



Antigua Yacht Club Annual General Meeting

Minutes of the meeting held at AYC Events Centre on November 26th 2024
The Chair opened the meeting at 18:17

Board Members Present

Richard Archer (Chair)
Janie Easton
Richard Fear
Clarence Pilgrim
Shawn Malone
Jules Mitchell
John Gaillard
Lorraine Mitchell-Gaillard
Susan Elliot Beatty
Rachel Greensmith

Apologies

Tommy Patterson

1. Adoption of minutes from AGM 2023:

Approved.

2. Reports of Flag officers:

2.1 Richard Fear, Rear Commodore:

It was an ugly first few weeks after the new board came in. National Parks sent a letter to close down Antigua Yacht Club (AYC) because of sewage issues and by Christmas John and team had built a tank. We were assured this was adequate and for a while it all went quiet. In the summer we received an enforcement notice from DCA and National Parks (NP) and board of health threatened to close us down again. As a result hosting the Caribbean Dinghy Championships had to be turned down, and it went to S. Maarten so we need to treat this seriously. Thankfully Jeff Hadeed has agreed to let us tap into his sewage system, and in return we will allow him to build a board walk between AYC and South Point (SP), and to apply to NP for planning for this. It will greatly improve the corner between AYC and SP, provide dinghy dockage and generally improve the whole ambience of the area. We now have a draft Memorandum of Agreement (MOA) with NP.

We are greatly concerned about the integrity of the main Club house, the initial survey was quite concerning, need to do some serious repairs. We have done the essentials which will do for the next 12 months, but can't put it off forever, we have a building that wasn't designed for 2 busy restaurants, so either need to rebuild or do major repairs. Ongoing problems with security and the car park - we now have security cameras in place 24/7. This has aided in a police investigation into the assault of a young lady in the area.

The car park will be very in demand, introduced new car park rules last year and its clear it is for private use for members but and many members as well as non members using it for commercial purposes on the docks. Also problem with wider security especially during high season and big events with undesirables potentially dealing drugs so security is essential.

Good - the chief officer of the RORC 600 met with myself and Janie and discussed and agreed the idea of a 3 year MOA to establish longevity, services and responsibilities as well as financial compensation. It's currently in their court for sign-off.

2.2 Richard Archer, Commodore

I didn't know what to expect being the Commodore when I was elected last year, lots to learn about and catch up on. I was well up on racing at the club, but there are lots of things that go on at the club which have little to do with sailing or boats at all. I found as a sailor I was out of my depth on many of the issues and was happy to have members of the board - Clarence, Richard, John, Janie - and also Franklyn to help me through the year running AYC, slightly traumatic for me at times

One of the big things which has been going on since March 2019 is our relationship with the marina, formally Southwest trading now Marina and resort Limited had broken down and they stopped paying their repayments to us and have gone through repudiating the agreement since 1988 and disputing whether or not we have right to lease on the land we are occupying. It was given to me that this could be done in a friendly manner, but after many hours talking to Sean, Carlo and Shirley, we can't get past that they firmly believe having been told by their legal counsel that the lease we have to this property is invalid and therefore we don't have the right to make any agreement with them ever, which is their stance. We tried to talk about how they benefited from the AYC and the yacht club benefited from the money that they gave, and how this exchange worked and even after spending time talking, we didn't get anywhere so it got to the point of legal advice and representation to advise as to how to take it forward as we need to get it resolved. Richard Clarence and I have been talking to our lawyer Kathleen Bennett. In June, I wrote to Sean personally to ask him about making a deal for using a name and budgie for the marina and resort and using the way through our car park to access the marina and also away to settle the money that was owed to the club since March 2019 and we gave them 30 days to respond to that letter. We didn't get a response until the middle of September, and that response didn't come from Sean. It came from the lawyers who sent a courier to chase me down to give me these letters and make me sign a receipt said. That's when we realized we needed legal advice. I went to lake Kentish and Bennett and took all the documentation we had And she wrote to their lawyers but we wanted to come to an arrangement for using our bird as our logo and our name which are registered intellectual property and also using our car park which is a private car park to access the marina dock and also about the money that was owed to ayc. We didn't really get a response letter, but when Shannon, Carlos's eldest son came back from being away for 20 years during America's Cup. Contact Jenny and myself and we met with them. Shannon had a plan where they would instead of paying back the debt they would build us a new clubhouse and take over management of the Antigua yacht club in a professional way and my answer to that was we have a fundamental problem problem is, you don't believe that we own the land that your buildings and your dock are occupying and until we agree to that there's no way forward for us so I met subsequently with Sean and Carlo and and they said can we get an extension on the use of the burgee and the AYC name, I said yes provided that they acknowledged the land that the buildings are on and the dock are on our land. They didn't want to do that so I can be any extension so you should get in touch with your lawyer. They said because there isn't they said they would rather rebrand themselves and come to an

