



# Notice of Annual General Meeting

30<sup>th</sup> September 2022

To all Circular Communities Scotland members

Notice of Circular Communities Scotland 2022 ANNUAL GENERAL MEETING

Date: Thursday 27<sup>th</sup> October 2022  
Time: 2pm  
Location: Online, Zoom  
Registration: [Please register in advance here](#)

Please find enclosed papers for the 19th Annual General Meeting of Circular Communities Scotland.

- 2022 AGM Agenda
- Draft minutes of the 18th AGM held on 16<sup>th</sup> September 2021
- Resolution to appoint new Board Members

We look forward to seeing you there.

A handwritten signature in black ink, appearing to read 'Michael Cook'.

Michael Cook

[www.circularcommunities.scot](http://www.circularcommunities.scot) // [info@circularcommunities.scot](mailto:info@circularcommunities.scot)



# Circular Communities Scotland AGM

Thursday 27<sup>th</sup> October 2022, 2pm

Hosted online using Zoom Platform. [Please register in advance here](#)

## Annual General Meeting

This is the AGM for Circular Communities Scotland (formerly CRNS). We will hear an update from our Chair and CEO about progress over the last year. We will also receive a financial report, adopt the accounts and appoint new Board members to the organisation.

## AGENDA

- 1 Introduction and Welcome
- 2 Apologies
- 3 Minutes of previous AGM
- 4 Report from Chair
- 5 Financial Report and adoption of Annual Accounts
- 6 Reappointment of Independent Examiner
- 7 Board of Management - Resignation and Appointments
- 8 Any Other Business
- 9 Date of next AGM

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# MINUTES OF CRNS AGM

THURSDAY 16th SEPTEMBER 2021

VIRTUAL MTG - HOSTED ON ZOOM PLATFORM

## Attendees

(FM) – Full Member (SM) – Supporter Member

Debbie Douglas	All Together Edinburgh (FM)
Jeanette Gaul	Angus Upcycling Project (FM)
Ann McCulloch	Baby Steps (FM)
Karen O'Donoghue	BHF (FM)
Paul Kubon	Blythswood Care (FM)
Dave Kerr	Budding Engineers CIC (FM)
Naomi Johnson	CRNS Board Chair
Paul Johnston	CRNS Board Member
Sarah Case	CRNS Staff
Matt Lewis	CRNS Staff
Elaine Ritchie	CRNS Staff
Michael Cook	CRNS Staff
Elaine Hill	CSREC (FM)
Elaine Brown	Edinburgh Remakery (FM)
Chris Hellawell	Edinburgh Tool Library (FM)
Reeni Kennedy-Boyle	Fyne Futures (FM)
Jonny Kinross	Grassmarket Community Project (FM)
Barry O'Kane	Happyporch (SM)
Martin Macleod	ILM Highland (FM)
Susan Cheyne	Instant Neighbour (FM)
Sophy Green	Instant Neighbour
Andy Jack	LINK (FM)
Paul Rankin	Luma IT (FM)
Martin Carle	CFINE (FM)
Hazel Cowe	MICT (FM)
Shona Radojkovic	Moray Reachout (FM)
Phil Mills	Moray Wastebusters (FM)
James Bajgar	Music Broth (FM)
Anna Patfield	Planet Sutherland (FM)
Bev Knight	Redeem Exchange (FM)



Amulree Welch	Remake Scotland (FM)
Dean Fisher	SBSEC (FM)
Alex McLeod	SHRUB Coop (FM)
Rashid Khaliq	Soulriders (FM)
Lucy Gillie	South Seeds (FM)
Mark Morgan	Stellas Voice (FM)
Craig Anderson	Tayside Reusers (FM)
Miriam Adcock	Zero Waste Scotland

## Introductions and Welcome

Naomi Johnson, Chair of CRNS, welcomed everyone to the 2021 CRNS AGM

The meeting was confirmed to be quorate for members attending.

No other business was raised.

