

MINUTES OF THE GENERAL MEETING OF THE NATIONAL TRUST OF TRINIDAD AND TOBAGO (NTTT) HELD AT MILLE FLEURS, PORT OF SPAIN ON TUESDAY 25TH NOVEMBER 2020.

The NTTT held its first virtual General Meeting (GM) streamed live on the Zoom platform from Mille Fleurs, 23, Maraval Road, Port of Spain.

1.0 Call to order

The first virtual General Meeting of the National Trust of Trinidad and Tobago (NTTT) was called to order by Candice Ramsaran, Secretary to the Council, with confirmation of a quorum of at least fifty (50) financial members of the Trust pursuant to Rule 8(3) as amended by approved Special Resolution #04/2017.

At the time the meeting was called to order at 3:00pm there were 62 financial members in attendance both virtually and in person at Mille Fleurs; these included the four (4) Officers of Council, Shamila Ramcharan, CEO of the Trust, Angela Lee Loy of Aegis & Co. (auditors), the returning officer and his assistant and six (6) observers. There were also four non-members on site namely, four technicians from Webberz.com, the company that provided the live stream service at the 2020 GM. These persons present at Mille Fleurs were all socially distanced in various rooms in the building and other public health protocols were observed. The total number of financial members in attendance subsequently increased to 102 as is recorded in the attendance register, see Appendix I.

2.0 National Anthem

The National Anthem of the Republic of Trinidad and Tobago was streamed online.

3.0 Opening and welcome

Chairman Margaret McDowall-Thompson opened the meeting and welcomed all in attendance.

4.0 Appointment of Presiding Member and Returning Officer

The chairman raised the matter of the appointment of a member to preside at the 2020 GM and she moved to nominate CEO Shamila Ramcharan as the presiding member; this motion was seconded by Treasurer Neisha Ghany. There being no further nominations or objections, Shamila Ramcharan proceeded to act as the presiding member at the meeting.

The chairman then moved that Graeme Suite, member and Business Development and Marketing Coordinator, act as the Returning Officer and that Ashleigh Morris, Heritage Preservation Research Officer, assist him in the conduct of the vote on the six (6) Special Resolutions. This motion was seconded by Treasurer Dominic Romain and Graeme Suite proceeded to act as the Returning Officer with the assistance of Ashleigh Morris.

5.0 Greetings from the International National Trust Organisation (INTO)

The presiding member announced that pre-recorded remarks were provided by Secretary General Catherine Leonard of the International National Trusts Organisation (INTO). In her message, the Secretary General informed of the challenges encountered by national trusts

around the world since the outbreak of the COVID 19 pandemic with many having to reduce staff and curtail operations. She acknowledged several adaptation strategies adopted during these uncertain times particularly the use of virtual spaces to connect with and include people in the heritage economy. She concluded by recognising the strides made by the NTTT since 2013 in restructuring and expanding its operations and expressed her commitment to continued collaboration between INTO and the NTTT in the future.

6.0 Guidelines for the virtual meeting

The presiding member provided guidelines for the virtual GM prior to the conduct of agenda items and presented slides for the use of the Zoom platform for making an intervention using the chat formality and the 'hand raising' option, voting procedure and the use of the hotline. She informed that the meeting was being recorded and that all microphones except the floor would be muted to ensure a smooth transaction of the agenda during the allotted time for the meeting. The procedure for putting questions to the floor (via the chat function to Graeme Suite), voting and moving and seconding motions were also explained using images of the functionalities available on the Zoom platform.

The presiding member invited Secretary Candice Ramsaran to read the notice and the agenda for the 2020 General Meeting of the National Trust issued on October 4th, 2020.

7.0 Adoption of the Notice and Agenda for the 2020 GM

The secretary reminded the membership that the Notice of the General Meeting dated 9th October 2020 was circulated via email and posted to the website of the National Trust. She read the Notice of the GM which referred to the COVID-19 public health restrictions on gatherings which necessitated the conduct of a virtual General Meeting to transact the following agenda items:

- A. To elect five (5) members to Council;
- B. To receive and adopt the 2019 Annual Report;
- C. To receive and adopt the Audited Accounts for the year ending September 30th, 2019;
- D. To re-appoint Aegis & Co. as auditors of the Trust for the 2019/2020 financial period;
- E. To consider and vote on Special Resolutions;
- F. Other matters.

