

CORNHILL COMMUNITY ACTION LTD

Minutes of meeting on Friday 18th December 2020, 12.00 noon via zoom and subsequent emails

Present: Directors: William Carrington
Martin Devon
Members: David Richmond
Elizabeth Devon

Apologies: Directors: Steve Wight
Oliver Wright

1. Discussion of 'Terms' to be agreed by CPC with NCC's Strategic Estates.

It was agreed that the following arrangement, written in our proposal would be ideal:-

'Transfer of the former Cornhill First School by conveyance of the freehold for the consideration of £10, subject to a reversion clause under which CPC may request NCC to take back the freehold for the same consideration.'

William said that he could ask his solicitors, Boodle Hatfield (foremost experts on leasehold law in the country), to help with the negotiations if necessary, but that will be for the PC to decide.

David asked if the PC had passed a formal resolution re the CAT application? People might ask "by whose authority is this all proceeding?" Martin said that the PC passed a resolution to proceed with the CAT right at the beginning of the process. However, it was agreed that this must be checked with the PC.

To be checked with PC at meeting on 14th January 2021

2. Should CCAL -

- remain as present reporting to Companies House only
- convert to a Charitable Incorporated Organisation (CIO), reporting to the Charity Commissioners only
- be a charitable company limited by guarantee? - reporting to both.

Previously, both Steve and Iain Hedley (NCC) have suggested that, in terms of successful grant applications, CIO status would be preferable. Martin, added that, having done some research about this, it is relatively simple to transfer the company to a Charitable Incorporated Organisation. Both William and David agreed that to do this made sense; David added that we may then be eligible for Gift Aid.

However, it was agreed that Steve is the expert and we need his thoughts before any decision is made. It was agreed that we would keep our current status until the 'terms' have been decided between the PC and NCC.

Steve added: Regarding charitable status..... if we were a charitable organisation limited by guarantee, the directors would be protected against liability. I would be inclined to set up as a CIO and if things really do get off the ground, then look to become a limited company. We would indeed be eligible for gift aid etc and be able to access grant funding.

Oliver agreed that Steve is the expert on this, but charitable status would seem preferable but he was unsure which would be best.

It was therefore agreed that the company would convert to a Charitable Incorporated Organisation (CIO)

3. Bank account

Elizabeth reported that, yesterday (17th December), she received a phone call from the Bank of Scotland informing her that Business accounts are being opened again soon. This may be the easiest route for us to follow.

Martin had researched other free possibilities:

Metro Bank - require two officers to sign-in independently to approve the payment which is a drawback;

Starling Bank - requires a limited company status.

However, no online bank appears to be offering charity accounts until the new year.

William suggested investigating the Swedish Handelsbank(en) - Martin will do this and report back.

Agreed to wait until we hear from the Bank of Scotland

4. Website

We need to get at least a holding page with an https certificate in place. Oliver has made a start on this but is very busy with university work. William suggested that we contact his employee, Tyler Krett who has already offered to help. Martin will do this as soon as he can; we need to get the certificate sorted out as an uncertificated site gives the wrong message. Martin will copy Oliver into any correspondence.

Oliver thanked everyone for being understanding about his university work but he still needs a list of key points to be portrayed on the website and social media channels – including the name for the building. Also, if anyone has any images of the site that we can use?

5. Logo and/or cartoon-type drawing

Elizabeth explained that Stephanie had put her in touch with Lizzie McCorquedale, a local artist who suggested Richard Johnson might help; she is waiting for a reply. Elizabeth then shared the screen and showed an image of the sort of drawing she envisages. William thought it was a good idea and added that we could add some features that are distinctive to Cornhill. Elizabeth will pursue this.

Oliver said he really does need some images for the website.

6. Name for the building and

7. Communication with the village

It was agreed that we need to let as many people as possible know what is going on using whatever means we can - Facebook, noticeboards etc. David offered to deliver leaflets around the village and this was gratefully accepted and a very good idea so no-one can then say he/she did not know anything about it. He also made the point that any communication must come from the PC rather than the company. A lot of people in the village do not know about the company. **This was agreed by all.**

David also suggested that a simple name for the building could be **The Cornhill Centre.**

This was agreed

William would like the PC to proclaim far and wide that we have been successful (so far) in our proposal for the refurbishment of the school.

To be raised at PC meeting on January 14th 2021

8. Further members of the company – management of rentals

William suggested that we ask Anne Legge who has already agreed to help with the Finances Elizabeth suggested Sharon Knight.

There were no objections so Elizabeth will ask them.

9. AOB (these points were raised earlier in the meeting)

- William said that it is hoped that Berwickshire Connect might rent one of the units when the school is refurbished - links both the English and Scottish sides of the border.

- William raised the query about whether the money promised by Roderick Lawrie will be available to us. Steve as Chair of the PC may be able to answer this. We hope that this may be

£25,000. We need £60,000 for the project. William pointed out that NCC/Gleesons should take responsibility for re-connecting the electricity and water supplies (accounting for £19,000). This will be part of the terms to be agreed with NCC.

Ask at PC meeting on 14th January 2021

Minutes agreed by email by 11th January 2021