

Draft minutes of Welow Recreation Trustees Meeting
11th May 2017
Held at Canteen Cottage

Present: Hugh Prentice
Mike Clarkson
Debbie Clarkson
Bea Dowty
Lyn Doman
Peter Gaines

1. **Apologies** were received from Heather Andrews, Beth Jackson, Ollie Hartnell

2. **WVT / WR**

A full discussion was had on the future of Wellow Valley Tennis.

No significant conclusion was reached at this meeting. Please see 3 discussion viewpoints in the appendix, detailing the depth of the discussion.

3. **Finances**

Mike circulated an update.

11. **Next Meeting**

Next meeting – to be confirmed.

APPENDIX

1) Mike Clarkson Letter to Hugh Prentice

Wellow, 26 May 2017

Hi Hugh,

Since our last meeting of trustees we have all been giving much thought to the future of Wellow Recreation, and after talking it through with Debbie and other parishioners I have decided to make the following proposal to the next trustees meeting on 1 June.

1. Introduction

When the Wellow Sports project was set up 4 years ago it was a logical aspiration, once the project was delivered, to set up one Charitable Incorporated Organization ('the CIO') to manage all the activities on the Village Hall & Playing Field site. I volunteered to act as a trustee and treasurer of both Wellow Valley Tennis and Wellow Recreation in order to facilitate this process. However since then the situation has evolved to a point where (in my opinion) the 'one organization' concept is no longer feasible, at least in the short term.

2. Background

Until 2 years ago all the sports, including tennis, were part of one Wellow Sports project managed by one project team, however since its launch in June 2015 Wellow Valley Tennis has developed strongly as an independent association, registered with HMRC as a Community Amateur Sports Club (CASC), is of a national standard of excellence (2 recent LTA community awards), is financially self-sustaining, successful in attracting membership and actively promoting its sport for all age groups with top class coaching from Team Bath Tennis. In short Wellow Valley Tennis provides a valuable service

to the community. Its management committee therefore sees no benefit in merging with Wellow Recreation and fears a dilution of its finances and self-governance.

The Village Hall committee have also rejected (for the time being) the concept of merging within one umbrella organization for similar reasons (loss of control over finances and governance).

Hugh and Rob (as Chairman and Secretary) together with Debbie and me have spent over a year representing Wellow Recreation in often difficult discussions with members of Wellow Valley Tennis management committee and we have had to defend ourselves against some quite aggressive accusations. Nobody has fought harder than us to try to achieve the planned result but we now feel that, faced with a further rejection, we should take the best course of action in the interest of all parishioners and find an acceptable solution which benefits all users of the playing field and play park.

The other sports groups (and the outdoor theatre) actually need Wellow Recreation to act as a vehicle for banking, fundraising (with HMRC Gift Aid), and to maintain their sports pitches and fixed equipment. Football, Cricket, Boules and Netball are developing, but at a different pace to Tennis, so there is now a significant and sizeable disconnect between their levels of participation and sporting excellence and the quality of their facilities.

The children's play park is also in need of a vehicle to coordinate day to day maintenance on behalf of the Parish Council. The group of parents who are giving their time to keep the play equipment safe should be consulted as to how Wellow Recreation can work with them and other village groups to help to raise the funds necessary for a complete renovation of the play park and its equipment.

After more than a year of conflictive meetings, arguments, aggressive emails etc., I believe it is time to call a halt to the arguments and move on to a solution which meets the needs of everyone and which the whole Parish, its different organizations and groups can live with, at least for a few years until the situation evolves further.

3. Proposal

I would like to propose at the next meeting of trustees that Wellow Recreation abandon our attempts to oblige WVT to surrender its lease to the tennis courts and to merge with Wellow Recreation, and that instead we focus on the day to day management of the playing field and play park as an agent of the Parish Council and as a representative of the other sporting and cultural groups.

