



Mountaineering Scotland

The Granary

West Mill Street

Perth PH1 5QP

Tel: 01738 493942

Annual General Meeting

Online via Zoom - 21 November 2020

Approved minutes of the meeting

The Chair, Brian Shackleton (BS), declared the meeting open at 4.30pm on Saturday 21 November and welcomed members to Mountaineering Scotlands first virtual AGM. BS then handed over to Stuart Younie (SY), CEO and Company Secretary to explain how the meeting would run and the different Zoom functions which would be used to manage the business on the agenda. A set of supporting notes detailing this information had been circulated to members in advance of the meeting. To assist in running the online AGM members had been asked to submit any questions in advance of the meeting although time would be allocated to allow for any additional questions from members.

Apologies were noted from:

Alex Winter
Alistair Beeley
Kieran Thompson

a) Roll call and appointment of tellers:

The roll call had been completed through the Zoom registration required to attend the meeting. At the request of the Chair, the Company Secretary appointed Jane Anderson as Teller.

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

The meeting approved the resolution and the minutes of both the 2020 AGM and EGM using the Zoom Poll function with 48 votes in favor and 8 abstentions.

The proxy votes from individuals and clubs submitted in advance of the meeting were recorded for information as follows:

- For: 3768
- Against: 0
- Abstain: 0

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 published in the August edition of Scottish Mountaineer magazine and was available on the Mountaineering Scotland website and invited any questions from members. No questions were submitted and BS referred to a further opportunity to submit any questions following the formal business of the AGM.

d) The receipt of the annual accounts and reports:

The Treasurer, Jennifer Cardno (JC) presented the financial report and referred to extracts from the [Financial Statements](#) which had been made available on the Mountaineering Scotland website. She referred to the profit and loss account and reported that 2019-20 had delivered a financial deficit of £12,091.

It was noted that income had increased by 7% to a total of £641k due to positive growth in membership income which was 6.4% higher than budget in part due the affiliation of new clubs during the year. The Treasurer conveyed her thanks to the membership for their continued support during a challenging year.

It was also noted that the increase in membership fees approved in 2019 had only taken effect from the 1st April 2020 and had yet not impacted on the results. The treasurer confirmed that financial performance and membership income continued to be closely monitored in response to the impact of Covid 19.

£221k investment income had been received from sportscotland. Overall, the percentage of support from sportscotland had decreased to 34% of total income in 2019/20 compared to 36% for 2018/19. Expenditure on Mountain Safety and Skills had increased as a result of the appointment of a new P/T post which has helped deliver an increase in courses to benefit both individual and club members. Expenditure on Landscape and Access had been maintained at £79k representing the importance of these issues to members. Insurance costs had increased by 48% to £44k and the potential restructuring of the cover is being explored as a way to mitigate future risks.

Mountaineering Scotland celebrated its 50th year in challenging conditions and the Treasurer reported that as she handed over responsibility to her successor, she felt that there was an excellent team in place to meet these, and future challenges head on in the coming years.

BS conveyed his thanks to JD as she stands down from her role for all of her input and effort over the last 4 years. Questions were then accepted from members on the annual accounts and reports.

Francis Clark asked that although it was not a statutory requirement, whether there was a reason the detailed profit and loss account had not been included in the financial report to provide additional detail on the figures? JD confirmed that this is something that could be also shared on the website in advance of future meetings.

Stan Pearson asked about what action was being taken to control the insurance costs and SY explained that a communication had gone to members earlier in the year explaining the reasons for the increase and the renewal process had invited three quotes to provide a comparison. One insurer had declined to quote based on the level of risk and another had provided a quote which was less favourable than the quote from the current underwriter Hiscox. It was noted that the current policy offers very comprehensive cover and discussions were ongoing in relation to the potential restructuring of the cover to reduce the risk and the cost of the policy.

Paul Harrison asked about the current situation and the impact of Covid on this financial year? BS highlighted the risks around the potential loss of income due to a drop in membership. After

an initial fall individual membership levels have recovered well although club renewals have dropped slightly, mainly as a result of the restrictions on student clubs. SY went on to explain the different scenarios that had been set out in the financial planning allowing for a worst-case scenario of a 20% drop in membership but with the aim of getting as close to a break-even position as possible. The current numbers were looking more encouraging, and thanks were noted to members for their support this year.

Keith Lynch asked whether there would be the possibility of a budget to employ a para climbing officer in the future? SY outlined a desire to expand the capacity of the climbscotland team more generally to enabling them to increase support for para climbing and other areas of work and this would be considered as part of the future investment application to sportscotland.

BS highlighted a question from Nick Kempe about last financial year and whether there were any significant issues to note. JC confirmed that the main issues were the increase in costs for the insurance cover, which was offset in part by the increased membership income.

BS confirmed that there were no further questions and invited members to submit any further questions following the meeting.

e) The fixing of members' annual subscriptions:

The Chair referred to the motion which was approved at the 2019 AGM to increase the subscription fees by 8% (which took effect in April 2020) and the intention to fix these fees for a three-year period. In accordance with that agreement no change to the fees was being proposed for 2021/22 and fees will remain as they are, so no vote was required.

BS reported that the organisation was still in a challenging position due to the increase in insurance costs and the potential impact of the pandemic on membership renewals. Questions were invited from members.

