Welcome by the President & Introduction from Chairman
The President welcomed the 102 members present to the Annual General Meeting. There was a minute’s silence to remember members who have passed away during the year. The President advised the Chairman of the Management Committee (MCtte) Mr Colin Long, will conduct the meeting. Mr Long welcomed the incoming Captains of the Mens, Ladies, Senior Mens and Junior sections.

2. Apologies for absence
There were 25 apologies for absence received by the Secretary.

The Chairman advised that the Club Trustees, Mrs Jo Buchanan, Mr David Richards and Mr Brian Lewis independently assisted by a representative of the Club Auditors would act as scrutineers for all voting matters. He advised that 2 proxy votes had been received.

3. To confirm the minutes of the last AGM held on 6 November 2014
The Chairman asked that the minutes be approved. Mr Brian Lewis proposed and Mr Nic Holladay seconded the approval. Members voted in favour with 1 abstention.

4. Matters arising
There were no matters arising.

5. To receive the Auditors’ report and approve the Accounts for the year ended 30 June 2015
Mr Robert Lawrence, the Chair of the Finance Sub-committee, presented the Auditors’ Report and accounts. He advised that the Club had a successful year and that it was in a healthy financial position. Membership is full and there is a waiting list which was good news as this was the major income stream. The Clubs position came about as a result of our prudent tried and tested planning coupled with sensible spending plans.

Over the past year the Club had made a surplus of £11k. This was after an additional £50k had been set aside in provision, £25k towards future improvement, £15k as a contingency fund and £10k towards the replacement of the Greenkeepers accommodation.

He advised that income from green fee players and societies was up 3.2% on the previous year and without the loyalty of returning societies member subscriptions would have to rise somewhat.

He advised that before the allowance for provision the Club were £45k better than budget and that a further £13k had been invested to improve the bunkers on the course and £34k toward capital expenditure which included £29k of course machinery. He was pleased to announce that
Spooners had returned a £2.7k surplus however he was concerned that bar sales continued to show a decline. He encouraged everyone to use the bar.

He advised that the budget for the current year showed an increase in all areas based on the assumption of membership and income flows. The introduction of the Living Wage will affect the salary bill along with the Workplace Pension Scheme which, as employers, the Club have to contribute toward. All entrance fees of new members will go toward future improvements of the Club.

Although the CPI is at 0% to cover additional costs the Management Committee has recommended a subscription increase of £20 which equated to 38p per week which offers tremendous value.

Mr Lawrence announced that the refurbishment of the Club, including the installation of the lift had cost £178,898k and had been completed within budget. This sum included the generous donation toward the installation of the lift by the late Gordon Jackson.

He advised that HM Government had changed legislation which meant the loss of recoverable VAT in respect of on course materials. This impacted upon the Club this week with the need to replace the tractor that had been recently stolen in a burglary.

The 5 year forecast was as always a calculated crystal ball situation. He advised that he, together with Mr Kevin Brackstone, of the Finance sub-committee and Mrs Carole Kearn, the Assistant Secretary, had spent some time together in producing the forecast.

The 3 month period to the end of September 2015 shows a steady picture and has shown a surplus for the period. The operational cash flow has been well maintained and many Clubs would like to be in the same position as Corhampton. The Club continues to invest in the course and continues to receive enquiries for membership.

Mr Lawrence referred to the 2014 AGM when a proposal was put forward to look in principle at changing the Club’s subscription year to commence in April. Following further investigation and consideration he was now withdrawing this proposal.

Mr Lawrence thanked the members of the Finance Ctte, Mrs Nicola Fogg, Mr Keith Barrett, Mr Kevin Brackstone. He also thanked the Club Auditors, Arthur Daniels and Co, particularly Mr Iain Lindsay and concluded with a huge vote of thanks on the excellent accounting records maintained by the Assistant Secretary, Carole Kearn.

In conclusion Mr Lawrence announced that he was very happy with the financial state of the Club and stated that those charged with looking after the Club Finances will continue to ensure that the status quo is maintained.

