



**SCOTTISH GYMNASTICS ASSOCIATION**

**MINUTES OF ANNUAL GENERAL MEETING**

**HELD ON SUNDAY, 25 NOVEMBER 2012 AT 11.00 AM**

**HELD IN STIRLING MANAGEMENT CENTRE, UNIVERSITY OF STIRLING**

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**Present:** See list at end of the Minutes

**Apologies:** See list at end of the Minutes

**Minute takers:** Christine Davies, Executive Officer, SGA  
Kath Purdie, Kath's Office Ltd

Lynn Milne (LM) opened proceedings by introducing Dominic Notarangelo (DN), Chair of Citizens Advice Scotland. LM explained that DN would be chairing this meeting as he was totally impartial. LM read her speech to the meeting (a copy of which is at the end of these Minutes). She further commented:

“I was advised not to put in print what I really wanted to say in my report this year and so I have decided to give you a shortened version of my thoughts on leaving SGA.

Following the information meeting that we held in September I decided to resign with immediate effect, partly because I was so appalled by the behaviour of a small but extremely vocal and intimidating minority of people, that I felt I no longer wished to be part of SGA. In the 13 years I have had the privilege to “front up” our Association; I have never felt so angry. However, because of the reaction of the majority of our staff to what had happened, indeed some of them were in tears, I decided, for their sakes, to keep going until the AGM, because we have, in the main, extremely loyal and hard working staff who have done their utmost to keep the Association going in very difficult and challenging circumstances. The sad thing is that a small minority of the membership don't recognise not only what you have done in the past but what you are continuing to do for them.

However, what has happened from an SGA perspective in the last few months has absolutely disgusted me and unfortunately I believe some of our staff countenance, if not actively support, those whose only motive is for SGA to fail. I also have reason to believe that this injustice was apparently perpetrated with the connivance of some members of staff within sportscotland.

Everyone in SGA has their part to play in the successful operation of our Association and so I would appeal to you all to be a part of the future and use your vote in the wider interests of our Association for which I still care. You have the chance to make changes. Please use your votes wisely and think very

seriously about who you want to take SGA forward, caring about every discipline that makes up SGA, to take the Association to 2014 and beyond.

There is an idiom I learned as a child “empty vessels make the most noise” this is defined as ‘the thoughtless often speak the most’ or ‘those people who have a little knowledge usually talk the most and make the greatest fuss’.

I must however, pay tribute to the outstanding work done by so many in SGA - coaches, officials, helpers, staff and let’s not forget those without whom there would be no SGA, the gymnasts, and I think it is vitally important that this work and the success that has been achieved is not undone by the vested interests of a small minority.”

Some members applauded at the end of LM’s speech.

**1. Apologies for Absence**

Please see list of apologies received at the end of these Minutes.

**2. Adoption of Minutes of the previous AGM**

The notes of 2011 meeting were deemed to be accurate with no amendments; however, it must be pointed out that this meeting was not quorate therefore no decision could be made.

*Proposed: Lynn Milne*

*Seconded: Sally Flint*

**3. Matters Arising**

Ray Flint stated that those who complained about SGA at this year’s AGM were not at last year’s AGM. He added that it is inappropriate not to collectively attend.

**4. Presentation of President’s Report**

LM informed the AGM that she had a separate report she wanted known to members but had been advised not to include it in the President’s Report. The President’s Report is attached at the end of the minutes – please see Appendix 2.

**5. Presentation and Adoption of other Annual Reports**

The Annual Report was formally adopted by the members. Lynn Milne then introduced the existing Board of Directors to the AGM.

## 6. Presentation and Adoption of Accounts

Richard Clow (RWC) presented the Accounts to the AGM. He displayed a PowerPoint presentation for the members to view. RWC then discussed several items of income and expenditure, for instance:

Performance costs	There was a £29K profit in 2011 but there was a -£7K loss in 2012
Staff related costs	This was due to employing a Marketing Manager in February 2012
Education Income	There was a net increase in profits from courses. However, there has been a change in the application process for funding now which will have an effect on profit margins
Fitness Scotland Income	This was £82K in 2011 and £92K in 2012
Establishment Costs	Celebration of Gymnastics costs at the Scottish Parliament
Postage costs	Increased expenditure due to an increase in Royal Mail charges
Professional Fees	£18K accrued in 2012 accounts for employment tribunal costs and £20K accrued in 2011 accounts
Depreciation costs	An increase in this due to the new scoring system
Board expenses	£6K – this was due to the Tokyo visit

Stuart Ballantyne asked why £6k was spent sending two Board members to the World Cup in Tokyo when it should have been funded by the Commonwealth Games Funds. LM replied that two Board members were sent as representatives for the 2014 Commonwealth Games. These were Robert Callahan and David Watt, who will be Chair of the Commonwealth Games. Robert Callahan informed the AGM that the actual cost was £1.5k and not £6k. RWC stated that other Commonwealth related costs made up the £6k.

