



EDINBURGH CURLING CLUB LTD

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ANNUAL GENERAL MEETING OF EDINBURGH CURLING CLUB LIMITED held at 7.30 pm on 7th Sept 2017

1. Welcome

President Jim Ramsay opened the meeting and on behalf of the Board, welcomed Honorary Members and all members of the Club present, thanking them for attending and asked anyone who had not yet signed in to do so. He asked those with mobile phones to switch them off or turn them to silent. He asked that anyone wishing to speak to stand and clearly announce their name and Club before starting to speak.. He then moved to the formal part of the evening and asked the Secretary to read the names of members who sadly were no longer with us.

The Secretary read the following names:-

| | |
|-------------------|------------------|
| John Callaghan | Bruntsfield |
| Liz Paton | Edinburgh Ladies |
| Wilson Heathlie | Boswall |
| George Chisolm | Aberlady |
| Fred Prain | Corstorphine |
| Cathy Russell | Edinburgh Ladies |
| Suzanne Henderson | Lothian Ladies |
| Joan Henderson | Lothian Ladies |

| | |
|------------------|-----------------|
| Norma Kirkland | Pentland Ladies |
| Beth Livingstone | BMA Ladies |
| Lindsay Mc Vie | Ford Ladies |

The President asked the members present if there were any other names they wished to add.

The President invited the members to stand for a short silence as a mark of respect for the members who had died.

2 Notice of Meeting

Notice of the meeting was advertised within the club rooms, was on the website, had been sent to individuals and club secretaries and was placed in the Scotsman Newspaper.

The President asked the Secretary to read the apologies for absence.

Apologies for absence had been received from

| | | | |
|--------------------|------------------|-----------------|------------------|
| Kath Murray | Karen Tomczynski | Neil Wilson | George Edington |
| Catherine Edington | Susan Corbett | Ian Corbett | Sheena Stenhouse |
| Robin Copland | Louis Copland | Tricia Hastie | John Good |
| Mike Wood | Barbara Wood | John Niven | Pat Edington |
| Malcolm Patrick | Averil Anderson | Bill Manson | John Dignan |
| Calder Benzies | Sheila Clark | Douglas Goddard | Sandy Ross |
| Norman Nicol | Stewart Dodds | Catherine Dodds | Fran Stretton |
| Susan Kesley | Brian Seftor | Elizabeth Sharp | Jon Addinnall |
| Gill Black | Marjorie Liston | Sheila Main | |

3 Minutes of the Annual General Meeting held on 8th Sept 2016.

A copy of the minutes has been available on the notice board and were also emailed to members. The Adoption of the minutes of the meeting held on 8th Sept 2016 were proposed by Paul Stevenson and seconded by Trevor Dodds

4 Matters arising from the Minutes

The President asked if there were any other matters arising from past minute. There were no matters arising from the minutes raised.

5 Report from Murrayfield Curling Limited

Mr President and fellow curlers Good Evening.

As you are aware Edinburgh Curling Club has a 54% share in MCL. Therefore it is important that you as members of ECC are given the opportunity to hear directly from the Board of MCL a report on its activities and future plans and also to allow you to raise any issues that you wish clarification on. I will do my best to answer any of your queries. If not I may call on some of my fellow Board colleagues who are in the room tonight to assist in this regard.

Before I commence on the detail of the report it is important to understand that ECC have two directors on the MCL Board, receive copies of all minutes and annual accounts, and in addition are involved in joint meetings between the two Boards. This cooperation between the two entities allows us to work very closely together to address the best interests of everyone who curls at Murrayfield. At the same time we are conscious of the need to act in the best interests of all MCL shareholders.

When preparing this report, my first reference point was to look at my last year's report to identify what our plans were then and to consider how we had progressed in the intervening time.

The report last September covered personnel and the future development of the rink. At that time we had completed a number of Board appointments, appointed Douglas Baxter as Ice Rink Manager and we were starting the selection procedure to appoint a Curling Development Officer.

