

Strathdearn Community Developments



Annual General Meeting

Thursday 17th November 2022

7:00pm

The Strathtdearn, Tomatin & Zoom

Minutes of the Meeting

DIRECTORS PRESENT:	George Macleod, Director (GM)
	James Beatty, Director (JB)
	Vivian Roden, Director (VR)
	Libby Jo Dempster, Director (LD)
	Carol James, Community Council Representative (CJ)

IN ATTENDANCE:	Tracy Campbell, Minute Secretary & Administrator (TC)
	Elaine Macleod, Company Secretary (EM)
	Ed Cameron Mackintosh, Financial Controller (ECM)

APOLOGIES:	None
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ATTACHMENTS CIRCULATED:

AGM agenda
AGM minutes – 03/02/22
Chairman Report
SCD Annual Report & Financial Statements for The Year

Quorum of Ordinary Members present and members of the public.

APPROVAL OF MINUTES OF AGM 03/02/22	
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CJ proposed and TR seconded.

REVIEW OF THE SCD GROUP FINAL ACCOUNTS

ECM gave a presentation of the SCD Group annual accounts for 2022.

Following the provision of some clarifications concerning financial matters, GM asked if the members of the company would approve the accounts.

DB proposed, LC seconded. Accounts approved.

Appointment of Auditors/Examiners:

FR proposed and TR seconded.

CHANGES TO THE BOARD

Elaine Macleod has given a brief introduction as Company Secretary.

Board composition:

The minimum requirement for the board is three directors and a maximum of 10 directors. This consists of 6 elected directors, 2 co-opted directors and two appointed directors: one as the community council representative and one as the charitable trust representative. The majority of the SCD board need to be elected directors. There is currently no charitable trust appointee. However, Carol James has kindly offered to extend her role as the SCC rep. There can also be two directors co-opted for special skills, from out with the area if necessary.

Resignations:

All the following directors are standing down at this AGM:-

- George Macleod
- Vivian Roden
- James Beatty
- Libby Jo Dempster

Elaine would like to thank all former directors for their positive input, they have all given valuable contribution and volunteered a lot of their time. Elaine has asked the former directors to contact her for any feedback and what their experiences have been on the board.

Applications:

The four applicants who wish to be elected: -

- Barbara Macaskill (Rusty)
- Duncan Bryden
- James Duncan (Jimmy)
- Steven Knott

Elaine explained it is important that SCD members must be aware of the following: -

- SCD are members of Development Trusts Association Scotland (D.T.A.S.) who have given SCD a lot of guidance over the past year and previous.
- Articles of Association must be followed.
- Directors must act within company and charity law and must abide by the code of conduct which has been written by D.T.A.S.

The mechanism for members to choose who goes onto the board is that if there is more than six members who put themselves forward then members can vote who goes onto the board. If there is under six, then the members can go onto the board unless there is a specific reason not to be allowed to go on. These specific reasons are stated within the articles, for example if the directors have been on the board before and then stood down, they cannot go back on until after a year. This does not apply to the current nominees; all are allowed to stand.

There have been concerns raised by members to Elaine regarding some of the current nominees. SCD approached D.T.A.S to get the concerns addressed. D.T.A.S. gave advice and went further and recommended SCD take legal advice. The two sets of advice received from D.T.A.S and legal were that if any current nominees are turned down it would leave SCD open to a legal challenge. For this reason, all nominees are being accepted.

All nominees have met with Elaine and gone through the code of conduct where everyone agreed they would act by the code of conduct. The new directors will be fully trained, and additional training given if needed by D.T.A.S.

The code of conduct clearly highlights the following: -

- How the directors should be acting.
- How to interact with employees, fellow directors, and members.
- How to reach decisions within the board.
- Ensure that resources of the organisation are used prudently

Going forward, SCD will concentrate on the code of conduct and if their directors not acting as its saying, the board has a responsibility to highlight the breach of the individual who is not following the code of conduct. The director will then be given the opportunity to respond to any allegations that was put to them, the breach will be minuted and the recommendations made. The board may put the matter to the members and the members can be involved in the individual being removed. The board will always take advice from D.T.A.S

Elaine highlighted that it is important to acknowledge there have been mistakes made over the years. Procedures have been tightened. People have given up a lot of time been on the board and the code of conduct has been followed in 2022. SCD will continue to endeavour to do the best for the community.

Elaine asked for questions with regards to the current nominees: -

Michael Mackay stated he was lied to by two previous directors to cover the back of another director whilst working for the board.

A: There has been nothing highlighted to the Company Secretary, unless there is something documented there is nothing SCD can do but look forward to the future and ensure the Code of Conduct if followed to the letter.

Appointment of Elected Directors:

All current nominees are now confirmed as the new board.

Co-opted Directors:

None

.REPORT FROM CHAIRMAN

The chair welcomed everybody to the AGM of Strathdearn Community Developments Limited.

