

## **Minutes**

**Walkerburn Public Hall Trust**

**Scottish Charity Number SC020740**

**Annual General Meeting (Joint Trustees and Management Committee)**

**10<sup>th</sup> November 2021 7pm Walkerburn Public Hall**

Minutes (taken by Katrina Malone acting secretary to MC since July 2021)

### **Present**

Peter Waller Acting Chair and Secretary Board of Trustees

Mags Henderson Trustee

Ruth Griffiths Trustee & Treasurer for Board of Trustees & Treasurer for Management Committee

Sheilagh Sommerville Trustee & Chair of Management Committee

Denise Hanks Vice Chair Management Committee

Kinta Lindsay Booking Secretary Management Committee

Katrina Malone Acting Secretary Management Committee

Andy Griffiths Management Committee

Duncan Machell Walkerburn Resident

### **Apologies**

Colin Grahame Previous Chair of Board of Trustees (resigned April 2021)

Ian Ireland

Lesley Thornton

George Thornton

Mary Daykin

### **1. Welcome and Introduction (Acting Chairman)**

Peter Waller thanked everyone for coming, noted that rules were in place in accordance with risk assessment and asked all those present to wear masks unless speaking or reading out reports.

Peter reminded those present from board and management committee that he had, earlier this year, indicated his intention to resign, but had stayed to deal with the compliance issues with OSCR in terms of the financial accounts of the Hall.

He said he would speak more on this in the Chairman's report.

Peter stated that he would continue to hold the role of chair and chair the meeting until the formal business of the meeting items 1-8 were completed and that he would deal with resignations and elections to board of trustees in item 9 AOB.

He asked for any objections to this there were none.

## **2. Annual Chairman's report 2019-2020**

Colin Grahame, Chairman during 2019-2020 had given apologies his report (attached) was read verbatim by Peter Waller. This was based on a meeting held outdoors in Colin's garden in July 2020.

No comment was made.

## **3. Annual Chairman's report 2020-2021**

During 2020 -2021 Colin Grahame was chair until April 21, when he resigned as trustee and Chairman, Peter stepped in at that point as acting chair, so this is a joint report, signed by both chairs.

Peter Waller read this report (attached) verbatim.

No Comment was made.

## **4. Presentation of Accounts for 2019-2020 and 2020-2021 (Treasurer)**

The full accounts were unavailable for presentation at the AGM. A brief financial statement was made available for the previous 2 years.

Payments and receipts accounts were not attached for either year.

The treasurer stated that a 'third accountant' had been engaged to act as a second examiner in addition to Neil McGuinness. This third accountant had provided Ruth with the Examiners reports in a file format 'PIC' and could not be opened by her and therefore was unavailable at this time.

The Independent Examiner reports from Neil McGuinness who signed the financial statements for the last two years were not presented.

No name for the third accountant acting as external examiner was provided.

As the accounts were not fully available and the Chair for 2019-2020 and part of 2021 was not present Peter Waller took the partial accounts away to share with outgoing chair and will wait until all financial records are provided before any accounts can be signed off for the last two years.

The treasurer talked through some of the income and expenditure.

### **Income**

1. Ruth requested that thanks to be recorded for an ongoing direct debit of £20 per month to the hall. This had contributed £240 to the funds donated during the year.

2. The remaining 180 donated in 2020 was from the nephew of Mollie McIntosh towards the fund to refurbish the Mollie McIntosh room.

3. HUGS Grants £3,610 year ended 2021 was discussed.

Katrina Malone questioned the 2021 financial statement entry of £3,610 as HUGS grant she stated that £3,000 of this was paid by WCTD as it holds the reserved HUGS funds. This was paid as rental for HUGS use of the hall over 18 months. Katrina stated that this should appear as rental income as referred to in Burning Issues.

Kinta, also a member of WCTD board agreed it was a rent payment only.

Ruth stated that the 3,000 was a donation and could be drawn down by the HUGS group when it became properly constituted for ongoing spend.

Denise Hanks who is key organiser of the HUGS programme said she could see both sides. No change was made.

Ruth stated that other payments had been made for HUGS to the Hall account. Denise commented on a £60.00 donation from the Rotary Club, Ruth stated that there were other payments Denise might not be aware of.

3. An amount of £10,000 was granted as a Covid payment from SBC 2021 accounts. The treasurer expressed her thanks to SBC for the ease of payment which was not as a result of grant application. All that was required was three months bank statements and proof of the trust deeds. Ruth stated it was extremely welcome when hall rental had halted because of Covid. The trustees expressed sincere thanks to SBC for this payment at a very difficult time for the hall.

4. The grant of £550 in 2020 and £300 in 2021 were noted and welcomed from Village Hall Federation. A reduction from previous years due to a change in the way they calculate the grant but a good help towards hall insurance.

5. The hall had received a payment of £3,251,78 in 2021 reserved for use of the youth club this is another SBC award.

The treasurer explained that the youth club had been hosted by the hall previously, before Covid and no rent had been charged to facilitate their meetings. Some of this money would be used for backdated rent. The treasurer will contact the previous youth club leader to work out the financial arrangements. Ruth stated that the hall is there to support young people and not all rent would be claimed back. There is currently no operating youth club due to Covid.

### **Expenditure**

The treasurer stated that the expenditure was on a par with previous years. £1,350 had been spent on replacing windows in kitchen and anteroom.

The insurance cost went up by £8.00 this year.

There was some discussion about the costs of the electrical safety inspection the treasurer had obtained 3 quotes ranging between £5,500 and £8,500 for the inspection which is now due.

The treasurer has found a supplier who works with her husband who will do the work for £3,500, this included replacing a mains board. Subsequent years will be cheaper, estimated at £300 if the same company are used.

