



AGM AGENDA for FCA MEMBERSHIP LTD
At the SRUC Barony Campus,
Parkgate, Dumfries, DG1 3NE
On Saturday, 16th November 2019, at 10:00am

Tea and Coffee

10:00am AGM commences

1. Apologies
2. Approval of 2018 AGM Minutes
3. Matters arising
4. Chairman's & Company Secretary's Statement
5. Finance Statement
6. Proposal to adopt the Financial Reports & Statements presented

AGM closes

After which we are delighted to say that Jonathon Hastie will give us a presentation on current developments regarding Worksite Welfare Facilities.

A buffet lunch will be provided.

Specific details for the venue can be found at

http://www.sruc.ac.uk/info/120392/barony_campus/1164/how_to_find_our_barony_campus

Chairman's Report to the AGM of the Forestry Contracting Association, 2019

This report doesn't follow the usual format. Quite honestly so little changes each year it is hardly necessary. Instead a little history lesson, which I hope will help get across the single most important message of this year.

This year was the FCA's 25th birthday and a good time to reflect on the things that have changed in that time, both within the industry and the organisation itself. It would be nice to think that the FCA was originally set up by a group of Contractors who were fed up of the way they were being treated and wanted to do something about it. This most definitely wasn't the case. There had been previous attempts at doing just that but each attempt was so unsuccessful, few people even heard about them.

Then in 1993, corporate forestry felt that Contractors needed to be 'professionalised'. There was a huge programme of work ahead and they were concerned about how they would carry out the hard graft necessary to deliver. How could they mould this disparate band of individuals and small businesses into something that forestry corporations would be able to make use of? This would be an impossible task for the 'suits' to manage on their own so they sanctioned the setting up of an organisation that was to be called the Forestry Contracting Association. Unlike previous attempts, membership of this new organisation was positively encouraged. It was sold variously as a 'union', a 'trade association' or indeed whatever the prospective member wanted it to be. Within a year hundreds and hundreds joined, all expecting to see the new dawn. The FCA grew quickly, membership reached almost 2000 allegedly, and at its height they employed some 24 members of staff and enjoyed a turnover that peaked at £1.6 million. Hard to imagine that anything could have gone wrong but go wrong it did. Despite the support it enjoyed from forestry contractors, it quickly became apparent that the FCA hierarchy didn't share the ordinary member's views on lots of things. As a result the model collapsed.

Nowadays, the FCA runs on a completely different model. We believe the vast majority of our members agree with our philosophy on how the organisation should operate. Our primary role is to challenge and publicise any unfairness to which our members are being exposed; whatever form that may take, and ensure an appropriate reaction. The nature of the industry means that the people we have to challenge are the very same people who were responsible for setting up the FCA in the first place.

Of course, this independent thinking comes at a huge price. The massive amounts of cash that found its way into the old FCA kitty dried up immediately so all work now has to be carried out by unpaid volunteers. This is a serious weakness in our particular model. Not because volunteers are any less effective, our experience is the very opposite; but how would we cope if we don't get any volunteers? Research suggests that younger people don't volunteer for things as much as the older generation. If this is the case, how can the FCA expect to survive? After all, the oldies can't go on forever, and there is such a thing as 'volunteer burnout', a term used in the voluntary sector. As our volunteers also face the extreme demands of running their own forestry contracting business, it's entirely reasonable to suppose the risk of burnout will be even higher. If it weren't for the doggedness of the forestry contractor mentality we'd see more cases of this, so we must be cautious about continuing to rely on the goodwill of the small number of individuals who currently run the FCA on a voluntary basis.

Going forward, the challenge will be to find the happy medium, where the FCA can still retain its independence, maintain a Contractors perspective but still develop sufficiently to take the pressure off the few who currently run it. We always ask for our members views on these things and it is unfortunate that we never hear from them. Is this because they are happy with the way things are or is it because they no longer care? This year's drop in subscription income warns that the latter may be the case. Numbers now stand at 373, a drop of 50 from last year. Even allowing for the fact that we don't press people to renew, the drop we are reporting this year means we will have to take stock of the reasons and decide how to react. Is the membership simply voting with its feet? Do they need the money for something else? Are we getting out of step with their thinking? Do we need a trade association at all?