The Chairman sought a vote by show of hands to accept the accounts as presented. This was accepted by majority with 3 votes against and 1 abstention.

6. **To appoint the Auditors**

The Chairman in proposing the re-appointment of Arthur Daniels & Co as the Club’s Auditors stated that Mr Iain Lindsay has excellent working relationship with the office and Finance sub-committee.
Following a request from Mr Kevin Brackstone, Mr Iain Lindsay advised those present that it was the opinion of Arthur Daniels & Co that the financial statements gave a true and fair view of the state of the Clubs affairs as at 30 June 2015 and had been properly prepared in accordance with the Club’s rules. The members voted unanimously in favour.

7. To declare the result of the CLG vote.
The Chairman announced that no further votes had been cast and remains at 626. This number is below the number of votes required to declare a result.

8. To consider the Management Committee Proposals
8.1 Management Committee Proposal 1:

“In the event that the resolution first placed before members at the EGM of July 14th, 2015 regarding the proposed incorporation of the Club into a Company Limited by Guarantee has been neither passed nor rejected at the adjourned EGM of November 12th, 2015, the voting process will remain open until a clear result has been obtained. Further, if no result has been obtained by December 31st, 2015 the Management Committee shall make a decision as to whether voting shall continue beyond that date.”

Mr Nic Holladay gave a brief resume regarding the rational of the proposal. The 626 votes so far cast represented from his quick calculation approximately 86.4% of those entitled to vote had done so. This was a very good turnout. He stressed the need for those that had not yet voted to do so, whether for or against the CLG.

He advised that the Business Planning and Development sub-committee were the instigators of the process and were seeking to protect the Trustees and members. The Trustees had agreed with the proposal to go to CLG. He stated that the state of voting was known only to the Secretary and the independent auditor. The Management Committee and Trustees had no knowledge of who had voted or indeed how they had voted.

The voting procedure had been followed in accordance with the legal advice that had been provided. He acknowledged that there was some concern that a small number of votes had been reported missing. This was unfortunate but those persons had been asked to re-submit their vote in order that all member’s votes would count. There had been some comments that the process was biased toward the proposal. Mr Holladay advised that a significant number of documents and open presentations had taken place. He sought approval of the proposal.

Mr Jim Ramage: reading from a prepared statement stated that he did not generally get involved in the administration or organisation of the Club and that he was grateful to those members that are on the Committee. Mr Ramage then referred to a matter not on the agenda and Mr Doug Emmett raised an issue on a point of order stating that this was not part of the agenda. The Chairman advised Mr Ramage that only agenda items could be discussed. Mr Ramage stated that he felt that the CLG voting process should be immediately stopped and the vote finished. He also stated that the vote could be taken once more with a totally independent process. He further stated that to show his confidence in the Clubs Constitution that he would be prepared to stand for election as a Trustee.
Mr Peter Shaw asked what would be the situation regarding members that leave the Club and if their votes would be removed if the vote continued after the 31 December 2015. Mr Holladay advised such votes would be discounted.

Mr Michael Halliday asked how many more votes would be required. Mr Holladay advised that the actual breakdown of yes and no votes were not known to him but he was aware that the total number of members eligible to vote was 724, 626 had so far voted which he had adduced meant 86.4% had voted which meant that 90 odd votes were still required. It was clear that the vote could still go either way. He did not know how close the Club were to a yes or no vote.

Mr Geoff Palmer asked whether the Secretary had obtained written confirmation from HMRC as to whether subscriptions would not be subjected to VAT. The Chairman advised that the Club had been advised that VAT would not apply to subscriptions. Mr Palmer referred to a Mctte meeting on the 9 July 2014 when discussing the proposal to go to CLG when it was stated that Trustees would be allowed to vote which was against the Constitution. The Chairman advised that there were occasions at Mctte meetings when the Trustees were allowed to vote on items which directly affect the Trustees. Mr Palmer also asked that the voting process does not continue after the 31 December because new members who would come in would be “fed the information” and vote yes straight away and the matter does not concern them. The Chairman stated that every member of the Club has the right to vote as to how the Club was managed and run.

