

GDPR statement

This meeting is being recorded

The 70th Annual General Meeting will start at 10:00am

Please be aware that your name will be recorded for the minutes of this Annual General Meeting. The legal basis for using your personal information is to comply with legislation.

The minutes will be available to members from bsac.com

Welcome

BSAC

70th Annual General
Meeting 2024



Introductions

Speakers and moderators

How the meeting will work:

- Microphones and video will be muted centrally
- Asking questions
 - Q&A in advance (on website and circulated before AGM to all those who submitted questions)
 - Please use chat to raise a question or raise your hand
 - Will pause for questions at the end of each presentation
- Voting on resolutions using Teams poll is now open. The link has been shared on chat window - voting closes at 10:40
- Ad-hoc polls via forms

Teams controls

Using Teams

- Microphone and video muted centrally
- Questions via chat only



Thank you for coming

It's great to see so many of you here, and lots of new members too!

We have members attending from 186 clubs including 15 overseas clubs and 10 university clubs.

We would also like to welcome our BSAC Direct members who are attending.

Thank you for all of the questions submitted in advance via the voting system. The answers were published on the website in early May and have been emailed to those who asked them.

To see the questions and answers go to www.bsac.com/agmqa

Agenda

Time	Topic	Presenter
10:00	Welcome & agenda. Voting opens	Edward Haynes (Chair)
10:05	Hon Secretary report	Andrew Shenstone (Hon Sec)
10:20	Chair report Strategy update HQ update	Edward Haynes (Chair) Yasmine Thorn (Vice Chair) Mary Tetley (CEO)
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10:50	2023 Annual Report & questions	Janos Suto (Hon Treasurer)
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11:35	Any other business	Edward Haynes (Chair)
12:00	Meeting close	

Honorary Secretary Andrew Shenstone

Annual General

Meeting 2024



AGM 2023 minutes

- Everyone should have received a link to the minutes of the 2023 AGM in the invitation
- This is an opportunity for anyone who attended the 2023 AGM to raise any points or corrections – if you wish to please use the chat facility

Ordinary Resolution to appoint auditors

1. To authorise the BSAC Council to appoint and set the remuneration of the auditors to hold office from the conclusion of the Annual General Meeting until the conclusion of the next general meeting of the Company at which the Company's annual accounts and reports are laid before the meeting

Special Resolution

The articles of association of the Company appearing on the Company's Website via the following link: www.bsac.com/proposedarticles and headed "*BSAC Articles of Association May 2024 (For AGM Approval)*" be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company titled "*BSAC Articles of Association May 2023*"

First Independent Director

In accordance with the authority granted under the 2023 AoA Council appointed its first Independent Director, Alistair Dickson, for a period of three years with effect from 1 May 2024. Alistair brings relevant and useful experience from being Director of Sports Development of the RYA and now CEO of Canoe Wales.

Council found his insights into the challenges facing membership organisations particularly stimulating alongside his knowledge of relevant applied research and the dynamics of volunteer-based organisations.



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Chair Report Edward Haynes

Annual General

Meeting 2024







As President of the British Sub Aqua Club since 2014, I am delighted to send my congratulations to the BSAC and its members on the year of your 70th anniversary.

Since its inception in 1953 BSAC has championed diving exploration and training, evolving with changes in practice to ensure members are always up to speed with the latest equipment and best techniques for safe scuba diving.

There is a proud tradition of scuba diving in my family. It all started with my grandfather, The Duke of Edinburgh, who was BSAC's first President. His legacy lives on today in the work of the British Sub-Aqua Jubilee Trust, which provides financial support to divers taking on expeditions. In recent years it has been my pleasure to meet some of these award-winning divers; their drive and good humour is inspirational.

Then, my father, His Majesty The King, was among those who dove to help salvage the wreck of the Mary Rose in the Solent. The wreck was painstakingly excavated and finally raised in October 1982, a historical achievement in which BSAC divers played a pivotal role.

Such inspiration has propelled successive generations of BSAC members through their training dives, here in the UK and at clubs all over the world. My very best wishes go to the British Sub Aqua Club and its members, past, present and future. May you continue to explore and inspire.

Safe Diving!

A handwritten signature in blue ink, appearing to be 'L. King', written in a cursive style.



SCUBA Magazine



BSACANNIVERSARY

Some of the RIBs
at Tower Bridge70
years of
BSAC
Dive with us

The Thames Boat Run Celebrating in style

It was almost exactly 70 years to the day of BSAC's formation when the flotilla of RIBs made their way up the Thames as a celebration of the landmark. The point wasn't to dive under the swirling waters of the Thames, but to celebrate with a display of boat handling skills under the autumn sun.

London was, after all, the birthplace of BSAC, when a coterie of adventurers met at the Waldorf Hotel, on 15 October 1953 to discuss the newly available Aqua-Lung.

The flotilla joined the Thames after setting off from Erith Yacht Club in Dartford, led by a RNU vessel. Gravesend RNL's Thames Commander Karla Thresher said it was a privilege to lead the BSAC RIBs inbound: "It was a unique sight for passers-by to witness BSAC RIBs on the Thames, passing landmarks such as Greenwich, Canary Wharf, The O2 Area, Globe Theatre, Tate Modern, HMS Belfast and Tower Bridge."

Taking part was BSAC's CEO, Mary Tetley. "What a great way to celebrate BSAC's 70th Anniversary, with a big visual celebration of our clubs and their boats on the Thames," she said. "There's a lot of pride associated with our RIBs because they enable our members to dive independently. This self-sufficiency is part of our identity, so it's wonderful to see it being celebrated here on the Thames."



1 SCUBA Cardiff BSAC giving it large

The RIBs
pass the CityMedway Sub-Aqua
Club at Butler's WharfHavering
and Ilford

Passing Blackfriars Bridge

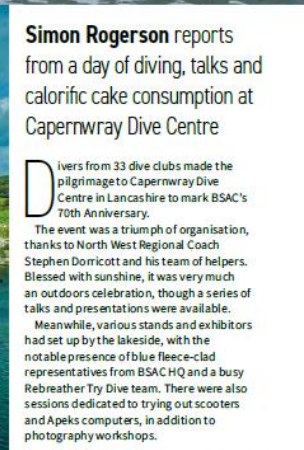


Medway Sub-Aqua Club

Adrian Collier
with Mary Tetley

Bushy Divers, with Bingham guests

BSAC
Dive with us



Council

Council meetings

- 8 meetings that were a combination of F2F, online, ordinary and extraordinary.

Co-options

- None



Thank you



Janos Suto
Honorary Treasurer



Dai Atkins
National Diving Officer



Geoff Duggan
Council



Davs Brander
Council



Paul Tarn
Council

Thank you

To all volunteers, National Diving Committee (NDC), Coaches and HQ team – we wouldn't be here without you



Strategy Vice Chair Yasmine Thorn

Annual General

Meeting 2024



BSAC Strategy 2022–2024

Our vision:

For everyone to enjoy and respect the underwater world.

Our mission:

To be the 'go to' community for anyone wanting to learn about, enjoy and protect the underwater world.

Our values:

Integrity - we work in a transparent and sincere manner, making balanced and impartial decisions

Togetherness - we are one team working towards our vision to be the 'go to' community for anyone wanting to learn about, enjoy and protect the underwater world

Excellence - we strive to attain the highest standards and help others to do the same

Inclusivity - we ensure diving is accessible and attractive to the most diverse audience possible

Conservation – we lead by example, promoting environmental stewardship for future generations



Diving & Training



Environment



Community



Delivery



Ambition 3 – Increase Value for Members

We will expand what it means to be a member of BSAC

Better Training and online systems

More support for Clubs and Club management

Partnerships with key players in the Diving industry

A BSAC community Diving Platform



KOGs and KPIs for 2023

Key Organisational Goals (KOGs)

- Grow total membership to 24,134
End 2023: 23,447 (**2% growth on end 2022**, 22,890)
- Membership satisfaction rating – 4.2
End 2023: 4.1 (end 2022 – 4.1 so **no change**)

Key Performance Indicators (KPIs)

- Grow 19-35 year olds to 6,000
End 2023: 5,901 (**9% growth on end 2022**, 5,418)
- One year renewal target – 42%
End 2023: 63% (**22% improvement on end 2022**, 41%)
- Grow training course (ITS & SDC) sales to £213k
End 2023: £178k: (**14% up on end 2022**, £156k)
 - SDC packs sales up 35%
 - ITS sales up 2%
- Grow entry-level training course sales to 3,000
End 2023: **2,232** (**10% down on end 2022**, 2,477)



Year 1-2 retention

2023 Goal: 42%

2023 Actual: 63%



What did we do?