Against such a backdrop, this year's achievements have a bit of a hollow ring to them which is a great shame because we should be proud of them. The overhaul of the FCA news, the new website, development work on industry standards, our hugely increased influence at FISA and the significant numbers of members successfully represented in disputes.

This years Annual General Meeting is an important one. If you can't make it along, please consider giving me a call with your views on these matters.

Donald Maclean
07793 889992

Registered number
SC303488

FCA Membership Limited

Report and Accounts

31 May 2019

FCA Membership Limited

Report and accounts

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FCA Membership Limited

Registered number: SC303488

Directors' Report

The directors present their report and accounts for the year ended 31 May 2019.

Results and Dividends

The profit for the year after Taxation amounted to £5,645 (2018 was £8,137) which was lower than the previous year, but still regarded as being commendable.

The Directors do not propose to pay a dividend.

Principal activities

The company's principal activity during the year continued to be that of assisting those engaged in the business of Forestry Contracting in order to both improve and provide an ever-efficient service to their customers.

Directors

The following persons served as directors during the year:

Donald Maclean
Alun Jones
David Gillett
Simon Bowes
John McNally
Thomas Powell

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

- so far as he is aware, there is no relevant audit information of which the company's auditor is unaware; and
- he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.

This report was approved by the board on 4th November 2019 and signed on its behalf.



Donald Maclean
Director

FCA Membership Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the report and accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

FCA Membership Limited

Independent auditors' report

to the members of FCA Membership Limited

We have audited the accounts of FCA Membership Limited for the year ended 31 May 2019 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard For Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the accounts in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

In accordance with the exemption provided by APB Ethical Standard - Provisions Available for Smaller Entities (Revised), we have prepared and submitted the company's returns to the tax authorities and assisted with the preparation of the accounts.

Scope of the audit of the accounts

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm

Opinion on the accounts

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 31 May 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the accounts are prepared is consistent with the accounts.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the accounts are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the accounts and the directors' report in accordance with the small companies regime.

J M Lee
for and on behalf of
J M Lee & Co
Accountants
4th November 2019



The Old Clubhouse
Ferry Road
Golspie
Sutherland
KW10 6ST

FCA Membership Limited

Profit and Loss Account for the year ended 31 May 2019

	Notes	2019 £	2018 £
Turnover		19,917	23,392
Direct Costs		4,070	1,405
Gross profit		<u>15,847</u>	<u>21,987</u>
Administrative expenses		10,173	13,843
Operating profit		<u>5,674</u>	<u>8,144</u>
Profit on ordinary activities before taxation		<u>5,674</u>	<u>8,144</u>
Tax on profit on ordinary activities	2	(29)	(7)
Profit for the financial year		<u>5,645</u>	<u>8,137</u>

FCA Membership Limited

Balance Sheet as at 31 May 2019

	Notes	2019 £	2018 £
Current assets			
Cash at bank and in hand		106,826	101,132
Investment in subsidiary company	1	<u>1</u>	<u>1</u>
		106,827	101,133
Creditors: amounts falling due within one year			
	4	(489)	(440)
Net current assets		<u>106,338</u>	<u>100,693</u>
Net assets		<u>106,338</u>	<u>100,693</u>
Capital and reserves			
Accumulated reserves Fwd	5	100,693	92,556
Profit and loss account		5,645	8,137
Shareholders' funds		<u>106,338</u>	<u>100,693</u>

The accounts have been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.



Donald Maclean

Director

Approved by the board on 4th November 2019

FCA Membership Limited
Notes to the Accounts
for the year ended 31 May 2019

1 Accounting policies

Basis of preparation

The accounts have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Turnover

Turnover represents the value, net of value added tax and discounts, of services provided to customers.

