

Largo Communities Together

LCT is Scottish Charitable Incorporated Organisation - Charity No. SC048447

Largo Communities Together (LCT) V1

Minutes of LCT Annual General Meeting of 9 November 2020, held at 7.00pm on Zoom

Board Members Present: Nora Conlin (Minute Secretary), Stan Green (Vice Chair), Irene Kay, Emily Macdonald (Treasurer), Dougi McMillan, Louise Robb (Chair), Martin Schmidt, Barbara Simpson, James Simpson, Steve Wood (Secretary)

LCT Members: All individuals noted above were LCT members. There were 50 invitations sent to those who could vote. Associate members and Youth members could not vote. A number of members exercised their right to vote by proxy (email /paper copy). A quorum was currently 35 members. The meeting therefore was considered to be quorate. Invitation information and proxy forms were filed with these minutes.

The AGM minutes would be reviewed by the Trustees and approved by LCT members at the next AGM.

Apologies: Stuart McArthur, John Bennett, Morag Dawson

1. Welcome and Guidance on the Conduct of the Meeting by Zoom (Louise Robb – Chair)

LR welcomed all participants to the second LCT AGM. Noted we had sufficient numbers to make up a quorum. She explained the Zoom function and how the meeting would be conducted, for example, muting of participants; the gallery view; using the chat function to comment or ask questions. LR explained, as time was short, questions would not be taken during the meeting. If there was time at the end, one or two questions/comments would be addressed. Noted that proxy votes for trustee places on the Board had previously been collated by SW and EM.

At this point LR shared her screen with the agenda and summary PowerPoint slides of the Annual Report prepared by LR in her role as Chair. Subgroup leads would be called upon to provide short inputs about the work they were engaged in on behalf of LCT and its subgroups. As noted above, no questions would be taken during the presentations but LR hoped to allow a short time at the end of the meeting for one or two questions/comments. Participants could note comments in the chat function.

2. Adoption of Minutes of 2019 AGM

Adopted.

3. Annual Report from LR who also introduced Short Reports from the Main Subgroups:

- **Largo Estate – Martin Schmidt**
- **Largo Pier – James Simpson**
- **Largo Area Coronavirus Response Team (LACRT) - Irene Kay**
- **Communications - Jan Kerr**
- **Largo Arts Week (not a subgroup but has Board representation) - Dougi McMillan**

LR spoke to the Annual Report summarised on the PowerPoint slides. The report had been previously disseminated to LCT members. The mission of LCT remained “to build community groups of interest and sustainable assets for people to utilise” for the overall good of our community. LCT is a Scottish Charitable Incorporated Organisation (SCIO) within the auspices of Development Trust Association Scotland (DTAS).

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Each of the above-named individuals explained the work being undertaken by the subgroups, also summarised on the slides and noted in the Annual General Report.

LR introduced Jill Miller as the Lead for Community Sustainable Development. JM explained this aspect to the meeting - noted on slide on Community Sustainable Development - a focus on people, economy and environment.

4. Treasurer's Report and Adoption of Draft Accounts

EM noted that the accounts for year ending 30 June 2020 were published on the LCT website. They had been scrutinised and approved by independent adviser, Michael Brougham, and subsequently presented to the LCT Board for approval, and submitted to OSCR. The main sources of income were donations and grants. There were separate bank accounts for LCT (the main bank account), the Pier and LACRT. Significant funds had been raised for specific projects. There were reserves of £2,753. EM outlined further the Income and Expenses of LCT and its subgroups as noted on her slides.

EM requested that the accounts be adopted. This was agreed by the meeting.

5. Adoption of Changes to the Constitution

LR introduced SW and intimated to the meeting that he would be stepping down from the position of Company Secretary to the Board. He had made a significant contribution to LCT since its inception in September 2017. He would remain on the Largo Estate and Pier Subgroups. Thanks were extended to him for his service to LCT. SW noted that the following changes had been agreed by the Board and approved by OSCR. The proposed changes now had to be agreed by the meeting. Changes to the constitution required a two thirds majority. The proposed changes:

- An increase in the number of trustees from ten to eleven.
- A broadening of the scope of our permitted activities, or charitable purposes, to cover our present and future planned activities.
- A change to the clause concerning members' subscriptions, allowing the AGM to set an annual subscription rate. Noted at this present time, no change is proposed to the current practice of having a one off £1 subscription payable on joining.
- Minor punctuation and grammar changes to correct errors in the current version.