Scott Harper asked whether his questions put to the Board prior to the meeting regarding the Accounts would be responded to now or at the end. LM agreed that they should be responded to at this point.

***1. Expenditure increased last year by approx £240,000. Can the board explain what extra activities took place, particularly in the areas of Panel, Competition and Training and Legal & Professional fees which represent much of the increased expenditure?***

Panel, Competition and training:

- There were increased numbers in the squads,
- Increased participation in international competitions in the run up to 2014,

- We had nearly a full quota of performance staff in 2012 which we didn't in 2011, so there were increased f staff expenses.
- Panel income and expenditure was higher (please review the respective panel reports for details).

Other significant areas are covered in the financial report.

**2. The annual report shows a total membership increase of 2613 members. This can be broken down from the information provided as follows Competitive 133: Recreational 1407: Helper 28: Total 1568. Which category are the other members and why do the accounts only show an increase in affiliations of £15,500. The figures above should generate an additional £28,480 not including the missing 1045 members who are not accounted for.**

The membership year and financial year are not the same, therefore the accounts show the subscriptions received up to June (the annual report shows the membership year to September). The difference from 2011 to 2012 is an increase of 2,210. These are made up of:

- Competitive 60,
- Recreational 1,185,
- Helper 16,
- Judges & Coaches 32,
- Child Protection Co-coordinators 23,
- Club Officer 51,
- Full Members 2
- Pre-school 864.

The membership fees vary between £0 and £65.

**3. Staff numbers have reduced significantly since 2010-11, can the Board explain why there are increases in staff salary and other employment costs over the same period.**

Salary increases are made up of a small inflationary pay-rise, plus having the full quota of performance and finance staff compared to 2011.

The staff that left during the year within Education and Development was paid for the majority of the year.

**4. The notes to the accounts refer to the current funding crisis and last month SGA applied to sportscotland for emergency funding. (A) Could the Finance Director please provide the membership with a written statement which gives an up to date picture of the association's finances?**

Presumably information was provided to sportscotland to justify the emergency funding and this information should also be shared with the membership.

Not a question but yes, SGA offered and did provide up-to-date financial figures as part of the request. These were not signed off by the auditors and therefore are a draft and not appropriate for disclosure beyond the sportscotland representatives making the decision.

***(B) Can the Board also explain what positive action they have taken to achieve a resolution with sportscotland?***

The Board has gone to extensive lengths to find a resolution with sportscotland.

In April, the CEO requested information on 'allegations' referred to by sportscotland so that any such claims could be fully and properly investigated. sportscotland declined to provide any information.

Up to the end of August SGA had regular meetings and sent extensive emails providing budgetary information and suchlike as requested, talking through plans and programmes all of which were undertaken in a very positive atmosphere.

sportscotland has identified no problems with corporate governance or operational issues; otherwise these would have been fully investigated.

On 22nd August SGA received a letter outlining four conditions of funding. The Board agreed to these in full, [subject to ratification of changes at the AGM], within the 3 day response period set by sportscotland. sportscotland have since changed the terms on a further two occasions. As yet no budget breakdown has been provided by sportscotland so SGA have been unable to address that area of funding.

The Board also raised their concerns at the factual inaccuracies in the MacNiven report received at the same date.

For over three months, SGA have formally and informally requested Board and Executive level meetings and finally mediation to try to resolve the apparent situation, including a formal letter signed by the whole Board on 3rd September, to which no response has ever been received.

Additionally, meetings were arranged with the sportscotland CEO and the SGA President, on 19th August and 19th September, both of which were cancelled by the sportscotland CEO. He subsequently said he would not meet with the current Board.

Over these three months, telephone requests were also made to the sportscotland Chair, the sportscotland gymnastics liaison Board Member and also a third Board member - all declined to meet or arrange a meeting to allow SGA to present their position.

Eventually being gravely concerned at the jobs being put at risk by the withdrawal of funding, the Scottish Sports Minister was contacted, but she referred SGA back to the sportscotland CEO.