I believe that this solution will meet the needs of the Parish Council, be acceptable to the majority of parishioners and be financially sustainable using the existing funding model (grants from the PC, contributions from sporting and cultural groups and fundraising via the Community Chest). Suppliers will continue to invoice the Parish Council for their services and payment will be made by the PC (following recommended approval by WR), thus enabling 20% VAT to be reclaimed.

Capital expenditure projects, such as the replacement of equipment in the play park, the sports pavilion, playing field drainage and perimeter fencing, would be the subject of separate fundraising effort and managed on behalf of the PC (as the owner of the assets) by project teams made up of representatives of all the organizations (PC, Village Hall, WVT and WR).

Wellow Recreation would negotiate with WVT, on behalf of the other sporting groups, an agreement for access to and use of the future Sports Pavilion with contributions towards the costs of maintenance of the pavilion and toilet from each group and from WR itself.

Wellow Recreation should also take the lead in bringing together the leaders of the various sporting and cultural groups, including Wellow Valley Tennis, to discuss how to cooperate actively to promote sport and fitness on the playing field. It is hoped that this will satisfy the majority of parishioners who voted in the village consultation for one unified approach to promoting all the sports on the playing field.

4. Conclusion and recommendation

I understand that this proposal could be interpreted as a climb-down by those would like to force WVT to merge with WR as originally conceived but I would hope that those of us who are seeking a pragmatic solution which is acceptable to the village as a whole can convince them that this is the best way forward.

I therefore suggest that if trustees are in agreement with the above, Wellow Recreation should write to the Parish Council explaining the reasons for this decision and offering to formalise a contract as 'managing agent' for the playing field and play park on behalf of the Parish Council, with responsibility for raising the additional funds needed for day to day maintenance of the areas from the contributions of the sporting and cultural groups who use the facilities and also through our share of the proceeds of the fundraising activities of the Wellow Community Chest.

I look forward to discussing this proposal next Thursday. Please feel free to circulate it around other trustees in advance of the meeting.

Kind regards,

Mike

- 2) Letter from Hugh Prentice to WVT Management Committee and response from WVT.

Letter to WVT Management Committee, 11th April 2017

Dear Wellow Valley Tennis Committee members Welcome to the new Committee members who were elected at the AGM.

We have had an exciting few years, in the creation of the sports field and the clubs that now inhabit it. An enormous amount of work has gone into this. The tennis, with its LTA standard courts, has blossomed; there has been a renaissance in football, and the beginnings of netball, cricket and boules teams. There has been an un-expected side effect – we have had an extremely successful and well attended outdoor theatre group perform on the field. They are performing again this year, on 6th July, a performance of The Third Policeman – book your tickets through the village shop now!

I was Chair of the Parish Council when the concept of the tennis and other sports was first proposed, and I am very pleased to see that the field is now being used by so many more people than just dog walkers and teenage boys playing football. The Parish Council, who owns the field, wanted, and still wants, to create a space that is used by the whole local community, and which encourages social cohesion. We went through a very turbulent and uncomfortable phase during the process of defining the makeup of the sports field, to the extent that in 2013 the Parish Council had to hold a formal Parish Poll – a referendum – before the Parish Council felt it had the mandate to deliver on the plans to create what you now see on the field. The vote was about 2/3 in favour and 1/3 against.

We are now coming to the final phase of the delivery of the sports project, and I am writing to you to express my worries about this thing called social cohesion. It's a long story...

Prior to the 2013 referendum the Wellow Sports Group and the

Parish Council carried out considerable consultation with residents to establish what residents wanted on the field. As well as strong support for the proposals, there was also vehement opposition. This combination led to 7 conditions being imposed on the project – conditions that had to be met to satisfy those who had concerns about the project, for good governance and to provide an efficient way of managing the field with the new sports facilities. The referendum flyer is attached, and I draw your attention to condition 5.

