

**Please Note: Papers for the Annual General Meeting will be available to view
in the Museum from Monday 24th April.**

**Notice of The Moray Society Annual General Meeting
6.30 pm Friday 28th April 2017 at Elgin Museum**

Agenda:

1. Welcome from the President, Grenville Johnston (Chair)
2. Apologies for absence
3. Minutes of AGM 2016 - for approval
4. Matters arising from above
5. President's written report on the activities of the Society (Grenville Johnston)
6. Receive the Financial Report, including Accounts for the year ending 31st December 2016 and report of the independent financial examiners, Ritsons, Chartered Accountants, Elgin (Treasurer and Company Secretary, Ken Ferguson)
7. Appointment of Ritsons, Chartered Accountants, Elgin as independent financial examiner for 2016
8. Board membership - annual election
The following existing Trustees are resigning and standing for re-election having been duly proposed by two Ordinary Members. See notes for the Agenda:
Grenville Johnston
Janet Trythall
Bill Dalgarno
Edna Cameron
Claire Herbert
Rebecca Russell
Mary Shand
Graham Robertson
And new candidate Board member, Donna Skelly
9. Special Resolution to amend Article 9 of the existing Articles of Association to say:

“The Board shall meet as soon as practicable immediately after each AGM to appoint the Office-Bearers from the Board (all or any of whom can be Co-opted Trustees), usually being the President, Vice President, Secretary and Treasurer. Unless the Board of Trustees at any time resolves otherwise, each Office-Bearer shall hold office for a period of three years, provided that he or she remains a Trustee for that whole period. At the end of his or her period the Office-Bearer shall be capable of re-appointment for a further three years, but no Office-Bearer can serve more than six years in office, without at least one term out of office before being eligible for reappointment again, unless the Board of Trustees at any time resolves otherwise.”

Proposed by the Moray Society Board. See notes for the Agenda

10. Fixing of annual subscriptions for the categories: Ordinary, Family, Junior, Student, Life, Corporate membership. The Board recommends the subscriptions to remain as:
 Ordinary member not paid by Standing Order, £30 (otherwise £25).
 Family member not paid by Standing Order, £50 (otherwise £40)
 Junior (Young Marvel) - a single joining fee of £1, not an annual subscription.

11. AOCB

12. Close

The AGM will be followed by a lecture at 7.30 pm: **A Taste for Indian Sculpture: India, Moray and Elgin Museum** by Professor Richard Jeffrey, University of Edinburgh and Friederike Voigt, Senior Curator, Middle East & South Asia, National Museums Scotland. This is a follow up to the donation of Elgin Museum’s Hindu sculptures to NMS at our AGM 2016. The lecture is free and open to the public, but donations are welcome.

NOTES

Notes for AGM Agenda items numbers 8. and 9.

The Moray Society’s Constitution is available on our website. In summary, we are allowed up to eight Trustees elected by Ordinary members, up to three co-opted by the Board, plus the Convenor of the Museum Management Committee, making a total of twelve. Four Trustees have indicated their intentions to retire at the 2017 AGM, our retiring Treasurer, Ken Ferguson, Angela Monro, Marion Yool and Phil Dacre, and they are thanked for their contributions. We have one new candidate for election, Donna Skelly.

Agenda item 8. Board membership and election of Trustees:

All Trustees retire annually at the AGM but can be re-elected without restriction as to the number of times.

The Board has been undergoing a review of its composition, with particular regard to an appropriate range of skills and experience, and to the sustainability of The Moray Society and its Board. To that end, the Board recommends the election of the following as Trustees, all duly proposed and seconded:

Name, with date of co-option/election	Current Office Bearer/Museum position/Other “indication of suitability”	Proposer	Seconder
Grenville Johnston	President; Lord-Lieutenant of Moray Retired chartered accountant	Angela Monro	Marion Yool

Janet Trythall	Vice-president; Elgin Museum Volunteer incl. Accreditation, Recognition, Year of History Heritage and Archaeology (YHHA2017). Retired anaesthetist	Phil Dacre	Grenville Johnston
Graham Robertson	Treasurer; Elgin Museum Volunteer Retired chartered accountant	Grenville Johnston	Ken Ferguson
Bill Dalgarno	Convenor, Museum Management Committee; Elgin Museum Volunteer incl. Membership Secretary, Newsletter Editor, Line Manager Retired retail manager	John Trythall	Gordon Milne
Mary Shand	Elgin Museum Volunteer incl. Publicity, Activities Retired Primary School Teacher	Ritchie Mabon	Morag MacDonald
Edna Cameron	Elgin Museum Volunteer incl. Fundraising Retired lecturer	Frances Wardaugh	Ritchie Mabon
Rebecca Russell	Moray Society insurance rep. Land manager	Grenville Johnston	Graham Robertson
Claire Herbert	Elgin Museum Volunteer incl. web site, facebook, YHHA2017. Archaeologist with Aberdeenshire Council incl. Moray	Davie Milne	Bill Dalgarno
Donna Skelly	Solicitor & partner, Grigor & Young	Rebecca Russell	Janet Trythall

Agenda item 9. The Office Bearers:

The President, Vice-president and Secretary/Treasurer are appointed from the Trustees, by the Board, at the first Board meeting after the AGM. We are conscious that the President and Vice-president have been in office for a considerable time, which now exceeds the permitted 6 years. The Board is unable to find other candidates to stand for these offices and therefore, having taken legal advice, proposes to the members the change to the Constitution as described in the Special Resolution, agenda item 9.

