



## WATIF General Meeting minutes

25<sup>th</sup> October 2025 11.30am at Tarbrax Village Hall

### Present:

- Facilitator: Stuart Reilly, VASLan
- Trustees: Tabatha McCree-Cox (Chair) Charlie Campbell, Alistair Marshall, Geraldine Hamilton
- Staff: James Lindsay, Jules Riddell, Dawn Turner
- Members: Aileen Mitchell, Alan Rennie, Alan Riddell, Alistair Marshall, Andrew Provan, Annie Mulholland, Bill Gowan, Carol Riddell, Caroline Smith, Catherine Hastie, Catherine McIvor, Christopher Froom, David Jamieson, David Campbell, David Murray, Grant Crombie, Heather Bryden, Helen Aitken, Helen Douglas, Hazel Kirkwood, Jennifer Black, Eleanor Orr, Finn Murray, Fiona Deas, Jane Hunter, Janet Eccles, Janet Worsley, Janis Jamieson, Jillian Porter, June Bulloch, June Froom, Kenny Cairns, Lynda Murray, Mandy Meikle, Kyreen Fields, Jim Hewlitt, John Hastie, John Tucker, Keith Smith, Lewis Rennie, Libby Reid, Margaret Fields, Marrie Jones, Mima Cairns, Philip McFadd, Michelle Allen-Proust, Myra Dick, Patricia Govan, Rab Robb, Shiela Robb, Steph Plotnikof, Stephen Hunter, Steve Taylor, Megan Bryan, Patricia Tucker, Penelope Munro, Robin Tennant, Sharon Smith, Tess Doig, Tony Blunsum, Tracey Wilson, Wendy Jones, Tom Davies, William Kirkwood, Alex MacKenzie, Michelle Fields, Tom Robertson, Jack Brodie, Debbie Esslemont,
- Apologies were received from Campbell and Linda Fisher who said" We would also like to express our appreciation for the huge amount of work and commitment that has been invested in WAT IF over many years by Staff, Board Members and other Volunteers and we trust that WAT IF will continue to make a positive contribution to this area."

1)	Chair's welcome by Tabatha McCree-Cox
2)	<b>Introduction of Independent Facilitator and Current Board of Trustees</b> <ul style="list-style-type: none"><li>• The Chair introduced the facilitator, Stuart Reilly, from VASLan and confirmed the current board members. After today's meeting all of the current board members will be stepping down, bar Alistair Marshall and Geraldine Hamilton.</li></ul>
3)	<b>Voting Process and Procedures</b>  The Independent Facilitator explained: <ul style="list-style-type: none"><li>• How voting was to be conducted</li></ul>



	<ul style="list-style-type: none"><li>• Eligibility requirements (full members only)</li><li>• Special resolution requirements</li><li>• Verification process</li><li>• The facilitator thanked WATIF for their good work and noted that some information could not be discussed due to legal issues, such as salaries. However, items such as resolutions, elections, recruitment and trustee expenses could be discussed during the meeting.</li></ul>
4)	<p><b>Financial Position Update</b></p> <ul style="list-style-type: none"><li>• The Chair invited everyone to look at the 10-month accounts. WATIF's financial year end is November.</li><li>• Overview of current financial position- the charity is solvent. The Accountant concurs with this.</li><li>• Questions from members-</li></ul> <p>A member said that putting the Profit and Loss on the website was useful, but that people without experience of accounts may not know what the figures mean. They suggested that it would be helpful to see how money has been spent in a clearer way, for example in pie charts. The member suggested that the money spent on the Cowbyre project did show up in the corresponding line with the income figure. The chair said that the Cowbyre spend is shown in the accounts on a different line. The chair said that the accounts have been checked and verified by the Treasurer and by the Accountant, and neither of them have found any issues, but the chair will take that question back to the accountant.</p> <p>A member asked why the accounts were being audited by a different accountant every year? The chair explained that GO Thompsons in Biggar had been the accountant for five years previously, but as the charity's income reached over 500k in 2023-24 a full audit was required, and thus a move to IA Stewarts was initiated.</p> <p>A member asked if the charity is viable and can it still keep running, or if it will need to be closed. The Chair confirmed that WATIF is viable and will not need to be closed down.</p>



A member suggested that WATIF should express the figures in a way people can easily understand. The Chair said that this suggestion would be taken on board. Another member said they would like to reiterate that point and suggested that going forward Monthly or Quarterly meetings could take place with the information presented in a way where it would be easy to understand the accounts.

A member asked how much had been spent on appeasing the neighbours of Loanhead Farm? The Chair said that a rough estimate was around 10.5k for the period of 2023- 2025. It was asked if that figure included the recently installed cattlegrid? It was confirmed that it did not.

