

Minutes of COMMITTEE MEETING held at Munloch on Thursday 19th September 2024 at 5.00pm

1. WELCOME to Meeting

Present :- Alec Mutch, Geoff Potter, Nick Simpson, Keith Brown, Susan Drew, Barry Cumming, David Hobson, John Ruickbie, David Line, Alan Geddes

APOLOGIES: Alan Smith

2. MATTERS ARISING

There were no matters arising.

3. SECRETARY'S REPORT

GP reported that we were successful in our application to OSCR for registration as an incorporated charity (SCIO) called **Highland Woodturners Club**.

Charity number is **SC053651**. The application to OSCR confirms G Potter, K Brown and N Simpson as the initial Trustees.

GP proposed that the HWC hold an EGM which would ask all the members to determine that the HWC be dissolved. All assets, debts and liabilities of HWC to be transferred to the new Charity.

If a majority of the Club members agreed to this proposal then the Club would adopt the new Constitution of the registered OSCR charity. All members of the Club would immediately become members of the Charity.

There would be an immediately following Board meeting of the Charity Trustees (ie G Potter, K Brown and N Simpson) and all the existing 11 HWC Committee members be appointed as Trustees (ie Committee Members) of the Charity. Thereby maintaining the current Club management Committee.

There would be an AGM held by the charity, on the usual date, February 6th 2025.

GP advised that 3 weeks notice was required for an EGM.

All agreed that an EGM was desirable and the sooner the better. An EGM was proposed for 17th October 2024. GP to draft a notice (to be agreed by the Committee) and issue to all members as soon as possible. We need a good number of members to attend the EGM. Perhaps tea and biscuits would be made available.

[GP circulated a draft email to all the Committee which was approved with slight amendments and improved wording by AG. Copy attached].

4. TREASURER'S REPORT

AG circulated a monthly Analysis to 19 September 2024. He reported a total income from the Open Day of £950.30 and the Club had a good closing balance.

AG had consulted Joe Webster and recommended a ZOLL AED at a cost of £1104, which has a 5 year battery life.

All agreed to acquire the Defibrillator which would be installed just inside the entrance to the Club's premises. It was proposed by JR and approved by all that the Hall be given a key to our door. This would be held in an emergency glass box in the Hall so that the Hall users could have access to the defibrillator too.

All agreed that training about the use of the defibrillator was desirable.

5. MAINTENANCE REPORT

JR reportedA screen has been modified so that it could be raised or lowered to make presentations better. The end lights have been modified. The pin chuck jaws have been repaired. The track lights modified. The emergency lighting has been tested and the test recorded.

6. SAFETY & FIRST AID REPORT

KB reported that the Open Day went well. Further work on Risk Assessments would follow once the charity status was clarified.

7. TRAINING REPORT

NS reported that 11 new members had recently joined. 2 new members did not want training. Three evening training sessions had taken place. 2 members had done training already, one had been trained locally, 1 had participated in a normal Club meeting with a Trainer. £100 had been collected. NS requested suggestions for possible Trainers.

8. COMPETITION REPORT

NS advised that the next competition was at the next meeting. NS requested the return of the shields so they could be modified/ names added.

9. Black Isle Mens Shed

JR confirmed that BIMS were still looking for new premises. The Munlochy Hall had agreed to consider the development of the basement adjacent site -but it would need a lot of discussion.

The BIMS used their premises during the day and the HWC meets at night. The proposal would involve sharing the tea room/meeting area. Use of equipment needed discussion.

All agreed in principle to the discussion and it would need a joint 3 way meeting.

JR advised that a feasibility study to be commissioned by BIMS would be £1000+ at their cost.

10. SCIO Update

See above

11. MEMBERSHIP BOOKLET

GP had circulated the existing booklet copies. It was considered that the website would be a better way to give out information and no booklet was needed.

12. CLUB's FUTURE

AM confirmed that he would be stepping down from the Chair and Committee at the AGM. It was agreed that discussion of the Committee needed to start now and not be left until next year's AGM on the 6th February 2025. AM advised he did c15 hours/ week on Club business. GP and AG advised they did 1 day per month. NS stated he was prepared to be Chairperson.

13. OPEN DAY

All agreed that the open day had been successful and £950 had been raised for the defibrillator. The contribution by the Railway Club and School was much appreciated. The general appreciation from the stallholders and locals was gratifying.

14. 2025 MEETING DATES AND PROGRAMME

AM requested details of the subjects for the first 6 months of 2025 from the meeting managers by 3rd Oct.

15. HWC SIGNAGE

AM advised that he had been told that even some locals were not aware of the HWC and where we meet. He proposed an outside banner on the Hall roadside fence. Agreed - if permission was available for the location.

16. CHRISTMAS RAFFLE

DL and AM to start buying prizes. £200 spending agreed. Donations to be requested.

17. AOCB

None

Next meetings EGM 17th OCTOBER, Committee 14th NOV, Committee and AGM 6th Feb & then Committee 8th Feb 2025

COPY EMAIL

HWC - EGM Special meeting about HWC and the SCIO Charity

Subject: HWC - EGM Special meeting about HWC and the SCIO Charity
From: geoff potter <...>
Date: 22/09/2024, (

Email addresses redacted

Dear All,

The Committee Members of the Highland Woodturners Club (HWC) have been examining a way to improve the governance of the Club and bring the Club's Constitution up to date. We applied to the Scottish Charity Regulator (OSCR) to create a registered Scottish Charity, a SCIO (Scottish Charitable Incorporated Organisation). We have just received OSCR's approval to form an SCIO which has the same name as the Club -but this will require us to adopt a new Constitution which is quite similar to our existing one but is more up to date and in a style approved by OSCR.

At the Highland Woodturners Club Committee meeting on 19th September 2024 the HWC Committee unanimously resolved to call an Extraordinary General Meeting on 17th October 2024 at 7pm at our premises in Munloch to consider and vote on the following motion:-

To dissolve the Highland Woodturners Club with all the Club's assets, cash balance and liabilities to be transferred to the registered Scottish SCIO, Highland Woodturners Club.

If you - the members - decide to approve this motion then this would be immediately followed by a meeting of the SCIO HWC. It would be proposed that all the existing HWC Club members be transferred and become members of the SCIO and adopt the SCIO's Constitution. All the existing Club's Committee Members would be appointed as Charity Trustees (ie Committee Members).

Looking forward there would be an AGM (but as a SCIO) as usual - to take place in February 2025.

Anyone who wants any further information or a copy of the SCIO Charity Constitution then please

contact me.

The Committee urge every member of the Club to come along to the EGM to give their opinion, comments and help decide this important proposed change to the management of the Club.

Geoff Potter - Secretary

OSCR's website has loads of information and you can find it here <https://www.oscr.org.uk>.

As background

HIGHLAND WOODTURNERS CLUB, Club Premises, Munloch Village Hall

Some benefits of being a SCIO Charity...

- Liability of charity trustees (trustees are otherwise known as Club Committee Members) is limited and members are not liable to contribute to the assets if it is wound up.
- It has a legal personality and can undertake transactions in its own right.
- Single regulator - OSCR.
- Freedom to take all steps and actions in pursuit of its charitable objects (subject to any specific restriction in the constitution).
- Creditors have certain protection when conducting business with SCIOs and when SCIOs are winding up.

Some potential disadvantages

- SCIOs must have a head office in Scotland and must be a Scottish charity.
- Resolutions of members are required before certain actions can be taken.
- A duty to keep registers of members and charity trustees, and to make these publicly available in certain circumstances. We do this anyway.
- A meeting of members must be held at least every 15 months. We which confirms that we meet the 'charity test'.