

**A meeting between the Kirkhill and District Amenities Association  
and the Kirkhill and Bunchrew Community Trust**

**Monday 10<sup>th</sup> March 2014**

## **1 Attendance**

### **1.1 Present**

J Murray (JM) – KBCT  
A Lamont (AL) – KBCT  
A Armstrong (AA) – KBCT  
A Prentice (AP) – KBCT  
I Cowan (IC) – KBCT  
E Lundberg (EL) – KBCT/KDAA

D Knox (DK) – KDAA  
I MacLeod (IM) – KDAA  
A MacGillivray (AMac) – KDAA  
W Williamson (WW) – KDAA  
K MacDonald (KM) – KDAA  
A Morrison (AM) – KDAA  
S Hogg (SH) – KDAA

### **1.2 Apologies**

K Horne – KDAA  
I MacLean – KDAA  
D Courts – KDAA

## **2 Introduction**

SH opened the meeting and explained the purpose of the meeting: that there was a requirement for the KDAA to amend its structure and to become an incorporated body and the meeting was to examine the possible options. She explained that no decision would be forthcoming from this meeting, but rather she expected that a working party would be formed to take the process to the next stage.

The members present from the two organisations then introduced themselves and gave a brief summary of their involvement.

## **3 KDAA History**

SH had previously circulated a précis of the history of the KDAA. (See Appendix I)

IC asked about the membership of the KDAA. SH explained that, while there was scope in the constitution for members, at present the KDAA was not a membership organisation, beyond the committee members.

## **4 KBCT History**

EL had similarly circulated a brief history of the KBCT. (See Appendix II)

AL clarified the point that, unlike the KDAA, the KBCT *was* an organisation with members.

AM enquired about the frequency of meetings of the Trust. EL replied that, while the Board of the KBCT meet quarterly, the working groups of the Trust met as often as required.

IMac asked about the number of members on the Board to which AL replied that there were up to 10 elected members and 3 co-opted members.

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## **5 KDAA SCIO Options**

SH outlined the current governance structure of the KDAA, namely an unincorporated voluntary association. She highlighted the need to change to protect the members of the committee, who at present would be financially liable should any action be taken against the KDAA.

The options open the KDAA were to either form a company limited by guarantee or to become a Scottish Charitable Incorporated Organisation (SCIO).

The option to become a SCIO had been selected as it was easier and cheaper and the decision to do so had been approved in principle by the AGM in 2011.

Following that, there were two possible options: to form an entirely new SCIO and transfer the assets of the KDAA into the new organisation; or to use the existing KBCT SCIO which has an existing membership and committee and also has common goals and geographic area. The latter option would also require the assets of the KDAA to be transferred to the KBCT, so the costs would be roughly comparable.

IC enquired why the present KDAA could not just incorporate itself. SH said that this was not legally possible.

The meeting then split into the two respective groups to examine the issues which would arise in the event of a merger between the two bodies.

## **6 Feedback**

### **6.1 KBCT**

IC reported back on behalf of the KBCT. They had identified a number of pros and cons for the merger and the status quo:

#### **6.1.1 Merger**

##### **6.1.1.1 Pros**

- Increased pool of talent for the two bodies
- A rationalisation for the community
- Joined-up thinking
- Attractiveness for funders
- Complimentary objectives
- The sub-group/sub-committee structures were similar
- More resources
- Economies of scale – insurance and accountancy
- Access to a wider membership
- New opportunities
- Increased accountability

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**6.1.1.2 Cons**

- Managing the merger and gaining OSCR approval
- On-going management
- Too big or unwieldy
- Loss of identity
- Loss of diversity
- Impact on on-going projects

**6.1.2 Status Quo**

**6.1.2.1 Pros**

- No hassle
- No negative impact

**6.1.2.2 Cons**

- Stagnation
- Lack of turnover of personnel

**6.2 KDAA**

AM reported back on behalf of the KDAA with a list of questions and issues that had been identified:

- What would happen to the funds raised by the Gala?
- Would the new body lose the support of the community?
- Would the Community Centre become obscured by being part of a more diverse organisation?
- Would the governance improve or become more complex?
- Would the tail be wagging the dog?
- Would the KBCT be willing to change its name?
- Would it be easier to recruit new members?
- Would it be easier or harder to attract grant funding?
- How would membership happen in a new SCIO?
- Would the members of the KBCT be interested in the Community Centre?
- Would there need to be changes to the KBCT constitution?

