

# Scottish Poetry Library

## MINUTES OF THE ANNUAL GENERAL MEETING OF THE SCOTTISH POETRY LIBRARY HELD IN THE LIBRARY ON SATURDAY, 25<sup>TH</sup> NOVEMBER 2017 AT 12.15PM.

### 1. WELCOME BY THE CHAIR

1.1 The Chair welcomed everyone to the AGM.

### 2. APOLOGIES

2.1 Rory Anderson; Jenni Fagan; Michael Glen; Nella Kerr; David Lanc; Gordon Moir; Stuart Paterson; Ellen Ritson; Ian Wall; Nuala Watt; Rosemary Hector

### 3. ACCEPT MINUTES OF 2016 AGM

3.1 Members APPROVED the minutes as an accurate record of the meeting.

### 4. ACCEPT ANNUAL ACCOUNTS FOR YEAR ENDING 31<sup>ST</sup> MARCH 2017

4.1 The Director confirmed the full accounts and management letter would be made available as paper copies and on the library's website after the meeting. We have built on Eric Wishart's good work and streamlined the accounting process to make it more efficient thanks to the endeavours of Brenda Fox, our accountant. The audit by Alexander Sloan was clean and the management letter is supportive of the good work over the year.

The SPL's cash reserves are lower than before the building renovation began, but the SPL avoided having to borrow money to fund the renovation works. The SPL is otherwise in a surplus position, with £7K added to General Reserves in the last financial year taking us to £45K. This surplus represents approximately 14% of the previous year's total unrestricted expenditure in the year.

The deficit recorded in the year to 2016/17 is partly due to the accounting treatment of capital grants, whereby the income is accounted for in the Statement of Financial Activities but the related capital expenditure is accounted for in the Balance Sheet. This year's deficit is also the result of spending £41K of its Restricted Reserves (that is ring-fenced funding for specific activity, which had been built up in previous years for projects such as Living Voices and the remaining commitments to the building contractors and architects. He added that although the accounts were very positive, the library would need to be cautious over the next year due to tightening financial budgets.

4.2 Members advised it would be useful to receive a copy of the accounts in advance of the AGM alongside a summary of the accounts. Members also NOTED an error relating to the total charity funds. The Chair advised the accounting treatment had changed due to OSCR reporting requirements and the Board would provide a summary of these changes after the meeting. She also AGREED to make the full accounts available in advance of future AGMs.

4.3 Members ACCEPTED the annual accounts for year ending 31<sup>st</sup> March 2017.

## 5. ELECT MEMBERS TO THE BOARD

- 5.1 The Board Secretary confirmed there were currently over 340 friends on the Library's records and the Board had received 39 postal and 2 proxy votes.
- 5.2 Members discussed the nomination process and raised concerns that identifying key areas of skills and experiences for applicants may have limited the number of potential applicants. The Secretary acknowledged these concerns but confirmed that there was no intention to prevent individuals applying. The Board Secretary AGREED that it would be useful to review election procedures in advance of next year's AGM.
- 5.3 Members discussed the Board nominees under consideration. Concern was expressed by several members at comments on social media by two Board nominees that were posted earlier in 2017 on a matter relating to a poets' group letter. These comments were read out in full. Marcas Mac an Tuairneir provided context for his remarks and apologised for any offence caused by his posts at this time. A discussion followed on how different opinions are accommodated in relation to the Code of Conduct for trustees, including how comments made on social media impacted on the reputation of the SPL.

The Board Secretary informed members that Nuala Watt was unable to attend because she had recently had a baby. Rory Anderson was unwell at this time.

- 5.4 The results of the votes (including postal and proxy votes) are provided in the table below:

<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>
To re-elect Kyra Pollitt	69	1	
To elect Rory W. J. Anderson	59	1	2
To elect Peter Kravitz	65	0	
To elect Gordon Munro	62	0	
To elect Stuart A. Paterson	37	23	6
To elect Jane Ryder	61	0	
To elect Marcas Mac an Tuairneir	51	4	10
To elect Nuala Watt	56	0	1

Tellers were Ann Matheson and Aly Barr.

- 5.5 Kyra Pollitt, Rory W. J. Anderson, Peter Kravitz, Gordon Munro, Stuart A. Paterson, Jane Ryder and Marcas Mac an Tuairneir were all appointed as members of the Board.

