

Minutes of the Annual General Meeting of the Mountaineering Council of Scotland held at The McDiarmid Park Conference Centre, St Johnstone Football Club, Crieff Road, Perth PH1 2SJ on Sunday 17th June 16.00hrs.

Conclusion of Unincorporated MCofS

Present:

John MacKenzie (SMC)
Beryl Leatherland (Edinburgh JMCS)
Chris Townsend (IM)
Brenda Clough (Perth MC)
Mary Webster (Ladies Scottish CC)
John Irving (Forth Valley MC)
Susan Malcolm (IM)
Ron Payne (Perth MC)
Derek Edge (IM)
Brian Shackleton (SMC)
John Leftley (IM)
David Gibson (The Grampian Club)
Vaughan Hammond (Oban MC)
John Donohoe (Glasgow Glenmore Club)
Peter Willimott (IM)
Joy Ingram (Carn Dearg MC)
Alfie Ingram (Mountain Rescue Committee of Scotland)
Nick Halls (IM)
Martin Middleton (IM)
Brian Linington (IM)
Heather Willimott (Kirkintilloch MC)
Eve Austin (Visitor)
Susan Jensen (Edinburgh JMCS)
Duncan Gray (IM)
Ken Thomson (Cairngorm Club)
Mike Newbury (IM)
Donald Thomas (Aberdeen MC)
George Smart (The Grampian Club)
Martin Menzies (IM)
Paul Russell (IM)
John Allen (IM)
Stuart Garland (Mountaineering Council of Ireland)
Anne Morrison (Ferranti MC)
Brian Miller (IM)
Ruth Payne (Cairngorm Club)
Richard Doubleday (Perkins Slade)
Jennifer Purves-Smith (IM)
Bill Park (IM)
Jane Anderson (MCofS)
Denise Logan (MCofS)

1. Welcome

John Mackenzie (chair) announced that apologies had been received from:

Steven Long MLTUK
Allen Fyffe MLTS
Mike Raine BMC Cymru Wales
Dave Turnbull BMC
John Wylie
Richard Spencer

He welcomed all including the guests:

Stuart Garland MCI
Richard Doubleday of Perkins Slade

2. Adoption of Minutes of AGM 2006

Three amendments/corrections had been submitted by the Cairngorm Club. These were:

- i. Under item 7 Election to the Executive the request to change the order of the agenda was made by Richard Shirreffs not by Ian Bryce.
- ii. It was noted that Ian Bryce was concerned that he had not been clearly advised, following repeated e-mail requests, what policies had been approved at previous AGMs of the MCofS. After discussions Kevin Howett of the MCofS said that three policies, including the Child Protection Policy, had not been approved at a MCofS AGM.
- iii. Allan Grossett, solicitor at sportscotland, agreed you do not ask a lawyer to write the memorandum and articles without telling him what you want said. He noted the draft memorandum and articles had been produced before the membership had been consulted.

The adoption of the minutes, subject to these amendments, was proposed by Derek Edge and seconded by John Donohoe and accepted unanimously.

3. Adoption of minutes of SGM 2007

The adoption of the minutes as tabled was proposed by Donald Thomas and seconded by Brian Linington and accepted unanimously.

4. Annual Report for 2006/2007

The annual report as circulated was accepted by the meeting.

5. Presentation of 2006/2007 Accounts

The Hon Treasurer, Derek Edge (DE), explained that the figures tabled in the Scottish Mountaineer were draft figures for 11 months to 28th February. The yearly figures were with the auditors but no major changes were anticipated. There was ongoing work in transferring the assets to the new 'incorporated' MCofS.

DE acknowledged the grants received during the year from *sportscotland* for the mountain safety budget and general admin support, and Scottish Natural Heritage and the Scottish Mountaineering Trust for funding access and conservation work. In addition, he acknowledged the generous grant made by the British Mountaineering Council of £20k, spread over the next two years, to support the work of the A&C committee and its officer. He also acknowledged the donation from the Mill Cottage Trust towards mountain safety.

DE drew attention to a number of points including:

- i. Civil Liability Insurance costs will be increasing
- ii. In comparing salaries costs with previous years account needs to be taken of the appointment of the Access & Conservation Officer and the Senior Officer.
- iii. There will be future costs for IT and Web work
- iv. With the incorporation of MCofS anticipate an increase in audit expenses
- v. The position regarding Capital Gains Tax on the Alex MacIntyre Memorial Hut awaits clarification.

