

**Minutes of SOA AGM 2018
held at Dyke & District Village Hall,
on Saturday 26th May 2018**



Present: Roger Scrutton (Chair), Anne Hickling, Rob Hickling, Colin Matheson, Mike Rodgers, Sarah McAdam, Hilary Quick, Terry O'Brien, Gerry Thomson, Sally Lindsay, Rona Lindsay, Crawford Lindsay, Phil Smithard, Chris Smithard, Stephen Moffat, Keith Roberts, David Henderson, Fiona Keir, Dave McQuillen, Jane McQuillen, David Sloan, Anne Hoy, Eleanor Pyrah, Ian Pyrah, Nick Barr, Ali Wiseman, Calum McLeod, Alan Halliday, Pauline McAdam (minutes).

Apologies: Liz Fraser, Paul Caban, Marsela McLeod, Sarah Hobbs, Janet Clark, Lynne Walker, Sarah Dunn, Claire Macpherson and family, Jon Musgrave, Dave Kershaw, Kirsteen Kershaw, Richard Oxlade, Ann Thom, Graham Gristwood, Ken Daly, Simon Firth, Kevin Holliday, Rupert Hornby.

Roger Scrutton welcomed those present.

ITEM	TITLE AND DISCUSSION ITEMS
1.	Apologies Apologies were received from those named above.
2.	Approval of the Minutes of (i) the AGM, May 2017 and (ii) EGM, Sept 2017 The Minutes of the 2017 AGM and the EGM were approved.
3.	Annual Reports of Association Activities Reports cover the period post 2017 AGM and the first part of 2018. Directors and staff were asked to present their highlights for the year in 3 bullet points. These are available in the AGM Booklet. The following report from Partnership Director, Claire Macpherson, was provided at the meeting and delivered by Roger. (See Appendix) As this was his final AGM as President, Roger expressed thanks on behalf of SOA to all volunteers pointing out that half of the membership volunteered at the 2017 6-Days. He also thanked the staff and, in particular, recognised the work of the Chief Operating Officer Fiona Keir who, since assuming the post at the start of January 2018, has taken up the role very quickly.
4.	Approval of Accounts and Fees for 2019 No accounts were presented at the meeting. Roger assured members that following Ian McIntyre's retirement from the Board in 2017 he helped to ensure that all accounts were approved, signed off and submitted to Companies House on time. David Henderson, who took over as Finance Director at the 2017 AGM has encountered some difficulty adapting Ian's systems. An EGM will be needed to approve this year's accounts. Roger explained the rationale behind the proposal to increase membership fees and levies. After a short debate, Phil Smithard proposed that the vote on the proposal be delayed until after the accounts are available. This was seconded by Hilary Quick and supported on a show of hands by a majority of those present.
5.	Scottish orienteering 6-Day Report This was included in the AGM booklet. In addition, Roger referred to the 6-Day Company's lead role in the SOA's current bid to hold the WOC (Sprint format) in 2022. Colin Matheson acknowledged that the new directorship at BOF has also been very supportive of the bid.

