Minutes of the 98th Annual General Meeting
Held at Bull Bay Golf Clubhouse on 27th March 2024 at 8.00pm

The Chair - The Lady Captain, Mrs Nicky Mackenzie

There were 82 full members in attendance

The Notice convening the meeting had been displayed on the Club's notice boards within the Club, on the Club's website, and distributed via the BRS system to members, for the required 14 days prior to the meeting.

The Lady Captain welcomed all members and informed the meeting she had been nominated as Chair in the absence of the Captain who sent his apologies.

Lady Captain requested all attending to stand in thoughtful silence as a mark of respect for all members and former officers who had passed away.

1 Apologies

The Chair reported that 17 members had sent their apologies in advance of the meeting.

The Chair asked if there were any other apologies to be recorded and the following were noted: *Neville Pritchard, Elfed Rowlands, Ieuan Hughes, Tony Lewis & Magi Jones*

2 Acceptance of the statement of 97th AGM held on the 31st March 2023

Proposed as a correct record by Mr James Trew and seconded by Mr Angus Mackenzie

3 Matters rising

A member enquired about the break down of the creditors figure : outcome, Mr Colin Bell would check and his response is **Addendum 1.**

4 To receive the Balance Sheet and Accounts for the year 2022/23 and the Report of the Accountants

Mr Colin Bell of Williams Denton the Captain provided the following summary Report from the Club's accountants.

> "Thank you for inviting me here to this year's AGM.
>
> **Statutory Accounts for the Year Ended 30 April 2023**
>
> The Statutory Accounts for this year were prepared by us from the company's books and records and Filleted Accounts have been submitted to Companies House to fulfil the company's filing obligations.
>
> We also prepared the company's Corporation Tax Return for this year which was submitted to HMRC along with a copy of the accounts and there was corporation tax due of £40 on the bank interest received. Due to the increase in non-member income from green fees, bar, buggies, flat, etc there was a taxable trading profit this year £8,950 but there was no corporation tax payable as this was covered by tax losses brought forward and there are further tax losses to carried forward.
>
> A summary of the Statutory Accounts for the year are included in your member's pack.
>
> In summary these accounts show the following: -

- total income for the year of £572,681 compared with £544,890 in the previous year, an increase of £27,791 (5.1%)
- total expenditure for the year of £624,422 compared with £611,765 in the previous year, an increase of £12,657 (2.1%)
- overall, there was a net deficit of £51,741 compared with a net deficit of £66,875 in the previous year.

  Looking at the Income & Expenditure Account for the year to 30/04/2023 in more detail and comparing with the previous financial year to 30/04/2022 I would highlight the following figures:

1. Members Subscriptions & Locker income decreased by £1,798 (1%) to £176,777 compared £178,575 in the previous year.
2. Green fees income increased by 8% to £124,935 compared with £115,902 in the previous year.
3. Bar Income increased by 20% to £127,908 compared with £106,630 in the previous year.
4. Catering Income decreased to £14,034 compared with £25,612 in the previous year, which was due to an outside caterer taking over this from November 2022.
5. Shop Income increased by 45% to £48,365 compared with £33,194 in the previous year.
6. Buggy Income increased by 10% to £22,539 compared with £20,388 in the previous year.
7. Flat rental income decreased by £2,348 (16%) to £11,981 compared with £14,329 in the previous year
8. The Pro-Am income this year totalled £9,612 plus the £833 which was received in the previous year with associated costs amounted to £4,217.
9. Overall Wages costs increased by £38,424 (16%) to £280,622 compared with £242,198 in the previous year.

   Wages as a percentage of total income was 49% this year compared with 44.5% in the previous year.

   The biggest increase was in Course wages which have increased by £30,246 (43%), which included two new employees.

   Other Wages including Cleaning, Admin, Bar, Catering & Shop have increased by £8,178 (4.7%).

   The overall increase in wages costs has been a significant contributing factor to this year's deficit.
10. Light & Heat increased by 76% to £36,181 compared with £20,614 in the previous year which was due to the energy price increases and this increase has also been a significant contributing factor to this year's deficit
11. Advertising costs increased to £5,820 compared with £895 in the previous year and this did include £1,395 (net of £1,000 grant received) for new signs.
12. Insurance costs increased by 39% to £7,241 compared with £5,203 in the previous year.
13. Clubhouse Maintenance & Repair was down to £10,308 compared with £14,508 in the previous year.