Ken Thomson (Cairngorm Club) asked about professional fees. DE explained these included the costs for the Senior Officer. KT suggested that these be itemised separately in future. He also pointed out that the wording in the draft accounts for the Mill Cottage Trust should read "Excess of Income over Expenditure" and this was accepted.

6. Conclusion

John Mackenzie closed the meeting by announcing the winding up of the unincorporated MCofS and opened the AGM of the Incorporated MCofS.

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Scotland held at The McDiarmid Park Conference Centre, St Johnstone
Football Club, Crieff Road, Perth PH1 2SJ on Sunday 17th June**

Incorporated MCofS

1 Welcome

John MacKenzie opened the meeting immediately following the conclusion of the AGM of the unincorporated MCofS.

2. Information Item.

Derek Edge (DE) explained that the Mountaineering Council of Scotland Limited had been incorporated since May 2nd but June 17th would be the first trading day of the new company. The assets of the unincorporated MCofS would be transferred to the new company from 17th June. However because of factors such as capital gains tax the opening balance of the new company could differ to that of the closing balance of the old MCofS. The figures would be publicised on the web site as soon as they became available.

3. Appointment of Accountant.

DE explained that Alan Gardiner from Aberdeen was the current auditor and we have been well served by him. Incorporation brought with it additional financial reporting requirements and it could be more convenient to appoint an accountant in closer proximity to the Perth office. The meeting authorised the new board to make the appointment they considered appropriate.

4. Subscriptions

DE recommended that the subscriptions remain unchanged (from the unincorporated MCofS). This was proposed by Beryl Leatherland and seconded by Brian Linington and passed unanimously.

5. Election to Board and Executive

The following were elected unopposed:

Chris Townsend – President;

John Irving - Treasurer;

Brenda Clough, Richard Spencer and Martin Middleton were elected and joined Mary Webster as Vice Presidents.

John Leftley, Brian Linington, Bill Park, Ron Payne, Paul Russell, George Smart and John Wylie were elected, and joined Susan Jensen and Peter Willimott as members of the Executive.

John Mackenzie then handed the chair to the new President, Chris Townsend.

6. Honorary Members

Presentations were made to two honorary members of MCofS, Mike Newbury and Duncan Gray. John Mackenzie gave a citation about Mike Newbury, a long time volunteer with the A&C Committee. John Leftley then gave a short presentation about MCofS webmaster Duncan Gray. The speakers presented commemorative certificates to Mike and Duncan. John Mackenzie also expressed the thanks of the Council to Nick Halls, whose post as Hon. Secretary no longer exists in the new organisation.

7. Date and Place of 2008 AGM.

A long discussion then followed concerning the date and venue of the next AGM. There were suggestions that the venue be moved around. Others were of the view that Glenmore Lodge gave a focus for the event. Discussion continued on whether to hold a separate AGM or revert to linking it to a gathering with activities, which would potentially attract a larger attendance. David Gibson pointed out that the cost of the event must be considered.

There was support for the idea of moving the event to the autumn, and it was explained that the Articles of Association required that an AGM had to be held within 15 months of the previous AGM.

After a show of hands it was decided that the next AGM will be held in early September 2008. The venue will be decided after further consultation with the membership, consideration on whether or not to hold a gathering, and will be dependant on availability of venues.

8. Conclusion

At the close of the meeting, the President, Chris Townsend, asked the meeting to recognise the hard work and contribution made by the retiring President John Mackenzie, who commented that it had been 'good fun'!

Chris also wishes to express his thanks, and those of the current Board and Executive, to the retiring Office Bearers:

- Hon. Treasurer Derek Edge for putting our accounting procedures into the twenty-first century and dealing with the incorporation changes
- Beryl Leatherland who worked unstintingly as the Chair of the Access and Conservation Committee, picking up a great many extra tasks during the period when we had no officer.
- Susan Jensen who put in considerable effort during her year with the Sports Development Committee
- Nick Halls who has been a tower of strength during his years as Hon Secretary
- As usual we also thank all other volunteers for their quiet but effective help over the last year