

CSSA Annual General Meeting 2024

2nd calling notice for the CSSA AGM 3rd June 2024 7:00pm

The 66th Annual General Meeting of the CSSA is scheduled to be held face-to-face from 1900 on Monday 3rd June 2024 at the Island Sailing Club, Cowes, Isle of Wight, PO31 7RE
Members may join via Zoom following application by email to the General Secretary at csgensec@yahoo.co.uk

In the absence of nominations for Officers and Committee members from the CSSA membership, all nominations have been made by the General Committee.

CSSA will provide light refreshments.

Agenda

1. Commodore's Address for the period ended 31 December 2023
2. Presentation of Awards
3. Minutes of the 65th AGM held on 27th May 2023
4. Adoption of the Annual Report for 2023
5. Treasurer's Report and Adoption of the 2023 Annual Accounts
6. Motions – see section on Motions
7. Appointment of Officers and Committee members for the period until AGM 2025

General Committee from the CSSA AGM 3rd June 2024

No nominations were received from the membership. The following nominations are of serving members of the General Committee (GC) who are willing to continue in role plus Mark Goble who replaces Dave Grundy as Treasurer and Stuart Dawes who replaces Brian Stevenson as General Secretary.

Post	Holder	Term Start	Term End
Commodore	Paul Brereton	Jan 2023	Jan 2026
Vice-Commodore	No nomination by GC pending review of flag officer structure		
Rear-Commodore (Offshore)	Alison Hutton	AGM 2023	AGM 2025
Rear-Commodore (Dinghies)	Vacant – The GC invites volunteers for co-option		
General Secretary	Stuart Dawes	AGM 2024	AGM 2025
Treasurer	Mark Goble	AGM 2024	AGM 2025
Offshore Secretary	James Savage	AGM 2024	AGM 2025
Dinghy Secretary	Vacant – The GC invites volunteers for co-option		
Membership Secretary	Eileen Kitts	AGM 2024	AGM 2025
Public Relations Officer	Eileen Kitts	AGM 2024	AGM 2025
Training Officer	Vacant – The GC invites volunteers for co-option		
Safety Officer	Vacant – The GC invites volunteers for co-option		
Members (maximum 9)			
No members nominated	The GC invites volunteers for co-option.		
Representatives of CSSA Divisions	Each CSSA Division may appoint one representative to the General Committee		

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Nominations for CSSA Trophies are invited

The CSSA holds many trophies both for recognition of sailing achievements and for recognition of service to the CSSA and service to a Division.

Photographs of trophies, award criteria, and the officer responsible are listed at – <http://cs-sailing.org.uk/wp-content/uploads/2020/03/CSSA-Trophies.pdf>

Please make your nomination(s) by 3rd May 2024 to the named 'Officer Responsible' – see <http://cs-sailing.org.uk/contacts/> for current incumbents.

Trophies will be presented at the AGM to be held at the Island Sailing Club, Cowes, Isle of Wight on 3rd June 2024.

Motions put to the CSSA AGM to be held on Monday 3rd June 2024

Motion 1: to change from Audit of CSSA accounts to Independent Examination of CSSA accounts.

Proposed by David Grundy and Mark Goble

Background

- The law does not require an unincorporated body such as CSSA to have an Audit.
- CSSA's turnover is under £50k, even Charities do not require an Audit until their turnover is over £2m
- All the component Clubs and Divisions of CSSA use an Independent Examination for review of their Annual accounts
- The quoted cost for an Audit is over £4k (which would about 10% of our grant from CSSC) An Independent Examination will cost around £2k
- Moore Thompson Chartered Accountants, Auditor of the 2022 accounts, recommended a move to Independent Examination.
- Although an Independent Examination could be carried out by anyone it is felt that for CSSA that this should be conducted by a qualified Accountant.
- An Independent Examination is a much lighter touch review by the Accountant but due to the operations of CSSA and the small number of transactions there are very few risks involved. The benefits of change far outweigh any perceived risks.

