

Draft 1 issued 17.3.18

Report of LUCS committee's strategy meeting held on 10<sup>th</sup> March 2018

Present:

Alan Melling (Chair); David Shirres (acting Secretary); Gordon Hewit Lynne Nelson, Ronnie Reis, Stuart Rennie, Graeme Scott

Apologies were received from: Iris Melling

1. Review of current activities to deliver objectives in articles of association
2. Strengthens, Weaknesses, Opportunities and Threats Analysis
3. Actions

Appendix 1 Objects for the Society as specified in the Memorandum of Association of Linlithgow Union Canal Society dated 1980

1. Review of current activities to deliver objectives in articles of association

	Article	What we do now	Comments / Suggestions
1	To promote, encourage and assist the restoration, maintenance and use of canals in Scotland	<u>Promotion of canals</u> Tea room museum and boat trips <u>Restoration and maintenance of canals</u> Support LCVG including supplying them with workboat, Colin G used by Reunion,	<u>Promotion of canals</u> Ghost cruises as Barbara used to arrange <u>Restoration and maintenance of canals</u> We could do more, Could Colin G go further afield without need for a LUCS driver
2	To acquire, preserve and restore to original condition wherever possible boats, barges and other vessels, and other equipment and relics of canals in Scotland	Little preservation and restoration of artefacts	Could we provide rowing / paddle boats
3	To display and exhibit such items to the public and to demonstrate to the public their working, in a static or operating display, or by carrying the public in or upon such vessels or vehicles as may be appropriate	Operate museum Explain canal and its history to schools	New curator has ideas to improve museum AV display
4	To encourage the retention and preservation of any such items as hereinbefore mentioned by museums, canal and transport undertakings and other bodies and to work in conjunction with or join or affiliate to other charitable institutions, societies and bodies	Little support or affiliation to other charities Fun day supports charities Some use of bridge 16-40 boats	Closer working with bridge 16-40
5	To promote and further the study of and research into canals, their vessels, buildings and equipment, undertakings, and other forms of transport	Not addressed	Reinstate winter talks Write to PROBUS and other offering speakers, develop standard presentations Illustrated booklet on history of canal Can we help Lisa Sneddon, arrange funding

## 2. LUCS SWOT Analysis

<p>Strengths</p> <ul style="list-style-type: none"> <li>• Well respected</li> <li>• Support community</li> <li>• Education</li> <li>• Wide range skills</li> <li>• Offer popular service</li> <li>• Good feedback</li> <li>• Secure finance</li> </ul> <p>Actions</p>	<p>Weaknesses</p> <ul style="list-style-type: none"> <li>• Too few active volunteers - about twenty active regulars at basin with more on rosters for tea room, museum, boats etc</li> <li>• Parking</li> <li>• Lack of member engagement</li> <li>• Aqueduct trips generally not full</li> <li>• Age profile</li> <li>• Not welcoming</li> <li>• Job allocation / training</li> </ul> <p>Actions</p> <ol style="list-style-type: none"> <li>i) Investigate car parking off track on other side of Manse Rd</li> <li>ii) Should be more spontaneous use of boats for members, arrange summer members and freinds cruises</li> <li>iii) Need to engage membership more</li> <li>iv) Pre-booking of Aqueduct trips</li> <li>v) Promote society in a booklet which should include what we do</li> <li>vi) Review how new volunteers are mentored at basin</li> <li>vii) Promote society in a booklet showing what has been achieved and what we do</li> </ol>
<p>Opportunities</p> <ul style="list-style-type: none"> <li>• On line presence could be improved</li> <li>• Wide range of skills for volunteers</li> <li>• Additional large boat St Magdalene</li> <li>• Day hire popular Another / replacement day boat</li> <li>• Narrow boat hire</li> <li>• Use external seating / more usable outside space</li> <li>• Replace chalet / black shed</li> <li>• Better use of yard area</li> <li>• Capitalise on existing special events</li> <li>• Special events for members e.g. summer cruises</li> <li>• Improved WIFI</li> </ul> <p>Actions:</p> <ol style="list-style-type: none"> <li>i) Ask for ideas on how better use could be made of space in and around LUCS buildings</li> </ol>	<p>Threats</p> <ul style="list-style-type: none"> <li>• Declining volunteer numbers</li> <li>• Members not willing to undertake management roles</li> <li>• Scottish Canals not engaged</li> <li>• Long term future of canal</li> <li>• Declining school bookings</li> <li>• Not spending money</li> </ul> <p>Actions</p> <ol style="list-style-type: none"> <li>i) Education, send flyer to schools</li> <li>ii) Separate account for initiatives to deliver article objectives</li> </ol>