It is difficult to have positive communications when one party refuses to communicate.

***5. The Board confirmed at the Special Meeting that they had concerns about the future funding as early as March this year - what controls did the Board put in place to ensure that all future spending was absolutely necessary.***

The Board put a hold on any expensive discretionary projects - e.g. the new web site.

In due course when it was clear funding was not being received in July, managers were briefed to minimise unnecessary expenditure, seek approval for any new unbudgeted expenditure and to advise staff to minimise outgoings, e.g. avoid unnecessary travel and try to cluster meetings by area to save long trips to just one venue. Every effort was made not to impact on gymnasts' performance and training programmes, or competition opportunities.

***6. How much has the Association spent since the end of last financial year on legal costs, PR costs and the services of an acting CEO? Can the Board confirm what selection and procurement process was in place to ensure best value for these services?***

Since the beginning of the financial year we have spent £14,412 on legal costs and £15,899 on PR costs. Insurance claims have been raised as appropriate. £20k was already accrued for legal costs in the last financial year. We have no acting CEO.

The procurement policy requires that value and competency are an integral part of the process. Depending on the service, interviews or presentations are required as appropriate and recommendations are sought from third parties. The PR and legal advisors appointed were not known to Board members prior to being recommended for consideration.

***7. Do the Board consider that the revolving renewal of annual contracts for services agreed with Board members are in effect long term service contracts which should be promoted to the membership for ratification at the AGM.***

It is not the membership's remit to appoint suppliers of goods or services. Any such concept would be highly unusual and impractical. The membership elects the Board and the Board advises the Executive team members regarding appointments. This is normal practice. It would not be normal to

ask the membership to approve such appointments, when they are not familiar with the detailed day to day operations of the organisation. However, nominations from members are always encouraged.

**8. *The independent report raised serious concerns about the senior management - what does the SGA Board intend to do about this? What is the President's overall appraisal of the performance of the CEO.***

There were very limited concerns raised in the MacNiven report regarding the senior management. Since the report was factually incorrect, the conclusions drawn in it were equally flawed. Notwithstanding that, the Board agreed to review the handling of the Disciplinary process. Since this could hardly be done independently in-house, *Sports Resolutions* were appointed to carry out a proper and truly independent review, which was performed by a highly regarded QC, a specialist in employment law and sport that was appointed and briefed by *Sports Resolutions*.

The performance of the CEO has not been in question. She is intelligent, competent and a very pleasant person, dedicated to the organisation. The quality of her work is reflected in the success of the Deloitte's 'Fit for Purpose' governance audit, the growth of the organisation and most of the targets agreed with sportscotland being exceeded, where the outcome was in the organisation's control to deliver.

**9. *Given there are now four outstanding employment tribunals do the current Board believe they are managing the association effectively?***

Absolutely, there is no evidence to the contrary and the tribunals will be defended rigorously.

**10. *Does the Board believe in the values of openness and transparency and can they explain how they are trying to promote and foster this culture?***

Absolutely: the Board is supporting both the establishment of a staff member on the Board and a membership representative, specifically to increase such transparency. In addition, there has been enhanced communication over the last year, including membership surveys, an information meeting and the introduction of the SGA FaceBook page and Twitter.

**11. *In addition to the various Board appointments which have been made without any open selection process, several contractual staff appointments have been made over recent months. Can the Board confirm if they have a recruitment policy and whether these appointments have met the terms of the policy?***

The new Board members were simply co-opted onto the Board to provide stability until the AGM, and SGA is very grateful for their help in this respect. They were approached by the Board as no-one

had previously indicated any interest in being a Director despite pleas at all previous AGMs for people to volunteer. As a result there was no waiting list of would-be directors to turn to. The co-opting of directors approved by the Board is acceptable practice and is in keeping with the Articles of Association.

Short term contracts were necessary as we were unable to make full time appointments to funded posts when the financial situation became constrained by the withholding of funding. Short term contracts had to therefore be used. They are also considerably more cost effective than using agency staff. When full time posts are again possible, the full recruitment process will be required. This involves advertising, short-listing of applicants, initial and final interviews and, as appropriate taking of references. Interviews are panel based, with agreed criteria for each post. There have been no full time appointments for over six months.

RWC then informed the AGM of the current financial situation: sportscotland has withdrawn its funding so some of SGA's programmes have been put on hold, and purchases have been minimised. The year started using reserves and cash, and the balance up to end of last week was £351k. There is £45k of emergency funding. The forecast is bleak: the business can only continue to support itself in its current form until February 2013.

