

## **Minutes, NHTT AGM**

**3pm Saturday 26 Sept 2009 Letham Village Hall**

### **Present:**

**Bruce Britton, Hamid Van Koten, Leilani Van Koten, Louise Durrant, Louise Barron, Neil Stoddart, Hayley Mills, Andy McKie, Crispin Hayes, Clare Hamilton Sturdy**

Bruce Britton introduced himself explaining that he had been invited to facilitate the AGM.

### **Welcome by chairperson**

Leilani gave a brief intro around why we are all here and why Bruce is here.

Bruce then highlighted some discussion points that need to be slotted into the agenda, it was agreed that:

- Project Manager post should be slotted in before reconstitution
- Terms of reference in relation to the role of the board of Directors also slotted in before reconstitution as this should form part of discussion around CIC.

Hayley raised an item for inclusion- how we maintain our strengths in term of relationships, how we support each other and the organisation and keep us focused on our aims. It was agreed that this would be discussed after other business.

### **Apologies:**

Kate Connolly, Dan Connolly, Becky Little, Tom Morton, Julie, Elly

### **Chairperson's report**

Leilani proposed that instead of one person talking about the year that the report be a group discussion focused around a timeline of the story so far. Key points were stuck up on the wall. The group gathered round to discuss and the below list are the existing and additional points made at the meeting:

- Started with 6 individuals with similar ideas.
- Jan 08 the group got together to discuss what the community could do about Peak Oil.
- Power of Community film watched at a local gathering of local people with similar concerns.
- This was followed by a whole host of activity including Film Screenings, feedback from community.

- The community allotment was started. Interest around food and growing.
- The tavern also came early and was result of initial consultations. Neil mentioned that the idea out with our group was seen good example of bringing life and interest within the community. We are the group with the pub!
- Took part in Big Tent and Transition Scotland Gathering Summer 2008, at time of launch of CCF funding happened. - Neil and Leilani, N still on TSS website. Part of something at the very beginning a case of jumping in a getting started. Climate challenge John Rathgen was there. CCF has been a key driver to how we have progressed.
- MTP and the NHTT allotment group had a joint introduction to Permaculture weekend in the autumn 2008. Louise D- looking at the land and what resources we have and how we can use it better. Understanding the relationship between people land and buildings, Hamid. Maintaining respect and understanding. Inspiring. Since then MTP have become more involved and shared ideas from the allotment. Subsequently ran a 2 week permaculture course. Parallel and interconnected initiatives
- Towards the end of summer pub nights travelled to all village halls. Then Letham Nights kicked off.
- March 2008 became North HTT, then got formal recognition by transition network, within a couple of months.
- In 2008 attended 56 events. Some were internal, networking, CC meetings. This continues to be quite an important part of what we do. Transition Tayport initially came to us for support. We have attended meetings in Cupar. In touch with East Neuk, Markinch, Kirkcaldy, East Wemyss.
- Clare came to pub and said she would help with funding applications.
- Public meeting in Nov at which point action groups were formed. Splinter off into smaller sub groups primarily and events and H&S mentioned. This was where Hayley and Andy came on board. Becky asked Hayley to come along to a food group meeting. Felt it was a great opportunity to join an organisation that was doing something positive. Andy and Hayley also came along to Coord group to see how they could get involved. Coord grp was started as the awareness raising group and then evolved. Hayley and Andy joined as other key members left had just left. It made feel that the group was strong with the ability to grow.
- Funding Jan when realised funding was very close- Hayley highlighted that work round bid displayed skill set we had in the organisation. Feels it is a particular turning point as organisation had momentum of its own rather than just the people that are involved. Andy talked about his experience at CCF day in Dundee, how come you have so many skilled people in small community.
- February 2009 funding application incorporating all the feedback from all community meetings, spring and autumn did consultation.

