



SIDCUP RUGBY FOOTBALL CLUB

www.sidcuprfc.co.uk



Honorary Treasurer

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Chairman: I W Anderson

Honorary Secretary

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Honorary Fixture Secretary

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10 July 2011



To All Members

ANNUAL GENERAL MEETING

Please note that members are invited to attend the ANNUAL GENERAL MEETING, which will be held in the CLUBHOUSE on **THURSDAY 4th AUGUST 2011** at 7.45 for 8.00pm

Minutes for the last AGM on 21st July 2010, Annual Reports for 2010/11 and nominations for the 2011/12 season are attached. Copies of the audited accounts will be available at the meeting or, afterwards, by post direct from the Honorary Treasurer in return for a stamped, self-addresses envelope.

Any additional nominations for Officers, Members of Committee or representatives can be submitted by any member, however, they must be duly proposed and seconded and delivered in writing to the Honorary Secretary not less than seven (7) days before the date of the Annual General Meeting.

Any further matters for discussion must be put in writing and be with the Honorary Secretary fourteen (14) days before the date of the Annual General Meeting.

Paul Edwards
Honorary Secretary

AGENDA

1. Apologies for absence.
2. Minutes for last AGM held on 21st July 2010 (attached).
3. Matters arising.
4. Annual Reports (attached).
5. Financial Report and accounts (available at AGM).
6. Subscriptions for 2011/12 (no changes proposed).
7. Consideration of and, if thought fit, passing the enclosed Resolution to transfer the assets and undertaking to Sidcup Rugby Football Club Limited.
8. Election of Club Officers and representatives for season 2011/12.
9. Nominations for Vice Presidents (proposed by the General Committee):
Simon Squire, Andy Innes, Mark Watson

10. Questions raised by Chris Latham:
 - i. What efforts are being made to find copies of the missing end of season team photographs?
 - ii. How does the Club record and store memorabilia?
11. Any other business (for consideration by the General Committee).

RESOLUTION

- of -

SIDCUP RUGBY FOOTBALL CLUB ("the Club")

IT WAS RESOLVED that:

1. the Club delete current Rule 15 of the Constitution and substitute therefor with immediate effect as Rule 15, the following rule:

"15 Distribution of Assets by way of Reconstruction

A proposal that the Club distribute its assets by way of a scheme of reconstruction to a limited company with similar objects to the Club and then dissolve, shall be passed if supported by two thirds or more of those members present and voting at an annual general meeting."

2. pursuant to new rule 15, having obtained the necessary tax clearances, the Club would convey, transfer, assign and/or deliver with effect from midnight on 31 December 2011 ("the Effective Date") to Sidcup Rugby Football Club Limited ("the Company") and the Company would acquire and take over:

(a) all office equipment, vehicles, stationery, books, publications and other stocks, furniture, fixtures and fittings of the Club;

(b) the benefit of the contracts listed in Schedule 1 hereto together with all other subsisting contracts, commitments, engagements, orders and covenants including the right of the Company to novate the same (subject to the consent of the other parties thereto) and including all book debts due and owing to the Club;

(c) the cash in hand and at banks and investments in the name of or held on behalf of the Club;

(d) the benefit of any policies of insurance existing up to the Effective Date covering any liabilities of the Club taken out by the Club and of any claims pending thereunder;

(e) all intellectual property rights including the domain name and rights owned by the Club in the website together with the benefit and subject to any contracts with third parties for the exploitation thereof; and

(f) all other (if any) assets liabilities and undertakings including the goodwill of the Club.

3. completion of the transfer of assets and undertaking shall take place on the Effective Date or at such later date as the Club and the Company may agree whereupon the Club shall cause to be delivered to the Company all the assets hereby agreed to be transferred which are capable of passing by delivery and a duly executed assignment of all the other assets to be transferred hereby not capable of passing by delivery.

