



ANNUAL GENERAL MEETING MONDAY 8<sup>th</sup> JULY 2024  
7.00PM

Minutes of Meeting

| ITEM   |  |
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| <b>HIGHLAND RUGBY FOOTBALL CLUB (SCIO) 2023-24</b> |  |
| 1.1  | Club Presidents Welcome and Season Review  |
|  | <p>Welcome everyone to the season 2023/24 AGM - it's great to see so many of you here.</p> <p>For those that are unaware, I am delighted to advise that 2023/24 on field season has eclipsed 22/23 as the best season Highland have ever had at senior rugby – The 1<sup>st</sup> XV having their highest league finish, the Raptors making it to the playoffs in their first season in Caley1, the 3's finishing 3<sup>rd</sup> in their first season in Caley 2 North and the Ladies winning their league and gaining promotion to Caley 1 North (Women's).</p> <p>Lots to be hugely proud of for the seniors and once again, some significant markers laid down for what will be a tough season to come.</p> <p>Individually, among the lads, we need to congratulate Lochlan Hodge on gaining his 1stXV debut and of course full Scotland U18 Honours.</p> <p>At senior Inter District level, huge congratulations once again to Stephen, Adriu, Cal Mac, Magnus and Gordon and former player, Finn Call for achieving representative honours with Caledonia Reds and supported again by another strong Highland presence off the field, with coaches Junior and Kev and Physio Fiona on the touchline. Sadly the results didn't go our way this year at Caley, so clearly the squad will need to go back towards 11 highland men for next season! 😊</p> |

For the ladies and girls, Rhianna represented Scotland at U18's once again at both 15's and 7's and delighted that Charlotte Lackie and Eleanor Knock made it into the National 16's Squad also.

Boys Junior Rugby at 15s to 18s had a solid season back in the National Leagues finishing a credible 3<sup>rd</sup> in Nat 2 and just missing out on promotion. With 2 squads at 16's and 18s next season and real depth at 15s, hopefully we can secure promotion back up to National 1.

The 16's finished the season with a largely successful tour to Biarritz organised by Jo Barclay and Brian and last years 15's, next seasons 16s are off to Belfast in October. 13's and 14s boys rugby remain strong with big squads who performed really well in the Regional Leagues this season.

We currently have 46 girls registered from U13's to U 16's – the girls had a tough year finding opposition; however they took every opportunity that came their way and that tenacity, along with the work of their coaches and support team has rewarded them with a place in the Girls National League for next season.

Mini's and Micro's have been awesome as ever, with 125 We eagles, minis and micros having a blast every week at Canal Park and a further 35 down the road at Drum under the newly formed Glen Urquhart RFC which comes under the HRFC umbrella. The highlight of the P7's year being their amazing tour to Cardiff brilliantly organised by Mini and Micro volunteer of the year, Mary Doherty.

Overall, I think Highland Rugby Pitchside, is doing pretty well, however it's not without an enormous amount of work and effort by the section Directors and of course an army of volunteers – Thank you all so so much as we couldn't do it without you!

Our community rugby presence continues to grow, with Ruaridh, Jacob and the Community Coaches doing a sterling job throughout the year. The team have delivered;

- 350 school curriculum sessions and 250 club sessions creating over 16 000 rugby contacts, with boys, girls and ladies.
- Over and above, they deliver Scottish Rugby Performance academy sessions every week,
- successful and profitable Easter and Summer Camps,
- have developed a successful Community Youth Café environment
- and contributed to the formation of Glen Urquhart Rugby Club mentioned earlier.

- The team have just concluded the Primary school kids transitioning to senior school programme and are now in the midst of turbo tag and completing our new club pathway programme, 'Build An Eagle' to replace the 'Highland Way'.
- The lads also put a 'Team Building' programme together last month, which was really well received by a Dutch touring group.
- Delighted to advise that Ruaridh is stepping up to Senior DO next season and Jacob has just agreed a full-time DO contract to support our growing Community Rugby Engagement.