- Data analysis, internal / external research
- Members' first year comms workflow
- Emails and templates sent to support clubs

What have we learned?

- Automated workflows delivered, but...
- Room for improvement, e.g. eLearning



Learning to dive is a journey!

Hi Pat,

We hope you're settling into BSAC and enjoying learning to dive.

We noticed that you've been a member for more than six months now and you haven't qualified yet. Training with volunteer instructors can of course take time. It may be that all is well and you're happy with progress. Or, if you feel you need to reach out for any advice or support please do **get in touch**, we'd love to help.



Hi Pat,

Congratulations on becoming Welfare officer at Milton Keynes

We'd like to support you the best we can to help you in your new role.

Every BSAC club needs to take steps to ensure that all participants, visitors and volunteers can enjoy the activities offered by the club in a safe environment.

Whilst everyone in the club is responsible for safeguarding, you as the club's Welfare Officer are the person with primary responsibility for managing and reporting concerns about safeguarding, discrimination and exclusion. It is important that the safeguarding of children (under 18s) and adults is embedded within the club culture by putting into place appropriate safeguarding procedures.



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Club support



What did we do?

- Monthly club support topics – blogs, emails, social
- New automated emails to new Branch Officers
- Club survey 2023 – useful insights to inform our work

What have we learned?

- Feedback through HQ team is that clubs need more support... hence greater focus in 2024.



Strategy Implementation 2024

Diving & Training

- Fast Track Ocean Diver Training
- Instructor Training Scheme (ITS) review

Community

- Focus on club support
- Young people project

Environment

- Partnerships and research

Delivery

- Course process and governance



HQ Report Mary Tetley BSAC CEO

Annual General

Meeting 2024



BSAC Conference 2024

Designed to inspire, connect and supports key volunteers and members

- Saturday 19th October, the Vox, NEC, Birmingham
- Small exhibition and four breakout rooms, alongside main auditorium for 800+.
- Informative mix of speakers, presentations and workshops – all members invited!
- High-calibre guest speakers. Dan Orr (former President of DAN and renowned expert on diving safety) already signed
- Meet up with divers and snorkellers from across the BSAC network.
- Early-bird tickets on sale in next few weeks -
Early-bird price £32.50, Standard ticket £40

All kindly supported by...



SCUBAPRO



Updates

- AMS – signed off and the journey has started
- Thank you to Janos Suto, Dava Brander, John Gibbons and Alison Mayor
- Transformational change – realisation of benefits
- Improving new member and existing experience
- Support for clubs
- Recruitment of Head of Diving & Training and Digital Marketing
- BSAC Egypt Liveaboards

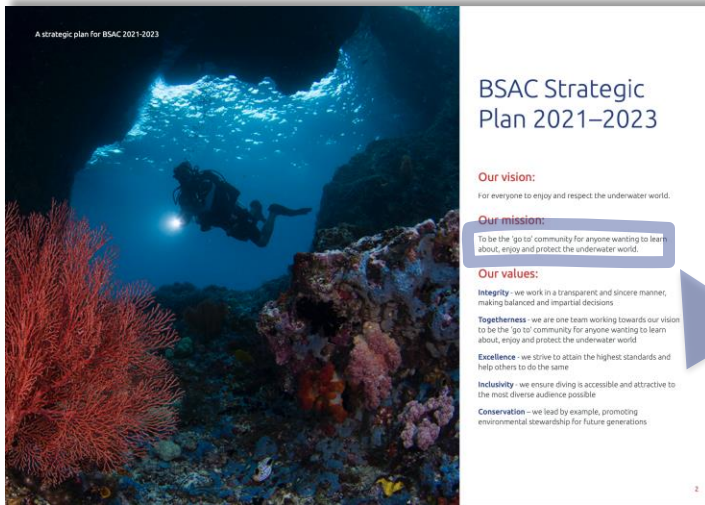
Insurance

- We know the insurance cover has been a concern since some branches became aware that the BSAC policy does not include cover for branch equipment.
- We ran an insurance workshop for branch officers and unfortunately it did not explain the cover clearly enough, we sincerely apologise for that. As a result of this detailed comms were circulated to all members.
- For clarification branch boats, premises and equipment have not been included in the BSAC policy since its inception, BSAC does not have an insurable interest in property/equipment belonging to branches.

Insurance

- Engineering policies are not widely available, but we have spoken to underwriters and there is a policy available to branches via David Roberts & Partners (DR&P) to ensure they have the correct cover to protect them should an accident occur.
- Although BSAC's is mainly a Third-Party Liability policy there is additional cover included and details can be found at www.bsac.com/insurance.
- If you have any insurance questions, please email insurance@bsac.com.
- A short term insurance review group has been established by Council to review the existing cover.

Social media activity was part of BSAC's 2023 strategy



BSAC has a business objective for 2023

Reach a membership of **6,000 young people**
(19-35 year olds) by 31st December 2023

To reach this target, we will:

- 1 Support and grow our university clubs
- 2 Commission new research to better understand the target audience & define our audience segments and personas
- 3 Develop a strong digital presence, generating online awareness and interest in BSAC and what it does
- 4 Evolve what we offer (and/or how we position it) to be more appealing to this age group
- 5 Offer support to non-uni clubs in their recruitment of younger members

To be the 'go to' community for anyone wanting to learn about, enjoy and protect the underwater world

See insights and ads Boost post

BSAC - British Sub-Aqua Club
Published by Sprout Social · 15 February at 14:21 ·

We're excited to announce Sophie Heptonstall as BSAC's new Head of Diving and Training. Her vast experience speaks for itself - we're delighted to have her onboard! She'll be at March's Go Diving Show if you want to come and say hello!



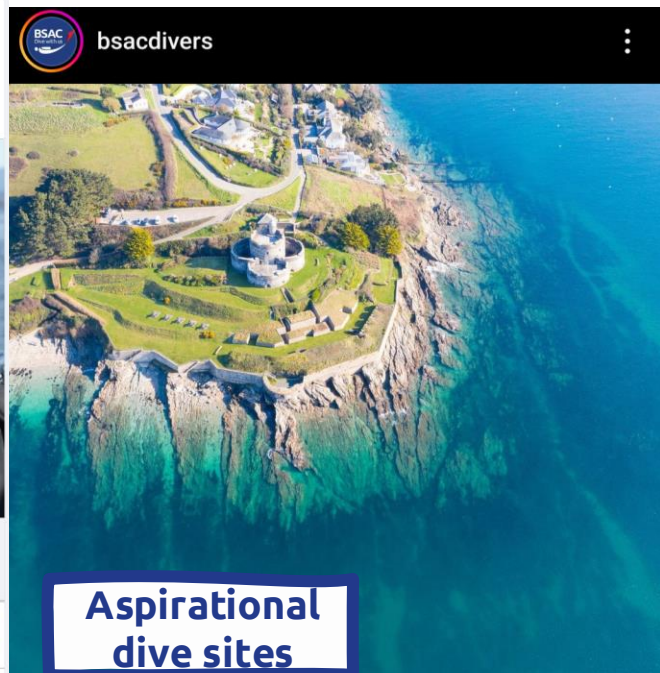
BSAC.COM

BSAC welcomes new Head of Diving and Training

BSAC is delighted to welcome Sophie Heptonstall as its new Head of Diving and Training...