4. in cases where the Club has entered into agreements or contracts with third parties on terms whereby the purported assignment or novation thereof would be a breach of or otherwise cause or entitle such third parties to terminate such agreements or contracts, the Club shall use its best endeavours to obtain the agreement of such third parties to such assignment or novation, and if that agreement is not obtained, then such agreements or contracts shall not be or be deemed to have been so assigned or novated and the same shall continue and subsist in the name of the Club but on the basis that:

(a) the Club shall not incur any liability thereby;

(b) the obligations of the Club under such contract shall be performed by the Company in accordance with their respective terms;

(c) in consideration of such performance, the Club shall direct or procure that all payments due to it under such contracts in respect of work carried out by the Company after the Effective Date shall be paid to the Company; and

(d) the Club shall on behalf of the Company take such action and enforce all claims arising under such agreements or contracts against such third parties upon receiving the written request of the Company so to do together with an indemnity from it in terms reasonably satisfactory to the Club against all costs claims or losses arising or to be incurred by the Club in respect thereof.

5. the Club will warrant that with regard to the property and assets herein agreed to be transferred, all documents of title shall on being requested be produced to the Company and insofar as the title to any of the property or assets is as a result of such inspection found not to be properly vested in the Club the Club shall procure the execution of all such other documents and do or procure the doing of all such other things as may be necessary to vest the same in the Company.

6. the assets transferred in accordance with this Resolution are being transferred in their present state and no warranty, condition, term or representation, express or implied, statutory or otherwise, as to the condition, quality, accuracy, performance, merchantability or fitness for intended purpose of the said assets or the existence or extent of any third party rights or claims in relation thereto is given or assumed by the Club and all such warranties, conditions, terms and representations are excluded to the fullest extent permitted by law.

7. the Club shall take all necessary steps and co-operate fully with the Company to ensure that it obtains the full benefit of the assets and undertaking of the Club and shall execute such documents and take such other steps (or procure other necessary parties so to do) as are reasonably necessary or appropriate for vesting in the Company all their rights and interests in such assets and undertaking.

8. on completion of the transfer of the assets and undertaking to the Company, the Club would thereupon dissolve.

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Chairman

SCHEDULE 1

The Contracts

Parties	Type of Contract	Contract Started	Contract Ends
David Fussell	Coaching Services	01.06.2011	30.04.2012
Philip Ubee	Coaching Services	01.07.2011	30.04.2012
Paul Graham	Physiotherapy Services	01.07.2011	30.04.2012

Proposed Club Officers and Representatives:

President:	Charles E R Prewer
Club Chairman:	Ian Anderson
Honorary Secretary:	Paul Edwards
Honorary Treasurer:	Dave Price
Commercial Development Manager:	TBA
Director of Senior Rugby:	TBA
Captain of the Club:	Iain Wilson

Other Committee Members:

Club Welfare Officer:	Suzan Willing
Director of Youth Rugby:	Martin Stock

Endorsement of Sidcup Sports Club Officers, as recommended by the General Committee:

Chairman:	John Dowden
Treasurer:	Ian Anderson
Honorary General Secretary:	Paul Edwards
Development Officer:	Ralph Sharp
Representative to Sidcup Sports Club:	Dave Couldridge

For Information only – Other members filling club roles:

Sub-Committee Chairs and other Elected Officials:

Chairman of Selectors:	Brian Castleton
Fixture & Match Secretary:	Tom Lyons
Membership & Subscriptions Secretary	Jim Wilson
Coaching Coordinator:	
Referees Coordinator:	Hugh Beresford-Webb
Audit Committee Chairman:	Ralph Sharp
Volunteer Coordinator:	Suzan Willing
Press Officer:	Dick Henderson
Social Events Officer:	
Player Registration Secretary:	
Club Shop Manager:	Kathy Hill
500 Club Manager:	Ian Anderson
Club Community Rugby Manager:	
Chief Manager of the Day:	Neil Beaton
1 st team Squad Manager:	Brian Castleton
Match-day Programme Editor:	Gerry Egan
Match-day Lunch Organiser:	
Website Manager:	Phil West
Youth Treasurer:	
Youth Fixture Secretary:	Greg McManus
Youth Secretary:	
Chairman of Mini (U7 – U12) Rugby:	Jim Fitch
Mini Vice Chair:	Susie Gunn