I will comment on the Board and its members later in the report.

As most of you will be aware Douglas Baxter is not able at this time to carry out his duties as Ice Rink Manager due to health issues. I am sure you will all join me in wishing him well in this regard.

I am pleased to confirm the appointment of Scott Henderson as Interim Ice Rink Manager. Scott, who very ably worked for us in a support role early last season, brings to his current appointment a vast amount of expertise in ice making. I refer you to the ECC May and August newsletters to give you both an insight into the level of understanding Scott has about ice making and the challenges he and his team of Aaron and Stuart will have as they nurse our ice pad, which is on its last legs, through which, we all hope, will be its final season.

In January we were also very pleased to confirm the appointment of Evie Chamberlain as our new Curling Development Officer. Her appointment was driven by the MCL Board's recognition that resources needed to be applied to examining how we retain and bring new curlers into the sport, particularly at Murrayfield. This is a project which is a very important constituent to any plans for development of curling at Murrayfield. Evie has spent her first few months immersing herself into gaining an understanding of the various issues, working with a wide range of interested parties, developing ideas and themes and bringing them forward for implementation. This is an area where a lot of hard work is required to achieve a clear understanding and vision for the future. Please give Evie your full support whilst recognising that any changes being brought in are being driven by the desire to meet the needs of all in a fair way.

At this time last year Paul Stevenson presented the Board's plans for the development of the Ice Rink. This involved a two phase approach. The first phase consisted of the installation of

the floor and the foundations for the viewing gallery. The second phase consisted of the installation of the viewing gallery, the insulation of the walls, LED lighting of the rink, purchase of the cooling plant, new toilets and a platform lift. If you recall Paul indicated that subject to the availability of funds, we felt that it could be possible that we would commence the first phase this past summer.

However, despite the fact that fund raising has progressed steadily since its launch in November 2016, the MCL Board was not in a position in January 2017 to sign off on a commitment to install the floor during the 20 week off season starting in April 2017.

Rather than seeing no progress this past summer, the MCL board decided to bring forward the installation of the LED lighting and of new score boards. As the LED lighting and the installation of the floor could not be done together because of access issues the decision had merit. The LED lighting has already been installed and the new scoreboards will be ready for the new season.

In addition a vast amount of work has been carried out this summer including the clearance of all extraneous scaffolding and equipment, the resolution of the problems associated with the ladies toilet drainage system and remedial work carried out on the ice sheet including sub division of the lanes to mitigate against some of the well known issues we have had in the past.

It is the intention of the MCL board, subject always to the availability of funds, to be in a position in January 2018 to sign a contract to install the floor and the wall insulation during the 2018 close season. The installation of the viewing gallery will be considered as part of the third phase.

Earlier I mentioned the MCL Board, in particular I am referring to Paul Stevenson, Mike Wood, Stewart Cobb and Jenny Barr the Board Secretary. This year has seen a continuation of the many hours of diligent, enthusiastic and voluntary input from these individuals. The strengths they bring to the table from their understanding of the sport of curling primarily but also the legal, business, building and contracting world is of great benefit in informing the decisions made by the MCL Board and therefore by consequence of protecting the investment ECC has in MCL.

I also wish, at this point, to publicly thank the MCL staff :-Scott, Evie, Debbie, Aaron and Stuart. Some of them have experienced a turbulent time over recent years but despite that their effort and application to their duties has been maintained throughout. This has certainly been appreciated by the MCL board and I am sure also by you the curling fraternity.

My report is now complete and I am happy to take any questions in whichever manner your President wishes.

David Edwards (Merchiston) indicated that there had been an increase in ice fees this season which he perceived as coming without any discussion with members. He requested that ECC members have access to the annual accounts of MCL. Norman Watt indicated that the ECC board received the accounts and that this was a transparent process. Alasdair Seftor indicated that the ECC board saw the accounts each year and as a board we were happy with them and could ask any relevant questions of MCL. Alasdair hoped the membership would trust the board to ensure that ,on their behalf, the MCL accounts were scrutinised. The ECC would discuss how we might disclose MCL information and report back to the membership.

