



Minutes of SOA AGM held at the Castleton Hall, Braemar on 2nd June 2012 at 6.00pm

Present: Donald Grassie (chair), Hilary Quick (minutes), Ian McIntyre, Roger Scrutton, Colin Matheson, Ian Pyrah, Eleanor Pyrah, Simon Firth, Jim Clark, Janet Clark, Mel Perry, Theresa Perry, Anne Hickling, Lynne Walker, Paul Frost, Mike Rodgers, Andy Paterson, Claire Macpherson, Andrew Macpherson, Oonagh Grassie, Duncan Grassie, Robert Philp, Jane McQuillen, Dave McQuillen, Sheila Strain, Robin Strain, Caroline McCarthy, Bill McCarthy, David Summers

In Attendance: Malcolm Dingwall-Smith, **sportscotland**

Apologies: Terry O'Brien, John Colls, Dick & Trish Carmichael, Kate Robertson, Ian & Diana Turner, Adam Hunter, Phil Smithard, Gareth Bryan-Jones, Derek McNeill

ITEM	TITLE AND DISCUSSION ITEMS
1.	<p>Apologies</p> <p>Apologies were received from those named above (proxy voters are also listed as apologies).</p>
2.	<p>Approval of the Minutes of the 2011 AGM</p> <p>The Minutes of the 2011 AGM were approved.</p>
3.	<p>Annual Reports of Association Activities 2011-2012</p> <p>Donald Grassie stated that the reports would be as published in the AGM booklet. Any highlights and matters that have arisen since that time will be presented. (It was noted that reports included items from early 2012 as well as all of 2011.)</p> <p>i. President's Report – Donald Grassie</p> <p>Donald reported that orienteering is currently in a strong position with great prospects, and financial support from Event Scotland, sportScotland and other sponsors. Moravian had recently obtained a grant from Awards for All, membership is up 4% on last year, and the sport was being noticed at the highest political level. Stepping down as President, Donald thanked professional officers past and present, Board members past and present, club stalwarts, and his wife Oonagh, all of whom had supported him in various ways.</p> <p>President's Medal – Donald Grassie announced that he was awarding this to Claire Ward, for outstanding recent achievements at international level, despite a serious road accident in 1998, and whilst also working full time and raising 2 children.</p> <p>ii. Reports from Directors</p> <p>a. Operations – Terry O'Brien (presented by Donald Grassie)</p> <ul style="list-style-type: none"> - Scotland had successfully hosted a series of large events, requiring significant effort from clubs. <p>b. Development – Roger Scrutton</p> <ul style="list-style-type: none"> - Roger congratulated MAROC on winning BOF Club of the Year for 2011, keeping up a good recent record by Scottish clubs. - The objectives of the SOA Club Development Fund might be reviewed; more applications would be welcomed. - Local participation will continue to be important, with small local series attracting high participation levels and many new members.

- The Club Development Conference on 26 May had included several references to stresses on the volunteer workforce. Although the high workload will continue with Moray 2013 followed by WOC and the 6 Day Event in 2015, English clubs will be the primary source of volunteers for WOC.
- Regional Development Officers for Grampian had been appointed – Mike Rodgers (Moray) and Jess Halliday (Aberdeen shire and city).
- Roger emphasised the importance of coaching especially in regular club sessions.
- Reports from Coaching Coordinator (Lynne Walker) and Development Officer (Hilary Quick) required no elaboration.

c. Performance

- Despite several approaches, no-one had taken on this role

d. Partnership – Claire Macpherson co-opted

- Report available online, including input from Ian Pyrah, who had continued as Partnership Coordinator for part of the year.

e. Marketing & Communication – Andy Paterson co-opted

- Nothing to report for 2011.
- Thanks were expressed to Doug Tullie and Paul Frost for their continued high level of work on “Score” and the website respectively.

f. Professional Officer – Colin Matheson

- Colin expressed the hope that his recent high level of involvement on major events would now ease off for a while, though involvement in Moray 2013 and WOC2015 would continue.
- The draft FCS Access Agreement is now receiving attention;
- Colin thanked Hilary Quick for taking on responsibility for Child Protection.
- Colin also thanked the many volunteers, particularly within the 6 Day Company.

