



ROYAL BRITISH LEGION SCOTLAND THURSO BRANCH

Minutes of the Annual General Meeting of Thurso Branch held on Friday 21 January 2022 at 1930 hrs in the British Legion, Main Hall.

Present: Angus Mackay Branch Chair
William Smith Club Chair
Simon Middlemas Branch President
June Love Secretary
Linda Cameron Reid and Fraser (Accountants)

Attendance: John Blake Robert Gray
John Paterson Peter Shearer
Keisha Sutherland Zena Latcham
Alan Hay James McQuade
Tim Hooper John Sinclair
Ron Galloway Angie Mackay
Eric Gunn Beatrice Murphy
Myra Blake Albert McIvor
Alan Smith Dale Taylor
Leah Taylor

SILENT TRIBUTE

The Branch President led a silent tribute.

1. CHAIRMAN'S REMARKS

Angus Mackay thanked everyone for attending. He stated that the Treasurer (Joe McNeil) was unable to attend due to a family bereavement noting that William Smith would provide the finance update and that Linda Cameron (Reid and Fraser) was also in attendance to respond to any questions raised.

Of note, Angus Mackay provided a short update:

- Last year had been another year affected by Covid-19 although it was pleasing to see that restrictions were beginning to lift and it was gradually moving back to something like normal.
- Two out of the three Remembrance events had been held despite Covid restrictions and the Poppy Appeal had been an improvement on previous years with £5887 being raised. He thanked everyone who had supported these activities.



- There had been no sports and no national conference during the year and it was hoped that these would be re-instated this coming year.
- In the past, the chair had met an old TA friend who was a head man in the Sussex branch of SSAFA. At the time of speaking with him he had not rated the Royal British Legion saying that they could not make their minds up as to whether they were in the business of benevolence or running Clubs. At that time the chair had responded that he was wrong and that both were undertaken. The reason the Chair was repeating this anecdote was because it was essential to have both which means that both Branch and Club is equally important. The Branch Committee was required to continue to carry out its functions just as the Club Management Committee required to do theirs. He emphasised that there was no Thurso Club without the Branch and vice versa.
- He noted that this was the last AGM he would be addressing the floor as Branch Chairman. Going round the Highlands there were a number of legion clubs that had closed – Wick, Invergordon, Dingwall, Stornoway, Lossiemouth, Inverurie, Buckie, Peterhead (to name a few). What was less obvious was the Branches that had been dissolved but at every meeting of the NBT (National Board of Trustees) saw requests for dissolution of at least one branch. Like old soldiers they quietly fade away. The reason being, not because there are no members, but that the officer bearers had died or grown too old to carry on and have not been replaced. He felt that the time had come for him to step down after a number of years on the Branch Committee and in the Chair and hand on the baton.

2. APOLOGIES

Apologies were received from:

- Mike Ennis
- Martin Sutherland
- Dean Bowman
- Robert Allan
- Joe McNeil

3. MINUTES OF BRANCH AGM 2021

The minutes of the AGM held 4 March 2021 had been circulated to all those attending in advance of the meeting. There were no comments made and these were taken as a true reflection of the meeting. This was proposed by Ron Galloway and seconded by Keisha Sutherland.

4. MATTERS ARISING FROM MINUTES

No matters were raised from the minutes.



5. BRANCH FINANCIAL REPORT

In the absence of the Treasurer, William Smith talked to the written financial report noting that Covid-19 had had a financial impact on the Branch accounts. He provided a breakdown of costs and noted that the accounts had been displayed on notice boards and also published on the website. No questions were raised. The accounts were proposed by Angie Mackay and seconded by Simon Middlemas.

6. ANY OTHER COMPETENT BRANCH BUSINESS

Chair, Angus Mackay invited members attending to raise any other business.

- Simon Middlemas asked that a vote of thanks be given to the Chair for his hard work and commitment over the last 10 years, noting he had been a great asset to the Branch and would be missed. The audience showed its agreement and appreciation with a round of applause.

7. APPOINT TELLERS

Angus Mackay noted that the Branch Committee would normally have 12 members and currently there were 9. John Blake would continue with Albert McIvor and Zena Latcham coming on to the Committee as new members.