The Parish Council set up a Charitable Incorporated Organisation called Wellow Recreation (WR) to meet condition 5, with a constitution suitable to act as an umbrella for all the clubs and groups that would operate on the field. The constitution is on the Wellow Recreation website – recreation.wellow.org - Important documents – as is other background reading!. It took about a year to set up WR - to go through consultation with residents and the legal formalities. Meanwhile, the tennis courts and other sports facilities were ready to be built, and the bodies providing the bulk of the funding – the LTA and Sport England – wanted to see a lease in place to ensure that their funding would provide facilities for at least 25 years. To satisfy this demand, Wellow Valley Tennis (WVT) was quickly set up, with myself, Mike Clarkson and Andy Smith as the three Trustees, and a lease was drawn up whereby the Parish Council leased the area of the tennis courts to WVT for 25 years. It was and is the intention that when WR became constituted the lease would be transferred to WR, and the tennis club would operate within WR, in the same way that all the other clubs

do. However, as a community, we are struggling to achieve this, and the overall potential of the field is being constrained.

So, back to the social cohesion theme ... During the development of the sports facilities, and while I was Chair of the Parish Council, I had several discussions with the Village Hall Committee. As you know, the village hall sits on the playing

field, adjacent to the tennis courts. The membership of the village hall is the same as the membership of WR and the same as the “membership” of the Parish Council – ie the residents of Wellow. So I would meet members of the Village Hall committee, who would say “our members do not want this sports thing” and I would say “the residents do want this sports thing” – impasse! In the end we had to force a Special General Meeting of the Village Hall Committee to have a vote to decide the matter - this meeting became quite acrimonious. This is part of “the split in the village” that became entrenched for a few years, and a “way of working” that I do not wish to repeat. And yet, I am beginning to see the same approach from a very few WVT members, who think that the referendum and the continued expressed wish of the Parish Council can be ignored, and that WVT can impose conditions on their joining WR. I have resigned as a Trustee of WVT because of this behaviour.

Andy Smith commented on this issue at the WVT AGM, and I assume that you will be discussing this at your first meeting tomorrow. As the decision making body of WVT, I trust that you will agree to take the next step in the development of the field and begin the process of joining WR. I welcome a discussion about how this process will work. In practical terms I think this means delegating two WVT Committee members to work together with some WR Trustees and Parish Councillors to go through the details.

Minutes from the April 2017 Parish Council meeting record:

Following Wellow Recreation’s AGM, the Parish Council declared that it expects to see Wellow Valley Tennis relinquish its lease and Wellow Recreation take management responsibility for the Playing Field and all sports on it. It would prefer this to happen now, but accepts that there should be a maximum period of six months for Wellow Valley Tennis to resolve its internal issues.

If, as a Committee, you feel that a different course of action

would be more beneficial, then I trust that you will take the matter to the Parish Council at their meeting on 15th May for agreement, so that we can all work in accordance with their decision.

I am very approachable, and happy to discuss. Best wishes

Hugh Prentice Chair Wellow Recreation Member of WVT
and resident of Wellow!

Response from WVT , 14 April 2017

Dear Hugh,

Thank you for your letter, the contents of which were discussed at the meeting of the Wellow Valley Tennis Management Committee on 11 April.

While standing by our decision at the previous meeting on 24 January to review the situation after a period of six months, we believe that it is unlikely that Wellow Recreation will have evolved to a sufficient degree to make a merger with Wellow Valley Tennis feasible.

It is clear to us that there is a lack of 'strategic fit' between the two organizations so that the differences in the respective ethos, philosophy, aims, objectives and strategies of the two entities make such a merger impracticable in the foreseeable future.

Wellow Recreation performs a valuable service to the village by facilitating a wide range of sports on the playing field but its objectives are largely restricted to maintaining the infrastructure of the playing field and children's play park for informal use by villagers and visitors while delegating the promotion of the individual sports to the leaders of each sporting group.

The individual sporting groups are as yet informally

constituted, with organized sporting activity limited to weekly fixtures during the summer months between groups with a maximum membership of 30-40 people. There are no firm strategies in place to develop formal coaching or to increase participation among children or young people or to attract players from outside Wellow.

