

The Scottish Waterski Association Ltd. t/a Waterski and Wakeboard Scotland

Annual General Meeting

Minutes of Annual General Meeting held at SWSA Ltd. t/a Waterski and Wakeboard Scotland HQ – 2:30pm on Sunday 28th October 2018

Ordinary Business

Item 1 – Chairperson’s Address

In Julie Doncaster’s absence, Alan Murray (COO) opened the meeting at 14:30hrs and welcomed all guests with special mention to Fiona Lilley our long standing partnership manager from sportscotland who was in attendance.

Item 2 – Attendance

Attendees: Callum Mark, Carol-Anne Park, David Henderson, Fiona Lilley, Georgina Hutchison, Guy Harrower, Joanna Waz, John Radford, Kevin Lochhead, Kim Johnston, Krzysztof Waz, Mark Murray, Ollie Jessop, Zak Hegarty, Andrew McGuigan, Michael Palmer, Andrew Williams, Stuart Baillie.

Item 3 – Apologies for Absence

Apologies; Julie Doncaster, Alex Stuart, John Taylor, Carter Taylor, Craig Johnston, Stuart Wood, Lucy Baird, Ian Barnet, James Barbour, Campbell Cavana, Andrew Haslam, Matt Mills, John Beattie.

Item 4 – Approval of Minutes of the Annual General Meeting held on 29th October 2017

The minutes were approved by all. Proposed by John Radford and seconded by Mark Murray.

Item 5 – Adoption of the 2017-2018 (2017 season) Annual Reports of the Sub Committees where applicable.

All reports were accepted and approved en bloc by all in attendance.

Item 6 – Approval of the SWSA Ltd. Accounts for the 12-month period ending 31st March 2018

Approval for the annual Accounts were proposed by Callum Mark and seconded by Zak Hegarty all in attendance also approved these.

Item 7 – Reappointment of Drummond Laurie as the Company Accountants for the ensuing year and to give the Management Committee authorisation to fix their remuneration.

Approved by all with no objections.

Special Business

Item 8 – Ordinary Resolutions

a. The appointment and reappointment of Members of the Board

The following Directors are willing to re-stand for the period 01/04/19 – 31/03/20

Mark Murray
Alan Murray
Callum Mark
Zak Hegarty (retained)
Anne-Lise MacKenzie (retained)

The following persons will stand for election: Mark Murray, Alan Murray, Callum Mark, Kevin Lochhead, Ollie Jessop, Andrew McGuigan, Kim Johnston, Jo Waz, Kris Waz, Stuart Baillie

The following Directors will not stand for re-election: Julie Doncaster, John Taylor, Alex Stuart and Ian Currie.

AM thanked Julie Doncaster (JD), John Taylor (JT), Alex Stuart (AS) and Ian Currie (IC) for their contribution to the board and their unfailing commitment to the sport and wished them all the best for the future. AM made particular note to Julie's role as Chairperson and JT's role as Company Secretary and Vice Chair, AM asked that this be recorded in the minutes.

AM then explained to the meeting how the voting would commence and asked any attendees who were carrying proxy votes to bring them forward to be counted.

Voting then commenced and once all the attendees had placed their vote the meeting was paused at 14.50hrs for the votes to be counted.

As non-biased members of the board who are in the position of being already re-appointed, Anne-Lise MacKenzie and Zak Hegarty acted as tellers to count the votes whilst Fiona Lilley from Sportscotland acted as the independent scrutiner.

The meeting recommenced at 15:35.

Alan Murray announced the newly elected Directors to the meeting as follows:

- Stuart Baillie
- Kim Johnston
- Kevin Lochhead
- Ollie Jessop
- Callum Mark
- Andrew McGuigan
- Alan Murray

The SWSA Ltd. Board of Directors now consists of the following members; Stuart Baillie, Kim Johnston, Kevin Lochhead, Ollie Jessop, Callum Mark, Andrew McGuigan, Anne-Lise MacKenzie Zak Hegarty and Alan Murray,

Alan Murray thanked Mark Murray for his longstanding contribution to the sport and enduring commitment to the board throughout the years, the assembled meeting were in full agreeance.

b. 2019 fees

The Board proposes no change to membership fees effective from 1st April 2019.

Carol-Anne Park approved the fees and Guy Harrower seconded the approval.

There being no objections to the fees by all present.

Special resolution:

Alan Murray explained the details of the following motion:

“That Article 24 contained within the company’s Articles of Association be deleted in its entirety and replaced by the following:”

24. Means of Communication

24.1 Any notice or documentation or other information shall be deemed served on or delivered to the intended recipient:

24.1.1 if properly addressed and sent by prepaid United Kingdom first class post to an address in the United Kingdom, 48 hours after it was posted.

24.1.2 if properly addressed and delivered by hand, when it was given or left at the appropriate address

24.1.3 if properly addressed and sent or supplied by electronic means, one hour after the document or information was sent or supplied and

24.1.4 if sent or supplied by means of a website, when the material is first made available on the website or (if later) when the recipient receives (or is deemed to have received) notice of the fact that the material is available on the website.

24.2 A member present, either in person or by proxy, at any meeting of the Company shall be deemed to have received notice of the meeting and, where requisite, of the purposes for which it was called.

The motion was approved by Callum Mark and seconded by Kevin Lochhead. With no objections the motion was carried forward,

AM thanked the meeting for their approvals.

Item 9 – Any other Competent Business

AM asked the attendees if anyone had any other business.

Kim Johnston proposed that a Directors report should be issued at the next AGM to keep members better informed on what the board have been working on.

All agreed, and AM suggested the board could improve at communicating board activities to SWSA / WWS members.

With no other competent business being proposed, AM thanked everyone for attending wished them all a safe journey home and closed the meeting at 15:50.

Next Annual General Meeting Date and Time: TBC

Minutes taken by Anne-Lise MacKenzie, Director

04/11/2018