

The SOC Scotland's Bird Club



82nd SOC Annual General Meeting 17:15, 27th October 2018 Macdonald Aviemore Resort, Aviemore

*SOC Scottish Charity Number: SC 009859
A Scottish Charitable Incorporated Organisation*

- 1 Present** James Main (President), Jeremy Wilson (Vice-President), David Heeley (Hon. Secretary), Andrew Thorpe (Hon. Treasurer), c66 Members.
- 2 Apologies for absence** Apologies were received from David Atkins, David Clugston, Janet Crummy, Angela Hissett, Roger Hissett, Mark Holling, David Jenkins, Margaret Jenkins, Ian Wallace, Wendy Wallace and Richard Wildash.
- 3 Minutes of the 81st AGM, 21st October 2017** The Minutes for meeting 21st October 2017 were approved subject to a minor correction. There were no matters arising.
Adoption of the Minutes:
Proposed: Joan Wilcox
Seconded: Peter Gordon
Approved without dissent.
- 4 Annual Report 2017-2018** The Chair, James Main (JM) presented the Annual Report for the period 2017 – 2018. He noted the comprehensive range of activities at both Branch and central levels which had marked another successful and enjoyable year for all. The Club continued to be in a sound financial condition which had enabled a number of new appointments to be made at HQ. JM offered thanks to all contributors to the Report and to the staff at HQ for co-ordinating its production. The report was adopted with minor corrections.
Adoption of the Annual Report
Proposed: Doreen Main
Seconded: Elizabeth Irwin
Approved without dissent.

**5 Annual
Accounts
2017 -2018**

The Treasurer, Andy Thorpe (AT) presented the Annual Accounts. He drew the AGM's attention to the fact that they had been signed off by the Independent Financial Examiner (Sandy Scotland) and would be submitted as a legal requirement of SOC as a charity to OSCR. He noted that the 200 Club had been wound up with a closing balance of c£1.6k. The 200Club had been a financial success and had contributed several tens of thousands of pounds to SOC over the years. Although there had been a modest increase in the subscription with a resulting drop in the number of members, the overall income from this source had actually increased by some £7k. The commission from sales of artwork had risen by 50%, and income from legacies stood at £35k for the year. He pointed out that it was important for members to realise that these three sources accounted for nearly one half of all income. Expenditure on staff matters had increased due to role re-evaluations and upgrading of pay. The rebuilding of the Club website had proved extremely successful, and there had been professional fees to be settled for this work of some £15k. Revaluation of some of the Club's investments had been influenced by the volatility of the market valuation. Overall the accounts showed a deficit of £26k for the year compared with a £50k surplus for 2016-2017. This figure was heavily influenced by the investment revaluation. AT concluded that the Club was in sound financial position, holding good balances in its accounts and in liquid investments.

On the matter of the ethical status of the investment portfolio, AT drew the AGM's attention to the annual discussion of this issue that he has with the investment managers, Brewin Dolphin. In general they operated an overarching ethical policy for their clients who were charities, but that it was not feasible to obtain very fine-grained detail.

Adoption of the Accounts:

Proposed: Chris Wernham

Seconded: Alastair Whitelaw

Approved without dissent.

**6 Amendments to
the
Constitution**

The Chair presented a paper that had been circulated to members, outlining amendments to the Constitution that would enable a restructuring of the governance of the Club. The proposals had arisen from an extensive series of discussions forming part of a broader strategic review of SOC that was being conducted by Council. Specifically, the amendments would allow the appointment of two Vice-presidents with responsibility for Management and Infrastructure, and Birding and Science respectively, a change in the role of the President, and written remits for all three. The Chair noted that this was considerable step forward for the Club and welcomed the proposals which had the approval and unqualified support of Council.

In response to a comment from the floor, the Secretary (David Heeley) offered apologies for the clumsy titling of the paper as "Temporary Amendments", indicating that the "Temporary" part of the title should be struck out. He noted that the changes were intended to be permanent until such time as new proposals that would alter the amendment came forward to an AGM. A complete revision of the Constitution was in progress and would be presented to the 2019 AGM.