The new Board of Directors will need to negotiate new funding or make a decision to dissolve SGA. Sonny Rhind asked what the current reserves were. RWC stated that he didn't have this information to hand, but the majority of reserves were made up of cash.

Ruth Griffin stated that staff from the Performance Team had left so why had staff costs increased? RWC explained that the majority of staff had left the Development Team, not Performance.

A unidentified member raised his concerns as to how sportscotland could withdraw funding without providing a reason: he stated this was totally undemocratic. DN stated that the new Board should raise this question directly with sportscotland. LM informed the meeting that the Board had been trying to get an explanation from sportscotland for a while.

Pam Bowie asked that Stuart Ferrier (SF) of sportscotland explain the reasons sportscotland withdrew the funds to SGA. DN insisted that this was not the appropriate forum but SF was happy to explain.

SF informed the AGM that sportscotland has concerns with SGA; four conditions were given ahead of the recent sportscotland Board meeting; these were subsequently strengthened; the main concerns are:

- The level of risk due to resignations of five Board Members

- Outcome of Board decisions
- Financial risks
- Four employment tribunals
- Unrest and treatment of staff
- Relationship of the SGA Board with its Club Members
- Conflict between Directors
- Conflict of SGA with sportscotland
- Conflict of SGA with the British Gymnastics body
- Conditions were not all met

SF continued. When sportscotland sent SGA the conditions for funding, these were not all met. SGA would not accept the independent report from David MacNiven, and threatened sportscotland with legal action. He reported that there were many complications and that sportscotland wanted to move forward with SGA's involvement. DN thanked SF but stated that the situation between all parties should be taken forward in separate meetings. He also added that the new Board should meet with sportscotland and it is hoped that both parties can work together to resolve this situation, especially with the run up to 2014 Commonwealth Games. Some members at the AGM asked that it be noted they were unhappy with this explanation.

Formal adoption of the Accounts was proposed by:

*Proposed: Sally Flint*

*Seconded: Norman Ferguson*

## **7. Reports by the Board of Directors**

Ron Brooks informed the AGM that there was an increase in numbers compared to the previous year for Trampolining. It was agreed that Christine Davies (CD), Member Services Manager, would investigate.

Donna Crowther informed the AGM that there were no figures in the report for TeamGym participation. Numbers have increased in participating clubs although it is still in the development stage. DN confirmed that this will be investigated.

Pam Bowie asked why there was no Chief Executive's report. LM informed her that for the past few years it had been included with the President's Report as the information they were reporting on was similar.

Pam Bowie asked why the Chief Executive was absent from the AGM. LM explained that she is currently on sick leave.

John Wills stated that he would have expected to see more trampolining data in the Performance Director and Education Co-ordinator's reports. There was no mention of the successes that have been achieved and the considerable number of courses that have been completed. LM apologised for the omission and would arrange for something to be added to reflect the success that trampolining had achieved.

Sally Flint stated that reports should be based on Olympic disciplines but this was also questioned. LM confirmed that this will be corrected.

*Proposed: John Wills*

*Seconded: Isobel Milns*

## **8. Election of President and Vice-President**

DN gave instructions to the AGM on how to vote for the new President and Vice-President posts. LM asked Chris Rankin (Honorary Life Member) to oversee the counting of the votes, and asked the members for their acceptance of this. There was general acceptance from the members.

DN confirmed that:

- Nominees for President are Robert Callahan and Scott Harper.
- Nominees for Vice-President are Donna Crowther and Keir Stewart.

DN gave the members a brief overview of the current Articles of Association relating to voting for a President and Vice-President. He also stated that a quorum is five members i.e. a President, Vice-President, the CEO plus 2 other directors. Therefore the members need at least two of the candidates on the new Board. A suggestion came from the floor that the members vote on all four candidates which was accepted.

Keir Stewart enquired that if two of the candidates were unsuccessful for the President and Vice-President posts, could they be put forward for two of the new general directors posts. The members unanimously agreed to this.

DN thanked all for casting their votes.

DN confirmed that the election for Board Members would not take place at this AGM. Scott Harper asked if the new President should take over the AGM immediately after the results. DN informed him that a new Board would need to be put together first.

Carolyn McKenzie stated that there was a Motion regarding the current Board standing down and asked whether this should be voted on now. DN informed her that the outcome of the vote would need to be visible first before a decision to vote on the Motion could be taken.

