



Govanhill Baths Community Benefit Society

Minutes of Annual General Meeting

29 September 2020

Conducted via Zoom videoconferencing

DRAFT

Apologies: Olivia Gurtler; Georgina Tierney; Dave Craig; and, Dave Sherry.

The Following Appointed the Chair, Frances Diver, to vote on their behalf: Douglas Carson; Jean Adair; John Diver; Michael Diver; John Pottinger; and, Victoria Woollen.

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

Minutes: Julian Dawydiak

1) Alex Wilde (AW) welcomed everyone to the Govanhill Baths Community Trust (GBCT) and Govanhill Baths Community Benefit Society (GBCBS) AGMs. She described the format of meeting, saying the GBCBS AGM would take place first, followed by GBCT AGM. There would then be presentations on the work of GBCT, an update on the capital rebuild and GBCT projects.

2) Chair's Address:

- a) Frances Diver (FD) Thanked AW and introduced herself and her role. Thanked investors for attending and asked Julian Dawydiak (JD) to confirm the meeting quorate. JD stated 28 members were required to form a quorum and the number of attendees and proxies did not currently meet that number.
- b) AW suggested that FD give an update of the GBCBS' work and then reassess if a quorum was made.
- c) FD introduced the GBCBS board members: JD (secretary), Derek Marchant (DM - Treasurer), Fatima Uygun (FU - GBCT manager), and Jean Adair (who sent apologies). FD thanked all members for their support, especially in the past year as final sources of funding were sought for the Govanhill Baths' refurbishment, which demonstrated the ongoing support of the community for the rebuild.
- d) The GBCBS board met regularly in the past year and took the decision to transfer £170k of funds to two one-year fixed interest bonds with United Trust Bank and Hampshire Trust Bank, which shall mature shortly and yield combined interest of interest £3,166.00. The board will do their best to invest capital in interest-bearing accounts for the next year up to the next AGM.

- e) Discussions had been ongoing with the GBCBS board and boards of partner organisations: GBCT and Govanhill Baths Building Preservation Trust. These discussions were supported by Development Trust Association of Scotland about the future role of the GBCBS in the operation of Govanhill Baths building, to be clarified hopefully in coming months. Significant changes to the boards are anticipated at the next AGM in summer 2021.
- f) FD asked the secretary for an update of the number of members attending. JD stated a quorum had not been formed.
- g) FD said that if there was a quorum at end of the GBCT AGM and project presentations the GBCBS AGM would commence.
 - a) FD thanked all in attendance.
 - b) JD confirmed 10 members were in attendance and there was not a quorum.
 - c) FU requested the GBCT AGM commence.
 - d) The GBCT AGM was held.

3) Formation of Quorum:

- a) Following GBCT AGM AW asked if the GBCBS meeting was quorate. FD stated it was not.
- b) DM said the GBCBS Rules stated (Rule 59) that if after 30 minutes a meeting is not quorate those members in attendance can then form a quorum.
- c) FD asked if there were any objections from members present to this action. None were raised.
- d) FD formally adjourned meeting and rescheduled it to commence in 30 minutes.
- e) AW thanked FD and asked GBCBS members to remain.
- f) GBCBS AGM recommenced after 93 minutes.

4) Chair's Address (Continued):

- a) FD thanked all GBCBS members for remaining and started the AGM in accordance with Rule 59.
- b) FD invited members to review minutes of 2019 AGM as circulated to members by JD and if there was a proposer and seconder from those in attendance at that AGM.
- c) FU proposed and Vivienne Wilson seconded.
- d) Minutes of the previous AGM were approved.
- e) FD asked if there were any matters arising. No matters were raised.
- f) FD asked DM to present the accounts

5) Treasurer's Address:

- a) DM stated the 2020 accounts were still with the GBCBS' accountants, whom the secretary was working with to complete.
- b) The principle responsibility of the GBCBS is to look after the members' investment and to make some amounts of expenditure.
- c) In the year 2019-20 there were two members of staff of the GBCBS which would result in some change of expenditure.
- d) Until Govanhill Baths reopened the focus of board would continue to be that GBCBS funds kept appropriately and earning interest.

6) Election of Board:

- a) FD asked AW to assume temporary position of chair while FD and FU stood down from board.
- b) AW confirmed she had assumed temporary chair of GBCBS and asked FD and FU if they proposed to stand for the board. FD and FU confirmed this was so. AW asked if there were any objections. None were noted and AW confirmed that FD and FU were duly re-elected to the GBCBS board.
- c) FD resumed position of Chair.

7) Application of Profits:

- a) FD stated this was not applicable.
- b) A formal report on the activities of the GBCBS would be available on the GBCT website shortly.
- c) FD thanked all for attending.

8) Other:

- a) AW informed those in attendance that the meeting had been recorded for the purposes of writing the minutes, and that the recording would not be kept, and would not be used for any promotional purposes.