



ANNUAL GENERAL MEETING

Held at: No 14, The Square, Rhynie

Tuesday 28 April 2015 7pm

The Annual General Meeting commenced at 7.00pm on Tuesday 28th April 2015 and was chaired by George Beverly in accordance with paragraph 19 of the constitution. Confirmation was made that the quorum of at least 8 members were present. Apologies for members unable to attend were recorded. List of all those attending has been captured.

PREVIOUS MINUTES

Previous minutes proposed and seconded.

CHAIRMAN'S OVERVIEW

The Chairman advised that the last half of the year had been quite eventful after a few years where there has been no real movement. We are now busy trying to secure funding for a Community buyout of the Gordon Arms Hotel, Rhynie. The Board have been holding regular fortnightly meetings, and as most will be aware previously instructed a feasibility study on the Hotel.

Applications are underway for funding from the Scottish Land Fund and Clashindarroch Windfarm fund. In addition we have been pulling together a business plan to go along with these applications.

We have received a valuation from D M Hall of £210,000, however this does not include fixtures, fittings and good will. Asking price is £249,000 and the owners have confirmed that they are willing to set aside £10,000 for any repairs that might be required, reducing the price to £239,000. This is still in discussion.

In line with the Memorandum of Articles and Association, the chairman advised that both he and Averil would be standing down at the end of the meeting. If so required by the new committee Averil will continue as secretary and George will be available to assist as and when required.

Anne Lyne, Debbi Beeson and Kate Hunter will step down and seek re-election as Directors. In addition a nomination has been received for Mike Davies who has been assisting us with his computer skills over the last few months.

George passed on his thanks to Averil for her hard work and commitment to the whole project.

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George went on to thank all the members for their continued support and confirmed that there were opportunities available for anyone with some free time to volunteer and help out – perhaps on a subcommittee or with events.

ACCOUNTS FOR THE YEAR ENDED 31ST October 2014

The Treasurer reported that the financial statements had been approved, audited and produced in the format required under the Charities Statement of Recommended Practice (SORP) 2005. As at 31 October 2014 there was £23,302 of unrestricted funds available to the Hall Committee.

Full unsigned accounts were made available on the night for those who wanted them and Averil will send on the signed copies to those with email addresses when these have been scanned in.

Biggest expenditure last year was for the feasibility study that was carried out. Cost £1,085.

Since 31st October 2014 we have received funding from Investing in Ideas – Big Lottery Fund of £8,735. This is for completion of the Business Plans and other expenses. MARR Area partnership have also pledged an amount of £1,000 to be used for solicitor and other fees in relation to the purchase.

APPOINTMENT OF DIRECTORS / TRUSTEES

The Chair stated that, in accordance with paragraphs 22-26 of the Constitution, the three Trustees who were appointed during the period since the last Annual General Meeting would retire and were seeking re-election. The three Trustees seeking re-election were:

Debbi Beeson

Anne Lyne

Kate Hunter

Ahead of the meeting nominations had been put forward and the following were seeking election to the Board:

Mike Davies

Election of Trustees

Debbi Beeson, Anne Lyne and Kate Hunter are re-elected as Trustees.

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No objections were raised to the re-elections

Mike Davies was appointed as Trustee, taking the total up to 4.

No objections were raised to his election.

Appointment of Hall, Morrice and Co as independent financial adviser

The chairman sought approval to re-appoint Hall Morrice as our accountants. It was explained that the charge that they have applied since we started with them a number of years ago has remained the same at £100 + VAT per annum.

No objections were raised to this proposal.

The Chairman again thanked everyone for coming and advised that in line with the Articles he would now step down and hand over to Debbi Beeson who would continue on the EGM discussions

Proposed:

Seconded:

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EXTRAORDINARY GENERAL MEETING

Held at: No 14, The Square, Rhynie

Tuesday 28 April 2015 7:30pm

The Extraordinary General Meeting commenced at 7.30pm on Tuesday 28th April 2015 and was chaired by Debbi Beeson in accordance with paragraph 19 of the constitution. All AGM attendees remained behind for the meeting.

The meeting was held to seek the permission of the members to purchase the Gordon Arms Hotel in Rhynie for the benefit of the community – assuming that funding can be obtained.

Ahead of the vote the following questions from the floor were raised and addressed:

There were concerns over the costs of running the hotel, the fact that the drinking age may be increased to 21 in the near future, funding for the project and how we could be sure that the hotel would be supported.

- It was explained that we have been working very closely with the funders and all these concerns will be covered in the business plan which is required before we will be given any funding from government bodies or otherwise. It should be noted that funders will not look to assist us if the business plan does not stack up.
- It was explained that part of the future success of the hotel will lie in the hands of the community and we have been very pleased with the support shown so far.

The board were asked if the Hotel was currently running at a profit

- It was confirmed that, as we would expect given the reduced operating hours, and the fact that there were still the usual overheads to pay, that the hotel had been running at a loss and that we are very aware of this.
- We are working very closely with the creator of our business plan who has been provided with the hotels accounts.

The following special resolution was proposed, agreed and passed by the members in respect of the purchase of the Gordon Arms Hotel, Main Street, Rhynie (subject to funding):

24.5 to purchase or sell or to grant a lease over any heritable property owned by or leased to the Company or any of its subsidiaries and to purchase or take the tenant's part in any lease or sub lease of heritable property wherever situated;

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Total number of members as at 28 April 2015:	77
Members present at meeting:	52
Votes for	49 (94% of members present)
Votes against	3

Discussions were also held around some changes to the Memorandum of Articles and Association to get a feel from the members if they were in agreement that the changes were appropriate. There were no objections raised to these changes and the board will take forward with the relevant authorities. Items discussed:

Currently the Articles state that one of the directors should be someone from the Gala Committee. The Board suggested that this should be replaced with someone from any community group.

Additionally the Articles also state that no director shall stand for more than 2 terms without standing down. We would look to change this so that director should stand down for re-election.

Proposed

Seconded

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