A further question re the profits of MCL was asked. Norman Watt responded that MCL broke even over the year. There was an income of £400,000 with no profits. £104,000 is retained in the bank and this figure has remained steady over several years.

This was followed by a supplementary question of if there are no profits how will MCL repay the loans which will be incurred for the redevelopment. Norman responded that the two major cost to MCL are staffing and power. There is unlikely to be savings in staffing but major savings will be achieved in the power bill because of the changes in lighting ,cladding and the new floor. This will free up funds to pay back the loans.

Additionally, Norman added that the ice fees had not increased in 5 years and that the average increase was 3% which was considerably lower than increases in staffing and power costs.

6 Curl Edinburgh 2018 Questions and Answers

Roger Scott (Peebles) asked why the thinking about laying the new floor on top of the old one had changed. Paul Stevenson indicated that advances in technology had changed and after further discussion with surveyors re the raised levels, most of the existing floor will need to be removed. The base slab will be left in place. Removing most of the old floor will also mitigate the risk of putting a new floor on top of an old one.

Roger Scott (Peebles) indicated that Sports Scotland had been reducing the grants and wondered if this would affect our application. Paul Stevenson indicated our application is in but the decision is not yet concluded but we hope to hear very soon what our grant will be.

Ray Denholm (Musselburgh) asked what our fundraising efforts had achieved so far and if gift aid had been collected. Alastair Seftor responded that so far we have collected £350,000 in total. Gift aid on all the lump sums up until June has been collected but the monthly donations have not had gift aid collected yet. Based on current figures we will have £220,000-£230,000 money in the bank in April May when we will be required to loan MCL the money. This is not enough to cover the sums required. He indicated that so far approx 400 members had donated which leaves a significant number who have not yet done so. A letter has just gone out to those who have not donated asking them to consider donating.

Wendy Baxter (Barbarians) asked if this was the total sum raised. Alasdair Seftor confirmed that this was what had been raised by fundraising but other monies are being raised in other ways. Paul Stevenson indicated that we are applying for grants from different organisations and that the loan from the World Curling Federation of \$100,000 is almost finalised.

Myra Fell (Haymarket) asked what is holding back curlers from donating. Jim Ramsay indicated there are various reasons for this some people wanted to wait and see if others would donate. We hope this new letter will stimulate more responses. Myra wondered if more information is required and Jim outlined what we are doing in disseminating information. Alasdair reiterated that we will continue to communicate what progress we are making.

Ruth Addinall (SIAE) Asked for clarification on her understanding of donating. She said donations are given to ECC who will loan the money to MCL to pay for the work. This loan will be not be repaid unless the ice rink is bought and ECC will be re-inbursed. Alasdair Seftor indicated this is accurate that certainly in the first ten years when MCL are repaying the loans. It will then be up to MCL and ECC to consider but the likely hood is that loan will remain with MCL. A small interest rate will be determined.

John Hogarth (Gogar Park) expressed disappointment that there was a high number of members who had not contributed and wondered if we could get clubs involved to create more interest among their members. Alasdair Seftor indicated that the two boards are considering a

range strategies to look at different fund raising opportunities but he urged any clubs who wished to engage in fundraising to do so.

7 Chairman's Report

BROTHER and SISTER CURLERS,

We have heard about the operations within Murrayfield and about our development programme within Curl Edinburgh 2020.

You should understand that your board has contributed to the aforementioned, most board meetings have been dominated by fundraising and planning the future of curling for our members.

Some of our fundraising efforts were made out of the boardroom when members of the board and myself visited individual curling clubs at their AGM's and dinners. This offer is still open, we are happy to meet with clubs or groups to explain our progress and fundraising efforts.

At the 2016 AGM we heard that we could expect up to 500k from sport Scotland. This amount is now expected to be around the 200k mark. So yet more money to be raised by us!