Scott Harper believed that according to the Articles of Association, the AGM should be suspended during the count, and then restarted with the new Board. There was agreement from the members on this. Liz McNeil stated that she did not know who the applicants for the new Board were. Patricia Swan informed the AGM that the information had not been generally provided to members: however, it was pointed out that the information was on the website and there had been ample opportunity to submit a vote.

Sally Flint informed the AGM that four CVs had been emailed to all Clubs, Carolyn McKenzie agreed with this comment. LM confirmed that the four CVs had been uploaded to the Portal and an email was sent to all Clubs on Monday 19<sup>th</sup> November 2012. After some comments from members stating that they hadn't received the email, LM informed the meeting that the CRM (Client Relationship Management database) can only be accurate if clubs keep the Member Services department updated with changes to email addresses, or they can make these changes themselves through the portal.

Scott Harper asked the Board to confirm what information was sent prior to the AGM and within what timescales. Deborah Benson (DB) stated that this particular information relating to new Board members was not subject to the Articles of Association as it was an informal vote, however, it was decided to email all Clubs as a process of democracy and this had been confirmed by SGA Corporate Lawyers.

Scott Harper asked if the four applicants were in the room. No one came forward. LM stated that they were all invited to the AGM. DN confirmed that two applicants are members.

DB confirmed that all items issued prior to the AGM met the conditions in the Articles of Association. She reiterated that an informal vote is not subject to the Articles and that this had been confirmed by SGA Corporate Lawyers.

Scott Harper asked for the meeting to be suspended so that the CVs could be viewed. This was agreed by the audience.

There was a brief discussion about Motion 7 and whether this should be voted on at this stage of the meeting. It was agreed not to. Further discussion ensued regarding the Articles of Association and election of Directors. It was decided to have a comfort break at 12.28 pm so that members could review the CVs of those who had applied to be a Director.

Meeting re-convened at 12.55 pm.

DN informed the AGM that he had reviewed the Articles of Association during the break and that there were many inconsistencies that he hoped the new Board would review.

DN informed the AGM of the results of the election:-

- ❖ President – Scott Harper
- ❖ Vice-President – Keir Stewart

#### **9. Approval of nominations of Directors**

See previous discussion above.

#### **10. Election of Auditors**

It was unanimously agreed by the members at the AGM to keep Ian Macfarlane & Company as Auditors.

#### **11. Consideration of Notices of Motions**

##### **Motion 1**

LM explained that this motion had carried over from the previous AGM. RWC explained that there would be a financial impediment to SGA if this was not carried forward.

Scott Harper asked if it would cost SGA more. RWC responded that Members can potentially get up to one quarter of the year free. It could not be voted on last year as the AGM was not quorate.

Scott Harper asked if this involved additional insurance costs. RWC responded that it didn't. Scott Harper then stated that it should stay as is. He asked for an amendment to the motion however, DN explained that as the AGM had received some proxy votes, the paper vote would have to go ahead.

The AGM voted *against* Motion 1.

##### **Motion 2**

An unidentified member asked when the next Fit for Purpose Audit would be carried out. LM explained that this was sportscotland's decision but pointed out that one had recently been completed. LM explained that they are usually every three years.

Keir Stewart asked why this motion was put forward. LM asked that it had been presented at last year's AGM but again, as the meeting was not quorate, there could not be a vote. As an audit has now been completed then a vote can be carried out.

The AGM voted *for* Motion 2.

### **Motion 3**

LM summarised this Motion. The fees are currently set by the Board and ratified at the AGM, however, as the fees are usually paid before the AGM, the office staff have to adjust the fees and arrange for refunds/additional payments for those who have already paid.

Scott Harper noted that the dates within the Motion were wrong – currently states 31 June; should be 30 June.

Robert Callahan stated that there is currently the opportunity to vote for fees at the AGM, if this Motion is accepted then Members lose that opportunity. He asked that Members considered rejecting this Motion until the new Board is in place.

An unidentified member encouraged the members at this AGM to vote against this Motion as if a postal vote was put in place, there will be minimum returns leading to an automatic decision to amend the fees.

Scott Harper suggested that fees are set a year in advance. DN asked if Scott would like to put this as an amendment to the Motion.

Carolyn McKenzie reiterated that there was an understanding that as the AGM had received proxy votes, there should be no amendments until next year's AGM. DN agreed and asked the AGM to vote on the current motion.

