

**Minutes of Annual General Meeting  
Barrhill Development Trust SCIO49162  
22 March 2023**

**Attendees:**

**Board:** J Thomson - Chair (JT), E Ottaway - Treasurer (EO), R Brown (RB), P McGibbon (PM), S Vokes (SV), H Gregg (HG), F Stryjak (FS)

All Trustees are Ordinary members of the BDT except F Stryjak who was co-opted as a non-member and joined in March.

**Number of Members present in person: 29**

**Non-members present in person: 1**

**Staff Present:** S Rimmer - Development Officer (SR) - minute taker, P O'Connor - Caretaker

Quoracy for an AGM is 5 Ordinary members, the meeting was quorate and opened at 19:00  
There were 40 people present in the hall by headcount.

**Business of the AGM**

The Chair introduced himself and welcomed everyone to the meeting.

**1. Previous minutes**

The Chair asked if the members will approve the minutes of the AGM held in July 2022. A number of members asked where the minutes were. The Chair responded they were published to the website in July 2022 and copies are available on the sign-in table.

Proposed: A member

Seconded: RB

**2. Chair's Annual Activity Report and recommendations**

The focus for 2021/22 was on getting the hall opened for clubs. The pub was the main project, the contract was signed for the building work in January 2022. It has been a struggle to find tradespeople. The work in the pub is on-going, the building is getting a full refit. There is a job advert out for a pub manager.

For events, BAA (Barrhill Activities & Attractions) is set up so anyone can go to it and has had different degrees of success. Thank you to everyone who attends and wants make something happen for the community

I would like to thank the Trustees for all their hard work over the years. Both current and those who have stepped down, I would like to thank them.

The only way for the whole community to move forward is for everyone to work together to achieve the aims of the whole community.

### **3. Treasurer's annual financial report**

The Treasurer gave the Financial report: The Financial report is on the back of the agenda. There have been considerable delays in finalising the accounts. We hope to have a final copy very, very soon. There were problems in 2021/22 that we had covid and things didn't run as normal and this affected all activities, including income and expenditure.

Members commented on the small amount of information shared.

Members asked for copies of the accounts and were told some were on the sign-in table.

Members asked to be able to ask questions on the accounts and were told there would be no questions until after the vote.

### **4. Retirement & re-election**

**Chair:** do you want to take a vote?

**Member 1:** How many do you need on the board?

**Chair:** 12 member trustees

**Member 2:** I'd like to hear from those standing what they will offer to the board. If you are representing the community, then we want to know what you have to offer so that suitable people are on the board.

**Member 3:** Is there a time limit ? In November it was said the constitution was being reviewed for the next AGM. If someone is new, how can they have a reference to be on the board from within the village?

The minutes from previous AGM state "Part of the Foundation Scotland advice includes updating the constitution. Following this we have approached a firm based in Scotland who are experts in this matter and they are drafting an updated constitution. This will include clear procedures to be used throughout the year and at AGMs. The revised constitution will be available before the next AGM and we will ask the membership to accept it. By the next AGM the board will share more details about funding from the wind farms and the intended constitution plus details of the winter fuel payment, the running of the pub and the forward plans for the Community Action Plan to be updated"

**Chair:** Do you want it to be that only those here over 12 months can be a trustee?

**Member 4 :** The notice was that this AGM would present a new constitution. Just changing one bit to exclude on one aspect does not answer the question

**Chair:** A new constitution has not been done

**Member 2:** Is there a time frame for a new constitution

**Chair:** The Board will discuss and attempt to do it quite soon

**Member 5:** On the AGM notice it refers to 62.1. What is that?

**Trustee (RB):** There is a typo 62.1 should be 66.1

**Member 5:** There was no time stated on Facebook for this AGM

**Member 6:** Yes it was, it can be seen

Those willing to stand then responded to the request from the member.

**Trustee (RB):** You know me

**Trustee (EO):** I have lived in Barrhill for 5.5 years, I am a retired nurse. For the past 12 months I have been acting as treasurer. I don't have training in accountancy and have been dependent on development officer to hold my hand and I am intending to give notice that I don't intend to continue as a trustee for the next year and will just stay on until someone else can take on treasurer

**Trustee (SV):** I've been here 3.5 years. I live on the other side of the village. We have a small farm with animals, lodges and camping business. Before that I worked in a school before I was made redundant.

**Trustee (HG):** I am a farmer, I have been here all my life, 58 years. I think the board of trustees needs to have some local people on it as well as incomers.

