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**OutdoorLads 2021 Annual General Meeting**

**Date: Monday 20<sup>th</sup> September 2021**

**Location: Online via Zoom**

**Opened: 19.00**

**Closed: 21.30**

**Attended Total Users 195**

**Board and Staff Attendance (on the Panel)**

**Board Members:**

Matt Tennant (MT) Chair

Danny McKeown-Henshall (DMH) Vice Chair

Steven Allan (SA)

Neil Sharp (NS)

Dan Barcroft (DB1)

Danny Ballantyne (DB2)

Fergus Brunning (FB)

Simon Hawthorn (SH)

Gavin Bridge (GB)

**Co-opted Member: (elected to Trustee during meeting)**

Niels Pederson (NP) Co-opted Treasurer

**Staff Members:**

Liam Russell (LR)

Dan Byrnes (DB3)

Yvonne Goldsmith-Rybka (YGR)

**AGM /21/01 Apologies**

None

## **AGM /21/02 Welcome and Housekeeping**

Matt Tennant (MT) welcomed members to our second digital AGM.

This is our 15<sup>th</sup> year as a charity. The birthday event to mark this milestone was in fact our first BIG event coming out of lockdown, and a fantastic end to what has been a challenging time for everyone in the midst of the COVID-19 pandemic.

Matt explained the focus of today's AGM - reflection over the last twelve months, and more importantly now, looking to the future.

MT discussed the meeting agenda, and he also explained the overall format - with live chat, hand raise feature, and LR, DB and NS answering all live Q&As.

SH did a test poll to show members how to vote and check that everything was working correctly.

The AGM is being recorded.

## **AGM /21/03 Approval of 2020 AGM Minutes**

MT asked if there were any concerns over the accuracy, or any comments on the draft minutes from 2020 AGM. There were none.

MT then opened the vote to approve the minutes (Proposer Gerard Swan, Seconder Dave Forrest) with the results a clear majority (For 83%, Against 0%, Abstain 17%) and the minutes were passed as presented.

## **AGM /21/04 Business and Governance**

### **Financials to 31<sup>st</sup> March 2021**

Co-opted Board member (intended to be elected Treasurer) Niels Pedersen presented the finance section. To the year ending 31<sup>st</sup> March 2021 OutdoorLads made a loss of £7018 after depreciation, in comparison to losses of £32,120 and £38,209 in the two previous years. Considering the circumstances and a vastly reduced events programme, the loss was smaller than expected. Free reserves (funds readily available for a "rainy day") stood at £22,209.

### **Current Financial Year**

The current financial year to the year ending 31<sup>st</sup> March 2022 remains challenging due to a very weak first quarter with no BIG events, and no BIG Spring Camp – normally our most profitable event of each year. Therefore, paid for event spaces are below normal levels for the year so far – so the key will be the uptake of this Autumn / Winter hostel programme. An operating loss is very possible.

### **VAT Status NP**

However, there is good news – after a claim made (and previously rejected in 2020) to re-assess the VAT status of OutdoorLads – in May 2021 we finally received a £106k rebate from HMRC which is a hugely positive outcome at this time and a much needed boost to our free reserves.

Although we are still in the process of clarifying our status with HMRC and our future approach – as a guide this ruling exempts us from VAT on membership and event income for most events, in recognition of the fact that most of our events are based on outdoor activities.

Going forward both MT and NP stressed we must make our marketing very clear with paid events focused on sports and activities. The social side will not disappear but must be seen as an extra to the 'main event' we provide.

NP said we need to invest in leader training, and in upgrading tech and equipment. But with regards to members, there will be no refunds with regards to events already paid for – as we are still looking at an operating loss for this financial year and therefore we cannot jeopardise our free reserves further.

For new events however, members will see a small benefit as their event cost only need cover the VAT applied by the third party where applicable but with no VAT added by OutdoorLads (as previously.)

Annual membership will not be reduced but any rise is currently on hold.

MT paused for Q&A

Question: Mark Jones: Are the figures ok for the coming year?

Answer: NP: From an income perspective we are down on a normal year but for this first quarter we had no events. We should see a profit though with the VAT rebate.

Question: Ian Cope: What do we need to do to get to a stable financial position?

Answer: MT: A smaller program with higher occupancy is key. We also need to look at our expenditure and where savings can be made. NP: The best thing we can do is to increase paid membership.

Question: Chris Proctor: Didn't we receive a good income from BIG Summer Camp and the 15<sup>th</sup> Birthday events?

Answer: We did indeed, but those are for the current financial year rather than the previous year which is the period covered by the report.