Minutes of the Sidcup RFC AGM

21st July 2010

Present: C Prewer, I Anderson, D Price, P Edwards, H Beresford-Webb, D Henderson, C Bensley, I Wilson, J Wilson, R Cato, A Jones, T Powell, S Price, P Bensley, D Couldridge, A Willing, D Grace, R Gajebasia, M Stock, R Nurse, S Willing, S King, M Sawyer, A Hind, J Fitch, T Gunn, M Taylor, S Innes, A Innes, B Messham

Ian Anderson welcomed everyone to the meeting, however asked all of those present to consider Club members who had unfortunately passed away in the previous year. A minutes silence was observed in remembrance of Jenny West, Malcolm Button and Bruce Crouser.

The meeting was then declared open.

1. Apologies

PE and IA announced apologies had been received from Debbie Bensley, Colin Whitford, Pete Edden, Tom Lyons, Simon Vincent, Susie Gunn, Trevor Martingale, Tony Buck and Alan Marsh.

2. Minutes of Last AGM 2009

Paul Bensley asked IA for an update on the position of the legal case against the club.

3. Matters Arising

IA announced that the club was still in a position where we were being sued, although things were moving forwards slowly. Insurers were behind us, and an offer has been made for an out of court settlement. A figure has not yet been determined, and IA assured all that they would be kept up to date with developments.

While on the subject, IA announced a gym member was looking to seek compensation through another insurance company due to injury caused by a machine. The machine was subsequently checked and found to be in order and fully maintained. Minutes were signed by IA as a true reference of the meeting.

4. Annual Reports

The Clubs Annual reports along with the Club Captains and Youth Section reports were at the meeting for all to read, and had also been sent out along with the calling notice. All were very positive, and were proposed by Jim Wilson and seconded by Allan Jones.

5. Financial Report and Accounts

DP presented results of another good financial year, finishing with a £12k surplus. Controls that had been put in place around account auditing were working, allowing the club to be more secure. Floodlight loans that were previously planned to be

written off over 10 years had been accelerated to be written off over four, and as a result, were looking to install match grade floodlights on the 1st XV pitch.

DP explained the various sections of the accounts at length. Some debtors were still accounted for such as the Sidcup Golf Day, and the Kent U9 festival that had cost £530.

Creditors showed at still having £3.5k in the 200 Club account. This had finally been resolved, and the club was in the process of paying members back who had mistakenly paid in, or donating back into the right accounts from people who didn't want their money returned. However £1130 remained from people who hadn't replied as to what to do with the money. £150 was due for charity from the Race Night held in January.

DP announced that the 500 Club continued to bring in good income for the club, and the club's membership are all moving toward paying by this method. Sponsorship had also improved, as was been accrued from more and more different sponsors. However, unfortunately the club had had to cancel the annual Winter Ball, and as such the budgeted Entertainment income was low.

The shop and gym performed in line with last year, and the club finished with an income of £105k.

Regarding expenditure, DP reported that the cost of catering had gone up due to an increased amount of lunches. Player Expenses was at an increase due to increased travel costs and player rewards being introduced.

Coaching, referees, laundry and website were all flat.

Overall, DP presented an opinion that the clubs finances had performed well.

Colin Bensley asked if the club had lost money due to the cancelled Henry Dowswell tournament? Andy Innes replied that the club didn't lose money, however didn't make the budgeted profit which is more of an issue.