The AGM voted *against* Motion 3.

### **Motion 4**

Keir Stewart stated that this motion was not competent as it conflicts with Article 4.

LM informed the AGM that a condition of sportscotland to provide funding is that there is a Chair, resulting in the President having a "meet and greet" role. LM had responded to sportscotland that this would require approval of the members.

DN clarified that today the members were voting for a new President and Vice-President. They will then need to vote for a Chair and Deputy Chair at a later date.

Keir Stewart asked that this Motion is taken off the table. However DN reiterated that the AGM has received proxy votes so must vote.

Shelley McKenzie suggested voting for Motion 6 as it is related; however DN explained that the Motions have to be voted on in numerical order so that they would be competent. An unidentified member asked for the Motion to be withdrawn. DN stated that there is currently an Article of Association in place that was previously voted on and it would be for the new Board to deal with when they are elected. However, members must vote today on Motion 4. Further conversation ensued regarding postal and proxy votes. DB informed the AGM that the proxy votes have to be allowed as a matter of law under the Companies Act.

A club representative stated that members don't want funding to be withheld so should vote for the Motion. LM informed the AGM that the President cannot also be the Chair.

Tommy McGill informed the Chair that under Section 321 of the Companies Act it states that there is a right to demand a poll at a general meeting. He asked that the Motion is withdrawn.

DN asked for a vote of hands that Motion 4 is incompetent. The AGM agreed that Motion 4 be set aside and no paper vote would be held.

#### **Motion 5**

DN informed the AGM that following legal advice this Motion is a given and should not be voted on.

Motion 5 was set aside.

#### **Motion 6**

Scott Harper as proposer summarised the Motion. With recent news of the whole Board resigning there are a number of key principles through this Motion. There should be a re-balance of elected Board members rather than being co-opted by the Board. If voted on, there would be an increase of elected and appointed Board members. The significant element of this change is that should the numbers on the Board fall below three then elections are moved in as short a timescale as possible. He has discussed this with sportscotland and they informed him (SH) that they would also prefer to have more elected officials on the Board.

Ray Flint asked SF of sportscotland why sportscotland have been in discussions with Scott Harper and not with the current Board. SF replied that sportscotland work with numerous bodies and want

a balance of elected Board members with a balance of competencies and skill sets. The Board should co-opt what skills are required.

Ray Flint asked again for sportscotland to respond to his original question and stated that the processes of sportscotland are failing SGA. LM agreed with his observation.

Carolyn McKenzie stated that when it became known by some members that Scott Harper had been having discussions with sportscotland she had written to the Scottish Government requesting that they discuss this behaviour with sportscotland. She also added that it has also become apparent that there is a small group of members within SGA who are acting outwith the whole membership structure. There was a round of applause after this statement.

DN stated that this was universally accepted that the correct path is used and it is up to the new Board to take forward.

SF of sportscotland informed the AGM that clubs approach sportscotland from a wide spectrum of sports. Ray Flint asked again who in sportscotland had spoken with Scott Harper. Scott Harper responded that any member who has concerns should be able to go to sportscotland, and that a few clubs within SGA had done so collectively.

Carolyn McKenzie stated five Board members had resigned following the McNiven Report, concerns were raised with other issues, why was funding withdrawn? She felt that there are a number of issues that have not been put forward and asked SF of sportscotland if there were any other issues that they were aware of as to why sportscotland withdrew the funding. No response was received.

The AGM voted *for* Motion 6.

### **Motion 7**

DN informed the AGM that there was no further requirement for this Motion as a new President and Vice-President had been elected. Shelley McKenzie asked that the Motion is held and that there is a principle to ensure continuity of the Board – two people were voted onto the Board, the others were co-opted. An EGM should be held to vote those applicants into the relevant roles.

DN agreed that a vote should take place.

The AGM voted *against* Motion 7.

## **Motion 8**

DN informed the meeting that the wording for Motion 8 be ratified for 2012-13.

Robert Callahan reported that this year there had been a change in the fee structure for charging pre-school children when historically there had been no charge. LM added that there were historically two levels of pre-school membership (1) Pre-school without insurance which was free and (2) Pre-school with insurance which carried a fee of £3.50 per registered gymnast. However it had been discussed at last year's AGM but not agreed.

Scott Harper asked the Financial Director to explain what the insurance element is for pre-school members. It had previously been £3.50. RWC responded that the information was not to hand.

Robert Callahan asked if the AGM were happy to keep the fees for pre-school as is until the next AGM.