g. Treasurer – Ian McIntyre

- Ian drew attention to two main aspects: the 2011 accounts and the 4-year forward plan completed in 2011.
- Because of the delay in filling the RDO post(s), income was up £10k this year. The Development Fund is ring-fenced; in 2011 applications totaling only £440 were received against £5k budget. £3k is available for 2012.
- The SOA is grateful to sportScotland for increased funding in 2012, despite the difficult environment and the focus on Commonwealth Games. Continued funding for the next 4 years has been agreed, conditional on membership growth.
- Much of the 6 Day Event income went towards the Professional Officer’s salary; any change in levy consequent upon BOF levy changes might affect that.
- Income from the JK is likely to be more than expected; the Board will discuss how to spend it at the June meeting. The move to charity status is having a significant impact; already it has helped Scotjogs to get sponsorship from Apache.
- The 4 year plan showed significant expense between now and 2014, much of it on the RDOs. Current reserves at £110k will be reduced to £50k by 2015, in a measured fashion. Planned items will be covered; the Board will discuss other items individually. Mapping and Development will take priority; performance is not funded.
- Rab Philp asked what will happen after 2015. Ian commented that if the RDO posts are successful, funding will continue. Charitable status might open up other options. It might be necessary to reduce the funding of the Scotjogs foreign tour.
- CM and RS had applied to BOF for money to map areas to replace some lost to WOC embargoes. The application purely for mapping had not been successful.

iii. Scottish Orienteering Six Day Event Co Ltd Report – Anne Hickling

Anne thanked the Central Organising Committee, led by Ross Lilley, for a fabulous event in 2011. Ross has now joined the 6 Day Company Board, along with Kenny Milton and Colin Eades.

Anne expressed the hope that 2015 should be successful for Scotland and the 6 Day beyond then. Detail was still to be agreed, but the 6 Day Event would be manned as usual, WOC “foot soldiers”

	<p>would be drawn from the rest of Great Britain, though it is good to have Scottish representatives on the Organising Committee.</p> <p>Oban 2011 won the Regional Award for Visit Scotland's Best Sporting Event for Central and Southwest Scotland, and would go on to the national final (won in 2009 by the Tay 6 Day Event). Anne gladly accepted the trophy from Lynne Walker, who had represented the event at a recent ceremony.</p>
<p>4.</p>	<p>Proposals</p> <p>In the AGM booklet the following was proposed:</p> <ul style="list-style-type: none"> - PROPOSAL 1: Becoming a registered charity - The proposal is that the company agrees to SOA becoming a registered charity. <p>Roger Scrutton explained that charitable status would open funding opportunities for Scotjos and SOA more generally. It would cause no complications in SOA's relationship with BOF; they have a charitable arm for performance funding. OSCR have already confirmed that SOA meet the requirements, assuming the AGM approves the proposed amendments to Memorandum and Articles.</p> <p>This proposal was carried unanimously.</p> <ul style="list-style-type: none"> - PROPOSAL 2: Changes to Memorandum and Articles - The proposal is that the Company adopts as its Memorandum of Association and Articles of Association the documents given in the AGM booklet. <p>Amendments were required in order to gain charitable status, and because of changes to the Companies Act. Because the required 6 weeks' notice had not been given, members would have a further 4 weeks to raise questions and concerns. One mistake already noted was the inadvertent removal of proxy voting (8.8); this error would be corrected. The question had also been asked whether it was mandatory to appoint an auditor; this is not required – accounts must simply be submitted to Companies House, having been independently examined (Kevin Reynard had already agreed to continue in this role and this was approved by those present). Subject to this correction and the additional time to respond, members present approved the proposal.</p> <p>[Note added 31/7/12: no objections to the revisions to the Memorandum and Articles were received after the further 4 weeks.]</p> <ul style="list-style-type: none"> - PROPOSAL 3: Change in Byelaws - No changes to the Bye-laws from January 2012 are proposed.
<p>5.</p>	<p>Discussion of Membership & Levy Changes</p> <p>Roger Scrutton explained that as BOF have simplified their membership structure and changed the structure and rates for levies, SOA would need to decide how to structure their own. This open discussion was intended to give the SOA Board an indication of members' views so they (the Board) could then formulate 1 or 2 proposals which would be put to an Extraordinary General Meeting later this year.</p> <p>BOF membership fees will be £5 for seniors, £2 for juniors. Family and Group membership would be removed and there will be no free first year. The distinction between National and Local membership will also be removed.</p> <p>Current SOA rates are £9 for seniors, £3 for junior and £14 for a family. SOA currently gains income of approximately £7200 per year from membership fees; a change to £5/£2 (ie. same as BOF) would reduce this to approximately £6000. SOA currently experiences "churn" of approximately 15% on members who do not re-join after the free first year.</p> <p>Local BOF membership is currently free for juniors, so they will pay a little more under the new scheme. Families will also pay more. National senior members will pay less overall.</p>