Simon Middlemas noted that the Branch was now short of a Chair and suggested that at the next meeting of the Branch Committee consideration was given to splitting up the work of the existing chair and allocating to members of the Committee. This was agreed.

8. CLOSE

As there was no further business, Angus Mackay, Chairman formally closed the meeting.

Angus Mackay
Thurso Legion Branch Chairman
24 January 2022



ROYAL BRITISH LEGION SCOTLAND CLUB AGM 2021

Minutes of the Royal British Legion Scotland, Thurso Club held on Friday 21 January 2022 in the British Legion, Main Hall.

Present: William Smith Club Chair
 Simon Middlemas Branch President
 June Love Secretary
 Linda Cameron Reid and Fraser (Accountants)

Attendance: John Blake Robert Gray
 John Paterson Peter Shearer
 Keisha Sutherland Zena Latcham
 Alan Hay James McQuade
 Tim Hooper John Sinclair
 Ron Galloway Angie Mackay
 Eric Gunn Beatrice Murphy
 Myra Blake Albert McIvor
 Alan Smith Dale Taylor
 Leah Taylor Angus Mackay

1. **CHAIRMAN'S REMARKS**

William Smith, Club Chair thanked Angus Mackay for handing over and welcomed everyone to the Club AGM meeting. He noted:

- It was good to see the numbers in attendance this evening and thanked everyone for attending both the Branch and Club AGMs.
- A vote of thanks to Angus Mackay for the help and guidance he had afforded the Club Committee noting that his knowledge and commitment would be greatly missed.
- The Club had obviously been impacted by Covid-19 restrictions and it had been a difficult year for the Committees and staff at the Legion.
- Following this AGM, there would be a Special meeting of the Club to discuss new rules and what that would mean for the Club.

2. **MINUTES OF CLUB AGM**

The minutes of the Club AGM held 4 March 2021 had been circulated to all those attending in advance of the meeting. There were no comments made and these were taken as a true reflection of the meeting. This was proposed by Simon Middlemas and seconded by John Paterson.



3. CLUB FINANCIAL REPORT

In the absence of the Treasurer, William Smith presented the financial report as presented in the accounts distributed to those attending in advance of the meeting.

He provided a breakdown of the accounts and highlighted a number of activities. He further stated that these accounts would be displayed on the notice board within the Club and would also be published on the website. The Financial report was proposed by Alan Smith and seconded by Albert McIvor.

4. CLUB MANAGEMENT REPORTING INCLUDING SPORTS / ENTERTAINMENT

William Smith noted the following:

- The Club was looking forward to re-opening on Monday with the lifting of the Covid restrictions. During Covid, restricted opening hours had been put in place and these would be considered over the coming weeks as the Club prepares to get back to normal.
- A number of staff changes had taken place over the past year with Pamela (Assistant Manageress) and the Chef leaving. He asked that a thank you be placed on record for all the Legion staff for working flexibly during the uncertain times.
- Beatrice Murphy had also stepped down from her duties and had retired from the Committees. He thanked Beatrice for her commitment over the years and this was acknowledged by the attendees with a round of applause. The bingo had now been taken over by an external group.
- Currently there was 17 staff with 7 permanent members and 10 casual workers. A new chef had been recruited and thanks were given to Donald who had covered a number of positions as required. Again, attendees showed their appreciation with a round of applause.
- A number of events had been cancelled during 2021 with Covid restrictions playing its part. However, bookings were now starting to pick up again.
- On sport activities, there had been no events during the year, however there would be a discussion between Thurso and Wick at the end of February to discuss re-instating inter-club competitions.

5. FACILITIES REPORT



William Smith handed over the Simon Middlemas for an update on the Facilities report.