Our target fundraising from members is 500k. Personally, I am very disappointed that our membership have not all rushed to 'come to the aid of the party!' there are actually some clubs that have turned their backs on us and contributed nothing!

However, I am cheered by the many clubs and members that have donated.

We have now made further pleas to those members who may have mis-filed original forms and unite them into the main body of our curling facility here in Edinburgh.

As I said last year, Edinburgh Curling Club exists to look after the interests of those curling in Edinburgh.

Your board will continue to have fundraising events. Please support our efforts, not only to gain funds but also to unite us as friends.

As you know, the bar and catering are run by Edinburgh Curling Club for you and your guests.

In recent years the bar sales have suffered due to stricter licensing rules and our catering has remained problematic.

I have lost count of how many years I have been on the board, I originally joined during the reign of Ann Marie and over all this time we have tried to improve the catering and bar options as well as create a vibrant clubroom facility.

We have employed and franchised the catering operation in an effort to satisfy and create demand for the supply of food at Murrayfield.

Catering is difficult for us. We are only open for 6 months during which time there are peaks and troughs for demand. This is costly in providing staff.

Last January, we lost the services of our no2 chef and towards end of season, bill gave notice that he would not be returning for the season 17/18.

So, next season we have moved back to a franchise operation.

Parsley & Thyme Catering will take over the responsibility for feeding and watering us.

The owner, Paul, has proved himself to us as he stepped in to assist Craig until the end of the season.

Paul will now be in full control of your catering needs. This will take away the need for your committee to try to police something we are not expert in.

Parsley & Thyme will employ all catering staff which will reduce our 'expensive' staff costs. In fact, Edinburgh Curling Club will only have one main employee - Lorna.

There's more good news! Paul has managed to secure the services of Bill Fleetham as well as other known faces.

I'm assured by Paul that he will be able to provide good food at reasonable prices plus you will still receive a further discount if you use your discount card,

Please support your clubroom. Eat and socialise with us!....not just when you are curling. Book us for any event...in or out of season.

As I say, staff costs drain our potential profit. Normal daytime bar sales do not justify staffing, therefore we have decided to close the bar at non peak times. We will be fully staffed from 4.30 Monday to Friday and when there is demand at weekends.

Although the bar shutters will be down Mon – Fri., Paul and his staff will be willing to provide a limited service to satisfy your thirst if time permits.

Our shop will be open as normal but will be manned by Murrayfield staff. We will make a contribution to their cost but still save money on staff costs.

Last year, I thanked my board members at length because so much had been achieved.

It is no different this year, so grateful thanks go to past president Trevor for his input of his curling knowledge. To Mike Wood for keeping us legal.

Graham completes his term on the board today and i thank him for his technical input over the years.

We co-opted Quentin during the year and he has been very dedicated to any project he has been set.

Then there is Paul, who has done so much for us in fundraising. He is our representative on the Murrayfield board and has helped unite the two boards.

Money man Alistair has dedicated an even greater number of hours this past year. He has been on top of trying to reduce costs.

The main man – is a woman – Margaret, our secretary is always there organising us, no matter where she is holidaying in the world.

Finally, thanks to my vice president Colin for his support and for keeping us right with curling competitions.

That's almost my job done as president.

It has been an honour to serve Edinburgh Curling Club and its members. Thank you to you, the members who have supported myself and the club.

Myra Fell (Haymarket) asked if the new caterer will reinstate the filter coffee arrangement. Jim Ramsay indicated that he thought this would happen.

Graeme MacGuire (Haddington) asked about the bar cover over the weekends. Jim indicated that there would be a bar service over the weekend but this would be monitored.

Lauchlan MacLean (Watsonians) asked if the money left on discount cards would be carried over in this season. Jim confirmed this is the case as money will be carried over.

Con McKay (Gogar Park) asked if there was a decrease in numbers in the membership. Alasdair Seftor said there was no significant decrease.

