



**Annual General Meeting – 6 December 2019
Pentland Hotel**

Annual General Meeting called to order at 7.05pm by CBP Vice-Chair Iain Maclean

In Attendance: CBP Board of Directors

Robin Herrick (Chair via Skype)
Iain Maclean (Vice-Chair)
Kenneth McElroy (via Skype)

In Attendance: CBP Members

Alex Groves (committee)
Alison Smith
Anthea Atkins
Chris Aitken (committee)
Dawn Mackay (committee)
Iain McElroy
Jane Coll
Gary Williamson
Pete MacRae (committee)

Apologies For Non-Attendance: CBP Members

Catrina Lawson
Joanne Howdle (director)
Mark Gibson (committee)
Sara Herrick (committee, Treasurer, Membership Secretary)

1. Welcome and Apologies

Vice-Chair Iain Maclean welcomed all in attendance.

2. Minutes of previous AGM

Iain Maclean detailed the minutes from 2018's AGM and advised that as discussed in 2018's meeting, the CBP did not win the Heritage Award.

Proposed by Chris Aitken and seconded by Dawn Mackay

3. Chairman's Report & Presentation

Iain Maclean thanked Robin Herrick for all his work undertaken in the past year.

Vice-chair Iain Maclean gave an overview of activities carried out by CBP in 2019. The presentation includes:

- Achvarasdal Broch – Work was undertaken to remove the hogweed. Iain Maclean thanked the Caithness Volunteer Group who assisted with this project. Maintenance is likely to be an on-going requirement as the wall has fallen: CPB have reported this to HES and this may result in another project.
- Map – work on maps in general has been on-going for several years. A new fantasy-style map of Caithness has been created. CBP has a graphic design toolkit to allow changes to be made to the new map. The map can be used in a new advertising leaflet or as a background in an app. Iain Maclean advised that developing an app would be a new project. Iain Maclean thanked Fantasy World Maps for their work on the map.
- Ousdale – Iain Maclean advised that this project has been under discussion for five years. There was a collapse in 2015 which resulted in the broch being a danger to visit. CBP approached Historic Environment Scotland (HES) to have the restoration project approved. There are several funders assisting with the restoration project: Highland LEADER Programme, Historic Environment Scotland and the SSE Beatrice Caithness Fund. Iain Maclean went on to discuss that this is not just a broch restoration project: work is also being undertaken to create a path down to the broch and the contract for this work has been awarded to Highland Conservation. Work on this project is on-going.
- Keiss – earlier this year, the CBP descriptive stone at Keiss was damaged beyond repair. Iain Maclean advised that this was one of the first projects the CBP undertook in 2015. The stone is due to be replaced in the coming year.
- Talks – Iain Maclean went on to discuss the various talks that have been undertaken in the year.
- Fundraising – about £500 was raised at Live Jive. A quiz night at Merlin Cinema raised £1,000.
- Arts Auction – An Art Auction was conducted at Lyth and raised about £7,000. 42 artists from Caithness and beyond contributed.
- Replica Broch Build – Iain Maclean advised that this was being rebranded as “Big Broch Build”. The original site that had been agreed was located next to John o’ Groats Mill. Upon further consideration it was agreed that this decision was not very robust. The search for a location has been opened up again to look at various sites in Caithness. Iain Maclean went on to explain that the first task was to hire an architect. After a competitive procurement process, Hoskins Architects were successful, with Jura Consultants as a sub-contractor. There are 24 sites within Caithness that are to be reviewed and Hoskins/Jura have been assisting to narrow this down to a shortlist. Hoskins/Jura will visit the shortlist locations. CBP is unable to progress with a business plan until the site has been agreed. Iain McElroy asked if the idea is still to build the Broch in the original way. Iain Maclean confirmed that CBP will use authentic techniques as much as possible, but modern building requirements (including health and safety) and cost efficiencies mean that modern equipment and techniques may need to be used. Peter MacRae discussed the minimum brief of the project which is to build a replica Iron Age Broch. The wider brief includes a visitors centre with café, etc. It was confirmed that this project would take many years.