Carolyn McKenzie asked for a vote of hands.

DN stated that if pre-school fees are withdrawn then the fee structure will need to revert to last year's. He then informed the meeting that as fees for this year had already been paid that this matter is dealt with by new the Board.

It was agreed that Motion 8 be deferred.

## **12. Discussion of any other competent business intimated in writing to the President prior to the start of the meeting**

It was agreed by a vote of hands that the questions put in advance to the AGM are sent out to members as many of the questions had not been answered throughout the meeting.

DN congratulated Scott Harper for being elected as new President and wished him well for the future.

Robert Callahan thanked LM for her commitment to SGA over the past 12 years and gave a vote of thanks.

**The meeting closed at 2.35 pm.**

Present: John Soutar, Jane McLaughlin, Margaret Zoma, Denise Jackson, Fiona Cameron, Becky Inglis, Amanda Edwards, Premala Fawcett, Jodie Ball, Melanie Stuart-Wills, John Wills, Matthew Walker, Wilson Murison, Alan Arbuthnott, Tony McNicoll, Chris Chalk, Lauren Ferguson, Ingrid Taylor, Reyna Stuart, Claire Masterton, Stephanie Myles, Lauren Jeffrey, Andrew Anderson, Ann Regan, Kay Ross, William Don, Drew Duffy, Melanie Barron, Carolyn MacKenzie, James MacKenzie, Donna Crowther, Penny Kilbane, Scott Telford, Dawn Telford, Katrina Harper, Eleanor Knight, Dorothy Lucas, Fiona Beaton, Olivia Sorbie, Christopher Brannan, Sarah Sneddon, Stephen Wilson, Christina Mason, Robert Callahan, Jean Callahan, Sally Flint, Patsy Fraser-MacKenzie, Jacqui Inglis, Fay Bray, Sonny Rind, Janine Robertson, Patricia Swan, Isobel Milns, Lea Tsui, Stewart Ballantyne, Nicola Laing, Scott Harper, Ray Flint, Alison Blake, Karen Grey, Heather Weir, Deborah McColgan, Andrew Chambers, Tracey McBride, Gillian Watson, Jacqueline Dunlop, Sarah Simpson, Isabel Walton, Lisa Jackson, Ron Brooks, Tracey Laing, Sam Langstaff, Pamela Bowie, Jacqui Finnegan, Keir Stewart, Andrew Mackie, Ruth Griffin, Bob Thomson, Liz McNeill, Marilyn Vlachos, Norman Ferguson, Beth Ferrier, Marie Heath, Iain Martin, Chris Rankin, John Ridge, Thomas McGill, Bea Petersen, Emily Turnbull, Hilary Calderwood, Susan Bruce, Lorna Pressly, Douglas Ross, Shelley McKenzie, A N Other (COAG), Paul Masterson, Sandy Richardson, A N Other (CETC), Tom Ross, Rhona Hamilton, Maria Gibson, Hannah Holt, Jacqui Winchester, Adele Tolometti, Cathy Osborne, A N Other, Perth GC, Judith Gibson, A N Other (WL Artistic), Stuart Ferrier (sportscotland).

Staff: Lorna Whyte, Michael O'Donnell, Ashleigh Runciman, Patricia Traill, Tracy Rea, Anita Eros, Joanne Young.

Apologies: Sapphire GC, Phoenix Forfar GC, Tryst GC, Linwood GC, John Beeton, Patricia Reith, Ron Jevons, Gill MacDonald, Mel Young (sportscotland).

## **APPENDIX (1)**

### **Presidents Speech**

I was advised not to put in print what I really wanted to say in my report this year and so I have decided to give you a shortened version of my thoughts on leaving SGA.

Following the information meeting that we held in September I decided to resign with immediate effect, partly because I was so appalled by the behaviour of a small but extremely vocal and intimidating minority of people, that I felt I no longer wished to be part of SGA. In the 13 years I have had the privilege to “front up” our Association; I have never felt so angry. However, because of the reaction of the majority of our staff to what had happened, indeed some of them were in tears, I decided, for their sakes, to keep going until the AGM, because we have, in the main, extremely loyal and hard working staff who have done their utmost to keep the Association going in very difficult and challenging circumstances. The sad thing is that a small minority of the membership don’t recognise not only what you have done in the past but what you are continuing to do for them.