Deferred taxation

Full provision is made for deferred taxation resulting from timing differences between the recognition of gains and losses in the accounts and their recognition for tax purposes. Deferred taxation is calculated on an un-discounted basis at the tax rates which are expected to apply in the periods when the timing differences will reverse.

2 Taxation

The Company's principal source of revenue is from Member's Subscriptions which is a non-taxable source. Bank Interest is received gross and is subject to tax at the relevant rate

	2019	2018
	£	£
UK corporation tax	<u>29</u>	<u>7</u>

3 Investment in Subsidiary Company

The Company holds 100% of the share capital of 'FCA Member Services' Limited. The results of this company have not been incorporated in these accounts.

4 Creditors: amounts falling due within one year

	2019	2018
	£	£
Trade creditors	428	408
Corporation tax	61	32
	<u>489</u>	<u>440</u>

5 Accumulated reserves

	2019	2018
	£	£
At 1 June 2018	100,693	92,556
Profit for year	<u>5,645</u>	<u>8,137</u>
At 31 May 2019	<u>106,338</u>	<u>100,693</u>

FCA Membership Limited
Detailed profit and loss account
for the year ended 31 May 2019

	2019	2018
	£	£
Sales	19,917	23,392
Cost of sales	4,070	1,405
Gross profit	15,847	21,987
Administrative expenses	10,173	13,843
Operating profit	5,674	8,144
Profit before tax	5,674	8,144

FCA Membership Limited
Detailed profit and loss account
for the year ended 31 May 2019

	2019 £	2018 £
Turnover		
Subscriptions	19,764	23,356
Bank Interest (Gross)	153	36
	<u>19,917</u>	<u>23,392</u>
 Cost of sales		
Subcontractors	-	700
Trade Shows	3,605	585
Prizes	465	120
	<u>4,070</u>	<u>1,405</u>
 Administrative expenses		
Employee costs:		
Wages and salaries	401	473
Secretarial Costs	682	708
	<u>1,083</u>	<u>1,181</u>
General administrative expenses:		
Office Expenses	912	866
Promotion and Publications	7,166	10,647
Insurance	81	-
Internet	365	183
Bank Charges	97	235
Co House	39	39
Sundry expenses	-	305
	<u>8,660</u>	<u>12,275</u>
Legal and professional costs:		
Accountancy fees	380	360
Other legal and professional	50	27
	<u>430</u>	<u>387</u>
	<u>10,173</u>	<u>13,843</u>

**FCA MEMBERSHIP LTD
Company No. SC303488**

**Form of proxy for use at the Annual General Meeting of the Company to be held at
10.00am, on 16th November, 2019**

I / we the undersigned being a Member of FCA Membership Ltd hereby appoint
..... Or the Chairman of the meeting as my /
our proxy to vote for me / us and on my / our behalf at the Annual General Meeting of the
Company to be held on 16th November 2019 and at any adjournment thereof.

I / we wish my / our proxy to vote as shown below on any of the following Resolutions on
which a poll may be taken:

RESOLUTION (* Delete as appropriate)

1. To receive and adopt the financial statements of the Company for the year ended 31st May,
2019 and the reports of the Directors and Auditors thereon.

***FOR / AGAINST / ABSTAIN**

My / our proxy may vote as he / she thinks fit or abstain from voting on any Resolution
proposed at the meeting at which I / we have given no indication above.

Signature of Member

Dated 2019

Membership Number:

Name:

To be valid this Proxy Form must arrive at the Registered Office of the company at PO Box 1,
Lairg, IV27 9AA or by email at members@fcauk.com not later than 48 hours before the time
fixed for the meeting.

**MINUTES of the AGM of FCA MEMBERSHIP LTD, held at
the Forest Worker Zone Marquee,
Stand 1015-1040
APF Exhibition Ground,
Ragley Estate, Alcester,
Warwickshire, B49 5PS
On Friday 21st September 2018, at 5:30pm**

Present

Donald Maclean, Alun Jones, Simon Bowes, David Gillett, Tom Powell, John Tunnicliffe, Jonathon Hastie, Brendan Burns, Will Jackson, David Whittall, Duncan Wemyss, Anne Wemyss, Colin Ashby, Mary Ashby, John Shipp, Martin Lennon, Duncan Gillies, Duncan Gillies Jnr, Robert Gillies & David Shanks.