A question was asked if members should have been consulted about the installation of the cattlegrid and how much had been spent on it. This was confirmed as being £11,810. It was asked what was the reason for the cattlegrid being installed? The Chair explained that it was a legal requirement that had been put into the deeds at the time of purchase of Loanhead Farm. In addition to this, when cattle are being moved a cattlegrid is required for insurance purposes, as if there is no cattlegrid near to where the public are in attendance, the farmer would be liable for any injuries that were to occur to visitors to Loanhead Farm.

It was asked how the location of the cattlegrid was decided. The neighbours were consulted and agreed on the location. It had been moved further towards the road than the initially planned location and a horse gate will be installed. Initially electric gates at a cost of 35k had been requested by the owners of Loanhead Cottage, but this request had been declined by the board and a cattlegrid would be installed instead. There is an escape route for wildlife. It was asked why the cattlegrid was needed now. The reason for this was because Loanhead Farm had changed purpose from a private farm/ residence to now being a commercial business that is open to the public and the original deadline was 6 months post purchase date, so the installation was well overdue.

It was asked if planning permission was required, it was confirmed that this was not needed and the planning officer for SLC had attended Loanhead Farm that week and had confirmed the installation was a civil matter and no planning was required. It was asked if the cattlegrid cost had been included in the budget since the time of the purchase of Loanhead Farm. It was confirmed that yes, money had been set aside since 2023.



	<p>A member asked if there was wheelchair access. It was confirmed that yes there is. Another member pointed out that spring loaded gates can cause problems for people with disabilities and horses. The Chair noted that the staff team would review the installation of the horse gate.</p>
	<p><b>Trustee Nominee Introductions</b></p> <p>The facilitator explained that only members of WATIF who are residents in the community could vote and the methods of voting were: online, by post, or today in person, and that proxy votes could also be registered.</p> <p>On Resolution 1, because it was a special resolution, a 2 thirds majority was needed due to this resolution resulting in a significant change to the charity.</p> <p>On Resolution 2, as this was an ordinary resolution, a 51% majority was required. The percentages were based on the percentage of voting members who have cast their votes, not on the overall amount of all members.</p> <p>The facilitator had already verified all of the online votes gathered and would later in the day count and verify the votes made in person at the meeting, to make sure they were reflective of what has been voted.</p>
5)	<p>A member asked how votes would be counted if a section was not ticked or filled in. The facilitator confirmed that a blank space would be classed as abstaining, so that vote would not be included. It was also confirmed that nominated trustees could not vote for themselves.</p> <p>There were 10 new trustees put forward. To qualify, these nominees were required to be members and had to have been nominated by two other members.</p> <p>It was asked who are the current board members? It was confirmed that 2 of the current board would be staying on, these being Geraldine Hamilton and Alistair Marshall. Alistair Marshall confirmed that he had been a trustee since 2023 and he had put himself forward as being interested in becoming a trustee. Geraldine Hamilton had been a trustee since around 2021. She had also served as a trustee previously, as trustees can only serve for 3 years, then are required to take a 1 year break. It was noted by a member that Geraldine had a lot of knowledge and experience to bring forward as a trustee.</p>



A member asked how long Tabatha McCree-Cox had been a trustee. This was confirmed as being 5 years, and that she had been nominated by the previous CO, Pat Mavor.

A member expressed their feelings that the current trustees were unknown to the community and it was felt that they were making decisions such as the Cowbyre renovations, without consulting the community. The Chair stated that the board had to be nominated and seconded in order to be appointed at AGM meetings with the community. Tabatha McCree-Cox explained that she had first become active in assisting WATIF during Covid as her gin company provided hand sanitiser to the community. A meeting attendee said due process meant that trustees have to be confirmed at AGMs and that the community had been asked during those meetings and had voted to elect the current trustees.

It was asked how many of the current trustees would be left now. This was confirmed as being 2, as since the members letter of the 28<sup>th</sup> Sept regarding a potential vote of no confidence, a number of trustees had resigned. It was asked if when the AGM paperwork was sent out if the election process had been included? This was confirmed as being the case, as this is required in the constitution.

The facilitator said it was required that there be a minimum of 3 trustees and a maximum of 11, who could be elected at this general meeting. There could also be co-opted trustees, at a maximum of 4.

The nominated Trustees introduced themselves-

Kenny Cairns has lived in Auchengray for 26 years and has a background in engineering and health and safety. He feels the people in the community need to be more involved in WATIF.

Mima Cairns retired 2 years ago and since then has become more active in the community and at Loanhead Farm. She stated that she felt silence is consent and that she did not consent to the changes that had been made to WATIF. She had seen the numbers attending Loanhead Farm dwindle and would like to help it to get back to being a vibrant place and that she was up for the challenge ahead.