[See insights and ads](#)

Boost post



Aspirational dive sites

BSAC - British Sub-Aqua Club
Published by Sprout Social · 27 January ·



BSAC.COM

Keeping the correct tools in the scuba toolbox


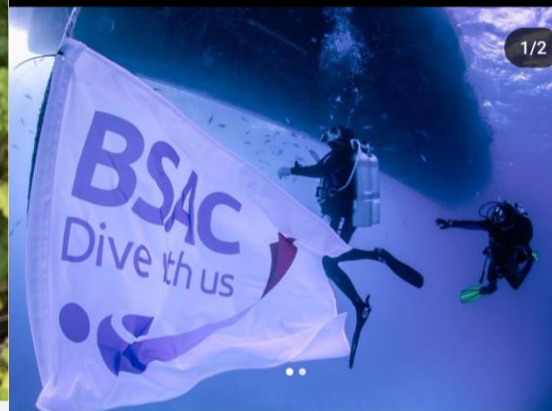
Yo-Han Cha considers the contents of his emergency scuba toolbox, and the events th...

[See insights and ads](#)

Engaging questions

oost post

36 25 comments 2 shares

 bsacdivers[View insights](#)

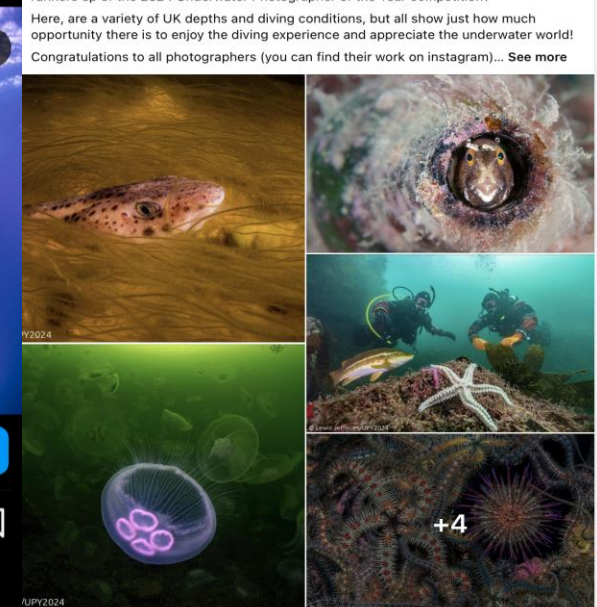
Boost post



Liked by [adrian.collier.18](#) and 105 others

bsacdivers 23% of you told us in our poll that you needed a holiday... [more](#)

February 3

[See insights and ads](#)

Boost post

143

5 comments 7 shares

BSAC's university clubs

2023 goal: 6,000 19-35s
(2023 - 5,901, 2022, 5,418)

Support to uni clubs in 2023

- Expanded membership and training offers for new and renewing members
- Membership renewal offer (year 1-2)
 - 52% retention in 2023, 49% retention in 2022
- Freshers 2023 recruitment campaign
 - 599 new members Sept-Dec (583 Sept-Dec 2022)

What worked? What have we learned?

- New members into uni clubs grew by 10%.
(685 in 2022, 753 in 2023). But...
- Poor net member gain remains; we still need to solve the issue of uni members lapsing when they graduate



Questions?



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Annual Report 2023 Honorary Treasurer Janos Suto

Annual General

Meeting 2024



Key messages of 2023

Membership

- Fully-paid members up by 557 from 22,890 to 23,447 in 2023.
- New members up by 302: 4,350 in 2022; 4,652 in 2023

Operating Income

- Operating income up £113k (7%) from £1.689m to £1.802m in part due to subscriptions (£66k) but also to an increase in training courses (£31k)

Expenditure

- Expenditure increased £196k (11%) from £1.715m to £1.912m, partly due to increased pack and course costs, but also from increased staffing costs.

Overall impact

- Overall operating loss of £104k in 2023. The revaluation of the HQ building by £37k meant overall loss was £67k.

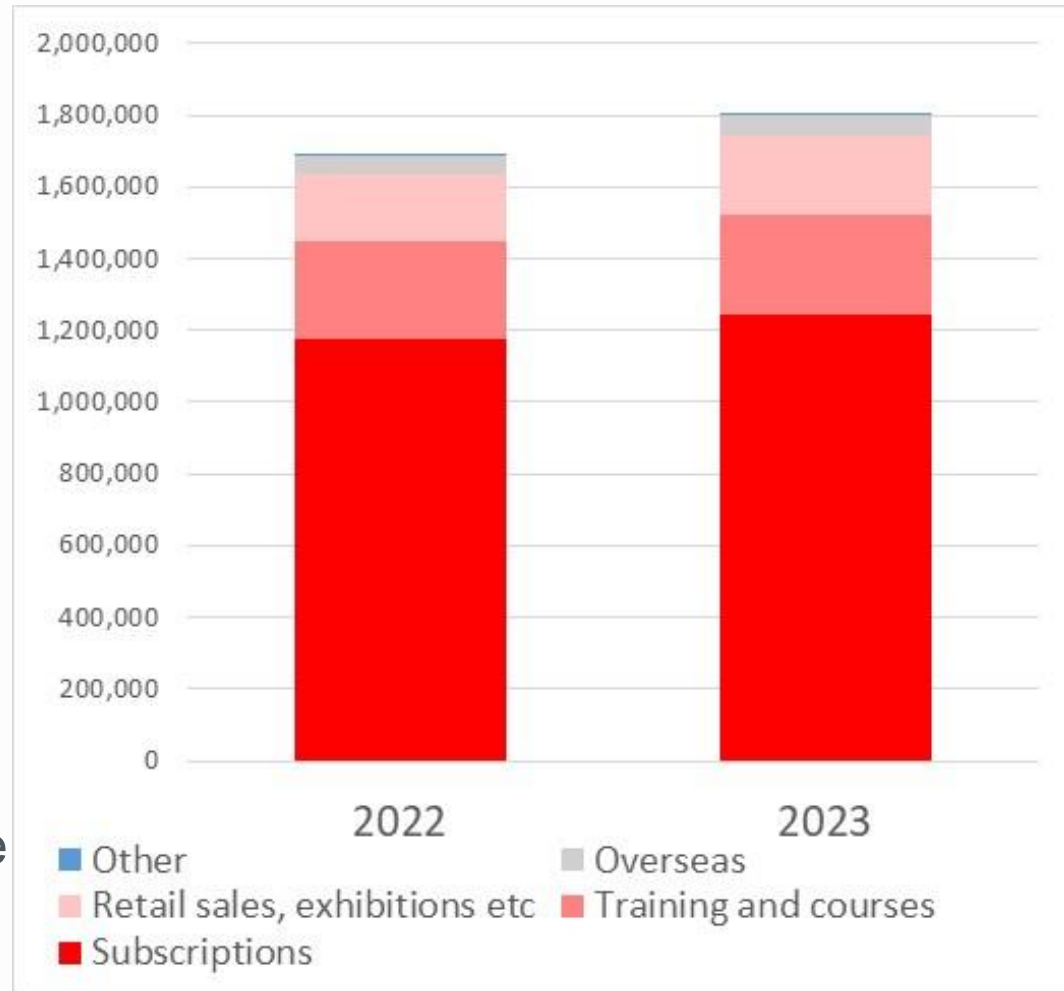
Long term membership trend



- Covid hit membership hard in 2020, especially new members
- We saw a sharp bounce-back in 2021, which continued into 2022.
- Recovery continued in 2023, and we are slightly above the long term trend