Also on the community side, the Club continues to work closely with the George Barrie Rugby Foundation. Over the last 12 months the foundation

- has achieved full SCIO status,
- continued with their support for the programme at Charleston Academy and related primary schools
- and will be assisting with the costs of U16 player Samu Lawaci travelling over 2000 miles in one month this summer to attend Caledonia sessions. Fulfilling the Foundation key principles being, involvement, inclusion and opportunity.
- Hot off the press - The Foundation have also recruited retiring HRFC Director of Community Rugby, Brian Bell ..... apparently Scott Gardner felt there wasn't enough money in it for him.

Other notable events from season 23/24;

- Further to extended discussions with HLH, we have taken over the management of the hospitality and events function at Canal Park and David Wilson has been charged with maximising the commercial opportunities to CPSC 2017 Ltd towards mitigating our increasing operational costs.
- In the Spring we managed to bring Caley Reds back to Canal Park for The South match - whilst the result didn't go our way, it was another great event at Canal Park which received many compliments for the manner in which we hosted. So big thanks to David Wilson, the bar team and all of the volunteers who helped out on the day and at every home match throughout the season.
- Our continued growth in playing numbers brings significant challenges; - space and light for training and of course the ever-increasing transport costs. To address the former, we launched the Floodlights Fundraising appeal back in November. To date we have secured a £40k promise from Scottish Rugby, the Trustees have committed £25k and we have raised just short of £2000 to date,

through 50/50s, donations and fundraising. Steve Grant is leading the project with a fundraising team, led by Callum Carson. Future fundraising events include a sponsored golf day at Nairn Dunbar on 3<sup>rd</sup> August and a family fun day on 10<sup>th</sup> August and my thanks go to Andrew Bennison, Ruaridh MacDonald, Jacob Powell and David Wilson for the organisation. Please get involved folks and give the fundraising a big kick in the right direction.

- Also included in our development plan is a relatively cost-effective way of keeping our loyal supporters out of the rain on the south side of the pitch with planning also being sought for 2 x 50 seater covered enclosures. Sincere thanks to Rory Kellett and 360 Architecture for assisting with the planning application.
- These are expensive projects and we are not yet 50% of the way there in terms of fundraising, so clearly, there is much to do on the commercial front. Personally, I would like to see some form of 'whole club' fundraising activity, where everyone gives an appropriate level of physical or time commitment to secure these much-needed additions to member facilities.
- We are at the end of our 3-year sponsorship cycle and as such took the decision to review our kit supply arrangements – following what felt like months of debate on the appropriate colour of green ..... we moved on to red ! The result, is that we are changing from Rhino to Macron for all sections and age groups with a number of changes in sponsorship arrangements along the way.
- One of my goals when I came into office was to find a way to recognise all of our volunteers and delighted to say that through the generosity of ANM Electrical, Highland Groundcare and Greshop Industrial Storage we will be in a position to recognise our volunteers in every section of the club. So huge thanks to both Simon and Andy for your continued support.
- Most of you will also know by now that Ardersier Port Scotland Ltd t/a Haventus have come on board as our overarching club sponsor. Lewis Gillies, Haventus CEO, has agreed to invest £40k per year for the next 5 years. Due to the significance of their investment, we will be making one or two changes to reflect this amazing commitment to the club. The former Academy Pitch will now be known as the Haventus Pitch, our Community Rugby team kit will be branded with Haventus logo and you will also see some further signage around Pitch 1 also. Fantastic news for Highland, and a clear reflection of the clubs success at all levels and our community engagement over recent years.

