



MINUTES OF ANNUAL GENERAL MEETING

19:00hrs on Wednesday 10th May 2023 - The Buccleuch Centre, Langholm

Trustees attending: Eileann Bloomer (EB), Kevin Cumming, Vice Chair in part (KC), John Hanrahan, Chair, (JH), Barbara Kite (BK), Daniel Lacey (DL), Margaret Pool (MP), Campbell Scott (CS).

Staff attending: Inigo Alcanaz (IA), Jenny Barlow (JB), Joyce Ireland (JI), Kat Mayer (KM), Angela Williams (AW).

Total number of attendees was 30, which included 19 Ordinary (voting) members and 3 Associate (non-voting) members.

1. Welcome, quorum and apologies

Chair JH welcomed all to the meeting and declared we had a quorum of ordinary members. Apologies from charity trustees Sue Toon and Kevin Cumming (joined part way through meeting).

2. MoM of previous AGM held on 9th June 2022* – matters arising

The minutes of the previous meeting were **approved** by Trustee member Margaret Pool and **seconded** by Trustee member Eileann Bloomer. No matters arising.

The 2022 MoM, are available here: <https://www.langholminitiative.org.uk/governance>

3. Report by the Chair, John Hanrahan, on the Charity's activities

JH offered a summary of the work undertaken by the Langholm Initiative during a hugely significant year for the organization- extract as follows:

- Raised another £2.2mln in order to acquire a further 5,300 acres for the community. Community now owns 10,500 acres;
- Praised the brilliance of the team who can now focus on delivering our published business plan which in turn will bring benefits to the wider community;
- Stated that we were indebted to a private donor who kick started our second campaign with a gift of £500k;
- Expressed thanks and appreciation to fellow trustees and volunteers who give support and time to the Initiative;
- Tarras Valley takes a great deal of our time but we continue to deliver on other important activities which support the community;
- As a charity our activities and financial accounts are transparent and we try to spend time engaging with the community.

JH then invited projects leads to provide members with an overview of project activity.



4. Project presentations

Extracts taken from presentations as follows:

Langholm Information Hub presented by MP;

- The information hub has recently relocated from the market square to the Kiosk at the Kilngreen;
- For the previous 10 or so years – after leaving the town hall – the information hub has been generously supported by David Stevenson and Ashleybank Investments and MP thanked them for their generosity;
- Visitor numbers remained well below pre-covid levels but confident that working with Tourism Officer Sharon Tolson and Langholm Alliance numbers will increase;
- Expressed thanks to colleague Eilean Bloomer and volunteers who support the rota – can always accommodate new volunteers of anyone is interested get in touch;
- Hoping to soon to offer visitors coffee/tea and we are working on having a wi-fi connection available in near future.

Townfoot Sports Centre Redevelopment project presented by CS;

- Progress for the project slower than expected during 2022;
- Design plans scaled down but swimming pool still part of plans;
- Preparations in hand for submission of planning consent;
- Flood risk, costs and development of a sustainable business plan remain as challenges.

Tarras Valley Nature Reserve – an integrated presentation from members of the TVNR team and focused on the project's four pillars of People, Nature, Climate and Sustainability with special emphasis on the project's journey thus far and the aims and challenges ahead;

- Project overview and Sustainability – presented by AW who provided an overview of the journey thus far and introduced the members of the wider TVNR team;
 - o Plans for assessment and development of properties for most efficient use;
 - o How the project has supported local trades and businesses;
 - o Overview of funding strategy and achievements thus far;
 - o Need to ensure financial sustainability for the estate.
- Nature and climate – presented by JB;
 - o Development of 5 year plan, community engagement and setting priorities;
 - o Taking on a sheep farm and learning how to best manage the estate;
 - o How to manage invasive species such as self-seeding Sitka spruce;
 - o Ancient woodland development and management;
 - o Peatland restoration;
 - o Expressed thanks for the support received from Woodland Trust.
- People incorporating the Inspiring Engagement in Nature project - presented by KM;
 - o Emphasis on engagement with young people and schools for educational activities;
 - o Outlined the number of surveys, visits and volunteers' sessions thus far;
 - o Expressed thanks to all who volunteer to help and support activities on the estate;
 - o Maintaining focus on environmental education;
 - o Developing local, regional, national and international opportunities.



- Digital Engagement presented by IA;
 - o Importance of website, social media and branding development;
 - o Use of drone for mapping and monitoring landscape changes;
 - o Innovative ways to track wildlife such as hen harrier tagging, nest cams.

JH thanked the presenters for the presentations and sought any questions from the members – there were no questions raised.

5. Consideration of financial accounts for year ending 31st March 2022*

JH provided the 2022/22 financial audited accounts for consideration by members and reported that the Initiative was in good financial health. The accounts were prepared by JRW and the independent audit was successfully undertaken by Hogg & Thorburn.

JH informed members that the organisation was registered for VAT from November 2022.

JH also mentioned to members that in the near future the organisation would be seeking further part time financial administration support (e.g. 2 days a week).

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

6. Resolutions

JH invited CS to present three Resolutions to the members.

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

Resolution 1 – Amendment to the Constitution

In accordance with article 71.1 of the Constitution the Charity Trustees are presenting a resolution, which requires an amendment to the Constitution.

The resolution requires the support and agreement of not less than two thirds of attending ordinary members.

In order to provide additional flexibility (in terms of obtaining specialist skills which could be of assistance to the Board), Members are asked to support an amendment to clause 82.2, which will increase the number of co-opted trustees from 2 to 3.

The Resolution was **adopted** by the members.

Resolution 2 – Adoption of the Constitution

In order to assist and support funding applications Members are asked to formally record that they agree to adopt the Constitution as amended.

The resolution requires the support and agreement of the majority of attending members.

The Resolution was **adopted** by the members.

The Constitution as amended is available here: <https://www.langholminitiative.org.uk/governance>



Resolution 3 – Retiral / Re-election of Charity Trustees

In accordance with Clause 91 the following trustees are retiring this year:

Eileann Bloomer, Kevin Cumming, Daniel Lacey, Campbell Scott.

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

Eileann Bloomer, Kevin Cumming, Daniel Lacey, Campbell Scott.

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

The Resolution was **adopted** by the members.

CS explained that in accordance with Clause 95 co-opt Trustees John Hanrahan and Barbara Kite will retire at conclusion of the AGM.

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

JH informed members that in accordance with article 53 of the 'Articles of Agreement' the office-bearers of the subsidiary company will retire at conclusion of the AGM and office bearers shall subsequently be appointed at the next suitable Langholm Initiative Board meeting.

8. Any other competent business

JH extended thanks and appreciation to all attendees for their support and invited anyone who would be interested in joining as a charity trustee to get in touch.

There being no further business the meeting was closed.

Signed:

John Hanrahan, Chair

Date: 12th May 2023