

MINUTES of the ANNUAL GENERAL
MEETING of the MEMBERS of the
SCOTTISH POTATO TRADE ASSOCIATION
in Glenhurst Hotel, SCONE at 2 p.m.
on Thursday, 11th JANUARY, 1990.

PRESENT:

A.H.S. (Packers) Ltd.	(A.C. Galbraith, Esq.)
Beeson Group Ltd.	(J.E. Cook, Esq.)
G.S. Brass (Perth) Ltd.	(G.S. Brass, Esq.)
Cullen Allen Scotland Ltd.	(D.H. Lindsay, Esq.)
Dalgety Seed Potatoes	(J.M. Marshall, Esq.)
Robert J.S. Doig Ltd.	(R. Doig, Snr., Esq.)
Messrs. P.L. Fordyce	(P. Miller, Esq.)
Galbraith & Roy Ltd.	(J.O. Robertson, Esq.)
James Haggart & Sons Ltd.	(J.R. McArthur, Esq.)
G. & D. Maxwell Ltd.	(D. Maxwell, Esq.)
J. Logan Milne (Potatoes) Ltd.	(J. Logan Milne, Esq.)
P.B.I. - Fenton	(J.G.H. Fenton, Esq.)
Robertson of Perth Ltd.	(D.Y. Stewart, Jnr., Esq.)
Stokes Bomford Ltd.	(A.S. Whitehead, Esq.)
W.C.F. Ltd.	(J.M. Swinton, Esq.)

with the Secretary and Treasurer (Mr. R. David Hunter) and the Assistant Secretary (Mr. D. Blackmore) in attendance.

The President, J.R. McArthur, Esq., took the Chair and welcomed the Members present to the meeting.

APOLOGIES: The Secretary intimated apologies for absence received from:-

Messrs. Alex Bayne & Son	(A.W. Bayne, Esq.)
Bond & Waddell Potatoes Ltd.	(J.M. Waddell, Esq.)
Messrs. Wm. Fraser	(J.P. Deuchar, Esq.)
W. & A. Graham (Arbroath) Ltd.	(J.H. Barr, Esq.)
Hollywood Potatoes Ltd.	(J.B. Hollywood, Esq.)
Messrs. McKenzie Bros.	(K.A. McKenzie, Esq.)
Nickerson Seed Specialists Ltd.	(I. Melrose, Esq.)

REPORT OF COUNCIL: The Secretary presented Council's Report to the Members for the year to 31st October, 1989 (copy herewith). There being no response to the Chairman's invitation for Members' questions or observations thereon, the Report was approved and adopted.

ANNUAL ACCOUNT: The Treasurer presented the Association's duly Audited Annual Account for the year to 31st October, 1989 (a copy of which had already been sent to each Association Member) and Mr. Blackmore read a Report providing brief details and comment on each Account heading in turn. There being no questions or comments from the meeting in response to the Chairman's invitation Mr. Brass, seconded by Mr. Lindsay, moved that the Accounts be approved and adopted. This Motion was carried without dissent.

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MEMBERSHIP
SUBSCRIPTIONS:

The Treasurer reported that Council had endorsed the recommendations of the Chairman's Committee in respect of the rates of annual Membership Subscriptions for the current year to 31st October, 1990. The recommendations were that the two lowest tonnage-handled brackets (0 - 2,000 tonnes and 2,001 to 6,000 tonnes) be combined into a single 0 - 6,000 tonnes bracket with a Subscription of £100.00 plus V.A.T. All other tonnage-handled brackets would remain unchanged with Subscription Rates as follows:-

6,001 - 10,000 tonnes - £130.00 plus V.A.T.(unchanged)
10,001 - 14,000 tonnes - £160.00 plus V.A.T.(-do-)
14,001 - 18,000 tonnes - £190.00 plus V.A.T.(£5.00 up)
over 18,000 tonnes - £220.00 plus V.A.T.(£10.00 up)

The meeting adopted these recommendations without dissent.