**Trustee (FS):** I have had a connection since 2018 since buying a house here and I moved in June last year. I would not be eligible if there is a rule about living in Barrhill for 12 months. I am retired. I have worked as a paralegal and a teacher and I have some specific organisation skills. I feel very strongly that if you live in a community then I think you should contribute to it.

At this point a non-member raised a personal issue relating to one of the trustees standing for election

During the non-member's comment, the meeting was disrupted. The minute taker asked for the non-members name for the records and a member stood from his seat shouted "you know very well who she is" and then left the room in an agitated state.

**Member, Board candidate (S Leach):** I have lived in Barrhill for 8 years. Previously we built our house here and we have been around 14-15 years. I would like to be part of the board as I want to take a bigger part in what goes on in Barrhill.

**Member, Board candidate (G Young):** I stay in the village., been here 33 years. I work at the primary school started last august. My interest is doing what I can for the community and doing my bit.

**Member, Board candidate (R Robertson):** I stay in Barrhill, for 36 years. I ran a business in Barrhill until 5 years ago and my interest in being on the board is that I feel the board should have more people from Barrhill.

The minute taker asked if there was a statement from **RB** he would like to be included in the minutes.

**Trustee (RB):** I think people know me and anyone who doesn't know me I am keen for obvious reasons to get the pub sorted.

**Member 6:** If Liz isn't standing we should know why, it said she was on the AGM notice. As far as I can see you are doing a good job [No comment was made.]

The Member who left, returned to the Hall and apologised.

The Chair gave the go-ahead for the election. Members were handed voting slips: one for every person willing to stand, clearly printed with the name of the person and YES and NO. The Chair asked for two tellers to be prepared to count each vote, the tellers must not be connected with the candidates.

All votes were counted by both tellers who reported to the Chair.

### Results of the vote

Name	Yes	No	Not marked	Total no. ballot papers in box	Result
Robert Robertson	18	25	1	44	Not elected
Hugh Gregg	35	7	2	44	Elected
Sally Vokes	31	9	2	42	Elected see 1
Gillian Young	43	1	0	44	Elected
Richard Brown	31	12	1	44	Elected
Felicity Stryjak	15	27	2	44	Not elected
Shelagh Leach	40	3	1	44	Elected
Elizabeth Ottaway	32	10	2	44	Elected see 2

(1) 42 slips were counted for Sally Vokes whilst 44 were available. No one raised that they had not received a ballot paper for S Vokes so these were accepted as abstains

(2) Elizabeth Ottaway elected On the basis of her declaration to serve for 3 months only

The Chair read out the results including name, yes votes and no votes. He thanked Robert and Felicity for standing. He then confirmed the rest in post.

**5. Any other business** The Chair opened the floor to questions, which are detailed below.

**Member 4:** I am a Chartered Accountant so forgive me if I bore people who are not interested in the accounts. I am concerned about the small amount of information given to the members, and I have written to the Board with these questions prior to the meeting. The financial year being reported finished a year ago, you have various legal obligations to maintain records and file annual accounts in good time. These accounts should have been filed by 31st December 2022. Have you met the obligation to file them on time?

**Chair:** thanked the member for submitting his questions in advance and said the board will answer them. The Chair confirmed the accounts are not filed.

**Member 4:** Are you confirming the Trust is in default? [No response.]

**Member 4:** My next question is about the report of the independent examiner "The matter that has come to my attention is that .... A number of transactions went through a separate organisation's bank account and were then allocated to the charity". It may not seem terribly important but what it represents is that the trustees are failing to properly manage the Trust. If payments are made by another organisation that is outside the control of the board - you are not

managing the trust. I think this is a very serious matter and you should be reporting it to the regulator. The accountant goes on to say that it is not clear that proper records were kept at all. We have no idea if this statement is right or not.

**Member 2:** On the 2020/21 accounts it also said they were not filed in a timely manner. This is the same for two years. Last year **RB** was doing it for this year and hence these 2 years he has been doing it when this statement has appeared. This has not been brought to anyone's attention until this question.