8 Presentation of Accounts

Good evening and welcome to my report for the year ending April 2017.

For those of you who have reviewed the accounts already you will know the overall results are disappointing. The main causes are the underperformance of the catering operations and a fraud of £8910. I will cover off both issues as I go through the report.

Page 5 of the accounts is the overall profit and loss statement of the company. It incorporates the club Revenue, Bar, Shop and International profit and loss.

Turnover is down slightly from £298k to £295k with gross profit reducing to £87k. The administration charges increased from to £89k to £97k.

The net profit of last year was £21k and this reduced to a net loss of £8k

Page 6 is the Balance sheet of the company. Our tangible assets have increased from £42k to £50k. This is as a result of our investment in a new till/IPOS system and the Iain Baxter trophy cabinet. Our shop stock remained in line with last year at £44k.

Debtors increased from £3k to £13k. Included within this figure are prepayments of £7.7k that relate to expenditure for Curl 2018. This will be released to the P & L next year.

Cash at Bank has increased from £178k to £290k. At the financial year end the fundraising balance stood at £107k

Creditors increased from £30k to £168k. The main differences are the trade creditors at the year-end were £8,910 due to liability to Corston Sinclair in relation to the fraud. There is a corresponding entry for the fundraising at £107k

The member's funds have reduced from £236k to £228k.

We then move onto the Management Information that covers the overall position, the club, bar and Edinburgh International & shop.

Club Income has increased from £57k to £62k. The main difference is the competition income.

The following page details the administrative expenses.

There is a £5k expense for wages. This relates to additional support we provided in the office during last season.

Printing and Stationery has increased from £1k to £2.4k as ECC covered more of the cost this year rather than MCL

Computer costs have increased from £3311 to £6169 due to one off expenditure in our website and IT systems

Our accountancy fees have increased from £4.6k to £7.4k. We took the decision to outsource our book keeping function to reduce the pressure in house. This cost us in the region of £3k. Our accountants continue to produce monthly management accounts throughout the season and have also produced specific pieces of work

Depreciation has decreased from £5040 to £4285. This is a non cash item

Overall the club made a small profit of £127.

I will now move onto the Bar & Catering Profit & Loss. We can see the turnover has remained in line with previous years at £147k.

This years the loss was just under £16k.

There are a number of factors that explain the loss –

Aaron managed the Bar/Catering function during the 2015/16 season. He was unable to do this last season due to increased duties in MCL

At the stage of finding this out we were committed to the current model and we therefore brought in a front of house manager at a cost of £15k

The hope was this would pay in large part for itself due to increased sales but unfortunately that was not the case

It became clear a few months into the season that the model was not working but we had limited options as you can't change the model half way through the season

Ultimately our wage costs at £75k and our Bar costs at £76k were too high for our level of operations

We are fully aware that the service towards the end of the season was not at the level expected. This was in part down to not being able to recruit the right people

Next season we are reverting back to a franchise model. Parsley and Thyme are experienced operators at a West End Hotel. They are used to a franchise operation and their owner Paul Thomson spent some time working with us this season.

Members will be able to continue to use their membership cards. We will receive a franchise fee and proportion of the hot drinks sales

Next is the accounts for the Edinburgh International. These show a loss of £22.

The last page of the accounts is the P & L for the shop. Turnover for the shop has reduced from £68k to £64k.

You will note the other costs have increased by £6k as this included the contractor costs for operating the shop. In the past this was covered by MCL.

The £8910 administrative expenses relates to a fraud that was undertaken on our bank account when we were placing an order with Corston Sinclair

The fraud that was undertaken is commonly known as a Phishing scam.

I will give you a brief summary -

The order was placed from a home computer and not within the ice rink

The confirmation email from Corston Sinclair was intercepted and new bank details were provided

This was then forwarded to the office

Numerous warning signs were missed

Payment set up and released

Bank could not stop the payment as money had already been processed

No compensation from the Bank as it is our error

Reported to the police

Fully investigated by both ECC and MCL boards

That concludes my report for the year and I will happily answer any questions

Alasdair Seftor asked for question but there none. He proposed that the accounts be accepted.