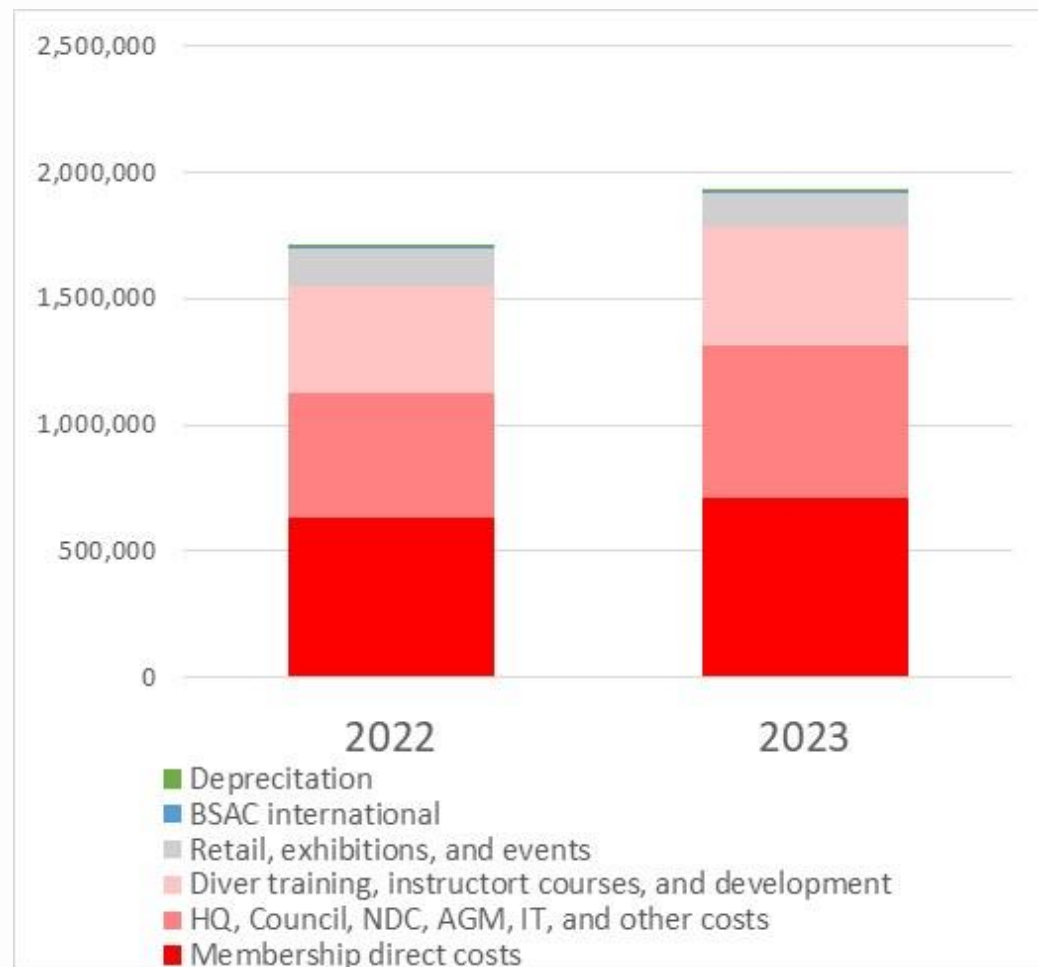
Income

- Income is largely driven by subscriptions which increased by £66k due to an increase in average membership
- Pack sales increased by £8k to £278k
- Training and instructor courses increased by £31k to £221k
- Overseas royalties and fees increased by £7k
- Overall impact was an increase of £113k (7%) from £1.689m to £1.802m



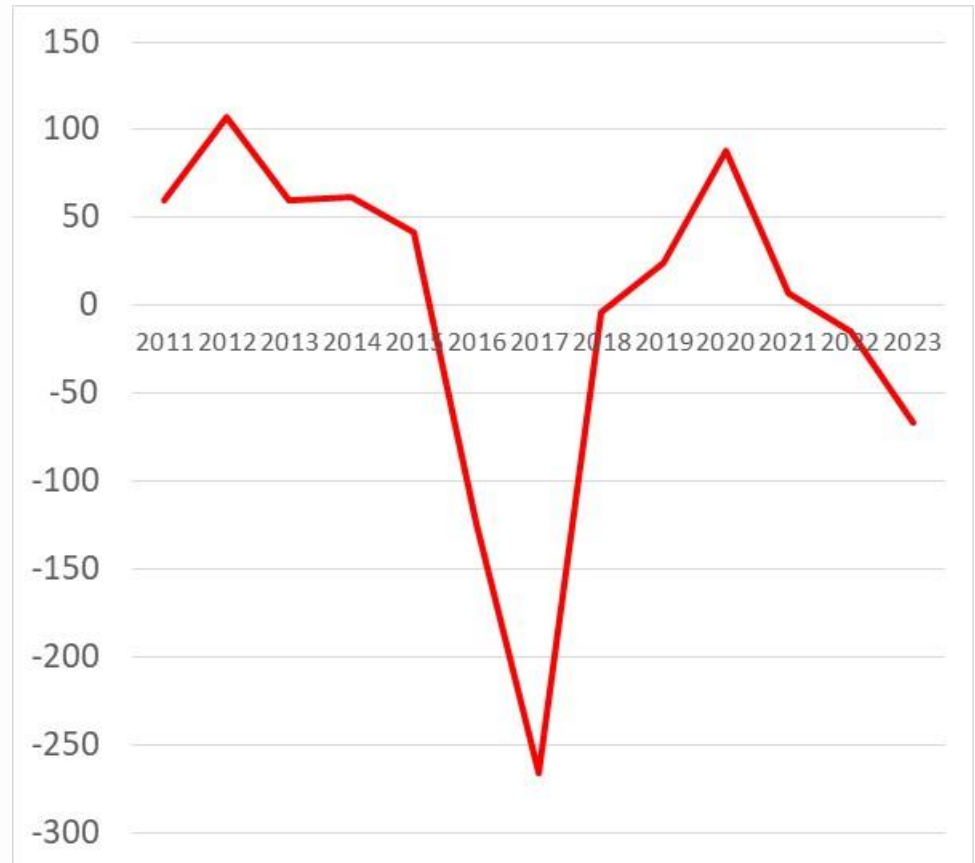
Costs

- Like all organisations, BSAC has seen costs increase due to inflation
- Staffing costs have increased due to a small cost of living increase, and also a new staff member
- Direct costs have increased, as they are linked to membership numbers (eg SCUBA magazine)
- We continue to scrutinise all expenditure, and make efficiencies wherever possible



Surplus and deficits: 2011-2023

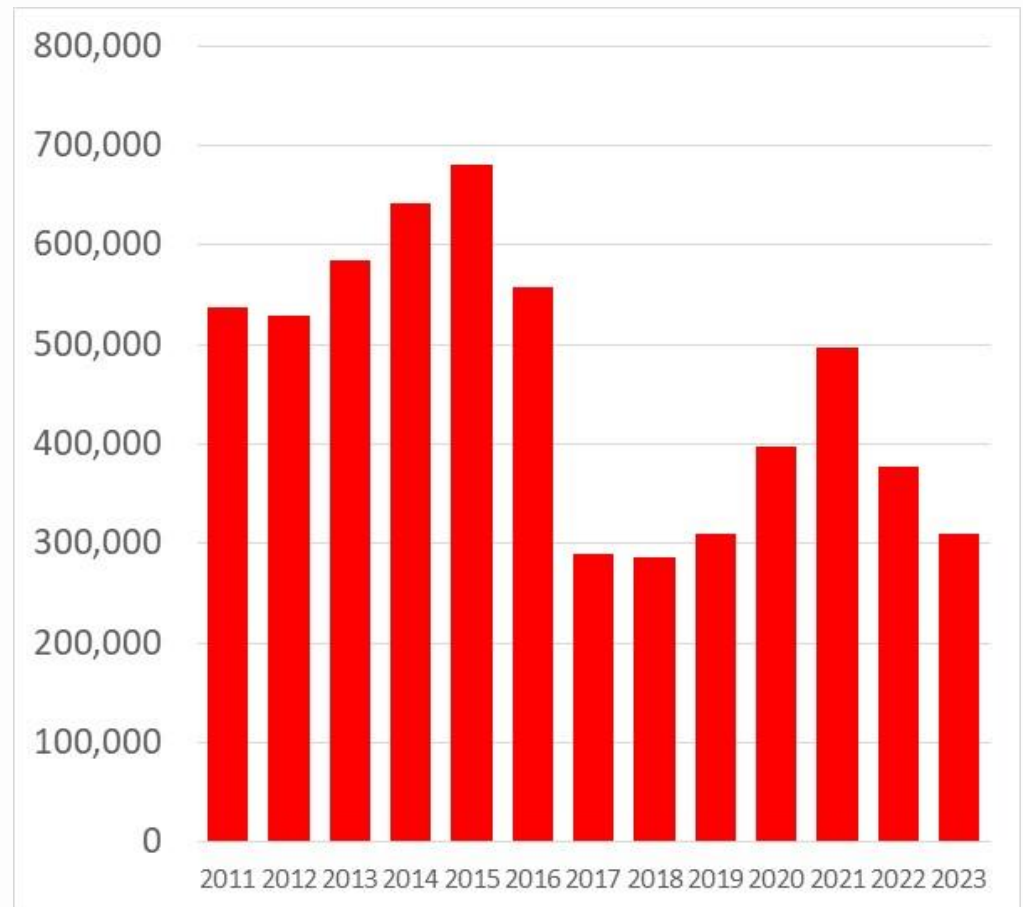
- We invested in the website & digital services between 2016-2018
- The operating deficit for 2021 of £100k was offset by received grant income leading to a £7k net surplus.
- The 2023 deficit of £67k includes a surplus of £37k from the upwards revaluation of the property.