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|     | <ul style="list-style-type: none"> <li>• We have much to celebrate, however not everything in the garden has been rosey, and whilst I am not one for doing our dirty washing in public, we have had 2 or 3 unsavoury incidents over the last season, all of which relate to ‘respect’ in one form or another.</li> </ul> <p>Life always throws up learning opportunities and we have looked at these incidents in such a way as to address the impacts on those concerned whilst endeavouring to ensure there is no repeat and re-enforcing our club and rugby values at all age groups and for all members.</p> <p>Moving On .....</p> <p>Having studied the AGM documents, many of you will be aware we have 3 Trustees stepping down this evening, being former club Captain Kev Brown as the players rep on the board, Owen Cochrane the current Secretary and Brian Bell as Director of Community Rugby and I think it would be appropriate if the AGM show our appreciation for all of the work they have done whilst in office.</p> <p>We will come to the appointment of Trustees in due course however in the meantime I would just like to minute my personal thanks to all of the Trustees, volunteers and sponsors who have contributed to the success of Highland RFC over the course of the last year, and if you are not currently volunteering, please tick the box on the AGM register that’s going around the room.</p> <p>We literally couldn’t do it without you.</p> <p>Apologies for the length of my report, but it’s been a busy year!</p> |
| 1.2 | <p><b>Attendees:</b> Roy Dinnes (President), Shona Fraser (Treasurer); Owen Cochrane (Secretary), Simon Platts, David Wilson, Junior Bulumakau, Heather, Alan Milton, Graham Findlater, Brian Crush, Geoff Begg, Brian Bell, Chris Brogan, Hugo Crush, Andrew Benison, Andy Kyle, Elle Briggs, Gus MacPherson, Callum Carson, David Carson, Graham Chisholm, Neil Rennie, Gavin MacDonald, Ellie Fletcher, Mhairi Docherty, Andy Little, David Titterington, Chris Hinde, Corriene Campbell-Aird, David Henderson, Alan Barrie, Susanna MacDonald, Scott Fraser, Jacob Powell</p> <p><b>Apologies:</b> Markus Meier, Gordon Chisholm, Cameron Cochrane, Colin Ballie, John MacDonald, Steven Grant, Claire McGonigal, Karen Latif, Andy Kent, Roy Sinclair, Ian Nixon, Andy Brown, John Budge, Andy Sutherland, Rory Carson, Cameron Grant</p>   |

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| 1.3 | Minutes of AGM meeting 17 <sup>th</sup> July 2023   |
|     | <p>These were reviewed.</p> <p>Gavin MacDonald commented that at last year's AGM he said that part of the Operations Manager's salary should be set against the profit of CPSC rather than being included fully as a cost of HRFC. Had this been the case the accounts of CPSC may have shown a loss. After discussion this was agreed by the members present and the draft minutes were amended. The minutes were then accepted as true reflection of the AGM.</p> <p>Proposed: Neil Rennie and Seconded: David Carson</p>   |
| 1.4 | Submit Hon Treasurer's Report and adopt accounts for HRFC (SCIO)  |
|     | <p>Highland Rugby Football Club<br/>AGM 8th July 2024<br/>Treasurers report</p> <p>As my first year as treasurer I am pleased to report on a successful year from a financial point of view too.</p> <p>On the screen you will see abstracts from the accounts of our trading company Canal Park Sports Club 2017 Ltd and our charity Highland Rugby Football Club. Full accounts are on our website.</p> <p>Our trading company which covers the bar, merchandise, hospitality and rental of this area has generated income of £191,935, a rise of £39,263 from last year. Bar sales are up £22k and this year we have income from renting out the clubhouse of £28,489 since we took over the rental management from Highlife Highland in October.</p> <p>Although merchandise sales are down, so are costs so overall our margin from sale of merchandise has fallen from £8,630 to £5,093. Hospitality income is down £2,191 as a result of less 1st XV home games.</p> <p>We have taken 75% of our Operations Manager costs through CPSC this year, last year 100% went through our charity, and after meeting this cost as well as bar staff wages and overheads we have made a profit of £17,954 which will be passed up to the charity by way of gift aid to avoid paying Corporation tax on this profit.</p> <p>On the next slide is income for our charity which totals £283,221 compared to £239,075 last year, an increase of £44k. I have left out Centenary income as that was exceptional to last year. Main points to note here are:</p> <p>Funding from SRU totals £76,368, up £6k</p> <p>Income from general donations and Highland Council's contribution to Active Travel day totalled £9,691 this year</p> |

Increase in membership income of £21,804. Thanks is due here to Karen, Andy, John and team managers for their huge efforts in setting up new systems to ensure we had a full list of players to check memberships paid and chasing where necessary. Further improvements expected next year when all players will have to register on SPOND

Sponsorship totals £69,418, up £4k

Lotto still bringing in a substantial amount each year, £7,873 but with jackpot sitting at £8,350 that could be wiped out any day!