- Simon Middlemas noted that this had been another busy year with a tremendous amount of work and funding gone into the Club building, including:
 - Completion of the clubrooms lower lounge, upper lounge and bar refurbishment, including new lighting, electrical supplies, dance floor, TVs and many other improvements.
 - All external windows had been repainted and roof repairs undertaken.
 - Repairs and some improvements to the lounge ladies and gents' toilets.
 - Significant work on the waste drainage and sewer systems, including a large kitchen grease trap.
- In the coming year, there are plans in place to begin work on the following:
 - Replacement of cellar cooling system
 - Completion of the lounge area with new central lighting, new memorabilia cabinets by the fire exit, new back-lit picture frames in lower lounge and the recovering of all benches and replacement of seats.
 - Major refurbishment of the hall, servery and hall bar, dependent upon being successful in various grant applications. This will involve new decor, lighting, electrical circuits, removal of some memorabilia cabinets (moving to lounge), replacement fittings, flooring, etc.
 - Replacement of the rusted sheet metal on the roof.
 - Refurbishment of the gents' toilets by the lounge.
- Simon Middlemas stated that the plans for the coming year would be dependent upon finance availability and volunteer assistance. The work would be published on the website pages, on social media and on the notice board.
- Simon Middlemas thanked all those involved in supporting the work currently completed including John Blake, Gus Mackay, Willie Smith, Peter Barker, Joe MacNeil, Robbie Gray, Alan Smith, Martin Sutherland, John Paterson and Angie Mackay. Without their selfless work, the Club would not be in such a good condition. He also thanked Alan Gunn for doing an excellent job on all the joinery.



- Before concluding, Simon Middlemas took the opportunity to make a plea for assistance to support the new works. All the 'handyman', maintenance, DIY and general caretaker activities are conducted by members on a voluntary basis, some of whom have full or part-time jobs. The more volunteers offering to support this work would help keep the costs down on all the facility work and he would be grateful if any member could spare some time occasionally to help out, particularly when the larger refurbishment work commences.

6. **ANGLING REPORT**

John Blake provided the Angling report. Of note:

- During the Covid period, three valued members of the Angling Section have been lost – Jimmy Greig, Sandy Mackay and Alan Jones – all long serving Angling Committee members. Condolences had been sent to their families.
- During the last year, due to Covid restrictions, there were no competitions fished on any Lochs or at sea. However, for the Loch Fishing there were 32 bookings for the season with poor returns as the conditions were very dry. The Sea Angling on the other hand managed to get 11 sea trips booked and all with very large catches being landed.
- Albeit not as good fishing as the Committee would have liked the Angling section continued to be well supported with 41 members this year.
- The boats on the lochs were removed at the end of the season, some of which are requiring maintenance, and the Calder boat is currently being refurbished. It is hoped that another boat refurbishment will commence before the start of the season.
- It was hoped that this season would see a return to normal fishing competitions that are always well attended but this would be Covid dependent.

7. **BINGO/FUNDRAISING REPORT**

William Smith noted, as previously stated, the bingo had now been handed over to an external organisation. Due to Covid restrictions there had been no fund raising activities held.

8. **ANY OTHER COMPETENT BUSINESS**

William Smith, Chair opened up to questions from the floor. No issues were raised.

9. **ELECTION OF OFFICE BEARERS AND COMMITTEE**



- William Smith noted that both John Blake and Mike Ennis would stand down as per the constitution. Both had agreed to stand again for the forthcoming year. He noted that similar to the Branch, he would be standing down as Chair shortly but had agreed to stay on in the capacity as chair until the beginning of April.

Simon Middlemas provided a vote of thanks to Willie Smith for his selfless efforts as Club Chair. The attendees showed their appreciation with a round of applause.

10. CLOSE

As there was no further business, William Smith formally closed the meeting.

William Smith
Thurso Legion Club Chairman
23 March 2022



ROYAL BRITISH LEGION SCOTLAND THURSO CLUB

Minutes of a Special RBLs Thurso Club meeting held on Friday 21 January 2022 in the Main Hall of the British Legion.

Present: Simon Middlemas Branch President
William Smith Club Chair
June Love Secretary

Attendance: John Blake Robert Gray
John Paterson Peter Shearer
Keisha Sutherland Zena Latcham
Alan Hay James McQuade
Tim Hooper John Sinclair
Ron Galloway Angie Mackay
Eric Gunn Beatrice Murphy
Myra Blake Albert McIvor
Alan Smith Dale Taylor
Leah Taylor Gus Mackay

MINUTES

1. OPENING REMARKS

William Smith, Club Chair thanked everyone for remaining behind after the AGM's to discuss a special item for the Club. He noted that the motions that would be tabled this evening had been agreed by the Club Committee but that it was up to the Club membership to adopt the new rules of working that had been received. He handed over to Simon Middlemas to provide an update.