Margaret Fields has lived in the area for 51 years and expressed that it was a great community. She would like everyone to have a voice and to all come together. She has worked in the community for 32 years.

Chris Froom introduced himself as a trustee of the hall and said he would bring common sense and whatever else is needed if elected.

Marnie Jones said she was pleased to see how many people were in attendance. She has previously been a trustee of WATIF and has been to many AGMS that had not been as busy. She has lived in Woolfords for 16 years and has been involved in Woolfords Village hall. She would like to represent parents and the self employed in the area.

Alan Rennie has lived in Auchengray for 18 years and has been in the building trade for 35 years. He is a volunteer at Loanhead Farm and feels a part of the community because of WATIF.

Rosemary Rennie was not in attendance, but her bio is online.

Patricia Tucker has been a WATIF trustee previously and is active on the community council. She felt that WATIF was deteriorating and was concerned that she had been asked to sign a confidentiality statement that she felt was inappropriate. She feels that she has considerable experience and as a trustee would involve the community a lot more.

Lewis Rennie has lived in the community for 18 years and is currently studying Software Engineering at Edinburgh University. He has volunteered at Loanhead Farm and has worked in the café there. He felt there was not much youth involvement at present, and hoped that he could bring the youth perspective to the board. He has been involved in the music side of events at Loanhead and hopes to advise at future events such as the village fun day from a music perspective.

Lynda Murray has lived in the area for 28 years. She is an architect and runs holiday lets. She would like to support the board and move everything forward and make everything better.

One of the nominated trustees expressed their thanks to Tabatha McCree-Cox and said that she was to be congratulated for her time as CO. The nominee said



	<p>that Tabatha McCree-Cox deserves thanks for stepping in to cover the CO position. Another member asked if Tabatha was resigning from both the board and as CO? Tabatha confirmed that yes, this was the case.</p>
6)	<p><b>Consideration of resolution 1</b></p> <p>The facilitator explained that all resolutions proposed at a General Meeting had to be circulated 14 days in advance. The first resolution was that there was no confidence in the current board and a request that they resign. The facilitator read out the 6 points under this resolution and asked if there were any questions. It was asked if you could speak in the meeting if you had already voted? It was confirmed that yes, you can ask questions if you have already voted.</p> <p>A member asked why NDAs had been used, as this seemed intense. The Chair explained that the board have never used NDAs, but they do use a confidentiality policy with trustees and in the staff contracts, and that there was a code of conduct for trustees and members. The board had been advised by the Scottish Council for Voluntary Organisations (SCVO) as to this governance. The confidentiality policy and statement a trustee was to sign was not an NDA. Staff have to sign to the effect that they are not allowed to disclose certain confidential information about the charity upon leaving.</p> <p>There was a question from a member about the use of language for this, with it being felt that people were not clear about what they were signing and that people felt they were signing NDAs. It was felt that this request was not worded correctly. It was asked if this was checked by a legal expert? It was confirmed that this was checked by VASLAN and SCVO.</p> <p>A member asked for clarification about what needs to be kept confidential within WATIF. The chair answered that HR and medical information, members data, GDPR and financial data gathered before it was put on the website or agreed by the board were all classed as confidential. A question was asked if anything spoken about at meetings would be classed as ok to speak about, as the community had not had prior knowledge about some projects. It was confirmed that projects and developments were ok to be spoken about outside of meetings.</p> <p>A member stated that they had been involved mostly since the purchase of Loanhead Farm and that they considered the purchase to be a brilliant idea. As a volunteer they worked more or less full time with WATIF. The first thing that</p>



became apparent to them was the organisation was not going in the direction that the community asked it to. The member had asked staff about progress to the community workshop and had been advised that the staff were not allowed to discuss this issue. It had been felt that under the previous CO the staff felt that they couldn't always talk about projects or updates. The member said that they hadn't seen a massive change in culture since that time and that this meeting had been called in time to stop, reset and to start afresh.

Another member said that when they had attended trustee meetings, the wording they had objected to mainly related to: any information you may learn about WATIF, and that they had crossed this wording out before signing. The other parts of the confidentiality policy and statement were considered to be reasonable.

A member asked about the wording of a recent email from the board, which asked the community to be conscious of taking information from a verified source. It was asked what was considered to be a verified source, and if this meant a trustee, or a member, which of these is verified? The chair stated that this would depend on the topic, as if it was financial it would need to be a member of the board.

Another member said they felt all of the information was coming from one side and that a separate Facebook group had been set up to hear from other sources.

A question was asked about what would happen after the meeting ends and if the new trustees have a plan in place about who is going to run Loanhead Farm in the meantime? A trustee nominee answered that they had no solid answer at that time but they had picked up ideas from the new facebook group and that they were not going into the situation blind.

