

Steinmeyer Legacy Committee

Meeting at 7.00 p.m. on Wednesday, 24 January 2018

Meeting Room – Comrie Medical Centre

DRAFT Minutes

1. **Attending:** Andrew Reid, Dr Phil Tipping, Lynne Douglas, Joyce Carnegie, Gillian Brock, Ken Heiser, Gordon McCartney, Barbara Stewart, Joan Carmichael.
2. **Apologies:** Mary Gavin.
3. **Minutes of Meeting 3.1.18**

Andrew said questions had been raised about the votes cast concerning funding for the Rural Hall improvement. After clarification, it was confirmed that the voting had been five votes in favour of the requested and three against, with a decision at that meeting to vote again so that all committee members could be present. Joan questioned the legality of interested parties voting. Andrew had examined this issue for the purposes of the draft governing document, and made the distinction between voting with a personal interest which has the potential for personal gain, and voting with a community interest when there is no issue of personal gain. Voting should be allowed for people with community interests but would need to be considered in cases of potential personal gain. Phil asked where the law came into our Committee decisions, when no rules had been yet established for the committee. Gillian said she did not see a problem when the application was not for personal gain.

Minutes Proposed by Gordon McCartney, Seconded by Ken Heiser, and approved.

4. **Matters Arising:** Communications – Minutes circulation, public and online posting

The Committee were in agreement that the minutes should be made public once they are approved by the Committee.

5. Finance

Lynne had been considering banking options in our area for ease of access. She had not been in touch with the Clydesdale, and thought the TSB was unsuitable. She had met with a personal adviser with the Bank of Scotland, part of the Lloyds, one of the biggest UK banking groups. BoS has a Treasurer's Account, costing £6.50 per month. It has a business interest account and a type of Bond with 2% interest but this is not as flexible. Andrew spoke about current accounts and links to investment accounts, with different interest rates sometimes depending on the length of time the deposit is committed. Phil said he had looked into different banks and they were all relatively similar, with only limited interest on offer. It was agreed that consideration should be given to investment accounts and decisions made after the committee had dealt with funded the top 10 priority areas as voted, and the remaining balance had been identified. The Committee agreed to open an account with The Bank of Scotland. Lynne will pursue this decision.

6. Legal Status of Committee - Scottish Charitable Incorporated Organisation

a. Draft Rules

Andrew said he had completed the draft governing document on the basis of the CDT Memorandum and Articles of Association, the Cultybraggan Self Catering Society Rules, checked and amended in line with Guidance from the Office of the Scottish Charity Regulator (OSCR).

b. Registered Office

Registering as an SCIO will require the identification of a Registered Office. It was agreed to approach the White Church as the registered office. Barbara suggested approaching Iain Wilcox about this.

c. Aims (paragraph 4)

It was unanimously agreed to adopt the seven aims set out in the draft governing document without any changes.

d. Funding Policy (paragraph 5)

Lynne asked about the terms ‘capital payments’ and ‘statutory provisions’ and the proposal to ‘exclude revenue payments to organisations which have more than 12 months operating costs within their reserves.’ Andrew explained the terms, and that the reference to operating costs was included within the policies of certain other funding bodies that they would not provide grants for payments to cover revenue items such as rent, staff and maintenance costs to organisations having enough of their own funding available to cover 12 months of these costs.

Lynne raised concerns about the policy allowing grants for the purchase of property. Others noted that the recent voting paper had proposed such a purchase. The fact that this would be possible through the policy did not mean it would happen, since the committee would consider every funding application on its own merits.

The Legacy Committee agreed to adopt the 7 item funding policies as set out in the draft governing document without any changes.

e. Membership and Qualification for Membership (paragraphs 6 – 14) Single/Two Tier Organisation

Andrew noted that the SCIO could become a single or two-tier organisation. In a single tier organisation, the people on the Legacy Committee would be both the trustees and the members of the organisation, without any other members. In a two-tier organisation there would also be other members, who in our case would be people from the Comrie community, for example potentially any resident entitled to vote in the local Council elections. Following discussion, it was agreed to apply to become a single tier organisation, which would be public meetings, open to people living in Comrie. Gillian pointed out that the current Committee had been elected by local voters.

The Committee voted by 8 to 1 to become a single tier organisation.

f. Member Meetings (paragraphs 15 - 19)

The decision to establish a single tier organisation required the deletion of paragraphs 15 to 19 and their replacement by text concerning annual meetings.

g. Trustees/Members of the Comrie Legacy Fund Committee (paragraphs 20 and 21)

It was agreed that any vacancies on the Committee would be filled by election at the annual meeting. Vacancies would be advertised two weeks before the annual public meeting, and with votes by ballot forms at the meeting. Paragraph 21 concerning committee office bearers was agreed

h. Powers of Comrie Legacy Fund Committee (paragraph 22)

The committee powers as set out in the draft governing document were agreed.

i. Termination of Office (paragraph 23)

Following discussion of the issue concerning whether a committee member should be required to vacate membership for medical reasons and incapacity beyond six months, the Committee approved paragraph 23 unamended with seven votes in favour, one against and with one abstention.

j. Personal Interests ((paragraphs 24 – 29)

Joan stated that she looked into the legal position, and that the Legacy Committee would be acting illegally if it was accepted that Committee members could vote on committee decisions concerning funding, when they had an interest and involvement in the matters under consideration. Andrew said that the paragraphs in the draft governing document came from OSCR Guidance and meant that the question about the voting related to an interest, where people could potentially have personal material gain. He agreed to consider anything Joan could provide on the matter and re-examine the position.