The secretary indicated that the agenda needed to be amended in respect of item A viz., the election of five (5) members to the Council. She stated that the election of members to Council would not be put to a vote since only four (4) nomination papers were duly completed and accepted. In view of this, these four (4) candidates will be elected to Council by acclamation and not by vote. Given this one amendment, the secretary invited the membership to adopt the amended agenda; Ashleigh Morris moved to so adopt, and this motion was seconded by Neisha Ghany, and the amended agenda was adopted and carried forward.

8.0 Confirmation of minutes of 2019 AGM

The secretary indicated that an electronic copy of the minutes of the AGM conducted on October 30, 2019, had been circulated via email and posted on the website of the National Trust prior to the day of the GM indicating that comments/corrections from the membership be submitted by November 24, 2020. Since no comments or corrections were provided by that date, the secretary invited members to accept the minutes of the 2019 AGM as read and adopted. Pauline Philip

moved to adopt the minutes of the 2019 AGM and this motion was seconded by Marlon Green and was carried forward as adopted by the membership.

The secretary then indicated that in the interest of the smooth and timely conduct of the virtual GM, that any matter arising be addressed after the consideration of the Annual Report 2019, the Auditors Report for the year ending September 30th, 2019, the Treasurer's Report and the vote on the Special Resolutions as was done at the 2019 AGM. She then invited the membership to adopt this procedure at the 2020 GM; Ashleigh Morris so moved, and Graeme Suite seconded this motion, and it was carried forward.

9.0 ELECTION BY ACCLAMATION OF FOUR COUNCIL MEMBERS

The secretary proceeded to transact amended agenda item A and reminded the membership that nomination papers had been made available to the membership via email and the Trust website on October 9th, 2020, with a return date of November 4th, 2020. The secretary explained that six (6) nomination papers were submitted by the deadline for the five vacant positions on Council but only four were compliant with the formalities as prescribed in the Rules of the Trust; in view of this, it was not necessary to conduct a poll to elect nominees to the Council.

She then presented the bio sketches of the four nominees namely: Marie Abdulah (returning Council member), Mark Franco, Cezanne Chang, and Ryan Mohammed and informed that these bio sketches had been shared with the membership via email and on the Trust website. She then invited a motion to appoint the four nominees to Council as elected members by acclamation; Joanne Rowley so moved, and this motion was seconded by Glen Roach and was carried forward as adopted.

The secretary thanked the four newly elected members for their offer of service on the Council of the Trust and returned the meeting to the presiding member.

10.0 ANNUAL REPORT 2018-2019

The presiding member then invited the chairman of the National Trust to transact agenda item B, the Annual Report 2018-2019.

The chairman then addressed the membership and reported that the Annual Report had been provided prior to the 2020 GM via email and had been posted on the Trust website for review. She then shared a PowerPoint™ presentation highlighting the work of the Trust for the reporting period prefacing the presentation by stating that although it addressed the year ending September 30th, 2019, as required in the Rules, she would refer to some more recent activities so that members could be apprised of current developments of interest at the Trust. The chairman highlighted the following in the Annual Report 2018-2019:

- the term of the appointed members to the 6th Council (Margaret McDowall-Thompson, Geoffrey MacLean, Neisha Ghany, Candice Ramsaran, Louis Vilain and Aduke Williams) came to an end in November 2019 and four of these members were re-appointed to the present Council while the elected members continued to serve until November 2020 (Roma Wong Sang, Avril Belfon, Marie Abdulah and Tavernelle Wells). Council members also participated in the Tenders subcommittee (Margaret McDowall-Thompson, Neisha Ghany, Marie Abdulah and Candice Ramsaran) and the Landmarks subcommittee

(Geoffrey MacLean, Roma Wong Sang as well as non-Council members Rudylynn Roberts and Avril Siung- Chang);

