

Minutes of AGM of FOG held via Zoom on Wednesday 3 March 2021

Attending: 66 members plus 12 committee members

Guests: Ian McClelland (Regional Manager, NTS), Louise Baker (NTS), Rachel Thompson (NTS), Alison Farrell (Head Gardener, Geillston, NTS), Maurice Corry (MSP)

1) Welcome

Allison Hillis (Chair) welcomed everyone and explained the protocols for the meeting.

2) **Apologies:** Received from 10 FOG members and from Jackie Baillie (MSP), Simon Jones (NTS), Malcolm McNeil (NTS Gardener)

3) **Minutes of AGM (2020)** were approved and formally proposed by Fiona Lockhart and seconded by Hamish Ingram

4) **Matters arising:** none

5) Chair's Report 2021

Allison opened by thanking the winners of the 2020 Calendar competition. Photos from the calendar were used as a backdrop for the presentation.

Reflecting back on the 2020 AGM, we were reminded of the successful 2019 season and the positive outlook for 2020. Visitor numbers to the garden had increased by 2,000 to 13,500, with 500 attending the Apple Day. NTS had committed £5,000 to enhance the visitor facilities and a new NTS management team was in place.

Then the pandemic struck, staff were furloughed and all spending was put on hold. The NTS went through a very difficult time. At the end of June as restrictions eased, staff and volunteers returned to the garden, it opened to the public and proved popular with visitors many of whom joined the NTS. Great credit was due to Allison Farrell and all the gardening team at Geilston for looking after the garden so well throughout this challenging time.

Despite the limited season, FOG was able to run the photo competition and produce the 2020 calendars which sold out. Thanks to Ken Readman and Veronica Davis for their work on the calendar and to David McGowan for judging.

In October we ran our pop-up coffee/tea and home baking stall which proved very popular and highlighted the demand for an enhanced catering offering at the garden.

During this period the ***Kilmahew Educational Trust, (KET)***, approached the NTS wishing to take ownership of Geilston having already taken ownership of Kilmahew from the Catholic Diocese of Glasgow. Allison explained that ***KET*** were not a registered charity and further research had not shown a successful track record. FOG trustees wrote to the NTS expressing the following concerns;

- Taking on Kilmahew would be a major challenge and ***KET*** should demonstrate success in this venture before taking on Geilston.
- The income projections put forward for Geilston by ***KET*** to the NTS seemed over optimistic assuming that NTS/FOG members would take out membership of ***KET***.

- **KET** could over-develop Geilston or even sell it off to generate income for Kilmahew and its financial backers and Geilston would be lost as an open public space and amenity.

FoG's first meeting with the new chief executive of the NTS, Philip Long and other senior managers, was constructive and amicable. Although differences remained about Miss Hendry's generous 1989 bequest for the maintenance of the garden, (c. £900,000 in 1989 and c.£3 million 2016), which had been moved to the NTS General Income Fund, FoG sought to look beyond this to a future where FoG and the NTS would work together to find a long- term viable solution for Geilston. To achieve this there had to be commitment by the NTS to keep Geilston as an NTS property and a clear working arrangement with FoG to take things forward. A possible model might be;

- NTS own and manage the property and garden with FoG support.
- A new community trust is established to manage and develop the house and buildings with a 25 years lease and support from the NTS.

Allison asked for volunteers to join various sub committees - events, fundraising etc.

We were granted **Scottish Incorporated Charitable Association (SCIO)** status in December 2020 by the Scottish Charity Regulator. Our registered number is SC050608

Membership remained healthy at 526. Since the last AGM 46 new members joined.

A FoG sub committee was established to investigate options for Geilston and to propose ideas which could be presented to the NTS. Allison thanked; Ken Readman, Nick Barton, Nicky Brownrigg, Veronica Davis and Lindsey Young for their hard work and they presented a summary of their recommendations.

6) Sub- committee report (Ken Readman & Nicky Brownrigg)

Ken and Nicky thanked the other members of the sub committee and Sutherland Forsyth for his contribution. The group emphasised the need for continuing NTS ownership and management of the garden and on-going commitment to working in partnership on the future of the house.