Balance Sheet

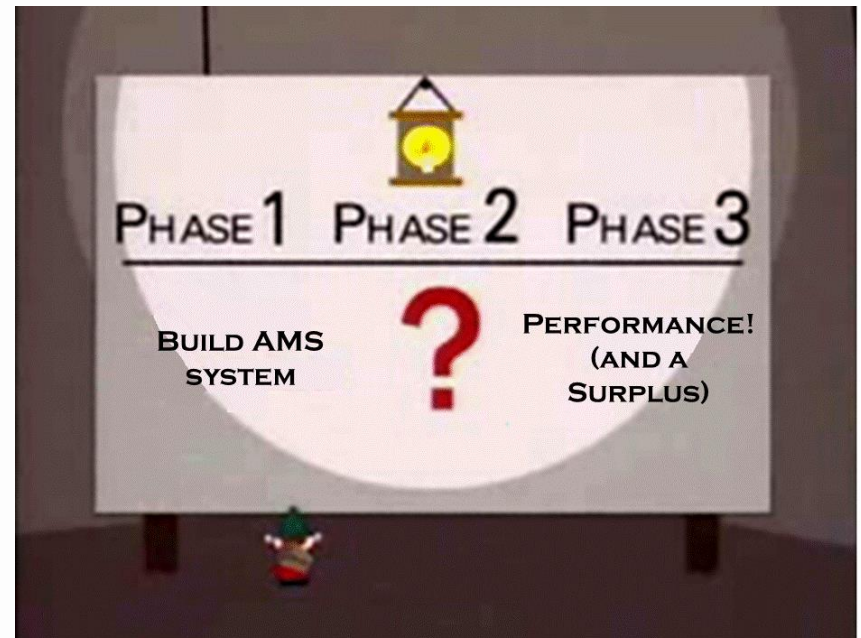
- Net assets fell to £310k. This is not yet concerning, but we need to reverse the trend.
- BSAC owns the former HQ building, which is being actively marketed for sale

Reserves (£k)



Looking ahead – AMS system

- Historically we have under-invested in back office processes. Many of these functions rely on significant manual intervention by HQ staff and members.
- This year, we are investing in a new Association Management System (AMS). This will improve systems and processes to make everyone's life easier, reducing frustration, inefficiencies, and wasted effort.
- The challenge is to ensure these benefits turn into real savings.
- Although implementing the tech is important, even more important is meaningful engagement with all members, particularly Chairs, DOs & TOs, and membership secretaries. Watch this space!



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National Diving Officer (NDO) Report Dai Atkins

Annual General

Meeting 2024



National Diving Committee

Steering Group

- Diving Activities Group
- Diver Training Group
- Instructor Training Group
- Safety Group
- Snorkel Group
- Coaching & Centres
- Head of Diving & Training



Diving Activities

Expeditions

- Clidive, Donegal

Underwater Heritage

- Protecting Wrecks
- Maritime Licencing / Participation

Environment

- Seawilding Collaboration
- Scientific Diving ISO standards
- NORA 5 Conference



Diving Training Group

Latest training projects

- Dive Leader 2023
 - Deep Module (under review)
- Digital QRB
 - >66k lessons signed off digitally
- Underwater Surveyor
- CCR Liberty



Diving Training Group

Latest training projects

- More eLearning products
- Technical Diving (CCR) ISO standards published
 - Level 1 – 30 m no deco
 - Level 2 – 40 m (air) / 45 m (mixed gas)
 - Level 3 – 60 m
 - Level 4 – 100 m
 - CCR Instructor Standards



Instructor Training Group

Critical to the delivery and success of our DTP - 2023

- OWIs - 240
- AIs - 14
- NIs - 2

Overseas Events

- Australia, Brunei, Cyprus

ITS Review

- Refresh of materials
- Focus on generation and development of OWIs – critical pathway
- Improve design and validity of AI
- Instructor Trainer development



Safety Group

Upholding Safety Standards

- Annual AED Instructor recertification (Jan)
- BLS & AED materials
 - Updated within DL23
- Incident report 2022 published
 - webinars for industry and other organisations
- Safety Awards
- Liaison with BDSG



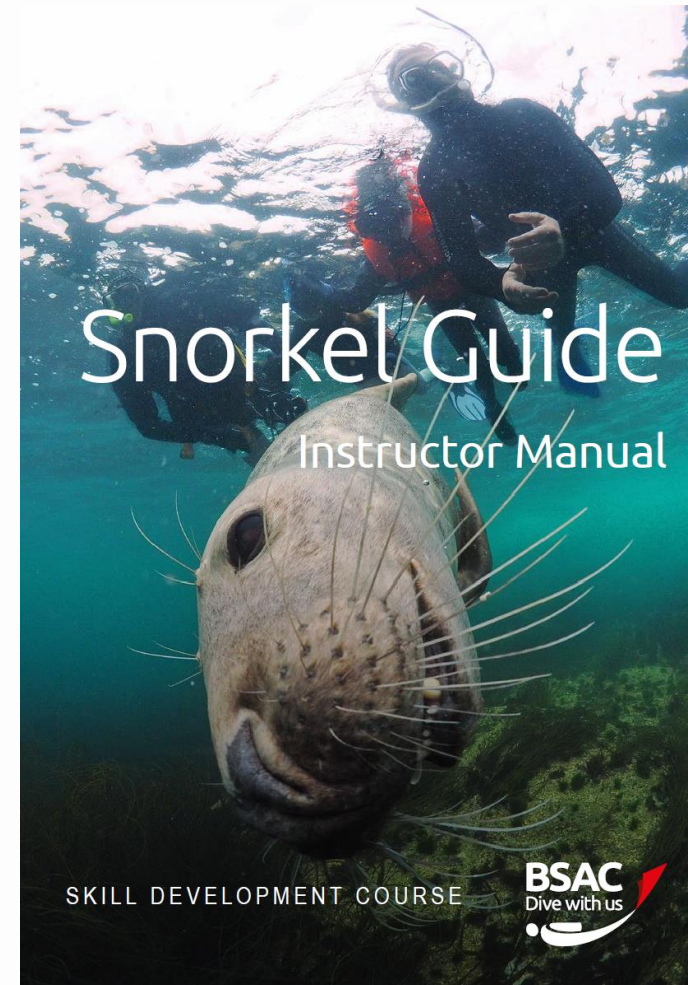
Snorkel Group

Snorkelling

- Collaboration with Seawilding
- Use of snorkel training materials to facilitate seagrass and other environmental surveys and 'safaris'

Snorkel Guide

- Adding further weight to Snorkel Guide product
- Holistic product to encompass recreation, expeditionary and research based snorkelling



Coaching & Centres

Ongoing Regional Support

- Across fourteen coaching regions
- Fast Track training scheme proof of concept

Centres

- UK
- Overseas
- Licencees
 - Egypt, Japan, Korea
 - Further opportunities presenting themselves



Some 2018-24 Highlights!

