



The Mountaineering Council of Scotland

The Old Granary

West Mill Street

Perth PH1 5QP

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Annual General Meeting: Dunblane Hydro Hotel, 13 October 2012, 16.30

Minutes of the Meeting

These minutes were approved by members at the Annual General Meeting held on 12 October 2013.

The Chair (B. Linington, President) declared the meeting open and welcomed members (a list of individual members, and club members' representatives who registered for the meeting is in the attached Registration List). The Chair also welcomed guest A. Goulbourne of Perkins Slade Limited.

The Chair noted apologies from: M. Anderson; M. Dales; K. Howett and B. Leatherland.

- a) Roll call and appointment of Tellers: at the request of the Chair, the Company Secretary appointed J. Anderson and M. Dodds as Tellers.
- b) The approval of the Minutes of the previous Annual General Meeting (AGM): The meeting unanimously approved the proposed resolution.
- c) The receipt of the Annual Report: The Chair referred to the Annual Report published in the August edition of Scottish Mountaineer magazine and on the MCoS website on 24 July 2012. The Chair asked for any questions or comments concerning the report. There being none, the Chair then asked the Treasurer to present the Treasurer's Report.
- d) The receipt of the annual accounts and reports: The Treasurer presented the Treasurer's section of the Annual Report (referred to in c. above) including a comparison of the income and expenditure accounts for the financial years 2010-2011 and 2011-2012, together with the budget approved by the Board for 2012-13. He reported that 2011-12 had seen a strong financial year for the MCoS, which demonstrated good performance, increased income and an overall reduction in expenses. As opposed to a small deficit to budget of £2,702 in financial year 2010-11 and a larger deficit of £35,212 in 2009-10, 2011-12 resulted in a surplus of £26,365, a position which had enabled the Board to agree to provide an additional £5k towards Landscape and Access work.

He reported that steps had been taken to improve accounting practices and to provide better financial transparency to the Board and membership. Quarterly accounts now demonstrate the true cost of each activity area undertaken and the proportion of members' subscriptions that go towards them.

He presented charts demonstrating an analysis of income by source and expenditure by activity area, together with a chart demonstrating the proportion of membership income allocated to each activity area. The meeting noted differences between the total income and expenditure shown in the accounts tables and the totals shown on the respective

charts. In discussion the Treasurer confirmed that the spreadsheets showed the correct figures and promised to provide clarification of the differences in the draft minutes.

NOTE: The totals stated in the charts related to the accounts presented to the Board before adjustments had been made by the company's accountants. The totals stated in the tables included these adjustments. See endnote ⁱ.

In response to questions from members he advised the meeting that:

- the allocation of subscription income was done following the allocation of a notional overhead for each activity area which included, for example, office costs, and sportscotland income where appropriate. Income from sportscotland was a mix of investment earmarked for activities such as the mountain weather forecast and Mountain Training Scotland, investment for specifics such as coaching, and investment to support administrative costs.
- the increase of income in the budget column reflected the first year of the subscriptions increase.
- the significant increases in the 'sales & courses' line of the accounts reflected the new categorisation of the accounts and now showed the budgeted level of income and expenditure which had previously been netted off in the accounts. He promised to provide clarification of the differences in the draft minutes. See *endnote ⁱⁱ*

He advised the meeting that income from sportscotland was linked to Investment Agreement conditions, the most important of which was the achievement of membership growth targets. In response to a question, the Company Secretary stated that he felt that at this stage the target for the year to March 2013 was unlikely to be achieved and asked members for their support in urging others to join the MCoFS and support its work.

There followed a discussion during which a number of helpful suggestions regarding income generation and membership recruitment were put forward by members.

- e) The fixing of members' annual subscriptions: The Company Secretary introduced the resolution to fix members' subscriptions with effect from 1 April 2013 (the effective date) at the same levels which applied from 1 April 2012, being:

<u>Category</u>	<u>Age / Basis</u>	<u>Rate per annum</u>
Members of Clubs	18 & over	£14.25
Members of Clubs	13 to <18 years	£8.45
Members of Clubs	under 13 years	£3.50
Individual	Full	£28.55
Individual	Concession	£17.10
Individual	Youth <18 years	£13.75
Individual	Graduate	£11.24
Joint	Full	£47.75
Family	Full	£47.75
each child	< 18 years	£3.50
Associate		£65.00

The Chair asked for any comments' following which the resolution was put to the vote and approved unanimously.

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

The Chair introduced item f) stating that Under Article of Association 5.5, and in the absence of competing nominations, there are 6 directors eligible to serve and continue until the 2013 AGM without the need for a vote:

President: Brian Linington
Treasurer: Robert McMurray
Directors: Michael Anderson (Mountain Safety & Training)
Graham Boyle (People Resources)
Karin Froebel Overton (Clubs & Huts)
Ronald Payne (Landscape & Access)

The Chair stated that the Board comprises eight elected members and that there are two vacancies for which three nominations had been received:

- Stuart Fergusson, nominated by the Forfar & District Hillwalking Club
- Dave Gordon, nominated by The Ochils Mountaineering Club
- Pamela Millar, nominated by Davy Virdee

The Chair stated that prior to the AGM Stuart Fergusson had withdrawn his nomination and as a result there is no requirement for an election.

Pamela Millar and Dave Gordon then addressed the meeting and discussed their personal backgrounds and reasons for volunteering, following which their election to the Board was confirmed by the meeting.