However, what has happened from an SGA perspective in the last few months has absolutely disgusted me and unfortunately I believe some of our staff countenance, if not actively support, those whose only motive is for SGA to fail. I also have reason to believe that this injustice was apparently perpetrated with the connivance of some members of staff within sportscotland.

Everyone in SGA has their part to play in the successful operation of our Association and so I would appeal to you all to be a part of the future and use your vote in the wider interests of our Association for which I still care. You have the chance to make changes. Please use your votes wisely and think very seriously about who you want to take SGA forward, caring about every discipline that makes up SGA, to take the Association to 2014 and beyond.

There is an idiom I learned as a child “empty vessels make the most noise” this is defined as “the thoughtless often speak the most” or “Those people who have a little knowledge usually talk the most and make the greatest fuss”.

I must however, pay tribute to the outstanding work done by so many in SGA, - coaches, officials, helpers, staff and let’s not forget those without whom there would be no SGA, the gymnasts, and I think it is vitally important that this work and the success that has been achieved is not undone by the vested interests of a small minority.

Lynn Milne  
President

## APPENDIX (2)

### President's Report

When I first became involved with Scottish Gymnastics, as a "supportive mum", I had no idea I would end up as President of this Association for over 13 years. It has been a great privilege to serve this organisation and to be a part of its growth from the small amateur association with less than 6 staff to a very successful company "limited by guarantee", with turnover in excess of £1.6 million and nearly 30 staff. We ended last year with reserves in excess of £250,000 and having run more competitions, training and coaching events than ever before, all ably supported by our hard working staff and many dedicated clubs and volunteers. The dividends of all this hard work are now coming through as evidenced by the recent medal successes at the Northern European Championship, which we hosted this year, and at the recent Malar Cup in Sweden, where our gymnasts came home with no less than 11 individual and team medals. And, of course, the icing on the cake was, Daniel Purvis, being part of the Bronze medal winning team at the 2012 Olympics.

The 19th of June was a historic day in the history of not just Scottish Gymnastics but the Scottish Parliament. Scottish Gymnastics were invited by sponsoring MSP Alex Johnston to celebrate everything that is good about our sport, and to celebrate the hard work of our coaches, clubs and members. The event was opened by Presiding Officer Tricia Marwick and included speeches from Gordon Arthur, Glasgow 2014 Director, Alex Johnstone MSP and Jim Holt, MA 2014 National Coach. Then came the highlight of the night, gymnastics displays within the Parliament followed by a 'Roll of Honour' to recognise some of our gymnasts who have achieved successes in the past year.

I am also delighted to tell you that our membership has now exceeded 14,000 members, another record, and we now have 165 clubs. We can now genuinely claim that together, all of us in gymnastics are having a real impact on the health and fitness of Scotland's younger generation.

Other positive notes this year include the very good outcome of the new, higher standard 'Fit for Purpose' audit report commissioned by sportscotland. The Children 1<sup>st</sup> Child Protection in Sport Unit audit of the 'Minimum Operating Requirements of Scottish Governing Bodies of Sport', which received 100% pass rate in all categories. This is a testament to our focus on creating a safe environment for all our gymnasts and coaches.

As usual, I will leave it up to the Department Heads to outline their successes in more detail. However it has to be acknowledged that all these achievements have been overshadowed by the ongoing situation with sportscotland. The with-holding of funding has created a difficult financial situation, although we have worked hard to ensure the young gymnasts do not feel the impact of this. I can only ask that you support the loyal staff to the full. They have carried a huge workload to continue to deliver to you, our members, despite being 20% down on staff numbers for circa 6 months and on behalf of the

Board, I give them our fullest thanks for their wonderful contribution and dedication.

I owe a great deal to those past and present members of the Board and staff of Scottish Gymnastics, without whose help and support my position would have been impossible. My years as President have proven to be hugely rewarding and yes, occasionally challenging. There have been many successes, both nationally and internationally, over the years and we should all take great pride in the growth of the number of participating gymnasts and in the number of new clubs being formed. To the staff who I have looked on as friends I would like to say thank you, and I need to tell you that in all the years I have been associated with SGA, and that is many, I have never worked with such a group of totally dedicated people.

It is with a heavy heart that I am standing down as President at this year's AGM. As I have said often, the members of SGA have taken the opportunities to make changes and grow the organisation. It is your organisation, please use your votes wisely and think very seriously about who you want to take SGA forward, to 2014 and beyond.

Let me reiterate my thanks to those members, Board and staff without whose help and support I would not have still been in post 13 years on.

Lynn Milne  
President