

# **DUNBLANE DEVELOPMENT TRUST**

## **Approved Minutes of the Annual General Meeting held at the Braeport Centre, Dunblane on 2<sup>nd</sup> December 2024 at 7pm**

### **1. Welcome**

The Trust's Chairperson, Sandy Fleming, welcomed 41 ordinary members to the meeting. 10 non-members also attended this meeting. It was noted that an additional 4 proxy votes had also been authorised by ordinary members of the DDT. As membership currently stands at 458 the Chair confirmed that the meeting was quorate in line with the Memorandum and Articles of Association.

### **2. Minutes of the Annual General Meeting held on 30th September 2023.**

The minutes of the previous AGM had been previously circulated to members and made available on the website.

The minutes were proposed by Malcolm Dougal and seconded by Barry Makin.

### **3. Matters arising**

No matters were raised on this occasion.

### **4. Chairperson's Report**

Sandy opened the meeting by thanking members for attending the Braeport Centre. He advised that the AGM had been delayed this year as it was hoped some amendments to the Mem & Arts would have been ready to be approved at the AGM. However, these are still outstanding so will be addressed at the next AGM.

As always this has been an incredibly busy year with volunteers and staff going above and beyond to serve the community. They are a huge asset to the DDT which is appreciated by the businesses, visitors and residents of Dunblane.

Sandy mentioned that the Giving Tree shop is now up and running which sells second hand goods at affordable prices. The profit generated by the Giving Tree will in time be distributed amongst the community. It was agreed that a proportion of the profit from the Giving Tree is sent to a charity chosen by the shop volunteers and this year it is the Duncan Hospital Charitable Trust, a charity set up by 2 Doctors in Dunblane.

Sandy went on to mention that a new workshop has been created in the Braeport Centre's garden from which the MWG will operate. This will allow them to paint benches, store the Christmas lights and be creative amongst the other jobs they carry out during the year.

The paths group, environment group, Dementia Friendly Dunblane and Dunblane in Bloom all work incredibly hard throughout the year, and he went on to thank all the volunteers for their dedication to these groups.

Sandy then went on to note that the Braeport Centre had been under scrutiny recently following the decision to let Ramoyle room out to Base Fitness on a long-term lease. The Braeport Centre Management Committee has tried to accommodate as many groups as possible but unfortunately this was not possible, so some groups were having to find

alternative accommodation. He stated that 88% of booked hall hours have been retained or offered an alternative let. He reiterated that the Braeport Centre was still a community centre but since Covid the facility has been losing money, and this was a difficult decision. The Board felt that this long-term lease was the best way forward to ensure the longevity of the Braeport Centre. The Centre is desperately needing new toilets and a kitchen upgrade which cannot be done unless some changes are made in the running of the Centre.

Sandy then advised that following an independent governance consultant's report, he was obliged to self-report to OSCR as Dementia Friendly Dunblane (DFD) were operating outside Dunblane which was a breach of our constitution. We contacted OSCR to ask if we could complete the remaining body of work which was covered by external funding. We were allowed to do this. However, from 1 January 2025 we can no longer work/operate with the Kilmadock Development Trust.

Sandy concluded his speech by noting that this AGM sees a few significant changes to the Board. Ian Gill and Anita Smiley have decided not to stand for re-election and Sue Hunter and himself are also stepping down. Anita was thanked for being Sandys right hand girl for the last three years and her dedication to the DDT. Ian Gill has been a Trustee for 13 years and is standing down for good practice reasons. He was thanked for his incredible dedication to the DDT in his many roles. He will be a great loss to the Board. Sandy went on to advise that after 10 years' service, DDT's Administrator extraordinaire, Deirdre, had decided to retire at the end of the year. She will be greatly missed. Kirsty Cathrine, DDT's volunteer coordinator is also leaving at the end of the year.

Sandy ended by thanking all the Trustees, group leaders, volunteers and members.

## **5. Questions and Answers**

A question was raised by Celia Aitken about why so many Trustees were leaving at this time, and it was explained that good governance practice suggests that a Trustee should step down after 6 years. Celia went on to say that she heard there was bullying on the Board. Sandy replied that this was a confidential matter and said that an independent HR company had been appointed by the Board to investigate the allegations. DTAS has assisted with this.

Bill Carman asked why the Board now consisted wholly of men. Sandy commented that the Board would be delighted to welcome any women who would like to come forward to become Trustees.

