



Reforesting Scotland
 Annual General Meeting
 5th of October 2014 9.15am
 Kyleakin Village Hall
 Kyleakin
 Isle of Skye

In Attendance: Fi Martynoga, Paul Ritchie, Alan Carter, Ian Hardie, Mandy Meikle, Karen Birch, Annie Casey, Karen Grant, Sally Wilkin, Hamish Neilson, Tim Godfrey, Senga Bate, Janet Lambert, Anna Alexander, Peter Woolverton, Ninian Stuart, Hugh Chalmers, Ben Bate, Helen Armstrong, Sally Macpherson, Sue Stubbs, Anna Strachan, Sally Curtis, Rachel Avery, Jonathan Dale, Piers Voysey, Lynne Mathews, Iain Mathews, Susan Finlay, Anna Lawrence, Alan Gilchrist, Maria Meyer, Dorothy Jackson, Alan Drever, Nick Sneller, Nicky Penford, Peter Caunt, Mark De Vries, David Jamieson, Elizabeth Jamieson, Joe Wilton, Georgina Stutchfield, David Stutchfield, Katherine Vine.

Apologies: Bernard Planterose, Donald McPhillimy, Simon Jeffries, and John Ballantyne.

Scribe: Emily Edwards

	Action
<p>1. 2012/13 AGM Minutes</p> <p>Alan Carter (RS Chair) went through 2013 AGM Minute and proposed that they be accepted, this was seconded by Rachel Avery.</p>	
<p>2. 2013/14 EGM Minutes</p> <p>Sally Curtis asked if the EGM 2014 minutes had been approved. Approval was proposed by Ian Hardie and seconded by Sally Macpherson.</p>	
<p>3. Statement of Accounts 2013/2014</p> <ul style="list-style-type: none"> • Current projects are Star Tree and 1000 Huts with the Coppice Network project having been delivered earlier in 2014 with support from FCS. • The Radical Rowan was produced twice this year (January and June 2014) thanks to Sally Macpherson. • The Reforesting Scotland journal was produced in September 2013 and April 2014 with Mandy Meikle as Editor and Karen Grant as designer. • Emma Chapman introduced a new website for RS in 2013 which is still in use with her continued help. • RS has 496 members and 180 subscribers • The 1000 Huts Facebook continues to grow with around 2500 followers while the RS Facebook has grown to around 770 followers. • RS is continuing its involvement with the Forest Policy Group. 	



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<p>4. Financial Report</p> <ul style="list-style-type: none"> • Paul Ritchie (RS Treasurer) read the financial statement summary • Income for the year is standing at circa £50,000 while expenditure for the year is sitting at just over £60,000, showing a deficit of around £10,000. • RS have unrestricted funds of circa £12,000 • RS had a larger surplus last year but this year should break even. • Paul Ritchie spoke about the Star Tree Grant and reminded members that the last tranche of money will be given retrospectively so there will be a need for increased cash before the end of the project in October 2016. • Anna Alexander asked whether Gift Aid was being claimed; Paul Ritchie confirmed it was in hand and that claims can be backdated. 	
<p>5. Directors</p> <ul style="list-style-type: none"> • Alan Carter asked RS Directors whether they would like to continue in their roles. • Piers Voysey announced his decision to step down from the board and from the post of Company Secretary. • Mandy Meikle proposed that all current Directors, Alan Carter, Sally Macpherson, Hugh Chalmers, Paul Ritchie, Nicky Penford, Fi Martynoga and Ninian Stuart are re-elected; Karen Grant seconded this. There were no objections. • Alan Carter asked additional Directors to join the Board of RS. Anyone interested should contact a Director. 	



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<p>6. Auditors</p> <ul style="list-style-type: none"> • Paul Ritchie reported that the auditing of RS Accounts was put out to tender this year. • Paterson Boyd Accountants of Glenrothes, Fife, secured the contract. Proposed by Piers Voysey and seconded by Sally Macpherson. There were no objections • Ninian Stuart acknowledged that John Norman has given good service as accountant to RS over the years. • Anna Alexander reminded the directors that John Norman would need to be informed as soon as possible. 	
<p>7. Special resolutions</p> <ul style="list-style-type: none"> • Alan Carter read the special resolutions that were sent out to members prior to the Gathering on 26th August 2014, which are detailed below: <p>We resolve, on approval by the Office of the Scottish Charity Regulator (OSCR), that the objects of Reforesting Scotland, as expressed in the Memorandum of Association of Reforesting Scotland, should be:</p> <p>(1) To promote education and, in particular, to conduct research into, and promote public awareness and understanding of, the role of woodland restoration in the stabilisation and regeneration of ecosystems.</p> <p>(2) To promote the principles of ecologically sound sustainable forestry practice for the rural communities of Scotland.</p> <p>(3) To carry out work to provide, maintain, restore or improve public amenity woodlands, parks and other green spaces; or structures and access or interpretation works (including paths, signs, information boards, etc.) within such places, in the vicinity of landfill sites and elsewhere in Scotland.</p> <p>(4) To advance forest culture and heritage in Scotland;</p> <p>(5) To advance physical and mental health through improving public access to forests and the natural environment; and</p> <p>(6) To advance community development, particularly by involving communities in the management of natural assets.</p> <p>Membership</p> <p>We resolve, on approval by the Office of the Scottish Charity Regulator (OSCR), that the membership section of the Articles of Association of Reforesting Scotland,</p>	