## 6. APPOINT AUDITORS FOR THE LIBRARY, AND AUTHORISE THE BOARD TO FIX THE REMUNERATION OF THE AUDITORS FOR THE ENSURING YEAR

- 6.1 Members APPROVED the reappointment of Alexander Sloan as auditors for the library, and authorised the Board to fix the remuneration of the auditors for the ensuring year. The results of the vote (including postal and proxy votes) are provided in the table below:

<b>For</b>	<b>Against</b>	<b>Abstention</b>
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61	2	2
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The Chair recommended that good practice was to tender for the auditor following a period of time with a preferred provider. As a result, we will go to tender after this financial year's audit (i.e. for 2018-19 accounts)

## **7. REPORTS FROM THE DIRECTOR, ASIF KHAN, AND CHAIR, ANNETTE BRUTON, FOLLOWED BY GENERAL DISCUSSION**

- 7.1 In his verbal report (attached), the Director acknowledged that it had been a challenging year due to staff turnover, and thanked staff for their work, highlighting individual activities and projects that contributed to the successful outcomes of the Library in areas such as international working, equalities, education, health and well-being, and poetry prizes. He explained the rationale for new staff structure (including a senior management team) and presented the present staff team to the AGM.
- 7.2 The Director advised Members that the new poets' advisory group had been set up, following an open call for applications, and would meet for the first time in December.
- 7.3 The Chair advised Members it had been a privilege to serve her first year as Chair of the poetry library. She explained the Board had a great responsibility to ensure they steered the library forward in the right direction.
- 7.4 The Chair informed Members that Creative Scotland would confirm their future funding plans at the end of January. She AGREED to keep friends informed about both that funding decision and any potential changes to the library as a result of the funding decision.
- 7.5 The Chair noted there had been significant changes in staff over the past year and she expressed her thanks to past, recent past and current staff for all their hard work in making the library such a success.
- 7.6 The Chair advised that the increase in Board Members would help bring in new skills and promote the work of the library across Scotland.
- 7.7 The Chair expressed her thanks to all of the Board Members who were stepping down from the Board at this time. She stated her gratitude to Ian Wall for providing assistance during this transition period. She conveyed her thanks to Gordon Moir for providing invaluable professional expertise throughout the year. Finally, she thanked Jenni Fagan who was unable to continue as a Board Member at this time due to current work pressures. The Chair advised Jenni remained committed to playing a part in the library's future although unable to continue as a Board Member at this time.
- 7.8 The Chair confirmed that an HR professional had been hired on a retainer to provide HR support to the Director and staff as part of the restructure process.
- 7.9 The Director confirmed the Director's Report would be made available on the website after the meeting.
- 7.10 Questions and statements from the floor included:
- Whilst the Director's report was welcomed for its comprehensiveness, a Friend suggested that it would be good to have included the Director's and

Chair's report with the accounts. The Chair replied that that full accounts and narratives would be published in advance of future AGMs. A point of correction was made about the financial statement.

- A Friend asked about the SPL's relationship with the national poet as the result of a coming year-long residency for the Year of Young People, which had been reported in a national newspaper. The Chair spoke about her meetings and communications with the national poet, including a letter of support that had been sent to the Board from the Makar.
- A Friend asked how the staff structure and new senior management would work in practice and its benefits. The Director explained how much of the decision-making process would be shared with the Head Librarian and Head of Operations. He also said that a key priority would be on fundraising, predicated by the Creative Scotland funding decision in January 2018. The Director will present to the Board a programme for fundraising activity to trusts and foundations.
- A Friend expressed concern about the absence of the role of an Assistant Librarian in the new structure.
- A Friend spoke about the welcome support being provided by library staff for the Edwin Morgan Archive.
- A Friend expressed concern about the loss of several experienced staff during the previous year, asked what lessons had been learnt from this, and asked how management would in future provide an adequate duty of care to remaining and new employees. Three past and present SPL Board Directors acknowledged the serious difficulties of the preceding year and the effects these had had on staff.
- A Friend raised a concern that staff might benefit from access to specialist HR support. Support for staff would be reviewed by the Chair and the Director.
- A Friend expressed lack of confidence in both the Chair and Director.
- A Friend asked how events enquiries would be handled in the new structure. The Director signposted this to the Programme and Events Co-ordinator role.

7.13 The Board Secretary thanked everyone for attending and for the candour of their contributions to the meeting. He advised that the Board would take a critical look at how it communicates with its Friends at this time of progressive and rapid change.

7.14 The Chair thanked everyone for attending the AGM.

Meeting closed at 1415.