**Balloch Community Association**

**Minutes of Committee Meeting on Thursday 6 October 2016** v 7.1

**Present**: Billy Lowrie, Morven Reid, Sue Lyons (1st Balloch Rainbows), Ian Williams (Balloch CC), Les Kidger (Culloden Moor Football and Coaching Club), Allan Robertson, and, for item 1 only, Jay Muirhead of Signpost and Mr Muirhead.

**Apologies**: Jenny Card, Isobel Brill, Sue Cowe (Ness Quilters), Cheryl Heggie (Cheryl Heggie‘s School of Dance), Cathy Biggar (Pilates), and Gaener Roger (Brownies).

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| **item** | | **discussion** | | | **Action by** |
| **1.** |  | **BCA becoming a Charity** | | |  |
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| **1.** | **1** | Item 3.1.2 of the previous meeting had led to investigating the possibility of the BCA becoming a Charity. Conversations with the Office of the Scottish Regulator (OSCR) led to contacting Jay Muirhead of **Signpost** in the ‘Volunteering’ office in Tomnachurich Street, Inverness. | | |  |
|  |  | JM offered to address a meeting of the BCA to describe the options for the BCA becoming a Registered Charity, in particular becoming a Scottish Charitable Incorporated Organisation (SCIO). This offer had been welcomed and accepted. | | |  |
| **1.** | **2** | **Summary of Jay Muirhead’s presentation** | | |  |
|  |  | If the BCA is to become a charity there are **several things to do** before applying to be registered: | | |  |
| 1. | 2.1 | **Decide what kind of organisation** you would like to be:  - a company,  - a trust,  - a Scottish Charitable Incorporated Organisation (SCIO), or  - an association. | | |  |
| 1. | 2.2 | Decide **who will run the charity** as **the charity’s trustees**.  Anyone thinking of becoming a charity trustee should read the ‘Guidance for Charity Trustees’, available on the website [www.oscr.org.uk](http://www.oscr.org.uk) and at info@oscr.org.uk | | |  |
| 1. | 2.3 | Prepare **a governing document, such as a constitution**, which sets out the  purposes, the rules of how your charity will be run, what it can do with its  assets and how it can make changes to itself. | | |  |
| **1.** | **3** | **Scottish Charitable Incorporated Organisation** | | |  |
| 1. | 3.1 | A Scottish Charitable Incorporated Organisation is a legal structure which has been purpose-built for the charity sector in Scotland.    It provides limited liability and a separate legal identity to organisations that want to become charities but do not want or need the complex structure of company law.  This means that even the smallest charity can access the benefits of incorporation – including limited liability and legal capacity.  Becoming a SCIO is only available to charities with a principal office in Scotland and is regulated by OSCR and subject to the Charities and Trustee Investment Act (Scotland) 2005. | | |  |
| 1. | 3.2 | **Two tier or single tier?** | | |  |
|  |  | There are two structures available for the SCIO, two tier and single tier.  The **two tier structure** is similar to that of a voluntary association and a company limited by guarantee where it is the membership of the organisation that appoint trustees and have decision making powers.  The **single tier structure** is similar to a trust in that the trustees appoint new trustees and don’t have to answer to a wider body.  Both structures require at least two members (in the single tier SCIO the members and the Trustees are the same people) and must have at least three trustees. | | |  |
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| **1.** | **4** | Advantages and Disadvantages if an organisation becomes a SCIO: | | |  |
|  |  | **Advantages** | **Disadvantages** | |  |
| 1. | 4.1 | Provides the key benefits of becoming a company, such as a defined legal entity and limited liability whilst removing some of the associated burdens. | Members are subject to some of the same duties as charity trustees, specifically, they must act in the interests of the SCIO, and seek, in good faith, to ensure the SCIO acts in a manner which is consistent with its charitable purposes. | |  |
| Can hold property, enter into leases and other contracts, employ people, etc, in its own name. | Cannot convert or amalgamate with non-SCIO, though assets can be transferred to a non-SCIO charitable organisation. | |
| 1. | 4.2 | Less administration – no requirement to notify any regulator about appointments or resignations of board members. | Existence is dependent upon charitable status. Loss of charitable status would mean that the SCIO would cease to exist. | |  |
| 1. | 4.3 | Unlike company law, where the volume of legislation and case law can be overwhelming, the law relating to SCIOs is self-contained and very manageable. | Some changes must be notified to OSCR, and some require prior consent, eg change of name or charitable purposes. | |  |