BS invited SY to share a response to a question submitted in advance of the meeting by Kilmarnock MC who asked whether there had been any consideration given to reducing the fees? SY confirmed that this had not been a consideration given the financial uncertainty this year and the consequential impact of Covid – 19 on membership. He went on to highlight that the work of the organisation had not stopped and in many areas had increased as a result of lockdown and work required to develop the guidance to ensure mountaineering activity could restart as we exited lockdown. The majority of the planned mountain safety programme had also been delivered successfully. Any decision to reduce fees would need to be considered as part of the budget setting exercise for next year. No further questions were submitted.

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

Under Article of Association 6.5, and in the absence of competing nominations, there were six directors eligible to serve and continue until the 2021 AGM without the need for a vote: President: Brian Shackleton; Directors: Ron Neville, Jo Dytch, Lucy Fraser, Nigel Clark and Kat Jones. None were challenged and all will continue until the 2021 AGM.

BS stated that the new Articles of Association adopted at the 2019 AGM included the provision to increase the number of voluntary directors on the board from 9 to 10. The board are proposing the appointment of an additional director in a new role with specific responsibility for snowsports touring.

The following nomination was received:

- Director for Snowsports Touring – Alistair Todd, nominated by Brian Shackleton

There were three vacancies on the board as the following directors come to the end of their term of office: Jennifer Cardno (Treasurer), Steve Gough (HR/Equalities) and Jonathan Binny (Landscape & planning). BS conveyed thanks on behalf of the membership, board and staff for all their work and input into the organisation over the last four years.

The following nominations were received:

- Director of Finance & Treasurer – Hazel Meehan, nominated by Jennifer Cardno
- Director Landscape and Planning – Dominic Hall, nominated by Jonathan Binny
- Director for Governance, HR & Equalities – Ilona Turnbull, nominated by Steve Gough

Members were invited to vote using the Poll function to approve the nominations. The results were reported as follows:

Nominee	For	Against	Abstained
Alistair Todd	59	1	2
Hazel Meehan	60	0	2
Dominic Hall	58	4	0
Ilona Turnbull	59	0	3

BS congratulated the candidates, and they were duly appointed to serve as voluntary directors on the board of Mountaineering Scotland.

The proxy votes from individuals and clubs submitted in advance of the meeting were recorded for information as follows:

Alistair Todd

- For: 3790
- Against: 0
- Abstain: 0

Hazel Meehan

- For: 3791
- Against: 0
- Abstain: 0

Domonic Hall

- For: 3790
- Against: 0
- Abstain: 0

Ilona Turnbull

- For: 3790
- Against: 0
- Abstain: 0

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:

There was no business tabled under this item.

h) Any other competent business:

There was no business tabled under this item.

There being no further business, the Chair closed the meeting at 5.15pm

Issued by Stuart Younie, CEO & Company Secretary

Draft – 4th Dec 2020

Approved – 20th Nov 2021

List of attendees

Keith	Cocks	ESTC
Dave	Wynne-Jones	Eagle Ski Club
Ilona	Turnbull	Club - Kilmarnock MC
Tony	Kinghorn	Ferranti Mountaineering Club
Jean	Hunter	Ladies Scottish Climbing Club
Morag	Dodds	The Grampian Club
Heather	Morning	SMC
Kevin	Learmonth	Club. Climb Shetland
Alan	Sinclair	Strathaven Climbing Club
Anne	Sinclair	Stonehaven Mountaineering and Hillwalking Club
Ailsa	Murray	Jacobites Mountaineering Club
Valerie	Phillips	Argyll Mountaineering Club
Keith	Lynch	Scottish Paraclimbing club
Paul	Prior	Gryffe Hillwalking Club
Peter	Brawley	Aberdeen and Shire Hillwalking Club
Ewen	Macniven	Inverness MC
Danny	Carden	Club member
Ron	Neville	Grampian Club
Linda	Sinclair	Forfar & District Hill Walking Club
Thomas	Beutenmuller	Edinburgh JMCS
Chris	Wood	Club (EMC)
Theo	Morgan Lundie	Edinburgh University Mountaineering Club
Blair	Cunningham	Orion Mountaineering Club
Trish	Ramsay	Individual member
Daniel	Ashwood	Edinburgh University Mountaineering Club
John	Irving	Forth Valley Mountaineering Club
Grace	Lyon	Glasgow Ski Touring Club
Mark	Dootson	Club (Kilmarnock Mountaineering Club)
Michael	McAnenay	Lomond Mountaineering Club

Denise	Hesketh	JMCS
Graeme	Morrison	Ferranti MC
Alfie	Ingram	Carn Dearg Mountaineering Club
Gregor	Hirst	Eagle ski club
David	Beeden	Aberdeen and Shire
Catherine	Lee	Club East Kilbride Mountaineering Club
Suzie	Dick	Club member
Simon	Li	Club: Dundee Mountain Club
Craig	Gudmundsson	Perth Mountaineering Club
Ingram	Lloyd	Alpine Ski Club
Robert	McQueen	Club. Scottish Midweek Mountaineering Club
Darren	Chambers	Inside Out Climbing Club
Hazel	Meehan	Aberdeen Mountaineering Club
Stan	Pearson	Scottish Mountaineering Club
Emily	Eadie	Strathclyde University Mountaineering Club
Graeme	Galloway	DAGMAR
Archie	Robertson	Forth Valley Mountaineering Club
Donald	Thomas	Club Aberdeen MC
Michael	Hurst	Edinburgh Ski Touring Club
Paul	Harrison	Glasgow HF Outdoor Club
Steve	Morley	Air Na Creagan
Lisa	Hutchison	SMC
Harr	Birkbeck	Milngavie MC