

## **Background Information: Understanding WATIF and Charity Responsibilities in Scotland**

Before diving into the meeting notes, here's a simple overview of what WATIF is, how it's meant to operate, and what rules it must follow as a registered charity in Scotland.

### **What is WATIF?**

WATIF stands for *Woolfords, Auchengray and Tarbrax Improvement Foundation*. It's a Scottish Charitable Incorporated Organisation (SCIO) — a legal form of charity registered with the Office of the Scottish Charity Regulator (OSCR).

Its aims include:

- Supporting rural regeneration and community development
- Improving local facilities and the environment
- Promoting arts, heritage, culture, and education
- Encouraging access to open spaces and recreational opportunities
- Identifying and supporting the community's current and future needs

### **What Is a Charity Constitution?**

A constitution is a charity's rulebook. It outlines:

- What the charity exists to do
- Who can be a member
- How decisions are made
- Who manages the charity (trustees)
- How money must be handled
- What happens if the charity needs to close

### **Who Are Charity Trustees?**

Trustees are the people legally responsible for running the charity. They must:

- Act in the charity's best interests
- Use the charity's money properly
- Follow the law and the constitution
- Avoid conflicts of interest
- Keep proper records and accounts

### **What Does OSCR Do?**

OSCR is Scotland's charity watchdog. It keeps a public register of charities and checks that they're following the rules. Charities must send OSCR:

- Annual accounts
- Reports on their activities
- Updates on who their trustees are

### **What Is a Not-for-Profit Organisation?**

A not-for-profit organisation is set up to achieve a specific social, charitable, or community goal, rather than to make a profit for owners or shareholders. Any surplus income generated is reinvested into the organisation's activities or used to further its aims, instead of being

distributed as profit. Not-for-profits can take many forms, including charities, community groups, and clubs, and they must operate in line with their stated purpose and relevant regulations.

## **Community Meeting Notes**

**Date:** 26 September 2025

**Location:** Tarbrax Village Hall

**Chair:** Marnie Jones

**Facilitator:** Jennifer Black

**Notes Taken By:** Lesley Andrew

**Attendance:** Approximately 45 community members, apologies received from approximately 20 other community members

### **Purpose of the Meeting**

The meeting was convened to gather community views regarding the management and direction of WATIF. The aim was to provide a safe and open space for residents to express concerns, ask questions, and explore ways forward, for this reason no individuals have been made identifiable in the notes.

### **Summary of Community Sentiment**

The discussion reflected a strong and consistent sense of dissatisfaction with how WATIF has been operating. Several key themes emerged:

#### **1. Transparency and Communication**

- Communication from WATIF has been limited or unclear, bordering on evasive
- Desire for regular updates and plain-language explanations
- Concern about decisions being made without consultation

#### **2. Trustee Accountability and Representation**

- Questions about trustee selection and representation
- Perceived lack of accountability
- Transactions not at arms-length

#### **3. Use of Funds and Strategic Direction**

- Concerns about fund allocation and alignment with charity purposes
- Projects not seen as sufficiently community-driven
- Interest in a clearer long-term strategy and sustainability

#### **4. Concerns About Non-Disclosure Agreements (NDAs)**

- A significant concern was raised regarding reports that board members were asked to sign non-disclosure agreements (NDAs) in order to attend meetings.
- Many attendees felt this practice was inappropriate for a community charity and undermines transparency and trust.

- Unease that NDAs might prevent trustees from speaking openly or fulfilling their legal duties.
- The community expressed a desire for clarity on the purpose and scope of any such agreements, and whether they comply with charity law.
- OSCR guidance be reviewed to ensure trustees are not restricted from acting in the charity's best interests.

## 5. Constitution and Legal Responsibilities

- Confusion about the charity's constitution and legal obligations
- Support for making this information more accessible
- Positive response to the idea of an open explanatory session

## 6. Community Engagement

A significant portion of the meeting focused on **Loanhead Farm**, a key community-owned asset. While the farm holds enormous potential, there was a clear and shared concern that community interest and involvement have declined in recent months.

A part of this decline stems from a disconnect between the ideas being implemented and the actual needs and priorities of the community. Attendees expressed frustration that:

- Too many large-scale or ambitious projects have been pushed forward without broad support.
- These initiatives often reflect the vision of a single individual or small group, rather than the collective goals of the community.
- Poor implementation and lack of sustainability have led some local services to withdraw from Loanhead.

There was strong agreement that Loanhead should be brought back to basics — focusing on practical, achievable goals that serve the community directly. Key points raised included:

- The farm must not operate at a loss; financial sustainability is essential.
- Roles and responsibilities should be filled by the right people with the right skills — not based on personal agendas.
- The community is **asset-rich**, but also **rich in knowledge, experience, and talent** — and this must be recognised and harnessed.

Attendees called for a renewed approach to community engagement around the farm, including:

- Open forums to gather ideas and feedback from residents.
- Transparent decision-making and clear communication about plans and progress.
- Opportunities for local people to get involved in shaping and delivering activities.

The farm was described not just as a physical space, but as a symbol of what the community can achieve when working together. There was a strong desire to reclaim that sense of ownership and purpose — ensuring Loanhead Farm reflects the values, needs, and aspirations of the community.

## 7. Suggested Actions and Next Steps

- **Publication of Meeting Notes:** To promote transparency, the notes from this meeting will be published and made accessible for all, including those unable to attend.
- **Emergency General Meeting (EGM) Requisition:** Members will collaborate to draft and circulate a formal letter requesting an EGM, to support the requisition. This letter must clearly state the purpose of the meeting, specifically to raise a vote of no confidence in the current board and have an open conversation
- **Procedural Requirements:** Upon receipt of a valid requisition, the board is required to convene the EGM within 28 days. At least 14 days' clear notice of the meeting must be provided to all members. Any resolution, including a vote of no confidence, will require a two-thirds majority of those present and proxy members to pass.
- **Vote of No Confidence:** The process will involve open discussion and voting on the stated resolution. Should the vote succeed, the implications for board composition and governance will be addressed in accordance with the charity's constitution.
- **Interim Restrictions:** The requisition letter and meeting agenda will specify that no new decisions, activities, spending, or recruitment (including the planned CO recruitment drive) are to be undertaken by the board before the EGM. Exceptions will be made only for essential ongoing trust activities and events previously agreed by members.
- **Community Concerns:** These interim restrictions reflect members' concerns about the timing and appropriateness of new recruitment and other initiatives prior to the EGM, ensuring that trust and accountability are maintained during the process.
- **Develop and implement a community-led recovery plan for Loanhead Farm:** focused on restoring trust, aligning activities with local priorities, ensuring financial sustainability, and placing skilled, committed individuals in key roles. This plan should be shaped through open consultation and reflect the depth of experience and knowledge within the community, as well as include robust controls for the management of the trust.
- **Continuous Community Meetings:** Following the EGM, a further community meeting to be organised, with a regular meeting set up to ensure the trust aligns with community interests.

## 7. Thank you and Closing Remarks

Thank you to everyone who attended the meeting and contributed their thoughts, concerns, and ideas. Your voices matter, and your presence reflects the strength and care within our community.

Special thanks to **Marnie Jones** for chairing the meeting and to **Jennifer Black** for facilitating the discussion with clarity and compassion. Their efforts helped create a space where people felt heard.

This meeting was a reminder that **WATIF is a community fund — for the community, by the community**. It exists to serve our shared interests, reflect our values, and support the wellbeing of us all.

As we move forward, let's continue to work together to ensure that this charity is transparent, inclusive, and truly representative of the people it was created to support.