| 1. | 4.4 | It provides creditor protection and reassurance for those entering into contracts. | There is a duty to keep and supply a register of charity trustees and members (if an organisation has a lot of fluidity in its membership eg a Student Union, a SCIO may not be the most appropriate legal form). | |  |
| 1. | 4.5 | Only needs to be registered with OSCR, unlike a charitable company, which also needs to register with Companies House. | |  |  |
| 1. | 4.6 | Is subject to the same accounting thresholds as unincorporated charities, so may not have to produce fully accrued accounts. | |  |  |
| 1. | 4.7 | Generally regarded by funding bodies and public agencies as a more ‘stable’ structure than a voluntary association. | |  |  |
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| **1.** | **5** | Discussion of Jay Muirhead’s presentation | | |  |
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| 1. | 5.1 | Jay Muirhead summarised what being a SCIO meant:  - individuals involved in running it are legally protected;  - can own land and employee people;  - assets are protected;  - report to OSCR | | |  |
| 1. | 5.2  a  b  c  d  e  f  g  h | The meeting considered important considerations to be:  - at present if something were to go wrong in/with the Hall which the  insurance did not cover the cost then committee members may be liable;  - the BCA’s aims and objectives would have to be in writing;  - any shortcomings in the present Constitution would have to be sorted but  as the SCIO was a new entity with a new Constitution that would be  covered in the agreement of the application for registration;  - funders tend to look more favourably on registered charities;  - unless the BCA’s turnover grew considerably then the preparation of its  accounts need only be accredited rather than audited (ie the former  remaining much cheaper than a full audit) and the Signpost organisation  could do that for the BCA;  - the overall governance of the BCA’s work would be scrutinised more  formally which would reassure the committee and the wider community;  - Signpost could help with training on governance;  - a new type of bank account would be required, which may mean the BCA  changing its bank (JM said that RBS had a “really good” suitable type of  account which other new SCIOs found to be easily worked with). | | |  |
| 1. | 5.3 | The meeting thanked Jay Muirhead for her time and for her presentation which had explained the options and described the possible next steps in a way that gave the Committee confidence to go forward. JM then left the meeting. | | |  |
| **1.** | **6** | **Agreement on the BCA’s next step** | | |  |
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|  |  | After JM had left BL asked those present for their opinions.  LK thought that, in line with a previous discussion the limiting the Committee’s liability was important: this could be through becoming a Company or a SCIO, and the SCIO would be cheaper.  IW said that the Village Trust had gone along that route.  Agreeing with LK, AR thought that a SCIO fitted best into the ethos of the BCA and that a more comprehensive constitution would be a benefit.  There was unanimous agreement to proceeding towards becoming a SCIO and that the next step should be to explain this to the wider community and BCA and to get agreement to the BCA becoming a SCIO. | | |  |
| **2.** |  | **Minutes of previous meeting on 4 July 2016** | | |  |
|  |  | Adoption proposed by IW and seconded by MR.. | | |  |
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| **3.** |  | **Matters arising from minutes of previous meeting** | | |  |
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| 3. | 1 | Previous Minutes item 2.1 - the memory stick for backing-up the Treasurer’s computer files had been purchased. | | |  |
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| 3. | 2 | Item 3.1.1(b) and 3.1.3 - MR would be meeting the Council’s representative week commencing 9 October to discuss any repairs resulting from the school meals let. | | |  |
| 3. | 3 | Item 11 – BL referred to the minutes of a recent BCC meeting which appeared to report that the resignation of the BCA Hall convenor had been discussed at the BCA’s meeting. IW said that must be an error in summarising the proceedings – obviously the Convenor had not resigned until the week following the meeting – which IW would now have corrected. | | | **IW** |
| **4.** |  | **President’s Report** | | |  |
