



Professor Iain Cameron

Chair

21 August 2023

Dear Member,

MDDUS Annual General Meeting – Friday 8 September 2023 at 10.00am

Thank you for choosing to be a member of MDDUS.

You agreed to be notified in writing whenever corporate documents are published on our website. I am pleased to advise, therefore, that the Board has agreed the attached Notice of AGM and related documents.

As the Chair of the Board, I encourage you to consider and vote in favour of the seven resolutions. The Board recommends re-appointing Dr Joanna Bayley, Professor Jason Leitch, Mrs Victoria Macleod and me as non-executive directors of MDDUS, and BDO LLP as our external auditor. Biographies for all directors are available on our website and statements supporting the re-appointments are included in the Notice. All seven resolutions are presented in accordance with our governing Articles of Association.

The MDDUS Annual Report and Accounts 2022, the Notice of AGM and a proxy form for use by members are available on our website*. An interactive Year in Review is also available on our website**.

I commend this and the full report to you, highlighting that:

Our membership increased in the year by **3 per cent**

We handled nearly 8,800 calls from doctors seeking advice and support	We supported nearly 3,000 dentists with issues ranging from complaints to regulatory investigations
--	--

We have introduced free, unlimited wellbeing support for all members and their administration teams***

I understand that you may not be able to attend the AGM in person, however, I encourage you to vote in advance by proxy. Proxy forms should be returned, by Wednesday 6 September 2023 at 10.00am, to the following address:

MDDUS, FREEPOST GW3012, Glasgow G2 4BR

If you have any questions relating to the Annual Report and Accounts, and/or intend to attend the AGM, please contact: secretary@mddus.com. This will allow us to make appropriate logistical arrangements for the meeting.

Finally, on behalf of the Board, I thank you, our members, for the crucial contribution that you made to clinical services during another most challenging year. Your protection and support is our priority.



Professor Iain Cameron
Chair

* <https://www.mddus.com/about-us/notice-board/2023/august/notice-of-agm>

** <https://www.mddus.com/year-in-review>

*** <https://www.mddus.com/advice-and-support/member-wellbeing-and-mental-health>

Notice of Annual General Meeting

Notice is hereby given that the one hundred and twentieth Annual General Meeting (AGM) of The Medical and Dental Defence Union of Scotland (known as MDDUS) will be held on **Friday 8 September 2023 at 10.00am**.

The AGM is convened for the following purposes:

Ordinary Resolutions

(i.e. resolutions passed by a simple majority of 50 per cent)

Annual Report and Accounts

1. To receive and consider the Annual Report and Accounts for the year ending 31 December 2022.

Board appointments

2. To re-appoint Dr Joanna Bayley, who retires at this time under Article 15.6 and offers herself for re-appointment, as a Director for a term of office of three years.
3. To re-appoint Professor Jason Leitch, who retires at this time under Article 15.6 and offers himself for re-appointment, as a Director for a term of office of two years.
4. To re-appoint Mrs Victoria Macleod, who retires at this time under Article 15.6 and offers herself for re-appointment, as a Director for a term of office of three years.
5. To re-appoint Professor Iain Cameron, who retires at this time under Article 15.6 and offers himself for re-appointment, as a Director for a term of office of three years.

Auditor

6. To re-appoint BDO LLP, Chartered Accountants, as Auditor.
7. To authorise the Board to fix the remuneration of the Auditor.

Dated this day 21 August 2023
By order of the Board

Mr Bryan Hislop
Company Secretary

Notes

1. A Member entitled to attend and vote at the AGM convened by this Notice is entitled to appoint a proxy to vote in the Member's place. A proxy need not be a Member of MDDUS. An instrument of proxy must, together with any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the Board, be deposited at MDDUS, c/o The Company Secretary, 206 St Vincent Street, Glasgow G2 5SG by **Wednesday 6 September 2023 at 10.00am**.
2. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes for or against a resolution.
3. Information about the candidates for re-appointment (as held in the Register of Directors):

Dr Joanna Bayley. Service address: c/o MDDUS. Resident: UK. Nationality: British. Occupation: General Practitioner. Date of birth: June 1969.

The Board recommends the re-appointment of Dr Bayley so that she may continue to contribute to the Board as a practising GP and Chief Executive of a primary care organisation; Senior Independent Director of the Board; Vice-Chair of the Investment Committee; member of the Remuneration and Nominations Committee; and Vice-Chair of MDDUS Services Ltd.

Professor Jason Leitch. Service address: c/o MDDUS. Resident: UK. Nationality: British. Occupation: National Clinical Director. Date of birth: October 1968.

The Board recommends the re-appointment of Professor Leitch so that he may continue to contribute to the Board as a National Clinical Director; and member of the Investment Committee and Remuneration and Nominations Committee.

Mrs Victoria Macleod. Service address: c/o MDDUS. Resident: Scotland. Nationality: British. Occupation: Non-executive director. Date of birth: April 1971.

The Board recommends the re-appointment of Mrs Macleod so that she may continue to contribute to the Board as an experienced non-executive director and financial services professional; member of the Audit and Risk Committee; and Chair of MDDUS Services Ltd.

Professor Iain Cameron. Service address: c/o MDDUS. Resident: UK. Nationality: British and Australian. Occupation: Non-executive director and retired professor. Date of birth: February 1956.

The Board recommends the re-appointment of Professor Cameron so that he may continue to contribute to the Board as a retired medical academic and experienced non-executive director; Chair of the Board; member of the Investment Committee and Remuneration and Nominations Committee; and director of MDDUS Insurance Ltd.

Biographies of all directors are available on the MDDUS website at <https://www.mddus.com/about-us/corporate-governance>

The Medical and Dental Defence Union of Scotland

206 St Vincent Street
Glasgow G2 5SG

London office
1 Pemberton Row
London EC4A 3BG

t: **0333 043 4444**
Membership Services Department: **0333 043 0000**
f: **0141 228 1208**
e: info@mddus.com
www.mddus.com



The Medical and Dental Defence Union of Scotland, Registered in Scotland
No SC005093 at 206 St Vincent Street, Glasgow G2 5SG.

The MDDUS is not an insurance company. All the benefits of membership of MDDUS are discretionary as set out in the Articles of Association.