Diving

- 13,857 diving qualifications, DD -> FCD

Instructing

- 3,011 instructing qualifications, ADI -> NI

Course products

- Sports Diver 2020
- Advanced Ocean Diver
- Wreck Surveyor
- AED Awareness
- Primary Donate Workshop
- CCR MOD1 & MOD2
- Dive Leader 2023
- Underwater Surveyor
- CCR Liberty



A Massive Thank You!

NDC

- Gavin Anthony
- Marg Baldwin
- Paul Beale
- Pete Bicheno
- Julia Branagan
- Steve Capes
- Adrian Cadman
- Sands Castro
- Simon Child
- Adrian Collier
- Ginge Crook
- Maggie Driscoll
- Hywel Dyer
- Eugene Farrell
- David George
- Maria Harwood
- Andy Hunt
- Sophie Heptonstall
- Alison Mayor
- Lu Smith
- Dave Wakelam
- Andy Jarvis
- Nick Jewson
- Phil Johnston
- John Kermode
- Dave Lock
- Dave Lucas
- Jane Maddocks
- Mark Paisey
- Claire Peddie
- Jon Parlour
- Rob Sewell
- Mick Stewart
- Dave Sydenham
- Sophie Rennie
- Dom Robinson
- Mike Rowley
- Jim Watson
-



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Honorary Secretary Andrew Shenstone Declare results of voting

Annual General

Meeting 2024



Announce results of voting Ordinary resolutions

Appointment of auditors:

New auditors, Johnstone Howell & Co were appointed to conduct the 2023 audit.

To authorise the BSAC Council to appoint and set the remuneration of the auditors to hold office from the conclusion of the Annual General Meeting until the conclusion of the next general meeting of the Company at which the Company's annual accounts and reports are laid before the meeting

RESULT	No. votes	% of valid vote
For	514	98.22%
Against	21	1.78%
As they see fit (for)	647	

Announce results of voting Special resolutions

The articles of association of the Company appearing on the Company's Website via the following link: www.bsac.com/proposedarticles and headed "BSAC Articles of Association May 2024 (For AGM Approval)" be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company titled "BSAC Articles of Association May 2023" (ref second independent director)

RESULT	No. votes	% of valid vote
For	483	97.20%
Against	33	2.80%
As they see fit (for)	666	

AGM 2024 Council Election Results

Voting process

- Election administered by Civica as usual
- Nominees sent in their nomination which they checked before going live on Civica
- Any BSAC members entitled to vote were sent codes to vote, on Civica's website
- Members were reminded by email to vote
- Publicity re the election was via normal channels (SCUBA magazine, BSAC Talk, blog, etc.)

AGM 2024 Council Election Results

Nominations

BSAC National Diving Officer

Five nominations

BSAC Honorary Treasurer

One nomination - **elected unopposed**

Richard Pettifer

Council Members

Nine nominations for two available Council seats

AGM 2024 Council Election Results

Voting: BSAC National Diving Officer

Sophie Rennie – 405 votes **ELECTED**
Michelle Kim – 334 votes
David George – 246 votes
Pete Bicheno – 242 votes
Eugene Farrell – 202 votes

Number of eligible voters:	21,537
Total number of votes cast:	1,595
Turnout:	7.4%
Number of blank votes	166
Total number of valid votes counted:	1,429

AGM 2024 Council Election Results

Voting: Council Members

Catherine Haworth	– 565 votes ELECTED
Dai Atkins	– 438 votes ELECTED
Alex Denny	– 365 votes
Paul Tarn	– 274 votes
Andrew Warren	– 177 votes
Thomas Hawksworth	– 172 votes
Lee Bevan	– 155 votes
Gareth Field	– 137 votes
Geoffrey Duggan	– 64 votes

Welcome



Richard Pettifer
Honorary Treasurer



Sophie Rennie
National Diving Officer



Catherine Haworth
Council Member



Dai Atkins
Council Member

Welcome back

2024 Council

Council members

Edward Haynes (Chair)

Yasmine Thorn (Vice Chair)

Sophie Rennie (NDO)

Andrew Shenstone (Hon Sec)

Richard Pettifer (Hon Treasurer)

Alistair Dickson (Independent Director)

Dai Atkins (Council)

David Bell (Council)

Carline Deal (Council)

John Gibbons (Council)

Catherine Howarth (Council)

Emma James (Council)

Lisa Shafe (Council)

Mary Tetley (Council)

Questions?



Agenda

Time	Topic	Presenter
10:00	Welcome & agenda. Voting opens	Edward Haynes (Chair)
10:05	Hon Secretary report	Andrew Shenstone (Hon Sec)
10:20	Chair report Strategy update HQ update	Edward Haynes (Chair) Yasmine Thorn (Vice Chair) Mary Tetley (CEO)
10:40	Voting closes	
10:50	2023 Annual Report & questions	Janos Suto (Hon Treasurer)
11:10	National Diving Officer (NDO) update	Dai Atkins (NDO)
11:30	Declare results of voting	Andrew Shenstone (Hon Sec)
11:35	Any other business	Edward Haynes (Chair)
12:00	Meeting close	

Any other business?

Opportunity for post-meeting Q&A

Email maryt@bsac.com

Keep in touch

info@bsac.com | bsac.com | @BSACdivers | 0151 350 6201



British Sub Aqua Club

70th Annual General Meeting

Various locations, via Teams

11th May 2024

In Attendance:		
Alasdair Locke	Janos Suto	Rachel Sharp
Alistair Dickson	John Kerr	Ranjit Dion De Netto
Andrew Shenstone	Julian Wyatt	Richard Pettifer
Brian Cumming	Julie Venn-Morton	Robert Gormley
Carline Deal	Ken Crow	Russell Field
Catherine Haworth	Lisa Shafe	Sam Clarke
Colin Yule	Maggie Driscoll	Samantha Clarke
Dai Atkins	Mark Bell	Sandra Pilkington
Damian Wozniak	Mary Tetley	Sean Clarke
Dave Bell	Matthew Standa	Simon Rogerson
David Brander	Maximilian Ruffert	Sophie Heptonstall
David George	Neil Hadfield	Steve Harvey
Debbie Powell	Nicholas Hassapis	Susan George
Edward Haynes	Paul Tarn	Thomas Hawksworth
Elizabeth Hudson	Peter Grimsey	Tony Marshall
Emma James	Peter Rayner	William Gabb
Gordon Kaye	Rachael Brown	Yasmine Thorn
Jane Maddocks		
HQ Representatives:		
Chris Horan (IT Manager)	Pam Roberts (Minute Taker)	Wendy Meadows (COO)

Meeting opened 10.00.

Edward Haynes, the BSAC Chair, welcomed attendees to the meeting, reminded everyone it would be recorded, and informed about the process for asking extra questions and for voting. Voting on the resolutions would remain open until 10.40.

Honorary Secretary's Report:

Andrew Shenstone referred everyone to the minutes of the 2023 AGM. Damian Wozniak asked a question via chat referring to the accounts, which Andrew Shenstone said Janos Suto would reply to later. The 2023 minutes would be formally ratified at, and published after, the next Council meeting. No further comments or questions were raised.

Andrew Shenstone outlined the Ordinary and Special Resolutions to be voted on in this AGM.

Ordinary Resolution: To authorise the BSAC Council to appoint and set the remuneration of the auditors to hold office from the conclusion of the Annual General Meeting until the conclusion of the next general meeting of the Company at which the Company's annual accounts and reports are laid before the meeting.

Special Resolution: Proposed by BSAC Council

The articles of association of the Company appearing on the Company's Website via the following link: www.bsac.com/proposedarticles and headed "BSAC Articles of Association May 2024 (For AGM Approval)" be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company titled "BSAC Articles of Association May 2023".

Andrew Shenstone announced the appointment of the Council's first Independent Director, Alistair Dickson, giving a brief outline of the reasoning behind the appointment and of Alistair's background. He said BSAC looks forward to working with him.