The proposal submitted to NTS recommended continuing NTS ownership and management of the garden and wider estate and the setting up of an organisation which would be separate from but instigated by FOG. It would take a long term lease on the house, apply for grant funding and other sources to restore the house for public/community use. The overarching theme was to build on the beauty and productivity of the garden for inspiration and to develop the house and buildings as centres for horticulture, cooking, crafts, nature and wellbeing.

The group outlined two basic ideas to the NTS, suggesting how the house and buildings could be developed. There were core similarities e.g., educational/training activities based on cooking, crafts and arts, however, one focussed on residential courses.

The next step was to apply for a Project Viability Grant from the **Architectural Heritage Fund (AHF)** which would help determine the commercial viability of the proposals and pay for a consultant to produce a full business plan. The grant could also cover surveyor's, architect's and lawyer's fees. The maximum grant available from the **AHF** would be £10,000. To show a working partnership with FoG, the NTS agreed to commit £1,000 to support the application. This was seen as a positive sign of their commitment. FOG will match this contribution.

The sub committee emphasised the importance of community consultation in the **AHF** grant application. This would demonstrate demand and support for the proposals. Ken ended by

encouraging members to submit their views about the facilities and services they would like to see at Geilston.

7) Questions/Discussion

Allison invited questions from members;

The first question covered the demand for the kind of ideas being presented, such as café/catering and educational/training facilities. There was indicative evidence in favour of the pop-up café and the various workshops and events offered over recent years, but more work would be needed to establish commercial viability over time. This was the rationale for a viability study.

The NTS Board want to make a decision about Geilston at its next Board meeting in June. This would be too soon for the completion of the viability study. However, evidence of a successful grant application to **AHF** and the initiation of a study would be a positive indication for a potential solution to the house.

The viability study would provide a preliminary survey of the buildings, but a full survey would be needed before any project could be implemented.

As well as **AHF** there are a range of organisations that FoG could apply to for project funding. Key criteria for making successful bids will include demonstrating community benefit, education and training opportunities and preservation of built heritage.

Questions were raised about previous NTS commissioned studies of Geilston, in particular the land agent's review of the potential for enabling development on the estate, which could have generated money for restoration of the house. Ian Mclelland explained that this work had just started as the pandemic hit so had to be modified. But a report had been submitted which unfortunately indicated that the potential for enabling development in a way which would meet NTS aims of making such development unobtrusive was likely to be too costly and thus not financially viable. The study had also concluded that the potential for developing the house for residential use or as a hotel was limited.

Questions were raised about the legacy bequest by Miss Hendry to the NTS. Recently Cardross Community Council had written to NTS in relation to the approach from KET and had expressed concerns as to how the bequest had been managed. Whilst legally it seemed that the NTS had acted within their rights as the legacy was not restricted, it was felt locally that the wishes of Miss Hendry had been clear that the funds generated should go to support Geilston.

Allison indicated that FOG would concur with this position, but had concluded that we needed to try to work with the NTS to find a viable solution to the future of Geilston. Continued conflict around this issue would not safeguard Geilston's future and given the current climate for the NTS, there was limited value in going back to this. However, we would hope that NTS would recognise the moral case for their continued involvement.

Ian Mclelland reiterated the point that NTS were keen on working with FOG to establish a viable future for the estate.

Allison noted that the idea of a community trust was something NTS had indicated to us that they were interested in exploring as a potential model for managing other properties and in this sense, Geilston could become a pioneer.

Other points were made about seeking to use any restoration of the house as an opportunity for training and linking to colleges. Also making complementary links between any future ventures at Geilston with Geilston Hall, for example weddings, was seen as something to be developed. The potential for using Geilston for veterans' meetings and activities was put forward by Maurice Corry and welcomed.

In terms of the on-going relationship between NTS and any local community trust, it was recognised by Ian McLelland that the NTS would continue its responsibility for the garden. The issue for NTS was the house.