After much discussion about how these questions could be addressed, it was felt that there was no consensus for a merger between the two bodies and that consequently there was little benefit in pursuing this option at present. As a result, the KDAA would continue their discussions internally to decide on the best route forward.

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IC and AP stated that they would like to hear why there was opposition to the merger and would be interested in hearing the views of the KDAA members after the meeting.

SH then thanked those present for attending and closed the meeting.

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## **Appendix I**

### **Kirkhill District Amenities Association**

Kirkhill District Amenities Association (KDAA) was established in 1978 and is a registered charity (no. SC012797). Its legal structure is an unincorporated association. It owns and manages Kirkhill Community Centre and its surrounding grounds (including a football pitch and multi-use games area) for the benefit of all residents within the Kirkhill District.

#### **1.1 Vision**

Kirkhill District Amenities Association - bringing the community together.

#### **1.2 Mission**

Kirkhill and District Amenities Association provides community facilities at the heart of the district where members of the community can gather, socialise, learn and keep active.

The facilities are run by people from the local community for the benefit of all who live in Kirkhill District. The KDAA encourages community-led groups to run their activities from the Centre and organises an annual gala that brings the whole community together.

#### **1.3 Aims and Objectives**

The aims and objectives of KDAA are to:

- Improve the range of activities, services and learning opportunities in Kirkhill District
- Improve the health of the community
- Enable local people to actively engage in building the community
- Improve access for local people to the services and amenities that they need
- Create a cohesive community within Kirkhill District
- Improve understanding and increase acceptance between different groups within the community
- Develop a financially sustainable business that will remain active in the community for many generations

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#### **1.4 Management Committee**

KDAA is run by a Management Committee which is made up of local people who are committed to the provision of facilities for local residents to improve their quality of life. The committee are elected annually at an AGM. The Management Committee is currently made up of the following members:

- Kenny MacDonald (Chair)
- Sandra Hogg (Treasurer – pro tem)
- Alasdair Morrison (maintenance)
- Wilma Williamson (booking secretary)
- Douglas Courts
- David Knox (secretary)
- Kay Horne
- Amanda McGillivray
- Izzie MacLean
- Isobel MacLeod
- Erik Lundberg

Cleaning services are provided on contract by Liza Quinn.

#### **1.5 Sub-committees**

The KDAA operates sub committees from time to time. There is currently a gala sub-committee overseeing the organisation of gala week.

#### **1.6 Key Achievements**

- Community Centre opened in 1987 providing a central focus for activity within the community
- Annual gala week bringing community together
- Kirkhill MUGA built 2010 at a cost of £84,000
- PV panels fitted 2011 at a cost of £17,000
- Kirkhill Centre Forward project to refurbish and extend the community centre 2012 at a cost of £320,000

**Kirkhill District Amenities Association  
Charity registered in Scotland No. SC012797**

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- Managing a very busy and highly successful community centre through voluntary effort

### **1.7 Finances**

The KDAA strives to keep rental costs for community use as low as possible and in past years has balanced income and expenditure. Occupancy rates are high, especially for the main hall. Income from Gala Week has been accumulated for major capital projects. With the new community centre the KDAA aims to increase surpluses in the next couple of years to allow for the appointment of a centre administrator.

The community centre refurbishment was paid for by a mixture of own funds, grants and loan. The Highland Opportunity Loan of £20,000 at 5% over four years has around £12,000 outstanding and will be paid off by July 2016. The KDAA operates a reserves policy.

### **1.8 Future developments**

There are a number of small capital improvements to the centre that the KDAA have budgeted for in 2014. The next major project will be to improve the drainage to the football pitch.

The KDAA as an unincorporated association recognises that a change to a more robust incorporated legal structure will be beneficial, especially to committee members who may be vulnerable to personal liability. The KDAA, at AGM in 2011, agreed to pursue a change of legal form to a SCIO and is now in a position to take this forward.

### **1.9 Further information**

KDAA and community centre information can be found on the community website, [www.kirkhillandbunchrew.org.uk](http://www.kirkhillandbunchrew.org.uk). This includes booking and hiring information, constitution, annual accounts, minutes, policies, documents and information and reports about the Kirkhill Centre Forward project.