Mr Nick Jardine stated that the Constitution does not state that 100% of the membership have to vote. If 20% don’t vote that is their choice.

Mr Kevin Brackstone expressed concern that the whole CLG process was affecting the soul of the Club. He asked whether the Mctte had sought to protect the Trustees by seeking insurance cover. Mr Holladay replied that the Mctte were keen to get the whole matter settled one way or the other. It was apparent that a large majority had voted for the change it was very difficult to ignore that. The process for example could be stopped and then we would be ignoring the vast majority of the Club. Mr Holladay advised that further work can be done in respect of insurance cover in the event that CLG does not go through.

Mr Tony Hillary stated that Mr Holladay had just stated that 80% had voted for the change. The Club had bombarded the members with information and had held the forum for members to express their opinion and there had been no further votes and that he believed the process should stop now.

Mr Holladay stressed that if he had given the impression that 80% had voted in favour that would be wrong because 80% was the number required for the proposal to pass and this had not been reached. He said if you do the maths there are 98 still to vote and that he did not know how many needed to be yes or no but clearly if it could be done the Club could move on and not have to go through the process again in later years.

Mr Mike Dyer stated that the issue was emotive both ways. The desired outcome is a yes or a no and it was clear that the majority were in favour. Mr Holladay repeated the fact that neither 80% had voted in favour and therefore 20% had not voted against the proposal and logically it clear that
the majority had so far voted in favour. Mr Dyer stated he was acting as the legal advisor to the Club in the CLG process and he was also a member. He stated that in his capacity as a member he was in favour of the proposals. Mr Dyer stated the reason the Club were in the position they are was because the current Constitution requires 80% of the members of the golf club to vote in favour for such a proposal or 20% against and to achieve that was difficult task, some may even say impossible. The Chairman called the meeting to order. Mr Dyer stated that he would not be at the meeting, either as the Club’s Solicitor or as a member if he did not believe the proposals were right.

Mr Steve Enfield stated that when he returned his vote he was questioned by the Secretary on the validity of his responses. He asked whether this was an acceptable practice and if it was not why was it going on. Mr Enfield confirmed that he had already filled in his ballot paper but questioned why the Secretary had asked him whether he realised what he had done. Mr Enfield asked whether it was right that he should be spoken to by anybody as to how he had voted. The Chairman sought to establish what exactly Mr Enfield was seeking to achieve as the vote had been cast. Mr Enfield asked whether the MCtte believed the process was still valid and was appropriate given that sort of interaction. The Chairman stated that he was happy with the process and that the Secretary dealt with the vote correctly and had only spoken to him after the vote had been made.

Mr David Williamson asked with in excess of 80% having voted why the vote could not be confirmed at the meeting. Mr Holladay stated it could not because the Constitution did not allow for this.

Mr Nick Jardine stated that no where within the Club Constitution was there a requirement for 20% to vote against the proposal. The Chairman stated that there was a requirement for 80% of those members entitled to vote and not 80% of the membership total. Mr Barry Painter for clarification purposes read out Constitution Rule 4.2.

Mr Peter O’Malley suggested that there should be an amendment to the proposal that the end date for the whole process should be the 31 December.

Mrs Louise Mallard felt that the vote should be open ended.

Mr John Moore asked if an amendment to the proposal could be made. The Chairman said this could be done. Mr Moore proposed that the last line of the amendment be removed. Mr Peter O’Malley seconded the proposal. The Chairman sought a vote as to whether those present would accept an amended proposal. Votes cast were: For 58, Against 25, Abstentions 3 - carried by majority.

Mr Moore then proposed the amendment: In the event that the resolution first placed before members at the EGM of July 14th, 2015 regarding the proposed incorporation of the Club into a Company Limited by Guarantee has been neither passed nor rejected at the adjourned EGM of November 12th, 2015 the voting process will remain open until a clear result has been obtained. Further, if no result has been obtained by December 31st, 2015 then the vote will be deemed completed and no further voting will take place.

