



Barrhill Community Interest Company

Company Number SC348907

Annual General Meeting

Thursday 28 July 2022

Barrhill Memorial Hall at 19.00

MINUTES

Standard Meeting Items	
1	<p>Meeting validity confirmation - meeting opened 7pm Directors attending: John Thomson - Chair (JT), Liz Ottaway - Treasurer (LO) Richard Brown - Vice Chair (RB), Colette Bailey (CB), Pearl McGibbon (PM) All Directors are ordinary members of the Company.</p> <p>Members present: 19 Non-members present: 0</p> <p>Apologies received: Kassie Farmery, Laura Brown</p> <p>The meeting was confirmed as quorate</p>
2.	<p>Approval of minutes No matters arising or raised by the attendees. Proposed: Pauline Ekern Seconded: Kenneth McClaren</p>
3.	<p>Chair's Annual Activity Report and the recommendations for the current year</p> <p>This is the first of two AGMS this year for BCIC - tonight's is slightly over due from last year 2020-21 financial year. Later in the year we will have an AGM for 2021-22 financial year which ended in June 2022. Due to COVID most of our normal activities were put on hold.</p> <p>You will have seen this statement on our publications and facebook page since July 2019, that after setting up the Barrhill Development Trust charity, the BCIC was retained for the winter fuel payments and some grants / bursaries only. This was the case for the year 2020-21. Some grants and bursaries were transferred to BDT after 2021.</p> <p>In 2019, the Memorial Hall, Arnsheen park and Car Park were transferred to BDT under the restricted covenant which ensures they are used for the benefit of Barrhill</p>

	<p>in perpetuity. It also contained an obligation to ensure those facilities are viable for the future - both financially and kept in good condition. The BCIC has made grants to BDT for the upkeep of the facilities and the payment of staff.</p> <p>The community pub needs a legal entity to run it on behalf of the charity. We have been advised that BCIC can become the trading arm of the BDT and run the community pub, with a covenant to pass all profits to the charity to be used exclusively for the benefit of Barrhill - again protected by the Regulator. This means that the relationships with Mark Hill and Kilgallioch windfarms will transfer to the BDT and will have the extra protection of being part of a registered charity. We are still working with our solicitors and advisers to finalise the details.</p> <p>During COVID, we did do over 70 afternoon teas. There were sandwiches and cakes and the boxes were delivered to the doors of all the retired people in the community. This was to provide cheer during lock down. Jenny Murray, Laura Brown, Richard Brown and myself made up the boxes and delivered them.</p> <p>There was no Christmas dinner in December 2020 for the older residents due to COVID so instead we used the funds to provide hampers for all household in the village. Also the children could not have a children's party, so again the party funds were used to provide a voucher for the children at Christmas. The winter fuel payment was also paid out to every household in the Barrhill, due to living in a rural environment. As oil is very expensive and many households use oil in Barrhill the payment was increased to £300 in December 2020.</p> <p>The Directors are a group of volunteers and we followed the government guidelines to try to avoid spreading COVID.</p> <p>I would personally like to thank the Directors for the time they take out of their lives to try to improve the community of Barrhill. A big thank you to Jenny Murray, Ken McClaren, Laura Brown, Richard Brown, Kassie Farmery, Pearl McGibbon and Mark Bradshaw who all served on the board in the past. I would also like to say it is not easy to please everyone in the community and as a Board we try our best. The only way forward is for the whole community to come together and work together to achieve our goals.</p>
4.	<p>Financial Report from the Treasurer</p> <p>This is the financial statement of the BCIC to 31 March 2021. The Community Interest Company's financial statement was prepared by Galbraith Pritchard Chartered Accountants, based in Ayr and Girvan and they have been producing our accounts for some years.</p> <p>I became Treasurer of the BCIC after this date - during the period of accounts the Treasurer role was held by Mark Bradshaw and Richard Brown.</p> <p>The reserves at the end of the 2021 year were £504 thousand pounds. During the period covered by the accounts, the BCIC held reserves which were due to be paid in grants totalling £290,448 and funds which are liabilities accumulated for the</p>

