

MINUTES OF ANNUAL GENERAL ASSEMBLY HELD ON 28TH APRIL, 2018
at Tal-Handaq Middle School, Qormi

Agenda: The proposed agenda for this meeting was as follows:

1	Approval of the Agenda
2	Report of the Minutes and Approval of 2017 AGA and EGA of February 2018
3	Introduction by Chief Scout on National Scout Council
4	Comment by the Chairperson of the European Scout Region
5	Chief Commissioner's Annual Report and Approval
6	Annual Audited Financial Accounts and Approval
7	Budget Proposal and Approval
8	Election of Auditor Motion 1: Appointment of Association's auditor for financial year 2018
9	Discussion and voting on Motions Motion 2: Smooth Transition of NSC members Motion 3: Constitution extension of voting powers
10	Presentation by National Scout Youth Council
11	Presentation by TSAM Ltd
12	Presentation by Leap (Scouts) Foundation
13	Presentation by Malta Scouts Fellowship
14	FAR Committee Report
15	Presentation by Sean Bartolo on his thesis done on Scouting
16	Announcement of results of vote of confidence in Chief Commissioner Designate
17	Statement by Chief Commissioner

A quorum had not been reached by 09:30.

A quorum was reached by 10:00 due to the presence of at least one scouter from more than half of the groups.

The Chief Scout, George Cassar, started by asking for permission for the Assistant Honorary Secretary, Daniel Catania, to take the minutes of this AGA, since the Honorary Secretary, Capt. Reuben Lanfranco, was in Dubai. There were no objections from those present.

The Chief Scout then explained that a Skype connection was set up with the Gozitan groups. He explained that of there was any objection by the Assembly, the connection would be terminated. There were no objections from those present.

1. Approval of the Agenda

The Chief Scout confirmed that the agenda was circulated. He proposed the following changes to the agenda:

- Upon suggestions from Dr Joseph Calleja and Dr Arthur Azzopardi, two lawyers of the Association, the council would be withdrawing Motion 3 since there might be room for abuse. The motion is to be re-written.
- To add the presentation done by Sean Bartolo on his thesis done on Scouting.

- To add a comment from Kevin Camilleri (Chairperson of the European Scout Region).
- To add the report done by the FAR Committee – an important element imposed due to issues on money laundering, making it an important committee in the Association’s structure.
- He also added the Vote of Confidence in Anton Pisani as Chief Commissioner had closed, and that the electoral commission is to do an audit of the result and present it to the Assembly at the end of the meeting. A short presentation by Anton Pisani himself is to follow.

There were no objections from those present.

The Chief Scout then asked for one final permission. He explained that the documents were not placed online two Saturdays before. He asked whether there were any objections to the fact that they were staggeredly uploaded. There were no objections from those present.

2. Report of the Minutes and Approval of 2017 AGA and EGA of February 2018

The matters arising from the minutes of the 2017 AGA and the EGA of February 2018 were uploaded to ScoutKeeper, including an updated from the day before following an email by the Baden Powell Scouts. There were no objections from those present. The minutes were approved by those present.

3. Introduction by Chief Scout on National Scout Council

The Chief Scout said that he doesn’t like to say much, and that his report is in the circulated booklet. He asked those present if they had any questions on his report and on the Honorary Secretary’s report, and there were no questions.

4. Comment by the Chairperson of the European Scout Region

The Chief Scout invited the Chairperson of the European Scout Region, Kevin Camilleri, to speak. The chairperson explained the importance of keeping youths at the centre of all decisions made.

5. Chief Commissioner’s Annual Report and Approval

The Chief Scout then invited the Chief Commissioner, Leslie Bonnici, to speak.

The Chief Commissioner spoke about the report published by himself. He thanked everyone that helped him achieve his work as Chief Commissioner. He then invited those present who have questions or comments to address them. There were no questions.

The Chief Scout thanked the Chief Commissioner for all the work done during the past years.

6. Annual Audited Financial Accounts and Approval

The Chief Scout invited the Finance Commissioner, Darren Mercieca, to present the financial report. The Chief Scout thanked the Finance Commissioner for all his hard work, both in the report and in the budget. The Finance Commissioner also thanked Mark Pizzuto, the previous Finance Commissioner, for his work over the previous 35 years.