**Member 7:** The board are volunteers. The people bringing it up should put their name forward

**Member 2:** I have put my name forward twice and been rejected. I was advised not to a third time.

**Trustee (RB):** Who advised you not to?

**Member 4:** [to Member 7] why would you want to be part of a board that is not in control?

**Trustee (RB):** are you just willing to have a go and not stand yourself

**Member 8:** [To Member 4] Are you worthy?

**Member 8:** I am asking Member 4 if you are worthy

**Member 4:** [To the Board] When we next have a meeting will we have the full constitution

**Member 6:** There are not enough people on the board and hence not enough to have all the jobs done. The previous treasurer had not done anything wrong but was not able to do things right

**Trustee (EO):** the separate organisation that transactions went through was Barrhill Community Interest Company - it has the same people on the board. There is confusion about which bank account the money should come out

**Member 4:** These are two separate organisations, their transactions should be separate

**Trustee (EO):** These past 12 months I think we have it right every time, but I am not responsible for the behaviour to March 2022

**Member 2:** The accounts note £23,346 to Barrhill Bowling Club for the Advancement of Sport. I don't bowl, are you spending on any other sport? Are there any other sports being promoted?.

**Chair:** fishing?

**Member 2:** There was no spend or promotion of fishing in 2021/22

**Trustee (RB):** A significant amount is the replacement of the club house. It is a one-off Capital expense. The BDT owns the bowling green and it is our responsibility to keep it up and maintain and replace the club house. For that we had to spend money and it will last 20 + years so that's about £1,000 cost per year. [Note to the minutes: £23,346 is a single grant to the Barrhill Bowling Club for the new club house]

**Member 2:** That's fine, that's brilliant. That's not what I am asking. I am asking if any other sport is promoted

**Trustee (RB):** Any other clubs can ask. Like the photography club for instance.

**Member 2:** You mention the pub. What is the progress? I had a look round, it is work in progress and in decent shape. I have not heard an update since September. Is there a set date for opening? What if you have a manager ready to start but the building isn't ready?

**Trustee (RB):** I used to provide updated photos but I was away until February. I will update again at the weekend. The bar is nearly finished. The living accommodation is well on its way. I am more than happy to circulate pictures. It's not possible to set a date until we appoint someone and until we have gone through that process we can't say. My answer is that we will start as soon as possible

**Chair:** There are issues with the chimney and we need to wait for the weather

**Trustee (RB):** As a further addition we have agreed the equipment for the kitchen which will be bought and installed. If someone comes in they might want to add to that and whatever. Some of that is down to your input so thanks for that. Because we are appointing someone and we are not leasing it out, we are depending on getting the right person. I don't want to rush it. We have had applications.

**Member 1:** Why are you not leasing it out?

**Chair:** it would be easier but the funding does not allow it. We must run it as a community pub.

**Member 1:** Look at what happened to Ballantrae. Staff walked out after the committee interfered

**Member 6:** you say you own the bowling club. Can you tell me why you have paid £23k on it and it is still not accessible to disabled people

**Member 9:** why is it not accessible? This Member is a committee member for the Bowling Club

**Member 6:** The ramp is at the wrong gradient. Double gate half way down the ramp. So a wheelchair could not go down and there is more gravel which is also not suitable and could tip people out. The thickness of the gravel means that people with walking sticks can not walk on it. I have been bringing this up for years. I was told by Member 5 that he did the 'least he could possibly do' to make it accessible

**Trustee (RB):** We are aware. We will come back to you on it.

**Member 2:** On page 12, I just want to check unrestricted funds have not changed, BCIC grant funds haven't changed and Scottish Land Fund hasn't changed. Were you spending money as these accounts look like your fund allocation hasn't changed for 3 years?

**Chair:** it is related to the pub project. Getting it up and running and the building costs, there is money there and it is allocated to the pub.

**Member 2:** that might be true, but it should be in the accounts and what else are you doing?

**Trustee (RB):** RB capital commitments shown at pg13 165 committed to the pub

**Member 2:** thank you

**Member 8:** Recently I have had cause to speak to the Development Officer in the office and I was under surveillance. There is no signage. I was unnerved. Is there a reason for it being in there? It's nothing personal.

**Chair:** it was put in there a wee while ago to make sure everything was secure in the office.

**Member 10:** Is it illegal to do that?

**Trustee (RB):** We will get back to you

**Member 2:** When we have a look at the constitution

**Chair:** We need to finalise the accounts. We will put a notice in

**Chair:** Thank you for coming tonight. I have been doing this for 10 years and I am going to step down. I wish the board the best of luck and I hope the community supports them. [The current Chair then stepped down]

The Treasurer thanked the Chair

Meeting closed 20:20

**Following the AGM it was found that the proxy votes were not handled correctly. This may have skewed the results so a decision was taken to co-opt Robert Robertson to the Board if he is willing.**