Welcome

Donald Maclean welcomed all present. He thanked the Forest Workers Zone for allowing the use of their marquee for the meeting.

1. Apologies

Apologies were received from Phil Dunford, David Thomas, Jim Sharp, Peter Bregazzi, Paul Gough, Campbell Logue, Steven Thomson, Jamie Jukes & Matthew Allen

2. Approval of 2016 AGM Minutes

The AGM 2018 Minutes were approved. Proposed by Simon Bowes & seconded by David Gillett.

3. Matters Arising

Donald Maclean confirmed that there was no Matters Arising.

4. Chairman's report:

Donald Maclean reported on some of the activities of the year. These were essentially the same issues as other years but considered worth repeating nevertheless.

In particular, the frustrations felt regarding the lack of progress on practical improvements to the safety of Contractors was spreading beyond the contracting sector. The apparent impotence of FISA to implement anything was also raised.

The FCA's re-instatement to FISA, along with the increase in Contractor members on the FISA steering group was viewed very positively and this will hopefully produce better outcomes going forward.

Simon Bowes gave a presentation on contracts. He gave an outline of a contractual dispute, into which he and Will Jackson had put an enormous amount of effort to achieve a satisfactory resolution for a member. He repeated his warnings about the importance of keeping a good diary record of progress on site and particularly any changes that are discussed verbally with anyone; be it manager, land owner or whoever. The obvious benefit of taking photographs was also reiterated.

Brendan Burns indicated that he was no longer signing contracts that had conditions he did not agree with, without first appending his own list of provisos that qualified his acceptance.

The value of an FCA model contract was also discussed as was the recognition that it would never be accepted by those who control the majority of the work issued to Contractors. It was also noted that FISA were supposedly working on generic contracts though there was some scepticism as to whether this would ever materialise into anything.

5. Finance Statement:

Donald Maclean reported a surplus of £8,137 for the year. He asked the members to consider issues that they felt the Association might consider funding from this surplus. Membership numbers currently stand at 423 which was a drop of 24 from the previous year.

It was noted that the membership will generally be getting older. Members are retiring and Contractors are selling up. Others will simply be moving to employment within larger contracting businesses. It was suggested that the contracting sector is shrinking, despite all the hype about the amount of work available.

6. Proposal to adopt the Financial Reports & Statements presented:

The accounts were proposed as accurate and approved. Proposed by Brendan Burns & seconded by Will Jackson.

7. AOB

Jonathan Hastie shared his views on the tree planting and how he hopes the FCA will see an increase in membership interest from those involved in the sector.

A written question was received from Yorkshire member Jim Sharp. He asks if members are aware of any presumption in favour of species on conifer restock sites. He is experiencing pressure to plant out former conifer sites with Yew, Field Maple, Hazel, Cherry and similar species which he questions the value of from a timber production perspective. Jonathan Hastie is not experiencing this in Cumbria & Borders and he stated that in Scotland it was all spruce. Will Jackson commented on the Forestry Commissions ever increasing interest in leisure and recreation. There was a general view that some in FC have developed a 'picture postcard' view of forestry and have moved some distance from their roots in timber production.

Brendan Burns highlighted ongoing problems with the website. It was explained that the site had been created by a former member who had since moved on and was impossible to contact. An emergency back up plan had seen the site re-instated but there were still some issues being reported. It was agreed to make resolution of this problem a priority.

Brendan Burns raised the issue of industry standards, and his concerns that the National Occupational Standards produced for the industry by Lantra were not fit for purpose. He explained that these standards must accurately identify what is actually being done in the workplace. This is critical before any further work is done to develop training programmes or qualifications. Otherwise, the training and qualifications developed are unlikely to be relevant. Confor also now recognise this issue. After some lengthy discussions, there was general agreement that the FCA would be forced to take some responsibility for moving this forward.

AGM ends