

Minutes of Extraordinary General Meeting of Cobbinshaw Angling Association Ltd

Held at Deer Park Club on Sunday 3 November 2024

1. **The Chairman** opened the meeting by thanking members for attending. He reminded them that this was an important meeting at which some key decisions were needed to help safeguard the future of the Association.
2. He confirmed that the meeting was quorate with 83 members in attendance.

Apologies

3. He advised that the Secretary had received a number of apologies and asked for any further apologies from the floor. A full list of apologies will be held by the Secretary but not repeated at this meeting [or in the minutes].

Conduct of the meeting

4. **The Chair** summarised the arrangements under which the meeting would be conducted, and referred to the EGM papers that set these out in more detail. He emphasised two particular aspects:
 - (a) Only the proposals set out in the Paper could be discussed and voted upon; and
 - (b) The proposals to create new membership categories were special resolutions requiring a two-thirds majority of those attending: the remaining proposals were ordinary resolutions requiring a simple majority with the Chair having a casting vote if needed.
5. The Chair handed over to the Secretary who led discussions on the various proposals.

Background context

6. **The Secretary** began by summarising the background to the meeting, which was essentially about finances:
 - (c) the Association has been running at an underlying loss for several years
 - (d) the current situation is unsustainable and has to be reversed, otherwise the fishery will close and the Association wound up
 - (e) our income currently comes entirely from members, and we have been losing members faster than we can recruit new ones - so we need to address that issue too
7. He emphasised that the proposals were aimed at two things - improving membership recruitment and retention through re-structuring of our fees and charges regimes; and maximising income potential from both within the association and from sources outside - with the overall objective to improve income so that we can get our books back in to profit.
8. He advised that to get our books back in profit we need annual income of circa £185k to cover expenses and provide a small surplus towards replacement of capital items.
9. He explained that the current charging regime splits our income sources between subscriptions and fishing charges. This arrangement had served us well for many years, but things have changed and it no longer meets the challenges we now face.
10. An alternative approach would be to charge a single annual subscription that covered all costs, in which case members could fish as often as they wanted and there would be no fishing fees. The board considered this option but decided against it for the following reasons:
 - (a) We want the association to remain inclusive - by moving to a high single subscription model [£700 assuming we retain 270 members] we would effectively price out the fishing for many long standing members who have supported the association through thick and thin; and
 - (b) We would likely lose a lot of members which would increase the cost to remaining members [up to £1000 or more, depending on membership numbers] and add to the financial uncertainties we currently face.

11. The board therefore decided that the best way forward was to stay with the current charging regime of subscriptions and fishing charges, but modernise it so that it:
 - (a) more fairly reflects member usage
 - (b) helps retain members, especially those members that fish less frequently
 - (c) improves membership recruitment; and
 - (d) increases overall income and gets our books back in profit
12. He also emphasised just how good the fishing and facilities are at Cobbinshaw - and how cheap they are compared to commercial fisheries:
 - (a) A 4-hour single angler session at a local commercial fishery costs up to £45 for a 2 or 4 fish kill, which is over 3 times the equivalent charge at Cobbinshaw - and we offer a 6 fish kill
 - (b) Even allowing for an annual subscription, Cobbinshaw is still cheap fishing by comparison, especially when you add in the other benefits:
 - (i) the flexibility of the fishing arrangements, which means that you can fish any time during the fishing day for as long as you want
 - (ii) the quality of the facilities, especially the pontoon structure that makes boat access easier and safer, and extends most fishing life by 5 years or more
 - (iii) all year fishing from boat and bank; plus high quality pike fishing
 - (iv) your spouse or accompanied children of school age can fish for free
 - (v) there is full disclosure on how the fishery is run, including stocking policies that are approved by members annually
 - (vi) and you are also a part-owner with the option of coming on to the board and having a direct say in the future development of the fishery
13. He commented that the last 4 years have been difficult fishing due to a mix of covid restrictions and exceptionally poor weather caused by climate change, but every fishery has been similarly affected, especially last year when the hot weather effectively killed the fishing from late July onwards. This year has been much better and the fishing overall has been very good indeed [provided you adapted your techniques to the conditions], but it has again been badly affected by the weather - cold, very wet, and very windy - which was fine for the fish but kept anglers indoors. The board is doing what it can to mitigate climate change risks but ultimately it is the weather, and there are aspects of it that we can simply do nothing about except recognise it as part of fishing.
14. Before proceeding to the proposals, he highlighted the following:
 - (a) All proposals were unanimously agreed by the board; and they also have the full support of the fishery staff who have been fully consulted throughout.
 - (b) There is no magic wand to wave that would solve all our problems, and there is no guarantee that these changes will sort things out. But what we can say is, that what we are doing now is not working so something has to change. If these proposals do not have the desired affect, time will tell and we will have to consider doing something else.
 - (c) These proposals are a start - other changes will likely be needed down the line.
15. Lastly, he asked members to put aside personal preferences and consider these proposals on the basis of what is good for the association as a whole, with the objective of safe guarding its future. He repeated what had been said previously, that Cobbinshaw is a broad kirk with many views on how things should be done, but it's impossible for everyone to get what they want so we all need to compromise for the benefit of the Association as a whole, and the need for compromise is more important now than ever before.