14. Course & Equipment Costs decreased significantly to £45,775 compared with £85,589 which was due to the planned improvements of the course in the previous year.
15. Looking at the Bar in isolation it made a gross profit of £72,460 with Gross Profit percentage of 57% compared with £55,038 & 52% in the previous year.
16. When looking at the combined income streams of the Bar / Shop & Buggies there is a net profit, after direct costs and wages, of £15,761 (this doesn't take into account indirect costs such as heat & light, etc).

The Balance Sheet as of 30 April 2023 showed that the company had reserves of £328,271 compared with £380,052 at the previous year end.

The reserves of £328,271 can be broken down into fixed assets of £364,484 (including land & buildings, equipment, fixtures, etc valued at cost less depreciation), stocks of £28,969, debtors of £2,277, cash at bank and in hand of £135,007 less creditors of £202,466.

Included within creditors are subs paid in advance of £105,331 and a government backed bounce back loan of £30,833.

There has been some discussion about obtaining a professional valuation of the land and buildings and if this is undertaken the land and buildings revalued amount can be included in future accounts.

Management Accounts for the 6 Months Ended 31 October 2023

These management accounts have been prepared from the company's accounting software and underlying records and are included in your member's pack.

In summary these management accounts show the following: -

- total income for the six-month period of £347,847.
- total expenditure for the six-month period of £354,206.
- overall, there was a net deficit for the six-month period of £6,359.

Total wages in this six-month period amounted to £170,605.

Heat & light in this six-month period amounted to £16,720.

In this period the Bar in isolation made a gross profit of £50,769 with an improved Gross Profit percentage of 64% (compared with 57% in the previous year).

When looking at the combined income streams of the Bar / Shop & Buggies there is a net profit in the six months, after direct costs and wages, of £25,666 (this doesn't take into account indirect costs such as heat & light, etc).

The Balance Sheet as of 31 October 2023 showed that the company had reserves of £320,858.

The reserves of £320,858 can be broken down into fixed assets of £345,622 (including land & buildings, equipment, fixtures, etc valued at cost less depreciation), stocks of £24,806, debtors of £1,658, prepayments of £2,492, cash at bank and in hand of £135,499 less total creditors of £189,220.

Included within creditors are subs paid in advance of £96,674 and a government backed bounce back loan of £25,833.

VAT

As there have been some recent challenges in terms of what VAT can be reclaimed when using VAT partial exemption scheme and we have put the Club in contact with a VAT specialist who has been able to make a claim to recover £3k of input VAT in relation to the Covid period and a further £15k in relation to the reclassification of certain expenditure as non-attributable as opposed to exempt.

The £3k has been reclaimed on the last VAT Return submitted and a separate claim has been made for £15k.

Going forward the new reclassification of some expenditure will mean more input VAT can be reclaimed on future VAT Returns.

We continue to assist the Club in developing its financial systems to enable it to extract better management information on a timely basis to enable better planning for the future.

I hope this report has given you a summary of the company's financial position.

I would like to thank Nikki, Natalie, Steve & Graham, for their assistance in providing us with all the information and answering all our queries when preparing the company's accounts.

Colin Bell FCCA, Director, Williams Denton Cyf'

Printed accounts were distributed to members at the AGM.

Captain asked for questions:

A member was concerned that revaluing the land and buildings would be an issue. Mr Bell explained the accounting treatment in terms of accounting standards and that it would be a paper exercise. He may also have been concerned that there would be large increase and that this would be taxable but I explained that this would not be the case and would only be taxable if actually sold off at the valuation price : **See Addendum 2.**

Another query regarded whether the Club's accounting system allowed for identifying of profit centres such as the Bar, Shop, etc? Mr Bell explained that whilst gross profit on these centres could be worked out, however wages allocation made it difficult and may not be accurate and indirect costs such as Heat & Light were not possible.

There were no other questions.

Chair asked for the formal approval of the accounts. This was proposed by Mr Paul Tudor and seconded by Mr Ged Hulme.

5 Appointment of Club's Accountants

Following recommendation by the Captain, Messrs Williams Denton continue as the Club's accountants for a further year. Proposed by Mr Bill May, seconded by Mrs Di Hardy.

6 Special Resolution proposed by The Executive Committee

"To consider and if acceptable endorse the adoption of revised Articles of Association identified as Draft A of A – 7.11.23 (updated 14.2.24) to become effective 15th May 2024"

Members were encouraged to place their votes.

Following the voting procedure the Special Resolution to adopt the revised Articles of Association was passed by 82% of votes cast in favour.

