



**MOUNTAINEERING
SCOTLAND**
WALKCLIMBSKI

Mountaineering Scotland

The Granary West Mill Street Perth PH1 5QP

Tel: 01738 493942

Annual General Meeting

AK Bell Library Perth and online via Zoom
19th November 2022

Minutes of the meeting

Apologies were noted from:

- Rosemary and Colin Ainsworth
- Pete Williams
- Nigel Estlick
- Kevin Firth
- James Jarvis
- Danielle Razanajao
- Andy Cloquet
- David Gaskell
- Alistair Beeley
- Alan McLean
- Beryl Leatherland

The Chair, Brian Shackleton (BS) declared the meeting open at 2.45pm on Saturday 19 November and referred to the running order as set out in the agenda.

a) Roll call and appointment of tellers:

BS confirmed that the roll call had been completed through the registration process for the meeting. At the request of the Chair, the Company Secretary & CEO, Stuart Younie (SY) appointed Helen Gestwicki and Karen McVeigh as Tellers. A slide was shared providing additional information on the voting procedure for the meeting and explaining that due to the hybrid format of the meeting members had been asked to submit all votes in advance.

b) The approval of the minutes of the previous AGM and of any subsequent EGM:

BS confirmed that the draft minutes of the 2021 AGM and EGM had been made available on the website and SY confirmed that no amendments had been proposed. The proxy votes relating to the approval of the draft minutes were recorded as follows:

FOR	3901
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AGAINST	0
ABSTAIN	2

The motion to approve the draft minutes from the 2021 AGM and EGM was duly passed.

c) The receipt of such reports as the Board may consider appropriate to bring before the AGM for approval or information:

The Chair referred to the Annual Report which had been made available on the Mountaineering Scotland website and to the presentation on the report which had been delivered to members prior to the formal AGM. A summary version of the report had also been included in the August edition of Scottish Mountaineer.

No vote was required on this item, and it was noted that the report had been received by the meeting.

d) The receipt of the annual accounts and reports:

BS handed over the company Treasurer and Director of Finance, Hazel Meehan (HM) who provided a summary of the financial reports from April 2021 to March 2022. HM confirmed that the profit and loss accounts had been prepared in accordance with standard practice and had been externally reviewed by the company accountants Finlaysons. It was noted that the Finance Advisory Group had monitored the financial position closely over the previous year.

HM reported that Mountaineering Scotland had delivered a surplus of just over £29,000 and this year the surplus was noted as £39,000 due mainly to a rise in income driven by a healthy growth in membership. Additional unbudgeted income of just over £4k had been secured from sportscotland to support inflationary pressures and income from courses was above budget as a result of additional Mountain Safety courses.

Staff and other costs were retained broadly as the previous year due to delayed recruitment of new staff and some restructuring of staff roles. Other expenditure was closely controlled as full operations resumed, however there were rises in electricity, travel and other overhead costs during the year. Whilst financial surpluses were delivered in 2020 and 2021 the current year forecast was for a deficit of £15k which was an improvement on the budgeted position.

HM went on to provide a breakdown of the income with member subscriptions making up 56% of the total and 38% from sportscotland and other grants a slight reduction from 39% the previous year. Event income has increased to 4%.

Expenditure had been impacted by the increased cost of members public liability cover which had risen from £23k in 2018/19 to £117k in the current financial year. This increase included an uplift in the level of cover rising from £10m to £15m, however further increases at this level were unsustainable without further action. Magazine costs also saw a significant rise due to the increased cost of printing and distribution alongside a drop in advertising revenue. Further work will be undertaken to explore how the increasing cost of the magazine can be mitigated.

HM noted the investment that had gone into restructuring the Mountain Safety courses, alongside the further development of Sofa to Summit and the Real Rock programme. HM went on to share a slide detailing the breakdown of how Mountaineering Scotland funding, and specifically sources of income, was allocated against the activities of the organisation.

HM highlighted the issue in relation to the increasing cost of public liability insurance which was being driven by the perceived risk of indoor climbing and the need to increase our level of cover from £10-15m. The intention was to review the current arrangements to mitigate the potential for further increases.

The current three-year agreement comes to an end on 31st Dec 2022 and Mountaineering Scotland has entered early discussions with our broker to identify the anticipated cost of renewal. Early indications are that the cost correlates to the draft budget figures, however there remains some uncertainty on the final figure and what the impact will be over the next three years.

The CEO has been in contact with the BMC and other sports organisations to understand their insurance arrangements so we can learn from other approaches and how insurance cover is structured. An Insurance Working Group has also been set up to help support a recommendation on future arrangements. Input is sought from any members with relevant experience and competence in dealing with insurance matters.

Looking forward, despite the ongoing challenges the Board are cautiously optimistic that the organisation is in a strong position to mitigate the impact of inflationary pressures. It was noted that although reserves are healthy a significant proportion was tied up in fixed assets and additional income was needed to avoid depleting the existing reserves. Part of the strategy to address this is the proposal to increase membership fees, which have not increased since April 2020 and have remained fixed for three years. Current increases in membership income have been driven by a growth in membership numbers which is expected to slow down.

The forecast for the next financial year has been prepared conservatively to hedge against uncertainties and a number of scenarios were prepared taking into account the current economic climate and in anticipation of a recession in the UK. HM finished by thanking members for their continued support through another challenging year.