The committee voted with seven in favour of retaining the paragraphs, one voting against and with one abstention, and with Andrew to report back to the committee on any issues.

k. Procedure at Committee Meetings (paragraphs 30 to 38)

Andrew noted that OSCR had an example of a committee operating with a quorum of 50%, and SCVO suggested a quorum over 50%. It was agreed to have a quorum of six members from the total of 10. It was suggested that the quorum should be higher for discussions about larger sums of money, and after discussion it was agreed by seven votes for and two against that the quorum for grants over £30,000 should be eight. It was suggested that Trustees who know they are going to be absent from discussions should be able to indicate their vote beforehand in writing by proxy. Phil expressed concern that committee members would cast a vote without hearing the arguments for or against proposals. It was agreed that the Committee Chair should have a casting vote if there were equal votes for and against a proposal. The matter of proxy voting was left undecided.

Conduct of Committee Members (paragraph 39)

After discussion the text of paragraph 39 was agreed unanimously.

l. Operation of Bank Accounts (paragraph 40)

It was noted that, whilst only two Committee Members are required for bank transactions, it would be helpful that a third member of the Committee should be sought as a third signatory, to make it easier to find two signers. Lynne to pursue the issue of a third Committee member to sign financial documents.

m. Minutes (p.41), Accounting Records & Annual Accounts (ps. 42 to 46), Monitoring & Reporting (ps 47 – 50), Winding up (ps. 51 – 52), Notices (ps. 53 – 57), Interpretation (p59)

The text of paragraphs 41 to 58 was agreed as drafted.

n. Joan suggested that there should be a £40,000 cap put on legacy funding, with no applications being approved above that figure. Other legacy members said that the Committee should be free to exercise full discretion on the amount of the grant funding approved, and that if applications were received for over that amount, they could be accepted or rejected. There were three votes for the implementation of a cap and five votes against with one abstention.

7. Rural Hall development contribution

Andrew noted that a revised application had been received from the Rural Hall Trustees for £56,396, and that the application details indicated the amount required from the legacy fund might be reduced to £52,681 if certain items on the funding list related to access and other disability features were zero rated for VAT purposes. Concern was raised about legacy funding being given if the project did not proceed. The response was made that legacy funds would not be used unless all of the match funding was confirmed as in place. Joan questioned how to guarantee a return of unused funds. Andrew said that the various concerns would be covered in the grant conditions set out in an offer letter. The Committee voted in favour of granting £56,396 to the SWI Rural Hall for the improvement plans and items identified in the application form, subject to conditions about the concerns raised. The committee voted with six in favour of the grant, and three voting against, and with a further vote noted against the grant by the absent committee member.

8. Work Programme - updates

- a) Mobility and Transport: It was noted that Neill Aitken and his Transport Group continued to work on community transport provisions and the preparation of transport information, and that the Legacy Committee will expect funding applications from groups, such as the CoCo Bus Committee, who are involved with local mobility and transport issues.
- b) First Response: An Application Form will be provided to First Response for their consideration and return.
- c) Spend part/invest the rest; It had been agreed to work through the top 10 voting priorities involving single and combined proposals from the community vote, and agreed to consider this week how to invest the balance when it became clearer about how much this would be.
- d) St. Kessog's Square meeting area/garden: There had been a meeting with the church members on the parish church's St Kessog's Square Committee and the Steinmeyer Legacy Committee is to discuss proposals. The design plan was provided to Legacy Committee Members.

- e) White Church loop systems: Ken reported system quotes are awaited - meetings to be held with those interested.
- f) Information-directory-leaflets- Social-advice: it was noted that work on this issue has not yet started
- g) Workshop/Men's Shed: Ken and Gordon have been involved in arranging a meeting in the White Church on Tuesday 13th February, involving Shona Fowler of NHS Tayside Healthy Communities. She is providing posters to be displayed around the village. More than people had expressed an interest through their votes, and will be invited to attend the public meeting, with Joyce preparing the invitation letter, which would be delivered by Gordon and Ken. Andrew will supply names and addresses. Ken provided information about a start-up grant of £2,000 available from Age Concern and also £2,000 from Tayside Healthy Communities we. Joan and three other committee members had looked at a property in the centre of the village to see if it may be suitable for a Men's Shed. Ken had arranged for Shona see the property, although it would be for a working group, if set up after the public meeting, to pursue all relevant issues including the choice of premises.
- h) Silver Circle support: Ken had supplied the Silver Circle with a Legacy Fund Application Form.
- i) Grants to organisations for older people: It was noted that the content and layout of the Application Form for legacy funding had now been agreed and materials should be prepared so that it can be made available locally to village organisations.
- j) Respite facility - Care Cooperative: Problems with attendance had prevented the arranged meeting taking place, but some Legacy Committee members were looking to rearrange the meeting take this issue forward.

9. Any Other Business

It was agreed that the criteria for funds and the requirement for submitting an application form should be publicised and it should be made clear publicly that applications could not be made simply through personal approaches to Committee members.

Appreciation was expressed about the Legacy Committee being able to use the Medical Centre meeting room.

10. Meeting arrangements and Date of Next Meeting

The next meeting of the Legacy Committee was arranged for 7.00 p.m. on Wednesday 21 March in the Medical Centre meeting room.

Committee members: Gillian Brock, Joyce Carnegie, Joan Carmichael, Lynne Douglas, Mary Gavin, Ken Heiser, Gordon McCartney, Andrew Reid, Barbara Stewart, and Dr. Philip Tipping