Discussion on specific proposals

16. Before proceeding to the proposals, **the Secretary** highlighted the following:
 - (a) Although the meeting will be discussing and voting on the proposals individually - they have been prepared as a package, which means that if any of the income generating proposals are rejected some hard decisions will be needed at the AGM in January, which would likely mean further increases in subscriptions and / or fishing charges, or a significant reduction in stocking costs, or a mix of these.
 - (b) He planned to cover the proposals in a different order to how they are set out in the papers, starting with the proposal to allow clubs because it is likely to be the most sensitive issue for some, and the results of voting on this will have an impact on subsequent proposals.
 - (c) The Appendix references quoted in respect of each proposal are those contained in the EGM papers.

APPENDIX E = Allowing club bookings at Cobbinshaw

17. **The Secretary** referred to **Appendix E** which set out the rationale for this proposal and summarised the key issues, including the rules that would govern the administration of club bookings [neither repeated here for brevity], following which he opened discussions to the meeting prior to a vote.
18. **W. Woods** asked how the annual income benefit was calculated. **The Secretary** replied that it was impossible to accurately predict income levels, whether membership income or external income. The figures provided are based on an estimated 20 club bookings for trout fishing per year - hopefully rising to around 30 per year - with an average rod number of 14; these numbers being a judgement call. In addition, we hoped to get 2 pike club bookings per year, one before the normal trout season opened and the other after it closed. He advised that these may be optimistic targets in the first year as it could take time for the word to get round clubs who are likely to be already booking outings for next year. He added that the longer term picture should improve once word gets out to clubs. Whether we achieve these targets or not, only time will tell, but we nevertheless have to pursue this route to help our finances.
19. **J. Connell** asked how club bookings would be managed if there is demand for more than 1 booking per week? **The Secretary** replied that bookings would be looked at flexibly within the overall numbers planned, so on occasion there may be 2 bookings in a single week. However, any change to the overall number of club bookings allowed ie circa 30 per year, would be referred back to members to consider.
20. **S. Fairgrieve** asked whether clubs could limit weekend bookings for members who still work and are more likely to fish then: could weekend club bookings be restricted? **The Chair** commented that weekend restrictions would be considered if problems arose. **The Secretary** added that our records indicate that Tuesdays and Thursdays are the busiest days whilst weekends are one of the quietest periods for the fishery, There should therefore be sufficient spare capacity to accommodate clubs at the weekend given that the max number of boats they can book is 10, leaving 12 boats for members. If this proved to be a problem the Board would look to restrict bookings accordingly. Also, single angler members have the option of fishing with other single angler members to mitigate the impact of boat shortages; indeed, this is specifically referred to in our Regulations.
21. **M. Gordon** stated that he fully supported the re-instatement of clubs: they had made an important financial contribution previously, and he welcomed their return now.
22. **The Secretary** advised that the rules governing club bookings which are summarised in the EGM papers would be finalised in more detail and presented to the AGM for formal approval. He added that the target of 20 bookings in 2025 may be optimistic given that many clubs are already making 2025 bookings, but that should improve going forward.
23. There being no more questions from the floor, the Chair brought discussions to a close and called for a vote on the following motion, reminding members that it was an **ordinary resolution** requiring a simple majority:
24. *The board proposes the following motion:*
 - A. *The Operating Regulations be amended to allow club bookings commencing season 2025.*
25. **The motion was approved as follows:**
26. **FOR 81 AGAINST 2 ABSTAIN 0**

