**Acharacle Community Company**

**AGM 24th January 2019**

**Those present:** Directors: Marie-Luise MacDonald (MLM) / Rodney George (RG) / Jimmy Gillies (JGi) /David John Cameron(DJC) / Jane Gaze (JGa) /

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

Members (see list),

**Apologies:** Mary Lamont, Ruth Lewis, Maureen Maybank, Ella Gill, Jean Hillsley, John MacMaster, David Ogg, Fiona Ogg.

1. **Welcome**:

MLM welcomed everyone to the meeting and introduced the directors and LM and BD. List of attendance circulated. Attached to the end of these minutes.

1. **Minutes from the last AGM**:

Time was given at the meeting for attendees to read minutes if they had not done so. Then they were approved without amendment. Proposed by MLM and seconded by JGa.

1. **Douglas Westwater and Angela Williams from Community Enterprise** had come to the meeting for Douglas to present his report. It explained their company’s involvement and the feasibility study that was carried out by them. He also outlined financial projections for the future and fully supported ACC in their aim to proceed with an asset transfer. He answered a few questions from attendees. He is to meet with directors in the morning to progress details of the asset transfer.

**4 Chairman’s report**

MLM ran through activities of ACC in the 17-18 financial year.

These include:

Reuse project – a new shop has been established at centre in the unused office space for more delicate items or those that would be susceptible to the damp of the shed. MLM commented that ACC are always looking for more volunteers. The van continues to be well used.

Produce markets – continuing success held monthly at Shielbridge Hall throughout the summer months.

PO buildings. – New tenants in the Café (Café Tioram) since April 2018, all successful so far. Na’vi Organics, in the shop part, are hoping to move within the village to new larger premises. An advert has gone out for new tenants. The closing date for this is the 25.1.19. New store has been built (by volunteers) at back of the shop as extra storage for café tenants.

Community Centre – A Save the Centre steering group was set up, leading to successful Stage 1 funding bid from Scottish Land fund. This funded valuation and feasibility study.

Future plans – asset transfer of the centre is the major project.

Jetties Trust – no progress with that as yet. Waiting for a response from them to progress.

LM ran through use of the centre. Document shown on screen.

A member said how intergenerational activities are so important to use of centre, linked with Ewen’s room/winter warmer and other activities.

Lunch club is getting more popular. MLM thanked Liz Duncan for doing a wonderful job as cook.

1. **Presentation of Accounts:**

DJC presented accounts. (On screen too) Went through details. Talked about HSCHT and new part of land which we will be able to develop a new reuse shed. Opening hours for shop at centre?? Will be whenever centre is open.

5 Retirement and election of directors

MLM proposed DJC, JG seconded and majority show of hands.

6 Annual subscriptions

Proposal from the board for there to be no subscriptions for the coming year due to nature of organisation.

7 Resolution

MLM explained that Memorandum & Articles need to be upgraded for asset transfer purposes and for funders.

The Objectives are not changed but expanded. This means aims of Company remain the same which is important. A member present stated that adoption of new M & A’s could not be done by this resolution at an AGM. It would have to be a separate EGM. Unclear from current M& A’s one way or the other. EGM to be arranged to vote for change to M & A’s.

MLM explained that the new proposed M & A’s are a well-used version.

Main changes – no director limit on time. Ways of removing director as before.

AG – asked if directors had considered transferring to become an SCIO (**Scottish Charitable Incorporated Organisation)**. She explained that Rory (DTAS) said pro’s and cons – good for some funders. But cannot have share options. Proposal that adopting new memorandum is more flexible. Once changed to SCIO cannot return to co ltd by guarantee. DW said lots of work to create new SCIO and would need to transfer all assets to new co.

JM said in proposed M & A’s there is no remit for directors to ask members opinion on decisions e.g selling off property. MLM to look through and use 21 days before EGM to look into details.

DW offered to help write new memorandum for this missing part.

Date fixed for EGM - 28th Feb.

9 AOB

JW thanked board and LM and BD.

MLM thanked volunteers

RG – on website who’s who.

LC – what’s on in centre on facebook page every week.

IS – get younger ones to help with website.

MLM remembered that the accts were not approved – DJC said new accounting system meant some figures were in wrong columns. This will be changed for the coming year.

IS asked how much money is left to keep the centre open – DJC said enough for 12 months at least.

Propose that accounts are approved without amendment – full approval by show of hands by those present.

Meeting closed 8.50