2. ELECTION OF SCRUTINEERS

It was noted that the chair did not intend to elect scrutineers for this but that a decision would be made by an open vote. Members agreed.

3. NEW RBLs THURSO BRANCH CLUB RULES AND MUTUAL SOCIETY REGISTRATION

Simon Middlemas commented that the full document on Rules of the RBLs Club Model Rules 2020v2 were provided for the meeting. Simon Middlemas noted the Motions to be considered and summarised the following:

Motion 1 – Members of the Thurso Branch Club agree to adopt the Royal British Legion Scotland Club Model Rules.

Motion 2 – Members of the Thurso Branch Club agree to application to become a registered Mutual Trading (Co-operative) Society named Royal British Legion Scotland Club (Thurso) Ltd



Introduction

The new rules have been published on the notice board for several months. This note explains why these changes are very pertinent to the Thurso Branch Club. There is a much longer presentation on the entire background if any member would like to know more. **The Club Committee recommend acceptance of motions 1 and 2.**

Why change?

- Across Scotland, Branch Club rules are inconsistent/missing/out of date.
- Most Clubs, **including Thurso** struggle to fill committee/official posts. Will probably get worse.
- Many clubs do not enjoy the current financial performance you see in the Thurso Branch Club.
- **Nearly all clubs, including Thurso, do not enjoy Limited Liability status:**
 - We are an “Unincorporated Association” - not a legal entity.
 - We therefore have a written constitution, committing us to co-operate against the written aims.
 - As we do in Thurso, the affairs of an unincorporated association are usually managed by a committee chosen by the members.
 - **An unincorporated association does not have limited liability, so there is a significant risk that all members and officials have personal liability for club debts.**

Proposed new rules

- A standard set of rules for adoption by all Clubs across Scotland.
- They have been 2 years in discussion with RBLs, scrutinised by their legal dept, approved by the National Board of Trustees.
- They have been approved by the Financial Conduct Authority.
- All England and Welsh Clubs are registered.

What are the changes compared to our existing rules?

- Very little actually. It is a legal document so it's thicker. It formalises a lot of what we do already.
- Where it might appear to be different, we are generally not fully compliant with our own existing rules. You should see little change in practice.
- Thurso Branch Club registers as a Mutual Trading (Co-operative) Society with The FCA - done via RBLs.

What is a Mutual Trading (Co-operative) Society with respect to the Club?

- It's a legal entity that is appropriate to members of sports and social clubs like Thurso.
- Any surplus (profit) generated belongs to the members.
- Not liable for Corporation tax.
- Trades exclusively with the members, i.e.. customer's become members of the Co-operative before they can use the Club.

What does it mean for all members?



- By becoming a recognised legal entity, we get Limited Liability status – a nominal £1 for each member, which will be taken out of your existing subscription.
- **We cannot get Limited Liability status under our existing rules.**
- Small administrative effort and cost to the club to set it all up including admin, telling our suppliers our new name and issuing new rules to members.
- Change the name of the Club and transfer all our assets to new company name.
- The rules cannot be changed by the Club, but we can implement bye-laws where we think it's necessary, BUT these cannot override or contradict the main rules.
- RBLs is about to issue a License to be able to use their name; adopting these rules makes this a formality.

4. DISCUSSIONS/QUESTIONS

In response to questions raised it was confirmed that the status of membership of other Clubs would remain as it currently was with individuals who wished to visit other Clubs applying for an affiliated membership.

It was also noted that there would be a few things to do prior to applying for the mutual RBLs model. Gus Mackay agreed noting it would take some time to put the changes in place.

Willie Smith noted that the new rules were already in place in England and Wales.

5. VOTE

After consideration by all those present there was unanimous agreement (by a show of hands) to adopt both Motion 1 and 2.

6. CLOSING REMARKS

Prior to closing, Alan Smith, on behalf of those attending the meetings, wished to thank all Branch and Club Committee members for their hard work over the past year.

Simon Middlemas thanked everyone for their attendance and formally closed the meeting.

Simon Middlemas

Branch President, Thurso Branch

24 January 2022