

Board of Directors Note of Annual General Meeting



11 September 2014

West Dunbartonshire Leisure

Note of Annual General Meeting 11 September 2014

Present:	Councillor David McBride (DMcB) Tony Waclawski (TW) Councillor William Hendrie (WH) Joanne Harkin (JH) Denise Laverty (DL) David Smith (DS) Charlie Gibson	Partner Director (Chair) Independent Director (Vice Chair) Partner Director Employee Representative Director Independent Director Independent Director Independent Director
Apologies:	Jim Gunn (JG) Councillor Kath Ryall (KR)	Independent Director Partner Director
In Attendance:	John Anderson (JA) Fiona McGuigan (FMcG) Bobby Kerr (BK) Gillian McNeilly Jenny Simpson	General Manager (WDL) Company Secretary (WDL) Development Officer (WDL) Minutes Manager of Accounting (WDC) Wylie Bisset (External Auditors)

1. Welcome and Introductions

Chair welcomed everyone to the meeting

2. Declaration of Interest

It was noted that there were no declarations of interest in any of the items of business on the agenda.

3. Minutes of meeting 5 September 2013 and Matters Arising

The minutes were submitted and approved as a correct record. There were no matters arising.

4. Chairperson's Report

The Chair thanked his fellow Directors and the General Manager for their diligence and hard work in making the first two years of the Leisure Trust such a success. He thanked all the staff and the contributions made by fellow Directors who sit on sub committees. He also thanked his former Vice Chairperson, Kenny Clark, who resigned earlier this year for his contributions over the past two years.

The Chair highlighted the advances made by the Trust over the year which included the refurbishment of the three fitness suites, increased revenue and memberships and the positive feedback from users. He also highlighted the improvements and increased usage within the Community Facilities including the new Community

Cinema in the Concorde, funded by the Dumbarton Common Good Fund, the Annual Sports Show and Sports Awards and all the work carried out by the Active Schools section.

He was delighted how popular and well organised the events managed by W.D.L. were which included the Loch Lomond Highland Games and Scottish Pipe Band Championships and the Queen's Baton Relay. He concluded by praising the W.D.L. management team and suggested his successor adopts the same approach in allowing management to deal with the day-to-day running of the organisation.

5. Audited Accounts and W.D.L. Annual Report 2012 - 2013

The final audited financial accounts for the period to 31 March 2014 were submitted for approval from the Board along with the Annual Report for 2013 - 2014.

Having heard the Manager of Accounting, External Auditor and General Manager in further explanation of the financial aspect of the report, and in answer to Board Member's questions, the Board agreed:-

- (1) to note the content of the report and appendices;
- (2) to approve final audited financial accounts for the period to 31 March 2014 and the W.D.L. Annual Report for 2013 – 2014 subject to the following amendment:
 - (a) note 18 – Funds - moving £200,000 (equipment replacement) from incoming resources to transfers and subsequent alterations to the unrestricted line.
- (3) amend the Reserves Target to £700,000 (based on an average of 3 months' income less the management fee);
- (4) designate £200,000 for replacement equipment; and
- (5) approve the signing of the Letter of Representation.

The Chair expressed his thanks to Jenny Simpson from Wylie Bisset for her detailed explanation of the accounts. Jenny left the meeting at 6.50pm.

6. Retirement of Independent Directors and Appointment of Chairperson and Vice Chairperson of the Board of Directors (For Noting)

To advise the Board of the process for the Retirement of Independent Directors and the appointment of a Chairperson and Vice Chairperson

Having heard the Chair in further explanation of the report, and in answer to Board Member's questions, the Board agreed:-

- (1) to note the content of the report.

7. Resignation & Appointment of Independent Directors (For Approval)

The Chair advised that in accordance with Article 62 of the Articles of Association, there is a requirement for two Independent Directors to retire who have been longest in office since they were last appointed or re-appointed, those being Tony Waclawski, Dave Smith and Jim Gunn.

The two Independent Directors were chosen by lot and Jim Gunn and Tony Waclawski were duly chosen to retire. Under article 62, both retiring Independent Directors shall be eligible for re-appointment and both were re-elected having been proposed by the Chair and seconded by W.H.

8. Appointment of Chairperson & Vice Chairperson of the Board of Directors (For Approval)

The Chair advised the process of electing the Chairperson and Vice Chairperson. Tony Waclawski was nominated and elected to the post of Chairperson by D.S. and seconded by D.L. David McBride was nominated and elected Vice Chairperson by W.H. and seconded by T.W. T.W. assumed the Chairperson position.

9. Presentation (For Noting)

There followed two short films from the Queen's Baton Relay event and Commonwealth Games.

10. The meeting concluded by T.W. thanking everyone for attending.

Signed:

David McBride

David McBride (Chair)