- completion of the NTTT Strategic Plan in April 2019 developed inhouse by the staff and Council which outlined a road map to achieve continued growth and development as well as a more streamlined departmental structure;
- the human resource structure was updated, and a recruitment exercise executed in late 2019 and was concluded when the CEO was contracted in July 2020;
- growth of the Trust over the past five years achieving a membership of over 3,000 and a staff of sixteen (16) persons versed in heritage preservation and research, education and outreach, administration and finance, business development, sales, and marketing;
- members of the Administrative Operations team, Pauline Philip, Accountant Kathleen Kanhai-Bhujawan and OJT Safiya Da Silva, were congratulated for their role in managing the daily operations at the Trust including the membership database and member relations;
- the conduct of the formalities to list thirty (30) properties of interest in 2019 by Landmarks subcommittee, the Heritage Preservation and Research Department (Kara Roopsingh, Ashleigh Morris, Leslie Ann Paul, and OJT Maya Doyle) supported by the secretary to the Council;
- strategic partnerships with INTO and the trusts of Barbados, Guyana, Bermuda, St Lucia and Curacao, the University of Leiden (which signed a Memorandum of Academic Cooperation with the NTTT for research and cooperation on the Banwari and St. John's Archaeological sites), UWI (Seismic Research Centre for survey at Banwari), University of Vienna (archaeology research at Caledonia Island), US/ICOMOS (US International Council of Monuments and Sites) Exchange Programme, Prisons Service (Carrera prison gangs provided support for maintenance activities at Nelson Island) as well as the High Commission of India which resulted in the drafting of an MOU to develop Nelson Island as a heritage site and Museum of the People;
- significant increase in the number and variety of tours (1,402 patrons and 1,406 students who visited Nelson Island) which included boat tours to the Five Islands and the Western Isles as well as land tours to Moruga, specialised tours of Port of Spain for conference GECF delegates (GECF, Gas Exporting Countries Forum), Piparo, Rancho Quemado, Cedros/Icacos, Museums Tour, Fyzabad, Tamana/Talparo, and Adventure Tours (Tobago, Oropouche, Nariva, Chacachacare);
- very well patronised lectures series such as the History of Trinidad and Tobago: Warao Nation (Michael Tank Yuk, Raoul Keith Simon, Colin Harris), Merikins ('Freedom Fighters' film), Chinese in TT (Dr. Robert Lee), Cocoa Payol, TT Archaeology (Prof. Arie Boomert), as well as exhibitions throughout the twin-island republic;
- Education and Outreach Department boosted by the addition of the Business Development and Marketing Coordinator which allowed for leveraging local diversity, promotion of lecture series, exhibitions (e.g. Carifesta 2019) and the scaling up of social media presence on various platforms;
- Increased revenue generation initiatives such as tours, membership subscriptions and the sale of the Red House ceiling relics, Trust Shop and the "Pop Up Shop" operations; she congratulated Graeme Suite, Marlon Green, Joseph Bertrand, Tiy-Cross Lovelace, Carlene Phillip, and Cheryl Ali of the Outreach and Education department who contributed significantly to public outreach activities and revenue generation from tours and lectures;
- lack of funding was a significant challenge but was offset to some extent by these income-generating activities;
- NTTT representation at the biennial INTO Conference in Bermuda (27-30 March 2019) at which the Trust was awarded the INTO Open Minds Award for the Heritage Keepers

project; she recognised Senior Heritage Preservation and Research Officer Kara Roopsingh who facilitated the “Opening Minds” youth forum at this conference;

- facilities management at Nelson Island began in 2018 with Project Officer Justin Charles but was stymied by the lack of funding and in 2019 Senior Project and Facilities Management Officer Kumi de Souza was then contracted to oversee the maintenance of Nelson Island in collaboration with the various Ministries and promoted the commencement of a self-sufficiency strategy through the use of solar power on the Island;
- urgent need for an appropriate office space for the National Trust, a situation exacerbated by the damage resulting from the 2018 earthquake;
- decision to focus on boosting membership and spearheading greater education and outreach initiatives, facilitating online payment of subscription fees, organisational and administrative improvement, increased research into heritage properties and a green solution for utility needs at Nelson Island;
- NTTT expected to play a significant role in a reconstituted Archaeology Committee.

