



ABTSI AGM

Friday 22<sup>nd</sup> March 2019, 11am

Queens Hall, Dunoon

Present: See attached Attendance list

- 1. Welcome and Apologies.** Pete McDill welcomed everyone to the AGM and explained that ABTSI AGMs are rotated around Argyll & Bute to allow all members an opportunity to attend when nearby. Pete then advised that agenda items 7 & 8 would be swapped. Apology received from John Stevens.
- 2. Chair's Address.** Pete McDill advised that he was standing in for Jim Hayle as he was unable to attend due to ill health. He went on to describe the past year as an eventful one which is now in the past. There has been a focused effort to bring everything into line by seeking out and eliminating poor practices. There is now a relatively stable but small board and a new CEO, Kirsteen Murray, who started in March 2018. There is now clarity from the Scottish Government about the direction for TSIs, outlined in the TSI framework detailing a plan and strategy. All centred around 4 core aims-  
Knowledge - to be the font of all knowledge for 3<sup>rd</sup> sector organisations on local and national policies.  
Voice – To have a very strong 3<sup>rd</sup> sector Voice  
Capacity – Developing the volume and Social Enterprise  
Connect – Leadership  
The physical presence of the TSI has changed in Argyll & Bute. There is now an on-call service from 9-4 Monday- Friday, a central email address, surgeries which provide a presence for local and outlying areas to bridge the gap of office closures and adapt a new way of working and delivering a service and there is now a self-help section on the website.  
Board members are now aware of where money is being spent and have a new level of control. With a turbulent few years behind them, there is now a clear vision going forward and a senior management team who have the expertise and knowledge to be effective. The TSI has become smaller and more agile in order to be able to respond quicker.  
Pete McDill welcomed Jean Moffat as a board member who was co-opted during the year, he then announced that Jim Hayle would be stepping down as chair and from the board due to ill-health. Pete McDill wished him well and thanked him for his past commitment, also stated that the board would miss his input.  
No questions from members.

**3. Minutes of previous meeting – Friday 26<sup>th</sup> January 2018**

These were proposed by Pauline Livingstone and seconded by George Fagan. All in favour.

#### **4. Treasurer's report and Presentation of Accounts.**

Jenni Minto as the treasurer talked through the accounts for year ending 31st March 2018. The accounts are in a good position with £287,000 in, restricted and unrestricted, reserves. The accounts were prepared and examined by Wylie & Bissett who reported that they had been kept in a suitable manner. There had been a requirement for a prior year adjustment due to discovering that some unrestricted expenditure used should have been restricted funds, this was clarified under notes 16 & 21.

Jenni Minto then reported that the management team were now giving much clearer information to board members regarding accounts. Wylie & Bissett are now responsible for accounts as well as auditing using their 'Chinese wall' which is working well. It was reported by Jenni Minto that OSCR now recommend that 3 months operating costs are held in reserves and that Argyll and Bute TSI were now in line with that.

Sandy Hogg from Wylie & Bissett had nothing further to add.

#### **5. Adoption of Accounts.**

Accounts were proposed by Heather Grier and seconded by George Fagan.

#### **6. Appointment of Auditors.**

Jenni Minto proposed to reappoint Wylie & Bissett to continue as auditors and Heather Grier seconded this.

#### **7. Special Resolution.**

Pete McDill explained that this was a change to AoA and if the changes were approved one of those would be maximum number of Board members. If 12 board members were elected as under the existing constitution and then the new articles were approved, 2 board members would need to step down as the new maximum would be 10, therefore it seemed appropriate to make the agenda change.

New AoA was circulated with calling notice for all members to read through but given the length, Peter McDill read out the changes suggested. These new changes would take into account the 2015 Community Empowerment Act which the old constitution did not. Pete McDill explained that OSCR has already approved these changes. Members would now be asked to adopt these changes and if adopted the new articles would go to Companies House. Only then would the new AoA be in operation.

No questions from members. Pete McDill proposed the special resolution and George Fagan seconded.

As the special resolution requires 75% of members attending to vote in favour a vote took place :

10 Organisation votes (green cards)

5 individual volunteer votes (red cards)

100% of both categories voted in favour so special resolution carried.

#### **8. Election of Trustee Directors**

Jim Hayle is stepping down due to ill-health as previously announced. He was formally thanked for his service.

It was explained that, as stated in old articles, 1/3 (2 members) must stand down and be re-elected. Pete McDill and Nicky Owens both stepped down and then stood for re-election.

Jenni Minto asked for someone to propose Pete McDill, this was done by Heather Grier and seconded by Suzy Munro.

Peter McDill was elected. He then asked for someone to propose Nicky Owens, this was done by Pauline Livingstone and seconded by Rosie Cowieson. Nicky Owens was elected.

Jean Moffat who was co-opted onto the board in January 2019 and was proposed by Robin Miller and seconded by Suzy Munro. Jean Moffat elected.

Pete McDill then asked for more nominations other than the 1 received prior to the AGM, none offered.

Lorna Ahlquist was nominated to join the board, Pete McDill invited Lorna to give a short statement on her reasons for joining the board and what she will bring. This was proposed by Pauline Livingston and seconded by Heather Grier. Lorna Ahlquist was elected.

Pete McDill announced the conclusion of the Argyll & Bute TSI AGM and thanked all for attending. He added a thank you to the management team and all staff for their support during this year.

Jean Moffat then requested that a special thank you to Pete McDill be recorded for chairing at short notice.