

**Minutes of the Horshader Community Development Trust
Annual General Meeting
Tuesday 26 October 2021**

Present:

From the HCDT Board

Innes Harrison; Fiona Jefferson.

HCDT Members

Domhnall Alan Macleod; Ann Marie Macdonald; Fiona Knape; Ian Mackay; Jamie Johnston; Flora Macleod; Donald Macleod; Gareth Watson; Kathleen Murray; Angela Gardner; Mairi Maclean; William Jefferson; Christina M Morrison; Cathie Macdonald; Calum Macdonald; Chrissie Macdonald; Carole Miller; Christina Finlayson; Nicola Finlayson; Lesley Wiseman; Alisdair Wiseman; John Gordon; Etta Morrison; Roddy Morrison; Donald Murray.

HCDT Members present by proxy

Neil MacLeod; Innes Macleod; Andrew Macleod; Di Hesketh.

From HCDT Staff

Euan MacLeod; Don Macdonald.

Apologies: Ranald Fraser; Domhnall Macdonald.

Venue: Raebhat House (Community Space).

Opening Remarks from the Board

The Board welcomed everyone to the meeting. Due to former Directors standing down prior to the AGM, only 2 Directors remained on the Board: Fiona as an Elected Director and Innes as an Associate Directors. The Board stressed the need to recruit new Directors.

Innes explained the reason for calling a second AGM, with the first attempt taking place on 14 September. The September meeting went ahead, however after reviewing the membership status of attendees, the Board determined the meeting had been inquorate (with only 9 Members present).

Minutes of 2019 AGM

The minutes of the 2019 AGM (6 October 2020) had been available on the Horshader website for around 12 months. Paper copies were available at the meeting.

John said that he had looked through meeting minutes from 2020 and discovered the Board was inquorate for a period prior to the 2019 AGM. John wanted the Trust to learn from any mistakes made in the past. Innes said he had spent a long time looking into the Trust's governance and believed a lot of mistakes had been made. Alisdair said that the Board had acted in good faith, as per OSCR guidance, and lessons should be learned to enable the Trust to move forward. Innes said that while he thought it would be nice to clean the slate and move forward, some issues had to be brought to the attention of the Members present.

Innes spoke about his removal as an Elected Director in June 2021. Having been nominated and elected at the 2019 AGM, the Board discovered that Innes was not a Member of the Trust.

Subsequently, Innes was appointed an Associate Director. An individual that doesn't hold membership is not eligible to become an Elected Director.

John referred to the byelaw adopted at the 2019 AGM to enable Directors to receive the same benefits as any Member. John agreed with the proposal of the byelaw but said that it was wrong that a Director had been awarded a bursary before the byelaw had been passed. Innes believed that a former Director had proposed the byelaw in order to receive a bursary. Alisdair Wiseman said that he was the Director being described by John and Innes. Donald Macleod asked Innes what he wanted to achieve by raising the bursary award. Innes said he wanted the Trust to learn and improve from past mistakes.

Lesley proposed the minutes for approval, this was seconded by Gareth. The minutes were approved by the Members.

Presentation and Adoption of Annual Report 2021

Fiona gave a presentation of the Annual Report, focusing on the core services, select projects, and the HCD Community fund.

Fiona began by thanking her staff and colleagues for their hard work during a very difficult year. One of the objectives of the Trust is to provide employment in the community, without which skilled residents will almost inevitably leave the area. During 2020, the average monthly staff members was 11, an increase from the 2019 figure of 7.

The long running 'Support and Connect' project provided employment for a full-time and two part-time staff members. The aims of the project are to create employment, and to tackle deprivation in the community caused by the lack of access to key facilities. The minibus and handyman services help support the vulnerable in our community. In 2020, project staff were: Don MacDonald (Driver/ Handyperson), Neil MacLeod (Assistant Gardener), and Jordan Morrison (Admin Officer), while other staff were employed on a casual basis.