## Apologies

Formal apologies were received from:

- Ian Matheson Blythswood Care
- Stephen Bennett 86<sup>th</sup> Glasgow Boys Brigade
- Neil Mapes Green Hive
- Greg Chauvet Bike for Good
- Biddy Kelly Fresh Start
- Jon Molyneux Fareshare
- Peter Lavelle Glasgow Wood Recycling
- David Bryan Social Enterprise Academy
- Fiona Rae CFINE
- Lee McGrath Reboot
- Hazel Cowe MICT

## Minutes of CRNS AGM 2020

The minutes were approved as an accurate record of the meeting. (Proposed by Phil Mills, Moray Waste Busters & Seconded by Elaine Brown, Edinburgh Remakery).



## Report from Chair

### Covid-19

Clearly Covid has continued to dominate this year for CRNS and for our members with periods of closure, furloughing of staff, financial challenges across the sector. Despite this, most organisations have weathered these challenging times and have stepped up to support their communities.

At CRNS itself, everything about how we work has changed – less travel, move to virtual events, etc, but our key focus as a network to support and represent our members has remained unchanged. We hope we have been able to support you during this last year and thank you to you our members for making the network what it is.

### Progress at CRNS

Despite the obviously challenging circumstances CRNS has continued to make strong progress. We are in the last year of our 3-year strategic plan and let me report a few highlights from this.

#### 1. Membership – Support and Grow our Membership

We are delighted to see the membership of CRNS growing. In March 2019 we set the goal of growing the membership from 115 to 172 (50%) by March 2022. We are delighted that that goal was achieved last month. Strong growth indicates a vibrant sector and strong engagement with the circular economy agenda.

CRNS staff have continued to support the membership despite restrictions through virtual events, 1-2-1 support and an ongoing suite of regular communications including funding and policy updates.

In March 2021 we awarded Pockets and Prospects micro-grants to 7 members to the value of £7500.

#### 2. Impact – Measure and Demonstrate our Impact

CRNS staff are currently working on our annual impact report which will be published at our conference on 25<sup>th</sup> November. Our theme for the conference will be Embracing a Circular Future and we would encourage you to reserve the date now. We already have a strong line up of speakers including:

- Lorna Slater MSP: Scottish Minister for Green Skills, Circular Economy & Biodiversity
- Dr Kathrine Trebeck: Wellbeing Economic Alliance
- Graeme Obree: Former world champion cyclist and 1-hour world record holder

One thing you can do to help us would be to complete the 2021 CRNS annual member survey. For us to represent the sector it is vital that we can represent the validity and scale of the sector and for that we need this data. Thanks in advance for helping us, we appreciate your time in doing that.



### 3. Communicate – communicate our vision

The CRNS Board is united in its view that the proposal for a new name and brand will more strongly position the organisation to communicate the vision of a circular economy in Scotland. Whilst this work was delayed due to Covid, I am delighted that we were able to get to this point and present the formal name change resolution at this meeting to the members.

We are delighted to have been able to recruit a new member to the staff team, Sarah Case, as our Communications and Campaigns Officer this year. Along with Michael the Board felt that this was a key area for CRNS to invest in to ensure that we can communicate more effectively and better represent the members and sector.

We anticipate that Sarah's role will include more campaigning on the issues that matter to our members and the sector. The 2021 Impact Report will contain more detail around the circular economy policies and the issues we will be campaigning on.

### 4. Finances – Secure Strong and Sustainable Finances

Given the difficulties this year we are pleased to report a surplus of £35k in this year's finances. We want to have sustainable finances, but we also want to reinvest any surplus in our work to support the membership. The Board's decision to recruit Sarah in a new communications & campaigns role demonstrates that commitment to grow our impact.

We would thank all our funders this year, including Zero Waste Scotland as well as our fee-paying members for their continued support, it's appreciated.

We continue to diversify our income streams with additional sources being identified such as growing sponsors for our events, as well as some research we conducted on behalf of Creative Scotland around circular economy and the creative industries.

The Consortium continues to grow and as of January 2021 it is now fully self-sustaining as funding from Zero Waste Scotland for this part of our work ended. Two new local authorities (North Ayrshire and Highland) have started purchasing from the Consortium this year as well.

