



# Dollar Community Development Trust

*Company Number: 563463 Charity Number: SC047335*

## Draft Minutes of 3rd Annual General Meeting

Conducted virtually via Zoom on Wednesday 9th September 2020

**Members Present:** Stephen Roe (chairperson), Janette McMillan, Kenny Mitchell, Nick Poett, Ford and Catherine Shaw, Rebecca McFarlane, Chris Hudd, Barbara Malcolm, Tony Herdman, Norman Dunning, Mick and Linda Rice, Ron Malcolm, Janet Carolan, Fiona Roe, Eric Denton, David and Evelyn Duffus, Bill Osborne, Sherry Macintosh, Maggie McCutcheon.

**Guests:** Hugh McCutcheon, Denis Coyne,

**Apologies:**, Mick and Shirley Bwye, James and Gemma Toon, Jean Dunnet, Denis and Val Toon, Ken and Barbara Pratt.

### 1. Welcome

Stephen Roe, chairperson of the Trust, welcomed all to the virtual meeting, checked that connections were working correctly and explained the process by which members could comment and vote.

Though the memorandum and articles of the Trust do not sanction a virtual AGM, that not being a practical proposition at the time they were drawn up, Stephen drew attention to the Corporate Insolvency and Governance Act 2020 which had been enacted in response to the Covid-19 pandemic and which gave legal authority to the Trust to hold its AGM in this format.

### 2. Apologies

Apologies were noted (as above)

### 3. Minutes of 2nd AGM 20th June 2019

Approval of the minutes of the previous AGM was proposed by Tony Herdman, seconded by Chris Hudd and agreed by all present

### 4. Matters Arising

There were no matters arising

### 5. Trustees' annual report

Stephen presented the trustees' annual report highlighting key achievements in running and preparing to buy The Hive, launching our environmental work and supporting the community response to Covid-19.

On average, over 400 people are using The Hive each week and it has enabled the Trust to run very successful community events such as "Silver Sunday", beer festival, family Summer Get-Togethers and an election hustings. The Community Library at the Hive is working well thanks to its dedicated volunteers who have also run popular "Meet the Author" events. Improvements have been made with the installation of blinds, loft insulation and LED lighting and volunteers have spruced up the inside and outside through painting and gardening. Facilities have also improved with the acquisition of hearing support and public address systems, broadband throughout, projector and screen. Plans are in hand to improve the kitchen. To go further and make more substantial improvements to both The Hive and its grounds, the Trust needs to secure ownership or a long term lease which is why a lot of work has gone into preparing a Community Asset Transfer request, which has now been formally lodged with Clackmannanshire Council, and a funding bid submitted to the Scottish Land Fund.

The Trust's environmental programme has seen 778 trees planted so far, with a target of 2000 by the end of the year, thanks to the hard work of volunteers and the support of Harviestoun Estate who provided and prepared the land. The first of a planned 4 environmental workshops was very well attended - the 3 others have had to be postponed because of Covid-19 but are planned to go ahead whenever conditions allow. And, to lead by example, the Trust has set up waste reduction and recycling in The Hive as well as reducing its energy consumption.

Before the end of March, the Trust was able to support Dollar Response Group to assist those most affected by the Covid-19 pandemic, setting up a food larder, a hot meal delivery service and providing a range of online classes through our "Stay Connected" programme. The community response was spontaneous and remarkable with over 100 people volunteering to help and around £4,500 donated.

Going forward, Stephen outlined the Trust's strategy which has 3 themes:

- Caring Connected Dollar
- Sustainable Dollar
- Destination Dollar

As we continue to progress we will encourage the whole community to engage with us on this ambitious plan.

Stephen concluded with thanks to all who were making the Trust such a success: the many and steadfast volunteers in the library and Volunteer Drivers Scheme, the many helpers at our events and maintenance activities, Eric our membership secretary, Barbara Pratt our fire safety officer at the Hive, John Carnduff who consistently helps with maintenance and the very involved and active trustees. Angharad Wollensack-Kotlewski who has served as a co-opted trustee for the past year has decided to stand down through family and other commitments and

Stephen thanked her for her contribution and the important perspective she brought to the Trust as a representative of younger families in the community.

Maggie McCutcheon commented that the banners encouraging local shopping displayed at various locations in the village were an eyesore and most present agreed. However, these had been placed in all the Clackmannanshire villages by Clackmannanshire Third Sector Interface not the Trust. Given the majority view of the meeting, Stephen undertook to see that the banners were removed.