Camps and Youth Academy income totals £18,171, up substantially by £8,272

On the expenditure side, our total expenditure sits at £247,034. This looks like a savings of £17k but this year's costs only take in 25% of the costs of our Operations manager, with the balance going through our trading company. Comparing like for like we have managed to hold back the increase in expenditure to £5k with main points to note:

Our highest cost is staff costs which total, between the trading company and the charity, £125k (£101k last year), £71,356 which is reflected through the charity. We currently employ our Operations manager, 2 Development officers and 6 part time Camps/Youth Academy/Community boys and 7 part time bar staff who work when needed.

Directly related to the increase in the number of teams is the increase in travel costs by £6k to £62,625 and the increase to players meals costs which is due both to numbers and an increase in price and hopefully quality when we moved our supplier from HLH to Donnie Macleod

£6,800 savings in kit costs this year

Last year we made donations as part of our Centenary celebrations of £17,450, down to £2,151 this year

So overall, including the profit from our trading company, we have made an overall surplus of £36,212.

Lastly, looking at net assets of the club overall, taking CPSC and the charity's assets together, these totalled £262,584 at the year end and comprised:

£35k tied up in furniture and fittings, cabin and equipment. Main capital expenditure in the year included the electronic scoreboard and upgrade of PA system as well as various small pieces of equipment

£240k in bank and building society accounts (some of which is earning reasonable interest)

We have £1,738 so far in our fund for our Floodlights and stand project – from 50:50 at end of season, Junior 7s and a generous donor. Funds raised at the Family fund day and Golf day in August are to go into this fund too.

£12k in bar and merchandise stock

less £22k either due to suppliers or income carried forward to the current season. So overall a growth in net assets in the year of just under £35k which puts us in a good position to meet the challenges of next season.

These figures are draft and once I firm up on a couple of estimated figures they will be presented to the Independent Examiner for review and sign off.

A couple of further points from a financial point of view as a result of being victims of our own success.

Given our income levels, we have had to register the charity for VAT purposes since March which means, although we can reclaim some VAT incurred on costs, we lose 20% of gate entry, social memberships and match fees income. This will have an impact this year on income.

Also, given that our total income is likely to exceed £500k this coming year, we will need to move up from an Independent examination, which we have not had to pay for, to a full Independent Audit of the accounts. With charity audits costing between £5k and £10k, it is a substantial new cost to cover next year.

Lastly I want to thank Alan Milton for his continued support and help with the book-keeping, cabin etc.

Calum Carson thanked the Treasurer for all her hard work throughout the year.

Graham Findlater asked about how the floodlights and stands would be funded and costs. The President said the costs were to be in the region of £150K and already some funding had been secured (as detailed in his opening remarks) but that if anybody knew of funding we could apply for, or were willing to help with funding, then to please let the trustees know. Solar panels will also be fitted so that we can help Highland Council with reaching their green energy goals.

Neil Rennie asked if there would be a 1.8m fence around the new floodlights. The President responded that not all details of the situation of the floodlights were yet known (depending on funds received) but that this would be taken into consideration and he thanked the member for the advice.

Geoff Begg stated that it was good to see the increase in revenue from the rugby camps and wondered if all the costs were detailed as expenses. The President stated that the main cost for the camps is staff costs and these had increased as more coaches and volunteers were needed. These costs are shown separately in the full accounts.