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### 3. Actions

3.1 Articles should be circulated to committee and wider membership

Others to be extracted from review of article's objectives and SWOT analysis

In summary

Expand what we do without spoiling it

We're here to make people smile

THE COMPANIES ACTS, 1948 to 1976

COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION  
of  
LINLITHGOW UNION CANAL SOCIETY.

1. The name of the Company (hereinafter called "the Society") is "LINLITHGOW UNION CANAL SOCIETY"
2. The Registered Office of the Society will be situate in Scotland.
3. The objects for which the Society is established are:-
  - (i) To take over the net assets of and to hold the whole or any part of the property of, and (so far as the same is not inconsistent with any other provision of this Memorandum) to continue to carry on and supplement the charitable work herein before carried on by the existing unincorporated association known or sometime known as the "Linlithgow Union Canal Society", which body was founded in the year 1975;
  - (ii) To promote, encourage and assist the restoration, maintenance and use of canals in Scotland as amenity, recreational and/or commercial waterways, and to do all things necessary to that end;
  - (iii) To acquire, preserve and restore to original condition wherever possible boats, barges and other vessels, and other equipment and relics of canals in Scotland, as may illustrate the characteristics of her canals and the

- course of her canal history, or which are of actual or potential historic, or educational value or importance;
- (iv) To display and exhibit such items to the public and to demonstrate to the public their working, in a static or operating display, or by carrying the public in or upon such vessels or vehicles as may be appropriate, or otherwise to establish and maintain for the benefit of the nation a static or operating museum or museums for the like purpose;
  - (v) To encourage the retention and preservation of any such items as hereinbefore mentioned by museums, canal and transport undertakings and other bodies and to work in conjunction with or join or affiliate to other charitable institutions, societies and bodies wherever situated and in whose aims are not inconsistent with the objects of the Society
  - (vi) To promote and further the study of and research into canals, their vessels, buildings and equipment, undertakings, and other forms of transport, and the historical, scientific, social and other aspects thereof, and to catalogue, collect, collate, and publish material and information of service or information to the public or calculated to promote the objects of the Society; and in furtherance of the above mentioned objects, but not otherwise:-
    - (a) To purchase, take on lease or otherwise acquire any heritable or moveable property and any rights or privileges which the Society may think necessary or convenient for the promotion of its objects;
    - (b) To construct, maintain, work and manage canals, associated railway lines and other associated transport on which the vessels, vehicles and other items or relics restored by the Society may be exhibited or otherwise displayed in operation to the public, to establish and maintain workshops and plant, to erect, alter and maintain any buildings, bridges or other structures, and to construct and maintain such ancillary equipment as may be

- required, but only for the purpose of promoting or attaining the objects of the Society;
- (c) To purchase or otherwise acquire vessels, vehicles and equipment for the purpose of promoting and attaining the objects of the Society and to undertake or assist in the maintenance, repair, renovation and restoration thereof;
  - (d) To take on hire or loan vessels, vehicles and equipment for the purpose of promoting and attaining the objects of the Society;
  - (e) To take steps by making personal or written appeals, holding public meetings or otherwise, to procure contributions to the funds of the Society in the form of donations, subscriptions or otherwise, and to organise and hold exhibitions and fetes, operate excursions and tours, and to otherwise raise money for the more expeditious promotion and attainment of the objects of the Society;
  - (f) To sell, let on lease, mortgage, dispose of, or turn to account all or any of the, assets of the Society, but only with a view to the promotion of its objects;
  - (g) To borrow or raise money on such terms and upon such conditions as may be thought fit by the Society;
  - (h) To invest the moneys of the Society not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) such consents (if any) as may for the time being imposed or required by law and subject also as hereinafter provided;
  - (i) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes calculated to further the objects of the Society;
  - (j) To undertake and execute any charitable trusts which may be lawfully undertaken by the Society;