APPENDIX F = Introducing 3 new membership categories:

- A. **Country Membership:**
- B. **Young Person's Membership: and**
- C. **Day Membership**

27. The Secretary referred to **Appendix F** which set out the rationale for this proposal and related rules, and advised that each new category would need to be voted on separately. He then summarised the pros and cons for each category [not repeated here for brevity], following which he opened discussions to the meeting prior to a vote.
28. There being no questions from the floor, the Chair brought discussions to a close and called for a vote on each motion, reminding members that they are **special resolutions** requiring a two-thirds majority:
29. *The board proposes the following motion:*

- A. *The Articles of Association be amended to include the following new membership categories: Country Member; Young Person Member; and Day Member [all effective from season 2025]*

30. The motions were unanimously approved as follows:

- A. Create a Country Member category

31.	FOR	83	AGAINST	0	ABSTAIN	0
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- B. Create a Young Person Member category

32.	FOR	83	AGAINST	0	ABSTAIN	0
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- C. Create a Day Member category

33.	FOR	83	AGAINST	0	ABSTAIN	0
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APPENDIX A = Reducing the Entrance Fee to £50

34. The Secretary referred to **Appendix A** which set out the rationale for this proposal and summarised the key issues [not repeated here for brevity], following which he opened discussions to the meeting prior to a vote.
35. **W. Woods** asked: how many new members had been admitted this year when the EF was £150? The Secretary confirmed that it was circa 13, with a few enquiries pending.
36. **W. Woods** asked: what information do we have to support assertion that members do not join because of cost? **The Secretary** advised that cost was an issue for both new members and existing ones, as evidenced by email and other correspondence. He reported that a considerable number of membership enquiries do not proceed once he sends out details of costs.
37. There being no more questions from the floor, the Chair brought discussions to a close and called for a vote on the following motion, reminding members that it was an **ordinary resolution** requiring a simple majority:
38. *The board proposes the following motion:*

- A. *The Entrance Fee is reduced to £50 for all new entrants*

39. The motion was approved as follows:

40.	FOR	83	AGAINST	0	ABSTAIN	0
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APPENDIX C = Increasing the Fishing Charge to £20, and; abolishing hourly fishing charges

41. The Secretary referred to **Appendix C** which set out the rationale for this proposal and summarised the key issues [not repeated here for brevity]. He advised that the two issues needed to be voted on separately, following which he opened discussions to the meeting prior to a vote.
42. **R. Brough** approved both proposals but wished to remind members that the round-sum amount might result in the fishery staff losing out on gratuities that were more easily paid under the current regime. The meeting noted this point.
43. **J. McCaig** suggested that the £20 charge be fixed for specific 4-hour sessions covering morning and afternoon etc, therefore potentially allowing more than one session per day. **I. Whyte** raised a similar point, suggesting that it would further increase income and reduce the risk of over-booking by some members [e.g. where a member books 9 to 5 but only fishes 11 to 3, thereby preventing another member from fishing].
44. **The Secretary** responded by stating that we could only vote on the proposals presented, so there was no scope for amendments. He also explained that a key objective of this proposal is to continue to allow members to benefit from the flexibility of start and end times of their own choosing over the fishing day: and that this is a significant benefit that we would not wish to lose. Introducing fixed four-hour sessions would undermine that benefit and require members to pay an additional £20 for any session above 4 hours, which he thought would be unacceptable.
45. Regarding over-booking issues, **the Secretary** advised that the current booking arrangements would remain in force i.e. members would need to specify a start and finish time when booking a boat. The fishery staff will

monitor bookings to make sure that there is no abuse of the more flexible arrangements now proposed. He also advised that the booking conditions will be strengthened in the Regulations.