**The Moray Society Annual General Meeting
6.30 pm 29th April 2016 at Elgin Museum**

1. Welcome from the President (Chair)

Grenville Johnston, President, welcomed those present.

2. Present and absent (name lists in file)

29 members present

10 apologies for absence

In attendance: Museum Assistant

3. Minutes of the AGM of 2015 – accuracy: Agreed nem com

4. Matters arising from AGM minutes 2015 – none

5. President's report

Grenville Johnston referred to the regular updates to members in the Newsletters, and said that for this reason, reports from the individual committees would not be included this AGM. He highlighted the following activities and achievements for the year:

- Moray Council – no future financial assistance will be received. This response provoked a number of substantial donations.
- Outreach/education – Di Hannan was thanked for her work with schools and groups. An innovation was a Museum takeover by two Primary Schools.
- Thanks were also given to Heather Townsend (Museum Assistant), to the members of the Management Committee who all have specific responsibilities, and to all the volunteers. A full programme of activities and lectures was arranged for 2015/16.
- In addition to our usual changing displays, including WWI/1916, we hosted “Unknown” by Alison Kinnaird, and received the Dandaleith stone.
- New volunteer activity has included the Geology and Library Groups, and with the Birds and Eggs recatalogued, a start on the Butterflies and Moths. An innovation was a coach trip for volunteers to the archaeology of Aberdeenshire.
- Opening day was a great success, thanks to Windy Miller, and Johnny and the Copycats.
- CARS funding – we still have not found the required 50% funding.

6. Financial report – see statement of income/expenditure and balance sheet to year end 31/12/2015 (Extracts from full accounts examined by Ritsons and almost ready for presentation to OSCR – full copies can be seen on request or on the OSCR and Companies House websites.) See notes prepared by Ken Ferguson, Treasurer and Company Secretary.

In summary, while our finances show a modest surplus in unrestricted funds, we still require to have some £50k annually to run the museum, and our utility and maintenance costs increase. The majority of our funds are restricted and not available for general maintenance and outgoings. Apart from the salaries of the part-time Museum Assistant and Janitor, any wages are funded from project grants. Donations have been most welcome, but they are unpredictable.

Adoption of Treasurer's report: nem com.

Ken Ferguson was thanked for his work on our behalf, particularly handling the complexities of our grant/ring-fenced funding and having our accounts up to date with OSCR, in an exemplary format.

Proposed: Mary Byatt Seconded: Bill Dalgarno.

7. Appointment of Ritsons, Chartered Accountants, Elgin as independent financial examiners for 2016 – agreed nem com.

8. Board membership

(a) Resignations: under our revised Constitution, all Trustees resign at the AGM.

(b) All the existing Trustees offered themselves for re-election and were duly re-elected:

Grenville Johnston (President)

Janet Trythall (Vice-president)

Ken Ferguson (Treasurer and Company Secretary)

Bill Dalgarno

Edna Cameron

Mary Shand

Angela Monro

Marion Yool

Rebecca Russell

Phil Dacre

Claire Herbert

Proposed: Davie Milne Seconded: Ritchie Mabon. Agreed nem com.

9. Special Resolution to consider transfer by donation of Hindu sculptures to National Museums Scotland (see supporting report.) Proposed: Grenville Johnston. Seconded: Mary Byatt. Agreed nem com.

10. Special Resolution to consider transfer by donation of Elgin Cathedral stone to Historic Environment Scotland, Elgin Cathedral (see supporting report.) Proposed Mary Byatt Seconded: Marion Yool. Agreed nem com.

11. Fixing of annual subscriptions for the categories: Ordinary, Family, Junior, Student, Life, Corporate membership. Changes proposed by the Board and agreed nem com:

Ordinary member not paid by Standing Order: £30

Family member not paid by Standing Order: £50

Junior member (Young Marvel): a single joining fee of £1, not an annual subscription.

12. AOCB: none, except the Office Bearers reiterated the benefits of not charging an admission fee, reflected in the increased number of visits/revisits and the happy atmosphere in the Museum without loss of revenue, and also their thanks to volunteers and benefactors.

There being no other business, the meeting closed at 1900.

It was followed by drinks and nibbles, and at 1930 by a lecture, "Scotland's Wildcats" by David Barclay, Cat Conservation project Officer, Kincaig.

Janet Trythall

24/02/2017

The Moray Society
Form of Proxy Voting AGM 2017

I,
of.....,
being an *Ordinary Member of the Society or *one, aged 18 years or over, of a
Family Membership or *the Corporate Membership representative of
.....
hereby appoint the chairman of the Annual General Meeting
or*.....,
of,
as my proxy to vote for me on my behalf at the Annual General Meeting of the
Society to be held on 28/4/2017 and at any adjournment thereof.

This form to be used in favour of/against the resolution(s),*

Agenda item	For	Against	Vote withheld
3. Minutes 2016 AGM			
6. Financial report 2016			
7. Independent Financial Examiner 2017			
8. Board membership – annual election	xxxxxxxx	xxxxxxxx	xxxxxxxx
Grenville Johnston			
Janet Trythall			
Graham Robertson			
Bill Dalgarno			
Mary Shand			
Edna Cameron			
Rebecca Russell			
Claire Herbert			
Donna Skelly			
9. Special resolution to amend Article 9 of the existing Articles of Association			
10. Fix annual subscriptions (unchanged)			

** to be deleted if not required, or amended if it is required*

Signature of member appointing proxy.....dated.....

To be valid, this Form of Proxy, once signed and dated, must be lodged at
Elgin Museum at least 48 hours before the start of the General Meeting referred
to above.