Wellow Valley Tennis has a total membership of approx. 400 with a significant minority coming from 25 communities outside the village of Wellow. We have a formal constitution, are fully recognised by our national sporting body (the LTA) and are registered with HMRC as a Community Amateur Sports Club (CASC). We are governed by a strong Management Committee (backed by our trustees) with clear strategies aimed at increasing the level of participation, especially among young people, and at improving the quality of play and skills via professional coaching, organized group play on most days of the week and advanced plans for introducing various forms of competitive tennis in 2017

This is not intended in any way as a criticism of Wellow Recreation, simply a factual statement of the fundamental differences between the two organizations.

The sum of the total turnover of all Wellow Recreation's groups is significantly less than that of Wellow Valley Tennis alone and the level of fundraising activity by Wellow Recreation is of lower intensity, thus also on a financial basis there is a clear imbalance between the two organizations.

We therefore believe that it is only right that we should advise Wellow Recreation that in view of the limited scope of Wellow Recreation's activities during the coming months it is unlikely that it will have evolved sufficiently for Wellow Valley Tennis to change its view before the

end of 2017.

We remain keen to support Wellow Recreation's management of the remainder of the playing field in any way we can and to help in the promotion of joint activities between all the sports on the field. Please let us know how we can move forward in a spirit of cooperation.

Kind regards,

Management Committee Wellow Valley Tennis

3) Letter from Hugh Prentice to Wellow Parish Council Sent 19th June.

Dear Councillors

I am no longer Chair of Wellow Recreation – my view on the organisational structures best placed to manage the playing field are fundamentally different to those of the majority of WR Trustees, to the extent that my position was untenable, and I resigned during the 1st June 2017 Trustees meeting.

At the risk of sounding like a broken record, I have some comments to make about the management on the playing field. My view remains that it is in the best interests of WPC and Wellow residents that WR takes over the management of the whole playing field, and WPC issues a lease to WR for the whole field.

To recap...

When the Wellow Sports project was set up, a requirement of the referendum conditions – condition 5 – was that one CIO was set up to manage the whole field:

5) Some form of legal entity, to be agreed by the Parish Council, will be formed to contain the liabilities of the sports/tennis and to manage the sports/tennis. The Management Committee of this legal entity will include provision for two Parish Councillors. The legal entity will be “not-for-profit”, and offer limited liability to the trustees.

There were several reasons for this particular clause:

1. To insulate the Parish Council from the financial risks of the project (which is more specifically stated in condition 2)
2. To relieve the Parish Council of the day-to-day operational needs of the field
3. To guarantee limited liability for Parish Councillors when they joined the management committee
4. To relieve the Parish Council of resolving arguments between different entities on the playing field.

All these reasons are as valid now as they were then. There may be a variety of ways to meet each individual reason, but collectively I have not heard a better way for these 4 objectives to be met.

The rationale for condition 5 was not and is not based on any measure of size or performance of the individual activities on the field. Clubs of any size can easily be accommodated within WR. With the bulk of the funding going to provide high quality tennis courts, it was expected that the tennis would become by far the largest sport on the field. That this expectation has

materialized does not mean that the tennis should be separated from the CIO. Nor does condition 5 or anything in the referendum mention the village hall; the referendum was just about the sports project.

Condition 5 does not mention a lease, but a lease is the method by which WPC is expected to insulate itself from the financial risks of setting up and running the sports on the playing field, and is also demanded by the LTA. It was intended that this lease is between WPC and WR. These two entities have the same membership – the residents of Wellow. This is very useful when it comes to unforeseen circumstance in the future which may be best resolved by changing the lease. With the current lease between WPC and WVT the membership is not the same – WVT has some non-Wellow-residents – which makes resolution of problems more difficult, and in the worst case end up involving solicitors arguing – we have been there before, if you remember.