Hugh Beresford-Webb asked whether the club would be able to claim gift aid after incorporation? DP and IA said that the intention was that the Company would be CASC compliant and could therefore be able to claim gift aid. HBW asked that PE minute his thanks to the committee for all of their hard work over the previous year.

**6. Subscriptions for 2010/2011, proposed by the General Committee and
7. Changes to Club Rules, proposed by the General Committee**

IA said that the club had to look to increase subscriptions. Gym members had to look at an increase due to the increased work that Gerry Egan is doing. IA also said that with a growing number of gym members, who had nothing to do with the club itself, there was a risk that they could influence how the Rugby club was run. He reminded those present that they only needed 20 members to call an EGM. He thus proposed the rule 'Change to Club Rules' with regard to Amendment 9. Dick Henderson asked if we knew who the sole gym members were. IA affirmed we did, and new membership

cards would reflect that along with access swipe cards. The amendment was proposed by S Price and seconded by AJ.

Returning to subscriptions, IA reported that the SSC would likely increase levies to the Rugby Club due to a problematic year, and we needed to be prepared for an increase of up to £6k p.a.

The increases are large in percentage terms, although still relatively cheap. In all cases, the committee will continue to look at payment issues and hardship should they occur.

PB asked how our subscriptions compared to other local clubs. IA argued that we are more expensive than other local clubs, however our facilities are far better than those of the local clubs.

The proposal was put forward by Paul Bensley and seconded by JW.

8. Club Incorporation

IA told those present that the club had been recommended a solicitors by the RFU to undertake the role of becoming incorporated. The Executive Committee were completing a questionnaire given by the Solicitors and once things have moved forward, would call an EGM to propose the total case for incorporation. Colin Bensley asked, that after incorporation, would we have to produce accounts. DP said, that we would have to act as a Ltd Company and thus present accounts to Companies House.

9. Election of Officials

IA thanked P J West for all of his hard work as he is stepping down as Director of Rugby. All of his efforts had been recognised and appreciated. All agreed. IA reported that all officers were staying the same for the coming year, with SP taking over as Director of Rugby. A block vote of approval was proposed by Andy Hind and seconded by S Ure.

10. Any Other Business

IA reported that Jeannie had unfortunately had a heart attack while on honeymoon in Cyprus. IA met with her, and due to stress and other complications, they mutually agreed to terminate her contract on the 12th July.

Sharon's catering contract was also to be terminated on the 1st Aug. A new organisation, Bite Me, is to take over the running of the bar and catering. They were to be paid on a percentage of the GP. Colin Bensley mentioned that he had heard of them in the past, and they have an excellent reputation.

IA reported that the RFU had approved funding for match standard floodlights on the 1st XV Pitch. The club were waiting to hear the level of funding, but hoping to be around 50% of the total cost. The Committee would continue to look at other means

of funding for the other 50%. Colin Bensley asked whether we would need planning permission, to which IA replied that we would and there could be some restrictions.

There being no further business, IA thanked everyone for attending and declared the meeting closed at 21.15.

Paul Edwards
Honorary Secretary

Section Reports

Senior section

So, another new season in front of us and another new coach at the helm, the 3rd in 4 years. With a new coach the hopes are high for us to go one better than last year and head up to the national leagues.

This year has been one of highs and lows, all summed up in 80 minutes of rugby by the 1st team. The highs of finishing 2nd in the league and making the play off, the highs of running out at London Irish with 300 plus Sidcup supporters singing and cheering. Unfortunately the low of losing but then the pick up that each and everyone one of the supporters gave the team was one of the proudest moments in my life that reduced some men to tears, that just goes to show what this club is all about.

This year the second team were as strong as ever, finishing 2nd in the league and many of the guys pushing for first team places. Even on the weekends that we struggled to get a team out we still put on a strong performance.

The 3rd and 4th teams had their own ups and downs, with one week there being enough players to put out a 5th team but the following week, we struggled to get out 2 teams, this is something that we need to rectify this year and that is down to both players and Committee alike to get right. What they did do well this year was compete in every game they played and bringing through some of the colts was a massive plus.