Community Growing facilities are another of the core services run by the Trust, with plots at the growing sites in Grinnivat Rd and Dalmore being used by 35 allotment holders. The facilities are among the best community growing sites in the Western Isles. At the onset of Covid-19 lockdown, the Trust followed government guidance and kept the sites open to users on a strict rota basis, and on agreement that a hygiene procedure was maintained. Feedback from users highlighted the importance of enabling access to the sites. Chris Humphreys (Head Gardener) and Neil MacLeod kept the sites in good condition and ensured that safety procedure were followed.

A summary of the community events was given, although indoor events - other than some art and exercise classes for children - ended at the beginning of lockdown. Despite this, many events took place between the start of 2020 and the end of March. These included events run by the Trust: the weekly Coffee Morning, Quarterly Growers' Evenings, Iolaire Remembrance Exhibition and Opening Night, Blasda Lunch Club. Additional events were run by partner groups, e.g. An Eathar Coastal Rowing Club's Maritime Skills Workshops, Epilepsy Scotland's Awareness Session. The Trust plans to reintroduce indoor community events throughout September, with the opening of the Mapa Sgìre Thorsiadar exhibition on 24 September, and the return of the Coffee Morning on 1 October.

Some additional detail was given on several projects completed in 2020. The Tree Ark facility underwent a significant upgrade, as the existing polycrubs at Raebhat House, a new netted tunnel, and outdoor growing beds were developed. The project was managed by Chris, who did an excellent job in difficult circumstances. The aim of the project was to enable the facility to

produce a much higher number of trees – with a target of 10,000 for 2021– which will provide income for the Trust and create sustainable skilled jobs.

Various strands of Covid Services were developed by the Directors and Staff in April 2020 and, when funding became available in May, the Trust received one of the largest grants for Covid Response activities awarded by Highlands & Islands Enterprise (HIE). The services provided a mixture of lifeline support (Prescription Deliveries, Shop & Drop), entertainment (Virtual Engagement), and more general assistance (Community Support), all used by many residents. Blasda Ready Meals was established as an additional Covid Service, using ‘Eat Well Age Well’ funding to transform the monthly lunch club into a delivery service. Innes clarified that the ready meals service was age-dependent, available to those 65 years and over.

Other projects, such as the Coastal Walk Upgrade – which replaced way-markers, styles, and bridges on the coastal walk route – and the ‘Slàn san Dachaigh’ project (funded by Bòrd na Gàidhlig, a health and wellbeing project which is funded to the end of 2021). The Winter Fuel Voucher scheme, which tackles fuel poverty, increased to £300 per household. The final project discussed was the creation of the Trust’s first Gaelic Plan, which identified areas of the Trust’s activities (staff, projects, communications) that must contribute to local language development.

The HCD Community Fund made a great difference to the local community during 2020. Awards were made to: Shawbost Free Church, enabling them to stream services online; to Lews Castle College; and to Western Isles Kidney Patient Association. Bursaries were awarded to individuals in higher education. As the number of applications from local charities was less than normal years – due to many groups not operating as normal because of Covid-19 – the Board established the ‘Digital Tech Grant’ scheme, providing grants for individuals and families towards the purchase of a laptop or tablet. This scheme was of great importance at time when many young people had to access online and remote learning.

An Insight into the Trust’s Plans for 2021 and Beyond

Paper copies of the Trust Development Plan was available for Members. The plan was updated in July 2021 to incorporate new projects. Due to the reduced income across 2020/21, most of the new projects were dependent on receiving external funding. New projects were focused on the Trust leading by example in reducing carbon usage.

Alisdair asked if any community consultations were planned. A consultation on the Trust’s charitable objects took place at the end of 2020, the feedback received influenced the update of the Development Plan. No further consultation was in the plans at the time of the AGM.

The Trust’s Finances

Euan gave a summary of the 2020 Annual Accounts – relating to the period 1 January 2020 to 31 December 2020. Calum gave a breakdown of pages 10 and 11 of the accounts. Income for the year was £299,204, expenditure was £387,082, resulting in a net deficit of £87,878. The deficit came about due to the failure of the sub-sea cable during October 2020. This had a knock-on effect on the income received from RPG (the income from the community owned turbine), which was £93k less than projected in the 2020 budget. The effects of Covid also contributed to the deficit, as the Trust paused several income streams (loom rent, Support and Connect income) for community benefit, while also increasing expenditure on projects like the Winter Fuel Vouchers. When the sub-sea cable failed, it became clear that income would be reduced, however the Board planned to use Trust reserves to cover the deficit.

