

## Gorebridge Community Development Trust

Minutes Board Meeting 13.03.19

**In attendance:** Dave Jackson (Secretary), Joanna Crow (Treasurer), Andrew Bathgate (Co-Chair), Hazel Thomson, Robert Laird (Chair)

**Apologies:** Helen Ann Dunn, Sean Hanlon, Cath McGill

**Staff:** DB

**In Attendance:** Gillian Cousin Midlothian Council

**Declaration of Interests:** None

**Membership:** 2 new members, 201 members

**Approval of Previous Minutes:** HT and JC

Topic: Finance Officer	
<b>Discussion</b> <ul style="list-style-type: none"> <li>JC applied for the position and will be stepping down from board and take up the role of Finance Officer for GCDT. Board supported the motion. JC starts 18.03.2018.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>None</li> </ul>	<b>Completion:</b>

Topic: Communication	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>DJ suggested more communication between meetings. Where possible DTM/BM to send a weekly update of key information/work being completed.</li> <li>Minutes and agenda to be circulated at least 7 days before meetings.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>DB will update on key info moving forward.</li> <li>Circulation of minutes 7 days prior to meeting.</li> </ul>	<b>Completion:</b> <ul style="list-style-type: none"> <li>Ongoing</li> </ul>

Topic: Risk Assessment	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>Trustees asked to pass comment from previous meeting. Nothing added. RA to be an agenda item every meeting moving forward.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>Add RA to agenda</li> </ul>	<b>Completion:</b> <ul style="list-style-type: none"> <li>Ongoing</li> </ul>

Trustee Code of Conduct	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>None. Trustees to complete form and give to DJ at end of meeting.</li> </ul>	
<b>Action</b>	<b>Completion</b>

Topic: Gorebridge Connected Update	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>DJ and RL reported on a recent visit to the Station building as part of Gorebridge Connected with Grant Ballantyne from MC. Recent correspondence from GB cannot confirm use of 58 for prelims for two months. (May 2019). Discussed letter given to Trust in Sept last year about what the Trust will be required to do during the grant. Discussion regarding MC Large Grant outcomes and Gorebridge Connected and what DTM will be responsible for. DB to meet with GC or SB to discuss. DJ and DB will have proposal ready week commencing 18<sup>th</sup> March for the Trusts involvement with the project. Trustees wish to be moving forward with the project, with the lessons learned at the Beacon. Trust working with local groups to utilise the space at Hunters Square. Heritage Trail, DB to find out about the next stage. Trust need to appoint a Project Manager so they can work with the design team and on the outcomes for the project for funders and the Trust.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>Trust to attend future meetings with MC and Design Team.</li> <li>Trust to produce proposal.</li> <li>Meet with GC and/or SB re large grant outcomes.</li> <li>Trust to start utilising the space at Hunter Square to fulfil the intention of why the work was carried out.</li> </ul>	<b>Completion:</b>

Topic: Trust/Beacon Update	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>DB gave an update on Trust and Beacon activities including CCF, CSGN and the café. Restricted funds: CCF will have an underspend in 19/20, no other concerns. CSGN, to claim grant. Quotes complete for garden. To purchase and claim. Bike Shed needs to be included in insurance.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>Send updated business plan to TJ</li> <li>DB to check insurance for bike shed.</li> </ul>	<b>Completion:</b>

<b>Topic: OSCR Response</b>	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>Trustees are preparing a final report for OSCR to confirm the actions the Trust has taken to address two notifiable events which includes evidence found, conclusions drawn and any further action. Trustees sought advice and guidance from third sector support agencies. There was further discussion to complete evidence gathering in a timely manner and ensure that as Trustees they have met all their legal obligations.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>Completion before end March 2019</li> </ul>	<b>Completion:</b>

<b>Topic: Legacy of Misunderstanding of Restricted Grants</b>	
<b>Discussion:</b> <ul style="list-style-type: none"> <li>Trustees discussed the financial impact on the charity due to the misunderstanding of restricted grants in recent years: including additional audit fees to ensure the Trust's accounts reflect each individual grant stream, irregularities in making claims to funders that were not approved by the Board, payment to trustees (remunerations), lack of financial reporting to board, no minute/documentation of restricted grant spending.</li> <li>Trustees discussed that any liability with previous mismanagement of funds prior to the new board being formed will remain the concern of the old board, up to two years from date of resignation.</li> <li>Trustees discussed remuneration of previous Trustees including no minute to agree the decision of payment (including amount), or of the work remunerated was in the best interest of the charity or serving Trustee, or if those remunerated had excluded themselves from a decision made.</li> <li>It was discussed and agreed by the board that if any further historic irregularities come to light this information will be shared with OSCR.</li> </ul>	
<b>Action:</b> <ul style="list-style-type: none"> <li>Complete documentation</li> </ul>	<b>Completion:</b>

Date of next meeting: 16<sup>th</sup> April 2019 10.00 AM