- (k) To take any gift of property, whether subject to any trust or not, for one or more of the objects of the Society;
- (l) To print and publish any periodical, journal, books, leaflets, photographs or diagrams, and to operate car parks, bookstalls, sales kiosks and refreshment rooms and other ancillary for the use and convenience of persons visiting any site or sites where the vessels, vehicles and other equipment or relics acquired and restored by the Society are on display, and generally to provide such services as may conveniently be undertaken in connection or association with the promotion and attainment of the objects of the Society
- (m) To provide hostels or other accommodation for persons engaged in carrying out the work of the Society or in promoting any of the objects of the Society, and to provide facilities incidental thereto;
- (n) To take or otherwise acquire and hold shares in any company having objects in whole or in part similar to those of the Society and to promote any charitable company or companies all in furtherance of the objects of the Society and for no other purpose;
- (o) To apply for, promote, and obtain Acts of Parliament, Provisional Orders or Licences of the Department of Trade which may seem directly or indirectly to benefit the Society or to further the aims of the of other charitable societies with aims, and to oppose any bills, Provisional Orders, or any other proceedings in Parliament or elsewhere, which may seem prejudicial to the aims of the Society or of other charitable societies with similar aims, and to subscribe to the expenses thereof;
- (p) To enter into any arrangements with any Governments or Authorities, supreme, local, municipal or other, or any corporation, company, firm or persons, any

charters, contracts, decrees, rights, privileges and concessions which may further the aims of the Society, and to carry out, exercise and comply with any such charters, contracts, decrees, rights, privileges and concessions;

- (q) To effect and keep up any insurance against any risks, loss or liability to which the Society may be subject;
- (r) To pay the expenses of and incidental to the incorporation and registration of the Society;
- (s) To do all such other things as are incidental to the attainment of the above objects or any of them;

Provided that:

- (i) in case the Society shall take or hold any property which may be subject to any trust (whether established by any trust deed or scheme settled by the Court of Session, or made in pursuance of any enactment relating to educational endowments or war charities or otherwise) the Society shall only deal therewith or invest the same in accordance with the terms of such trust and with any law relevant thereto, and the incorporation of the Society shall not affect the liability as an individual of any member or officer of the Society who may be a party to such dealing.
- (ii) The objects of the Society shall not extend to the regulation of relations between workers and employers or organisations of workers and organisations of employers.
- (iii) In case the Society shall take or hold any property subject to the jurisdiction of any educational or charitable authority the Society shall not sell, feu, grant a heritable security over, burden or lease the same without such authority, approval or consent as may be required by law, and the Committee of Management or Governing Body of the Society shall be chargeable for any such property and be answerable and accountable for their own acts, receipts, neglects and defaults and for

the administration of such property in the same manner and to the same extent as they would have been in their capacity as such Committee of Management or Governing Body if no incorporation of the Society had been effected and such incorporation shall not diminish or impair any control or authority exercisable by any Court or authority having jurisdiction in relation to such property over the, Committee of Management or Governing Body but shall as regards any such property be subject to such control or authority as if the Society were not incorporated.

- (iv) (Except with the consent of the Secretary of State for Trade) the Society shall not acquire hold or retain either itself or through nominees shares or other rights in any other company which in the aggregate carry the right to exercise more than 40% of the total voting rights exercisable at a general meeting of such company by all its members; and for this purpose shares or rights in a company which are owned or exercisable by officers of the Society or members of its Committee of Management or Governing Body or persons otherwise concerned in its management shall be deemed to be held by the Society through nominees

4. The income and property of the Society shall be applied solely towards the promotion of objects as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the Society (and no member of its Committee of Management or Governing Body shall be appointed to any office of the Society paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Society).

Provided that nothing herein shall prevent any payment in good faith by the Society,

- (a) of reasonable and proper remuneration to any member, officer or servant of the Society (not being a member of