“This covers the period through until March 2022, but I will touch on elements relative to the business up to today’s date.

The charity was formed to benefit the community of Strathdearn which is defined by the Strathdearn Community Council boundary or IV13 Postcode.

We are here to provide, or assist in providing, recreational facilities, and/or organising recreational activities, which will be available to members of the Community and the public at large with the objective of improving the conditions of life of the Community as well as advancing community development, including urban or rural regeneration within our community. A greater description is detailed in the annual report of the trustees in the accounts package.

Despite an incredibly challenging start to the decade, Strathdearn Community Developments (SCD) has been able to continue to meet its purpose in supporting and bettering the community of Strathdearn through 2021/2022. The timeline on several fronts has changed due to the effects the pandemic has had on areas such as the economy and supply chain but the commitment to developing the area and supporting its residents remains.

The community owned hall, The Strathdearn, opened in October 2019 with trading momentum building prior to the pandemic but it was not able to effectively do so for most of 2020 and 2021. However, during the summer of 2021, custom began to return with the spring and summer of 2022 exhibiting strong sales with a previously unseen amount coming from out with the area. The Strathdearn, being owned by SCD and run by its trading subsidiary White River Trading Ltd (WRT), is a facility that is primarily for the benefit of the community. However, to be sustainable it requires customers from outside the area and it is extremely encouraging to be seen as a facility of choice for a wider and wider range of users.

To ensure that local users of The Strathdearn are able to regularly access the facility, a community grant is used to be able to provide its facilities at a reduced hire rate to ensure it remains affordable for all types of events.

Highlights of the Accounting period and up to date:-

- Employment for 8 staff which comprises a mix of 3 full-time staff with the rest on part-time hours this is across the whole of SCD and WRT
- Full time Projects and Development Manager whose post has brought in over £1.2m in external funding in the past 12 months
- The community now has 5 windfarm benefits being paid out one Tom na Clach was paid out in full, one pays benefit to SCCT (Farr Windfarm) and the other three contribute directly to SCD. Detailed Figures are as stated in the accounts
- Over 250 events held in the Hub in the last 18 months

- Our financial target for the current financial year was set at £25,730 at the beginning of the year and at present we are sitting at over £36,000 6 months in. Other communities have suffered challenges falls of shin visitor centre & cafe losing £50k and cannot get a tenant shows you the current challenges.

Examples of outside events held:-

- *NHS Highland for Development Day in September*
- *Eneco Training Day in September*
- *Fitlife booked Auditorium for event in November*
- *Scottish Land and Estates booked another event in September*
- *Yoga Retreat Awaken/Mind/Body/Glow Autumn Retreat Booked for October*
- *Inverness Chamber of Commerce Event*
- With grant funding received from Cycling Scotland and Energy Saving Trust of £35k the Electric Bike and Trike Facility up and running.
- Paths Project was initiated in 2007 and it finally has Section 7 and 8 completed and confirmed adopted by Highland Council. Section 7 was funded by HC and Safer Routes to School. Section 8 is funded by the community as well as a portion of one of the traffic calming measures. This now provides a safe route from Juniper Drive to the Community Facilities and to the school which is welcomed. The budget approved by the Board for section 8 was £140k but we are still awaiting the invoice from THC.
- Benches in place with exception of Raigbeg which are delayed due to road improvements.
- Affordable Housing – we could not have foreseen the impact of the pandemic, brexit and now a challenging economic climate on this particular project. However, we have made progress where we can and not given up as we know how important housing is to many people in the area.
- *We have the full support of HC and the Scottish Government to progress this project.*
- *Significant Funding of £832,229 has been obtained in way of Rural Housing Fund Grant from the Scottish Government.*
- *Borrowing approved of £500,000 allowing the original Hub loan of £250k which had a high interest rate to be consolidated into the funding offer providing savings on original loan*
- *Community Benefit drainage North of Viaduct was negotiated by Wills Bros and carried out free of charge.*
- *The Planning Application is under review by HC and outstanding flood risk assessment now completed detailing what culvert works are required at Station Road for planning to consider*
- *Building Warrant package ready to submit.*
- *New Quantity Surveyors/Project Management assistance appointed (WSD) following closure of Armour and Partners Business.*
- *Design and Build Contract with 7Even Construction terminated by mutual agreement and new development format being developed where there **is a possibility the** contract could be split in various elements.*
- Playpark being used very regularly by local children & visiting children – feedbacks it's a great space.
- A Hired in Auto Start Generator is in place as our resilience centre backup and a Grant of £17k was obtained from SSE for the purchase of a permanent silent run generator. The advance works for the permanent Standby by Generator Electrical side has been completed.
- A Planning application is currently under review to resolve the lack of storage space on the Hub design as well as creating shelters at fire doors to protect access in inclement weather.