agreement for a financial deal to continue using our logo and the name so they're on the process of rebranding. Felt like a slap in the face because they would rather spend the money on rebranding than think that the Burgee and the yacht club has any value very disappointing. The other thing that we talked about them was the car park. The view is that it's an established public right of way and after consulting with the lawyers this is something that has to be done in court. they stated that they were going to keep using it and ignore it. We decided to take action and will file a lawsuit on Monday, 2 December, . an important fact is that with financial claims for rent you can only go back six years which is up in March so we need to get it into court and decided very quickly. I think that pretty much brings up-to-date where we are with all this except the big question from the Falcones is that we don't have a lease to land well we do have one. Here's a copy of it members can go to the club and look at this. there's a survey about the original bottle of land and it signed by Alan Hart Anne-Marie Martin and James Fuller needed to be updated over the last years has been in the process of being updated and dealing with government agencies is very time-consuming very often you don't know where you are with it this day we thought we would have our new lease. We finally done it after years of work, but that was not to be the case, but I hope to be able to report very soon that we will indeed have that which will include new survey includes the reclaim land it will be signed by a lot more government officials, the governor general general of legal affairs. The minister of land sign says Jeff is a 45 year lease from 2003 in the new lease incorporates us. It's just an updated version and most specific which are related to stuff that's going on now which was never envisaged to happen when this was done in 2003.

Questions limited to 3 minutes

Sandy Mair - what is the reality of closing the car park? Are you going to hire security to operate the barrier?

Richard - we're going to hire security come here to operate the barrier we're getting some signs made saying no marina access and the concrete path between the wooden buildings and our fence. They'll be a fence fence put up there. Sandy asked what we lost the case?

Might Carlo have grounds for suing us? Carlo made it quite plain that he if he wins the court case he will sue us. Peter Mullins says we are not denying access to the marina. He still has access past the café in Portobello. you can go around the other way. We're not cutting him off, but this is about the car park and establishing the car park is ours and access to the car park is worth something.

Sandrine - Information is that Carlo is connected to Gaston Brown to get access to the car park and that Carlo went to the parliament to get hold of the lease . Response from Richard is that what we're doing about it is we're happy to go to court. We're not afraid of him. Jeff Hadid says we need to stand our ground and back down and lawyers are the way to go. Carlo is a bully we don't need any more conversations.

Sandy asked if the clickers will work on Monday morning? Richard said no they won't.

The question from Jeffrey is is what our confidence level having engaged lawyers? Richard - We are confident in our position, but we never really know what will happen. We have the paperwork to back up our case Carlo has paperwork which he won't share, which is highly dubious. Jeffrey's second question is that we're dealing with a family. There may be some give-and-take in the family. That's not necessary unanimous at this point, but that may be still a good chance of settlement says he would say there is no difference of opinion amongst the family, however Shannon is not along the same line of thinking exactly, but he is not fully up to speed all of the information and he's coming in at the last minute. And is really passionate about trying to make things work as we were as we tried to deal with a friendly way with them after last December at the moment what he is bringing is slightly muddying things up a bit because we are set on a path and now the battle lines are drawn. I want to go far and fast. We need to answer the fundamental questions and Shannon

knows this because we've talked about it, but he is, very keen for us to go forward together, but at the moment it can't be that way it needs a court to decide fundamental issues of who really owns this lease and whether or not they owe us the monies they say we do until we got that decided then there's no way forward
Sandy, we're not dealing with the family. We're dealing with a limited company.

Jeff Hadeed - they have to know with serious and the length of breath of the fight so we just have to keep going and stop with the conversations to court as they were not negotiate most people here aren't preprepared to have a fight with Carlo, but this time we need to make sure he knows we're not backing down. Another comment is that most of us carry a vote or a family vote we need to have the minister responsible for the area in a conversation and sit down in a group and say we understand how has been manipulating but remember the votes that we carry remember we've done for sailing we need to say it to his face rather than that, Carlo and his bribery we have to bring that to him. Tell him what's going on and why he needs to back down back down.