A member raised the point that they didn't think anywhere could function without a decent kitchen and tearoom and how could money be made whilst this was not functioning. They expressed the view that volunteers needed to be fed whilst at the farm and that the volunteers bring value to the organisation.

A question was raised about why the board thought turning the cowbyre into a bistro was a good investment. The chair replied that at the AGM last November this issue was put to the community and that it was felt the existing tearoom was too small and that there was not enough space, so it needed to be expanded to create a bigger kitchen and café. It was asked how would this improve finances? This was answered as if the bistro could run as a commercial business, bringing in



external custom from outside the community, this would bring in additional funds.

A member asked who did the board consult to find out where the extra customers would come from. They noted it had been minuted during that AGM that the chair had asked should the spend on the bistro be stopped. The member asked how was this consultation presented to the community and where the extra footfall was going to come from. The chair said that last November a 54 page business plan had been circulated and that posters had been put up. It was noted that a business plan was required for any project of this nature, as it was a requirement for funders and that the staff had carried out the research. Their sources were going out to other organisations and gaining information from them. The member stated that they felt this research should be carried out by professionals in that area in order to create the business plan to find out if the project would be worthwhile. The chair replied that the staff had gone to external sources who were professionals. The chair stated that the café was set up as a social enterprise and not to make money. It had been intended to be a warm space and not as a source of profit.

A member raised an objection to the wording of an email from the board where it was stated that the community had stopped using the café and they asked if a survey had gone out to ask if the community had boycotted it, or if there could be other possible reasons, such as the quality of service and food etc.

A member stated that they were a former staff team member and that they had rarely felt consulted. They had been asked by the community if they could discuss these issues and had asked for open communication such as focus groups and an explanation of the business plans. They felt the community could have been asked for their expertise and help, which would have brought the community together. The member felt that the board had not looked at what the community wanted, but that it was reassuring to see so many of them there at the meeting, and that they hoped the situation could be turned around.

Another member stated that in a meeting in 2021 the community had been consulted about what projects and developments they would like to see, and had answered via post it notes that they would like a community workshop. The member noted that this project was only now starting to come together. The chair noted that one reason for this was WATIF had been waiting for the



	<p>electricity company to install three phase for the workshop. The member stated that they were sure that the workshop could make a profit for the organisation.</p>
7)	<p><b>Consideration of resolution 2</b></p> <p>Nomination of New Trustees. The facilitator asked that everyone who had filled in their voting forms could bring them to the table, where they would be counted and verified. He thanked the meeting for their patience whilst this was being carried out.</p>
8)	<p><b>Voting Period</b></p>
9)	<p><b>Vote Count and Verification</b></p>
10)	<p><b>Declaration of Results</b></p> <p>The results of Resolution 1 were as follows: 116 votes were cast, with 80 in favour, so the resolution was passed. The vote required 76 in favour for it to pass. The facilitation explained that as members do not have the power to remove the remaining board members, those trustees who do not want to step down will be carried forward onto the new board. Therefore 2 trustee places would be filled by the remaining trustees.</p> <p>The results of Resolution 2 were as follows:</p> <p>Kenny Cairns- 112 votes were cast, 82 in favour, this was passed.</p> <p>Mima Cairns- 113 votes cast, 88 in favour. Passed.</p> <p>Margaret Fields- 112 votes cast, 77 in favour. Passed.</p> <p>Chris Froom- 112 votes cast, 90 in favour. Passed</p> <p>Marnie Jones- 112 votes cast, 84 in favour. Passed.</p> <p>Alan Rennie- 111 votes cast, 86 in favour. Passed.</p>



	<p>Rosemary Rennie- 113 votes cast, 80 in favour. Passed.</p> <p>Patricia Tucker- 108 votes cast, 66 in favour. Passed.</p> <p>Lewis Rennie- 109 votes cast, 83 in favour. Passed.</p> <p>Lynda Murray- 107 votes cast, 50 in favour. Did not pass.</p> <p>Therefore 9 new trustees were elected. The composition of the board going forward would be the people elected at the meeting and the 2 existing board members.</p>
11)	<p><b>Closing Remarks</b></p> <p>The chair, Tabatha McCree-Cox thanked the facilitator for guiding the meeting and for working on a Saturday. Tabatha said that she was stepping down as chairperson and that it had been an honour to serve on the board over the last 5 years. She thanked the dedicated trustees, staff and volunteers who had worked hard for the organisation. In particular she wanted to note that the volunteers had been a great additional support over the last 3 months during her time as interim CO. She expressed her hope that everything goes well for WATIF and wished the new board every success in the future.</p>
12)	<p><b>Meeting Close</b></p> <p>The meeting closed at: 1:55pm</p>