



WHITGIFTIAN ASSOCIATION

Minutes of Annual General Meeting held in the Old Library, Whitgift School on 7th December 2013 at 11am

Welcome

The President, Stuart Woodrow, welcomed those present and thanked all who supported successful events of 2013. He thanked Donna Lewis and Vicky Burley for their work in the office and paid particular thanks to Pip Burley and Richard Veldeman for their on-going efforts.

1. Apologies

Apologies were received from David Pearce, Martin Rathbone, David Straw, Phil Fladgate, Mike Irwin, Andy Glyn, Keith Hopkins, Chris Wrigglesworth, John Pitt and Alan Older.

2. Minutes of Previous Meeting

The Minutes of the Annual General Meeting held on 22nd December 2012 had been available to view on the WA website and were approved by those present and signed by the President as a true record.

3. Matters Arising

Pip Burley announced that Phil Fladgate has handed in his notice of retirement to the School and will resign from the WA Committee at the end of the academic year. Phil Fladgate was thanked for his efforts on the Committee over the last five years.

4. Chairman's Report

Pip Burley thanked the President for his kind remarks and expressed his pleasure in working with Stuart Woodrow throughout his presidency.

The Chairman reported that after six months, the "green shoots" are now visible in the form of new members, increased enquiries, higher-than-expected sales and great events held at the School. It has taken time to get used to the systems of the School but the Headmaster has remained very supportive and a good working relationship has been established with him.

The Chairman advised of the newly introduced Outstanding Achievement Award for an Old Whitgiftian, which will be awarded as and when a suitable candidate is identified. The inaugural award dinner will be held at the School on 29th March 2014. All OWs, plus partners, are invited to attend. The award will be presented to Lt Col James Coates.

The WA is in the early stages of establishing mentoring and careers support for current Sixth Formers with a programme of events, which is of positive benefit to boys still at School. The Headmaster has agreed, in principle, to a WA-hosted *careers conversazione* for old boys who have just graduated or are in their final years of university. This would present a great opportunity for us to re-establish positive relationships with boys at this critical time.

The President reminded those present that only full members may vote at the AGM.

The Chairman's report was unanimously adopted. Proposed by Peter Warren and Seconded by Ian Flanagan.

5. **Statement of Accounts**

The Treasurer, Richard Veldeman, explained that there has been a great deal of change in the make-up of the Association since the separation from the Sports Club. This has been revealing in a number of respects and an opportunity to "spring-clean" the balances and loose ends that were brought up as a result of the separation. Ultimately, the balance sheet shows us in very good shape with a small profit shown for the year.

Whilst the costs are just the running of the WA, the WA continues to financially support the Whitgift Sports Club, which currently runs at a loss. This is highlighted both on the balance sheet and in the profit and loss account. The WA has loaned £30,000 to the Sports Club to enable them to function throughout the year. There is no expectation that this amount will be paid back. There is a formal loan agreement in place.

The WA is now exposed in terms of Corporation Tax due to the rental income on the property at Spencer Road. Historically, the income was lost in the old OWA accounts as a way of defraying the costs of running the grounds.

The Treasurer has reconciled the Advanced Membership Scheme. We now have a set of records that underlie this balance on the balance sheet and it agrees accurately to that data. That has meant a small top-up, spread out over 3 years.

At the end of last year, we paid off the second loan to the Foundation leaving just one loan outstanding. It is intended to start repaying this at £5,000 per year over the next four years to clear.

Andrew Gaylor asked if the archive fund includes the monies that Nigel Platts collected for Percy memorabilia a few years ago. Richard confirmed that it does.

In answer to a question from the floor regarding whether the Treasurer envisages further loans to the Sports Club in the future, the Treasurer replied in the affirmative and went on to explain: The WSC has a business plan that brings the Sports Club to a break-even position in five years. Last year it had a deficit of £40k. The business plan will not be able to turn that around in one year. The WA would expect to support the WSC to a diminishing degree over the next few years. It would be unreasonable to leave it in a position of deficit just because of the restructure. There are agreements in place, including a letter of comfort from the WA to the WSC, offering continued support during the next five years and then reviewable.

