

GrowBiz Annual General Meeting – 25th October 2011
Blairgowrie Golf Club
Minutes

Present:

Euan Walker (Chair)
Wendy Birse
Simon McCaig
David Rowe
Douglas Davidson
Tony Harrington

Alan Grant
John Corrigan
Jillian Davies
Eilidh Scott
Catriona Rowan
Jan Tomask

Apologies:

Tracey Baxter
Doreen MacIntyre

In Attendance:

Fiona McPhail
Rosie Baxendine (also Minutes)

Welcome and Apologies

Apologies received from Tracey Baxter and Doreen MacIntyre

1. Minutes of Meeting held on 30th September 2010

Minutes were agreed to be an acceptable record of the meeting, proposed by Tony and seconded by Douglas.

2. Matters Arising

It was agreed that there were no matters arising that would not be covered later in the meeting.

3. Chairman's Report

Euan commented that there was not much more to add to the information that he had previously submitted via emails circulated monthly, plus the information contained in the Annual Report.

He offered thanks to Fiona and Rosie for their work over the last year, and also to John as Vice Chairman, Simon as Treasurer and Wendy all for helping him to make as few mistakes as possible. He also offered thanks to the Panel members whose efforts keep the project moving forward.

Euan asked if there were any questions regarding the Chairman's Report. Douglas asked if Lindsay Watt was still Secretary as he had resigned from the Board. Euan confirmed that he was still a company member and still held the post of Secretary as far as he knew, but that he would check with Lindsay to confirm if he was willing to continue in the post.

4. Election of Directors

Euan stated that Doreen has intimated that she feels unable to offer herself for re-election on this occasion.

Euan noted that a maximum of 12 directors can be elected by ordinary members of the company present at the AGM, and that no proxy votes were received. All current Directors retired from office at the close of the AGM but all were eligible to stand for re-election if willing to do so.

The nominations were:

Wendy Birse
John Corrigan
Euan Walker
Alan Grant
Tony Harrington
Simon McCaig
Jill Davies
Valerie Cameron
David Rowe
Catriona Rowan

Tracey Baxter was not present but was nominated on the understanding that she could stand down if she did not want to continue on the Board.

As there were fewer nominations than the maximum of 12 Directors, an election was not necessary and the above were elected for the coming year

5. Election of Chairman

Euan Walker was proposed by Tony, seconded by John and supported by Douglas and Catriona. Euan accepted the position of Chairman.

6. Election of Vice Chairman

John was proposed by Euan and seconded by Wendy. John accepted the position of Vice Chairman.

7. Report of Independent Financial Examiner

Euan noted a correction as the agenda should have read 'Fixing of Annual Subscriptions and report of the Independent Financial Examiner' and extended his apologies for the mistake. Euan stated that within the Articles of the Company there was the facility to set an annual subscription but that it has never been used so far, and he proposed the Company continue for the coming year with a zero level subscription. Douglas seconded.

Euan handed over to Simon for the report of the Independent Financial Examiner as contained in the accounts that were circulated along with the notice of the AGM.

Simon noted the following with regards to the Accounts:

- Page 3 – the total operating income of £56,277 consisted of grants from LEADER, PKC and Drumdurg Wind Farm – the operating surplus of £710 was before tax on bank interest .
- The Balance sheet costs of Capital Equipment were the new laptops, printers, projector and website and the creditors figure was the accountant's fee and the tax due at the end of the year.
- Net current assets at the year end (cash at Bank) was £2320

Simon asked if there were any questions regarding the account. None were asked.

Euan extended thanks to Simon for all his hard work that went towards producing the accounts.

8. Approval of Accounts

The accounts were circulated and no questions were raised. Tony proposed approval of the accounts. Dave seconded and Catriona supported.

9. Appointment of Independent Financial Advisor

Simon stated that he would highly recommend Graham Edwards and would happily propose to continue to use him. Wendy seconded.

10. Any Other Business

John noted that a meeting had been held with the Kintyre project that was looking to restart their facilitation project. Kintyre had gained charitable status and were happy to discuss the process and share their memorandum of articles to assist GrowBiz in seeking charitable status to attract further funding opportunities. John noted that he and Wendy were going to sit down and put together the proposed changes to the objects of the company then hold a general meeting where 75% approval of company members attending the meeting would need to agree to the changes. John noted that ideally the changes would be submitted to OSCR before Christmas.

Douglas questioned if the legislation had changed as at the time the company started the legal advice was that charitable status would be unachievable. Euan suggested that as Kintyre had charitable status for their project then their information could help in achieving the same for GrowBiz.

No other business was discussed.

Euan closed the meeting and offered thanks to all who had attended.

Appendix 1 - Post-AGM Panel Meeting Notes

The question of regularity and format of Panel meeting was discussed and the following suggestions were made by Panel members:

- Catriona suggested a questionnaire to Panel members to find out the most suitable meeting times.
- Douglas suggested extending meetings up into the Highland area
- David suggested that group emails were good but that face to face meetings still needed to happen on a regular basis and suggested every other month
- Tony agreed with David's suggestions
- Fiona suggested 2 monthly formal meetings and informal "drop-in sessions" in the afternoon in between.
- Eilidh suggested formal quarterly evening meetings and daytime meetings in between.
- Simon suggested more client involvement in the Panel meetings to let the Panel members know how the Client has been assisted and the process involved.
- Wendy noted the 'barrier' between Panel members and Clients due to confidentiality but that it would be nice to meet them – especially if they are able to become Panel members or Resources themselves.
- Jill suggested mock Panel meetings to invite potential Panel members to, to show what is involved in becoming a Panel Member.
- Jan confirmed that face to face meetings were essential although email information was useful.
- Alan suggested planning a draft calendar of meetings for the following year and seeing how successful they were.
- John suggested occasional open Panel meetings where outside speakers were invited – such as the college or the council, to engage with the Panel and discuss relevant matters.
- Alan noted that the Panel need to recognise the Client timescale and that Fiona would only be able to work with what was relevant at the time of the meeting.
- Fiona asked what did the Panel want to know about the Clients – Eilidh suggested the process from the Client's point of view.

Euan confirmed that a draft calendar of meetings, reflecting the ideas discussed, would be prepared at the next Board meeting.

Euan also noted that he was meeting with Rita from LEADER regarding the progression of the project and what had and had not been achieved so far against the original objectives.