

## **MINUTE OF THE ANNUAL GENERAL MEETING OF THE SCOTTISH RIGHTS OF WAY AND ACCESS SOCIETY**

**Held at the Dewars Centre, Perth, on Saturday 19<sup>th</sup> November 2016 at 2pm.**

**Present:** George Menzies (Chairman), Philip Lawson (Vice President), Muriel Robertson (Vice-chair), 7 other Directors, plus 41 members and guests.

**In attendance:** Alison Riddell (Secretary and Treasurer), Eleisha Fahy (Senior Access Officer), Lynda Grant and Craig Gilbert (Access Assistants), Karen Inkster (Development Officer).

**Apologies:** Apologies were offered on behalf of Michael & Lindsay Anderson , Ann Bennet, Jean Bisset, Cameron Black, Michael Brambell, Hamish Brown, Margaret and Nick Bryant, Jim and Janet Clark, David Dixon, William Douglas, Edward Elworthy, David Gordon, Eric Gotts, Keith Griffiths and Fiona Smart, Pat Hunter, Olga McFadyen, Stephen Murray, Roy Partington, Helena Pettie, Ian Provan, Ray and Ann Rennie, William and Jean Wheeler and Ochils Mountaineering Club

The Vice-chair, Muriel Robertson, welcomed everyone to the meeting and went on to explain that as George Menzies had notified the board of his intention not to stand for re-election at the AGM, she would be chairing the meeting.

### **1. Minute of AGM 2015**

The draft minute had been posted on the Society's website and there were copies for those in attendance. There were no questions or comments. Approval of the minutes was proposed by John Pope, seconded by Richard Barron and carried unanimously.

### **2. To receive the Report of the Directors**

Chairman George Menzies presented the Directors' Report, providing an update on the Directors' Report as printed in the Annual Report circulated to all members. After mentioning several items which would appear in more detail later on the agenda, he commented on John Pope's involvement on behalf of the Society in the A9 dualling project and his own in the A96 dualling. Mention was made of the debt owed to Alistair Lawson for the many talks he had delivered on behalf of ScotWays. As the Board had recognised it was time to spread the load for this, Bob Aitken had recently given talks to two Ramblers groups, focussing on access issues and rights of way. The Chairman attends the National Access Forum and participates in the sub-committee looking at the possibility of putting core paths and vindicated rights of way on Ordnance Survey maps. The principle of doing this has the support of the NAF but there are many factors to be considered first. The chairman and several others attended the appeal at the Sheriff Appeal Court in the Drumlean case relating to locked gates on a property in Loch Lomond & Trossachs National Park. It raises a number of important points relating to the Land Reform (Scotland) Act 2003. There is a further hearing in early December before the decision will be made.

John Mackay paid tribute to the extent of John Pope's work on behalf of the Society in respect of the A9 dualling which, from a flurry of reports from the contractors involved, was clearly much appreciated.

### **3. To receive the Accounts**

A summary of the accounts had been published in the Annual Report, and full copies were available at the meeting. The Finance Committee Chair, Muriel Robertson, spoke to a number of slides providing a breakdown of the main figures in the accounts, looking at the last year's income, the pattern over recent years and the budget for the coming year. The Brown Soutar legacy is the most significant aspect of the accounts. Excluding it, the Society has made a surplus of £26,000 from its core activities.

Although a letter advising the Society of the legacy was received earlier in the year, it gave no indication of the amount involved so to receive a cheque for £250,000 on the last day of the financial year was a huge surprise. It is to be referred to as the Brown Soutar legacy as Miss Soutar left the bulk of her estate to her companion, Miss Brown, who then left a share of her estate to the Society. The Society is very grateful for this windfall, and the Directors recognise their responsibility to pause and consider how best to use it. A strategic review to identify priorities is to start in January and members will hear more in due course.

In the short term, the funding has enabled the Board to appoint a development officer for longer hours than originally anticipated – a full time rather than part time post – and to make a three year commitment to the post.

From the accounts, it can be seen that the number of searches is levelling out and there is a small decline in membership, in line with expectations. One priority for the new development officer is to increase the profile of the Society with a view to boosting membership, so it is hoped that her work will be a longer term investment. The Board will continue to monitor the level of search requests received. It is interesting to note the changing balance between those enquiries affecting rights of way and those which do not, with a slight decrease in the former but a steady increase in the latter.

Compliance with a new Statement of Recommended Practice in the format of the accounts means that they should be easier to read. Expenditure has increased a little from last year, largely due to increased staff hours. The introduction of death in service benefit and a pension scheme for the staff will impact on next year's figures.

Next year's budget is for a small surplus for the core activities but will also include the costs of the new development officer. The strategic review to identify the best use for the legacy is also likely to involve the setting up of an investment committee.

### **4. To appoint Directors standing for re-election**

Of the three directors due to retire by rotation, two of them were willing to stand for re-election, the chairman having notified his intention to stand down.