Pip Burley added that the other side of that coin is that we're hoping that while the subsidy declines, the income into the WA will increase. We are, of course, fortunate to have the AMS money coming in as more pupils and more parents pay in to the scheme. Provided this situation is sustainable, we are in a reasonably healthy position.

Brian Lay pointed out an error in the heading of the “Notice of AGM” paper. Should be headed, “Annual Report & Accounts **2013**” not 2012. Stuart Woodrow pointed out that the meeting was taking place in the Old Library, not the Founder’s Room.

The Accounts were duly adopted, proposed by John Straw and Seconded by Alan Cowing. Stuart Woodrow thanked the Treasurer again for his work referring to him as a “tower of strength”. Previous Treasurer, John Straw, said that we should all be very grateful for the tremendous effort that Richard has put in during this period of change and that we owe him a great debt of gratitude.

6. Election of President of the Association for 2014

The Meeting unanimously approved the Election of David Stranack, former Chairman of OWA as WA President for 2014. Proposed by Patrick Marsland-Roberts and Seconded by Ian Wray.

David Stranack said that he would be delighted to take on the role, on the condition that Pip Burley remains as Chairman. He admitted to being less than enthusiastic about the split at first but now that he understands more about what was behind it, he is entirely in favour of the restructure. We are hugely fortunate to have an excellent team on board but the success or failure is due to who is volunteering. After a year of reorganisation and consolidation, we now have a brand new, lively WA that can do things that have never been done before.

7. Election of Vice Presidents of the Association

Pip Burley proposed that existing Vice Presidents are re-elected with one addition, namely Peter Cox, for his sterling efforts. Seconded by Sam Barke. Unanimously agreed.

8. Election of Chairman of the Association

Stuart Woodrow proposed that Pip Burley remain as Chairman. Seconded by Jack Furtado. Unanimously agreed.

9. Election of Deputy Chairman of the Association

The Committee suggested that Nick Somers remain as Deputy Chairman. Proposed by Peter Warren. Seconded by Patrick Marsland-Roberts. Unanimously agreed.

10. Election of Remaining Officers of the Association

The Committee suggested that the same individuals continue for another period but pointed out that there is no official Honorary Secretary since David Pearce stood down. Stuart Woodrow noted that the Office gives detailed reports to the Committee at each meeting. Proposed by Grant Eustace and Seconded by Nick Somers. Unanimously agreed.

11. Election of the Directors of the OW Trustees Limited

The Committee suggested that Chris Jenkins, Nick Flood, Richard Blundell, David Straw and Mike Irwin be re-elected. Proposed by John Lindblom and Seconded by Ian Wray. Unanimously agreed.

Chris Jenkins explained that OW Trustees Limited owns the freeholds at Croham Road and Spencer Road and manages a memorial fund from 1914-18 War. Chris Jenkins expressed thanks for the “sterling work” done by the Previous Chairman, John Lindblom, who resigned earlier this year. Ian

Flanagan has agreed to become a Director. His property expertise is welcomed. The number of directors is due to be increased.

12. Approval of Membership Categories and Subscription Rates

No changes are proposed to the membership categories and subscription rates although an increase is being considered and is likely for next year.

John Straw highlighted his expression of concern minuted at last year's AGM in relation to WA members who wish to support the Whitgift Sports Club via a subscription. Pip Burley apologised for the oversight and pointed out that any income for WSC had no need to go through the WA. Richard Veldeman said he does not believe it is a membership category *per se* but rather a contribution to support the various playing sections. Alan Cowing, Chairman of WSC, highlighted that since the WSC is now an "open club", there are actually more opportunities for supporting contributions, which should also be promoted to non-OWs.

Pip Burley proposed that this be a Sports Club category, which was advertised to WA members. It is not just an historic revenue, but a future revenue stream that should be a priority. He expressed concern that if it gets "lost" within the WA accounts, the focus will be off it. The WSC continues to have full access to the entire membership database, as the WA does.

Pip Burley stressed the importance of what it means to be a member and reiterated that everybody at the AGM should be a member and if not, they are not constitutionally allowed to vote. To confuse a source of supplementary income to the WSC – a voluntary donation – with a membership fee, is a mistake.

