

Special General Meeting (SGM) of Chess Scotland (CS)
held at the Tom Fleming Centre, Edinburgh on Tuesday 14 July 2015

Present & Apologies

Chess Scotland Members

Alan P Borwell
Walter F Buchanan
Hamish Glen - Chairman
Dick Heathwood - Secretary
Andy Howie
Alan Jelfs
Gerald E Lobley
Andrew McCulloch
Alex H McFarlane
John D McNicoll
Ken W C Stewart
Robin Templeton
Jim J Webster
Alastair F White

Observers

No non-members were in
attendance

Apologies

Douglas Bryson

1) Minutes

Because Karen Howie was unable to attend Dick Heathwood wrote these minutes.

2) Purpose of Meeting

The SGM had been convened to consider the following motion:-

To accept and adopt, from the 2015 AGM forward, the Constitution 2015 as developed by the Constitution Working Party (CWP) and presented to Council for review.

Full details of the Proposed New Constitution had been published on the Chess Scotland website -
<http://www.chessscotland.com/news/?p=5066>

3) Introduction

The Chairman opened the Meeting by recalling the work undertaken to reach the current stage. The decision was taken at the 2013 AGM to set up a Working Party to review the CS Constitution. Volunteers were sought for the Working Party and the final composition was:-

Ian Brownlee
Hamish Glen
Andy Howie
Gerald Lobley
Jim Webster
Alastair White.

The Moderators appointed to review the proposals were:-

Steve Mannion Snr
Alex McFarlane
Mike Mitchell.

After much deliberation, the CWP produced the first draft of the proposed new constitution (PNC) for the Moderators to consider. Possible areas for amendment came back to CWP and these were actioned. The resulting draft was considered by elected members of CS Council on 30 May, 2015. A number of comments by Council were taken on board, and the amended PNC sent to all CS Council members for their comments/suggestions. This consultation exercise generated only two responses, both of which were considered for the final draft.

CS then decided on a date for the SGM and the relevant notification put in place. It is worth pointing out that the some parts of the PNC were not agreed unanimously within the CWP but all comments raised up to that point by CS members were considered within the CWP deliberations.

The PNC was posted on the Public Forum on the CS website for members to read and consider. The published PNC generated various comments, some of which were submitted by non-members. Acting on the feedback received, CWP of CS made some corrections to the PNC. Proxy votes were invited from CS members who were unable to attend the SGM.

4) Future timetable

Subject to the PNC being adopted, the plan was to implement the new structure with effect from the 2015 AGM on the understanding that all supporting documentation, principally detailed Operating Procedures, would be completed and submitted for approval by the 2016 AGM at the latest.

5) Conduct of Meeting

It was agreed that whereas a motion to amend the constitution required 67% of the total votes cast, a motion to amend the original motion would only require 51% of total votes cast. Under normal meeting rules, an accepted amendment would then become part of the original (substantive) motion. The proxy votes situation was reported as 34 votes cast in support of the CWP's proposals, 38 against. Of the 38 against, 11 votes depended on the decision reached on the amendments, i.e. were not necessarily in blanket opposition. A list of the proxy voters is attached as Appendix A.

6) Uncontested Sections

No comments had been offered and no amendments had been proposed in relation to Sections - 1,3,4,6,10,11 and 13 of the PNC.

After a brief discussion, a vote was taken. Of those present, 13 voted in favour and when added to the 34 proxy votes in favour of the PNC, the motion was carried.

7) Proposed Amendments

a) Voting Rights

- i) The Meeting considered an amending motion originally requested by Robin Moore and seconded by Aiden Clarke, a junior player.

That Section 5.3.(i) is deleted (i.e. Members who have not yet reached the age of 16 (i.e. the age of legal capacity in Scotland)). This would allow under-16s the vote at General Meetings and....

In Section 6.3.1. that the words after privileges, the remainder of the sentence is deleted (i.e. except That only those age of 16 or over are allowed to vote at General Meetings (as detailed in Section 5)).

