

## Minutes of the 4<sup>th</sup> Board Meeting of Linlithgow Burgh Trust Monday 12 July 2017 at 14 Friars Way, Linlithgow

**1. Present:** Chris Long (Chair), John Aitken (Secretary), Mike Vickers (Treasurer), Chris Gunstone (Burgh Beautiful Chair), Marilyn MacLaren (Civic Trust Chair), Robbie Calder, Kirsty Leonard and Averil Stewart.

**2. Apologies:** John McGregor and Ron Smith

**3 Minutes:** The minutes of the Board Meeting held on 8 May 2017 were approved without change and were signed by Chris L.

**4. Matters Arising:** Chris L commented that the Mosaic project, for which we hold restricted funding, is not likely to proceed soon but he hopes that it will come to fruition at some point in the future.

**5. Correspondence:** The Secretary had written to WLC Finance and Property Services regarding the lease at Clarendon and had received a reply. The lease will be assigned to LBT if both LBT and the Town Management Group agree. It was agreed that LBT would like to take over this lease, subject to accepting the details.

The Secretary had contacted PayPal regarding the charitable status of LBT, which should reduce PayPal charges from 3.4% + 20p per transaction to 1.4% + 20p. The PayPal account will be monitored to confirm that the lower charge rate is now in place. **Action: John A.**

The Victoria Hall Trust had circulated a form seeking signatures in support of their proposals and members were encouraged to sign it. Ron Smith had asked for the LBT Board to agree to circulate this form to all LBT members and volunteers with known email addresses. This request was not discussed at the meeting but permission has subsequently been requested by email. **Action: John A.**

**6. Applications for Membership:** Applications for membership were accepted from George Adam, George Fleming and Rosena Watson.

**7. Governance:** The draft Gift Aid Procedure was approved without change. The LBT Expenses Claim Form was approved without change. The approved versions of these documents will now be placed on the LBT website. **Action: John A.**

It was proposed to form a Finance and Administration Committee comprising the LBT Chair, Treasurer and Secretary plus the chairs of LCT and BBL. This committee would advise the Board on matters relating to finance and administration and would be chaired by the Treasurer. It was agreed that LCT and BBL could send alternative representatives to meetings of this committee if their chairs were not available. John A agreed to draft Terms of Reference for the new committee. **Action: John A.**

**8. Finance:** Mike explained the Cash Book, Balance Sheet and the Cost Centre Management Accounts for June, which were all accepted as a clear statement of the current financial position.

Mike tabled a Financial Briefing Note paper, which was discussed at length. The following is a note of the key points and decisions reached:

It was agreed that final accounts for the former Linlithgow Civic Trust should be prepared from 1 January 2017 to 29 April 2017, when LCT was wound up. This will clarify the amounts transferred to LBT by LCT. **Action: Mike.**

It was agreed that the first set of LBT accounts for OSCR would cover the six-month period from 1 March 2017 (when LBT was incorporated) to 31 August 2017 (the Accounting Reference Date). **Action: Mike.**

It was agreed that all transactions prior to 1 May 2017 would be included in the LCT accounts referred to above (i.e. The LBT accounts would contain no transactions in March or April). **Action: Mike.**

The issue of quarterly budgeting was discussed and there was a general view that annual budgeting would suffice, without the need for quarterly budgets. At the request of the Treasurer, a decision on this point

was deferred until later in the meeting. It was not brought up again and thus a decision on this matter will be made at some point in the future.

It was agreed that committees would be permitted to overspend any budgeted item by up to 10% without needing to refer the matter to the LBT Board. This clarifies the approved Finance Procedure, clause 2.7 which requires “significant variances from the Agreed Budget” to be referred to the Board.

There was some discussion on the relative merits of adopting project based account codes but it was agreed to continue at present with the functional account codes that are already in place.

Draft budgets were tabled and reviewed, with the agreement that each committee would consider these budgets again and submit them for approval prior to 31 August.

A “Worst Case Position” paper on assets demonstrated LBT’s current financial strength. There are more than sufficient funds already available to cover planned expenditure in 2017-18, even without any income. As the proposed budgets are close to “break even” this is a very satisfactory situation.