Chair's Report:

Edward Haynes reported on the past year's achievements, starting with an outline of celebrations marking the organisation's 70th anniversary – including a short video, a letter from the Prince of Wales and a special edition of SCUBA.

He said the recent Thames Boat Run had been a great success, and thanked Tony Marshall for his tireless efforts to make the day go smoothly.

Edward Haynes reported eight (8) Council meetings had taken place in the past year, many of them online, and he thanked leaving Council members/officers Janos Suto, Dai Atkins, Geoff Duggen, David Brander and Paul Tarn, for their hard work and contributions.

He ended by thanking all the volunteers, coaches, branches and members of National Diving Committee for their contributions to the organisation.

Vice Chair's Report:

Yasmine Thorn gave a short presentation on the strategy adopted this year, including values, the KOGs (Key Operational Goals) and KPIs (Key Performance Indicators). She said ambitious targets had been set but most had been met or exceeded, although there was more work to do in many areas. Growth was achieved in membership numbers, retention, younger membership levels and in sales of courses. Club support had been increased, a Fast Track option started, and more work done on partnerships and research regarding the environment. She said feedback on strategy was welcomed.

CEO's Report:

Mary Tetley introduced herself and presented a brief overview of the work being done for 2024. This included the Conference, scheduled for October; work on the Association Membership System (AMS), which has entered the next phase; more focus on support for clubs; and the appointment of a new Head of Diving and Training and a Digital Marketing expert.

Insurance:

Mary Tetley outlined issues raised regarding BSAC insurance, apologising for lack of clarity on the matter which had led to confusion on what was and wasn't covered. She clarified that branch boats, premises and equipment have not been covered by the BSAC policy since its inception, but acknowledged it is a complicated issue and said communication was now taking place to ensure everyone got the correct cover they needed. A short-term insurance review group has been created to put forward

recommendations on the matter, the information on the website is now clearer, and there is a special email address to contact with any relevant questions.

Mary Tetley went on to discuss recent successful social media campaigning and university clubs, which are doing well.

Ranjit Dion De Netto asked a question in Chat about the insurance, which Wendy Meadows answered.

Peter Grimsey asked a question in Chat, wanting to know how many branches were affected by the insurance issue, and asking if this made BSAC insurance redundant. Wendy Meadows said around 14 or 15 branches were affected, and pointed out that BSAC was working hard to resolve the issues with policies but there were not many available.

Honorary Treasurer's Report:

Janos Suto started by thanking Wendy Meadows and the HQ team, Maggie Driscoll and the Audit Committee for all their hard work, and Damian Wozniak for his questions, saying feedback is invaluable.

He answered Damian Wozniak's Chat question on the use of auditors, explaining how they had changed and this year been very thorough, which was welcome.

Janos Suto then presented an overview of 2023 – an overall loss of £104k, increase in membership, increase in pack sales, costs increase, and a fall in net assets to £310k. He said the sale of the HQ building would help redress the balance sheet, and the implementation of the new AMS would increase efficiency.

Janos Suto answered a detailed question regarding transparency in the accounts from Damian Wozniak, explaining that it was not a legal requirement to publish the accounts in such detail or to have them audited, but that BSAC voluntarily did both of these things and he was very supportive of this transparent approach. He added he was happy to answer any questions on transparency offline.

National Diving Officer's Report:

Dai Atkins reflected on his 6 years as National Diving Officer, giving a presentation on the activities, projects and events which have been held recently – including course reviews and updates, the implementation of new courses, work with overseas, safety awards and the launch of the Fast Track pilot. He listed the highlights of his 6 years in office, and gave a massive thank you to everyone who has helped make it possible.

Andrew Shenstone thanked Dai Atkins for his work as National Diving Officer.

Results of votes:

Andrew Shenstone presented the results of the votes as follows:

Ordinary Resolution:

For: 514 Against: 21 – Passed.

Special resolution:

For: 483 Against: 33 – Passed.

Election Results:

Andrew Shenstone answered a question raised in the Chat about lack of engagement in the election process, saying this was a difficult issue to address as plenty of communications had been made in the run-up to the election and not much more could be done.

Andrew Shenstone then presented the results of the recent elections, outlining the election process and showing members slides of full results.

There had been 5 nominations for National Diving Officer, 1 unopposed for Honorary Treasurer and 9 for 2 vacant seats on Council.

Sophie Rennie was elected National Diving Officer, Richard Pettifer elected as Honorary Treasurer and Catherine Haworth and Dai Atkins elected as Council members.

Andrew Shenstone thanked everyone who put themselves forward, and congratulated those elected.

AOB:

Damian Wozniak asked about the possibility of having a face-to-face AGM next year with live streaming for those who couldn't make it. Edward Haynes said many more attendees could join via Teams, and live streaming would pose its own difficulties.

No more business was put forward.

Edward Haynes thanked everyone for their time, and said if there were any more questions or comments, members could email Mary Tetley with questions.

Meeting concluded at 11.30.

BSAC 2024 AGM CHAT LOG

[09:48] R.De Netto TO Branch 14

Hi Branch 14 Hull here

[09:48] David Brander

If your Teams name is not your full name, please can you add your name in chat and, if you have it, your membership number so we can record those present in the minutes.

[09:48] David Brander

A reminder that this meeting is being recorded and any questions you raise will be recorded in the minutes. If you are uncomfortable with this please leave the meeting.

[09:49] David Brander

Please add your questions via chat and I will relay them to the chair. If you wish, you can type a "Q" in chat and at the next available opportunity you will be invited to ask a question via audio.

[09:49] Damian (Guest)

ok first message for meeting follows

[09:49] R.De Netto TO Branch 14

R.De Netto 337813

like 1

[09:49] Damian (Guest)

Minutes of 2023 AGM are not accurate.

The summary of Janos Suto's answer to the question "how the change in creditors is calculated in the cash flow statement" is confusing.

ie. "JS explained how creditors and deferred membership income is included in the calculations".

Janos Suto's complete answer and explanation, from the recorded meeting, must be included in the minutes for clarity and "transparency".

There is sufficient 'space' etc. where the 'agenda' is included 5 times.

[09:50] sean clarke

sean clarke A807779

[09:51] David Brander

Thank you Damian we will touch on last years minutes later in the meeting but I'm sure Andy will take note of your comments

[09:54] David Brander

Good morning everyone. Your video/mics will be off by default but you are welcome to ask questions or say hello in the chat.

[09:54] David Brander

If your Teams name is not your full name, please can you add your name in chat and, if you have it, your membership number so we can record those present in the minutes.

[09:54] David Brander

A reminder that this meeting is being recorded and any questions you raise will be recorded in the minutes. If you are uncomfortable with this please leave the meeting.

[09:55] David Brander

Please add your questions via chat and I will relay them to the chair. If you wish, you can type a "Q" in chat and at the next available opportunity you will be invited to ask a question via audio.

[09:58] R.De Netto TO Branch 14

Q: BSAC recommended insurance for compressor/ blending is not addressed on policy documentations ! Why ?

[09:59] Shafe Lisa

Lisa Shafe A 702602

[10:00] Chris Horan

Voting is now open on the resolutions

[Click here to vote](#)

Microsoft Forms

A post on Microsoft Forms provided by: forms.office.com

[10:01] Rachel

Rachel Sharp A148357

[10:01] Rachel

The voting is closed

[10:02] David Brander

Rachel (Unverified)

The voting is closed

will check that thanks

[10:03] Mary Tetley

The voting we are referring to Rachel is for the resolutions . That is open until 10.40 . If you have already voted via Civica you will be unable to vote on this today

[10:05] Chris Horan

Apologies, voting form now fixed

[10:05] David Brander

Rachel (Unverified)

The voting is closed

Should be ok now if you have not already voted via Civica. You can fill the form out, but your vote won't be counted twice 😊

[10:06] Paul

Paul is Paul Tarn - my teams logs me in automatically and I have no idea how to change my name to full - does not give that option sorry

like 1

[10:06] Damian (Guest)

Chris, now chat shows up but no slides show

[10:07] David Brander

Slides are working for others Damian I'd recommend closing and reopening Teams and then rejoining the meeting

[10:11] Damian (Guest)

The audit report presented at the 2023 AGM had NOT been signed by the auditors as at May 2023.