4. Treasurer's Report

Chris Aitken provided the Treasurer's Report for 2017-18 as the CBP Treasurer was unable to attend.

The financial position is positive. Chris Aitken advised that the Unrestricted funds support general funding of the Project and the Restricted funds are donated with conditions applied, and are allocated to specific projects.

One of the key takeaways is that there are changes in available funds due to the funding coming in and going out, so the year-end balance is a snapshot of what is in the bank at the time. Robin Herrick said if there are specific questions these will need to be taken away as the Treasurer for 2017-18 stepped down.

5. Resolutions

Chair Robin Herrick advised that there were four resolutions that were required to be voted on. The first two were ordinary resolutions requiring a majority of members present to pass the resolution.

1. Restricting New Membership – the key area for discussion is restricting membership to Caithness residents. The concern that has been highlighted is that the CBP may be unable to apply for certain funds if 50% of the membership is required to be "local". Robin Herrick confirmed that members of CBP who were not based in Caithness would continue be members of CBP. Any new members would have to be a permanent resident in Caithness or have their main residence based in the county. Robin Herrick confirmed that at present membership was approximately 50/50. Robin Herrick asked if there were any strong feelings around this topic. Chris Aitken stated that it was a sensible approach to take due to the possibility of needing to purchase land and CBP needs to be eligible to apply for funding and there is a new friendship category for individuals not based within the county. Robin Herrick advised that it needs to be made clear that when individuals join as a member, they are joining the company and that they will be included on the public registry list.
Resolution passed with 11 in Favour, 2 against, 0 abstained (this included proxy votes received)
2. Introduction of the Friend Category – this is to get endorsement of the membership category changes.
Resolution passed with 12 in Favour, 0 against, 1 abstained (this included proxy votes received)

The next two resolutions are special resolutions which need to be passed by 75% or more

3. Adopting New Objects – Robin Herrick advised that this is part of the tidy up of the articles where the existing wording is somewhat confusing. One of the founding aims of the project was due to economic benefit. Unfortunately, this is not a valid charitable Object, and this has been amended to the relief of poverty. Robin Herrick confirmed that the objects remain – Advance Education, Community and Culture. Pete MacRae asked if that was one of the only options available, could poverty be amended? Robin Herrick advised that unfortunately this is not an option available however, it could be left out. Chris Aitken questioned if CBP would be bound by stating this object. Robin Herrick advised that projects need to be within

the scope of at least one of the Objects. Alison Smith confirmed that you do not need to undertake work to meet all of your Objects so having additional Objects would not be a restriction on CBP activities whereas having too few Objects may be.

Resolution passed with 12 in Favour, 0 against or abstained (this included proxy votes received)

4. Adoption of New Articles – Robin Herrick discussed that the new articles are rewritten from scratch using templates and best practice articles from similar organisations, they are a lot cleaner and have been reviewed by CBP’s lawyers and have been reviewed by the membership base. There have been significant changes, membership changes, clarifying structure to the committee and company, clarifying the objectives, tidying of the appearance, more decision making online and simplification of the director election process.
Resolution passed with 12 in Favour, 0 against and abstained (this included proxy votes received)

6. Election of Directors

Iain Maclean advised that the board of directors have now all stood down to be elected back onto the committee as per the new guidelines.

There are four Directors standing down, this included Joanne Howdle who was unable to attend and there are six Directors to elect, this is an increase of two Directors. Alison Smith proposed to re-elect the current Board and Pete MacRae seconded. There were no votes against the election.

RH asked the membership base of any late nominations for directorship, which there was none.

7. Any Other Business

Iain Maclean thanked the board for their work in 2019 and looked forward to 2020. Robin Herrick thanked Iain Maclean for chairing the meeting and his kind words and thanked the committee members for their work throughout the year.

Annual General Meeting adjourned at 8.25pm.

AGM Minutes Approved for Issue By:



Date Minutes Approved for Issue:

07/11/20