

THE MORAY FIRTH PARTNERSHIP
("the Partnership")



Company Number: SC196042

**MINUTE of the ANNUAL GENERAL MEETING
of the Partnership held at Inverness on
17 February 2006 at 2.30pm**

Present

George Hogg (Vice Chair) Chair of Meeting
John Dunthorne (Chair for Items 2 – 4)
Clive Goodman
Peter Tilbrook
Sinclair Young
George Dobbie

and other members of the Partnership as shown in the AGM Attendance List (Annex A)

Apologies

Michael Comerford (Chairman)
Various apologies were received

Notice and Quorum

Notice of the meeting was taken as read. More than 10 members being present, or duly represented, the meeting was declared quorate and proceeded to business.

1. Chairman's Report

The Chairman of the Meeting gave a presentation and review of the activities over the last year. The Partnership's main focus for 2005 was to continue to lessen dependence on a small number of key core funders, and to generate more income from projects. In order to help carry out work in promoting coastal zone management, funding has been raised for a variety of major projects such as The Community Grant Scheme, Moray Firth Fisheries Action Group, Coastal Heritage – The Moray Firth Trail (part of the NAVE Nortrail North Sea Trail Project) and the Dolphin Defenders campaign which won a gold award in the charity/not for profit category and silver in the best community campaign at the Chartered Institute of Public Relations (CIPR) "Scotland Pride" Awards.

In addition, the Partnership assisted Talisman UK with the initial consultation phase for its Beatrice Windfarm Demonstrator Project. The Cromarty Firth Database was updated and continues to be a valuable source of information for developers and anyone interested in the Cromarty Firth and, in 2005, the three year "Beach Guardians" project started to tackle coastal litter around the Firth involving schools, communities and businesses.

Future plans include the launch in March of the greatly improved MFP website and contacts database, which LifeScan Scotland Ltd. had funded; a Coastal Heritage – 'Hands Across the Firth' project; The Moray Firth Flotilla 2007; Adding Value to Local Produce Conference and the formation of a Strategic Group with leading figures from many different sectors, which will identify future issues for the Firth and how the Partnership can play a significant role.

Formal thanks were expressed to all Members of the Partnership, Staff, MF Action Group members, Directors and to Sponsors for their valued support.

The Chairman then asked John Dunthorne to present the financial statements and to chair the following section of the meeting including the formal election of directors.

2. Accounts & Reports

John Dunthorne explained the accounts including the effects of a change in Recommended Accounting Practice for Charities, which meant that all income had to be declared in the year it was received, whether or not it was ring-fenced income for a future year. In the year to March 2005, approximately £50,000 additional (future) income was declared, which gave a slightly distorted view of the company's finances in the first year that it was applied.

The Resolution to receive the statement of accounts of the Partnership for the period ended 31 March 2005 and the balance sheet as at that date, together with the reports of the Board of Directors and Independent Financial Examiners was approved unanimously.

Proposed: Rick Walker Seconded: Roger Goodyear

3. Appointment of independent financial examiners

The Resolution to authorise the Board to appoint independent financial examiners and fix their remuneration, was approved unanimously.

Proposed: Brigitte Geddes Seconded: Gordon Menzies

4. Election of Directors

The Partnership currently has 7 directors, which is the maximum allowed by the Articles of Association. Each year, one third of the directors must retire by rotation. Clive Goodman and George Hogg retired by rotation, and both indicated that they wished to stand again. No other applications to join the Board had been received. The Board expressed its support for the candidates, both of whom had contributed greatly to the smooth running of the Partnership. It was recognised that there were no female representatives on the Board but it was hoped that this would be addressed in future. Both Clive Goodman and George Hogg were re-elected unanimously.

Proposed: George Dobbie....Seconded: Sinclair Young

Composition of Board following the election:-

Michael Comerford (Chair), George Dobbie, John Dunthorne, Clive Goodman, George Hogg (Vice Chair), Peter Tilbrook and Sinclair Young.

Appointment of Chairman

In terms of the Articles of Association, the Chair is elected annually at the first Board meeting following the AGM, and any director is eligible to stand. The Current chair of the Partnership, Michael Comerford, would remain as Chair until the next Board Meeting. Members would be notified who had been appointed in the next newsletter after the election.

5. Special Resolution: Amendment of the Articles

It was explained that currently an application for membership had to be on paper, signed by the applicant and posted or delivered to the Partnership office. To allow potential members the option to join by sending in an electronic application via the website, the Articles required to be changed.

