



AGM MINUTES

Date: 8 December 2022 at 7.00pm

Location: Tulloch Castle Hotel, Dingwall

Purpose: **Annual General Meeting**

Present: **Staff:** Fiona Dalgetty (Chief Executive), Lauren Hendry, Karen Oakley, Lorraine Aburrow (minutes)

Board: Malina MacDonald-Dawson (Chair), Jennifer Marshall (Vice Chair)
Fiona Callum (Company Secretary), Shona Henderson, Duncan Chisholm, Alex Urquhart-Taylor, Norman MacArthur

Accountant: Laura Houston (Innes and Partners)

Funder: Siobhan Anderson (Creative Scotland)

Potential Board Members: Kirsteen NicAonghais Meeks, Grace Stewart-Skinner

Apologies: Chloë Bryce (Board), Arthur Cormack (Fèisean nan Gàidheal), Calum MacAulay (Potential new Board Member)

Agenda Item

2022.01 Preliminaries

The Chair welcomed everyone to the meeting. Apologies were noted. The minutes of the previous AGM on 9 December 2021 were agreed as a correct record. The minute was moved by Duncan Chisholm and seconded by Fiona Callum.

There were no outstanding matters arising from the previous minutes.

2022.02

(a) Chair's Report

The Chair gave a detailed overview of what has been another challenging year due to the pandemic. Sincere thanks from the Board were given to the staff team. The Chair's report is similar to the trustees' report which is published, and available for anyone to read, in the audited accounts.

The Chair highlighted a number of notable achievements throughout the financial year 2021/22 which included:

- Fèis Rois achieving an income of over £1m for the first time in the charity's history.
- Securing significant additional funds from Creative Scotland and securing new investment for the development of Gaelic activities.
- Successfully delivering the Fèis Rois programme of Youth Music Initiative activity in schools across Aberdeenshire, Dumfries & Galloway and the Highlands at a time when the pandemic posed a huge challenge to the project.
- Building on the success of the first ever Virtual Fèis Rois Festival, which was held online in May 2020, the charity held a second successful edition of this online festival in May 2021.
- Collaborating with Eden Court Theatre in Inverness to bring back Under Canvas from July to September 2021.
- Completing the first Fèis Rois Lullaby Project with four cohorts of women having the opportunity to participate in Alness, Dingwall, Inverness and Wester Ross, and securing new funds to continue the project into the future.
- Successfully delivering three new Creative Scotland funded projects secured in 2020/21 but for delivery in 2021/22, including Highland Culture Collective and the Youth Arts Fund targeted residences and small grants fund.
- Continuing to engage young people and adult learners in regular traditional music making opportunities by providing online and in person programmes in schools and communities.

The Chair gave heartfelt thanks to all those involved with Fèis Rois including funders, musicians, artists, freelance creative practitioners and participants. Thanks was also given to the Board of Directors and to Ruairidh Gollan who stepped down from the Board earlier in the year.

Having served on the Board for 6 years and saying what a privilege it had been, the Chair stood down.

(b) Annual Accounts

Laura Houston from Innes and Partners presented the accounts and thanked everyone for appointing Innes and Partners as the charity's accountant and stated that they enjoyed working with the team. Laura stated that Innes and Partners were satisfied with the allocation of expenditure and there were no issues. She said that the £1 million income was a significant milestone.

The accounts were circulated and approved by the Board and Fèis Rois had an unqualified audit report ready to sign.

2022.03 Rotation of Directors

Clause 25 of the Memorandum and Articles states that any Director who has held office for three consecutive years shall cease to hold office at the end of the AGM but, subject to article 26, shall then be eligible for re-election. This applied to Jennifer Marshall who was re-elected by Shona Henderson (seconded by Duncan Chisholm).

Malina MacDonald-Dawson stood down as Chair and Fiona Callum stood down as Company Secretary and Treasurer.

Jennifer Marshall was nominated as Chair by Shona Henderson and seconded by Duncan Chisholm. Alex Urquhart-Taylor was nominated as Vice Chair by Norman MacArthur and seconded by Jennifer Marshall. Shona Henderson was nominated as Company Secretary by Jennifer Marshall and seconded by Norman MacArthur.

Three new Board Members were appointed; Kirsteen MacInnes Meeks was nominated by Norman MacArthur and seconded by Alex Urquhart-Taylor. Grace Stewart-Skinner was nominated by Jennifer Marshall and seconded by Shona Henderson. Calum MacAulay was nominated by Duncan Chisholm and seconded by Alex Urquhart-Taylor.

The Fèis Rois Board is made up of the following Trustees/Directors:

Jennifer Marshall (Chair), Alex Urquhart-Taylor (Vice Chair), Shona Henderson (Company Secretary), Calum MacAulay (Treasurer) Duncan Chisholm, Norman MacArthur, Chloë Bryce, Grace Stewart-Skinner and Kirsteen MacInnes Meeks.

2022.04 AOB There were no further matters raised.