Question: Anonymous: The accounts are difficult to read and interpret?

Answer: MT: If any members have any suggestions on how to present these differently we would welcome their ideas. The accounts are compiled by our accountants.

Question: Martin Graham: What factors determine specifically if something is more social than sporting?

Answer: LR essentially every event we run is sporting or an outdoor event, it's why we are here. The social after an event is incidental and an added bonus – our VAT specialist has advised us on this.

Question: Nik Angelov: Are there any actions planned to mitigate the risk of ending the financial year with an operational loss?

Answer: A cautious approach to the paid events programme and a drive to increase membership.

Question: Neil Williams: What was the basis for the VAT claim?

Answer: MT A couple of years ago we worked with a VAT expert who looked at our organisation and membership and they thought we should be VAT exempt due to our sporting emphasis. We wrote to HMRC regarding our VAT status and initially this was rejected, we appealed and eventually received the rebate.

### **Accounts for the year 2020-2021**

MT then opened the vote to approve the 2020-2021 audited accounts (Proposer Stephen Bush, Seconder Tim Hooson) with the results a clear majority (For 81%, Against 0%, Abstain 19%) and the minutes were passed as presented.

### **AGM /21/05 Trustee Elections**

Returning officer Liam Russell (LR) presented the election; three candidates were standing for a new position to the board, with one trustee standing for a further term - with sufficient vacancies for all four. Each candidate spoke to the meeting for a few minutes to explain their manifesto. Liam explained that some proxy votes had been received in advance.

#### *Niels Pederson*

Co-opted to the board as Treasurer earlier this year, Niels has been a member of OutdoorLads since 2007. He has worked for over 30 years in corporate finance and is also a trustee at Amnesty International. He is currently studying for a Masters in Strategic Finance. It was recommended to members they vote 'for' in order to appoint him as Treasurer.

There were 130 votes FOR, 1 vote AGAINST and 5 ABSTAINED. Niels was duly elected to the Board of Trustees.

#### *Joey Payne*

Joey has been a member of OutdoorLads for 5 years. He says most of his best friends are now members, and he wants to give something back – focusing on member engagement, fitness and mental wellbeing. He also wants to look at the leader process, to streamline that process and make it easier for others to apply.

There were 121 votes FOR, 3 votes AGAINST and 12 ABSTENTIONS. Joey was duly elected to the Board of Trustees.

#### *Danny McKeown-Henshall*

Restanding – Danny has acted as Vice Chair for the past three years. This is his third term standing as a trustee. His focus is on BIG events and he runs the OutdoorLads bar with a small team, not only for our own OutdoorLads events but also for outside events raising both money and awareness for the charity.

There were 114 votes FOR, 10 votes AGAINST, and 12 ABSTENTIONS. Danny was duly elected to the Board of Trustees for a further term.

### *David Banks*

Dave has volunteered in an advisory role to the board for the last year. His background is in data analysis, and he currently provides OutdoorLads with weekly reports summarizing data for use by both the office and the board. He would like to focus more on the financial viability of events – which make money and which don't. He is also interested in inclusion and engagement.

There were 100 votes FOR, 20 votes AGAINST, and 18 ABSTENTIONS. Davis was duly elected to the Board of Trustees.

Niels Pedersen, Joey Payne, Danny McKeown-Henshall and David Banks were all congratulated on their appointments. Arrangements will be made to register these appointments with Companies House and the Charity Commission.

## **AGM /21/06 Year in Review – the Past and Present**

### **COVID-19 Pandemic**

MT explained how COVID-19 had at times put our organisation on freeze – lockdown, constantly changing restrictions, tiers, and staff furlough making the running of any events exceptionally difficult. Our future looked worrying, all we could do was take steps to protect our financial position and reduce the losses.

As well as the government and other grants provided - membership income and donations kept us afloat, if it wasn't for our members we would have been in a dire position and thanks was expressed to all.

And as well as the financial impact, there was the mental impact of not having events for our members to attend. A small number of our volunteers decided to do something about that...

### **Stay in More**

Gavin Bridge reflected on how these events – over 600 of them – had helped improve members positivity during lockdown. We need to take the good bits and keep them going, anyone can put on these events – not just leaders – and he asked members to continue getting in touch with their ideas. A #StayInMore meeting was planned for Thursday 23<sup>rd</sup> September.

### **Re-starting OutdoorLads**

MT looked at our objectives for the rest of the year – namely getting back to #GetOutMore - by relaunching our events and BIG events programme, and growing and re-engaging our membership.

### **Events so far in 2021**

LR explained that both day events and camping were performing well. There is still a slight nervousness around hostels but this is slowly starting to change.