The following Resolution was passed unanimously :-

Proposed: Sinclair Young Seconded: David French

That subject to approval being obtained from the Inland Revenue the Articles of Association of the Company be amended by the deletion of the existing paragraph 7 and the insertion of the following new paragraph 7 in its place:-

Applications for membership of either class shall either (i) be in writing addressed to the Partnership Manager at the Office; or (ii) by electronic mail in such form as the Board may decide from time to time, specifying the class of membership sought and (where made in writing) signed for or on behalf of the applicant.

The Board (or any committee, group or individual acting with the delegated authority of the Board) shall consider all applications for membership and may or may not admit a Person to membership in its sole discretion. The Partnership Manager shall, upon the due admission of any applicant by the Board, and, upon payment by the applicant of any applicable subscription, enter the name of such applicant in the Register and upon such entry the applicant shall become a member accordingly.

It was noted that the Inland Revenue had confirmed it had no objection to this proposal, and that the resolution could therefore be implemented without delay.

There being no further business the official part of the meeting was declared closed and members were then invited to take part in an informal discussion session.

Discussion Session

Members present were then invited to raise any issues for consideration by the Partnership. The resulting discussion is minuted below.

Q: Why have Staffing levels dropped by half?

GH responded as MFP are now taking on contractors / consultants these are not shown on the payroll. e.g. PR professionals who ran Dolphin Defenders scheme.

Q: Gordon Menzies asked how MFP is looking at sewage / pollutants going into Firth?

GH replied that it was not MFP's remit to monitor pollutants but to liaise with the relevant interests and stakeholders, to raise awareness and to make sure bodies work together, e.g. SEPA and SW are members of MFP so we working closely with them.

Mr Menzies then highlighted the new water treatment plants that are part of SW / SEPA future plans. Again George Hogg explained that this was part of the MFP remit, but still of great interest, especially water quality issues.

Sinclair Young added the Dolphin Defenders had highlighted rubbish / pollution as part of campaign issues especially through the schools campaigns. Sinclair emphasised that the MFP acts as a mediator to bring together opposing views and encourage dialogue.

George Hogg added that Scottish Water held stakeholder meetings re water quality and the MFP notified the Fishery Boards of the consultation meeting.

Q: Cllr Macmillan explained that he was a new member who joined MFP following the Talisman wind farm meeting and found that consultation process excellent. Cllr MacMillan went on to state that the independent set up and chairing of these meetings was very helpful and the MFP should be commended for their work on that.

He asked whether the MFP could support taking such a project forward if MFP members backed it?

George Hogg replied that MFP needed to maintain its neutrality. The aim was to make sure that the consultation PROCESS is good, then we can rely on stakeholders to come up with the appropriate decision.

Sally Cartwright added that she found the process to be good and fair, and was very instructive for everyone involved.

H – also feedback from Talisman.

Peter Tilbrook went on to explain that there was a lot happening with Coastal Zone Management (CZM) initiatives, at regional and European level with the Scottish Executive looking at local bodies like MFP to guide how they can tackle such issues / integrate interests at local /community level. He went on to say that new statutory obligations to provide for CZM e.g. proposals for Marine National Parks and other proposals are on the way and MFP is being quoted as a good practice example for Local Coastal Partnerships. The Partnership is being looked at as blueprint for how things could be done in future. He concluded that a working group was being set up through the Scottish Executive and that the MFP Chair Mike Comerford was on the group.

Sinclair Young added that MFP was now being recognised and trusted for its work on CZM and that the Partnership's work in liaising with communities and businesses is very important.

Annex A – Attendees

Moray Firth Partnership Annual General Meeting 17 February 2006

Alasdair Cameron	The Black Isle Partnership
Sally Cartwright	
Clifford Davison	Ross & Cromarty Enterprise
Heather Dent	
Bill Forrest	The Partnership for Rural Inverness & Nairn
David French	RAF Kinloss
Brigitte Geddes	Geddes Language Services
Robin Gilbert	Ross & Cromarty Enterprise
Roger Goodyear	Scottish Traditional Boat Festival
Michael Macmillan	The Highland Council
Gordon Menzies	Ness Fishery Board
Jim Miller	
Rick Walker	Findhorn Fairways Committee
Robert Steward	Inverness Field Club
George Dobbie	Moray Firth Partnership - Director
John Dunthorne	Moray Firth Partnership - Director
Clive Goodman	Moray Firth Partnership - Director
George Hogg	Moray Firth Partnership - Director
Peter Tilbrook	Moray Firth Partnership - Director
Sinclair Young	Moray Firth Partnership - Director
Rachel Harding-Hill	Moray Firth Partnership - staff
Kathryn Logan	Moray Firth Partnership - staff
Frances Bell	Moray Firth Partnership -minute taker