**Acharacle Community Company**

**AGM 30th January 2020**

**Those present:** Directors: Marie-Luise MacDonald (MLM) / David John Cameron(DJC) / Fiona Cameron (FC) /

Lesley MacMaster (Centre co-ordinator - LM) Becky Dacre (BD) (mins)

Members (see list),

**Welcome & Apologies:** Marie-Luise welcomed everyone to the meeting and thanked all for coming. Apologies include Angela Williams/Fiona Ogg/Jean Whitton/Rosemary & Malcolm Gillespie

**Special Business:**

1. Resolution – Adoption of Revised Memorandum & Articles of Association

*A document in substantially this form was approved in January 2019 at the EGM but not legally adopted until the Office of the Scottish Charity Regulator formally consented – the document presented to this meeting incorporates minor textual changes that OSCR have required as follows:*

***Member approved draft (prior to submission to OSCR):***

*The company has been formed to benefit principally the community of Acharacle and immediate surrounding area, comprising the area covered by the following postcodes: PH36 4JY; PH36 4JZ; PH36 4JX; PH36 4JL; PH36 4LD; PH36 4LE; PH36 4JQ; PH36 4LR; PH36 4JJ; PH36 4LA; PH36 4JN; PH36 4JR; PH36 4LB; PH36 4JN; PH36 4HX; PH38 4ND; PH38 4NG; PH38 4NB; AND PH36 4JU (“the Community”) with the following objects:*

*(1) To manage community land and associated assets for the benefit of the Community and the public in general as an important part of the protection of Scotland’s natural environment;*

*(2) The advancement of community development (including the advancement of rural regeneration) principally within the Community;*

*(3) The advancement of education;*

*(4) The advancement of citizenship;*

*(5) The advancement of environmental protection or improvement;*

*(6) The maintenance, improvement and provision of public amenities;*

*(7) The provision of recreational facilities and / or the organisation of recreational activities, with the object of improving the conditions of life for the persons for whom the facilities or activities are primarily intended;*

*(8) The advancement of arts, heritage, culture or science;*

*(9) The relief of those in need by reason of age, ill-health, disability, financial hardship or other disadvantage;*

*(10) The prevention and/or relief of poverty;*

*(11) The relief of unemployment;*

*(12)* ***The creation of training and employment opportunities by the provision of workspace, buildings and / or land for use on favourable terms;***

*(13) The provision of housing for those who are in conditions in need and the improvement of housing in the public sector or in charitable ownership provided that such power shall not extend to relieving any local authorities or other bodies of a statutory duty to provide or improve housing;*

*(14) The preservation of buildings or sites of historic or architectural importance; and*

*(15) The provision of public health facilities and child-care.*

*But only to the extent that the above purposes are consistent with furthering the achievement of sustainable development.*

***OSCR approved draft:***

*The company has been formed to benefit principally the community of Acharacle and immediate surrounding area, comprising the area covered by the following postcodes: PH36 4JY; PH36 4JZ; PH36 4JX; PH36 4JL; PH36 4LD; PH36 4LE; PH36 4JQ; PH36 4LR; PH36 4JJ; PH36 4LA; PH36 4JN; PH36 4JR; PH36 4LB; PH36 4JN; PH36 4HX; PH38 4ND; PH38 4NG; PH38 4NB; AND PH36 4JU (“the Community”) with the following objects:*

1. *To manage community land and associated assets for the benefit of the Community and the public in general as an important part of the protection of Scotland’s natural environment; and*
2. *To promote for the public benefit rural regeneration, in areas of social and economic deprivation within the Community by all or any of the following means: -*

*(a) The advancement of community development (including the advancement of rural regeneration) principally within the Community;(b) The advancement of education;*

*(c) The advancement of citizenship;*

*(d) The advancement of environmental protection or improvement;*

*(e) The maintenance, improvement and provision of public amenities;*

*(f) The provision of recreational facilities and / or the organisation of recreational activities, with the object of improving the conditions of life for the persons for whom the facilities or activities are primarily intended;*

*(g) The advancement of arts, heritage, culture or science;*

*(h) The relief of those in need by reason of age, ill-health, disability, financial hardship or other disadvantage;*