46. **W. Woods** supported the increase in rod charge but cautioned against the risks of unnecessary over-booking. He also asked if members could book for any length of time. **The Secretary** referred to his previous comments on over-booking risks; and confirmed that members could book for any length of time for a single fee of £20.
47. **B. Howden** suggested a charge of £5 per hour. The Secretary replied that an hourly charge would present too many variables for both financial planning and local booking arrangements at the loch.
48. Several members commented on how cheap the fishing was at Cobbinshaw and how good the facilities were, compared to commercial fisheries.
49. There being no more questions from the floor, the Chair brought discussions to a close and called for a vote on the following motions, reminding members that they were **ordinary resolutions** requiring a simple majority:

50. *The board proposes the following motions:*

- A. *The fishing charge is increased to £20 with no time limit*
 B. *Hourly fishing charges are abolished*

51. **The motions were approved as follows:**

52. Motion A

53.	FOR	83	AGAINST	0	ABSTAIN	0
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54. Motion B

55.	FOR	83	AGAINST	0	ABSTAIN	0
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APPENDIX B = Reducing the Ordinary annual subscription with consequential changes to Week-Day and Week-Day-Only memberships

56. **The Secretary** referred to **Appendix B** which set out the rationale for these proposals, and summarised the key issues [not repeated here for brevity]. He concluded by reminding members that there were 3 motions to be voted on, following which he opened discussions to the meeting prior to a vote.
57. **D. Emerson** asked: does this proposal, which is likely to reduce income by £14,000, not put the finances backwards, not forwards? **The Secretary** agreed that it would result in a loss of income, but it needed to be considered in the context of other changes taking place, especially the increase in the fishing charge and allowing clubs, which combined would more than compensate [for the reduction] by increasing overall income by circa £30k plus. Also, a key objective of this particular change is to improve membership recruitment and retention i.e. our membership numbers are falling and a main cause of that is the cost of membership, especially for those that fish infrequently. Reducing core membership costs will hopefully improve membership numbers.
58. Several members [**J Connell, B. Howden and W. Woods**] commented that we are not marketing ourselves properly, especially on social media sites, and that the current website is outdated. **The Secretary** agreed. The Board is aware and trying to address this issue. We have a Facebook page that is excellently managed by the AFM, but more needs to be done. The main constraint at the moment is a lack of expertise within the board on social media sites and usage so we are looking for a volunteer from within the membership to assist. The forthcoming AGM papers will provide more details of plans and assistance needed.
59. The Chair brought discussions to a close and called for a vote on the following motions, reminding members that these were **ordinary resolutions** requiring a simple majority:
60. *The board proposes the following motions [all commencing season 2025]:*
- A. *The Ordinary subscription is reduced by £65 to £295 commencing season 2025*
 B. *The Week Day membership subscription is increased by £7 to £295 with current members in that category upgraded to Ordinary, commencing 2025*
 C. *The Week Day Day Only subscription is increased by £20 to £265 and recategorised as a new Week Day category with the same fishing privileges as the existing Week Day category.*

61. **The motions were approved as follows:**

Motion A

62. **FOR** **82** **AGAINST** **1** **ABSTAIN** **0**

Motion B

63. **FOR** **83** **AGAINST** **0** **ABSTAIN** **0**

Motion C

64. **FOR** **83** **AGAINST** **0** **ABSTAIN** **0**

APPENDIX D = Increasing guest charges to £32

65. The Secretary referred to **Appendix D** which set out the rationale for this proposal, and summarised the key issues [not repeated here for brevity], following which he opened discussions to the meeting prior to a vote.

66. **B. Howden** commented that there was scope to increase the guest charge further given comparable commercial charges. **The Secretary** replied that we needed to strike a balance that encouraged guests to fish [and perhaps become members] without being either too cheap or too expensive. The proposed charge of £32 is deliberately set at just below commercial rates to try and maximise take up and income, and would be kept under review and amended as necessary in light of experience.