|  |  | BL said that he had to register his disappointment that the Convenor’s salary had not been increased at the review of her reimbursement at the end of the previous meeting. Linda had felt extremely let down and so had resigned.  BL referred to MR’s comment on a previous occasion when she said that the convenor’s salary was not enough. MR said that her comment had been made at a time when the Hall income had been greater (and so would have required more of the Convenor’s time).  BL said that he had reduced the salary of the previous Convenor because it had been too high at that time.  Vociferous and impassioned exchanges over the review’s background and management forestalled any further discussion (and had thwarted other members who had wished to record their appreciation of the commitment and skill Linda had applied to the management and administration of hall bookings and invoicing after she had taken on the dual roles of Convenor and cleaner during a difficult time for the BCA). | | |  |
| **5.** |  | **Treasurer’s report** | | |  |
| 5. | 1 | The bank balance was £9,279-11. | | |  |
|  |  | One payment of £105 had been made to the cleaner. | | |  |
| 5. | 2 | The treasurer referred to the filling in of forms for additional cheque signatories to be approved to which BL replied that the constitution only allowed for the President and Treasurer to sign. | | |  |
| **6.** |  | **New cleaner** | | |  |
| 6. | 1  2  3 | MR reported that Alison Melville had been appointed at £9-50/hr as BL had recommended.  She was not on a trial period as the let to the Council had interfered with normal working and prevented any normal appreciation of the work.  She would be providing her own Public liability insurance. The BCA would pay for the initial premium. | | | MR |
| **7.** |  | **Convenor’s report** | | |  |
| 7. | 1 | (Background: When the previous Convenor had resigned on 2 September MR had taken over the work of the convenor and all of the records and equipment which had been handed over. BL had decided not to be involved in the appointment of a replacement and MR had advertised the vacancy.) | | |  |
| 7. | 2 | MR reported that 9 people had applied for the vacant position of Convenor, of which 3 or 4 would be interviewed on the coming Monday10 September 16.  . | | |  |
| 7. | 3 | MR tabled her Convenor’s report (as attached to these minutes) which included a projection of income to the end of the year. | | |  |
| 7. | 4 | When BL enquired about the ‘hall’ phone MR said that she had arranged a new contract. | | |  |
| **8.** |  | **Hall condition after a ‘party’ let** | | |  |
| 8. | ~~1~~ | As discussed at the previous meeting LK had priced the installation of a CCTV  installation. It would cost about £390. | | |  |
| 8. | 2 | MR reported that she had received a letter from Gaener Roger (who runs a pack of Brownies in the Hall) pointing out the sensitivities, practicalities and legal restrictions associated with the use of CCTV near children. | | |  |
| 8. | 3 | IW said that guidance was available from the Information Commissioner's Office. | | |  |
| 8. | 4 | SL considered that installing CCTV was ‘over-kill’ in addressing the infrequent problem of hall tidiness after a party. | | |  |
| 8. | 5 | BL said that the BCA and the new Convenor would keep the subject under review. | | |  |
| **9.** |  | **Requests from Football Club and BVT for storage space** | | |  |
| 9. | 1 | LK said that a gift of a 16’ x 10’ container may be received but that it would need to be modified to suit 2 or 3 different users. As it may require Planning Permission he would contact the Council. | | |  |
| 9. | 2 | LK said that the Football Club would prefer the return of the wooden shed. | | |  |
| 9. | 3 | BL would ascertain from the Head Teacher of the School the dimensions of the dismounted stage which would also have to be stored. | | |  |
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| **10.** |  | **Finding out what the community wants from the BCA** | | |  |
| 10. | 1 | MR had received a copy of the Village Trust’s finding on this subject. | | |  |
| 10. | 2 | BL reported that membership of the Snooker Club appeared to be picking up. This was continuing the discussion which had started when BL suggested at the 4 July 16 meeting that, instead of the BCA subsidising the Snooker Club (with 24 members of whom 10 lived in the village and which was mainly used by taxi drivers from outwith Inverness) the snooker room could be better used by the community. That suggestion had resulted in the present quest to find out what the community would want in its place.    BL added that from reading the Snooker Club’s constitution it appeared that the BCA had little jurisdiction over the Snooker Club.  AR queried whether the constitution of a hall user group had any bearing on the BCA’s rights and asked that the BCA could be given a copy. | | | **BL** |
|  | **3** | It was agreed that finding out what the community wanted from the BCA should be included in the planned EGM in November | | |  |