MEMBER
EXPULSION:

The Chairman introduced a properly notified proposal on the Agenda in terms of Rule 7 of the Association's Constitution and Rules:-

"To expel Messrs. Glenisla Potatoes, Littleton of Airlie, Kirriemuir, Angus DD8 5NS, from Membership of the Association."

The Secretary explained that in an Arbitration of a Dispute between Messrs. Glenisla Potatoes and another Association Member, the Arbiters had issued their Award on 8th February, 1989 (including the Arbiters' Fees and their Clerk's Expenses, together totalling £393.70) against Messrs. Glenisla Potatoes. Responding to a report by the Arbiters to Council that the Award had not been settled, a written notification of Council's requirement for immediate settlement direct to the Arbiters' Clerk was sent to Messrs. Glenisla Potatoes on 7th July, 1989. In the absence of any response by 14th September, 1989 Council instructed Messrs. Glenisla Potatoes' Membership of the Association be suspended withdrawing all right to further use of the Association's copyright Conditions of Sale and/or Purchase and that settlement of the Arbiters' Clerk's expenses be made from Association Funds. In October, 1989 the Arbiters initiated a Court Action against Messrs. Glenisla Potatoes to implement their Award by recovery of their Fees and the expenses of their Clerk. On 23rd November, 1989 Council instructed settlement of the Arbiters' Fees also be made from the Association Funds and a Formal Notice of a proposal to expel Messrs. Glenisla Potatoes from Membership of the Association was sent to that Firm on 24th November, 1989. On 11th December, 1989 the Association received from one of the Arbiters a cheque in his favour from Messrs. Glenisla Potatoes for £393.70. The Association duly received encashment of this cheque. To the best of his knowledge the Secretary believed payment of the balance of the Arbiters' Award by Messrs. Glenisla Potatoes to the other Party to the Dispute is still outstanding.

The Chairman then read out a letter addressed to him which he had received from Solicitors acting for Messrs. Glenisla Potatoes. The letter expressed unease that the Association's own Legal Agents apparently acted for the other Party and sought assurance that all steps in respect of the conduct of the Arbitration had been properly taken.

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In the following very full discussion the meeting determined that the Association has never appointed its own Legal Agents and appointment of its Secretary is personal to Mr. Hunter, reflecting his own professional skill as a Solicitor without regard for any position in any legal firm that he may also hold. The meeting further accepted that to avoid any possibility of dual interest, Mr. Hunter properly declined his usual function as Arbiters' Clerk in an Arbitration between Association Members and ratified the Arbiters' appointment of another Scottish Solicitor as their Clerk.

During the discussion more than one Member spoke of having knowledge that Messrs. Glenisla Potatoes are still using the Association's Condition of Sale and/or Purchase in breach of the Association's copyright. The Chairman undertook to include this point in his reply to Messrs. Glenisla Potatoes' Solicitor's letter.

In response to the Chairman's call for a show of hands the meeting then voted unanimously to expel Messrs. Glenisla Potatoes from Membership of the Association.

ADDITION
TO THE
RULES:-

The meeting considered a pre-circulated proposal under Rule 37 of the Association's Constitution and Rules to adopt as an addition (Rule 17a) thereto:-

"Council shall have power to prescribe Arbitration Rules to be adopted in connection with proceedings in Arbitrations for the settlement of Disputes between Members of the Association. In particular, Council shall have power to prescribe that the parties to such a Dispute shall make payment of Deposits of an amount to be prescribed by Council from time to time to the Arbiters before the Arbiters enter upon reference".

After very brief discussion this proposal was adopted unanimously.

A.O.C.B.:

The meeting remitted for Council's consideration a suggestion to review Rule 20 of the Association's Constitution and Rules in respect of the requisite quorum at all General Meetings.

The meeting then closed with a Vote of Thanks to the Chair.