Although outside the 2018-2019 reporting period, the chairman also raised the following matters of interest:

- review of the Strategic Plan in a post COVID-19 era and she welcomed the involvement of the membership in that exercise;
- the Listing Policy was approved by the Council and would be posted on the website;
- lobbying to assist private owners of heritage properties to maintain these buildings;
- HPR Department had begun a monitoring exercise in respect of listed properties of interest;
- payment to elected Council members 2017-2020, the position of the client Ministry responsible for the Trust was that only appointed members be remunerated based on prevailing advice from the Ministry of Finance; these elected positions were stated as voluntary at the time of the 2017 elections. Elected members have since advocated for remuneration and the Minister of Finance in November 2019 indicated that elected members should be paid although no additional funding was disbursed to pay them. The chairman wrote on behalf of the Council to the Minister of Finance and the client Ministry to determine if additional funding was available but there was no response. She referred to the financial position of the Trust as presented at the GM;
- impact of the COVID-19 pandemic on popular Trust tours and urged members to access the various social media platforms of the Trust to learn about NTTT activities (Divali celebrations at Mille Fleurs, African History Month lectures, Belmont walkabout);
- “Family and Friends” tour was a novel initiative to target smaller groups in light of public health restrictions on gathering and the membership was urged to support the Trust in expanding its revenue potential by prompt payment of subscriptions and participation in tours and other activities;
- anticipated relocation of the National Trust office to Mille Fleurs in 2021 once the keys were provided and she pledged to spearhead a series of initiatives targeting the widest cross section of the population at this heritage building to demonstrate the benefits of sustainable and adaptive reuse of the heritage building.

The chairman closed by thanking the membership, the Ministry of Planning and Development (client Ministry) and the many local and international stakeholders who partnered with the Trust in support of its mandate and reiterated the commitment of the Trust to sustainable development,

increased listing of properties of interest, reduced dependence on the public purse and increased public outreach locally and internationally.

Upon completing her presentation, the chairman invited the membership to adopt the Annual Report on the work of the Trust for the period October 2018 to September 2019 as laid before and adopted by the membership at the General Meeting 2020; Dominic Romain so moved, and this motion was seconded by Candice Ramsaran and was carried forwarded as adopted.

11.0 Audited Accounts for the year ending September 30th, 2019

The presiding member then moved to transact agenda item C - to receive and adopt the Audited Accounts for the year ending September 30th, 2019 and invited Chairman of Aegis Business Solutions Angela Lee Loy to read the Auditor's Report. A copy of the Audited Financial Statement for 2018-2019 had been provided to the membership via email and the Trust website prior to the GM 2020.

Following the reading of the opinion on the independent Auditor's Report by Angela Lee Loy in respect of the IFRS for SMEs and ISAs using the going concern basis, there were no questions posed by the membership to the auditor.

Treasurer's report

With leave of the presiding member, Dominic Romain elected as treasurer in December 2019, then addressed the membership and thanked the Council and staff of the Trust for its support as well as Aegis & Co. for delivering the audited financials and for their attendance at the 2020 General Meeting.

He reported that the Trust recorded an annual income (2019) of \$3,097,309 or an increase of 1.6% over 2018 and an annual expenditure of \$3,302,287 with a deficit of \$204,978.

The Treasurer reported that the Trust depended on four major sources of income namely: government subvention, government development funding, Trust activities (tours, lectures, etc.) and corporate sponsorship. He indicated that there was a decline in two of these 4 streams and that despite a request for an increase allocation for the 2019 fiscal year the government allocation remained the same, \$2.1million, a situation that negatively impacted the new activities planned for the reporting period. He noted that Trust-generated income namely tours, and subscriptions posted a notable increase for the second consecutive year at \$738,296 or a 30% increase over 2018, which was attributed to the ingenuity and hard work of the staff.

There was a general decrease in expenditure in 2019 except for 'General and Administrative' expenses, primarily attributable to costs incurred for repairs, maintenance, and security services associated with Nelson Island. Several initiatives have transformed the Island into an eco-development heritage site with the intention of enhancing its income generation and to overwrite the aforementioned expenses.

The membership was informed of a further drawdown of the General Reserves Fund to buffer income shortfall resulting in a 16.1% increase in the Fund deficit at the end of fiscal 2019 closing at \$801,583.

He indicated that this situation could not be turned around in the short term given the constrained budgetary allocation to the NTTT as well as the economic downturn exacerbated by the COVID-19 pandemic. He closed by reiterating the call to the membership to become involved in the promotion of the work of the Trust as it leads the charge in attaining a viable heritage economy.

Dominic Romain invited a motion to accept that the report of the Audited Accounts of the National Trust for the annual period ending September 30, 2019, was laid before and adopted by the membership; Neisha Ghany so moved, and Joseph Bertrand seconded this motion, and the Audited Accounts 2018-2019 were adopted.