For the purposes of ensuring discussion at the Meeting under minute, the motion was proposed by John D McNicoll and seconded by Alan Jelfs in the absence of either the original proposer or the seconder.

Indications were that this topic had become something of a contentious issue. It was noted that some vociferous opponents of the CWP motion were not members of Chess Scotland.

During a general discussion, the following points were made:-

- None of the various junior chess organisations in Scotland had provisions to include voting rights for all of their junior players. Some, but not all, did include junior representatives on their Committee.
- For Chess Scotland, juniors were required to pay only a reduced junior membership fee (currently £10 per annum). (Only one junior had taken up the option of becoming a full Life member.) There was therefore an argument that reduced fees should equate to reduced voting rights.
- Recent use of proxies (for example the challenge two years ago against the re-election of the President) had demonstrated that votes had been cast in the name of children on issues which were neither of concern or relevance to them. The point was made that there is no minimum

age for junior members so there could be children as young as 6 or 7 years of age casting votes. There was an opinion that children should be protected and shielded from squabbles amongst adults.

- There had been no formal process to seek the views of all junior members of Chess Scotland before submitting the proposal to eliminate/reduce their voting rights. Individual families had been consulted.

The amendment was put to the vote, 45 voted in support of the amending motion, 28 were against. The amendment was carried and, therefore, adopted.

ii) Derek Howie and Linda McCusker proposed:-

Delete 5.3 (iii). If people have been accepted as members then they should be able to vote, no matter when they joined.

For the purposes of ensuring discussion at the Meeting under minute, the motion was proposed by Walter F Buchanan and seconded by Alex McFarlane in the absence of either the original proposer or the seconder.

The main argument in favour of the amendment was:-

- Members might be “caught out” by not renewing as a result of inadvertence.

The contrary view was based on:-

- To lodge a proxy vote under either the existing constitution or the PNC required a period of notice. There was logic in extending the same criterion to membership applications and voting rights.
- In the case of a controversial application of membership, it would be reasonable to allow a period for quiet reflection and consideration under due process as to whether the application should be accepted or rejected
- This issue already discussed by Council on May 30th and there agreed that some period of delay was necessary.

Voting was 14 in favour, 25 against – the amendment failed.

iii) Derek Howie and Linda McCusker proposed:-

5.5 (iii) – change to “... notified to the Executive Operations Director at least 7 days...”

After a brief discussion, voting was 25 in favour, 1 against, amending motion carried.

8) Structure

a) Derek Howie and Linda McCusker proposed:-

2.1 – change spelling to “organise.”

This change had been accepted by the CWP prior to the meeting, no vote was required.

b) Derek Howie and Linda McCusker proposed:-

Delete 7.2.2 and have all 5 directors detailed in that section included as part of the Executive Committee as detailed in 7.1.1 and 8.1.1, and delete their respective posts from 9.1.2

For the purposes of ensuring discussion at the Meeting under minute, the motion was proposed by John D McNicoll and seconded by Gerald Lobley.

The assessment of this suggestion hinged on the question of the optimal size of the Executive Committee. Discussion of the implications of a smaller or larger number of members on the Executive Committee addressed topics including:-

- the dangers of being “top heavy”
- the importance of clearly understood lines of communication
- the need to ensure a proactive group who would “get things done”.

Voting was 13 in favour and 25 against the amending motion – not carried.

c) Derek Howie and Linda McCusker proposed:-

Delete the post of Executive Chess Director. The post should not (be) needed. Adjust the wording in 20.2 to “...and report to the relevant Director.” Delete the first sentence in 10.6.

For the purposes of ensuring discussion at the Meeting under minute, the motion was proposed by John D McNicoll and seconded by Gerald Lobley.

The Chairman ruled (with the agreement of the Meeting) that the amendment should fall without a vote because of the decision taken on Section 8.

