

## **Minutes of a Meeting to Discuss the Formation of the Scottish Hypnotherapy Foundation held at Mannerston Holdings on Saturday 28<sup>th</sup> August 2010**

### **Present:**

John Lawrence, Tom Cottrell, Jo Goss, Rae Jenson (Item 1 only), Susanne McMahon, Tam Munro, Lynnzie Stirling.

### **Apologies:**

Gordon Kerr, Liz McConnell, Kay Strang

The meeting commenced at 2.15pm.

### **Item 1. Minutes of Previous Meeting.**

The Minutes of the Meeting held on Saturday 26<sup>th</sup> June 2010 were accepted as a true record.

### **Item 2. Ongoing Actions.**

#### **a. Draft constitution**

Tam presented the amended Draft Constitution for ratification by the Committee. It was agreed unanimously that, subject to the following amendments being incorporated, the Constitution could now be ratified and proceed to the next stage. This was for the Constitution to be forwarded to the Edinburgh Voluntary Organisations Council (EVOC) for their advice prior to submitting it to the Office of the Scottish Charity Regulator (OSCR) for their approval. The agreed final amendments were:

- Section 6, sub-para. 6-1. Amend to read, ‘Any four members, including the Chairperson or designated officer, should constitute a quorum’.
- Section 9, sub-para. 9-8. Amend to read, ‘Is found to be in breach of any of the above shall be suspended immediately pending an enquiry by the Management Committee’.
- Section 9, sub-paras. 9-9 and 9-10. Amalgamate these two paragraphs, with sub-para 9-10 becoming the opening sentence of sub-para 9-9.
- Include a sentence to state that Associate Members do not have voting rights at AGMs and EGMs either in Section 8 (Proceedings of the Management Committee) or Section 9 Membership) at Tam’s discretion.

The appropriateness of Section 6, sub paras 5, 6 and 7 was also discussed. It was agreed that all those taking on management roles within the SHF must be informed fully of the statutory requirements. It was further noted that all members of the Management Committee would be required to complete the appropriate forms on taking up their posts. It would not, therefore, be necessary to include any further details in the Constitution.

### **Action:**

Tam to incorporate the final amendments into the Constitution and to forward it to EVOC for their advice prior to submission to OSCR.

## **b. Bank account – accounting procedures.**

Jo presented her Draft Financial Procedures Manual for discussion.

- i. It was considered that all items of expenditure (Para 4.b.2) should be approved by the whole Board, and that once a specific sum had been approved the project manager concerned could spend up to that amount without further approval. Should an additional amount be required for the same project at a later date this must also be referred to the Board for approval. It would still be necessary for the Treasurer to be consulted prior to granting such approval to ensure that sufficient funds were available. Jo agreed to review this clause and to present the amended draft at the next meeting.
- ii. The Expenses Claims Form (Annex B) refers. The proposed mileage rate of £0.40 per mile was accepted. However, those preferring to claim for just the amount of fuel used could do so under Travel and Subsistence, and receipts should be attached to the claims form in accordance with Para 4.b.iii. It was agreed that Board Members should start submitting claims as soon as the SHF was up and running and funds permitted.
- iii. It was noted that the SHF was currently in credit to the sum of £500 thanks to the generous donations of Board Members. However, it would be necessary to insure the company as soon as OSCR had approved the Constitution, and the quotation from the Holistic Insurance Services, our selected company, was £404. It was agreed that this amount should be set aside as a Designated Fund. However, should a more immediate requirement be identified the Board would be entitled to divert money from this to the General Fund in accordance with the regulations governing fully accrued accounts.
- iv. It was agreed that the AGM should be held after the end of the financial year so that the up-to-date statement of accounts and balance sheet can be presented at the AGM.
- v. The decision on the SHF's financial year would be made once the Constitution had been approved by OSCR and confirmation of our status as a Charity Limited by Guarantee had been received.

### **Actions:**

Jo to amend Para 4.b.ii and to submit the proposed amendment for consideration at the next meeting.  
Jo to transfer £404 to Designated Funds to cover the cost of insurance.

## **c. Yellow Pages - Update**

Jo had received further information from Yellow Pages concerning the provision of a Corporate Box for the SHF. As noted at the previous meeting, such a facility is only available to organisations with a minimum membership of 300. However, there is an alternative solution. Yellow Pages would be prepared to design a Corporate Box for us. However, the cost of the box would be shared by those members appearing in it. For example, such a Box in the Aberdeen issue of Yellow pages would cost £600. So if 10 members advertised in the Box they would each pay just £60 for the year, which would make it very cost-effective. However, should only one person advertise in that particular Box they would have to pay the full £600.

A further disadvantage to this system is that the SHF would be required to bill each member who wished to appear in the Corporate Box separately and then pay the full amount to Yellow Pages from SHF funds.

It was agreed that the requirement for Corporate Advertising would be reviewed once the organisation was fully established.

**d. Web site – interim home page.**

Rae has produced an interim Home Page for the SHF web site. However it is not yet available through a search engine. The site will be developed further as additional information about the SHF and membership benefits become available.

**e. Sources of training and mediation**

This item is currently under review.

**f. Salisbury Centre**

This item is currently under review.

**Item 3. Date of Next Meeting.**

The next meeting will be held at Mannerston Holdings from 2-4pm on Saturday 9<sup>th</sup> October 2010.

The meeting closed at 3.50 pm.