He thanked Aegis & Co. for their services in the preparation of the Audited Accounts 2018-2019 and invited Angela Lee Loy to take part in a personal tour of Mille Fleurs, she exited the GM at that time while the re-appointment was brought before the membership.

13.0 REAPPOINTMENT OF AUDITORS FOR FISCAL 2019-2020

The Treasurer then addressed agenda item D (reappointment of the Auditors for fiscal 2019-2020) and informed the membership that Aegis & Co. had quoted the same auditing fees for the upcoming reporting period (\$36,281.29); he indicated that they had not increased their fee since their appointment as auditors by the membership at the 2018 AGM.

Noting the above, the Treasurer then recommended that Aegis & Co. be reappointed as auditors for the 2019-2020 financial year and invited a motion from the membership to reappoint Aegis & Co. as auditors for this period; Neisha Ghany so moved, and this motion was seconded by the chairman and there being no objections, Aegis & Co. was reappointed as the auditor for the fiscal year 2019-2020.

The Treasurer thanked the membership for their attention and returned the meeting to the presiding member.

14.0 VOTE ON SPECIAL RESOLUTIONS

The presiding member then invited the secretary to the Council to transact agenda item E – consider and vote on six (6) Special Resolutions.

The secretary thanked members for continuing to participate in the virtual GM and acknowledged the submission of questions on the chat functionality of the Zoom platform. She addressed two questions, firstly, reiterating that a vote was not necessary since the National Trust of Trinidad and Tobago Act Chapter 40:53 ('the Act') provided for 5 elected members and only 4 compliant nomination papers had been submitted to the Trust; secondly, she confirmed that the Trust was yet to sign the lease in respect of Mille Fleurs.

The membership was reminded that the Notice and the text of the six Special Resolutions had been provided to the membership twenty-two (22) days prior to the 2020 GM and that special resolutions require a majority of not less than 75% of the votes cast by members in accordance with Special Resolution #01/2017 (Formalities for Special Resolutions), now Rule 12.

Following this, members were reminded of the voting process to be adopted at the meeting. The secretary indicated that a blended vote would be conducted given the nature of the virtual meeting whereby there would be paper ballots cast by members physically present at Mille Fleurs (NTTT council members and staff as well as observers not logged into the Zoom platform) and online

voting on the Zoom platform by members attending virtually noting that only financial members had been provided with the link to the virtual GM. Given this blended vote, the secretary moved that voting on the Special Resolutions be done virtually and by paper ballot cast by registered financial members present at Mille Fleurs who were not logged into the virtual GM, this motion was seconded by the chairman and was carried forward as the procedure for casting votes at the 2020 GM.

The secretary then explained that voting would be conducted after a slide presentation of each Special Resolution and members in attendance both in person and virtually would then be given one minute and 30 seconds to their cast votes. The returning officer, appointed earlier in the meeting, was responsible for tabulating the result of each vote thereafter.

After confirming that the Meeting was still quorate, the secretary proceeded to read each of the following six (6) Special Resolutions giving a brief explanation to assist members in exercising their vote:

➤ **Special Resolution #01/2020: Duties of the Officers of the Council**

BE IT RESOLVED that Rule 11 of the First Schedule of the Act be amended as follows:

1. **Functions of the Chairman under Rule 11(1)(e) be amended to 'sign or countersign vouchers for the payment of money';** (*Rule 11(1)(e) as amended*)
2. **Functions of the Vice-Chairman under Rule 11(2) be amended to 'The Vice-Chairman shall assist the Chairman in the exercise of his duties including the signing or countersigning of vouchers for the payment of money and, in the absence of the Chairman, shall perform the duties of the Chairman';** (*Rule 11(2) as amended*)
3. **Functions of the Secretary under Rule 11(3) be amended by:**
 - (i) Rule 11(3)(d) – the deletion of '**pay over all moneys he received at the earliest opportunity to the Treasurer and obtain a receipt therefor**' to be replaced by '**sign or countersign vouchers for the payment of money**'; (*Rule 11(3)(d) as amended*)
 - (ii) the deletion of Rule 11(3)(e) – '**sign vouchers for payment by the Treasurer of sums due and payable by the Trust.**'
4. **Functions of the Treasurer under Rule 11(4) be amended as follows:**
 - (i) Rule 11(4)(a) - '**receive the moneys paid to and on behalf of the Trust and issue receipts therefor**'; (*Rule 11(4)(a) as amended*)
 - (ii) Rule 11(4)(b) – '**pay other liabilities of the Trust on receipt of orders or vouchers signed and countersigned by two officers of the Council**'; (*Rule 11(4)(b) as amended*)
 - (iii) Insertion of Rule 11(4)(e) – '**sign or countersign vouchers for the payment of money**'.