The Finance Commissioner explained that there was a larger loss than the previous year due to additional activities during the year, marketing, and expenses related to the complaint with the CVO. He explained that his duty was to provide the Council and the Executive enough information to make the right decisions. He explained that, in terms of finance, the future is demanding. He said that in the coming years, there is going to be more focus on money laundering. He explained the importance of groups to have a competent person taking care of finances. He also explained that he wants to give the groups more help on how to

do this, with more assistance from the National Staff side to the groups. He explained that he needs someone that he could speak to and who would understand him, with regards to finances. He explained that there were also problems when it came to VAT. He said that VAT is more complex due to European regulations apart from the Maltese ones. He invited the Assembly to address any questions.

Questions on accounts by Timothy Zammit:

1. Timothy Zammit observed that in the annual report, there was written that there was an increase in members (of around 100 members), however the increase in subscriptions was only of €3.

The Finance Commissioner said that he would be looking into it.

Kevin Camilleri spoke on how the number of members of the Association, registered on ScoutKeeper, decreases in the months of October, November and December, and then increases again in February. He said that this should be investigated with respect to subscriptions.

2. Timothy Zammit also explained that the amounts given by the groups do not match the amount shown by the Association.

The Finance Commissioner said that the figures shown by the groups may be from the previous year instead of 2017.

Anthony Rizzo (TSAM Ltd) clarified that this problem was a timing issue and not a waiver.

The Chief Scout explained that the account for the groups are cash basis, while those of the Association are accruals, which could create some discrepancies.

3. Timothy Zammit also observed an increase in expenses for Għajn Tuffieħa Campsite from 2016 to 2017, in both administrative and maintenance expenses. He asked whether this increase was a one-off and asked whether it would be feasible to pay someone €20-24k to take care of the campsite.

The Finance Commissioner said that he looked at the previous ten years of financial documents in Għajn Tuffieħa. He said that the expenses were due to expenses required to main the campsite.

The Chief Commissioner explained that Għajn Tuffieħa is an ongoing project, run by volunteers as well as a full-time employee who is essential for its running. He explained that the expenses that there are, are for maintenance. For example, they are currently receiving quotes for a fully automated irrigation system as well as for rubble walls. He also said that the high ropes were being refurbished, and the cost for such a project is of around €15k. He said that the increase in expenses of the campsite were due to water and electricity bills, and damages.

Anthony Rizzo (TSAM Ltd) explained that there were previously two people taking care of administration, one of whom resigned. He said that Għajn Tuffieħa expenses that were there would no longer be expenses of SAM since it would be taken over by TSAM Ltd. He explained that the income needs to be increased. The camp warden would also have the role of a business development to increase the income for the campsite to be full both in full both in the weekends as well as in the weekdays, working together with schools and businesses for the campsite to be full during the week too. He said the performance of Josmar Azzopardi, the Operations and Administrative Officer of TSAM Ltd, is tied with the funding he gets for SAM. He explained that even though the wage for the camp warden is good, the warden would be doing a lot of work for it.

The Chief Commissioner said that members of SAM have preferential rates. He also said that the fee has been increased slightly, and TSAM Ltd would be looking at how it goes and then decide for the future. He explained that SAM is paying around €20k as rent for the area of the campsite. He hopes that in the future the campsite would be of international standard.

- Mark O'Neill asked for a clarification, from page 29 of the booklet, that there was no car park income for 2017.

The Finance Commissioner explained that all income and expenditure was transferred to TSAM Ltd. He explained that the income from the car park has, through good management, been increase greatly from the 2016 figure.

The Chief Scout asked for the approval of the accounts. The financial report was approved unanimously.

7. Budget Proposal and Approval

The Finance Commissioner explained that the budget could be found on page 44 of the booklet, and that the format of the budget reflects the way he wants the accounts to be presented in the future. He said that he wants to have a distinction of accounts between all departments.

The Chief Scout asked for objections on the budget. There were no objections from those present. The budget was also approved.

8. Election of Auditor

a. Motion 1: Appointment of Association's auditor for financial year 2018

The Chief Scout explained that Peter Digiorgio was an NSC member and had resigned to provide the Association free of charge services as an auditor. He said that Peter Digiorgio accepted to remain as an auditor for another year.

The Chief Scout asked for any comments. There were no objections from those present. Peter Digiorgio was approved by the Assembly as the auditor for the upcoming year.

9. Discussion and voting on Motions

a. Motion 2: Smooth Transition of NSC members

The Chief Scout invited Josmar Azzopardi to present the motion.