Thus the financial statements presented at the 2023 AGM had NOT been audited as, presumably, assumed by members.

Why were BSAC members NOT informed of such? even though in previous years BSAC council insisted that an audit report is 'necessary' (for members), at additional cost.

[10:11] Damian (Guest)

good now have the video

[10:14] Damian (Guest)

but still slides do not show

[10:15] David Brander

Damian (Unverified)

but still slides do not show

if you could see the video you can see the slides, since the video is part of the slide deck. As before I'd recommend closing and reopening Teams and then rejoining the meeting. Unfortunately we cannot remote trouble shoot your issues any further.

[10:16] Mary Tetley

Damien we will ensure your question is answered in the presentation from Janos . Thanks

[10:19] David Brander

John (Unverified) can you please provide your full name, and if you have it your membership number, so we can record your name in the minutes as an attendee.

[10:22] Rachel

Davs is it possible to have a copy of these slides as too small to read in part

[10:22] Mary Tetley

The slides will be put on the website after the AGM

[10:23] David Brander

Don't worry too much about the small text here, it's just example emails. We will share the deck after the AGM

[10:25] David Brander

Reminder: Please add your questions via chat and I will relay them to the chair. If you wish, you can type a "Q" in chat and at the next available opportunity you will be invited to ask a question via audio.

[10:27] Rachel

I meant on the Vice Chairs slide

[10:27] David and Susan George

Thanks Yasmine,

Are there any plans in the Strategy to address the fact that 92.6% of the membership are not engaged enough to vote in the elections?

It is difficult to see how anyone elected has a mandate when only 7.4% vote.

How is Council planning to measure any improvement in engagement of the membership?

like 1

[10:32] David Brander

Rachel (Unverified)

I meant on the Vice Chairs slide

You'll be able to review the slides after the AGM as they will be shared, but the small text on those slides from Yasmine were just example emails

[10:32] Rachel

okay. Thanks

[10:38] Julian Wyatt - A392224- 0009

On the young people target, is there any split between BSAC direct/Abroad and Clubs recruiting?

[10:38] Yasmine Thorn

David and Susan George (Unverified)

Thanks Yasmine, Are there any plans in the Strategy to address the fact that 92.6% of the membership are not engaged enough to vote in the elections? It is difficult to see how anyone elected has a mandate when only 7.4% vote. How is Council planning to measure any improvement in engagement of t...

Hello! Engagement is key in strategy and yes that is very good point and something we looked at in 2022/23. HQ conducted some research across similar membership based sports groups and found that our engagement in election is on par with similar organisations. Despite this we do want to improve this turn out and at moment our main focus in this area is around communication and awareness spreading when there are elections. We have explored some of the trends in "which" of our members are voting (gender, age etc.) but more work is needed here. Happy to talk more on this offline :)

[10:39] Damian (Guest)

video of Mary shows but slides do not show

[10:40] Chris Horan

Voting on resolutions has now closed.

[10:40] David Brander

Sorry about that but it is definately an issue on your end as no-one else is complaining about missing slides. You can review the slides after the AGM when they are shared.

Damian (Guest)

video of Mary shows but slides do not show

[10:40] Peter Grimsey (External)

Do you know how many branches have been affected by the misunderstanding over insurance and how much it is costing them to address the issue?

Do you realise that the solution largely makes the BSAC liability insurance redundant for the branches involved?

[10:41] Sophie Heptonstall

Damian (Unverified)

video of Mary shows but slides do not show

Check you are in gallery view not speaker view in 'view' menu

[10:43] Yasmine Thorn

Julian Wyatt - A392224- 0009 (Unverified)

On the young people target, is there any split between BSAC direct/Abroad and Clubs recruiting?

While it isn't a specific part of the KPI it is something that we do look at an track "below the line".

[10:44] R.De Netto TO Branch 14

yes

[10:44] R.De Netto TO Branch 14

does it come under the pressure systems regulations then

[10:46] David and Susan George

Is there a contact email address for the Insurance Working Group?

[10:46] David and Susan George

Thanks 😊

[10:46] David Brander

insurance@bsac.com

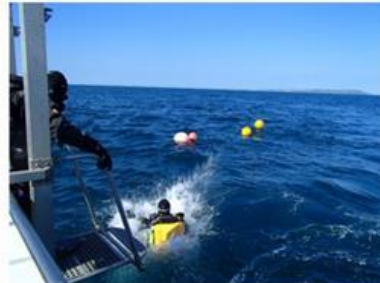
like 2

[10:48] Unknown User

BSAC

Governance

- New Chair of the Audit Committee: Maggie Driscoll
- Auditors performance has been poor this year. Staff turnover and other issues at the audit practice have meant delays to the process, and the audit was only completed in May.



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[10:50] David Brander

R.De Netto TO Branch 14

does it come under the pressure systems regulations then

apologies missed this one. I would suggest following up with Wendy via the insurance@bsac.com email. 😊 This will require a discussion with DR&P.

[10:51] David and Susan George

Yasmine Thorn

Hello! Engagement is key in strategy and yes that is very good point and something we looked at in 2022/23. HQ conducted some research across similar membership based sports groups and found that our engagement in election is on par with similar organisations. Despite this we do want to improve thi...

Thanks Yasmine. Offline would be good. 👍 Perhaps you could get in touch in the next week or so?

[10:51] Damian (Guest)

next, questions for Janos after presentation

like 1

[10:51] Damian (Guest)

The audit report presented at the 2023 AGM had NOT been signed by the auditors as at May 2023.

Thus the financial statements presented at the 2023 AGM had NOT been audited as, presumably, assumed by members.

Why were BSAC members NOT informed of such? even though in previous years BSAC council insisted that an audit report is 'necessary' (for members), at additional cost.

[10:51] Damian (Guest)

and next question

[10:52] Damian (Guest)

Why are items which can be, but are NOT disclosed, where BSAC 'hides' behind exemptions in the Companies Acts? page 13 note 1(a) third paragraph refers.

An income statement for parent company would only be another column on page 9. Page 10 DOES have separate columns for parent company.

Where is the "transparency" that Janos Suto always claims?

Items do not require disclosure by the Companies Act, are shown, presumably for "transparency" ie. page 20 note 13.

[10:54] Yasmine Thorn

David and Susan George (Unverified)

Thanks Yasmine. Offline would be good. 👍 Perhaps you could get in touch in the next week or so?

definitely - my email is yasmine.thorn@bsac.com happy to take any questions on strategy
[11:01] David Brander

reminder: Please add your questions via chat and I will relay them to the chair. If you wish, you can type a "Q" in chat and at the next available opportunity you will be invited to ask a question via audio.

[11:01] Damian

thank you Janos and hope additional columns will be included in future financial statements

like 2

[11:04] David Brander
David Brander

John (Unverified) can you please provide your full name, and if you have it your membership number, so we can record your name in the minutes as an attendee.

[11:16] Damian

Question for end of meeting AOB since problems in microsoft teams

like 1

[11:18] Damian

Is there any reason why BSAC AGM's cannot be done live AND streamed online since there is enough money in the 'pot'

[11:20] Mary Tetley

We can discuss the AGM being live. One of the reasons for doing it online has been that we seem to have much better attendance when it is run online rather than face to face

[11:20] Damian

Also actual 'physical' AGM's allow members to meet and 'engage' with BSAC council members

[11:20] Mary Tetley

We did a video inviting members to vote as well and far more comms

[11:21] Damian

Microsoft teams will NOT work on a macbook with High Sierra after apparently June 2024

[11:22] Unknown User

Nothing ordinary about Dai!

laugh 3

[11:23] Damian

A 'hybrid' ie. person to person meeting which is also streamed means that anyone who wishes could 'attend'.

[11:27] Rachel

We did have a face to face with online as well once I thought

[11:28] Damian

Thank you hopefully LIVE face to face AGM's WILL happen in conjunction with the teams stuff.

[11:28] Unknown User

We can talk accounting at the Conference Damian.