A total of 58 members voted for, 0 against. Special Resolution #01/2020 was adopted by the membership with more than the required 75% vote.

➤ **Special Resolution #02/2020: Application Form**

BE IT RESOLVED that Rule 5(2) of the First Schedule of the Act be amended as follows:

“An application shall be in a form approved by the Council and delivered to the Trust by hand or by electronic means.” *(Rule 5(2) as amended)*

A total of 73 members voted for, 0 against. Special Resolution #02/2020 was adopted by the membership with more than the required 75% vote.

➤ **Special Resolution #03/2020: Entitlement to Vote**

BE IT RESOLVED that Rules 8(7) and Rule 4(1) of the First Schedule of the Act be replaced with the following:

(i) **“Every financial member at least eighteen years of age shall be entitled to one vote.”** *(Rule 8(7) as amended)*

(ii) **“An Ordinary member is at least eighteen years of age.”** *(Rule 4(1) as amended)*

A total of 73 members voted for, 0 against. Special Resolution #03/2020 was adopted by the membership with more than the required 75% vote.

➤ **Special Resolution #04/2020: Eligibility for Membership**

BE IT RESOLVED that Rule 5(1) of the First Schedule of the Act be replaced with the following:

“An applicant for membership shall have an interest in the aims and objects of the Trust and shall provide proof of identity where required.” *(Rule 5(1) as amended)*

A total of 69 members voted for, 0 against. Special Resolution #04/2020 was adopted by the membership with more than the required 75% vote.

➤ **Special Resolution #05/2020: Eligibility for Membership**

BE IT RESOLVED that Rule 9(4) of the First Schedule of the Act be further amended as follows:

“Members nominated to Council elections shall be citizens or ordinarily resident in Trinidad and Tobago at least eighteen years of age and in good financial standing before the Trust for a minimum period of one (1) calendar year prior to nomination” *(Rule 9(4) as amended)*

A total of 71 members voted for, 0 against. Special Resolution #05/2020 was adopted by the membership with more than the required 75% vote.

➤ **Special Resolution #06/2020: Removal of the Visiting Class of Membership**

BE IT RESOLVED that:

- (i) **The Visiting class be deleted as Rule 3(f);**
- (ii) **Rule 4(6) be deleted - ‘Visiting member is not a permanent resident of Trinidad and Tobago’;**
- (iii) **Rule 5(3) be deleted - ‘Visiting membership is conferred by invitation of the Council on the written recommendation of two members, one of whom is a member of the Council’;**

- (iv) For the avoidance of all doubt, Rule 3(g) [Junior], Rule 3(h) [Honorary] and Rule 3(i) [Preferred] will hereafter be renumbered Rule 3(f), Rule 3(g) and 3(h), respectively, furthermore Rule 4(7) [Junior member] and Rule 4(8) [Honorary member] will hereafter be renumbered as Rule 4(6) and Rule 4(7), respectively and Rule 5(4) and Rule 5(5), now renumbered Rule 5(3) and Rule 5(4), respectively.

A total of 72 members voted for, 0 against. Special Resolution #06/2020 was adopted by the membership with more than the required 75% vote.

The secretary thanked members for their vote and indicated that the six (6) adopted Special Resolutions would be submitted to the Minister for approval pursuant to the provisions of the Act.