A detailed description of the changes, along with the current and proposed versions of the Constitution was now available on the LCT website and in the Largo Library.

The above proposed changes required ratification by a majority (more than two-thirds) of LCT members attending the meeting.

The resolution to amend the constitution is attached to these minutes. The resolution was approved by a majority (more than two-thirds) of the members present.

6. Election of Trustees

As laid down in the Constitution, three trustees must stand down at this AGM. In addition, one trustee appointed by the Board since the last AGM must stand down. Furthermore, the Constitution changes allowed

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for one additional trustee to be elected. There were thus five vacant positions on the Board. The election gave the opportunity to fill these places. Nominations had closed as of 24 October 2020.

There were six candidates for five places:

- Stan Green
- Irene Kay
- Jan Kerr
- Emily Macdonald
- Jill Miller
- Alistair Sutton

A short biography of each candidate, and of each Board member remaining on the Board, was available on the LCT website.

Noted that proxy votes had already been received and entered into the spreadsheet by SW and EM.

There were two polls at this AGM Zoom. This allowed two members of a household to vote. Members had only one vote. If a member had voted by proxy, they should not vote at the actual AGM Zoom.

Each member was able to vote for up to five candidates.

LR conducted the Zoom poll assisted by EM.

Members were able to track the poll as the voting process took place.

Noted the elections were for positions on the Board. The Board would appoint the Office Bearers, e.g. Chair, Treasurer, Secretary at their next Board meeting.

Taking account of proxy votes and the two Zoom polls, the total number of votes for each candidate was noted:

- Stan Green **67**
- Irene Kay **70**
- Jan Kerr **67**
- Emily Macdonald **68**
- Jill Miller **64**
- Alistair Sutton **16**

The voting spreadsheet was available for scrutiny upon request to the Secretary. Taking account of the above number of votes for each candidate: SG, IK, JK, EM, JM were all voted onto the LCT Board.

7.AoB

SG put forward an offer received from LCT member, Stuart McArthur. Through Fife Criminal Justice system, it was noted that reliable skilled labour could be made available for community tasks. This offer was welcomed. LR noted that any member could attend LCT Board meetings for the first hour if they wished to bring items or discuss issues or observe.

It was noted that Alistair Sutton had noted points in the chat function on Zoom. He had previously put forward questions during the item on Largo Estate but had been requested to note points using the chat function. AS considered that there had been slow progress in relation to development of Largo Estate.

Noted that SG was willing to follow up any points with AS at a mutually convenient time. AS could attend an LCT meeting to explore issues further if he wished. SG pointed out that Covid had had a major impact on all of

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us, including work on Largo Estate. Noted there was ongoing development of Largo Estate by LCT in line with the Land Reform Act and Community Right to Buy.

There was no time for further discussion. A copy of the chat noted was filed with these minutes for reference. Issues could be discussed further at another time.

At this point LR thanked people for attending and for all contributions and closed the meeting.

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Resolution to amend the constitution of a Scottish Charitable Incorporated Organisation (SCIO)

Charities and Trustee Investment (Scotland) Act 2005

Name of SCIO:	Largo Communities Together
Scottish Charity Number:	SC048447
Date resolution was passed:	09 November 2020

Members of the above-named SCIO have resolved that the following amendments be made to the constitution:

Amending Clause 4 (Purposes) to read:

- 4 The SCIO's purposes are to benefit principally the community of Largo Area as defined by the boundary of Largo Area Community Council ("the Community") with the following objects:
 - 4.1 The advancement of community development (including the advancement of rural regeneration);
 - 4.2 The advancement of arts, heritage, culture or science;
 - 4.3 The provision of recreational facilities, or the organisation of activities, with the object of improving the conditions of life for the persons for whom the facilities or activities are primarily intended;
 - 4.4 The advancement of health;
 - 4.5 The advancement of environmental protection; and
 - 4.6 The relief of those in need by reason of age, ill health, disability, financial hardship, or other disadvantage.

Amending Clause 32 (Membership subscription) to read:

- 32 Membership fees and the date upon which they fall due will be agreed each year at the SCIO's AGM.

Deletion of clauses 33 and 34 (with all subsequent clauses renumbered)

Amending Clause 88 (renumbered as Clause 86) (Number of Charity Trustees) to read:

- 86 The maximum number of charity trustees is thirteen, out of that number:
 - 86.1 no more than eleven shall be Member Trustees; and
 - 86.2 No more than three shall be Co-opted Trustees