



ANNUAL GENERAL MEETING
For the year April 2023 - March 2024
Thursday 26th September 2024, 12.30pm
Online Meeting

Attendees:

- | | |
|--------------------------|-----------------------|
| 1. Andrew Burns | 13. Mark Hamilton |
| 2. Chris O'Connell | 14. Natalie McLachlan |
| 3. Christian Hannestad | 15. Raphael Uddin |
| 4. Elizabeth Vander Meer | 16. Richard Allen |
| 5. Fiona Stephen | 17. Roseanne Tye |
| 6. Gerry Baker | 18. Sheila Thomson |
| 7. Helen Denny | 19. Simon Braunholtz |
| 8. Jack Marshall | |
| 9. Jim Campbell | |
| 10. Katharine Ellis | |
| 11. Kaz Lyon | |
| 12. Mahnoor Asif | |

Staff in attendance:

Rachel Sedman
Helen Black
Rob Locke
Paddy O'Neill

Those giving apologies and giving vote by proxy:

- | | |
|------------------------|---------------------|
| 20. Melissa Highton | 26. Michelle Quinn |
| 21. Sheila Durie | 27. Fiona Donaldson |
| 22. Catherine Moar | 28. Sheila McMillan |
| 23. Patrick Robertshaw | 29. Susanne Mueller |
| 24. Tudor Westwood | 30. Lorraine Haugh |
| 25. Karen Bradford | |

MINUTES OF THE MEETING

- 1 Welcome.
Chair, Helen Denny, welcomed everyone.
We have attendance online, or through proxy, of over 20 Members.
- 2 Apologies:
Councillor David Key, Sarah Boyack MSP, Ann Burgess, Michael Lister, Gavin Corbett, Boroughmuir High School Learning for Sustainability team, Councillor Ben Parker.
- 3 Minutes of previous AGM.
Accepted as an accurate record. Proposed by JM. Seconded NM.

4 Matters arising. There were none.

5 Annual Report (Rachel Sedman, Development Manager)

RS gave a brief reminder of the organisation's aims and introduced our 6 organisational outcomes, which help keep us on mission when planning new projects and activities. The generic outcomes across all projects are also helping us to assess our social impact.

RS then moved to the objectives for the year April 2023 to March 2024. Development of our weekly groups, the Edinburgh Canal Festival, providing volunteering training and activities, offering a full programme of events and hires on the Lochrin Belle and securing grant funding for 2024 and beyond had all gone well. The introduction of the two new boats, Waterwitch and Kingfisher, took longer than expected, and then was not appropriate to introduce in winter, so preparation was done to ensure full seasons for these boat starting in April 2024.

A few statistics from the year included:

- 10 people on average attending our weekly greenspace group, with an overall membership of 25 people.
- 70 people attending at least one Wellbeing Walk, and 12 people completing more than 25 walks.
- Working with over 50 local organisations and individuals to put on the Edinburgh Canal Festival (2023)
- 141 people attending one of 15 free mental health and wellbeing events
- A steady increase in the past 3 years of the number of people taken out on the water and the number of volunteer hours given to our community

Lastly RS introduced the objectives for 2024-2025. In summary, the organisation continues to grow in size and scope, as we look to become a vibrant and sustainable Community Development Trust.

CO'C asked how the value of volunteer time was calculated. RS replied that volunteer hours were calculated using the Real Living Wage for each volunteer hour and £20p/hr for Board time or specialist assistance or advice.

SB noted that we are also working with the Council and Vastint to secure space in the units currently in construction along the canal near the basin.

6 Annual Accounts

a. Accounts April 2023 to March 2024

Jack Marshall, Treasurer, presented the Annual Accounts. These have been approved by the FCCT Directors in advance of the meeting.

The accounts for the year represent a 12-month period 1st April 2023 to 31st March 2024. Total income for the year was £149,469, made up of £60,037 of unrestricted

income and £89,432 of restricted funding. Expenditure was £159,861, giving a deficit of £10,392 of planned expenditure, as the organisation is spending reserves that have been built up, so that our free reserves represent approximately six months running costs. We still hold slightly more than six months reserves, and have also set aside £50,000 towards the boat replacement fund. Overall, FCCT has a strong balance sheet and a good cashflow.

The independent examiner (due to the size of our organisation, we do not require a full audit) has given us a clean report.

b. Appointment of Auditors

Last year, we went through a procurement exercise to make sure we are getting the services we currently require, and for a reasonable price. As this was done recently and we are happy with the service, we would like to propose continuing with the same company - AAB Accounting Group.

There were no questions and this was proposed by FS and seconded by SB.

7 Special Resolution

We are proposing the addition of the highlighted text below into the Qualifications for membership. The reason behind this is to allow volunteers who are actively involved in our local area, and are therefore contributors to and stakeholders in our community, to become full members of the organisation. At present these people can only be full members if they also live in the area immediately adjacent to the Union Canal (our 'area of benefit').

Since we are proposing a change, Directors also felt moving the 'supporting the objects' to the top of the qualifications helped to show this was important.

Qualifications for membership

18. *The members of the company shall consist of the subscribers to the memorandum of association and such other individuals and organisations as are admitted to membership under articles 19 to 32.*

19. *Ordinary Membership shall (subject to articles 24 and 28) be open to any person aged 16 years or over who supports the objects and activities of the company and:*

- (a) *is resident in the Community (as defined in article 4); or*
- (b) *is entitled to vote at a local government election in a polling district that includes the Community or part of it; or*
- (c) *works in the Community (as defined in Article 4); or*
- (d) *is involved in formal or informal learning, training, volunteering or education within the Community (as defined in Article 4); and*
- (e) *supports the objects and activities of the company and:*

There were no questions. The special resolution needed to be passed by at least 75% of people at the meeting. This resolution was unanimously accepted by those

present.

8 Appointment of Directors

During 2023/24 there were 12 Directors: Richard Allen, Gerry Baker, Simon Braunholtz, Helen Denny, Sheila Durie, Melissa Highton, Sheila McMillan, Natalie McLachlan, Jack Marshall, Catherine Moar (co-opted part way through the year). Patrick Robertshaw, Fiona Stephen,

As per our constitution 1/3 of Directors should stand down but are eligible for immediate re-election.

Patrick Robertshaw is standing down without seeking re-election. The Board wish to convey their thanks to his input and work with FCCT over the past 3 years.

The Directors standing down, and also re-standing for election are: Simon Braunholtz, Fiona Stephen and Catherine Moar.

The Members unanimously voted to re-elect all 3 Directors re-standing for election.

Office Bearers will be appointed by the Directors themselves at the next Board Meeting.

8 Any other business

There was none.

9 Close of meeting

The Chair thanked everyone for their time and support.

RS invited people to register and attend our in-person Annual Event at the Edinburgh Printmakers on Thursday 10 October.

The formal AGM meeting was closed at 1pm and the chat facility and staff stayed on to take informal comments and answer questions.