



# Govanhill Baths Community Benefit Society

Annual General Meeting

13 May 2019, Commencing 2:00pm

The Deep End, 21 Nithsdale Street, Glasgow G41 2PZ

**Present:** Jane Adair (Board Treasurer); Andrew Blaikie (Annette Street Primary School); Allison Breen; Ruby Chalmers; Nathan Coley; Geraldine Clayton; Julian Dawydiak (Board Secretary); Frances Diver (Board Chair); Lucy Gillie (South Seeds); Nadine Gorency; Barrie Levine; Derek McCutcheon; Robert McKinnon; Niall Murphy; Christopher Reay; Henry Rooney; Toby Sandison (Community Shares Scotland); Dave Sherry; Nicola Smith; Fariha Thomas; Steven West; and, Fatima Uygun (Board Director).

**Apologies:** One Hundred and Nineteen received.

**The Following Appointed the Chair, Frances Diver, to vote on their behalf:** Douglas Carson; Michael Diver; John Diver; Nicola Fisher; Patrick Grady; Sylvia O'Grady; Ruth Oliver; Amalia Pottinger; John; Pottinger; Owen Sedgwick-Jell; Malcolm Shifrin; Alan Walsh; Alex Wilde; Vivienne Wilson; and, Rose Woollen.

**The Following Appointed Fatima Uygun to vote on their behalf:** James North.

**Minutes:** Julian Dawydiak

## 1) Chair's Address:

- a) Frances Diver (FD) introduced herself as Chair of Govanhill Baths Community Benefit Society (GB CBS). She thanked members for attending and supporting the Community Shares campaign.
- b) Confirmed the meeting quorate and introduced members of GB CBS Board and their roles.
- c) Asked if all present had signed the attendance register, and to do so at close if not.
- d) Noted apologies.
- e) Briefly described the Community Shares (CS) campaign and the support from Community Shares Scotland. Noting that as an urban organisation, GB CBS' campaign differed from the majority of CS campaigns that tended to be rural.
- f) Noted campaign raised £268,750.00 from 569 investors, with the minimum investment being £100.00; that the 377 people who invested £100.00 raised as much as the 40 people who invested £1,000.00, showing the support from local people for the campaign.
- g) Thanked Julian Dawydiak (JD) for managing the campaign and acknowledged the contribution of Big Society Capital to the campaign's success.
- h) Stated GB CBS was currently acting as a "holding company", managing the money raised until required by Govanhill Baths Community Trust (GBCT) for the refurbishment. Thus, there has been limited activity by GB CBS.

- i) The Board meet on a regular basis.
- j) To date, funds had been used on fulfilling investors' Share Rewards, platform fees from Crowdfunder and Stripe during the campaign, and administration of the CBS.
- k) The Board are seeking to accrue interest on the funds until they are required.

## 2) Fatima Uygun's Address:

- a) Greeted all in attendance.
- b) Stated would give presentation on GBCT's activities.
- c) There are three structures involved in the refurbishment of Govanhill Baths: Govanhill Baths Building Preservation Trust (tasked with managing the refurbishment); Govanhill Baths Community Trust; and, Govanhill Baths Community Benefit Society.
- d) Currently the best option for Govanhill Baths when reopened is for GBCT to remain owner of the building and lease it on a long term basis to GB CBS who will run the Wellbeing Centre and activities associated with Govanhill Baths.
- e) Described inception and history of GBCT and GB CBS.
- f) Referred to the CS Share Offer Document and its availability on GBCT's website, and that it contains information on interest on and withdrawal of investments.
- g) Described aims of GB CBS: secure ownership of Govanhill Baths for the benefit of the community; to ensure building is viable for future generations; the local community has influence over the facility; to reflect the diversity of activities by GBCT and the aspirations of the community; to utilise the skills of the community to introduce new activities; to generate income; and, to act as a model of community ownership for other organisations.
- h) What GBCT currently delivers and GB CBS will do so in the future: Rags to Riches, now one of the major upcycling enterprises in Scotland, including a retail shop and the Scottish Upcycling Network, and future plan to set up a manufacturing unit; GBart, public arts programme, which includes setting up The Deep End as an arts space, and the annual Govanhill International Festival and Carnival; Learner Swimming Classes, with over 300 people using the service on a regular basis; Wellbeing Programme (with chess, pottery, Cast Offs Group) that supports the individual and the community, and built environment; Archive to preserve the heritage of the community; the new Youth Programme; Community Regeneration; and, Capital build.
- i) Future work planned for next year: refurbishment of Govanhill Baths; increase partnership work with other organisations; Wellbeing Programme; improving physical and mental health; improving employment opportunities; improving community cohesion; Rags to Riches; GBart and the Deep End facility; and, Archives with an open museum in the refurbished Govanhill Baths with a museum for the Steamie.
- j) Design of refurbished Govanhill Baths informed by the local community, with 10% taking part in consultation, highlighting need for shared accessible access.

- k) Community Shares campaign; funders stipulated that at least £250,00.00 be raised, however GB CBS is assessing whether it was the best model to raise income. It did show continuing support of the local community. GB CBS will explore plans to extend the membership in the future.
- l) FD asked if attendees had any questions. None were raised.

### **3) Re-election of Board:**

- a) FD said current Board will stand down for re-election
- b) Toby Sandison (TS), Community Shares Scotland, acted as temporary Chair.
- c) TS asked if anyone objected to the re-election of the Board. No objections were made.
- d) The Board was re-elected.
- e) FD stated formal Board elections would be held at the next AGM in 2020.

### **4) Application of Profits:**

- a) FD stated this was not applicable.

### **5) Any Other Business:**

- a) FD asked if there were any questions.
  - i) Shareholder asked for information on the Steamie. Information was provided on its dimensions and former operation. Fatima Uygun also provided a summary of the facilities that would be available in the refurbished Govanhill Baths, as described in the Community Share Offer document, and its layout.
  - ii) TS was asked what percentage of people investing in a Community Shares withdrew their investment. TS said it was difficult to give an answer as there were few groups in Scotland that had gone through the process of Community Share issue, and that matters of withdrawal were a matter for the Board to decide upon. FU said that in 2021 Shareholders would be entitled to interest on their investment, which they may decline; when GB CBS makes a profit a percentage of shareholders will be entitled to withdraw their investment, if they wish. Such entitlements will be granted by the Board, as described in the Share Offer Document. FU also stressed that regardless of amount invested, all Shareholders were entitled to one vote each.
- b) No other questions were raised and FD thanked all for attending.
- c) FU reminded Shareholders they were entitled to benefits in the form of reduced prices at the Rags to Riches retail store and on courses GBCT runs.
- d) FD closed the meeting.