	<p>community pub project therefore the cash held in the bank is totally committed and not available funds.</p> <p>The BDT is now solely responsible for the operation of the Barrhill assets including the Hall, Car Park, Pub and Park so the BCIC has no reports to make on these matters.</p> <p>No Directors were paid during this financial year, in line with the Community Interest Company's intentions not to remunerate Directors</p> <p>Question from Christopher Shaw: I only have a balance sheet, at the end of 2021 we were £40k worse off than in 2020 - could we have a properly set out income & expenditure account to show it. I am sure this is absolutely correct</p> <p>Response from Board: This is what the accountants have provided us to share, it's not a problem to share other details.</p> <p>Question from Christopher Shaw: In the 2022 accounts, BCIC took a hit of £600k, which was due to the previous directors paying too much for the carpark and when it was valued it was worth less. Are any of those Directors still in place? I wasn't around when decisions were made and was not aware when the community was involved.</p> <p>Response from Board: None of those Directors at the time of the car park works are still serving and have not been for some years. The car park was valued at approximately £500,000. The valuation in the 2021 accounts refers to the valuation of all the assets. The previous 'valuation' should not have been the same as what is 'paid' on an asset. The car park, Arnsheen Park and Hall are held under restricted covenant and must be used for the community. They were not purchased, but the amount spent on these assets in the past and the 'value' recorded for them made up the previous valuation, and you have noted that the valuation at 2019 when transferred to BDT under the same restricted covenant was much lower to reflect their true valuation. You hopefully now see in 2022 and going forwards that the Board is involving the Community in big decisions.</p>
4.	<p>Retirement, Re-election and election of Directors</p> <p>The Chair explained that himself and PM stand down by rotation due to being longest served and CB as well as LO stand down as they were co-opted mid year. He explained that there were no applications to be directors but those standing down were willing to serve again. The Chair then handed to RB.</p> <p>RB explained that without any other volunteers or requests to serve as BCIC board members and because the retiring Directors were willing to stand again, the constitution deemed them reappointed. He paused to ask members for comments or concerns.</p> <p>Question from Rod Ekern: Are the BDT Trustees automatically Directors of the BCIC?</p>

	<p>Response from Board: No, this is not the case now or in the future. They are separate organizations and must remain that way</p> <p>With no further questions, RB confirmed that JT, CB, LO and PM were welcomed back to the Board and handed back to JT.</p>
5.	<p>Any Other business</p> <p>Christopher Shaw, Andree Cook: Both members suggested open meetings Response from Board: Open meetings will happen a few times a year plus the focused meetings on the actual projects.</p> <p>Question from Andree Cook: I tried to walk the Martyrs Walk and could not do it. It's our tourist attraction. It's embarrassing. The Whithorn Way is better</p> <p>Response from Board: Mr & Mrs Strain own the Martyr's walk. It is recognised by South Ayrshire Council as a core path. We are in touch with Whithorn Way. We need to consult the council as well as the Mr & Mrs Strain .</p> <p>Response from Martyr's Walk owner, Mrs Strain: I have received information on Community Payback volunteers, for 5 pay back volunteers to 1 supervisor and Celia will send these details tomorrow.</p> <p>The BDT Development Officer will facilitate a meeting between all the interested parties to resolve the matter officially. Paul Volkes and Collete & David Bailey offered to trim the walk in the meantime - Celia Strain gave her permission for the volunteers to cut the path.</p> <p>Question from Christopher Shaw: Does the BCIC provide professional indemnity insurance as all the Directors have exposure to the decisions they make Response from Board: Yes, we do</p> <p>Question from Julie Griffith: I am proposing that the treasurer who has particularly onerous task is granted a honorarium. A gift for the Treasurer</p> <p>Response from the Treasurer: that's kind thought. Sam does the books and Johnny puts in a lot of work every week too. Thank you for your suggestion, it is a lot of work and it is nice to be appreciated but at this time we will not be paying any member of the board.</p> <p>We all do need to work together to get the best for Barrhill. The task is more onerous because the BCIC is run by 5 people and we are very grateful to those who come forward as volunteers, like Gillian Young, to organise the events that happen in the village - that's a lot of work too and we need more of that.</p> <p>Follow up suggestion from Christopher Shaw: This could always be looked at again in the future.</p> <p>Vote of thanks to the Directors, and members acknowledged that you are "often damned if you do and damned if you don't". So thank you for everything you do.</p> <p>Meeting closed at 19:50</p>