Eric Gotts' appointment was proposed by Jo Doake, seconded by Bob Aitken and carried unanimously.

Peter Wood's appointment was proposed by Peter Mackay, seconded by Richard Doake and carried unanimously.

#### **5. To elect David Langworth as a director**

In addition, David Langworth had been appointed by the Board during the year and was now standing for election by the members for the first time. His appointment was proposed by Bruce Logan, seconded by Douglas Wright and carried unanimously.

#### **6. To elect Robert John Elliot as a director**

John Elliot was standing as director for the first time. His appointment was proposed by Peter Wood, seconded by John Mackay and carried unanimously.

#### **7. To elect Bob Aitken as a director**

Bob Aitken was standing as a director for election by the membership having been a director ex officio in his capacity as honorary vice president for some 20 years. With the proposed adoption of the new articles of association it was thought appropriate to have him appointed by the membership in order to ensure that his experience was retained as an active member of the board. His appointment was proposed by Muriel Robertson, seconded by Peter Mackay and carried unanimously.

#### **8. To appoint the Independent Examiner of the Accounts**

The Vice-chair and chair of the finance committee, Muriel Robertson, noted how helpful and efficient the accountants, Henderson Loggie, had been, both in relation to the preparation of the annual accounts and also in providing advice relating to VAT. She recommended the re-appointment of Henderson Loggie as Independent Financial Examiner of the Accounts. Their appointment was proposed by George Menzies, seconded by Bob Aitken and approved unanimously.

#### **9. Adoption of Articles of Association**

The Vice-chair explained the context for the proposed adoption of new articles of association, to comply with changes in companies legislation and with good practice. The changes came under four headings: the objects of the Society (changes to which required the prior approval of OSCAR, which had been obtained); the powers of the directors to be exercised in pursuance of the objects; clauses relating to rotation of directors; and other clauses relating to unincorporated organisations, electronic communication and the creation of honorary advisers. She finished by saying that all directors present and those who had submitted proxies were in favour of the changes and encouraging members to vote in favour.

As there were no votes against the proposal and no abstentions, adoption of the new articles was unanimous, with votes from 22 proxies and 44 in favour. The second special resolution at item 10 on the agenda was therefore not required.

## **11. Memorial to Donald Bennet**

Director David Langworth provided an update on the appeal to fund a memorial to Donald Bennet, drawing members' attention to the report in the annual report and the display on the bookstall. He explained that as the 'temporary' bridge over the Derry had survived severe flooding, it was proposed to retain it and use the appeal funds to replace the Upper Quoich footbridge which had been swept away. Any residual funds would be used to divert the footpath from Derry up the Lairig Ghru to avoid a boggy area. Memorial plaques to Donald Bennet are to be put on both bridges. The confirmed delivery date for the new bridge is the end of November, to be constructed as soon as the weather permits. The work at the Derry bridge will be carried out in due course. It was suggested that we should not be too diffident on ScotWays role in the work and tribute was paid to the work of David Dixon, David Langworth and John Pope in getting matters to this stage.

## **12. Any other competent business**

Honorary vice-president Bob Aitken paid tribute to Philip Lawson who was standing down as honorary vice-president at the AGM after some 35 years of service to the Society as a director and 6 years as honorary vice-president, referring among other things to his good judgement and field knowledge.

He also paid tribute to the retiring chairman, George Menzies, who had been a director for 15 years and chairman for 12 of those. George's legal expertise was much valued by the Society as well as those on the National Access Forum and other organisations. As the Society is keen not to lose his expertise, the possibility of appointing George as honorary vice-president has been raised but this requires prior notice to the members. It is therefore intended to propose this appointment at the AGM next year but, in the meantime, for the directors to appoint George as the first Honorary Adviser under the new articles of association.

Director John Pope then set out the background to the appointment of a development officer for the Society, the fact that this had been made easier by the improved finances, and the priorities for the role. He identified the main priorities as:

- Increasing and diversifying the membership
- Working with members, hence the recent members' survey
- Increasing the profile of the Society through new presentations
- Upgrading the recording of field activities such as signposting
- Improving liaison with local authorities, outdoor organisations and land managers

From 40 applicants, a short list of 9 was drawn up and the successful candidate was Karen Inkster. Karen then gave a presentation to introduce herself, speaking about her background, her experience and what she had been doing during the eight weeks she had been in post. She highlighted the members' survey and her satisfaction with the level of response to date, what she had done to raise the Society's profile and her work reviewing the guidance provided to walks leaders and participants. She also spoke about her future plans.

The Chairman then thanked all those present for attending and drew the meeting to a close at 3.10 pm.

Proposed: asd }

xx/ 11/2017

Seconded: asd }

**Mountain Footpath Management in Scotland: Meeting the Challenge**

The meeting was followed by a talk by Bob Aitken on mountain footpath management, the original speaker, Dougie Baird, having had to cancel the previous day.