

**21<sup>st</sup> September 2021**

## Annual General Meeting

Minute of a meeting of the Members  
At 2:00pm on 21st September 2021

Held at:  
Edinburgh Training & Conference Venue  
16 St Mary's Street,  
Edinburgh EH1 1SU  
And  
Online via Cisco Webex

### Members attending (in person)

Mr Iain Thompson, Chair	Ms Pam Russell	Ms Kate Kennedy
Mr Tom Roehricht	Mr John Muir	Mr David McIntosh

### Members attending (via Cisco Webex)

Ms Carol Lumsden	Mrs Yvonne Mills	Ms Margaret Forbes
Ms Lynda Frame	Ms Elizabeth Grace Machirant	Mr Victor Stewart
Mr Jean Simpson	Mr Charles Scott	

### Members represented (via Proxy)

Elizabeth Beedie (nominated Vic Stewart)	Robin Barnes (nominated Jean Gray)	Nicola Donaldson (nominated Tom Roehricht)
Ian Calder (nominated Pam Russell)	Dr Roger Smith has nominated Esther Wilson	Robert Rae (nominated Tom Roehricht)
Ian MacKay (nominated David McIntosh)		

### Officers/ Third Parties attending in person (or via Cisco Webex where indicated)

Ms Jean Gray, Chief Executive Officer	Mr Howard Vaughan, Director of Finance and Assets
Ms Esther Wilson, Director of Housing and Support	Ms Ann Wood, Director of Care
Ms Helen McMorran, Director of Business Support Secretary	Mr Philip Morrice, Auditor, Alexander Sloan (via Cisco Webex)
	Mr John Rankin, Head of Business Support (Minute)

### Apologies received

Members: There were 36 apologies from members  
Board members: Mr J Clyne, Ms Caroline Jardine

### Minute

Item	Subject	Action	Due Date
01	Welcome and apologies		

There being a quorum present, either attending in person, via Cisco Webex or via nominated proxy, the Chair welcomed all and opened the meeting.

Item	Subject	Action	Due Date
	Apologies were received from Mr J Clyne, and 36 members.		
02	Minutes of previous meeting and matters arising		
	The minute of the AGM of 22 <sup>nd</sup> September 2020 was reviewed. The minute was proposed by Mt T Roehricht, seconded by Ms K Kennedy, and Ms P Russell, and approved by the meeting.		
03	Chair's report for the year		
	The Chair presented his report for the year 2020-21 And following the meeting a copy of this report was made available on the Viewpoint Website.		
04	Accounts and Financial statements for the year to 31 <sup>st</sup> March 2021		
	The Chair invited the Director of Finance and Assets to comment on the Accounts, financial statements and the Auditor's Report for the period to 31 <sup>st</sup> March 2021.		
	The Director of Finance and Assets presented on the financial statements and confirmed that the Accounts had been approved by the Board. There being no objections the meeting adopted the Accounts. .		
05	Elections to the Board		
	The Secretary noted that, in accordance with Viewpoint's Rules (Rules 39.1 and 39.2) one third of Board Members (not including Co-optees or those appointed to fill a casual vacancy) required to retire at this year's AGM. These were the Board Members who had served longest since the date of their last election. The Secretary noted that this year the Board Members in this category were Ms Kate Kennedy, Ms Caroline Jardine, and Mr David McIntosh.		
	Further, it was noted that, in accordance with Rule 39.3, Board Members were also required to retire if, since the last AGM, they had been co-opted onto the Board under Rule 42.1, and that this year Mr Jack Clyne fell into this category.		
	It was noted that, in accordance with Rule 39.4 all four retiring Board Members had indicated that they were willing to stand for election to the Board.		
	It was noted that, prior to this year's meeting, no nominations for appointment to the Board of Management had been received from members, and in accordance with Rule 40.1, given that there were fewer individuals standing for election than there were vacancies for Elected Members on the Board, it was not necessary on this occasion to hold a vote in relation to appointment to the Board. The Secretary therefore declared Ms Kennedy, Ms Jardine, Mr McIntosh, and Mr Clyne appointed to the Board of Management.		
06	Appointment of the Auditor		
	The Chair noted that, under clause 72.1 of the Rules of the Association, the meeting was required to appoint a properly qualified auditor and to set their remuneration. The Chair advised that, in 2019-20 a tender exercise was carried		

Item	Subject	Action	Due Date
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out and Alexander Sloan was selected as preferred auditor for a period of 5 years.

The Chair noted that Alexander Sloan had confirmed that they were willing to be reappointed, and invited the meeting to agree to the reappointment of Alexander Sloan as the statutory auditor of the Association for the coming year. The re-appointment of Alexander Sloan & Co as auditor was proposed by Ms K Kennedy, seconded by Mr T Roehricht, and approved by the meeting.

**07 Close of the Meeting**

The Chair thanked all those who had participated in the meeting, either in person, via Cisco Webex, or via proxy, and the formal business of the meeting having been concluded, drew the meeting to a close.



**Approval of the minute**

Signed as a true record of the meeting, following the approval of the draft minute by the 2022 Annual General Meeting.

Date: 20 September 2022

Iain Thompson, Chair