- Funding granted in April which allowed work to forward on projects. Hayley highlighted how well the recruitment process went and how the group carried through the whole process from scratch. Louise is recruited as support worker.
- We have chosen not to go down route of developing paid professional group to deliver Transition ideas. Kept it as local people putting in the work in order to keep the decision making as evenly spread as possible. Otherwise it would be a project rather than a community culture change. Neil, there are a number of organisations that have employed people full time. Important that we have not done that. We are not anonymous. As volunteers we encourage people to join with us rather than creating a professional boundary. This makes us accountable as we will remain within the community. Allows people to be involved in what they are interested in.
- Community Gathering in June 2009, sharing the information with the community, shows that we are not hiding anything. Newsletter going out with CC Minutes and through the doors of all in the NHTT area.
- Seen by CCF as a success story, Andy went along to CCF Gathering and NHTT were seen as an example of how to go through the process of funding, use it and spend money. Andy went along to Dundee to talk to people to encourage them to.
- Hayley- Recruitment to the support worker post, creating job description etc. Also good work done around the PM post. Looking at successes is very important. Focus on the positive stuff. Andy step back and see how much you have achieved.
- Apple presses arrive, real tangible evidence of progress on the ground. Andy the start and progression of the projects.
- August 09 2 week permaculture course at MTP
- Energy Group awarded Funding for CaRB project- for months CC meetings Neil and Hamid. We gave the message and preparing for the bid. Now that we have the energy bid suddenly hall committees can see the benefit for the community.
- Local Food Festival was a great success for NHTT and the community- great event to engage all diff parts of our community. And people really enjoying it. Successful on many levels. 'a big and great event for such a small group. Big pat on the back to the food group'
- Hayley also mentioned the press coverage, the development of our logo and leaflets through Katie's designs as well as for banner and t-shirts. Now 36 people on the food group list.

## **Treasurer's report and presentation of audited financial statement**

Hamid Van Koten acknowledged help of John Vaughan and Andy McKie. John V has audited the accounts. Copy of these were handed round and are available as a separate document. Hamid then gave notice that he would like to resign as treasurer.

Crispin Hayes proposed that accounts were accepted. Andy McKie seconded this.

A discussion followed around whether accounts and book keeping should be transferred to paid staff. Andy is happy to continue liaising with CCF and making claims. However one of the new Directors will have to stand as Treasurer.

## **PM post Discussion and how to move forward**

Background, Project Manager (PM) post was to be someone who would take on role of supervisor and communicator with support worker. Group took this idea and took it to a paid role and recruited. For various reasons this did not work out and discussions have been ongoing for several months so it was decided to have open forum at AGM.

Neil presented what were perceived to be the 3 options for a way forward:

### **Recruitment – start again**

Pro Transparent, Right Skill Set, Take pressure off projects

Cons Takes time, ownership, may not relieve pressure

**Redistribute-** Support worker more hours, (possibly use some of this to buy in consultation service) could also be to the project not just support worker.

This would need to be a transparent process.

**Appoint within-** back to the original concept, would need to be an active member.

Pro Roles and remits, Distribution of power, no duplication, Nepotism

Below are the points that were raised during a lengthy discussion:

- Hayley referred to the underlying question- looking at when the PM resigned we didn't rush to make a decision wanted to see what would happen if we didn't have a PM in post and if it was a necessary role and give time to think about it. Raised issue of what PM can do in 3 hours per week. Features strongly, can it constructively impact on the organisation. Should we bid for more hours if we need a PM. We could go for part time or full time post but would need to justify existence.

- Its 3 hours at £30 per hour. £90, we need to revisit what we are expecting the PM to do. Are we expecting them to interact with the community? It was initially more to do with managing contractual issues, financial claims and reporting. Question raised if Andy is happy doing these things at the moment and he is.
- What a PM could do, managing claims, from Action Group perspective but how would a PM engage with the groups and also how would they be brought up to speed.
- How would recruiting from within sit with the community? Voluntary groups often struggle on without being paid and suffer for it. So this is still an option but ensuring transparency here is important.
- Internal- one person re distribute the job in small bits.
- Recruitment may lead to the same problem again.
- Not keen on recruiting externally. How do you give people the understanding of how we work when they come into the organisation? External role would need to be revisited completely. PM coming in behind us. Projects have still progressed without PM.
- Caution would be that food group will have 3 projects on the go, Transport group due to start, CaRB on the go. If everyone in that group feels that things are working well is there any reason to change that.
- There have been a number of functions that PM was set to do but they have been handled, but not without strain. Do these need to be gathered and can they be distributed in a different way. Does it reduce the strain to compensate someone financially? For salaried persons perhaps not but for self employed people possibly yes.
- Could the PM role be made more valuable by making it more substantial role?
- A more substantial role could be funded in April and for a year and this may continue beyond that.
- Suggested that we give a piece of work a value. But it was not the money it's the time although for some people getting the money will allow them to do it
- Climate Challenge fund needs a contract for paying wages.
- Could we potentially recruit a pool of Sessional staff, when the work comes up they can do that.
- Can the project run if there is not the capacity?
- Allocating hours to another support worker was suggested
- Are there specific things that PM would do if there is not much difference then do we need the role
- What about the case is for reallocating money to office bearers?
- Concerns re organisational responsibility, more and more falls to one person. Not always easy to do. Thinking about managing the priorities.