Following the full lifting of restrictions, we had our first BIG event after 19 months - the 15<sup>th</sup> Birthday – and this was a success despite the poor weather.

BIG Summer Camp later the same month also had the largest attendance ever in that event: and the scanning in of COVID passports at both these events gave members confidence. It was also noted there have been no COVID recorded outbreaks recorded since either event.

### **Autumn and Winter Hostel Events**

Mark House, our regional coordinator for the North West and North Wales, then went on to demonstrate the hostel experience to those that may not have attended before, highlighting events with availability this winter.

Question: There aren't many events in Northern Ireland?

Answer: We have struggled to put on events in Northern Ireland due to leader and member numbers there. We had to pull a planned NI hostel due to Covid.

Question: What has happened to pulled events?

Answer: There are a handful of events postponed still, which have been rescheduled and will take place in 2022.

A 5 minute interval had been scheduled but as we were running over timewise, this was cancelled.

## **AGM /21/07 What the Future Holds**

### **BIG Events/ Events Programme 2022**

Due to there being no BIG events in the previous financial year 2020-21 DMH emphasized that this years events would be bigger and better than ever!

BIG Spring Camp 2020/2021 was postponed and all attendees have been moved to the 2022 event – there are still available places.

There was also no Halloween event in 2021 due to the loss of our regular venue, we are on the hunt for a new Halloween themed venue, and suggestions are welcome.

### **Strategy and Direction**

DB2 explained why we need a strategy to shape the future of our organisation. He asked that members have their say in a discovery and listening session – we are great at running events but how do we grow? What are our priorities? He stressed this is not a time for negative comments, but creative and positive suggestions – we are a member led organisation and we want to listen to your ideas now. Members were encouraged to get involved!

## **AGM /21/08 Awards and Thank Yous**

### **Leader Awards**

DB2 went on to explain that our leaders are the most important thing in our organisation as without them we wouldn't have any events. He asked members to remember how they felt when they turned up to their first event – and how the leader made them feel. He asked that they share that feeling by becoming a leader, and contribute to the OutdoorLads magic.

Question: Do we make sufficient use of leaders day jobs?

Answer: NS there is a standard journey leaders take for quality assurance and health and safety reasons, but anyone with prior skills – yes, we will look at utilizing that skill.

Question: There were no allocated funds from the Foundation this year

Answer: LR There were no applications due to the pandemic, but it's in place for next year.

LR presented a slide with all the leaders that had been nominated for awards this year. There were loads more names than usual, and all nominated by our members which was fantastic to see! Amazing things were said about them all. With standout performances awarded to :

**Richard Laverick & Michael Amatt**

Who together have both written and produced our ODL podcast

**Richard Overton**

For his new member recruitment and making them feel welcome on his events

**Dan Blackwell**

For running creative multi-activity events across the UK

**Gavin Blackman**

The cornerstone of walking events in the SE

**Rob Mitchell**

Knowledgeable mountain walks ensuring everyone feels included

**Andrew Jackson**

Oozes friendliness, inclusive walks to all levels of walkers

**Will Allaway**

The backbone to some of our most popular #StayInMore events

**Thank You to Members**

Simon Hawthorn took a moment to thank all our members for their continued support as without them we wouldn't exist as an organisation.

**Thank You for Donations**

Steven Allan then continued to give thanks to all members that have donated and helped us since March 2020 - we have received £8148.99 in donations – which is amazing! He then urged members to donate during the meeting,



OutdoorLads is a charity and without continued support finances will remain tight – help us to make sure we can continue in the future to support you as you support us.

### **Whopping Great Wander**

Neil Sharp highlighted a fundraising event taking place on 9<sup>th</sup> October – the Whopping Great Wander – raising money for both us and LGBT+ Switchboard. He encouraged members to sign up or sponsor us.

### **Thank You Team**

Matt Tennant then thanked technical advisors to the board Nick Reid and Dave Banks; the staff team for keeping things going in adversity; as well as a big thanks to trustees Neil Sharpe and Dan Barcroft who are both stepping down from their positions after this, their final board meeting. We hope to see them on an event soon.

### **AGM /21/09 Any Other Business**

There was no other business.

### **Organisational Priorities 2021-22**

MT summarized our priorities for the coming year: to run amazing events, to bring more people together, our 2022 BIG events program, and leader training and development, as well as strategic planning. There's lots to do.

He then thanked all those that attended.

### **Closing Video**

The closing video was not shown for technical reasons but was made available on social media immediately following the meeting.

### **The meeting closed at 9:10pm**