We are sad to report that Lesley Campbell, our Consortium Coordinator, is leaving her role this year. The Board, the members of the consortium, Michael and the staff team wish to record their appreciation and thanks for the great work she has done. We shall shortly be recruiting for her replacement, but they are big shoes to fill.

### Conclusion

Overall, despite this being a very challenging year for obvious reasons, it has been a positive and strong year for the organisation. The Board is delighted with the



progress that Michael and the staff team have been making and they would wish to formally note their thanks here.

## Financial Report, Adoption of Annual Accounts, Reappointment of Independent Examiners.

Community Resources Network Scotland (CRNS) accounts

The CRNS Trustee Report and Financial Statements for the year ending 31 March 2020 had been included in the AGM delegate pack.

Our target for this year was to build on the small surplus we made last year and this was achieved with a surplus of £35,085 (prior year £9,221 surplus).

The CRNS Independent Examiner is Whitelaw Wells and they continue to do a good job. The recommendation of the Board is to reappoint.

There were no questions to the accounts.

The financial accounts were approved and adopted by the meeting. (Proposed by Alex McLeod, SHRUB Coop & Seconded by Susan Cheyne, Instant Neighbour)

## CRNS Board of Management – Resignations and Appointments

Since last year's AGM the following Board Members have resigned:

- Paul Smith (The Reuse Shop, Stranraer)
- Simon Laidlaw (Transform Dundee)
- Colin Freeman (Bike for Good)
- Ray Georgeson (Independent Board Member)

All resignations were for positive reasons; 3 out of the 4 were simply because of changes in their own employment. It is in our constitution that 1/3 of Board Members must resign each year but this has happened already as stated so no one else is required to step down today.

We are currently running a recruitment process and were delighted to receive 9 applications to serve on the CRNS Board. Interviews are being set up as we speak and we will hope to bring some people onto the board before too long. Because of the timing of bringing the AGM forward this will be ratified at the next AGM in 2022.



## Special Resolution – Organisation Name Change – CEO Presentation

Naomi invited CRNS CEO, Michael Cook, to present the thinking and new logo and branding for a name change from Community Resources Network Scotland to Circular Communities Scotland.

Key headlines:

It has been a long-standing commitment to do this from the (pre-Covid) 2019 CRNS Strategic Plan and the goal of “Communicating Our Vision”.

It had been formally delayed at the 2020 AGM due to Covid issues and the plan is now for the members to support this name change to Circular Communities Scotland.

Circular – The vision is for a more Circular Economy.

Communities – Recognises the role of our members in their local communities.

Scotland – Our organisation and our members are all based in Scotland.

We feel it fully meets the objectives that the Board set for this task:

- Bold & Vibrant
- Circular Thinking
- Member-led Network
- Future Vision

The name change has already been approved by the Office of the Scottish Charity Regulator (OSCR) and we encourage our members to register their approval by voting in favour of the Special Resolution today.

With member approval we will then register the new name with Companies House and prepare for a formal name change launch on the 1<sup>st</sup> November 2021.

### Special Resolution – Organisation Name Change – Formal Vote

Naomi presented the Special Resolution to the meeting was as highlighted in the AGM Pack that had been sent out to all members. An additional link to the formal resolution was also included in the meeting ‘chat’ too.

Each Full Member present at the meeting was invited to vote for or against the Special Resolution and to indicate their preference in the meeting chat box to formally record their voting preference. A few minutes was given to do this.

There were 26 member votes for the Special Resolution at the meeting. There were 0 members votes against.



There were 9 member proxy votes given by members to CRNS for the Special Resolution.

There were 0 member proxy votes against.

The formal voting result of the Special Resolution is that it is passed with a total of 35 member votes in favour and 0 against.

On behalf of the Board Naomi thanked the members for overwhelmingly supporting the name change resolution.

## Any Other Business

No additional agenda items were raised at the meeting.

## Date of next AGM

There was a reminder that the CRNS conference will be held digitally on 25 November 2021 and it was very much hoped that members will be able to attend.