- Need to decide where are the points of stress? Where do you need help?  
Formulation of work and decide where that work goes.
- Hamid- not hearing much argument in favour for single PM post- could we narrow down area of discussion?
- A consensus decision was made to no longer pursue the option of recruiting / appointing an external person for a project manager post
- Do we want to appoint from within- there are stress points separate issue, support worker capacity issue.
- Do you want to hand over the relationship Andy has with the CCF. Is this a point of strain, no not a point of strain. Andy is totally fine with doing this.
- Another support worker role, gives the group resilience. How do we feed about any additional roles? What do we do with Gant, does this become shared work. Once we address the support worker hours in place then bit on the top maybe the rest would be shared out easily.
- Should we reallocate just now until a further decision is made? Crispin following that up as solution for this financial year, not long term solution. So hours reallocated but only until end of financial year.
- It was generally agreed that solution was not going to be found today
- Next coordinating group meeting we will look at the concept of the additional support worker role that would start April. Interim decision until end of tax year that hours could be redistributed. There was general consensus for this in principle.

Agreed that would move on but some further points to consider:

- 2 views create support worker role, create PM manager role
- Crispin still thinks Executive Director but hearing that there is not much support for that.
- Andy agreed that would not be comfortable with that.
- As PM recruitment and executive director is out?
- Admin stuff at coord level that is hard to delegate to support worker.
- Additional support worker would not take this strain away.

### **Proposal for reconstitution from Non Incorporated to Community Interest Company**

Andy introduced the proposal and some of reasoning behind it. One of the main reasons has been to protect the liability of present and future office bearers. CIC is the type of company that appealed as it was for the benefit of the community. The asset lock means assets can be transferred to another CIC or Charity. It was thought to be better than charitable status as regulation is more onerous. The only real disadvantage is that there is a Board of Directors but Terms of reference and Code of Conduct has been added to address this.

Opened to the floor for any comments, concerns and questions

Hayley- How would Board of Directors work within the organisation? Director doesn't necessarily have any more power or rights than any of the members; the role needs to be seen as given. While in theory Directors can vote against members of organisation, this would be avoided by Code of Conduct. If a decision through consensus could not be made after 3 meetings, then a vote would be called. Directors still have some form of liability so they have a responsibility to act responsibly and ethically.

Hayley was looking for assurance around the fact that people may feel like they are answering to a Board of Directors. CIC model was nearly rejected because of this but this led to Code of Conduct. Any active member can become a Director and there are no restriction to numbers

Requested clarity on how decisions will be made. Hamid had put together terms of reference in relation to responsibility of BoD:

1. to provide a platform for communication between all the NHTT Action Groups
2. to deal with legal issues, constitutional issues, and liability issues
3. to deal with contracted staff
4. to evaluate and put in place measures that deal with the requirements from NHTT funders
5. to keep a financial overview
6. to clarify the role of NHTT in the wider network of Transition Initiatives in Scotland, UK and Worldwide
7. to provide an integrated approach to projects and a long-term strategic vision

How would the groups exist alongside coordinating group? The groups will be one and the same although legally required to advertise meetings as that of the BoD. This can be put in subtext when advertising meetings.

Is Code of Conduct set in stone? No it can be amended. It does not have legal status. It was suggested that we could have an annual review if necessary.

Bruce suggested that we move forward to a vote. Andy proposed that the NHTT change to a Community Interest Company and all present agreed.

### **Election of Directors**

Hayley Mills Proposed by Hayley, Seconded by Andy

Crispin Hayes, Proposed by Crispin, Seconded by Neil

Hamid Van Koten, Proposed by Neil, Seconded by Clare

Neil Stoddart, Proposed by Crispin, Seconded by Hayley

Tom Morton put himself forward as Director, this was seconded by Andy. Will be 14 days before this is active.

- General Business  
It was agreed that due to the time taken to get to this point further issues could be left until the next Coordinating Group/BoD meeting.
- Date of next meeting  
A CIC does not require to have an AGM
- Close