BS invited questions and Richard from the Eagle Ski club asked online what action was being taken to keep the cost of liability insurance in check and it was noted that this had been addressed in the presentation by HM. In response Richard asked what the status was given the cover runs out in December? HM responded by saying engagement with the brokers had taken place much earlier than normal and indicative figures had been received which are in line with the budget projections. Further work was required with the brokers to confirm the final figures.

SY added that Mountaineering Scotland was coming to the end of its current three-year agreement. The most recent indication for next year was in line with the budget and although further increases were anticipated in the following two years of the next three-year agreement these were better than expected. BS added that the question of renewal is not straightforward as the three-year agreement relates to cover up to £5m and separate renewals were needed for two "excess layers" from £5-10m and from £10-15m and separate quotes were needed for these to be renewed on an annual basis.

There were no further questions.

e) The fixing of members' annual subscriptions:

BS handed back to HM who confirmed that following her update on the annual accounts the last fee increase had been 8% effective 1st April 2020 and a commitment to fix the fees over a three-year period had been maintained. A slide was shared illustrating the impact of the proposed increase across the membership categories.

The votes were received as follows:

FOR	3898
AGAINST	4
ABSTAIN	1

BS confirmed that the motion to increase the membership fees was duly passed and this would take effect from 1st April 2023.

f) The election of the President, Treasurer and Board members:

Under Article of Association 6.5, in the absence of competing nominations, seven directors were eligible to continue to serve until the 2023 AGM without the need for a vote:

- Brian Shackleton - President
- Lucy Fraser, Nigel Clark, Alistair Todd, Dominic Hall, Ilona Turnbull & Hazel Meehan

One director of the board is due to step down at the 2022 AGM:

- Ron Neville, Director for Access & Conservation

Following a recruitment process the Board has nominated **Pete Crane** as Director for Access and the Environment. BS explained that **Jo Dytch** had been the Club Director for four years and as a result of the change to the articles at last years AGM has expressed an interest in continuing for a further 2 years subject to approval by the members. The Board had co-opted **Andrew Walker** into the role of Director for Member Services & Communications after an open selection process when that position became vacant last year. Members were asked to agree to Andrew formally joining the board.

The votes received were as follows:

	Jo Dytch	Andrew Walker	Pete Crane
FOR	3899	3897	3900
AGAINST	1	1	1
ABSTAIN	3	5	2

BS confirmed the appointment of all three candidates effective immediately and congratulated them on joining the Board of Mountaineering Scotland.

g) The consideration of and taking of decisions on any duly notified proposals for the adoption of any new policies or the amendment or revocation of any existing policies:

BS referred to the previous item which had been withdrawn due to comments received by members and confirmed that this would be revisited later in the year. Questions on this item were invited at the end of the meeting.

There was no other business tabled under this item.

h) Any other competent business:

There was no business tabled under this item.

BS noted formal thanks to all Mountaineering Scotlands partners and paid particular thanks to Dave Gordon who following his term of office on the Board has continued to provide voluntary support in dealing with planning applications and representing Mountaineering Scotland at

several public enquires relating to the opposition of onshore windfarms. Without Daves expertise and input Mountaineering Scotland would not have been so effective in getting our messages across. BS went on extend a thanks to all of the following people and partner organisations:

Key partners and funders

- sportscotland
- Glenmore Lodge, National Outdoor Training Centre
- Mountain Training Scotland
- Scottish Mountaineering Trust
- Herald and Times Group
- St John Scotland
- Scottish Mountain Rescue
- Association of Mountaineering Instructors (AMI)
- Scottish Avalanche Information Service (SAIS)
- Met Office
- Mountain Weather Information Service (MWIS)
- Police Scotland
- British Mountain Guides
- The BMC
- Mountaineering Ireland
- Ramblers Scotland
- Tiso, Cotswold Outdoor & Craigdon Mountain Sports
- The Munro Society
- Urban Uprising
- Association of British Climbing walls Training Trust
- Scottish Climbing Wall Network
- Association of British Climbing Walls
- Snowsport Scotland
- Developing Mountain Biking in Scotland

Volunteers

- Scott Forsyth
- Keith Lynch
- Sophie Bosi
- Anthea MacKenzie Atkins
- Tony Brown
- Iain Bain
- Dave Gordon
- John Leftley
- John Irving
- Tommy McManmon

ClimbScotland & competition sponsors

- DMM
- BDO Accountants
- Edelrid
- Rock and Run
- Psychi
- Red Chilli
- So iLL

Our supporters:

- Contributors to Scottish Mountaineer magazine
- Volunteer helpers at competitions, instructors at student training weekends & those acting as trustees.
- Social media supporters and all our followers!

There being no further business, the Chair closed the meeting at 3.20pm.

Issued by Stuart Younie, CEO & Company Secretary

Draft – 05th Oct 2023

Approved –

List of attendees

Richard	Baynes
Davie	Black
Elizabeth	Brookfield
Iain	Cameron
Keith	Cocks
Paul	Cunningham
David	Gordon
Reade	Kiefer
Alan	Mathieson
Mike	McKay
Kenny	McLean
Alan	McLeod
Graeme	Morrison
michael	o'donnell
Johnston	Orr
Stanley D	PEARSON
Johanna	Peterson
Alison	Robertson
Brian	Shackleton
Neil	Smith
Kenneth	Thomson
Alistair	Todd
Jamie	Wallace
Megan	Griffiths
Kirsten	Paterson
Helen	Gestwicki
Fiona	McNicol
Ilona	Turnball
Pete	Crane
Hazel	Meehan
Andrew	Walker
Stuart	Younie