The chair then advised the meeting that as no business was tabled for items g) and h) that formal business of the AGM was essentially concluded. However, he wanted to advise members that the Board is considering putting two resolutions to an EGM in 2013:

- An increase in the number of directors
- Revisions to the Child Protection Policy required due to the introduction of the Protecting Vulnerable Groups scheme.

NOTE: Clarification by Company Secretary - this policy may be reviewed at an AGM

He confirmed that prior to any decision to bring such resolutions full details will be made available to members, including the Clubs Advisory Group.

The President then declared the formal business of the AGM closed but recorded the thanks of the MCofS Board to the following:

- Club and Individual Members for their continued support
- All volunteers who work with and for MCofS, including elected members, those working on advisory and working groups, those who work on our kids competitions and events, those who have offered advice and the many who have contributed to the work of the MCofS in the last year
- sportscotland for their continued investment in Scottish mountaineering, and particularly Lorna Callan our Partnership Manager
- The BMC for grant support for our landscape and access work, and their support for the Manifesto on Onshore Wind Farms
- The Scottish Mountaineering Trust for grant support for our landscape and access work, REALrock events and the Course for the Visually Impaired
- Glenmore Lodge for their support for our mountain safety and other initiatives

- The mountain instructors who have made our programme of mountain safety events and lectures possible
- Members of the Scottish Climbing Wall Network for their support for climbing competitions and events
- Other sponsors and supporters including Silva, Buff, Tiso and the Interactive Design Institute for their support for Children's Climbing Events
- Many others who have made voluntary donations during the year
- The staff and officers of the MCofS

There being no further business, the Chair closed the meeting.

David Gibson
Company Secretary
The Mountaineering Council of Scotland
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West Mill Street
Perth
PH1 5QP

AGM 2012 – Registration List

Graham Boyle, IM and MCofS Board Member
Fraser Brown, Westerinch Mountaineering Club
Karin Froebel Overton, Ladies Scottish Climb Club and MCofS Board Member
Kevin Tolmie, Glenrothes Hillwalkers Club
George Smart, Grampian Club
Jane Clark, Blairgowrie & District Hillwalking Club
Dave Gordon, Ochils Mountaineering Club
Pamela Millar, AMI Scotland
P Pearson, Edinburgh Ski Touring Club
Robert McMurray, Braes O’Fife Mountaineering Club and MCofS Board Member
Jeremy Edwards, XXL Hillwalking Club
Brian Rendall, An Teallach Mountaineering Club
David Sadler, Ochils Mountaineering Club
W Park, IM
J Ingram, Carn Dearg Mountaineering Club
John Irving, Forth Valley Mountaineering Club
John Leftley, IM
Ron Payne, Perth Mountaineering Club and MCofS Board Member
Brent McGregor, Edinburgh Ski Touring Club
John Donohoe, IM
David Foster, Glasgow Glenmore Club
Ken Thomson, IM/Cairngorm Club
Alf Barnard, Grampian Club
Brian Shackleton, Scottish Mountaineering Club
Anne Morrison, Ferranti Mountaineering Club
Alfie Ingram, MRCofS
Evan Roberts, Aberdeen Mountaineering Club
Peter Willimott, Kirkintilloch Mountaineering Club
Morag Dodds, Grampian Club
Jane Anderson, MCofS
Heather Morning, MCofS
Andrea Partridge, MCofS
David Gibson, MCofS
Brian Linington, Chair/IM and MCofS Board Member

Endnotes i and ii :

i

Explanation of differences between accounts tables and charts in Treasurer's Report

Board papers MarV2 used for charts

Income	384,242
Expenses	357,697
Surplus	<u>26,545</u>

Statutory accounts prepared by accountants

Surplus reduced by £181 for corporation tax	
Surplus	
Per Board papers	26,545
Corporation tax adj	181
Adjusted surplus	<u>26,364</u>

The magazine report was prepared in the format consistent with previous years

It was different from board paper for corporation tax adjustment and sports development costs

and stock adjustment shown as cost of sales and netted off against income

Income

Per board papers	384,242
Sports development costs	(8,345)
Stock adjustment	(1,393)
Total income	<u>374,504</u>

Expenses

Per board papers	357,697
Sports development costs	(8,345)
Stock adjustment	(1,393)
Corporation tax	181
Total expenses	<u>348,140</u>

SALES & COURSES AND COST OF SALES

	Budget 2013	Actual 2012	Difference
Sales & courses	24,936	5,205	
Cost of sales	(36,664)	(9,738)	
	<u>(11,728)</u>	<u>(4,533)</u>	<u>(7,195)</u>
Sales & Courses			
Mountain safety	23,636	3,669	
Sales	1,300	1,536	
	<u>24,936</u>	<u>5,205</u>	
Cost of Sales			
Mountain safety - venues	13,856	0	
Mountain safety - staff	6,678	0	
Sports Devt (excl bursary)	12,130	8,346	
BMC for GB team support	4,000	0	
Stock adjustment	0	1,392	
	<u>36,664</u>	<u>9,738</u>	
Mountain safety - net	3,102	3,669	(567)
Sports Devt	(16,130)	(8,346)	(7,784)
Sales	1,300	1,536	(236)
Stock adjustment	0	(1,392)	1,392
	<u>(11,728)</u>	<u>(4,533)</u>	<u>(7,195)</u>

Sports Devt

£4k to BMC for GB team support

£5k to MLT for UK coaching contribution not included last year