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|     | <p>Discussions took place around bus travel costs and the President stated that the average cost per member for bus travel was £324 (total cost divided by total membership not only those using buses). This cost is expected to rise to £447 next season as we have more fixtures scheduled as well as more teams.</p> <p>Geoff Begg asked what the Trustees thought were the benefits of taking over the rental operations from HighLifeHighland. The President responded that we now had more control and that we could offer more options. One area where this will soon become more evident is when the match day publication is released.</p> <p>Andrew Little asked that since the SRU had already stated to the public that they need to reduce their debt, had the club been made aware of any savings being asked of them? The President replied that we had not received anything at this point but agreed that the SRU may progress this in the future.</p>   |
| 1.5 | Appointment of Trustees  |
|     | <p>The Secretary stated that Kevin Brown (players representative), Brian Bell (Director of Community Rugby) and Owen Cochrane (Secretary) were all stepping down from the committee as their 3-year tenures had ended. The members present thanked them all for their service.</p> <p>Owen Cochrane said the constitution allowed him to hold a second 3-year tenure and since there were vacancies in the Trustees, he was open to that idea but it was for the members to decide.</p> <p>This was proposed by Graham Chisholm and Seconded by Gus MacPherson.</p> <p>Gavin MacDonald queried that Louise Lee had not been appointed correctly. The Secretary said that although she had been appointed during the season this was in alignment with the Constitution. This would also be shown for the current and next season Trustee Lists was displayed at the AGM. This is the constitution item referred to</p> <p>26.6 The charity trustees may appoint a person who is willing to act to be a charity trustee, either to fill a vacancy or as an additional charity trustee, provided that the appointment does not cause the number of charity trustees to exceed any number fixed by or in accordance with the organisation's constitution as the maximum number of charity trustees. Such charity trustee shall be subject to re-election at the next AGM of the organisation.</p> |

|                       | <p>Note: Louise Lee was elected as a Trustee during the season to the vital role of Child Protection Office. This was Proposed by Halde Pottinger and Seconded by Claire McGonigal.</p> <p>Jo Barclay has volunteered to become a Trustee.<br/>This was Proposed by Brian Bell and Seconded by Owen Cochrane.</p> <p>It is hoped that a Players rep will come on to replace Kevin Brown as a trustee soon.</p> <p>The trustees as appointed by the membership are ...</p> <ul style="list-style-type: none"><li>• Roy Dinnes</li><li>• Owen Cochrane</li><li>• Shona Fraser</li><li>• Claire McGonigal</li><li>• Dave Titterington</li><li>• Karen Latif</li><li>• Chris Brogan</li><li>• Simon Platt</li><li>• Halde Pottinger</li><li>• Louise Lee</li><li>• Jo Barclay</li></ul> <p>The Secretary stated that</p> <ol style="list-style-type: none"><li>1. AGM approves for member to become/stay on as trustees only.</li><li>2. Roles are agreed at next Trustee Meeting (Monday 15<sup>th</sup> July 2024)</li><li>3. Roles are then communicated back to membership.</li></ol> |                     |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |
|-----------------------|---|---------------------|--------------------|---------------------|---------------|----------|----------|---------------|---------|---------|---------------------|----------|----------|-----------------------|---------|----------|
| 1.6                   | Membership Policy for Season 2024-25  |                     |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |
|                       | <p>The membership fees were presented, discussed and approved.</p> <p><b>Trustees Membership Proposal 2024/25</b></p> <table><tr><th>Category</th><th>Current<br/>2023/24</th><th>Proposed<br/>2024/25</th></tr><tr><td>Platinum Vets</td><td>£ 120.00</td><td>£ 130.00</td></tr><tr><td>Standard Vets</td><td>£ 80.00</td><td>£ 90.00</td></tr><tr><td>Senior Playing Male</td><td>£ 140.00</td><td>£ 150.00</td></tr><tr><td>Senior Playing Female</td><td>£ 80.00</td><td>£ 150.00</td></tr></table>   | Category            | Current<br>2023/24 | Proposed<br>2024/25 | Platinum Vets | £ 120.00 | £ 130.00 | Standard Vets | £ 80.00 | £ 90.00 | Senior Playing Male | £ 140.00 | £ 150.00 | Senior Playing Female | £ 80.00 | £ 150.00 |
| Category              | Current<br>2023/24  | Proposed<br>2024/25 |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |
| Platinum Vets         | £ 120.00  | £ 130.00            |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |
| Standard Vets         | £ 80.00   | £ 90.00             |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |
| Senior Playing Male   | £ 140.00  | £ 150.00            |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |
| Senior Playing Female | £ 80.00   | £ 150.00            |                    |                     |               |          |          |               |         |         |                     |          |          |                       |         |          |