There was some discussion on the designation of funds as “Restricted Funds”. The OSCR definition of Restricted Funds is:

“Restricted funds are funds that can only be used for the particular purposes specified by the donor. For example, if a local authority provides a grant to a local charity to refurbish the community hall, the grant is a restricted fund that can only be used for the purpose for which it was given, in this case refurbishing the hall. Another example would be if a charity carries out an appeal for a particular purpose (for example to purchase a minibus). The money raised by the appeal would be a restricted fund and should only be used for the purpose of the appeal. Income from assets held in a restricted fund (for example interest) will be subject to the same restriction as the original fund unless the terms of the original restriction say otherwise.”

Averil pointed out that the LBT Board can not simply set aside funds as “Restricted” unless the donor of these funds has specified a specific use for the money. It was agreed that further work is required to identify Restricted Funds in the current Balance Sheet and in the 2017-18 budgets. The wording of Sponsorship forms will also need to be re-examined.

As no budgeted items had been identified as “designated”, it was agreed that account codes were not required for designated income and expenditure and that they should be dropped entirely.

It was agreed that a professional examiner would be employed to examine the LBT accounts. Two candidates were suggested and will be asked to quote. The former LCT closing accounts do not require to be examined, as the organisation has been wound up. **Action: Mike.**

Chris L thanked everyone involved in this matter for their hard work and forbearance, particularly Mike and his wife Anne Thom.

**9. LCT:** Marilynne drew attention to the LBT committee minutes and project plan that had been tabled. Averil thanked her for the project plan, which clarified the work done by LCT.

The LCT committee was confirmed as: Marilynne MacLaren (Chair), Shona Reid (Secretary), Chris Long, John McGregor, John Mason, Allan Robertson, Ron Smith and David Timperley.

Chris L will prepare a costed project plan for the book “Looking at Linlithgow” and will submit it to the LCT committee for approval. The LBT Board looks forward to receiving this proposal after it has been approved by LCT. **Action: Chris L.**

**10. BBL:** Chris G drew attention to the BBL committee minutes and project plan that had been tabled. He hopes that the lease for Clarendon will soon be transferred to LBT.

There has been a problem with the roof at Clarendon and BBL are dealing with it.



Scottish Power wants to install a smart meter at Clarendon and it was agreed that this is not necessary. The Secretary will write to Scottish Power informing them of this decision. **Action: John A.**

BBL had requested a number of changes to their terms of reference and these were all accepted except the removal of the word “normally” from clause 5.3. It was felt that circumstances might arise when a BBL committee meeting might need to deal with a confidential matter. The Burgh Beautiful Committee Terms of Reference will be revised and placed on the website. **Action: John A.**

The BBL Committee membership was confirmed as: Chris Gunstone (Chair), Jean Long (Secretary), Jean Aitken, Robbie Calder, Hazel Duguid, Margaret Gunstone, Kathy Lindsay, Linda Orr, Myra Smith, Ron Smith and Averil Stewart.

Kirsty had tabled a paper on the status of Burgh Beautiful volunteers, proposing that a new membership class of “Associate Member” be established. Her views were noted but it was agreed to actively encourage volunteers to join LBT and to continue recognising and valuing their contribution as volunteers if they choose not to join. They are covered by LBT insurance even when they are not members but they should be registered as volunteers (via BBL) with the Secretary. At the time of the next Newsletter, it was agreed write to all volunteers, pointing out the benefits of membership and asking them to consider becoming members of LBT.

Chris L had tabled a paper on the proposed “Peace Garden” and Chris G had asked for another paper on this subject to be circulated. While LBT is not actively involved at this point, it was agreed that LBT wholeheartedly supports the project and hopes that it can proceed to completion.

**11. Membership Communications:** John A had tabled a paper on the administration of the LBT website. It was agreed that members should try to keep the content up to date. John A can provide training and support, if required.

**12. Next Meetings:** The dates of the next two meetings of the Board were decided as Tuesday 22 August 2017 and Tuesday 17 October 2017, both to be held at 14 Friars Way at 7.30pm. The F&A committee will meet on Thursday 17 August at 14 Friars Way at 7.30pm.

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Approved: Chris Long (Chair) \_\_\_\_\_ Date: \_\_\_\_\_