67. There being no more questions from the floor, the Chair brought discussions to a close and called for a vote on the following motion, reminding members that it was an **ordinary resolution** requiring a simple majority:

68. *The board proposes the following motion:*

A. The guest rate is increased to £32 with no time restrictions as per member provisions [commencing season 2025]

69. **The motion was approved as follows:**

70. **FOR** **82** **AGAINST** **1** **ABSTAIN** **0**

APPENDIX G = Introducing monthly Direct Debit (DD) arrangements for payment of annual subscriptions, commencing season 2025

71. The Secretary referred to **Appendix G** which set out the rationale for this proposal, and summarised the key issues [not repeated here for brevity], following which he opened discussions to the meeting prior to a vote.

72. **A member** asked: could someone default without paying in full, and if so, what the consequences would be? The Secretary replied that defaulting was the main risk with this payment arrangement, and there would likely be some defaulters, but it was an acceptable risk given the wider benefit of improving membership recruitment and retention. He added that nearly all golf clubs and sports clubs operated a DD arrangement without too much trouble because of the wider benefits.

73. **D. Hutchison** commented that defaulting on what was effectively a loan arrangement could create legal issues for a defaulter. **The Secretary** advised that the agreement to pay by instalment could be deemed a contract, but it was very unlikely that the Association would pursue a defaulter through the courts, not least because of the costs and effort required: we would simply expel them from the Association and bar them from fishing at Cobbinshaw [subject to any extenuating circumstances that might apply].

74. **R. Harvey** asked: would the risk of default be reduced if the DD period was restricted to 6 months? **The Secretary** replied that the objective was to make subscription payments easier and more affordable by spreading the cost over a full year rather than fewer larger payments or a single lump sum, with the ultimate objective of improving membership recruitment and retention: restricting the period would undermine those aims. He added that DD payment is an option: members can still pay in full as previously.

75. **R. Brough** commented that he did not believe we should be expecting defaulters and that the risk was low. He also asked: what are the prospects for Wi-Fi at the fishery in order to facilitate card payments (tap/swipe)? **The Secretary** replied: local connectivity is still unreliable, but a new mast is planned nearby that should solve that problem, though a date for installation has not been fixed. He advised that there were other issues to consider,

namely the cost and additional administrative work involved. He nevertheless agreed that cash was in decline and card services were the way forward.

76. There being no more questions from the floor, the Chair brought discussions to a close and called for a vote on the following motion, reminding members that it was an **ordinary resolution** requiring a simple majority:

77. *The board proposes the following motion:*

A. The Operating Regulations are amended to include the option of a monthly Direct Debit arrangement for payment of annual subscriptions [commencing season 2025]

78. The motion was approved as follows:

79.	FOR	82	AGAINST	1	ABSTAIN	0
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AOB

80. With all voting concluded by 15:15pm, the Chair opened the meeting to discussions under AOB.

81. **R. Brough** invited members to consider leaving a donation to Cobbinshaw in their will as a last thank you for the times spent fishing there.

82. **A. Campbell** suggested that the Board investigate corporate sponsorship as a means of further promoting the Association and increasing income, especially in regard to the windmill operators situated around the loch. **The Secretary** replied that the Board would investigate this following a similar suggestion recently. Regarding the existing windmill operators, **the Secretary** advised that the situation was complex and past experience had been mixed. When the windmills were originally built, one of the two developers had provided a donation to the cabin whilst the other reneged on promises made. All of the local funding from these developers currently goes to the local development trust(s) [under statutory agreements] who have their own policies and procedures for its use.

83. **A member** asked: can we not use the small loch to generate additional income? The Secretary advised that members have had access to the small loch for both trout and pike for many years, but there has been little use made of it for trout. The Association used to stock it and had a boat there, but due to lack of use stocking ceased; and for that reason plus security issues, the boat was also withdrawn. Currently, the small loch is the main source of pike fishing, which the Association is looking to develop further.

Meeting closed

84. The Chair thanked members for attending and formally **closed the meeting at 15:35**.