The total funds held by the Trust on 31 December 2020 were £507,890 of unrestricted funds, and £409,199 of restricted funds. Unrestricted funds are held as cash across various bank accounts. Restricted funds are largely held in assets (e.g., Raebhat House, polycrubs, vehicles).

Appointment of Auditors

The auditors for 2020 were CIB Services. Gareth proposed CIB be appointed auditors for 2021. The proposal was seconded by Ian. The Members present voted unanimously to approve the proposal.

Proposal to Adopt a New Byelaw Relating to Eligibility for Directorship

Innes presented the proposal to adopt a new byelaw. The proposed byelaw was sent to all members prior to the AGM.

Carole asked when residents became eligible for Membership, as her application had been rejected after she had moved to the area. The Board confirmed that a byelaw had been adopted to allow residents to be eligible for Membership as soon as they moved to the area (as long as they lived in the property permanently).

The proposal to adopt the byelaw was approved after 25 Members voted in favour of the proposal.

The proposed Byelaw will be adopted.

Election of Directors

John said that the Governing Document stated that any nominations for Directorship must be publicised prior to the AGM. No nominations had been received by the Trust prior to the AGM. Ian said that Directors had always been voted in at AGM's, without being publicised beforehand. Alisdair said that if the Members present wanted to vote in Directors who had not been nominated, they could do so legitimately. Flora said that at the 2019 AGM nominations for Directorship had been received. Innes said he believed it was fine to vote in Directors at the meeting.

Carole was proposed by Fiona and seconded by Calum. Members unanimously voted to appoint Carole as a Director.

Innes was proposed by Fiona, seconded by Alisdair. 23 Members voted in favour and Innes elected as a Director.

John was proposed by Alisdair, seconded by Flora. 23 Members voted in favour and John was elected as a Director.

Fiona Knappe suggested more information on the responsibilities of Directors be made available to the Members. The legal responsibilities that Directors hold may be off-putting to Members. This may encourage more people to stand for Directorship. Fiona had been unaware of the issues of governance and the challenges in recruiting Directors that the Trust faced. Young people could also be engaged, Fiona recommended contacting the councillors representing Youth Speak for advice on recruiting young people as Directors.

Innes said there was literature available on the responsibilities of Directors. The Trust also has sufficient indemnity and insurance protection for Directors. Innes asked whether the Trust should engage a lawyer to represent the organisation. Fiona Knappe thought this was worthwhile. John said that insurance providers would recommend suitable law firms depending on the situation.

Gareth suggested the Trust engage more with the community about the concerns over governance. In the past, a former Director took on the role of engaging Members and encouraging individuals to stand for Directorship. It may be worth assigning this role to a current Board Member.

Flora noted that the Board had no Director originally from the Horshader area and no Gaelic speaker.

Any Other Business

Roddy thanked the administrators of the Trust's services.

John read from section 1.04 of the Governing Document which states 'No part of the Trust's income can be paid or transferred to any Member of the Trust.' Fiona Jefferson read the text directly above the quoted section, 'The income and property of the Trust must be applied solely to the promotion and achievement of its charitable aims as laid out in "The Trust's objects".' Innes asked if the former Directors present could advise. Gareth said there was a difference between giving a gift and providing a bursary or other benefit open to all Members. The Board will investigate the wording of the rule.

Alisdair proposed the Trust formally thank Flora MacLeod for her four years of service as Chairperson. The Members applauded Flora for her efforts. Flora thanked Alisdair and said that the Chair is only able to lead with the support of fellow Directors.

Closing Remarks

The Board thanked everyone for attending the meeting.

The meeting concluded at 9.30PM

Addendum to the minutes

19 July 2022

The Board of Directors recognises that Alisdair Wiseman did not contravene any aspect of the Trust's governing document, or undertake any wrongdoing with regard to the award of his bursary in 2022. Evidence to support this was provided after the AGM of 26 October 2021.