



Minutes of Annual General Meeting
19:00hrs on Thursday 9th June 2022 at The Langholm Social Club
Participation in person or via Zoom

Trustees attending: Eileann Bloomer (EB), Kevin Cumming (KC), John Hanrahan, Vice Chair, (JH), Daniel Lacey (DL), Margaret Pool, Chair, (MP), Campbell Scott (CS), Sue Toon (ST).

Staff attending: Mark Hodgson (MH), Joyce Ireland (JI), Kat Mayer (KM), Stuart Spray (SS), Angela Williams (AW).

Attendants' names taken from attendance sheet and Zoom and recorded separately.

23 Ordinary members and 3 Associate members attended the meeting.

1. Welcome, quorum and apologies

Chair MP welcomed all to the meeting and declared we had a quorum of ordinary members. Apologies received from Jenny Barlow (staff), Chris Curry (Assoc Member).

2. MoM of previous AGM held on 25th March 2021 – matters arising

The minutes of the previous meeting were **approved** by ordinary member Gavin Graham and seconded by ordinary member Eileann Bloomer. No matters arising.

The 2021 MoM, are available here: <https://www.langholminitiative.org.uk/governance>

3. Report by the Chair, Margaret Pool, on the Charity's activities

MP offered a summary of the work undertaken by the Langholm Initiative during a memorable year for the organisation:

- Langholm moor transferred to community ownership after a very successful campaign;
- Second moor buyout underway and very recent success in obtaining £1mln from SLF means that are hopeful of meeting end July deadline for second purchase;
- Extended thanks to Peter Renwick, Mairi Telford Jammeh and Richard Bunting for their contribution to funding campaigns, media management and obtaining grants;
- Thanks and appreciation to staff who left the organisation and those who joined;
- Trustees Anne Murray, Sarah Stuart and Denis Male retired during the year and there are up to four vacancies for new trustees;
- Thanks to volunteers Alison and Tom Hutton who have went above and beyond in order to support the organisation with secretarial and newsletter duties;
- DTAS recognised the Initiative as the community 'anchor' organisation and we were the recipient of significant Covid-19 support funding , which was distributed to community groups.

After 5 years as Chair, Margaret announced that she would be stepping down from the role and she thanked everyone, past and present, for five wonderful and fulfilling years.



4. Project presentations

MP invited project leads to provide members with an overview of project activity:

- Townfoot Sports Centre Redevelopment project presented by CS;
- Digital Media Skills project presented by MH;
- Tarras Valley Nature Reserve (integrated presentation);
 - o TVNR development and estate management presented by AW;
 - o Inspiring Engagement in Nature presented by KM;
 - o Creative Digital Media presented by SS;
 - o Welcome to Langholm / Kiosk presented by MP.

Questions arising from the presentations are covered under AOCB and the presentation material will be made available on the SCIO website.

5. Consideration of financial accounts for year ending 31st March 2021

JI provided the 2020/21 financial audited accounts for consideration by members and reported that the Initiative was in good financial health.

No questions were asked.

The accounts, are available here: <https://www.langholminitiative.org.uk/governance>

6. Retiral / re-election of Trustees

MP invited CS to present the next three agenda items / resolutions.

CS explained that in accordance with the Constitution members who were ordinarily resident in the community postcodes DG13/14 would be able to vote.

The resolution required a majority vote in order to be adopted.

The following trustees are retiring this year:

Eileann Bloomer, Kevin Cumming (co-opted), John Hanrahan (co-opted), Daniel Lacey, Anne Murray, Margaret Pool, Sue Toon.

The following are offering themselves for re-election as Member Trustees:

Eileann Bloomer, Kevin Cumming, Daniel Lacey, Margaret Pool, Sue Toon

Members are asked to support the resolution to re-elect the aforementioned as Member Trustees.

22 ordinary members voted in support of the resolution and **1 ordinary member abstained.**

The motion was adopted.