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## **Appendix II**

### **A Brief History of Kirkhill & Bunchrew Community Trust**

#### **1.0 Background**

It is increasingly important that communities play an active role in their development. In particular it is important that the development is sustainable i.e. has regard to environmental, economic and social needs and opportunities. The community of Kirkhill and Bunchrew lies close to the growing city of Inverness and the community is growing, with its residents increasingly expecting their environmental, economic and social needs to be met within the Community rather than solely out with it. With this in mind the Trust was established in 1999 following an initiative of the Kirkhill and Bunchrew Community Council as a local vehicle to undertake community activities that it was not legally allowed to carry out. The Leader Programme (a European Union Programme) provided funding for a facilitator who organised a survey of local wishes and ran workshops and this led to the formation of the KBCT. Membership of the Trust is open to all local residents and all constituted organisations living/based in the area of Kirkhill and Bunchrew. Non-voting associated membership is also available to those with an interest in Kirkhill and Bunchrew but living out with the area. There is no membership fee.

#### **2.0 Governance**

The Trust was formally set up in 1999 as a Company Limited by Guarantee and was subsequently registered as a charity. On 22 August 2012 the Trust converted its legal status to that of a Scottish Charitable Incorporated Organisation (SCIO) with a Constitution approved by the membership in April 2012 and subsequently approved with minor modifications by the Office of the Scottish Charities Regulator (OSCR). The principal reason for the change was the requirement to submit simplified accounts to OSCR rather than accounts audited by an accountant with a significant saving in cost. The directors of the Company became trustees of the SCIO.

#### **3.0 Appointment of Trustees**

The charity has a Board with a maximum of thirteen trustees who are responsible for good governance of the company. This particularly includes an overview of the finances of the Trust and management of risk. The trustees are all voluntary and unpaid.

Appointment of up to ten Member Trustees is by election at the Annual General Meeting (AGM). Member Trustees must be members of the Trust. One-quarter of the Member Trustees are required to stand down annually, but are eligible for re-election at the AGM for up to a maximum of six continuous years after which they must take a break of at least one year before being eligible to stand for election again. In addition the Board may appoint up to three Appointed Trustees – one on the nomination of the Community Council. The Appointed Trustees must retire at each AGM following their appointment but may be re-appointed by the Board following the AGM.



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The Board elects the Chairman and any other office-bearers annually at the first meeting following the AGM. New trustees are provided with background information and meet with the Board to become fully acquainted with the work and aims of the charity.

The Board also oversees the work of any working groups that are set up and operate under the auspices of the charity.

#### **4.0 Membership**

The Trust has a membership of 126 individual members and 13 associate members.

#### **5.0 Purposes and Activities**

The Charity's Purposes are

- 5.1 To preserve, conserve, restore and improve the environment.
- 5.2 To advance citizenship and community development by the regeneration of Kirkhill and Bunchrew including the maintenance or improvement of the physical, social and economic infrastructure and by assisting people who are at a disadvantage because of their social and economic circumstances.
- 5.3 To advance education and in particular to promote opportunities for learning for the benefit of the general public.
- 5.4 To provide in the interests of social welfare facilities for recreation and other leisure time activity to the residents of Kirkhill and Bunchrew with a view to improving their conditions of life. The area described as Kirkhill and Bunchrew will be the boundary of the Kirkhill and Bunchrew Community Council area but including Clunes and Cabrich.
- 5.5 To provide or assist in the provision of housing for persons within Kirkhill and Bunchrew in necessitous circumstances and/or houses adapted to meet special needs of persons suffering from mental or physical disability, illness or impairment or old age.
- 5.6 To relieve poverty, particularly among the residents of Kirkhill and Bunchrew.
- 5.7 To promote, establish, operate and/or support other schemes and projects with wholly charitable purposes for the benefit of the Community and the public at large.

The Charity's Activities are organised through working groups. The Groups currently active are **Woodland**, which manages Upper Reelig Wood, an area of community woodland, **Park**, which manages the village play park, **Environment** which operates recycling and tidy-ups, and **Paths and Transport** (also known as Aird Community Links), which facilitates the provision of cycle and footpaths, **Website** which manages the

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[kirkhillandbunchrew.org.uk](http://kirkhillandbunchrew.org.uk) community website. A new group has just been set up to manage Wardlaw Mausoleum on an interim basis.

