

Minutes of AGM Meeting of Board of Trustees Held on Wednesday 11th October 2023 18.00 hrs Kilmardinny

Present:

Alan Wright	(AW)	Independent Director (Vice Chair)
Greig Russell	(GR)	Independent Director
Ian Gallagher	(IG)	Partner Director
Jim Gibbons	(JG)	Partner Director
Jimmy Watson	(JW)	Independent Director
Lu McNair	(LM)	Independent Director
Jim Neill	(JN)	Independent Director (Chair)
Maeve Kilcoyne	(MK)	Company Secretary
Mark Grant	(MG)	General Manager
Sandy Marshall	(SM)	Independent Director
Stewart MacDonald	(SMD)	Partner
Vaughan Moody	(VM)	Partner Director (Vice Chair)

Apologies:

Alix Mathieson	(AM)	Partner Director
Craig Bell	(CB)	Trade Union Director

In Attendance:

Scott Gillon	(SG)	Audit Partner, Wylie & Bisset
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Item	Subject	Action
1.	Apologies As above	
2.	Minutes of Previous Annual General Meeting – held on 12th October 2022 Minutes were proposed by VM and seconded by IG.	
3.	Register of Interests MK advised that she has emailed all Board members with information held on the Register of Interests which is also on our website. All directors have been asked to check and advise of any updates.	
4.	Audit Management Report, Annual Report and Financial Statements for the year ending 31st March 2023 with Wylie & Bisset. SG advised that we have an unqualified audit report. SG advised that we no longer have a pension liability but that the calculation of a surplus does not give rise to an asset as there is no legal right and therefore the asset is not recognised. There is no unconditional right and that you would not get £8.5 million from this as at 31 March 2023.	

Item	Subject	Action
	<p>SG highlighted page 52 of the annual report and accounts which outlines the auditor opinion, basis for opinion and conclusions relating to going concern. No adjustments were required to the accounts.</p> <p>The accounts were proposed by VM and seconded by JW.</p> <p>MG thanked SG and MK and her team.</p>	
5.	<p>Retirement of Independent Director(s) (Clause 62.3 of Articles of Association) Reappointment of Independent Director(s) (Clause 62.3)</p> <p>MG advised that this year JW was tabled for retirement. Last year it was SM, GR had only been in posted since 16 February 2022 so wasn't tabled. The previous year it was JN and JW.</p> <p>JN decided to retire and not to stand for reappointment. The board appointed JG as Chair.</p> <p>SM proposed decision and JG seconded.</p>	
6.	<p>AOCB</p> <p>None</p>	
7.	<p>Proposed Date of Next Annual General Meeting – Wednesday 9th October 2024</p>	

Signed:



Date

9 October 2024