

Proposed Merger of the Kirkhill and Bunchrew Community Trust and the Kirkhill Community Centre – Questions and Answers

The Kirkhill and Bunchrew area has two main voluntary organisations that provide facilities and carry out activities for the benefit of the local community.

- Kirkhill Community Centre (KCC) (Scottish Charity Number SC012797) was established in 1978 as Kirkhill and District Amenities Association and provides a well-used community hall, meeting room and associated sports facilities in Kirkhill.
- Kirkhill and Bunchrew Community Trust (KBCT) (Scottish Charity Number SC029389) was established in 1999 and acts as a community anchor organisation enabling a wide range of community development activities. Current projects include managing Upper Reelig Community Wood, Kirkhill play-park, developing sections of the Beauly to Inverness shared use path, maintaining local paths, running a community café and providing Christmas lights.

There have been recent discussions on the possibility of merging the two organisations.

This proposal raises a number of questions including:

Why merge the two bodies- what difference will it make?

- Both organisations exist for the benefit of the same local community.
- The roles of both organisations are similar enough to be effectively represented by one group.
- One organisation would only require one Board, set of office bearers, annual general meeting, accounts and membership.
- Simplifies and improves the opportunity to promote the relevance of the work of the organisation to the community, and consequently recruit members and trustees.
- Simplifies communications between the organisation and the community to the benefit of both.
- Together both organisations would better fulfil their common commitment to act in the interests of the community.

Who decides whether this will happen?

The proposals would have to be supported by the Boards of the two existing organisations, put by them to their respective memberships for approval at a general meeting and then put to OSCR – the Scottish Charity Regulator – for their approval before it could happen.

How would the merger come about?

It is proposed to do this by dissolving the KBCT, transferring its assets to the KCC and amending the constitution and name of the KCC to reflect the current work of both bodies.

If it's really a merger why is KBCT being wound up and its assets transferred to KCC?

Doing it this way makes practical sense. The KCC owns the community centre and adjacent land. Retaining these assets in the KCC avoids the legal transfer of the assets and saves the significant cost, time and effort that would be required for such a transfer. The KBCT does not own any similar assets which would require a legal process to transfer ownership.

Why does the KCC have to change its constitution and name?

Whilst the constitutions and objectives of the two organisations are very similar there will have to be some amendments to the constitution of the KCC to allow it to cover the current role of the KBCT and ensure its constitution continues to reflect current best practice. The name of KCC reflects its current remit which relates to the community centre and adjacent

land within the village of Kirkhill. It makes sense to change the name both to reflect the wider geographical remit of the revised organisation and to reinforce its changing remit.

What geographical area will the new organisation cover?

Both current organisations cover the same area which is the Kirkhill & Bunchrew community Council plus Cabrich and Clunes. It is proposed the revised KCC will continue to serve these same communities.

What will the revised KCC be called?

It will be important that the new name reflects the wider activities and geographical involvement of the revised KCC. The name should also be sufficiently different from either of the two current organisations, or others past or present, to avoid confusion. The current working proposal is the **Aird Community Trust**. The Aird is a historically used term for the geographical area immediately to the South of the Beaully Firth most of which is within the area covered by the two current organisations. The name will need to be approved by the membership of KCC, KBCT and OSCR as part of the process.

Will members of KCC be members of the new organisation?

Yes, they will remain members of the revised organisation.

Will members of KBCT be members of the new organisation?

No, as KBCT would be technically wound up. Existing KBCT members would have to apply to be members of the revised KCC. Membership of the KCC is free.

Who will be on the initial Board of the new body?

The initial Board will be the Board of the KCC. It is proposed that further directors would be co-opted from the outset, probably from the current Board of the KBCT, to ensure it has the skills, experience and capacity to manage the affairs of both current organisations. Thereafter the Board will be recruited to in accordance with the constitution of the revised KCC i.e. through election at the AGM and/or co-option.

How will the Board cope with a wider range of responsibilities?

It is proposed that the revised KCC will adopt a similar business model to that currently operated by the KBCT. The work of the KBCT is delivered through a series of groups/projects (sub-committees) whose work is overseen by the Board which is also responsible for the governance of the organisation. This works well and allows groups and projects to focus their energies on their interests while minimising bureaucracy. Examples of this are the Kirkhill Christmas Lights, the Community Café and the Community Woodland groups of the KBCT. The major groups/projects are led or represented by a member of the Board.

Who will manage the hall?

It is envisaged that the hall would be managed by a sub-committee (just like the current KBCT groups) with its work supported and overseen by the Board. Some of the current KCC trustees may wish to serve on the new board while others may prefer to manage the hall.

Is there not a risk in merging the two bodies should the new organisation fail?

Either or both of the current organisations could fail, as could the revised KCC. The biggest risk is seen to be the inability to recruit trustees in future. As described above it is felt the revised KCC will, if anything, be in a better position to recruit both members and trustees. As a SCIO the trustees and members have protection from personal liability and the assets of the charity are protected. The assets would pass to a similar charitable body in the event of a failure of the revised KCC.

Will money raised at the Gala still be for used for the hall as at present, rather than other things?

There is no reason for the current arrangement to change for so long as the Board and gala week fundraisers want it to continue. That's the case whether this merger happens or not.

When will all this take place?

As described above the detailed proposal will have to be agreed with the Board of both organisations. This will then have to be put to and approved by the members of both organisations at annual or extraordinary general meetings. Finally the proposals will have to be formally approved by OSCR before they can be implemented. This will inevitably take some time and, subject to securing necessary approvals, it is likely to be Spring/Summer 2020 before this is fully implemented.

The KCC receives funding from The Highland Council to run the hall? Will merging the organisations affect this?

No, any future funding made available for this purpose from the Council won't be affected by this proposed change.

How will having just one organisation affect its ability to attract funding for future projects?

As the new organisation will still be a very small charity in term of income and expenditure the ability to attract funding should not be affected, and may well be strengthened by being a more coherent community body.

Will people living outside the community be able to be involved?

It is intended to have associate members who will be able to attend members meetings but will not be entitled to vote in decision making.

What about contracts entered by KBCT ahead of any merger?

These include the agreement with Forestry and Land Scotland over Upper Reelig Community Wood, the lease over land for the hut in the wood and the proposed grant contract with SUSTRANS. These contracts will be taken over by the revised KCC with the agreement of the other parties.

This Q&A paper is intended to inform a period of consultation over these proposals. These are the questions that occurred to the Boards' joint working group but it is not a definitive list. If there are questions you would like to ask please email them to George Hogg (kbct-kcc-merger@googlegroups.com). All views expressed will be taken into account in a final version of the proposal that the two bodies will vote on.

Mary Andrews
Chair, Kirkhill & Bunchrew Community Trust

Erik Lundberg
Chair, Kirkhill Community Centre