

Bannockburn House Trust

Minutes of Annual General Meeting

25th. July 2023

By Zoom

Present: Trustees - Catriona Conroy chair), Penny Ellis, Anne Smith, Gaynor Crocombe.

Members: Alan Buchan, Kerri Buchan, Robert Aiken, Cllr. Margaret Brisley, Tina Kirk, Helen McGregor, Gavin Anderson, Fiona Settery, Alan Settery, Wilie McEwan, Brian Claydon, Mary Claydon, Ron Cunningham, Catherine Nicolson, Anna Morrison, Mairi Gilchrist, Margaret Pollock, Allison Ogden, Mike Ogden.

1. **Welcome and Apologies.** Catriona Conroy opened the meeting and thanked everyone for coming. Apologies had been received from Trustees Steven Tolson, Ally May and Sylvia Barclay.
2. **Chair's Report.** This was delivered in the form of a PPT presentation, highlighting the challenges, achievements and future plans of the Trust.
3. **Amendments to the Constitution.** The following amendments to the Constitution were proposed:

Clause 40.2

From

up to **4** individual persons co-opted in terms of **Clause 43** ("the Co-opted Charity Trustees"), so as to ensure a spread of skills and experience within the Board;

To

up to **5** individual persons co-opted in terms of **Clause 43** ("the Co-opted Charity Trustees"), so as to ensure a spread of skills and experience within the Board;

Clause 43

From

Subject to **Clause 40.3**, up to **4** individuals may be co-opted from time to time by the Board of Trustees itself, as follows:-

To

Subject to **Clause 40.3**, up to **5** individuals may be co-opted from time to time by the Board of Trustees itself, as follows:-

Clause 42.2

From

At the **Second** and each subsequent AGM, one-third of the Elected Charity Trustees (or the nearest number upwards) shall retire from office;

To

At the **Second** and each subsequent AGM, any Elected Charity Trustees who have served one full term(a term of office being 3 years from date of appointment) shall retire from office;

Consequential amendments

Clause 42.4

From

A retiring Elected Charity Trustee shall be eligible for re-election after one term of office, but no Charity Trustee can serve more than two consecutive terms of office (a term of office being 3 years from date of appointment), without at least one year out of office before being eligible again;

To

A retiring Elected Charity Trustee shall be eligible for re-election after one term of office, but no Charity Trustee can serve more than two consecutive terms of office, without at least one year out of office before being eligible again;

Clause 42.5

From

If no other Charity Trustee has or Charity Trustees have decided or agreed to retire, the Elected Charity Trustees to retire at each AGM shall be those who have been longest in office since their last election but, as between persons who were elected or last re- elected Charity Trustees on the same day, the one or ones to retire shall (unless they otherwise agree amongst themselves) be determined by lot;

To

If no Charity Trustee has or Charity Trustees have decided or are required to retire then this shall be confirmed to members in writing prior to the meeting, as per **clause 27**.

Clause 57

Change From

Subject to **Clause 42.2** at the second and each subsequent AGM, one-third of the Elected Charity Trustees (or the nearest number upwards) shall retire from office.

To

Subject to Clause **42.2** at the Second and each subsequent AGM, any Elected Charity Trustees who have served one full term(a term of office being 3 years from date of appointment) shall retire from office;

Clause 58

From

The Board shall meet as soon as practicable immediately after each AGM (or after a resignation of the Chairperson or Vice-Chairperson) to appoint a Chairperson, and if desired a Vice-Chairperson, from the Charity Trustees (**both of whom must be Ordinary Members**)

To

The Board shall meet as soon as practicable immediately after each AGM (or after a resignation of the Chairperson or Vice Chairperson) to appoint a Chairperson, and if desired a Vice Chairperson, from the Charity Trustees (**one of whom must be an Ordinary Member**)

There was discussion of the reasoning behind these proposed amendments:

Concern was expressed at the AGM having had to be rescheduled and at the difficulty of getting a new Chair from within the Bannockburn area; there was also an expression of frustration on the part of associate members who attend AGMs but cannot vote, due to their living outwith the designated postcode areas in the Constitution. It was explained that the alterations to the Constitution are to allow the Board flexibility in co opting new Trustees with particular skills and in electing a Chair and Vice Chair. Regarding the postcode voting requirement, it was explained that the Constitution roots the Trust firmly in the community, which was why the Trust was able to acquire the funds for the original community buyout.

All amendments were passed unopposed.

4. **2021/2022 accounts for information.** It was noted that the accounts were available to view on the Trust website. The accounts were received by members.
5. **Appointment of Auditors.** John M. Taylor were retained.
6. **Election of Charity Trustees.** Three Trustees had stood down during the year 2021/2022. These were Ieuan Rees, Nancy Gardner and Gerry Traynor. Gaynor Crocombe and Sylvia Barclay were re - elected to serve another term. Ron Cunningham and Lorraine Simpson were elected as Trustees. Co opted Trustees Penny Ellis, Steven Tolson and Anne Smith were to remain for the next year.
7. **Open Session.** Cllr. M. Brisley commented on the changes that she had seen in Bannockburn House and congratulated everyone involved on their achievements. Former Board Mentor M. Harrison thanked C. Conroy for her term as Chair, commenting on how her PPT had highlighted how much has been achieved. There was discussion of community engagement, with new Trustee R. Cunningham expressing an interest in progressing this. It was noted that the Trust faces a challenge in terms of community awareness and engagement. A Community Outreach Day is Planned in the Bannockburn Hub on 5th. August which it is hoped will help mitigate this challenge. A Wilson History Event is also to take place in the community, and there are partnerships planned with the Chamber of Commerce and Recycle – a Bike. It was suggested that elected members (Councillors) be invited to events and Board meetings. There was brief discussion of events in terms of variety and whether income could support the employment of a staff member but it was explained that this was unlikely.
8. **Catriona thanked everyone for their attendance and closed the meeting.**