The amendment failed.

9) Executive Committee

a) Derek Howie and Linda McCusker proposed:-

8.2.4 – delete “who are not COUNCIL members”. Why should Council members be excluded?

For the purposes of ensuring discussion at the Meeting under minute, the motion was proposed by Walter Buchanan and seconded by Jim Webster.

This suggestion arose from a misreading of the PNC wording by the proposers. As drafted, it could not be construed that there was any question of an automatic exclusion of Council members. Also, the wording reflected the current Chess Scotland policy, no change was being proposed by the CWP. The amendment was therefore ruled as incompetent – amendment failed.

b) Derek Howie and Linda McCusker proposed:-

Delete 8.2.6.1 as it should not require a majority of all members. No other area of the constitution has this stipulation and there is no minimum number of members of the Executive Committee required to reach a decision so there must be a level of accountability that is not made unreasonable.

For the purposes of ensuring discussion at the Meeting under minute, the motion was proposed by Walter Buchanan and seconded by Jim Webster.

The concept behind the proposal was that no other voting system within CS appeared to have such a stricture, including decisions taken by the Executive Committee. The main point made against the suggestion was that Council does need to take notice of its responsibilities, it is there to represent the views of CS members and systems need to be in place so that any Executive Committee decisions that are overturned are done by the majority and not just those able to physically attend a specific meeting. It was also stated that the operation of the Executive Committee would be regulated by its specific Operating Procedures and these would also have formal requirements on voting majorities. The amendment was therefore ruled as incompetent – amendment failed.

c) Derek Howie and Linda McCusker proposed:-

9.1.3 – this should be detailed and not left open. In the absence of any better suggestion I propose that it be altered to reflect those detailed in 8.1 of the current constitution.

Once again, this matter would be addressed in the relevant Operating Procedures. Also, the amending motion did not set out any clear proposal. The amendment was therefore ruled as incompetent by the Chairman with the agreement of the meeting – amendment failed.

10) Annual General Meeting

Derek Howie and Linda McCusker proposed:-

12.1 – change to “which shall not be later than the last day in August.” The proposed wording would not work as realistically the AGM would get earlier and earlier each year. If it was held on 27th August one year it could never be held on 28th August as that would be more than one year.

This change had been accepted by the CWP, no vote was required.

11) Eligibility

The whole question of the rules to determine eligibility to play for Scotland had provoked widespread discussion over many years. Walter Buchanan's recent input as recorded on the discussion forum is attached as Appendix B. Derek Howie's is attached as Appendix C.

A number of points were noted during discussion of the two proposals in the Appendices:-

- The criteria proposed by the Scottish Government for regulating Scottish nationality (in the event of that issue arising in the future).
- The unreliability of the FIDE code “SCO” both in relation its initial allocation and its ongoing relevance where a player who had been SCO registered based on residence later emigrated.
- The need to comply with FIDE regulations when participating in their events.

The merits of the two amending motions were considered against each other and the Meeting agreed unanimously that the Derek Howie suggestion should fall in favour of the Walter Buchanan suggestion.

Jim Webster proposed and Robin Templeton seconded that rather than trying to resolve the issue at the Meeting under minute, Section 16 should be removed from the PNC and addressed in the context of the Operating Procedures for the Selection Boards.

The deletion of Section 16, was carried unanimously.

12) Topics not covered

Time constraints prevented consideration of the following Derek Howie and Linda McCusker proposals:-

2.1 – change to “...promote the game of chess at local and national level in Scotland...”

12.3.1 –change to “To receive the Annual Report of Chess Scotland, incorporating a Statement of Account for the previous financial year to 30th April, certified by an independent assessor as appointed by Council.” There should not be reference to operating procedures which have not been written and which members have no idea how they get voted on. There is no reason to change the financial year.

Delete 12.3.4 – how realistic is it that it will be known who the independent assessor will be in the following year? If the assessor resigns then it would need a General Meeting to appoint another one. It would be better to delegate the power of appointment to Council as suggested in point 10 above.