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| **11** |  | **Hall maintenance** | | |  |
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| 11. | 1 | **Floor of large hall**  AR reminded the meeting of his concerns in July that the floor could be damaged by the extra usage and cleaning during the Council’s School Meals let, and that a year or two prior to that BL had proposed that a new floor was required.  At the start of the indoor season the President of the Bowling Club had pointed out that the floor surface had deteriorated over the first few weeks of the School’s use.  AR had spoken to ‘Floor Centre’, the firm that maintained the Council’s hall floors, and had been given an approximate, uninspected, quote of £3,000 for sanding, sealing and re-marking if the floor was still in a condition able to withstand that treatment.  BL said that some time ago he and a colleague had sanded and sealed the floor. He said that there were cracks and a 1cm wide joint between two of the boards.  AR was asked to arrange that the Floor Centre inspect and make their recommendation for the floor. | | | **AR** |
|  |  | Regarding cleaning the floor, instead of wet mopping which was considered to be bad for wooden floors, MR said that a ‘small’ scrubber-drier, designed to minimise the harmful effect of water on wooden floors, would cost in the region of £1,500 to £2,000 | | |  |
| 11. | 2 | **Wall cracks beside the emergency door openings.** | | |  |
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|  |  | BL and AR had examined the cracks which were similar at both doors on the western wall of the Hall. They were not new and were likely to result in an insurance claim. AR proposed to excavate and examine them near the foundations after the School building work was completed. | | | **AR** |
| 11. | 3 | **Roof leak above the corridor near the door into the snooker room.** | | |  |
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|  | 3.1 | The Bowling Club had reported the damp patch in the ceiling after a spell of wet and windy weather.  BL said that a repair of the roof valley gutter above that area had been attempted in the past but the overlapping of different layers of the roofing prevented the route of the water ingress being accurately traced. He said that there was no easy access between the ceiling and the roof to look for damage.  A strong easterly wind in wet weather pushed water up below the metal sheeting. That weather combination only seemed to occur once a year or so. | | |  |
|  | 3.2 | It was agreed that the insurers should be notified but that urgent remedial action was not required. Note would be taken of further reports of dampness in the area. | | |  |
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| **12.** |  | **Social media** | | |  |
| **12.** | **1** | **Facebook**  A letter had been received from Gaenor Roger complaining about the recent use of the BCA’s Facebook page for non-BCA subjects. This met with the general agreement of the meeting | | |  |
|  |  | SL said that the advert supporting one of the candidates in the recent Council by-election was wholly inappropriate. | | |  |
|  |  | BL said that there were no restrictions on postings to the page and access should be tightened up.  AR asked why the BCA had a Facebook account.  IW and MR both said that it allowed quick and easy access to a large audience.  MR said that free training on the use of social media was available and that at least she and the new Convenor should attend. | | |  |
| **12.** | **2** | **Web Site** | | |  |
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|  |  | It was accepted that the BCA web site was out of date. The Domain was not owned by the BCA. | | |  |
|  |  | MR would arrange for old and irrelevant information to be removed and useful information to be posted. | | |  |
| **14.** |  | **Advertising and additional income** | | |  |
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|  |  | LK suggested that the side of the Hall facing Barn Church Road could be hired out for advertising. A banner would not require Planning Consent.  AR thought that would spoil the appearance of the Hall or Balloch.  LK said that the use of the Hall for weddings could be advertised. MR said that the recent wedding had been more work than expected but a lot had been learned for managing similar events in the future. | | |  |
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| **13.** |  | **Next meeting** | | |  |
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|  |  | The next meeting would be an Extraordinary General Meeting on Monday 14 November 2016 from 19.00 till 20.00 to briefly explain the proposal to apply to become a SCIO and to let the community discuss it. | | |  |