

New Galloway Community Enterprises Ltd
Minutes – Management Committee Meeting
2.30 pm Tuesday 11 April - Drumcreel

Present: David Briggs, Mike Brown, Jean Marsden, Craig Millar, Dawn Spornagel, Margaret Watson (Mins 1-6), Emma Harnett (Mins 6 - the end). In attendance: Helen Keron

1. **Apologies:** Mary Smith, Sarah Lane

2. **Acceptance of previous Minutes:** The Minutes of 20th March 2017 were approved.
Proposed: DB. Seconded: MW.

3. **Acceptance of Big Lottery Contract and approval of signing by the Chair.**

We have discussed the Contract document from the Big Lottery dated 20th March 2017 but only received on 5th April.

We have identified a number of points that require clarification when we meet our BL Funding Officer, Andrew Normansell, on 20th April. We agree to collate questions among the Board for clarification before that Meeting. Meanwhile we agree that this Contract should be accepted and signed now on our behalf by the Chair (MB). **[Later: posted by MB as tracked mail to arrive 14.4.17]**

In particular it was noted that there was ambiguity in the wording of the grant letter regarding the number of bedrooms/beds in the two self-catering flats. It was agreed that the Chair would write to the Funding Officer a "For the avoidance of doubt" memo clarifying our understanding that the specification would be as per our Business Plan and Application. **[Later: MB has written in those terms to AN]**

It was agreed that the meeting on 20th April with the funding officer will be attended by MB, DS, HK and JM. While it was agreed that it would be inappropriate for the whole committee to attend there is the option of amending or adding to that list as circumstances require.

In discussion we identified a number of points that require clarification at the 20th April meeting and more are likely to arise as everyone further reviews the documentation. It was agreed that we would share points of concern by email and collate a final list with key headings being sent in advance to AN. **[Action: All to review documentation and share points requiring clarification.]**

4. **Responsibilities of members of the Management Committee.**

All members of the MC have been sent electronic versions of the Contract and associated regulations and are asked to make themselves aware of the terms and conditions.

[Action: all to familiarise themselves with details]

5. **Visual Identity rules and usage.**

BL has strict rules on the use of their visual identity and the branding of our activities which are BL funded. All members of MC are reminded that any publicity they generate must conform to these requirements. **[Action: all to apply VI rules]**

6. Purchase of Hopkins Shop & House. Adoption of formal legal wording.

Further to Minute 7 of our Meeting of 20th March 2017 we adopt the following resolution: NEW GALLOWAY COMMUNITY ENTERPRISES LIMITED, a Community Benefit Society registered under the Co-operative and Community Benefit Societies Act 2014 with the Financial Conduct Authority registration number 7143 and having their registered office at Dalveen, Kirk Road, New Galloway, DG7 3RS

CONSIDERING that it has been represented to the Board (Management Committee) that funding has been obtained to facilitate the Company's acquisition of the shop and house known as Hopkins, High Street, New Galloway, Castle Douglas, Dumfries & Galloway, as a going concern and that the Directors present and forming a quorum were fully agreed that it was in the best interests of the Company to proceed with the purchase THEREFORE the Board hereby authorise the instruction of the Society's Solicitors John Henderson & Sons LLP to submit a legal offer for the shop and house and going concern for the sum of £252,000 on such terms and conditions as are discussed with the Society's Management Committee.

[Action: extract of Minutes to be signed by MW and sent to our solicitor by MB]

7. Update on Share Offer and fund-raising events.

The treasurer (DS) reported that to date £15120 had been raised in pledges and paid-for shares. 80 of those buying shares during the share offer period are new Shareholders. (The target for new Members is 100). 32 per cent of new Members live outwith the New Galloway community area. Since the vast majority of the 80 existing Members are local people we are still well clear of the 51% requirement for in-community membership. It was agreed that the board should be provided with a list of contributors without contact details or donations being shown. **[Action: DS]**

Plans are underway for two fund-raising events: The Ragtime concert featuring local pianist Jim McPhee and celebrating Scott Joplin's centenary will be held in New Galloway Town Hall on 22nd April. MS is leading on this event and all offers of help should be made to her. The fund-raising supper will be held in the Smithy Tearooms on Saturday 29th April. Offers of help to DB. **[Action: All to promote and offer assistance where possible]**

8. Collection of Pledges and issue of Share certificates

DS is coordinating the process. All board members will be asked to assist at some point in the distribution of letters asking for the redemption of pledges and the delivery of share certificates. **[Action: DS with the support of all]**

9. Progress report to Member and Pledgers.

It was agreed to issue a progress report to Members and Pledgers which will include details of the forthcoming fund raising concert and supper. **[Action: MB& HK]**

10. **DoNM** To be arranged.