The first team had one hell of a year, losing just 4 league games all year, 3 of which were lost from lack of concentration, had we won those games then we would have won the league, that just goes to show that we can do it if we work hard for the full 80 minutes of a game and the whole season. We had some great wins but the one that stands out in everyone's minds is the 44-7 away win over Colchester, a game that made everyone believe that it was really possible for us to go up.

To end with, I would like to thank everyone involved this year, the coaches for their hard work with us and being there come rain or shine Tuesday, Thursday and Saturday. The captains and selection committee for their endless phone calls and texts to get teams out, the players for all your hard work throughout the season whether you played one game, or never missed a training session or game, you all had a part to play in the success of the season and finally to all the supporters that came out in the wind rain and sun to cheer us on, it means so much to every player even if they don't say so.

So, to the season ahead, let's hope for a bigger and better one than the last, with more tries, more points, more wins and more laughs in the bar after.

So see you all in the bar at some point for a beer.

Willsy
Iain Wilson, Captain of the Club.

Academy

The academy had a great season, both on and off the pitch. Each age group performed on their day, superbly well with wins against Whitstable by the U17s and the U18s putting 40 points on Westcombe Park being highlights of this. However consistency was sometimes not easy to obtain with the usual distractions of life at this age like work, school, females etc etc becoming priorities much to the coaches' dismay!! However we had 28 players at the senior end of season dinner which is a great turnout.

The Under 18s made it through to the Kent Plate final but again lacked the consistency to be successful on the day. If the Under 17s turned up with the right mindset they played superbly but again the dips in performance were big and far too frequent. The Under 19s, whilst lacking in numbers, were very competitive and performed very well with the assistance of the U18s in the National Colts Cup games we played, a highlight being the best performance of the season in my view, when we lost to the team from SE3, who only managed to win with scores in the last 10 minutes.

The coaching team of myself, Dave Driscoll and Mark Watson all agreed that the off the field rugby education was as important and I think we achieved that goal! The academy tour to Jellystone was a fantastic tour where we made many friends in the West Country (apart from the coach driver), played some good rugby and drank the odd beer along the way!!

Finally the main goal of any colts/academy section is to bring the younger players through to the senior section and there were a significant number of lads who have made their senior debuts last season and according to the feedback I received made a very good impression on the teams they played for. It is down to the senior section to keep these guys playing at Sidcup next season.

Finally I would like to thank Dave and Mark, as well as Colin Orford for their massive contribution to the success of the Academy season.

Andy Hind
Academy Head Coach

Junior section

My first season as Junior Chairman and a very enjoyable one too. Strong representation at Kent Finals Day with 4 teams in various finals, the highlight being the U16's winning the Plate.

All teams continue to be well supported by parents and a huge thanks must go out to them. Unfortunately the weather had its say with disruption to fixtures either side of Christmas.

Again we were well represented at District Level, which bodes well for the future.

After the end of season Tours, all of which were hugely enjoyable (I still don't know who enjoys them more - players or parents), the season culminated with the Junior Presentation Evening. A jolly good time was had by all, and a new award was introduced. The Andy Latham Memorial Trophy, awarded for outstanding commitment and achievement, presented by Chris Latham to Chris Orford. Well deserved.

Lastly a big thanks to all the coaches and managers who give their time and effort to make the Junior Section as successful as it is.

Martin Stock
Junior Chairman

Mini section

An excellent season with numbers up on the previous season in all age groups.

The highlight for me had to be winning the Dowswell Cup with 3 age groups winning the cup and 3 winning the plate, a real team effort.

Also of note the under 12s once again came third in the Kent Cup. A fine effort and well deserved.

I now stand down as Mini Chairman and hand over to the capable hands of Jim Fitch and Susie Gunn. Good luck!

Andy Innes
Minis Chairman