*(i) The prevention and/or relief of poverty;*

*(j) The relief of unemployment;*

*(k****) The creation of training and employment opportunities for unemployed people by the provision of workspace, buildings and / or land for use on favourable terms;***

*(l) The provision of housing for those who are in conditions in need and the improvement of housing in the public sector or in charitable ownership provided that such power shall not extend to relieving any local authorities or other bodies of a statutory duty to provide or improve housing;*

*(m) The preservation of buildings or sites of historic or architectural importance; and*

*(m) The provision of public health facilities and child-care.*

*But only to the extent that the above purposes are consistent with furthering the achievement of sustainable development.*

The memorandum and articles of association of the Company shall be altered so as to take the form of the memorandum and articles of association attached to this resolution, the memorandum and articles of association annexed hereto are in substitution for the existing memorandum and articles of association previously registered with the Registrar of Companies.

The resolution was voted on:

12 voted **for** the resolution (This included 4 proxy votes).

**2. Minutes of the last AGM**

These were approved by those present. Liz Connell proposed & Marie-Luise seconded.

**3. Chair’s Report**

MLM read the report of ACC’s activities over the past 12 months. She spoke of the loss of Jimmy Gillies (a director) in August and how he had been a stalwart of the board especially with regard to the Reuse project, and will be greatly missed.

**4. Accounts**

Query about total funds: includes £7,000 after correctly designating properties. Deficit actual £19,000. To do with depreciation.

Reuse funding from Highland Council has stopped. (last payment up to 31st March 2020). Shop in centre has increased footfall in centre. Noted that this is 7th year of running centre for ACC. Rented properties produced same income in this financial year. Community centre produced increase in income. No unrestricted funds in 18-19 accts.

Financial review – We hope to simplify accounts so that all can relate to them better. The board have received prior notice from member Andrew Green of a number of detailed and technical questions that he wished to raise. Mr Green was not present and it was advised that the Board’s unanimous view was that detailed questions of this nature are not suited or appropriate to be dealt with by this members’ forum and that to better enable Mr Green’s queries to addressed prior to the publication of the annual report, the Board had already authorised the establishment of a Compliance, Governance and Finance subcommittee led by David Kirkham (director) to report to the board of directors. Non-directors David Ogg and Andrew Green are to be formally invited to serve on this subcommittee to provide advice and guidance to the board and to provide a more practical forum that can address and resolve any such potential queries rather that see them inappropriately raised at member’ meetings. All present expressed approval of this action by board.

David Ogg congratulated the board on improving the financial management of the charity in this manner.

New proposal – refurbished play park with separate sub committee.

**5. Retirement and election of board members**

David Kirkham was co-opted during the year so retired and offered himself for re-election. MLM proposed /David Ogg seconded.

Fiona Cameron was co-opted during the year so retired and offered herself for re-election. DJC proposed / Liz Connell seconded.

A third of the directors are required to retire annually, so MLM retired and offered herself for re-election. DK proposed / FC seconded.

**6. General Review of future plans**

Fiona Cameron described proposals for refurbishment of **play park** in the village. Hoping that the land will be transferred from Highland Council ownership this year probably by asset transfer. This process has been started by an Expression of Interest form submitted to the council. Lochaber Housing Association approached for funding. Proposals to refurbish whole existing site. Not to include extra land at this stage. The community would be expected to take on future maintenance. HC will not take back after refurbishment. Play park subcommittee continuing to work on proposals and to start fundraising.

**Defibrillator** – Plans to install a publicly accessible defibrillator in the phone box are underway. Seeking electrical connection which is causing delay. Fund raising is complete and this raised enough to purchase the defib cabinet (purchased) and other items like paint / signs etc (yet to be purchased).

Liz Connell raised concerns about lunch club and future viability. Suggested would it be possible to use Hospital Car for transporting elderly to lunch club? Useful suggestion / to be looked into. Other issues discussed – when café closed could more food be provided in centre? / Different setting to make space more attractive to others / advertising board at turning off main road / volunteer drivers to transport folk to lunch club.

LC also wanted to see more fund raising events at the centre.

**7. AOB**

LC said ‘Thank You’ to all involved in running ACC / DO seconded it.

**AGM closed at 8pm**

**Followed by Directors meeting (separate minutes)**