Wellow Recreation has been set up, with the (rather wordy) charitable objectives :

To promote for the benefit of the inhabitants of the Parish of Wellow and the surrounding area the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants.

Over 30 people attended the Annual Parish Meeting and the Parish Council meeting on the 15th May at which there was a lengthy discussion about this issue. The question was repeatedly put “what is stopping WVT from joining WR?” There was no answer. WVT and WR management groups have now come out with the same obfuscating lines, but they do not address the rationale for condition 5.

Perhaps it would provide some clarity if the question was posed in reverse. To do this, imagine this scenario, based on setting up WR first, and the reasons recently made to me as to why WVT should not join WR

Back in 2012, imagine it was possible to set up a CIO as quickly as it was to set up the CASC, and that instead of WVT being created, WR was set up from the outset. Imagine WR is set up with its current constitution, to allow a

great deal of transparency over the way in operates, eg allowing proxy and email voting, and publishing its Trustees meeting minutes so that residents can see what it is doing. Wellow residents are automatically members, and Trustees must be Wellow Residents – ie control on the playing field remains in the control of Wellow residents. The tennis club would have operated within WR from the outset, as it is designed to do (clause 6 of the constitution), and developed as it has – achieved all its current members, its national standard of excellence, top class coaching etc. Because he has the time and the inclination, Andy Smith, as a member of WR would have built the club into its current form, and helped with other aspects of the field – and he would probably be Chair. And then a proposal comes along – it is suggested that there is a *“lack of 'strategic fit' between the WR and a proposed CASC, in that the differences in the respective ethos, philosophy, aims, objectives and strategies of the two entities means that they have to separate.* The proposal is for the tennis club to split from WR, to form a CASC and to take a lease from the Parish Council for the land under and around the tennis courts.

The implications of this would be:

1. Another lease has to be drafted
2. another bank account would have to be opened
3. another Treasurer found.
4. A set of rules constructed to govern the CASC, rules that are different to the CIO
5. another local giving account would have to be opened, managed and paid for, in order for both organisations to get gift aid
6. the insurance would have to be split
7. Wellow residents would have two tenants on the playing field with differing objectives – a recipe for future conflict, that WPC will have to resolve.
8. A CASC is not an incorporated body, so the financial risks of running a CASC sit with the Trustees and management committee.
9. Two parish councilors would be needed to sit on the WVT management committee, as well as on the WR Board, and accept the financial risk of being on the management committee of a non-incorporated body.

You may consider none of these things are particularly burdensome in themselves, but none are benefits to the residents of Wellow. However if there are greater benefits, then the proposal should be considered. And if the pros outweigh the cons, then it would make sense to split the tennis from WR. But what are the benefits? I don't see them. Does splitting the tennis from WR satisfy condition 5, or resolve the reasons for imposing condition 5? I don't think it does; do you?

Having been the Chair of WPC while the sports proposals progressed, and through their implementation phase, and having been involved in some of the

considerable acrimony from the two opposed sides during this time, I feel strongly that the role the WR Trustees have to play as arbitrators between the users of the field is an important role, and of great value to WPC. WR Trustees will not be able to be act as arbitrators under the current arrangements, as they are one of the combatants, with each entity on the field demanding the best for their subscribers, rather than for all Wellow residents holistically. The only way WR Trustees can take on this role is if WPC has delegated this responsibility to them. While this issue has only recently come to focus for WPC, it has been a longstanding issue and one that needs resolving sooner rather than later. Nor is it something that can be “parked” – if it is, neither WVT nor the Village Hall Committee will ever join; each will cite the other as a reason for not joining.

As I said at the beginning my view remains that it is in the best interests of WPC and Wellow residents that WR takes over the management of the whole playing field, and WPC issues a lease to WR for the whole field. I was Chair at the time the commitments contained in the referendum were made, and I have not seen any reason to justify not complying with them all, including condition 5.

Best wishes

Hugh Prentice
Wellow resident