7 Captain's Address

In the absence of the Captain, the President read out a brief address prepared by the Captain in which he apologised for his non-attendance as he was on holiday in Egypt. He had been privileged to hold the post and had mostly enjoyed the experience with the notable exception of having to cancel his Captain's Day due to horrendous weather. He was indebted to the Committee and Management for their support during the year and thanked the greens staff, office, shop, bar and catering for their hard work throughout the year. He wished a successful year to the incoming Captain and Lady Captain. In addition he thanked Graham Perry & Nicky Mackenzie for their hard work and dedication to the Club.

8 ELECTION OF EXECUTIVE COMMITTEE MEMBERS

Chair expresssed thanks to the following for their services on the Club and Executive:

Jane O'Hare who has completed her term of office and was stepping down.

There were 4 vacancies to serve on the Executive with the following nomination being accepted.

NOMINEE	PROPOSER	SECONDER
Mike Daly	Terry Young	Jane O'Hare

In addition, two Executive members had been adopted to the Executive Committee during the year and their appointments were ratified by the membership : Julia Proud as Lady Captain and Paul Fitzpatrick.

9 The Election of Officers

Vice Presidents

On the proposal of the Captain and seconded by the President the following to remain as Vice Presidents: Mrs Beryl R Williams, Mr Arthur Jump with a combined age of 200! Unanimously carried.

Ladies Captain

The outgoing Ladies Captain Mrs Nicky Mackenzie gave a short address in which she thanked all present for attending and reported that she had thoroughly enjoyed her year as Lady Captain. Of particular note were her Lady Captain's day with good golf and enjoyable refreshments and thanks to her family and members for cakes. Away day to Caernarfon was fun despite patchy weather. Thanks to the greens staff, caterers, office and bar staff as well as all members support to the Captains Charity, the Wales Air Ambulance.

Mrs Julia Proud was duly elected as Ladies Captain on the proposal of Mrs Nicky Mackenzie and Seconded by Terry Young.

The incoming Ladies Captain to made a short acceptance speech.

Vice-Captain

The election of Mr Jon Bingham as Vice-Captain with effect from 1st April 2024 on the proposal of Mr Gareth Owen and Seconded by Mr Graham Perry was carried and Jon gave a short acceptance speech.

Captain

The election of Mr Gareth Owen as the next Club Captain to take over on the 1st April 2024 on the proposal of Mr Rob Ewing and seconded by Mr Harold Williams was carried.

10 Change of Captains

The new Captain Mr Gareth Owen addressed the meeting.

Yn gyntaf diolchodd i aelodau Clwb Golff Porth Llechog i'w dderbyn fel Capten y Clwb am y flwyddyn i ddod. Mae'n fraint ac anrhydedd iddo dderbyn y swydd.

In addition he thanked Mr Rob Ewing for asking him to be his Vice a year ago and to Jon Bingham for agreeing to be his Vice Captain in the forthcoming year. Thanks also to Mr Graham Perry, the Committee, Paul Fitzpatrick and the greens staff, the office, catering and bar staff. It will be a busy year at the Club with hosting the Welsh Youth Open Championship at the end of May as well as another Pro-Am in July.

The joint Captains Charity for the coming year was announced as Alzheimer and Dementia Hafan day-centre at Plas Crigyll, Bryngwran.

The Captain thanked Members for attending and declared the meeting closed.

ADDENDUM : Response from Williams Denton regarding queries at the AGM

Addendum 1

> "The reserves of £380,052 can be broken down into fixed assets of £383,928 (including land & buildings, equipment, fixtures, etc valued at cost less depreciation), stocks of £28,855, debtors of £3,744, cash at bank and in hand of £176,300 less total creditors of £212,775.
>
> Included within creditors are subs paid in advance of £91,287 and a government backed bounce back loan of £40,833."

Addendum 2

> "I assume that they mean kept separately on the "Balance Sheet" and if so, this is correct Land and Buildings could be presented separately on the Balance Sheet, however when we took over as the club's accountants, we did not have accurate figures for such a split of Land and Buildings. As the land would have been gifted / purchased some time ago (over 100 years) the cost of the land, if any, would be of negligible value and almost all of the cost currently included in the Land & Buildings relates to the Clubhouse Building and Green Keeper Sheds. Under current accounting standards Land would not need to be depreciated however Buildings should be depreciated over its appropriate life and the current policy is to depreciate them over 50 years. Once any revaluation is undertaken then depreciation is no longer applicable as an annual impairment review (backed up by periodic independent valuations) would need to take place with any the Balance Sheet values being adjusted for any impairments."