It is anticipated that next year's AGM will once again be held as part of our Annual Conference, usually held in November.

A final word of thanks was given to the staff and board and the meeting closed at 15:45.



# Resolution for Appointment of New Board Members

The Articles of Association require Circular Communities Scotland to have a minimum of five Directors and a maximum of 12 (ref. 11.1). A maximum of eight directors should be elected from the Membership and a maximum of four from out with the membership (ref. 13.2) – i.e. independent members.

Since the board last met we have temporarily co-opted 5 board members as follows

- Ian Harley – independent
- Bev Thow – independent
- Rashid Khaliq – Soul Riders
- Sasha Taylor – The Bike Station
- Jon Molyneux – FareShare

Brief biographies for each are attached. The current board recommend their approval by this AGM onto the Circular Communities Scotland Board of Directors.

If approved this will take the Board membership to:

- Membership Directors – 7 of potential of 8
- Independent Directors – 4 of potential 4

The Circular Communities Scotland Board therefore nominate Ian Harley and Beverly Thow to serve as independent directors and Rashid Kaliq, Sasha Taylor and Jon Molyneaux from the membership to serve as directors.



# Biographies

## Ian Harley

Ian is currently the Director of Control & Governance in Bupa's insurance business. Before that he held senior positions in Prudential across risk, compliance and audit disciplines. He has extensive experience of developing risk and governance frameworks and has also worked as an accountant and financial auditor in the public sector. Ian brings a strong advisory approach and continuous improvement mindset. He is married with grown up children and lives in Lanarkshire.

## Bev Thow

Bev moved to Scotland in 2006 and has over 20 years' experience within recruitment and employability, managing operational teams across Scotland to support people to achieve their true potential through learning and experience. Having managed a plastic reuse initiative for two years, Bev developed a further passion for doing the right thing for our environment. Working alongside public and private sector organisations, Bev is focused on initiating change environmentally whilst bringing additional employment and training opportunities to communities in areas of deprivation in Scotland.

Bev is now Service Manager for a Drug and Alcohol Recovery Service in Inverclyde and has introduced ideas focused on reuse, such as borrowing library and preloved interview clothes to support people who might be struggling financially. There are always simple ways to help others and improve our environmental impact.

## Rashid Khaliq (Soul Riders)

Rashid is the Chief Executive of SoulRiders, an innovative community cycling organisation based in Glasgow.

He has a passion for sustainable innovation and embedding grassroots scale-able projects. Rashid is also very proud of his Scottish and Pakistani heritage and has developed many strategic models with diversity at the heart.

As a keen believer of a just transition across many facets he is currently focused on the climate transformation. With a network that transcends all sectors he is developing a net-zero zone with a great ambition for Glasgow to become an exemplar community, cycling, green city.

Rashid also loves his bike and can be seen sipping a coffee having engaged in his favourite, 'rolled up trousers' riding style.



## Sasha Taylor (The Bike Station)

Sasha Taylor is the CEO at The Bike Station, working alongside a team who work tirelessly, to ensure more people have access to the benefits of cycling whilst improving our environment.

Sasha brings experience from a career across the third sector, health, equalities, environment and social justice; and brings an unwavering commitment in collaboration and the social change.

Outside of work Sasha will be found riding bikes, avoiding squirrels and collecting Netsuke.

## Jon Molyneux (FareShare)

Jon Molyneux is Scottish Affairs Lead for Fareshare, which is the UK's largest charitable redistributor of surplus food. In Scotland, Fareshare works through four regional centres and supports over 750 community-based organisations to access good food. Jon is also a serving councillor on Glasgow City Council, representing the Pollokshields ward for the Scottish Green Party since 2017. Previously, Jon was Head of Communications and Engagement for Zero Waste Scotland and he has held a variety of policy and front-line roles in the environmental and social enterprise sectors. Originally from West Cumbria, and via university in Liverpool, Jon now lives in Glasgow with his wife and two boys. He is also a Trustee of Spruce Carpets, a social enterprise focused on flooring reuse.