Mr Peter Shaw asked what would happen if this proposed amendment was not carried. Mr Holladay advised that a vote against the original proposal this evening would mean the process
stops. If the amended proposal is voted on and is defeated that also stops the process. If the amended proposition was approved the process would continue to 31 December and if the original proposal was approved it could continue after the 31 December.

Mr Christopher Tarmey felt that the amended proposition was a good compromise between those who wanted the process to stop immediately and those that wanted the vote to continue. The Chairman confirmed that the original vote must be voted on.

The Chairman repeated the amended proposal then sought a vote in respect of the amended proposal as outlined following Mr Moore’s proposal.

For 59 Against 15 Abstentions 4 - The proposal was **carried by a majority**.

Mr Doug Emmett believed that the original proposal should still be voted on. Mr Mike Dyer stated that he believed that the amended proposal became the substantive proposition and therefore a further vote was required on it.

For 71 Against 9 Abstentions 1 - the amended proposal was **carried by majority**.

**8.2 Management Committee Proposal 2:**

“That the Captain of the Senior Mens Section be either, a Full or 5 Day member of the Club.”

The Chairman advised that at the request of the Senior Men’s section this proposal was withdrawn.

**9. To consider the propositions of Club Members**
The Chairman advised that there were none.

**10. To elect members to the Management Committee**
The Chairman outlined the Club rules which stated that every year 2 members of the MCtte must stand down. This year Mr Barry Painter, the Chair of BP&D and Miss Chris Cheesman, the Chair of Greens, have stood down. Both were standing for re-election. There were no new nominees. The Chairman sought a show of hands to approve the appointment of both to the MCtte.

For - Not counted as appeared majority, Against 4, Abstentions 1 - the proposal was **carried by majority**.

**11. To receive the Captain’s Report** - The Captain of the Club, Mr Vic Short, gave his report, as circulated to members. His report was received with applause.

**12 To confirm the Captain of the Club** – the Chairman stated that the position of the Club Captain was a choice between the Ladies and the Mens Sections Captains both of whom were voted in at their relevant section AGM’s. With the Ladies section Captain having declined to run for the position of Club Captain he duly confirmed that the new Club Captain was Mr Nic Holladay. The announcement was received with applause. The outgoing Captain presented Nic with his Captains jacket to applause. Nic thanked Vic for all that he had achieved in the preceding year and presented
him with mementos. Nic thanked the members for giving him the honour to become the Captain of the Club. He stated that he hoped the Club would become more unified and accepted that this may be difficult. He stated that the Club had made changes over the 125 years of it’s existence and that he hoped the members would listen to the points of view of others with respect and try to understand the reasons for any proposed change and how such changes might be good for the Club. He also referred to the 125 Celebrations planned for 2016 and he hoped all members would get involved in the planned events and support the celebrations. He announced that the chosen charity supported by all Captains was the Elizabeth Foundation. He outlined the work that the Charity undertakes and that he hoped over the year members will support this worthy charity.

Nic Holladay, having wished his fellow Captains an enjoyable and successful year, invited all present to join him for a drink at the bar at the close of the meeting.

The Chairman closed the meeting at 2130 hours

Addendum to AGM minutes – subscription fees as approved for 2016

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<th>Subscription Category’s</th>
<th>Annual Subscription</th>
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(£122.40 inc. 20% VAT)

Subscription Category’s No longer available

| Qualifying Senior       | £931.00             | £30.00               |
| Qualifying Senior Over 75 | £730.00             | £30.00               |
| 5 Day Qualifying Senior | £840.00             | £30.00               |
| 5 Day Qualifying Senior Over 75 | £590.00 | £30.00               |

Affiliation fees to England Golf and Hampshire Golf Unions are shown separately on your subscription involve and are collected and forwarded by the Club on your behalf County Union Fee, which are paid on your behalf by the Club.

Male Playing Members £13.85
Female Playing Members £15.75
Joining Fee £500

* Joining fee will be at the Pro rata rate