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<p>consisting of articles number 5 to 25, should be replaced with the following.</p> <p>(5) The following clauses replace any previous arrangements for membership and shall apply to all members whatever their joining date once notice has been given to members of the change.</p> <p>(6) The Company may at by ordinary resolution at a general meeting create such classes of membership, having such rights, obligations and benefits as the Company may from time to time think fit.</p> <p>(7) Where any class of member comprises more than one individual, they shall nevertheless count as only one member for voting purposes with the exception of family members and joint members, who shall be entitled to two votes.</p> <p>(8) For the avoidance of doubt, provision for the possibility of family, joint or any other class of membership does not imply that the Company is required to have such a class of membership</p> <p>(9) Applications for membership shall be in written or electronic form and signed or otherwise authenticated by the applicant or by someone making the application on behalf of the proposed member in such form as the Directors may require from time to time. The Secretary shall, upon the due admission of any applicant by the Directors or in accordance with such delegated procedure as the Directors may from time to time authorise, and upon payment of the applicant's subscription (or lifetime subscriptions in the case of life members), enter the name of such applicant in the books of the Company, and upon such entry such applicant shall become a member accordingly.</p> <p>(10) The Directors shall have the right to refuse to admit any applicant to membership of the Company, provided notification of refusal is given to the applicant within a reasonable time.</p> <p>11) The annual subscriptions for all classes of member as the Company may create from time to time shall be determined by ordinary resolution at a general meeting. Such determination may further provide for differential rates of annual subscription (e.g. for students, senior citizens and families) and of lifetime subscriptions or other classes of membership as may be determined from time to time by Company.</p> <p>(12) Membership of the Company shall automatically terminate: -</p> <p>a. On the intimation to the Secretary of a member's wish to resign membership; or</p> <p>b. On the death of a member or, in the case of joint membership, on the death of the last surviving joint member; or</p> <p>c. If any member shall have failed to pay the annual subscription six months after the date on which the same shall have fallen due for payment, but such member may thereafter be reinstated at the discretion of the Directors on payment of all arrears of subscription; or</p>	



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<p>d. If the Directors resolve that a member’s membership of the Company be terminated as a consequence of the conduct of such member being in the reasonable opinion of the Directors, contrary to the objects of the Company or injurious to the Company or its character or reputation provided that, before passing any such resolution the Directors shall give to any such member an opportunity within 21 days to justify or explain such conduct or resign. Any subscription paid by any such member shall be forfeited.</p> <p>(13) No right or privilege of any member shall be in any way transferable, but all such rights and privileges shall cease upon the member ceasing to be a member, whether by death, resignation or otherwise.</p> <p>(14) With regard to activities of the Company at a local level: -</p> <p>a. The Directors may from time to time establish rules governing (i) the circumstances in which members may come together to form, with the approval of the Directors, a members centre or such other grouping as may be approved from time to time by the Directors (and with such title as may be approved by the Directors); and (ii) such other arrangements as the Directors think fit for the co-ordination and management of Company events and activities in a particular location or area. Subject to any such rules, members may come together to form any such members centre or other grouping to further the object and activities of the Company in any part of Scotland; and</p> <p>b. Any local group of members may raise and hold funds only if they work to a constitution or other rules decided by the Directors. Funds of the Company raised or expended by a local group shall be accounted for in the general accounts of the Company and shall be subject to direction by the Directors.</p> <ul style="list-style-type: none"> • The Changes to the objects of Reforesting Scotland was proposed by Fi Martynoga and seconded by Anna Lawrence (the changes are subject to being approved by OSCR.) • Sally Curtis asked if it was possible to specifically include huts in the RS memorandum. Alan Carter pointed out that it was not something that was recommended by OSCR and the changes were to make RS more flexible in what projects they were able to undertake and support. • Alan Carter stated that the changes to membership had been largely borrowed from the Scottish Wildlife Trust’s memorandum. 	



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<p>8. AOB</p> <ul style="list-style-type: none">• Directors were thanked for their work done over the last year. Special thanks to Piers Voysey who has contributed greatly to RS during many years• Thanks to the Ceilidh Collective and Robin Naumann for fundraising on behalf of RS. They also have up coming ceilidhs on 1/11/2014 and 21/03/2015 in support of the work RS does.• Thanks to the Centre for Stewardship for their work done over the last year.• Big thanks to all the hosts at this years Gathering.• Thanks to Tiril, Dorian and Emma for the food at the Gathering.• Special thanks to Hugh Chalmers for organising a spectacular Gathering this year.• Ian Hardie asked the directors to consider disabled access at future Gatherings.• Thanks to Alan Carter for Chairing the AGM.	