

## **Minutes of an Extraordinary General Meeting**

**of Newport Boat Club Ltd Co. No. 14590433**

**held at the Clubhouse at 16.00 on Saturday 15<sup>th</sup> February 2025**

Present:

Nica Prichard (President)  
Charles Searle (Commodore)  
Gareth Davies (Treasurer)  
Jay Williamson (Rear Commodore - Sailing & Boating)  
Simon Reeves (Treasurer & Company Secretary)  
Mike Mathias (Director)  
John Clive Lewis (Director)

32 Members present. A further 111 members had provided proxy votes.

In Attendance:

Ema Commons  
Clare Evans

### **Apologies for Absence**

Apologies for absence were received from 54 members.

The Commodore welcomed members to an Extraordinary General Meeting of Newport Boat Club Ltd to consider the following matters: -

1. Approve appointment of Gareth Davies as a Director and Treasurer
2. Approve appointment of Steven Penn as a Director
3. Approve appointment of Simon Reeves as a Director and Company Secretary
4. To receive and approve the financial accounts to 31 March 2024
5. To consider and approve the appointment of Pritchard & Co (Fishguard) to carry out an Independent Review of the annual Financial Accounts of Newport Boat Club Limited
6. Special motion (Cannot be amended; 75% of votes required):  
To adopt the revised Articles and associated Rules.

### **Appointment of Tellers**

Ema Commons and Clare Evans were appointed as tellers for the meeting

### **Motion to appoint Gareth Davies as a Director and Treasurer**

Motion passed – 127 in favour, 0 against and 16 abstentions

### **Motion to appoint Steven Penn as a Director**

Motion passed – 129 in favour, 0 against and 14 abstentions

### **Motion to appoint Simon Reeves as a Director and Company Secretary**

Motion passed – 128 in favour, 0 against and 15 abstentions

### **Motion to receive and approve the financial accounts to 31 March 2024**

Motion passed – 125 in favour, none against and 18 abstentions

**Motion to consider and approve the appointment of Pritchard & Co (Fishguard) to carry out an Independent Review of the annual Financial Accounts of Newport Boat Club Limited**

Motion passed – 132 in favour, 2 against and 9 abstentions

**Motion to adopt the revised Articles and associated Rules**

The voting was 91 in favour, 50 against and 2 abstentions.

As the motion required 75% approval, only 64.5% voted in favour, the motion was not passed

Following the completion of the business of the Extraordinary General Meeting, the Commodore welcomed questions and observations from the floor. The following matters were raised: -

- A member queried why the club did not recognise joint membership with equal voting rights for both parties. A further observation was that the present rules may breach the Equalities Act 2010
- The proposal to create joint membership and allowing joint membership subject to payment of a 50% premium of annual membership would disadvantage longer standing members leading to a reduced payout to members in the event of dissolution of the club
- The pathway to the clubhouse had a number of cracked flagstones and still bore the COVID markings
- Other observations were received with regard to the amended Articles namely: -
  - Requirement for any commodore to have been a member of the board for 3 years; further that this was impractical as the club had only been incorporated 2 years previously
  - Members needed to help the board to produce a set of articles acceptable to a majority of members and those who had voted against were encouraged to share their concerns with the board

Duncan Fitzwilliam proposed a motion of thanks to the Board of Directors for their work on behalf of the club

Meeting closed at 17:12