6.	<p>Proposed Change to the Articles of Association</p> <p>Roger explained that the proposed change was to bring the SOA Board in line with best practice followed by BOF and Scottish Sports Governing Bodies.</p>
7.	<p>Proposals</p> <p>Reinstatement of Scottish Score Championships In 2017 a vote was taken to discontinue the Score Championships. The fact that most of the membership failed to notice this proposal in the AGM booklet led to this being passed by only one vote. This was generally considered to be unrepresentative of the membership. Roger pointed out that attendance at the event had been quite healthy with 150+ attending in 2017. However, it was pointed out that most of these came from the host club and that only 26 people travelled from the other regions and travelling conditions had been very difficult. It was confirmed that the Score event would be included in the outstanding competitions review.</p> <p>Introduction of New Membership Categories Two new membership categories are proposed: Teacher/Scout leader and 4people at the same address. Fiona Keir explained the rationale behind these proposed categories. There was a question about why only Scout Leader and not Youth Leader. It was explained that the membership is to be offered to those attending the courses offered at the National Centre and to date these have been teachers and Scout Leaders. The offer would cover other Youth Leaders who attend the course.</p> <p>Honorary Lifetime Membership be granted to (i) Mike Rodgers (ii) Roger Scrutton (i) Roger gave a short explanation of the citation for this given in the AGM booklet. (ii) Fiona Keir spoke briefly explaining the citation supporting this proposal</p> <p>At this point Anne Hickling presented Roger with a Distinguished Service Award in recognition of all of the work that he has done on the SOA Board for the past 9 years.</p>
8.	<p>Elections to the Board of Directors</p> <p>Roger explained that no nominations had been received for the posts of President and Chair. In this situation members can be co-opted and so an agreement had been reached with Strategy Director: Richard Oxlade and Development Director: Anne Hickling to cover these roles meantime. Richard will be acting President and Anne will be acting Chair. Nominations had been received for the other 4 posts. Nominee for Equality and Diversity Director: Stephen Moffatt introduced himself and spoke about his work with Scottish Triathlon. Colin Matheson proposed a vote of thanks to all those retiring from the Board. Rob Hickling seconded this and made special mention of Terry O'Brien with whom he had worked closely for several years. All present were in agreement.</p>
9.	<p>Appointment of Auditor</p> <p>Financial Director, David Henderson had already approached Brian Miller regarding auditing the SOA accounts and recommended him to the membership. A majority voted to approve this.</p>

At this point there was a break to allow those present to vote. The decision had been taken that voting would not be by a show of hands but that everyone would vote using the Proxy Voting Form. Votes also needed to be counted. During the break Roger presented the President's Medal to EUOC in recognition that 2018 marked the 10th Anniversary of their Big Weekend initiative which has, over the years, grown in popularity and content with increasing numbers now competing over 3 days of events. The medal was accepted by Calum McLeod.

Results of Voting

No		For	Against	Abstain	Total
1	Proposal for increase in fees (Ref: Appendix 1)	17	4	105	126
2	Proposal: Changes to Articles of Association (Ref: Appendix 2)	36	1	89	126
3	Proposal: Scottish Score Championships to be reinstated (Ref: Appendix 3)	117	8	1	126
4	Proposal for New membership option: Teacher/Scout Leader (Ref: Appendix 4)	39	1	86	126
5	Proposal for New membership option: 4 person at one address (Ref: Appendix 4)	27	4	95	126
6	Proposal for Lifetime Membership : Mike Rodgers (Ref: Appendix 5)	41	3	82	126
7	Proposal for Lifetime Membership : Roger Scrutton (Ref: Appendix 5)	48	2	76	126
8	That Stephen Moffatt be formally appointed as Equality & Diversity Director (Ref: Appendix 6)	40	0	86	126
9	That Nick Barr be formally appointed as Communications Director (Ref: Appendix 6)	40	0	86	126
10	That Graham Gristwood be formally appointed as Performance Director (Ref: Appendix 6)	46	0	80	126
11	That Keith Roberts be formally appointed as Operations Director (Ref: Appendix 6)	40	0	86	126

All proposals and appointments, apart from proposal 1 (see Item 4 above), were passed.

Roger closed the meeting and thanked everyone for attending.

Appendix Report from Partnership Director – Claire Macpherson

- Following a successful SOA only membership pilot this was rolled out across all Scottish clubs and has proved a popular choice so far this year, with an encouraging uptake which will hopefully allow us to meet our membership targets set by SportsScotland. SOA membership statistics have suffered every time British Orienteering has recently changed membership fees and with BO raising membership fees once again next year, an SOA only membership will hopefully buck this trend.
- Once again I would remind SOA members to sign up to Gift Aid. There is a form embedded in the SOA website under 'Charity Info' and SOA members can sign up in the online membership process. A claim of £3,338 was made this year with the funds being returned to the clubs whose members have signed up. Higher and additional rate taxpayers should remember that they can claim additional tax relief through their self assessment tax return.
- Finally, this past year marked my 6th and last year as Partnership Director. The SOA has seen significant changes in this time, including becoming a Scottish charity and a large increase in governance and compliance. Change is necessary to ensure continued funding from SportsScotland and meeting charity and company law requirements and the SOA staff and the volunteers on the board all do a tremendous job in running the operation. My thanks to all for their support during my time as Partnership Director.