

Date 28/09/25

To:

The Trustees of **WAT IF**
Loanhead Farm
West Calder
EH55 8LN

Dear Trustees,

Re: Immediate Measures and Statutory Duties Following Members' Meeting of 26/09/25

Following a meeting of the members of **WAT IF** and community residents to review the Trust's current financial position and future outlook, the members and residents in attendance, unanimously resolved that urgent steps must be taken to safeguard the Trust's assets and to ensure full compliance with trustees' duties under the Charities and Trustee Investment (Scotland) Act 2005.

Accordingly, you are hereby formally notified that, **with immediate effect**:

1. Immediate Suspension of Non-Essential Expenditure

All non-essential expenditure is to cease with immediate effect. Only expenditure strictly necessary to discharge the Trust's legal obligations, maintain core charitable operations, or deliver community programmes and events that have already been approved and scheduled shall be permitted. No new discretionary spending outside these areas is to be undertaken without further approval from the members.

2. No New Spending Commitments Are Permitted

No new projects, contracts, or discretionary financial commitments are to be entered into until further notice.

3. Recruitment Is Suspended

All recruitment activities, whether permanent, temporary, or contractual, are to be paused pending review.

Follow-up EGM

In addition, a follow-up EGM is to be convened within one month from the date of this letter. In accordance with section 66 of the Charities and Trustee Investment (Scotland) Act 2005 (Trustees' duty of care and duty to act in the interests of the charity), Trustees are required to provide and make available to members and the wider community:

- The Trust's current financial position, including up-to-date management or current accounts
- Full, detailed annual accounts for the past three financial years
- Prepared written statements outlining the decision-making procedures and internal controls (if any) that were applied when authorising expenditure during the last three-year period.

These disclosures are required to enable members to exercise effective oversight and to ensure the Trust is operating in compliance with its charitable purposes and legal obligations.

Failure to comply with these requirements may be considered a breach of Trustees' statutory duties under the Charities and Trustee Investment (Scotland) Act 2005, including but not limited to the duty to act with care and diligence and the duty to act in the interests of the Charity (section 66). Should such a breach occur, the members reserve the right to refer the matter to the Office of the Scottish Charity Regulator (OSCR) or take any other steps necessary to protect the Trust's assets and charitable purpose.

Potential Resolution: Vote of No Confidence

Trustees are hereby advised that, in accordance with the charity's constitution and the rights it confers on members, a resolution may be tabled at the forthcoming EGM to hold a formal vote of no confidence in the current board of trustees. This resolution will be considered if the Trustees fail to provide the required information, fail to implement these measures, or are otherwise deemed to have acted contrary to their statutory duties. If passed, the resolution may trigger the constitutional process for removal or replacement of trustees and any other necessary steps to ensure the effective governance, accountability, and future stability of the Trust.

We expect full compliance with the above measures and request written confirmation from the Trustees within seven days from 29/09/25, acknowledging this notice and outlining steps being taken to implement these resolutions.

Commitment to the Trust's Purpose and the Community

These measures are not intended to halt the Trust's valuable work, but rather to ensure its sustainability and effectiveness. By taking decisive action now, the members aim to protect the Trust's resources, restore confidence, and lay the foundations for positive steps forward. The shared objective is to see the Trust's activities and the wider community thrive again, with renewed focus on delivering meaningful benefits to those the charity was established to serve.

Yours faithfully,

On behalf of the Members of **WAT IF**