14.2 – delete second sentence.

14.3 – delete “Following approval at the appropriate General, COUNCIL, or Board meeting”. The minutes cannot be approved at a meeting and then published within a month of the meeting.

15.1 – Insert “Members of the Standards Committee should not be officials of Chess Scotland”.

13) Continuation of Special General Meeting

The Meeting accepted without formal vote, the Chairman's suggestion that the issues not yet addressed should be resolved at a separate SGM to be held immediately prior to the AGM scheduled to be held on 29 August.

Discussion at that SGM would be confined to motions already proposed but not yet considered. It would not create an opportunity to re-open topics already addressed and resolved. In the meantime, the proposed new Constitution as amended at this SGM would be posted in the CS Notice Board and members invited to cast vote for or against the remaining proposed amendments and the Constitution as a whole.

End of Minutes

APPENDIX A
Proxy voters

Jim Armour	Colin Howie	Central League
Alan Armstrong	Derek Howie	Dunfermline CC
Arjun Berara	Graeme Kafka	East Kilbride CC
Catherine Bland	George Livie	Hamilton CC
Gerald Bonnar	Calum MacQueen	LJCA
Hugh Brechin	Stephen Mannion	NEJCA
Ian Brownlee	Stephen Mannion Snr	Paisley CC
David Burke	Alistair Maxwell	SNCL
Vikas Chadha	Linda McCusker	
Lin Choi	Andrew McCusker	
Aiden Clarke	Kirsty McCusker	
David Congalton	Jeremy Mitchell	
James Crerar	John Montgomery	
Chris Donkin	Robert Montgomery	
James Drummond	Robin Moore	
Joy Durno	Andy Muir	
Monica Espinosa	George Neave	
Garry Forbes	Hamish Olson	
Roland Fraser	Joe Parks	
Paul Girwood	Walter Pearson	
Rosie Giulian	Terry Perkins	
Phil Giulian	Fiona Petrie	
Glynis Grant	Bill Platts	
Alan Grant	Billy Reid	
Mikey Groves	Caitlan Reid	
Steve Hilton	Ami Reid	
Peter Horne	Douglas Rew	
Euan Howie	Ian Robertson	
Eilidh Howie	Liz Sams	
Karen Howie	Jack Turner	
Andy Howie	Harry Turner	
	Chris Tweedie	
	Adam Walkowaik	

Walter Buchanan's input

16.1. To be eligible to compete for any Scottish individual national championship title (including open to all, gender or age-related championship tournaments) a person must be a member of Chess Scotland, be currently registered as Scottish ('SCO') with the World Chess Federation ('FIDE') and meet at least one of the following two requirements:

16.1.1. born in Scotland, or have at least one parent born in Scotland, or

16.1.2. permanently resident in Scotland for at least two years immediately prior to the commencement of the competition.

In the case of Juniors aged 18 and under, the residence qualification period as at

16.1.2 above shall be reduced to one year immediately prior to the commencement of the competition.

16.2. To be eligible to represent Scotland in any international competition, a person must fulfil the eligibility requirements in section 16.1, and be able to satisfy any other criteria (including age and rating limits) set by the organisers of the tournament concerned.

Selection of individuals and/or teams who will represent Scotland in international competition is the sole responsibility of the appropriate board of selectors. Qualification according to the above criteria is no guarantee of being considered for selection.

16.3. For national or international inter-club competitions, any member of a qualifying club is eligible to play regardless of nationality, parentage, residence or registration

16. 16.2.1 – replace with current eligibility criteria:

- Was the player born in Scotland?
- Were either or both of the player's parents born in Scotland?
- If the player is 18 or more years old, has he/she been permanently resident in Scotland for at least two years (if a junior, that is under 18, the equivalent time is one year)?
- Has the player been previously accepted as qualifying for Scottish representation?