Josmar Azzopardi explained that the Association has two main bodies, apart from the General Assembly, being the National Scout Council (NSC) and the Executive. The Executive is the body that takes decisions on a day-to-day basis, and the National Scout Council is made up of representatives of the Assembly to look at the Association's long-term vision or goals. When revisions were made to the constitution, it was noted that NSC Members end at the same time. He explained that this has its disadvantages. NSC Members must be members representing the Association's diversity and from different backgrounds for them to be able to work well together. This motion is roping the NSC to have a staggered election rather than an election for the whole council to be able to have a smooth transition. Josmar also noted that the motion proposes a continuous change rather than a sudden change which would in turn provide the NSC with added momentum.

Mark O'Neill asked whether this motion would affect the dynamics of the Chief Scout election, as the Chief Scout is currently chosen every three years by the elected NSC Members. – Josmar Azzopardi replied that he could have recommended a bye-law change, however the scope of the motion was to start off a discussion to see how its best to go about. He emphasised that the Chief Scout is there to chair a discussion and said that the Assembly needs to discuss how long his term would be and how. He also explained the importance of continuity and that there are many methods to implement it.

Moira Vassallo said that the motion is not clear in the way it was written. – Josmar Azzopardi explained that it proposed and decides a way forward for inclusion and amendments by the next General Assembly.

– Vincent Cassar explained that for him the motion was clear. He also said that he doesn't think that the

motion could take place in the bye-laws since the method of election is in the constitution. He said that it is a matter of how it would be tackled other than anything else.

Anthony Rizzo said that TSAM Ltd already has this system where a director has to resign every year on rotation, based on when s/he was appointed.

Josmar Azzopardi said that whatever the council decides – constitution or bye-law – anyone can manage to stop it if they don't agree. He explained that even if it wasn't clear, if the council decides on something strange, it can still be stopped.

The Chief Scout then asked if there were any more comments or questions.

Mark Pizzuto explained that the suggestion was for the sake of continuity. He said that this was their principle, and it was just for the sake of continuity. He said that the council would be giving their proposals which would then be presented and voted upon.

Votes against – 1

Votes in Favour – 94

Abstentions - 7

b. Motion 3: Constitution extension of voting powers

Upon suggestions from Dr Joseph Calleja and Dr Arthur Azzopardi, two lawyers of the Association, the council would be withdrawing Motion 3 since there might be room for abuse. The motion is to be re-written.

10. Presentation by National Scout Youth Council

The Chairperson of the National Scout Youth Council, Sean Bartolo, thanked the members of the National Scout Youth Council. He explained that in September there would be a one-night national camp, inviting all youths. He invited the members of the Assembly to tell their members to attend. He then thanked the Chief Scout and Chief Commissioner for their support and thanked all the council members.

11. Presentation by TSAM Ltd

Anthony Rizzo started by thanking the Chairperson of the European Scout Region for reminding the Assembly of the importance of putting youths first. He then explained that in the booklet, there weren't the TSAM Ltd accounts. He explained that the bottom line of the company was in the negative, as expected, since the responsibilities were just the running of IHQ. He said that revenue from the car park was increased through initiatives of better controlling of who enters and leaves, and by increasing the use of resources. He said that as a company they have the issue of VAT that when VAT is collected, the company must pass on that VAT.

He said that on the issue of Ghajn Tuffieħa, there was already an agreement, that had only left to be signed. The company would be taking over the running of the campsite on the 1st of June. He said that all revenue originating from members (scout groups) would be going to the Association. He said that only the revenue from clients who were not scouts were going to be taken by the company. He said that they would be employing a person to manage the campsite, and volunteers would then be recruited. He said that this was different from the model currently used. The new way would be like that used internationally. He said that their aim was to increase revenue.

He also explained that Josmar Azzopardi's appraisal is mainly through getting funds to the Association, where last year he managed to get €150k. He said that the company wished that this number is to be increased. He said that Josmar Azzopardi had explained that it was not enough to apply for the funds, but

also to manage them. He explained that it was important that groups ensure that there is enough infrastructure for the funding to be utilised and regulations to be followed.

He also took the opportunity to thank Leslie Bonnici and Pat Marsh for giving so much of their time for the campsite. He said that the figures received would not have been what they are without them.

Anthony Rizzo explained that the TSAM Ltd accounts are audited and available on ScoutKeeper, and that they were ready to take any comments and questions.