This cost was questioned by Duncan Machell a resident with as he stated 'expertise in the area, as an electrical engineer' the treasurer stated that he was very welcome to look for alternative quotes if he thought he could find it cheaper. Ruth said she would forward all quotes. Duncan Machell said he would do this.

The oil bill is down mainly thanks to the hall not being used so much over Covid, and Andy Griffiths has taken over managing the remote heating system and it is on far fewer hours for each booking thus saving money. This was agreed to be well managed by Andy.

## **5. Annual Report of the Chair of the Management Committee**

Sheilagh Sommerville, Chair of the Management Committee presented and read her full Annual Report Verbatim (report attached)

In addition to her report, Sheilagh added her sincere thanks to Win Pennel all her previous hard work on the hall committee.

Sheilagh also thanked the trustees for all their hard work on behalf of the Management Committee.

Thanks were also given from Peter to Sheilagh for her sterling hard work and stewardship.

## **6. Election of Management Committee**

Sheilagh Sommerville was elected Chair. Proposed by Ruth as Chair and seconded by Kinta.

Denise Hanks was elected Vice Chair. Proposed by Andy seconded by Shellagh

Ruth Griffiths was elected Treasurer. Proposed By Denise seconded by Kinta

Katrina Malone stood down as acting secretary having agreed to pass on knowledge of process of applying for SCIO status.

Kinta Lindsay stood down as booking secretary having agreed to help with a handover at the next meeting.

Peter thanked Katrina and Kinta for their service.

It was suggested that Stuart Ramsay might be interested in joining the management committee. Ruth had had a conversation with him regarding this.

## **7. Conversion from Trust to SCIO**

Peter reminded all those present that following discussions with Lorna McCullough from the Bridge at the last joint meeting of the Trustees and Management Committee, the Trustees had voted unanimously to pursue SCIO status.

The main reasons for moving from Trust to SCIO status were:

1. Currently all trustees carry full financial liability for the hall, this risk exposure is difficult and makes it difficult to attract those willing to take it on. SCIO status removes any liability for individual trustees.

2. This is a vehicle that is favoured by funders. It is the most modern and well recognised legal structure.
3. The hall will still belong to the people of Walkerburn. It is just held by a SCIO instead of a Trust.
4. There will no longer be 2 levels of management looking after the hall and the 6 trustees and 9 management committee members specified in the original document can be reduced to a more appropriate number.

Katrina had been asked to liaise with Lorna after the last meeting to find out a bit more about readiness and process with application with OSCR.

Peter handed over to Katrina to explain further.

A few salient points were discussed:

1. The biggest barrier identified by Lorna is that most halls face is the lack of original title deeds for the property. Many halls have to find them through ancient land registry records. Katrina had contacted the lawyer who had put together the original trust deed in 1907, Blackwoods in Peebles, they have handled all subsequent dispositions. They have all the appropriate documentation. They have the original title deeds.
2. OCSR provide superb documentation on the conversion for village halls, their 35 page document available on their website, is the best download to use.
3. Lorna was able to provide a model constitution and checklist, these are invaluable and will be passed to the new secretary.
4. The applications that are required (both the reorganisation form and the SCIO application) are long detailed and turgid but do step you through everything you need to provide.
5. A lawyer will need to be engaged to transfer the title documents Katrina suggested for ease and loyalty that the Hall stays with Blackwoods to save reinventing the wheel.
6. Timing : Lorna said about 1 year, Katrina advised it may take longer depending on how long it takes to complete the paperwork at each stage. Katrina recommended that one person take the lead and is supported where necessary.
7. This is an application to OSCR and they can refuse, all accounts and records need to be in place with OSCR in good time in order for the Hall to be seen as a trustworthy organisation by OSCR.

## **8. Hall Roof**

Peter asked Denise who is managing this project what progress had been made since the last meeting when it was hoped that the roofer, Curries in Walkerburn would begin the work in late October. Denise has called in personally and phoned, no definitive dates yet for work to begin.

Katrina had phoned 2 days previously and was told it was in the diary 'in the next few weeks'.

Denise will pursue the matter.

## **9. Any Other Business**

Peter questioned the Treasurer about whether or not the Trustees has liability insurance, it had been raised in the July meeting that each Trustee might have to pay £80 each on personal insurance. Ruth said this was in place at £220 a year

The Chair of the Trustees had stated at the beginning of the meeting that he would deal with resignations and elections of new Trustees as part of AOB.

Peter had signalled that he would formally resign at this point in the meeting. He acknowledged that this now left the Trustees with only three members and only one of those an office bearer ie: the Treasurer, so the Board of Trustees needs three new members and having elected members it needs a chair and a secretary.

As part of the AGM notice in the local paper there was a statement saying ' We also really need new trustees to come forward' Peter felt this was not strong enough and we should constitutionally let the community know that elections are to be held so suggested that we hold off until we readvertise the vacancies.

All agreed, Katrina will place a stronger notice in Burning Issues and Ruth will place a notice on the noticeboard. Peter will leave application forms in the local shop and inform them of the process.

It was agreed this would happen within two days and that people would be given a deadline of the end of November to express interest and return completed application forms.

There are those amongst the Management Committee, Denise Hanks and Andy Griffiths who were willing to make up the numbers of Trustees to strengthen the Board and they will still be able to put their applications in in the same time frame.

At this point Peter Waller formally resigned as Acting Chairman of the Board of Trustees.

Mags Henderson expressed the thanks of the Trustees and the Management Committee for Peter for stepping up into the role of Acting Chair. Thanks were also extended to Colin Grahame for his years as Chair and all his dedication and hard work.

## **10 Chairman's closing remarks**

Peter thanked everyone for all their hard work during the year and for attending the AGM. He wished those supporting the hall all the best with the SCIO application and the future smooth running of the hall.