KBCT does not own any property but manages Upper Reelig Woodland on behalf of the Forestry Commission and has a sub-lease of Kirkhill Play Park from Highland Council, who lease it from Mr Macmillan in Kirkhill. It has just taken on the management of Wardlaw Mausoleum on an interim basis on behalf of Wardlaw Mausoleum Trust.

## **6.0 Management Committee**

KBCT is run by a Board of Trustees which is made up of local people who are committed to the provision of facilities and services for local residents to improve their quality of life. The Board is elected annually at the AGM. Members can serve a maximum of 6 years continuously and 25% of the trustees step down at the AGM but can stand for re-election. Office-Bearers are appointed by the Board. The current trustees are

Erik Lundberg – Chair

Ian Cowan – Vice-Chair

Averil Lamont – Treasurer

Aileen Armstrong

Jim Murray

Archie Prentice

Tim Muir was Secretary but recently moved out of the area. A new one will be appointed after the AGM. Ian Cowan also sits on the KBCC and acts as a link between the two bodies. Generally non-office holder trustees lead or represent an interest group that undertakes project activity.

## **7.0 Key Achievements**

- 7.1 **Management of Upper Reelig Wood** with the creation of a footpath network, log store building, community events and forest school activities.
- 7.2 **Creation of a footpath network** linking local communities with a long term objective of a **foot/cycle path from Clachnaharry to Beauly**. The section from Inchmore to Moniack was completed in 2008 and the next section planned is from Lovat Bridge to the Kirkhill Junction.
- 7.3 **Refurbishment of Kirkhill Play Park**. The lease was taken on in 2006 and all the play equipment has been renewed and the perimeter fence replaced. Highland Council cuts the grass and maintains the equipment. KBCT looks after the planting and the perimeter fence.
- 7.4 **Affordable Housing**. Early on the Trust undertook a survey of the whole KBCT area (i.e. all households) to ascertain the wish for affordable housing. In view of an almost

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unanimous response in favour of affordable housing Albyn Housing Society was contacted and the outcome was the affordable housing stock in Kirkhill.

- 7.5 [kirkhillandbunchrew.org.uk](http://kirkhillandbunchrew.org.uk) website. The site was set up to benefit the whole community with pages for all local community organisations and interest groups.
- 7.6 **Links with Kirkhill Primary School** including the Eco-School Programme, Village Market, ByCycle Project and litter picks.

## **8.0 Finances**

- 8.1 **Financial Review** - The Trust has continued to operate at a very low core running cost as almost all of the work is undertaken on a voluntary basis. The net surplus on unrestricted funds was £152 leaving an unrestricted balance of £3341 within cash at bank carried forward at the end of the year. A deficit of £3136 was incurred in the year on restricted funds, as a result of projects spending grant funding received in the previous year. The total in year deficit was £2420, as a surplus of £564 was made on designated funds in addition to the aforementioned surplus on unrestricted funds. The total cash balance at the year-end was £7184. The Trustees are satisfied that this level of funds is sufficient for continued effective operation.
- 8.2 **Principal Funding Sources** -The Trust's principal sources of restricted funds during the course of the year were grant funding from Highland Council and the Forestry Commission. The principal sources of unrestricted funding were from the sale of firewood arising from the Woodland Group's activities. In addition funds arising from sales of timber, also from the Woodland Group's activities, were designated by the Board for use within the Woodland Group.
- 8.3 **Reserves Policy** - The Trust's policy on reserves is to hold in unrestricted funds 6 months of core costs plus £1,000. The estimated core costs for 2013/14 year are approximately £350 giving a required reserve of some £1175. Unrestricted reserves carried forward from the 2012/13 year are £3341 and therefore amply meet the requirements of this policy. The Trustees reviewed the Reserves policy during 2012.

## **9.0 Future Developments**

The Trust is always open to suggestions for new projects that meet the needs or aspirations of members of the local community. It will also continue to advance current projects like the management of Reelig Wood, the creation of the Beaully-Inverness cycle path and the development of Kirkhill Play Park. It is open to exploring the form of its organisation and management to achieve these objectives.