Josmar Azzopardi explained that the accounts for 2016 were published. The AGM of the company had not yet been taken place so the accounts for 2017 would be published after that. He explained that after publishing, the accounts are not only there for review but also for feedback.

Question: How much funds went to the groups? – Josmar Azzopardi explained that, this year, there were two main projects, both being youth exchanges and amounting to around €70k. From Aġenzija Żgħażaġħ (AŽ) there were around €10k. He explained that the Association had went to the board of appeals, and it was a matter of internal discussion between the ministries. He said that they would be looking into the matter further. Anthony Rizzo then clarified that around 80% of the funds went to the groups. Anthony Rizzo also clarified that Josmar Azzopardi's output towards the company is that of 5%, while the other 95% is towards the Association.

Vincent Cassar explained that Għajn Tuffieħa had improved greatly in the past years. He explained that there was an area that was not being utilised. He said that it could either be given back to decrease the cost of rent or be utilised. He asked where the Association had gotten anywhere in these discussions. - Anthony Rizzo said the TSAM Ltd was present in these discussions. Leslie Bonnici explained that the current problem has to do with the current land contract. He said that he also tried to obtain some of the other barracks outside our area as to not decrease our green area footprint. He said that the area on the right-hand side of the entrance is to remain as an open area for activities, while the car park would be on the left-hand side and would be open for the public, increasing revenue. On the 7th of May, there is a meeting with the minister of transport to discuss these matters.

As regards to Sports Malta, he explained that groups were giving a lot of money to Sports Malta but receiving nothing. Therefore, he explained that they wanted to shift from Sports Malta to AŽ because AŽ gives a lot to the Association. He said that he thinks that they reached the peak of these discussions and hopes that Dr Ian Borg would give the results wanted.

Vincent Cassar said that there were once discussions on building a storey or two at IHQ. He suggested that the Archives room should move from the current room to another room which would be publicly available, which could be in the proposed building. – Anthony Rizzo said that he agrees with the suggestions. He said that the accountants were pulling their attention to the fact that the land agreement of IHQ expires in 2032, so any investments made should be upon certainty that the fruits would be enjoyed. He said that the Association should ensure that the agreement is extended, because this is holding back investment.

12. Presentation by Leap (Scouts) Foundation

The Chief Scout said that the Leap (Scouts) Foundation was created by a decision of the Assembly a few years back. He explained that he felt that it had a lot of potential.

Mark Pizzuto explained that a group of people met to discuss whether there was a way forward or not. The result of such a meeting was positive. The main objective was for it to be a support organisation, to allow the training department to focus more on training. The foundation would organise activities, both to scouts and to the public, including corporate organisations. Activities would still be primarily based on

scouting skills but used for the public. He said that the first year would not have much activities since they had yet to build up. As for resources, they would be working with the Association and would also be recruiting third parties.

The Chief Scout said that there was a discussion at one point in time whether this foundation had a future. He thanked Mark Pizzuto because he believed that they could bear fruit from this foundation with a bit of effort.

13. Presentation by Malta Scouts Fellowship

The Chairperson of the Malta Scouts Fellowship, Vincent Cassar, said the Fellowship started in 1993, this year being the 25th year. A group of people had decided that they did not have the time to contribute to their local groups, but their experience should be handed to others. During the years, there was not much progress and the Fellowship was also dormant at some points. Membership did not grow. In several groups, there are the 'old boys'. After discussions with the Chief Scout and Chief Commissioner, a possibility was seen to pool the old boys to be part of the fellowship. The idea was to write a bye-law for these members to be recognised by the Association. Those who were referred to as 'old boys' are to be referred to as 'Fellowship members'. They would be registered with the National Fellowship. Every fellowship in the group could nominate members to be part of the National Fellowship. Branches of the fellowship should be in the group, in the district or in IHQ level.

The Chief Scout explained that the fellowship is an important part of the Association. He said that the people within the fellowship are a really big potential.

14. FAR Committee Report

The Chief Scout said that the Chairperson of the FAR Committee, Andrew Cutugno, was not available to attend.

David Darmanin explained the FAR acronym, being Finance, Audit and Risk. He said that the Association is evolving and becoming more complex. Legal matters were being revised and catered for. The financial processes were being completely revised. He believes that the committee is well composed, as currently there are 5 people (being Andrew Cutugno, 2 accountants, people from the business and a lawyer). Going forward, they would be giving their review and proposals by the end of June. The council would then be able to evaluate these recommendations and go forward with any changes.