Dougal Thornton thanked Sandy and Ian for their work on the Board but asked why a consultant was needed to look at the Mem and Arts. It was explained that the Mem and Arts were last updated in 2016, and it was felt that they needed to be examined as there have been many legislative changes since then. Dougal then asked why it was necessary to self-report to OSCR when DFD were doing such positive work in Doune and it was explained that the DDT was in breach of the Mem & Arts which is one reason the Mem and Arts need examined and changed if necessary. Dougal then asked why the Board were considering DFD becoming a separate charity when they bring so much kudos to the DDT and why was this not discussed with the DFD steering group. A vote had taken place in March to separate DFD from DDT. So far, this has not been progressed. Dougal also mentioned that the Board minutes of 25<sup>th</sup> March 2024 had stated that this had had been a unanimous decision when it should have stated it as a majority decision. Sandy apologised and stated that the minute would be changed. Sandy explained that DTAS had advised the board that DFD staying in the DDT was high risk. A few members then commented that communication from the Board

was unacceptable, and this needed to be addressed. The DFD issue will be in the hands of the new Board.

There were then questions raised regarding the Braeport changes and why this was necessary and that the communication has been appalling regarding the reshuffling of rooms. Sandy replied that this change was necessary to ensure the longevity of the Braeport as finances are an issue. Dougal replied that perhaps current staffing levels should be reconsidered in a way make savings. Alasdair Tollemache agreed to facilitate meetings between Braeport, and the groups affected by this change. A comment was made by Barbara Allan that at times the Board needs to make difficult decisions but that a priority of the Board is that the Centre remains solvent. From her experience this usually means having an anchor tenant as is being proposed.

Stewart Corbett, Chair of the Braeport Management Committee, took the floor and gave assurances that due process had been followed. Discussions with some users were ongoing. The Board had met again (25<sup>th</sup> November) to discuss the issues raised and unanimously agreed that it would continue with the proposal to sub-let the Ramoyle room. Stewart committed to working with those groups affected by the changes to try to come up with a workable solution.

The representative of Twinkle Toes stated that she had 16 questions which had not been answered. Sandy advised that there was no time at the AGM to answer all these questions individually although some had already been answered in the presentations by himself and Stewart Corbett. It was agreed that the lady could read out her questions under Any Other Business and that they could form an appendix to the AGM minutes.

It was agreed that communication with the user groups had been poor and this needed to be addressed by the new Board.

## **6. The Accounts of Dunblane Development Trust for the year to 31<sup>st</sup> May 2023**

Ian Gill, Treasurer, confirmed that the annual accounts for the DDT had been prepared by the accountants, A9, and approved by the Board. A full set of the draft accounts is on the website and a two-page summary has been circulated to members. Any member wishing the full set of accounts should contact the office.

Ian advised the members that the DDT accounts to March 2024 covered a 10-month period rather than a 12-month period as it had been decided by the Board in consultation with the accountants, A9, that the DDT accounts should be aligned with both subsidiary companies, DDT Trading Limited and DDT(Projects) Limited. It would also improve the ease of reporting to funders as most funds run with the fiscal year as well as reconciling salaries, pensions and HMRC payments.

Ian commented that income and expenditure were both down, partly due to the 10-month financial year but fewer grants had also been received this year. It had also been agreed with the accountant, following advice from DTAS and SCVO, that working group funds should be reclassified this year as all the donations and funds associated with those working groups should be stated as restricted funds. This re-classification meant that DDT's unrestricted funds (the monies that are available for the day to day running of the business (including the Braeport) accounted for only 10% of total funds (excluding the value of the Braeport Centre) and indeed totalled £28,945 at financial year end. This was very close to the stated reserve figure of £27,500.

Ian reinforced this message by noting that 90% of the DDT's funds are, therefore, restricted or designated funds and are not available for the day to day running costs of the organisation, for example, wages, insurance, accountancy fees, repairs and maintenance, etc. During the past financial year the DDT had made a deficit of £2,137 on the unrestricted Admin cost centre and a deficit of £9,504 on the Braeport cost centre. Neither of these scenarios is sustainable.

It was noted that the current year has seen this trend being reversed as regular quarterly disbursements are now being received from DDT (Projects) Limited and there is a monthly management fee from the Giving Tree shop as well as a quarterly disbursement of profit. The new membership fee introduced in January 2024 is also beginning to impact the overall level of unrestricted income.

Ian concluded by stating that he would be available to ensure a smooth transition to the new Treasurer.

*The accounts unanimously approved by the membership attendees*

## **7. Election of Directors**

John Clinkenbeard was voted onto the Board of Directors by Barry Makin and Malcolm Dougal.

Bob Stainton and Barry Makin were also approved onto the Board.