## **6. Adoption of annual accounts**

Bill Osborne presented the annual accounts pointing out an increase in all areas of financial activity reflecting the Trust's growth. Income has risen by 77% in the year from £36,458 to £64,403; fixed assets are now £48,380 from only £2,061 a year ago; there is now an outstanding loan of £37,000; and reserves have risen by 89% from £21,948 to £41,477. Most of the increase in fixed assets and the loan is due to the purchase of the marquee - £43,002 - and its equipment -£5,040 - made possible by the generosity of a local benefactor who granted the loan interest free. Dollar Community Council, who share in the management of the marquee, contributed half of the cost of the equipment - £2520. The other main assets acquired are the hearing support and public address systems - £5268 - to which Clackmannanshire Council contributed £3,442 through a community empowerment grant.

The main sources of income to the Trust are grants - £27,042 (£20,342 in 2019) and rental from The Hive and marquee - £25,242 (£13,149 in 2019). The main expenditure is the cost of running The Hive and payment to the development worker - £35,972 (£14,577 in 2019) - and costs associated with the marquee and the community asset transfer work - £5,519.

There being no questions, Mick Rice proposed adoption of the annual accounts, seconded by Eric Denton and agreed by all present.

## **7. Appointment of independent examiner**

Stephen thanked Gillian Walker who acted as independent examiner of the accounts for this year and gave useful advice on governance issues. Bill Osborne proposed her re-appointment, seconded by Janette McMillan and agreed by all present.

## **8. Election of Trustees**

Stephen pointed out that the constitution allows for up to 5 elected member directors and 3 co-options. 2 of the 3 longest serving elected directors had been selected by ballot to stand down - Norman Dunning and Nick Poett. Both offered themselves for re-election. The other 3 elected directors - Chris Hudd, Kenny Mitchell and Stephen are eligible to continue to which all 3 have agreed. There were, therefore, 2 vacancies.

The directors co-opted during the year also automatically stand down and 2 - Bill Osborne and David Duffus - had offered themselves for election.

In Stephen's view the current board works well but they realise the Trust needs a bigger and stable board going forward which is why there was a resolution at this AGM to increase the number of elected directors from 5 to 8. However, at this stage, members were only able to elect 2 of the 4 standing. If the resolution were passed the board would be able to appoint a further 3 directors and up to 3 co-opted directors who will all serve until the next AGM.

The 4 candidates were then placed in the "Zoom waiting room" and a ballot conducted by show of hands. The proxy votes submitted to the chairperson before the meeting were added to the total to determine the outcome.

Then 4 candidates were re-admitted and Stephen declared the results of the ballot: David Duffus and Norman Dunning were duly elected.

## **9. Resolutions**

Stephen explained the 3 special resolutions proposed by the directors and issued to members in advance of the meeting.

a) It was resolved that Article 75 be amended to:

"The maximum number of directors shall be eleven; out of that number, no more than eight shall be Ordinary Member Directors and no more than three shall be Co-opted Directors."

Approved by 50 votes for; none against.

b) Article 25 be deleted

Approved by 49 votes for; none against.

c) Article 27 be amended to:

"The directors shall consider each application for membership at the first directors' meeting which is held after receipt of the application and all applicants who meet the membership criteria within articles 15 - 24 will be approved; the directors shall, within a reasonable time after the meeting, notify the applicant of their decision on the application."

Approved by 50 votes for; none against

As all 3 resolutions were passed by unanimous vote, the conditions for special resolutions in Article 52 were met.

## **8. AOCB**

Barbara Malcolm congratulated Kenny Mitchell, one of the Trust directors, for securing agreement that Clackmannanshire Council would contribute £25,000 for the provision of changing facilities for the new football field but questioned whether that would be sufficient and, if not, how any shortfall would be met. Kenny explained that the full cost would be in the region of £60,000 and he was setting up a working group to raise additional funds.

Mick Rice felt the Council should make a much bigger contribution given that the provision of a football field and changing rooms were agreed as part of a Section 75 agreement in the development of the houses at Gowan Lea. Kenny outlined the longstanding issues in respect of the section 75 funds and negotiations which had taken place over several years. There had also been difficulties and extra expense in construction of the football field, confirmed by a freedom of information request made by the Trust, which had eaten into the available funds. It is the case that ultimately the Council does have discretion over the spending of Section 75 funds irrespective of previous agreements and Kenny felt that after several years of protracted negotiations the current agreement was the best that could be achieved.