7. The Langholm Initiative Trading Company Ltd (Tarras Valley Nature Reserve™)

CS advised that in accordance with the articles of agreement for the subsidiary company (Langholm Initiative Trading Company Ltd; known as TVNR™) the office-bearers are required to retire from office at the end of this AGM, namely Chair JH and Vice Chair KC.

The new office-bearers will be elected at the next LI board meeting to be held on 10th June 2022.

8. Resolutions to Constitution

On behalf of the Charity Trustees CS introduced two resolutions to the members, which required amendments to the Constitution.

In accordance with article 71.1 of the Constitution the Charity Trustees are presenting two resolutions, which require either an amendment or editorial correction to the Constitution. Moreover, each resolution requires the support and **agreement of not less than two thirds of attending ordinary members.**

Resolution 1

Resolution proposed to amend a typo in article 4.

Current wording:

'The SCIO's purposes are to benefit the communities of Eskdale & Liddesdale as defined by the postcode districts of DG13, DG14 and the land area of TD9 0 within the Tarras Valley Nature Reserve(the Community)....'

Propose to amend typo and change to:

'The SCIO's purposes are to benefit the communities of Eskdale & Liddesdale as defined by the postcode districts of DG13, DG14 and the land area of TD9 0 within the Tarras Valley Nature Reserve(the Community)....'

The Charity Trustees are seeking member support in order to adopt the resolution but ask that **members note the final approval of the amendment is subject to charity regulator (OSCR) approval**, which may take up to 6 weeks from submission of proposed change.

All attending 23 ordinary members voted to adopt the resolution, but it was recognised the change cannot be made until receipt of OSCR approval.

If OSCR support the change the amended Constitution will be made available here:

<https://www.langholminitiative.org.uk/governance>



Resolution 2

Resolution proposed to amend / update the following articles (**does not require OSCR approval**):

Article Ref	Description	Proposed change
101. Office-bearers	The charity trustees must elect (from amongst themselves) a chair and a treasurer.	Propose change to include an additional sub-clause to 101 relating to the term of office for the chair as follows: <i>101.1 Subject to being elected as a Trustee under clause 88 or 89 or 94 the chair will ordinarily remain in office for a period of three years, which may be extended to a maximum of five years at the discretion of the board of charity trustees under clause 101.</i>

23 ordinary members voted to adopt the resolution. The Constitution will be updated and be made available here: <https://www.langholminitiative.org.uk/governance>

9. Any other competent business

MP invited questions from the attending members and following is a brief summary:

A statement was made by an attending member (Chair of Buccleuch Centre) that the centre had been used recently by a large contingent from the Woodland Trust. This had a very positive impact not only to the centre but also the local hotels and hostelrys in the area who were fully booked as a result – this seen as extremely beneficial to the community as a whole and would not have happened if it were not for the TVNR project.

TVNR

Q. Is there an appetite to investigate and capitalise on peatland carbon capture and would it be possible to link with Newcastleton area?

A. Yes, carbon capture for peatlands is something that the project is interested in and the subject has enquiries from interested 3rd parties. The project will consider further when the land management plan is developed and we are clear on what we want from any partnership. As far we know Newcastleton is not (at this time) interested in land adjacent to TVNR.



Q. Have you considered windfarms for the estate?

A. There is no intention to have large scale windfarms on TVNR but, as mentioned in the business plan, there may be potential for small scale renewables (study showed that there might be potential for a single turbine or solar farm but small hydro was not viable) but we will always consider environmental impact and community input.

Q. Are you considering moor burning?

A. We recognise this may be a sensitive issue and we will be taking expert advice on how to best manage the moorland.

Sports Centre

Q. Will the scaled down facility have a sauna?

A. Unfortunately we have had to compromise on some facilities (compared with the initial ambitious designs) and there will not be a sauna in the scaled down version.

Q. Given expensive cost of energy have you considered energy supply/cost?

A. This recognised as an issue, especially for swimming pool heating and the current design basis is to use ground source heat pump technology for provision of energy along with solar PV panels. Operational expenditure will be very challenging for the facility.

With no further issues raised, MP extended thanks and appreciation to members for their support and the meeting was closed.

Margaret Pool, Chair.