*All Directors were unanimously approved by the membership*

## **8. Any Other Business**

A representative from Twinkle Toes read out 16 questions regarding the Braeport Centre restructure which she would like answered in due course which are:

1. Why did the Board feel it unnecessary to consult with the affected groups before making decisions that displaced long-standing users of the Braeport Centre?
2. How does the Board justify the lack of response to multiple emails sent by TwinkleToes and other affected parties?
3. What confidence can the groups that remain at the Braeport Centre have that they will not also be treated with the same disrespect and disregard?
4. What alternative funding options were considered to improve the Centre's financial sustainability without displacing community groups?
5. Has the DDT performed any risk analysis on relying heavily on one private business for income? If so, what were the results, and can they be shared with the community?
6. Has the Board consulted with funding bodies (e.g., Local Energy Scotland, Stirling Council) about how this decision impacts the terms of grants already awarded or eligibility for future funding?
7. Have you sought professional advice to ensure that leasing to a private business does not jeopardise the Centre's charitable status or rate relief?
8. Further to the minutes of the Board meeting held on 28th October, where it was stated that the DDT would assist affected groups in finding alternative venues, what specific assistance has been provided? To date, none of the groups impacted have been offered meaningful support.
9. How does the Board plan to address the broader impact this decision has had

on long-standing users who now feel alienated from the Centre?

10. If the private business only occupies one room, why were groups like TwinkleToes moved from rooms that are not being used by the business?

11. What criteria were used to determine which groups would be displaced or relocated, and why were these criteria not shared with affected groups?

12. Has the DDT ensured that the Centre's insurance is adequate for the new arrangements, and has the private business provided evidence of their own insurance, including public liability?

13. How will the private business contribute to the Centre's caretaking and operational responsibilities?

14. How does the DDT aim to attract volunteers and funding from the community when it has shown such contempt for the groups using the Braeport Centre?

15. Given that the minutes of the Board meeting held on 26th August acknowledge that this decision was likely to result in bad press, shouldn't the Board have treated the groups involved with greater care and respect rather than with the disregard they have been shown?

16. What steps will the DDT take to ensure this lack of communication and transparency is not repeated?

## **9. Working Group Presentations.**

### **Dementia Friendly Dunblane**

Breda Seaman updated the AGM that it has been another busy and successful year for DFD with 3 groups operating locally. 120 Christmas hampers were delivered by the QV school children at the weekend which was quite an achievement. Breda updated the members that in 6 months DFD have raised £20K through fundraising which was a fantastic achievement and ensures the DFD can survive till 2026. A video was then played but unfortunately cut short as the internet failed. Breda finished by advising the members that if DDT decides that DFD should go independent, then she has 4 Trustees lined up to start a charity independently. Breda thanked Ian and Deirdre for their help with the accounts.

### **Dunblane in Bloom**

Stewart Strathdee showed some slides of the M & S flower bed which was rebuilt at the start of the year. They had received £1,500 from FEL which allowed them to do this work along with work at the Fox and Bear memorial bed. He showed slides of the work at the High Street roundabout and at the railway station. He thanked his volunteers for their commitment.

### **Environment Group**

Monica Cessford thanked her volunteers for their hard work this year. The main work this year has been on the Lade Path at the Faery Bridge which required a drain being installed. Stirling Council has had no input with this work. Work on the memorial garden has taken place and 100m of fencing has been replaced mainly with monies from the Windfarm and Community Pride Fund. Monica paid respects to Ian Howe who passed away in August.

### **Mid Week (DIY) Group**

Stewart Corbett highlighted some of the work of the DIY group and showed the members the workshop which has been erected in the Braeport garden. This was made possible by a legacy from one of the members in memory of his wife. They have also received money from the Windfarm which will allow power to be put in place. Monica Cessford asked if they were considering signing up with the Man Shed Organisation but for the moment, they are not going ahead with this as it is a male only organisation and they too would like to invite women to join this group. Stewart thanked all the volunteers.

### **Path Group**

Peter McGregor mentioned that they carried out 19 jobs this year with the main one being the repair of the path from Pont Crescent to Ashfield which is now looking good. Stirling Council paid for the timber for the fencing for this project. Other jobs included removing vegetation on paths and clearing tree tubes. He thanked his volunteers for their commitment.

### **The Giving Tree**

Rhona McInnes informed members that the shop has now been up and running for one year. The shop has been a great success to date, and they currently have 32 regular volunteers along with 10 High School volunteers. Two grants have been received over the year which have allowed them to upgrade the storage facilities in the basement and purchase a new till. The Giving Tree volunteers nominate an international charity each year to which a proportion of shop profits is donated. This year the charity is the Duncan Hospital Charitable Trust, which was set up by 2 doctors based in Dunblane. The aim this year is to provide funding for 2 nurses to be trained. This should be achievable by the end of March. Rhona thanked all her volunteers.

### **10. Chairperson's concluding remarks**

Sandy concluded by mentioning the huge amount of work that is carried out in Dunblane which is all thanks to the working groups and their amazing volunteers. Sandy again thanked all the volunteers and the members – without them there would be no DDT. He thanked the Board for their hard work in the last year with his particular thanks to Ian Gill and Anita Smiley.