

**Arngask Hall
INAUGURAL GENERAL MEETING October 24th 2018**

Agenda Item	Minute	Action
<u>Present:</u>	Cedric Wilkins, Mark Crossey, Robert Morton, John Armstrong, Jim Eodanable, Gillian Forbes	
<u>Apologies</u>	Christine Morton, Ian Pilmer, Bill Connolly, Mary McAinsh	
<u>Members in attendance</u>	There were 17 members in attendance excluding the members of the Board of Trustees listed above	
<u>Matters arising</u>	<ul style="list-style-type: none"> • Cedric introduced the agenda/proposed changes to the constitution & asked everyone present to familiarise themselves with the papers available for discussion – in particular the proposed constitutional amendments. • Our constitution requires a register to be taken of all those who attend member's meetings. • We need to amend the constitution as previously intimated in order to improve openness and local accountability and to meet the requirements of the Scottish Land Fund. • Scottish Land Fund need our association to be a SCIO in order to apply for funding at Stage 2. The application for funding support is therefore being made by the SCIO. • O SCR has published our proposed reorganisation to SCIO & is now concluded the consultation period. On 16 November we will hear back from them. • We will also hear from the Scottish Land Fund and Lochelbank Fund in mid-November. If we get go ahead then we need to get more detailed info on state of & potential use of building. We will then need to get plans drafted up. At present we don't have detailed costs and we will need to negotiate with the Ross family on terms of any sale. We can only do this once we hear back from Land Fund and the Lochelbank Fund. • We will need to convene a Board Meeting towards the end of November to discuss all above. • We would still progress with the reorganisation scheme even if we do not get funding. • John Cassells from Young & Partners 	Cedric

	lawyers would be the professional interface once we know where we stand.	
<u>Appointment of Independent Examiner</u>	<ul style="list-style-type: none"> To re-appoint David Johnston as our independent Examiner. Proposed by Jim Eodonable & seconded by John Armstrong. Motion approved	
<u>Motion to amend the charity</u>	Paper <u>Proposed changes to the constitution of Arngask Hall SC 048505 refers (see attached)</u> <ul style="list-style-type: none"> <ul style="list-style-type: none"> Amendments to create a more open charity Proposed by Robert Morton & seconded by Alison Harrison. Unanimous vote. <ul style="list-style-type: none"> Amendment to make the charity for locally accountable Proposed by Jim Eodonable & seconded by Bill MacPherson Unanimous vote. <ul style="list-style-type: none"> These changes will be intimated to the Scottish Land Fund and OSCR will need to be advised within three months 	Cedric
<u>Election of Trustees</u>	<ul style="list-style-type: none"> Voting for Trustees – All 11 on the present committee prepared to stand for election. No other nominees. The office-bearers' will be appointed at the first Board meeting Proposed by Brian Harrison & seconded by Fiona Rutherford Unanimous vote.	
<u>AOB</u>	<ul style="list-style-type: none"> Bill MacPherson raised his concerns about data protection. This will need to be clarified & policies adopted as soon as possible. BM may be able to assist on this. RM has a draft that may be suitable. This item to be considered at the first Board meeting Eric Hayward commented on the issue of noise from the hall at certain events. After discussion it was agreed that once we know where we are with the proposed new project we can review the situation and see what can best be done to mitigate this issue whilst preserving the multi-user nature of the hall and not prejudicing any particular uses of the hall. 	Cedric
<u>Date of Next meeting</u>	To be advised.	
<u>Proposed changes to the constitution of Arngask Hall SC 048505</u>		

The proposed changes to the constitution aim to improve the open-ness of the charity and ensure control by residents. The proposed changes have the effect of reducing the number of clauses in the constitution by five. The changes require to be notified to OSCR within three months.

1. To remove the power of the Trustees to reject an application for membership from any resident aged 16 and over.

Delete **Application for Membership** Clauses 12-14; and amend Clause 10 as follows:

“Membership is open to any individual aged 16 or over who resides within the Glenfarg Community Council area and who has signed a written application for membership”.

2. To remove the power of Trustees to co-opt non-residents to the Board and increase the maximum and minimum number of Trustees

Delete **Appointment/re-appointment of co-opted charity trustees** Clauses 62 and 63 and amend Clause 53 (new Clause 50) as follows:

50. The maximum number of charity trustees is 15; out of that:

50.1 no more than 15 shall be charity trustees who were elected/appointed under clauses 55 and 56 (or deemed to have been elected/appointed under clauses 54 and 58); *(formerly clauses 58, 59 and 57 respectively)* and

50.2 no more than 2 shall be charity trustees who were appointed under clause 56 *(power to appoint members to the board)*

51. The minimum number of charity Trustees 5

Amend Clause 85 (new Clause 80) to increase the quorum for Board meetings from 3 to 5