	<p>Dave McQuillen pointed out that many families comprise 2 regular participants and 2 who participate less frequently, and usually only locally. These less committed people would be lost as members. This was acknowledged and is one of the many factors that must be taken into consideration.</p> <p>David Summers asked whether SOA-only membership would be available; BOF have assured us that they could administer Association/Club only membership (though there was some scepticism amongst those present as to whether this would materialise.)</p> <p>Roger Scrutton reported that there is a high level of interest in joining clubs and/or SOA; the sense of belonging was important.</p> <p>Malcolm Dingwall-Smith advised that sportScotland count individual BOF member names when assessing membership levels; non-orienteeing family members distort the picture.</p> <p>It was noted that SOA risked losing members if the fully “granular” option of club-only membership was available. This would also return significant administrative workload to clubs. Benefits of SOA membership must be made clear, and participants should be encouraged to understand the important role of SOA in governing the sport.</p> <p>It was noted that although club-only membership has not been permitted by BOF (except as second club) for several years, many clubs do have such schemes.</p> <p>Ian McIntyre pointed out that if SOA made the same changes as BOF, income would reduce by approximately £1000. Decisions had to be based on calculations that also included consideration of levies, as it was essential to balance the books.</p> <p>SOA currently charges levies only on events with an entry fee of £8 or more (largely SOLs and Scottish Championships). It was acknowledged that local events are popular because they involved less travel; entry fees of £4/2 (senior/junior) (£5 for senior non-members) would allow levies to be covered. A small SOA levy of 20-30p, alongside £1 BOF levy, was not expected to be unacceptable.</p> <p>Consideration would be given to the idea of setting the levy by event level rather than by entry fee (BOF levy could nudge entry fee to current SOA £8 cutoff); there is widespread agreement with the idea of applying levy to events at levels A to C, but not D.</p> <p>The Board will produce a proposal and call an EGM.</p>
<p>6.</p>	<p>Election of Officers</p> <p>Donald Grassie was standing down as <u>President</u>; Roger Scrutton had been nominated and there were no other nominations. Roger Scrutton was elected unanimously.</p> <p>Claire Macpherson had been co-opted as <u>Partnership Director</u> during the year and had now been formally nominated to that role; there were no other nominations and Claire Macpherson was elected unanimously.</p> <p>Andy Paterson had been co-opted as <u>Marketing & Communications Director</u> during the year and had now been formally nominated to that role; there were no other nominations and Andy Paterson was elected unanimously.</p> <p>No nominations had been received for the role of <u>Performance Director</u>. It was hoped that a suitable person could be found to represent elite orienteers.</p> <p>With Roger Scrutton’s election as President, the role of <u>Development Director</u> was now vacant. Nominations or offers are invited.</p> <p>Roger Scrutton presented Donald Grassie with a framed picture, thanking him for his contribution to the Board over approximately 10 years.</p>
<p>-</p>	<p>Roger Scrutton closed the meeting, thanking all for attending and contributing to discussions.</p>