15.0 Matters Arising & Other Matters

The presiding member thanked all for their continued participation and then invited the chairman to address this final agenda item as was agreed earlier in the meeting. The chairman indicated that although no matters were referred in writing prior to the 2020 GM, some members had called to communicate their questions and comments. She then invited members to continue to use the Zoom chat function to communicate with the floor during the meeting, indicating that the Trust was available to hear member concerns. The chairman then addressed the following matters raised:

- Remuneration to elected Council members 2017-2020:
 - The Trust had been initially advised by the client Ministry that payment could only be made from the subvention to appointed members serving on the Council. The Minister of Finance in his correspondence to the Trust dated November 5th 2019 (last day of the term of the 6th Council) determined that elected members should be paid on par with appointed members. This amount was calculated and included in the budget submission made by the Trust to the MPD, yet by the close of the 2020 fiscal year on September 30th, 2020 no allocation had been made to pay elected members.
 - Correspondence dated July 12th, 2020, had been sent by NTTT to the Ministry of Finance in response to a request for information on the quantum of remuneration due to all council members; the Trust indicated that an additional amount needed to be provided in the subvention for the fiscal year 2020 to pay the elected members.
 - This outstanding matter of payment to elected members was ventilated at several Council meetings and it was agreed that the chairman send correspondence to the Minister of Finance given his stated position on fees and allowances to elected members at the Trust; this was done on November 2nd, 2020, and the Trust was directed back to the client Ministry as it was determined to be a matter for the line Minister.
- Legal subcommittee

The chairman then referred to the matter of the legal subcommittee raised by several members. She raised the low penalties prescribed in the Act for the demolition of listed properties, the multi-step listing process and protection for heritage properties not so listed and unprotected under the provisions of the Act at this time. She indicated that the Trust intended to constitute a legal subcommittee and had furnished its client Ministry with a list of amendments to the Act for

placement on the legislative agenda of the 12th Parliament of the Republic of Trinidad and Tobago (2020-2025), namely:

1. Penalties imposed under the Act
2. Value of membership fee for ordinary members
3. Categories of properties for protection to broaden statutory protection beyond listed properties of interest to include other heritage assets named in the Inventory of heritage assets

She admitted that legislative amendments take time for enactment and in the interim the Trust had embarked on amending the Rules via the special resolution mechanism provided in the Act.

Given this, the Trust drafted and issued terms of reference for a formally constituted legal subcommittee submitted to the client Ministry and the Office of the Attorney General and Ministry of Legal Affairs. It proposed that the subcommittee meet virtually at least once every two months to advance the review of the Act. The Council had agreed that the subcommittee should comprise at least four members, namely, a representative from the Chief Parliamentary Counsel (CPC) of the Office of the Attorney General and Ministry of Legal Affairs, a legal officer from the client Ministry, a Council member as well as a suitably qualified Trust member with legal training endorsed by the Council. Currently, there is no legal officer on staff at the Trust and the chairman made an appeal to members with the requisite legal training to join this subcommittee.

➤ Mille Fleurs

The chairman indicated that Mille Fleurs was a topic of interest for the membership and even though the Trust was hosting the GM from this venue, it had not yet been formally transferred to the Trust. She indicated that the Trust would continue to work with its client Ministry to fund the relocation of the Trust offices to the Mews located on the Mille Fleurs compound.

Concerning a question on a lease agreement for the Trust office, the chairman clarified that a lease was requested in the proposal for occupation of Mille Fleurs submitted by the Trust. No lease had been signed by the Trust for occupation of Mille Fleurs however the Trust was in the process of negotiating same.

➤ COVID-19

The chairman reported that the Trust had adapted to the new normal occasioned by the COVID-19 pandemic and that it had been scrupulous in its adherence to public health advisories. She informed that despite this, staff never stopped working and had demonstrated flexibility in adapting to remote work and new modalities for outreach such as virtual lectures and tours as well as traditional means such as telephone calls to members. Notwithstanding this, the Trust operations had been seriously impacted by the pandemic and it was hoped that the 'Family and Friends' tour initiative would boost revenue generation.

➤ Procedure for motions at the GM

In response to a question posed concerning this procedure the chairman reminded the membership that any member in attendance could have moved or seconded a motion at the GM using the 'Raise Hand' button and use the chat to ask for clarification. She reminded those in

attendance that they can still write using the chat function on the Zoom platform at the GM so that their questions could be addressed at the meeting.

- Council members not in the jurisdiction

The chairman clarified a question concerning eligibility to serve on the Council; she clarified that the Trust has been using a virtual interface so a Council member who had to travel out of the jurisdiction could still attend meetings. Nonetheless, she reminded the membership that Council members were still required to be citizens of Trinidad and Tobago or ordinarily resident in Trinidad and Tobago.