There were no further comments:

The Amendments to the Constitution were approved without dissent.

7 Election of Council Member

The Chair noted that the term of office of Bob McGowan as an Elected Member of Council was coming to an end. He noted Bob McGowan's contributions to the *Birds of Scotland* fund Committee, latterly his role in the Appointing Panel of Council for the President and office-bearers, and his broader contributions to Council generally. Bob McGowan had indicated that he was willing to stand for re-election. There were no further nominations.

Election of Bob McGowan as Elected Member:

Nominated: David Jardine

Seconded: Peter Gordon

Elected unopposed.

8 Election of Office-bearers

The Chair explained to the AGM that the three nominations for the reformed structure for President supported by two Vice-presidents were the result of the deliberations of an Appointing Panel of Council and were coming to the AGM for formal approval with Council's full support.

Election of Ian Bainbridge as President

Nominated: Bob McGowan

Seconded: Paul Taylor

Elected unopposed.

Election of Jeremy Wilson as Vice-president *Birding & Science*

Nominated: Chris Wernham

Seconded: David Rackham

Elected unopposed.

Election of Lesley Creamer as Vice-president *Management & Infrastructure*

Nominated: David Heeley

Seconded: Andrew Thorpe

Elected unopposed.

The incoming President, Ian Bainbridge (IB), in a brief address to the AGM indicated that he was both pleased and honoured to have been invited to take on this new role. He noted that the situation was somewhat unusual in that his predecessors had all served terms on Council as Vice-president and that therefore there was much that he had to learn. Nonetheless, he was extremely supportive of the aims and objectives of the SOC, and his analysis was that the Club was a well-managed and well-run organisation with a bright future that he looked forward to helping develop. The AGM welcomed the address with acclamation. IB then passed back to James Main to close the meeting and to continue to host the remainder of the Conference.

- 9 Election of Hon Secretary and Hon Treasurer** The Chair, James Main, informed the meeting that David Heeley had indicated that he was willing to continue serving as Secretary until AGM 2019, and that Andy Thorpe had indicated that he was willing to continue serving as Treasurer. There were no other nominations:

The continuing appointments were approved without dissent.

- 10 Appointment of the Independent Financial Examiner** The Chair noted that it was formally necessary for the Club to approve the appointment of an Independent Financial Examiner on an annual basis. The present Examiner, Sandy Scotland, had indicated that he was willing to continue in this role, and the Chair, noting his effectiveness, recommended that he be re-appointed.

Approval that Sandy Scotland continue as the Independent Financial Examiner to the Club

Proposed: Jeremy Wilson

Seconded: Andrew Thorpe

Approved without dissent.

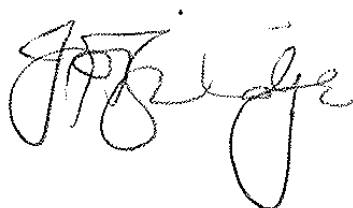
- 11 AOCB** The Chair, James Main (JM), made a brief personal address to the AGM, offering his thanks to all for the support and encouragement that he had received during his term of office as President, into which he had been precipitated earlier than expected due to his predecessor having to stand down for personal reasons. He was particularly appreciative of the efforts of all at Waterson House HQ, and also his fellow office-bearers. He concluded by complimenting the work of the Strategy Group of Council whose efforts he considered would result in a significant improvement in the ability of the Club to meet its charitable objectives and to serve its members. The AGM applauded JM's period of office.

There was no other competent business

- 10 Date and place of next meeting** The Chair announced that the next Annual General Meeting of the Club would be held on the Saturday evening of the next Annual Conference in 2019. The venue and date had yet to be confirmed.

The meeting closed at approximately 17:45.

Signed:



Date: 23rd November
2019

Ian Bainbridge, President