Nick Somers asked for a breakdown of age categories of membership. Richard Veldeman replied that the reality is an ageing and declining membership. Out of a total possible membership, only 1% has joined in the last decade. At its peak, it was up to 16%. There were 7 new members in the year 2012-13. Vicky Burley, WA Administrator, reported three new members in the week leading up to the AGM.

David Stranack made the point that our efforts are now bearing fruit. It's no good us waiting for them to come to us. We have to 'catch' old boys early and get them interested in the WA whilst they're still at School.

Paul Hooper pointed out that it is surprising the WA does not collaborate more with other old boys' clubs. Stuart Woodrow said that Ian Flanagan is very close to Christ's Hospital and John Pitt is very close to Dulwich. The starkest difference is that they offer services for free, whereas we charge a subscription.

Ian Flanagan said he fervently believes in copying good examples in business. At both Dulwich and Christ's Hospital, there is a culture of giving money to the School at any time, which is an attitude not shared by Whitgiftians. The Whitgift Foundation does not seek money from any alumni of the three schools, probably due to previous financial successes in years gone by. Both Christ's Hospital and Dulwich / Alleyns raise millions every year from their alumni. He is of the opinion that the only way to open up the Foundation to new capital is to make membership of the Whitgiftian Association free to all alumni.

John Lindblom stressed that the new focus should be on forming clubs to pick up over 100 extra-curricular activities that boys currently engage in at School. With the 6th form membership, it is necessary to start forming clubs and societies that requires membership of the WA.

It was unanimously agreed that no changes would be made to Membership Categories and Subscriptions. Proposed by John Straw and Seconded by John Lindblom.

12a. To Appoint Auditors to the Association

The Committee suggested that McCays be re-appointed. Proposed by John Straw and Seconded by Chris Jenkins. Unanimously approved.

13. Any Other Business

Whitgift Rifle Club

Jack Furtado reported good news to add to John Pitt's report (in the AGM papers). School shooting, which had essentially gone "off the radar" since 1995, has come back due to the efforts and dedication of master Peter Morrison, with old boys voluntarily turning up on Tuesdays and Wednesdays at the School range. There is now MOD approval for the formation of Whitgift School Rifle Club. There are currently 20 boys who regularly shoot. This means that the Whitgift Veterans' Rifle Club (established in 1896, and the second oldest sports club within the old boys), might not die on its feet!

6th Form Engagement

Grant Eustace expressed further interest in involvement with 6th Formers and what is actually projected.

Pip Burley explained that the programme is to be announced. We are currently suggesting a number of ideas to the Headmaster for his approval and support.

Registered OWs

Alan Cowing asked if we can revisit the question of Registered OWs and the confusion that many people still believe this to be a membership category because Freddy Percy told them they had rights, which they don't! The issue should be addressed.

Pip Burley agreed that this was a crucial point and believes that people are becoming conscious of the fact that they're not members when situations occur that bring it to their attention. One of these is the double-pricing. Almost every communication now clearly states the recipient's membership status. We are telling them as often as we can.

Whitgift Benevolent Society (WBS)

Nick Somers had been asked to say that the WBS is desperately looking for more cases to come through from old boys. The WBS would also be keen to have representation on the WA website.

David Stranack added that the WBS is looking for new subscribing members. There are 74 at the moment with a subscription income of just over £4,000 per annum. Payment is a minimum of £20 per year with some members donating large amounts. All support is greatly appreciated.

Restructure Progress

Pip Burley highlighted that by looking at the whole picture of the twelve months, the entire organisation is quite unrecognisable. Equally, the Whitgift Sports Club has been completely refurbished with a super new room, new lighting, new flooring and additional works to the Marlar Room and the back Bar. These works were funded entirely through the Gerry Bowthorpe Appeal. Both organisations have been transformed in just twelve months, and this is just the beginning! We've come a long way in the last year.

Stuart Woodrow thanked all in attendance and closed the meeting.

The next Annual General Meeting will take place in December 2014 on a date to be advised.