Simon - have you actually received a letter of advice setting out the issues on the registration issue?

We had long conversation about the registration issue with the lawyer, and her opinion is the lease is valid. Richard mentioned Carlo has a separate lease which we have never seen so that is dubious.

Simon - do you have a budget for the legal fees contingency? Richard replied it should be on a no win no fee basis but will follow up with the lawyer about to pay what and when and get a formal letter with terms.

Sandrine - we need to ask other members if they have any legal advice to provide not just from the board, we should email members to see if they have any advice that can help with the lease, etc. as none of us has the full knowledge of everything we need some people who have expertise from all sides and connections since it Philip from national Parks, you might be able to help.

Cassie from Switzerland- long time member of the AYC I have the following questions. I understand we have papers for lease dating back to 1969. They're probably OK but they're not 100% watertight.

We need to task force of competent members that can help, perhaps 3 to 5 members

Richard replied that this is a good idea is hard to find directors so it may be difficult.

Clarence said do we have the numbers for a team? We have voices that count, we need to stand united. This is an historic organization, we need to speak up and have opinions Yes we have the membership to back it up.

Kelly Gray I'm an attorney, my specialty is intellectual property as well as many transactional works and I'm happy to volunteer my time to help. and I believe I can help the sub committee. Jeff, Simon sandrine and Franklyn also happy to help volunteer as well as Richard Archer. Anyone who has a right to vote, We need to let them know that this is what we're dealing with to deal with Carlo and respecting an agreement, it would be a travesty to see the yacht club be destroyed. It's part of the fabric of yachting in this country, and it needs to be preserved.

Richard from the floor- is closing the car park the right thing when he has an agreement to use the carpark have the lawyer said we are doing the right thing. Yes, rich a says they have said that and we believe that is the correct action. National Parks also said to go ahead.

Franklyn - over the years Carlo has refused to honor agreements. he's come to the office with separate agreements getting me to sign. The car is part of the full agreement. Keep saying it a lot of these had to be written from national Parks.

Jenny - it should be pointed out that our youth sailing programme has produced several America's cup sailors and many top notch professional sailors which is something to be very proud of for such a small club.

Richard A - I am thrilled with the success of our sailors and our sailing programme.

Jeff - right to the water is vetted by a license to have rights to water access to build on or over the water, there is no ownership.

Zoe - we haven't put our boats on the dock as Carlo removed them, do we know if he has the right to do that?

Sandrine - the lease says it's our right and he's in breach, Jeff said he would need a license to have any claim.

Jeff - have we sent a letter to the minister? We should get signed letters from the membership inviting them to a meeting with the prime minister. ACTION

Blair - looking forward to the future of the club is there any way the club could purchase the land - can it be bought. So there is no discussion of the lease .

Jeff - yes you can apply to purchase it from the government and should get a concessionary price as it's a non profit.

John - civil engineer report says the building is good for a year after repairs, then will need reassessment

Janie - only wanted to say it's been a delight to work with this board.

3. Reports of committees- Classics Paul Deeth - no report other than it was a big success.
4. Accounts - Clarence - motion for approval of accounts carried.
5. Report from nomination committee Peter Mullins - missing a treasurer and Peter will fill in as secretary. Clarence nominated as commodore, vice commodore nomination from Richard Fear, Sandy Mair nomination for Rear commodore. Rachel standing down as secretary Peter to fill in until one is found. Treasurer nominee is Loraine, dinghy fleet captain nomination is Shawn Malone. Fleet Captain Tom Patterson. Classics captain Robin Stout. Social nomination is Susan. and house and grounds will remain John. Shanoy Malone nominated for young members captain. Nomination for director at large is Jeff Hadeed. Jeff commented that consideration for having some board members to stay beyond a year for continuity - Richard A will stay for a year to help handover . No objections to anyone on the slate. Accepted unanimously by acclamation.
6. Clarence has adopted the role as new Commodore. His first act is to thank outgoing Commodore, Franklyn and Ashley for getting him here. First thing to do is a business plan, look for partnerships. Debts must be paid.this is an historic organization that is part of our heritage. Thanks to Peter for a great job on the nomination committee. We will keep the auditors, motion was approved.
7. AOB none
8. Meeting adjourned at 7.55pm