Questions were raised about the relationship between Hill House and Geilston. Ian said that last season there had been active encouragement for visitors to Hill House to visit Geilston and the idea of a joint ticket was under consideration. He confirmed that it was intended to open Geilston from Good Friday and as Hill House would not be opening at this point, some of the visitor management staff from there would be working at Geilston. The opening times would continue as last season running from Thursday to Monday, which had proved to be good for visitor numbers as well as efficient for staffing.

It was confirmed that card payments were now accepted at the garden.

The idea of developing the **Argyll Mackintosh Trail** linking Hill House and Helensburgh to Geilston was supported.

Allison closed this section of the meeting but reminded members that if they did have any further questions or ideas then they should contact FoG and we would respond to anything submitted.

6) Treasurer's Report and Accounts

John Hanks presented his report for 2019-20 and the Accounts for the year ended 31st October 2020 (attached) He explained that the accounts were presented on a cash basis so effectively represented a record of our bank and PayPal accounts for the period. The closing combined balance was £6,842.72 and he advised that this position had not significantly changed since that point.

John pointed out that membership subscription income remained stable, but that income from fund raising events had unsurprisingly been hit by the pandemic. However, calendar sales continue to contribute significantly and in addition during this last year the sale of tea/cakes during October had been successful in generating income.

Costs of printing the historical leaflets had been met by a grant of £1,500 from the Miss Bell Fund. We had spent £800 of this to cover the production costs, so had £700 to spend which would go on new leaflets.

The £1,000 donation to the Garden approved at the last AGM had been spent up to £400 to date on trees and tree planting. We would expect to making a further donation later on in the year but we would review this as the costs of funding the viability study for the house were clarified.

As part of our successful application to become an incorporated charity (**SCIO**) we had to apply to open a new bank account and would require members approval at this meeting to transfer the funds, close down the existing account and dissolve the unincorporated body.

Finally, John reminded members that their subscriptions were now due and how to pay was detailed on the FOG website.

A question was asked as to whether membership subscriptions could be gift aided to increase their value, assuming members approved the transfer of funds from the unincorporated Friends to the new **SCIO**. John responded by saying that he thought this was the case but we would need to confirm.

The Accounts and Report were approved. Proposed by John Coggins; seconded by Patrick Trust

Allison thanked John for his presentation.

8) Resolutions

Allison introduced the resolutions which required to be put to membership votes and opened the on-line polling

Resolution to adopt the new FOG/SCIO constitution

The resolution to adopt the new constitution was put to the meeting and unanimously approved

Resolution to insert a clause allowing for future virtual FoG/AGM's and trustee meetings.

The resolution to insert the above clause to the existing FoG constitution was approved unanimously.

Approval of the transfer of property, rights and liabilities from the FOG unincorporated Association to the Friends of Geilston (FOG) Scottish Charitable Incorporated Association (SCIO). SCO50608

The resolution to approve the above was put to the meeting and unanimously approved

Approval for the winding up of the FOG unincorporated organisation

The resolution to approve the winding up of the FOG unincorporated organisation was put to the meeting and unanimously approved.

9) Election of the Committee

Under the terms of the constitution the maximum number of committee members is 12 and the minimum number is 6. At each AGM all of the trustees must retire from office but may then, subject to members approval and any necessary election, be re-elected.

Under these rules all of the current committee were thus retiring from office but all had indicated that they were willing to be re-elected onto the new Committee as Trustees. All of the named below were approved and duly proposed and seconded to serve for the session 2021-2022:

Chairperson: Allison Hillis

Vice Chair: Ken Readman

Secretary: Chris Moore

Membership Secretary: Fiona Lockhart

Treasurer: John Hanks

Committee Member: Veronica Davis

Committee Member: Jim Gibb

Committee Member: Alana Ingram

Committee Member: Nick Barton

Committee Member: Nicky Brownrigg

Committee Member: Michael Fisher

Committee Member: Lindsey Young

Proposed by Patrick Trust and seconded by Elaine Adam

Allison reminded the meeting that we were seeking members to join the various sub groups we will be establishing to take forward new initiatives and any members interested should contact her.

Allison thanked everyone for attending and closed the meeting by posting up a photo and poem about snowdrops.

Chris Moore

Secretary,

8/3/2021