Motion

Para 14.4 of CSSA's constitution is amended from:

(4) Financial statements as at 31st December shall be prepared annually on behalf of the General Committee by the Honorary Treasurer. They shall be prepared in accordance with the United Kingdom Generally Accepted Accounting Practice and be subject to audit. The audited financial statements shall be submitted to the Annual General Meeting of the Association.

to

(4) Financial statements as at 31st December shall be prepared annually on behalf of the General Committee by the Honorary Treasurer. They shall be prepared in accordance with the United Kingdom Generally Accepted Accounting Practice and be subject to an Independent Examination by a qualified Chartered Accountant. The examined financial statements shall be submitted to the Annual General Meeting of the Association.

General Committee recommendation to the AGM

General Committee recommends that the AGM should support the Motion.

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Motion 2: to appoint Independent Examiners (or Auditors subject to the outcome of Motion 1)

Proposed by Mark Goble and the General Committee

Background

One of the functions of the Annual General Meeting is to appoint auditors (CSSA Constitution Clause 9(1)(b)).

Although CSSA could continue to use Moore Thompson Chartered Accounts who have reviewed the accounts for the last two years, it will be much more convenient to use a Chartered accountant in the locality of the Treasurer to avoid travel and other logical costs. Lucy Parry of Landowns DFK has indicated a fee of about £1,500 for an Independent Examination for the 2024 accounts.

Motion

To appoint Landowns DFK, Chartered Accountants, to complete the Independent Examination of CSSA's accounts for 2024.

General Committee recommendation to the AGM

General Committee recommends that the AGM should support the Motion.

Motion 3: The same person shall not hold both the posts of Commodore and Vice-Commodore within CCSA [sic].

Proposed by John Figgures and Rob Stephens

Background

The issues behind this Motion merit consideration by the CSSA membership but the Motion was not submitted in accordance with the CSSA Constitution as required by Constitution Clause 9(1)(c).

Our former Commodore, Graham Dalton, resigned at the end of December 2022 after 10 years of highly valued service. In the long lead up to his resignation, Graham reported that there is virtually zero prospect of sustaining the hither to practice of securing the appointment of a Civil Service Permanent Secretary or similar to the role of CSSA Commodore.

After considering Graham's advice and recommendations, your General Committee agreed to appoint the serving Vice-Commodore as Commodore and leave the post of Vice-Commodore vacant from January 2023. This arrangement can continue indefinitely without adverse effect on the provision of sailing.

Your General Committee has chosen to be cautious in proposing changes to the constitution to formalise in the Constitution a change in CSSA Flag Officer structure.

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The submitted preamble, Motion and proposed consequence

That:

It is generally considered poor governance for the Chairman of the Board and the Chief Executive posts to be held by the same person.

For the CSSA, the equivalent posts are the Commodore and the Vice-Commodore.

The Motion is that “The same person shall not hold both the posts of Commodore and Vice-Commodore within CSSA [sic].”

Accordingly, the Vice-Commodore who was elected by the whole CSSA membership, Paul Brereton, shall resign as Commodore with immediate effect.

General Committee observations

The proposers’ assertion that one person is simultaneously holding the posts of Commodore and Vice-Commodore is incorrect.

The proposers’ assertion that the CSSA posts of Commodore and Vice-Commodore are equivalent to Chairman of the Board and the Chief Executive posts is open to debate. The CSSA Commodore has, until now, been a figurehead role providing support to CSSA upon request.

The preamble and proposed consequence are beyond the remit of the CSSA membership. It is the General Committee that appoints the Commodore (CSSA Constitution Clause 7(2)). The Vice-Commodore and other officers are proposed and elected by the membership (Clauses 7(3) and 8). The General Committee is empowered to further the objects of the Association (Clause 5(4)).

The Motion was proposed on 13th February 2024 but co-proposed on 26th February – straddling the deadline of 14th February.

General Committee recommendation to the AGM

General Committee has accepted the Motion despite late proposal.

General Committee wishes to retain the option to appoint one person to two posts if it wishes and recommends that the AGM should reject the Motion.