This was seconded by David Edwards.

9 Changes to the Articles The President introduced this change indicating that it had been sent out before the meeting and copies of the proposed changes were available at the meeting. He indicated that the board were proposing that it be increased to nine members with an increase in one ordinary director. This would allow for each to have a three term of office so their contribution to the board could be prolonged and would allow for a three year rotation. Other changes related to specifying the terms of office for the president, vice president and past president.

These changes were agreed by the membership and the articles will be changed to reflect these.

8 Election of Office Bearers and Director

The president indicated that he had completed his term of office and thanked the membership for electing him as president. As his last duty as president nominated Colin Baxter as president. This was seconded by Lauchlin Maclean.

This nomination was accepted and Jim presented Colin with his presidents badge and Colin presented Jim with his past president's badge.

Colin Baxter took over the chair at this point.

He began by paying tribute to Jim's chairmanship acknowledging his commitment to the role and thanking him for all the help and support he had given to the board and the members. He will be a hard act to follow.

He thanked the membership for electing him as President and thanked them for their support.

He then went on explain that due to unforeseen circumstance the person he had asked to be vice president was now unable to accept the nomination. This leaves the post vacant but Colin will explore other individuals. The membership accepted this proposal.

The new president then indicated that Margaret Nicol as secretary, Alasdair Seftor as treasurer and Paul Stevenson as Operations Director are all eligible for re-election are are willing to stand and he proposed them. This was seconded by Jim Ramsay.

The meeting has already agreed to an increase in directors to three and as Grahame Young retires as a director there are three vacancies. There were no nominations for the second vacancy last year and Quentin Russell filled this on an co-opted basis.

To fill the three vacancies there have been three nominations

The three members are

Abigail Brown Edinburgh Curling Club proposed by Alistair Seftor and seconded by Trevor Dodds

Frank Ross Athelstaneford proposed by James Young and seconded by Jim Ramsay

Quentin Russell Stray Dogs proposed by Paul Stevenson and seconded by Alasdair Seftor.

As there were no other nominations the membership agreed these three members are elected onto the board

11 Appointment of Auditors

The president proposed that Johnston Smillie chartered accountants be re-appointed as auditors. The proposal was seconded by Alistair Seftor.

In the absence of other nominations, the president confirmed that Johnston Smillie chartered accountants are duly re-appointed.

12 Any Other Competent Business The president asked if there was any other competent business.

Andrew Hepburn (Corstorphine) felt that while the clubrooms had been done up to a high standard lacked the clubroom feel and asked about honours boards that has been taken down and stored in the attic. Margaret Nicol was able to reassure him that all the Honours boards and the Presidents Board had been put up in the ice rink. A new Presidents Board has been made and will be completed very soon when the current honours boards are being updated. This will hang in the clubrooms. She also indicated there will be a new count down clock in the ice hall so the old clock once it is repaired will be hung in the clubrooms.

Stewart Carnegie (DAFS) asked about the role of development officer. It was confirmed that she will look at how she will encourage new people into the ice rink. Graeme Macguire spoke positively about his interaction with her and how helpful this was.

Paul Davis (Corstorphine) asked if we had considered using the clubrooms as a fringe venue to increase income. This has been explored but might affect our rates but we will continue to explore this.

Graeme Macguire (Haddington) asked if we had any numbers on how many games members played. This is difficult information to gather as clubs book ice but the individuals who are playing are not identified.

Ian Keron (Gogar Park) suggested that at the end of the season we should publish a newsletter celebrating all the successes the members from the curling rink have had at local, national and international level. The board agreed to look at this.

There being no further business. Colin closed the meeting at 21.05 hrs thanking all for their attendance and support and remarked that the new curling season would be starting in a couple

of weeks. Lauchlin Maclean thanked both presidents presiding over the meeting and wished them well.