

THE FRIENDS OF KINGS PARK

Committee meeting Monday 5 August 2024

Held via WhatsApp Group

1. Attendance and apologies

Present: David Leslie (Chair), Neil Fairweather (Vice-chair), Gordon Campbell (Treasurer), Wendy Garcia, Hector Currie, Marguerite Nugent, Sue Beach. **Apologies:** Neil Ross

2. Proposed change to appointment of directors

The Chair had called a committee meeting via WhatsApp group to consider a single item relating to the appointment of directors. A paper had been circulated and committee members were invited to consider the proposal.

a. Background

At present, the charity is governed by a committee of 8 elected members who the trustees of the charity Friends of Kings Park Stirling Limited.

However, it has been the practice for many years that only 3 of the committee members / trustees are appointed as directors for the purposes of the Companies Act.

A due diligence exercise for a proposed fundraising facility has questioned the difference between directors and trustees. In fact, there is no difference as all have the same responsibilities under the organisation's constitution.

b. Previous decision

Following the 2023 AGM, and the resignation of a committee member who had also been a director, it was agreed that the 3 directors would be the Chair, Treasurer and Secretary:

Extract from minute of our committee meeting on 16 October 2023 :

Directors and Cheque Signatories

It was agreed that these should be the Chair, Treasurer and Secretary.

Action: Gordon to contact David, Graham and the bank to change signatories on cheques.

Action: Gordon to arrange change of Directors' details with Companies House

c. Proposal

To regularise the situation and conform to good practice, the proposal was to appoint the remaining 5 committee members as directors for the purposes of the Companies Act. The future practice would be that all committee members are appointed as directors after their election to the committee.

Following consideration via WhatsApp, the 7 committee members present all agreed to the proposal. The absent member had agreed to the proposal in advance when giving his apologies.

ACTION: Gordon.

Neil F, Wendy, Marguerite, Neil R and Sue to be appointed directors with the relevant forms submitted to Companies House

3. Next meeting

It was noted that the next scheduled committee meeting would be held on Monday 9 September.