- Shop taken over by 3B Catering from WRT in Nov 21 but as we know there are significant challenges in the current economic climate, but this is a lifeline service, and it employs a large number of local staff.
- Under the Health & Wellbeing initiative Grant funding was agreed with SCCT to fund the various well groups including the much-needed Youth Development programme. We are currently advertising the post to employ a Youth Worker, £105,000 over a 3-year period provided by the SCCT is included as one of the streams of projects. This was following a very successful pilot held in the summer with some great feedback from parents.
- The other Health & Wellbeing projects underway are the Strathtearn Snug is up and running which is a warm place and a welcome facility for all Strathtearn residents to enjoy the company as well as a cosy corner to enjoy soup and sandwiches as well as newspapers. An area for you free of charge to use and enjoy.
- Tidy up Tomatin volunteers have planted tubs throughout the village and given their time and knowledge on some future ideas- a big thank you!
- Our other volunteers' groups who deserve recognition are Steve Cormack who efficiently assists us with getting communication onto our website, and the sub-group who are gathering information in the very early stages of ideas to assist in the community transport project- it is invaluable that we have people come forward to invest in their community.
- Finally, the 3rd strand is the recent community memberships with Highlife and Bannatynes which is the first in Highlands for a Community grant funded scheme. A fantastic community wide benefit available for all, especially to help families in these difficult financial times.
- CRTB is a complex process which is still ongoing, an element of that is the achievement of Stage 1 of the Scottish Land Fund on the aspiration to acquire relevant recreational land in Strathtearn Area. This is ongoing process.
- Community Action Plan was completed, and we now have the community aspirations and desires which provide a blueprint for SCD and the CC to drive forward these actions.
- A number of local contractors have benefited working on number Paths, Bridges, Hub Contracts, A9 advance works.
- Moy Forest Ranger provision up and running in summer months which has proved very successful
- Procurement Policy adopted for the SCD/ WRT operation.
- Service Level agreement now in place between SCD and WRT to formalise the activities carried out by WRT on SCD behalf.
- The Asset Register and Maintenance Plan has now been fully developed.

Challenges affecting the business:

- Communication – We have employed an outside agency called Planit Scotland on a short-term contract to advise and assist the business in improving the way we communicate with the community on all aspects of the business including activities ongoing.
- We are concerned about Facebook comments which are undermining the good work being carried out by the Directors and Staff which border on bullying and abuse, and this should never be deemed acceptable and must be stamped out. This is and does affect morale across the business
- Resource is limited to deliver on what SCD had been asked to do via the CAP, therefore The Directors have had to put in a lot of hours to contribute to the success of the business. This is not the role of Directors and is not sustainable going forward, therefore the community will either have to invest in more employed resource or appreciate that projects will take time. For

instance, I alone have in the past month spent over 50 hrs on SCD business and other directors' hours will be similar as we share the workload keeping all the initiatives moving forward .

- The Current economic climate is definitely affecting the whole community and will continue to do so for some time, our benefactors wish to see the windfarm money spent on employing people, wellbeing, housing, and the future proofing our assets as a legacy for our residents in the future. This includes reducing our carbon footprint in line with other communities
- Rising Electricity Costs impact our business as well as the community at large and this is an ongoing challenge to find efficiencies across all areas
- Balancing the number of local community events and outside events to maximise the profitability of the facilities is also an ongoing challenge.

I believe that the other Important issues that need to be progressed urgently, and these are: -

- Community Transport
- Village Maintenance and Appearance of common areas in Tomatin and Moy.

Being a director carries a significant amount of responsibility not just morally but through the Governance process which is a legally binding framework. Whilst the money is directed for the community benefit, SCD are the legal framework to receive the funds and must act within the Charitable rules and the law of Company Directors. Therefore, decisions must be made in the best interest of the organisation's goals and wellbeing even if it is not a director's preference. We as Directors have taken our roles very seriously and adhere rigidly to the roles and responsibilities placed on us as Directors and we have ensured that we have run the business in a prudent and fair way whilst always ensuring good governance as a board. We have endeavoured over the period to support the staff through what has been difficult and trying times for all and at times personally I have felt that some of the comments made have been very unfair and uncalled for and would hope that this does not continue as this is very unfair on our hard working and committed staff. We ask that the community support what is a fantastic facility and use it as much as possible as its your facility and we as Directors are only the current custodians. I would personally like to thank all the staff and my fellow retiring Directors for their support and teamwork throughout the period and I feel that as a Board we have set the company on a secure path for future success as we use the income we have wisely."

2. QUESTIONS FROM MEMBERS

Denise Barley asked if the cleaner from the shop is employed by SCD or WRT. ECM confirmed that she is employed by Charlotte (3b Catering).

3.AOB

None noted.

DATE OF NEXT MEETING

Date	N/A
Time	
Venue	

7. ACTION POINT LIST

No.	Date Raised	Action	Responsible individual	Target Date	Completion Date/ Outcome
		No new actions noted			