

Stronsay Development Trust

Board Meeting on 28th June 2019, Woods Yard at 7.30 pm

In attendance:

Chair : Mike Erdman (ME)
Richard Seeber (RS)
Raymond Dennison (RD)
Elsie Dennison (ED)
Robert Askey (RA)
Susanne Davidson (SD)
Jim Seaton

Present :

Anna Bliss-Davis (ABD)

1. Welcome and apologies –

Apologies received from Jamie Davidson.

2. Agreement of past minutes

Proposed	ME	Seconded	RS	All in Favour	Yes
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3. Action points from last meeting.

- **Creation of a heritage committee**

It was reported that the heritage meeting had been a success with a good turnout, a provisional committee had been formed with nominations for chair and secretary to be confirmed at the next meeting. A number of community members also wanted to be part of the projects but not on the committee itself.

- **ABD to explore specifics of energy provider prices.**

This had been completed and circulated to the board with the majority decision to enter into a contract with Clear business as offered the best deal, the trust also has its water account with them and this enables the work to be consolidated. Payments, customer services etc.

The email decision was ratified.

Proposed	RS	Seconded	ME	All in Favour	Yes
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- **Decisions needed regards AGM**

See agenda item 4

4. AGM

- The board discussed the specifics of the upcoming AGM with the proposed date of 26th July 2019 and time of 7pm confirmed and agreed by all
- It was proposed that speakers representing the various projects the Trust is involved with be invited to offer a ten-minute talk with additional display and chance for community members to ask questions provided throughout the event. Suggested projects included, Wellbeing, NILPS, Heritage and Housing ABD to send invitations and coordinate details.

- The board agreed that the election of directors based on the Articles of association would include;
 - Those directors nominated by the board since the last AGM comprising of Elsie Dennison and Robert Askey.
 - The longest serving 3 Board members comprising Kevin Kent, Richard Seeber and Susanne Davidson.
- The board was asked to consider changes to the articles of association and present the following resolutions to be voted on by the members at the AGM

1. The replacement of number 18 with 16 within the wording “aged 18 years or over who:” where it appears in paragraph 19 and the deletion of the existing provisions of paragraph 19.2 and the re-numbering of the remaining paragraphs (and any corresponding cross references) accordingly;

This resolution will lower the age of potential membership to 16 years old, which in turn will make the following paragraph irrelevant.

19.2 is entitled to vote at a local government election in a polling district that includes the Community or part of it; and

2. The deletion of the existing provisions of paragraph 26 and the re-numbering of the remaining paragraphs (and any corresponding cross references) accordingly;

Paragraph 26 states

The directors may, at their discretion, refuse to admit any person to membership where they have reasonable grounds to believe that he/she might, if admitted to membership, act in a manner which would damage the reputation of the company, undermine the efficiency of its operations and/or disrupt the proper conduct of its meetings.

The Development Trust has been advised by funders that this paragraph would disqualify us from receiving funding in the future due to its perceived discriminatory nature.

3. The deletion of the word “six” where it appears in paragraph 117 and the insertion of the words “five or one-half of the total number of directors, whichever is the greater” in its place;

This resolution will change the parameters of a quorum of directors from a fixed number (6) to include a percentage of directors to accommodate the fluctuating numbers of directors at any given point.

(117 No business shall be dealt with at a meeting of the directors unless a quorum is present; the quorum for meetings of the directors shall (subject to article 118) be six.)

It was agreed that these resolutions be presented individually on a ballot form to be submitted and voted on at the AGM.

Proposed	RS	Seconded	RA	All in Favour	Yes
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- It was agreed to continue as previous years and offer drinks and fancies during the voting time of the meeting and ABD would seek a quote and proceed with booking.

5. AOB and end of Public Meeting.

- ABD asked the board to consider adding additional Signatories onto the bank accounts as currently only two making it difficult when one or both are unavailable. ED and RA both volunteered with the agreement of the board with ABD to provide the relevant forms at the next meeting.
- ABD asked if any board members would be available to help clear the Yard and finalise preparations ready for the opening of the heritage centre and Restore over the weekend, a number of board members would look at their availability and let ABD know. The board were also asked to consider a suitable location for the Stone located in the Yard. ED asked what the stones intended purpose was with ABD explaining it

was to be used in a skills course teaching traditional dry-stone walling/ dyke building skills due to take place last year unfortunately the tutor was unable to carry it out so was postponed to coincide with potential NILPS skills training later in 2019.

RS offered an area of land on his property as a storage location until the course could be held. The stones would need to be restacked on pallets for transportation and clearly marked as Trust property. ABD would look into methods of removal.

- ME invited board members to attend a session over the weekend to view the work that had been carried out in the small greenhouse at the community greenhouse plot, the work had been led by Viv Erdman and created by the Sunday club children, ME explained it consisted of a Bible Garden with growing linked to verses of the bible.

Public meeting ended 8.25pm