

**MINUTES OF**

**ANNUAL GENERAL MEETING**

**2020**

# ***The Scottish Council for Development and Industry***

# ***Minutes of the Annual General Meeting 2020***

THE SEVENTY THIRD ANNUAL GENERAL MEETING OF THE SCOTTISH COUNCIL FOR DEVELOPMENT AND INDUSTRY was held on Tuesday 3 March 2020 at 11.45am, at Edinburgh Zoo.

The Council’s President, Dame Susan Rice DBE, welcomed members to the meeting and introduced Professor David Bell CBE, Professor of Economics at Edinburgh University who addressed the AGM about his work on population issues which are key to the future of Scotland’s economy and society - including ageing, depopulation in some areas of Scotland and rapid growth in others, and the impact of technological change on the Scottish labour market.

 *Note of Proceedings*

*Appointment of President* The Chair announced that after seven years as SCDI President, Dame Susan Rice DBE was stepping down. The Chair thanked Dame Susan for her unwavering support over the years. He announced that Shonaig Macpherson had accepted an invitation to take over as President and invited the membership to ratify the appointment of Shonaig Macpherson as President for 2020. The motion was seconded by Daniel Gotts and approved unanimously by a show of hands.

*Minutes of the* The Minutes of the Seventy Second Annual General Meeting, held on Tuesday

*Seventy Second Annual* 19 *February 2019* at the Surgeon’s Quarter, Edinburgh, copies of which had

*General Meeting* been circulated to the membership were approved as an accurate record.

*Appointment of Chair* The President updated members that the Chair was appointed for one year at the

*And Deputy Chair* last AGM. Given personnel changes to the Board and Chief Executive, the Board

 believes that continuity of Chair would be beneficial. At the last Board meeting Ian Wall was unanimously nominated as Chair for the coming year. The Deputy Chair (Willie Maltman) is standing down from the Board. Interviews had taken place and the Nominations Committee would like to propose Joanna Boag-Thomson, Partner, Shepherd & Wedderburn to be appointed as Deputy Chair.

 Shona Struthers proposed these appointments and Donald Turner seconded. The motion was approved by a show of hands.

 The President offered congratulations to Ian and Joanna on their appointments and thanked Willie Maltman for his contribution as Deputy Chair.

*Appointment* At the last AGM, new Articles of Association were presented but not formally

*of Directors* adopted. These proposed reducing the number of directors from 20 to 15. Having appointed a number of new Board members over the last 12 months as well as appointing a new Chief Executive, the Board believes that the Council should retain the “corporate memory” of those with more experience of serving on the Board while encouraging new directors to join. Reducing the number of directors to 15 will not achieve that aim in the short term. The Board recommended to the membership that the “old” Articles remain in place for the time being. The proposed “new” Articles of Association would have had the effect of a term of appointment of only 3 years for those directors who are not office bearers. This is a short period and the directors feel that they can contribute better with a (potentially) longer appointment, as it takes some time to become familiar with the workings of the Council. The Board therefore recommended to the membership a maximum 6-year term (3+3) to allow directors to contribute over a 6-year period without requiring to become an office bearer to enable a second 3-year term. If agreed, the Articles of Association would be amended and presented to the membership at the next AGM or at an EGM. On a show of hands the membership endorsed this.

 A list of current Board Directors had been provided. The President asked for a show of hands from all present members as an indication of their endorsement. The membership endorsed this course of action.

 On behalf of members, The President thanked all those who had stood as Directors during the past year and in particular those who also chaired standing committees. The President gave special thanks to Willie Maltman for his contribution during his many years as a Board Director and over the past year as Deputy Chair. She also thanked Trevor Garlick who was stepping down as Chair of the North East Committee, and James Fowlie, COSLA and Grahame Smith, STUC who have given significant time and commitment to SCDI over many years and were also stepping down from the Board. The President welcomed new Board Directors Andrew Ritchie, External Affairs Manager, UK & Ireland, Shell UK Limited who has taken over the Chair of the North East Committee, Robbie Drummond, Managing Director, CalMac Ferries and Alastair Sim, Director of Universities Scotland who have recently been appointed to the Board.

 The Directors were approved by a show of hands. The following were elected as Directors for 2020:

Ian Wall Chair

Joanna Boag-Thomson Deputy Chair

David Cameron EDF Energy

Stewart Carruth Private Member

Jane Cumming Chair, Highlands & Islands Committee

Robbie Drummond CalMac Ferries Ltd

Anna Fowlie SCVO

Jane Grant Edinburgh College

David Green OBE

Caroline Innes East Renfrewshire Council

Wendy Pring KCP

Andrew Ritchie Chair, North East Committee and Shell U.K. Ltd

Ian Ritchie CBE Coppertop

Malcolm Roughead VisitScotland

Graeme Sheils Deloitte LLP

Alastair Sim Universities Scotland

*To Elect Fellows of the* Honorary Fellowships are conferred on individuals who have given

*Council* outstanding service to the Council. Fellowship awards are nominated by the

Board to the membership for approval at Annual General Meetings and are limited to 50 in number at any one time.

The Board recommended two Fellowships be awarded today to Dame Susan Rice and Willie Maltman. The membership approved the Fellowships by a show of hands.

Ian Wall presented the Fellowship Medal to Willie Maltman and Shonaig Macpherson presented the Fellowship Medal to Dame Susan Rice.

*Appointment of Auditor* The President advised that the Board recommended the re-appointment of RSM UK Audit LLP as auditor for the financial year 2019-2020. Andy Milne proposed this motion, Jane Cumming was the seconder. This was endorsed by a show of hands.

*Annual Report* At the invitation of the President, Ian Wall gave the Chair’s annual address,

*And Accounts 2018-2019* proposing the adoption of the Annual Review and Accounts of the Council, covering the year 1 October 2018 - 30 September 2019.

Tim Smith seconded the motion. This was endorsed by a show of hands.

Sara Thiam, Chief Executive of SCDI gave a review of the year’s activities and achievements and highlighted forthcoming activities.

There being no contrary motion, the Annual Review and Accounts were adopted.

*Any other Competent* The President noted that there had been no prior notification of any other

*Business* business, and no further items were raised at the meeting.

The President thanked everyone for their attendance and closed the formal proceedings.