately, the events of the last year with the Development Director (DD) put a stop to everything. The original agreement had been that the DD would raise money for the HM's capital projects (Biodome, etc.) but that he would stay away from the alumni. This was because the alumni are not accustomed to being asked for money and because you only get one crack at it! However, the Headmaster subsequently had further thoughts and proposed that the DD effectively took over the WA. He also said that the school could no longer support the AMS scheme. The Foundation is being patient and appreciate that the WA is making a real effort to make progress in the fundraising arena.

(2) We found ourselves in a position where we needed the Foundation's affirmation that the AMS money was safe and that we were going to continue getting it. The Foundation supported us wholeheartedly and the HM retreated. The Foundation is now putting itself 'out there' as being a major benefit to Croydon so the WA is trying to become part of that whole growing family of Whitgift institutions that devolves directly from the Foundation. Let us not forget that all the schools are essentially departments of the Foundation.

15.2. Sam Barke, Nick Somers & Jonathan Bunn left the meeting.

- 15.3. Ian Wray mentioned the business pages in last Friday's Advertiser which featured the Foundation.
- 15.4. Jack Furtado reported good news on school shooting. The MoD approval for the school's rifle club was followed by approval from Home Office. The new master (Peter Morrison) does it all entirely on his own. The Whitgift School Rifle Club is now totally formed with all approval necessary. Voluntary sessions in school range take place every Tuesday and Wednesday. Assistance is being sought for him to run the club. It is good to see how enthusiastic the lads are who turn up voluntarily. Next year will be the 20<sup>th</sup> anniversary of Whitgift not competing in the Ashburton since 1878 and that will continue as long as the School's CCF does not have an active shooting eight. The gentlemen in charge of the CCF have too many duties imposed upon them to do what past masters did. PB thanked Jack for his perseverance in moving this forward. The HM is considered likely to support another competition in which the School can win something. PB suggests taking this to the HM and pointing out that we're within a notch of succeeding in the Ashburton. JF clarified that it can't happen until someone within the CCF is given the time to devote to it.
- 15.5. Stuart Woodrow congratulated the Committee and the Chairman on an excellent quality of special events arranged in 2014 and asked if plans for the next 12 months could be outlined. PB announced that the President will no doubt host another successful Annual Dinner in May/June. We are working at another Achievement Award but not confident that we will pull it off this year for a variety of reasons. However, we are not committed to doing it every year if the right person doesn't come along, in the right circumstances.
- 15.6. VB asked anyone present to speak to her if they would like to be 'figurehead' of a reunion for their year group / sports team / etc.
- 15.7. PB reminded the meeting how excellent the Gerry Bowthorpe Room at WSC looked for the Four Musketeers event. It is an excellent room.
- 15.8. PB asked if anyone has any ideas for functions, they would be most welcome.
- 15.9. Peter Warren enquired about the forthcoming WWI exhibition. RB explained it will be March-September 2016 in the PAC. The HM had told him he was keen at that stage that the WA produced volunteers, as we did for the Mary Rose exhibition. However, the main thing we're being asked for is memorabilia.

The President, David Stranack, closed the meeting.