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|                   | <table><tr><td>Student</td><td>£ 80.00</td><td>£ 90.00</td></tr><tr><td>Junior/Mini/Micro</td><td>£ 80.00</td><td>£ 90.00</td></tr><tr><td>Family</td><td>£ 170.00</td><td>£ 180.00</td></tr><tr><td>Social</td><td>£ 80.00</td><td>£ 90.00</td></tr><tr><td>Social Platinum</td><td>£ 120.00</td><td>£ 130.00</td></tr></table> <p>Graham Findlater asked what the match entry fees were for Non-Platinum members (they have match entry as part of their package) and visitors. It was stated that at present it was £5 but since we would need to recover the VAT on this income next season, it was foreseen to increase to £6. Others in the room thought entry should be higher. Andrew Little suggested non-members pay a higher entry rate than social members.</p> <p>The Trustees will discuss and respond to the membership before the season starts.</p> <p>Geoff Begg asked if the year-on-year increase in membership fees was sustainable and would it turn some people off becoming members. Others responded that the costs for rugby membership was far lower than any other local sport clubs. The President replied that the disparity between membership fee and the cost per member for bus travel (in his opening remarks) needed an increase.</p> <p>Junior Bulumakau asked if any dispensation could be made for army personnel who were not available for part of the season due to active service overseas. The President said that he had tried to get some financial input from Army funds to meet some membership costs but this had not been concluded. He would try again.</p> <p>Other options from the floor included 50/50 payments so a member could pay for the half season they were available. Another was to have a different sort of player sponsorship package to cover some of the costs.</p> <p>The membership agree that we should do something for those serving their country. The Trustees will discuss and respond to the membership before the season starts.</p> | Student  | £ 80.00 | £ 90.00 | Junior/Mini/Micro | £ 80.00 | £ 90.00 | Family | £ 170.00 | £ 180.00 | Social | £ 80.00 | £ 90.00 | Social Platinum | £ 120.00 | £ 130.00 |
| Student           | £ 80.00   | £ 90.00  |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
| Junior/Mini/Micro | £ 80.00   | £ 90.00  |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
| Family            | £ 170.00  | £ 180.00 |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
| Social            | £ 80.00   | £ 90.00  |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
| Social Platinum   | £ 120.00  | £ 130.00 |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
| 1.7               | Appoint representatives to attend AGM of SRU  |          |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
| 1.8               | AOCB  |          |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |
|                   | Graham Chisholm and Andrew Little asked a similar questions on match day entry fee as was asked above. The answer is as above.  |          |         |         |                   |         |         |        |          |          |        |         |         |                 |          |          |

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|                                | <p>Steven Grant (via email) asked if the AGM could be moved to June so as to not conflict with school holidays. This will increase pressure on the deadline for draft financial reporting but the Treasurer was sure this could be achieved. The proposal was approved by the membership.</p> <p>No further questions were raised and the President thanked the members for their attendance and closed the meeting at 20:05.</p> |
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| Canal Park Sports Club 2023-24 |   |
| 2.1                            | Directors Report  |
| 2.2                            | Financial Report and Trading  |
| 2.3                            | Appointment of Directors  |
| 3.1                            | AOCB  |