15. Presentation by Sean Bartolo on his thesis done on Scouting

Sean Bartolo said that as part of his degree for the Bachelor of Education degree, he decided to write a thesis on scouting as a non-formal education. Sean presented a copy of his thesis to the Association.

Off Agenda

The Chief Scout said the call for nominations for members of the council should open in the coming days. He hoped that the Assembly would be proposing people, not just those active in the group, but especially those at arm's length from the group. He thanked the previous council, they were a team of people practically all new.

Other Matters

Josmar Azzopardi explained that he believes that the recording of this Assembly should be published along with the minutes. The Chief Scout asked Josmar if he's asking for a vote. Josmar Azzopardi said yes. The

Chief Scout said that there is a proposal from Josmar Azzopardi to publish the recording. The Chief Scout said that some years back there had been a decision that no live streaming should be made, but when Skype was proposed for live streaming he was against, except for one direct call to a Gozitan Group. An Assembly can regulate its own rules, and therefore would only regulate this Assembly.

The Chief Scout then asked if the Assembly wanted the recording to be public:

Votes against – 52

Votes in Favour – 28

Abstentions - 20

The proposal did not pass. The Chief Scout said that this regulates this Assembly only and that there may be, in the future, an Assembly that would decide differently.

Timothy Zammit said that he voted against since he doesn't see the added value given that the minutes are complete. He said that he suggests that the recording is kept available until the coming General Assembly, in case there are any disputes on the minutes.

Vincent Cassar said that he also voted against and thinks that such a proposal should be said before due to data protection.

The Chief Scout said that it didn't pass through his mind to make a formal statement to the Assembly that its being recorded because he did not realise that there were people who did not know that it was being recorded. He apologised and noted that such a declaration should be made for each assembly. He said that it should be considered as standard practice that the General Assembly is recorded for minuting purposes.

16. Announcement of results of vote of confidence in Chief Commissioner Designate

Mark O'Neill presented the results where 66% (218) of the 332 eligible voters voted, having 93% voting that yes, they have confidence in Anton Pisani as the new Chief Commissioner.

The Chief Scout congratulated Anton Pisani as the new Chief Commissioner.

17. Statement by Chief Commissioner

The Chief Commissioner, Anton Pisani, thanked everyone who voted online. He said that the turnout was much greater than that in an Assembly. He said that voting online is something that should be continued to be embraced.

He said that they were all there together to build an Association together and better than that of today. He said that they would first stop with the bad mouthing and the arguments between us. The past is the past, what happened happened, those who were hurt and offended in the past should together pull their socks up and work together to shape the Association together.

He said that at the end of the day, they were all doing a great job. In the last years, the number of members was increase by 30%. SAM is one of the best Association when it comes to penetration compared to other youth organisations. He said that many groups have very long waiting lists. One of the biggest challenges of the Association is the lack of adult volunteers, which are there to help the groups and the Association to move forward.

The training team has been working on bridging the gaps between sections and programmes to make the programme better and increase the number of badges. Badges are an important part of rewarding youths but shouldn't be a last-minute rush for the annual parade but a method to reward members throughout the year.

The structure should be used well. All members have their set of roles and responsibilities. All volunteers are volunteers, and the expectations of each person are not the same. Communicate and keep within your own role.

The executive would be meeting in the coming weeks to see the priorities and commitments in the near future and to decide a date for the next GSL's forum.

He reminded that he is not a dictator but there to manage the Association. All the Assembly needs to understand that everyone needs to come up with concrete proposals.

He closed off his statement with a quote from Baden Powell: "A scout smiles and whistles under all circumstances".

Comments

Joseph Abela Medici noted that with regards to the GSL forum, there are first holy communions falling in the last week of May and in the first week of June.

Josmar Azzopardi said that the comments for Leslie Bonnici were not yet ready but would be sent during the next week.

The Chief Scout asked if there were any other comments for which there weren't.

The Chief Scout then closed the Assembly by applauding the outgoing Chief Commissioner Leslie Bonnici, and then the new Chief Commissioner Anton Pisani.

Upon the request of the new Chief Commissioner, the Assembly then recited the Scout Promise.

Minutes approved on _____

By:

George Cassar
Chief Scout
The Scout Association of Malta
VO-0311

Daniel Catania
Assistant Honorary Secretary
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