- Deficit 2018-2019

When questioned about this deficit, the Chairman stated that in developing its Strategic Plan 2019-2023, the Trust had to act boldly to recruit staff and institute proper procurement procedure to effectively manage its affairs and boost income generation and she noted the increased revenues accrued from scaling up four initiatives. She reiterated that the Trust had invested in developing Nelson Island which subsequently became a source of significant income generation. The chairman noted that the \$500,000 PSIP allocation for Nelson Island had not been disbursed to the Trust during that period. Since then, an allocation has been made for the current period and she underscored the commitment of the Trust to reducing its dependence on State subventions.

There being no further questions, the Chairman thanked the membership, acknowledging that it was the first virtual General Meeting held by the Trust and given the nature of the Zoom platform, members interacted differently with the floor compared to traditional in-person meetings. She then passed the meeting to the presiding member.

(See Appendix II for additional questions sent via email and accessed post-2020GM)

16.0 Vote of thanks and conclusion

The presiding member thanked the membership for their attendance and participation and confirmed that all agenda items had been transacted. She invited the chairman to share closing remarks and a vote of thanks.

The chairman thanked all for the successful General Meeting and all those who had supported the Trust during the reporting and current periods. She expressed gratitude to the four elected members for their service over the past three years, namely, Roma Wong Sang, Avril Belfon, Tavernelle Wells and Marie Abdulah (who was re-elected at the 2020 GM). She thanked the appointed members Vice Chairman Neisha Ghany, Secretary Candice Ramsaran and Treasurer Dominic Romain as well as Louis Vilain (THA) and Ms. Jacqueline Weekes-Penco (client Ministry). She welcomed the Council members elected at the 2020 GM, Marie Abdulah, Cezanne Chang, Mark Franco, and Ryan Mohammed.

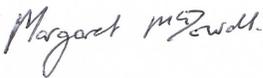
Further, she lauded the work of the staff for their support, advocacy, and engagement and for their enthusiasm in organising the first virtual General Meeting and acknowledged the contribution of the new CEO Shamila Ramcharan. The chairman expressed her gratitude to Aegis & Co. for their diligent service as well as INTO Secretary General Catherine Leonard for her warm greetings

and support over the past five years. She acknowledged Webberz.com for their technical support in streaming the first virtual GM.

The chairman acknowledged external stakeholders who had partnered with the Trust such as US/ICOMOS, Leiden University, the Ministry of National Security, the Office of the Prime Minister (OPM) and UDECOTT. She closed by thanking the Ministry of Planning and Development, the client Ministry, and all the members of the Trust.

She then referred to upcoming events in Tobago (considered the heritage island), Divali highlights, African heritage month. In closing she made an appeal to members to participate in the 'Family and Friends' tours and boost the recruitment of new members, the promotion of volunteerism, informing of the recently launched online payment facility and membership application form on the Trust website as well as expanded operations at the Trust Shop.

The General Meeting 2020 was concluded at 5:10pm.



Margaret McDowall-Thompson
Chairman
November 17th, 2021

APPENDIX I

ATTENDANCE SHEET GM 2020 (VIRTUAL AND IN PERSON)

1	Akilah Jaramogi
2	Amryl Rivers-Rodriguez
3	Angela Lee Loy
4	Ariann Thompson
5	Arjuna Seedial
6	Ashleigh Morris
7	Audrey McDowall
8	Ava Morris
9	Avril Belfon
10	Avril Siung-Chang
11	Beatrice Beddoe McShine
12	Bernadette Roberts
13	Beverley Hinds
14	Brent Proudfoot
15	Candice Ramsaran
16	Carol de Merieux
17	Carol Warner
18	Catherine Serrant
19	Cezanne Chang
20	Chemij Jobity
21	Cheri-ann Pascall
22	Cheryl Ali
23	Christabelle Smith
24	Cosimo Di Maggio
25	Danielle Frederick
26	Danielle Steele
27	Daphne Pierre-Smith
28	Denise Aleong-Thomas
29	Dominic Romain
30	Donna Chung
31	Doreen Baptiste
32	Doreen Sylvia Clarke
33	Dr Kumar Mahabir
34	Edward Kacal
35	Elizabeth Crawford
36	Ethan Benjamin
37	Gail Austin-Pinder
38	Gail Mohammed
39	Glen Roach

40	Graeme Suite
41	Helena Leonce
42	Irma Burkett
43	Jacqueline Weekes-Penco
44	Jeffrey Wong Sang
45	JENEECE ISAAC
46	Joanne Rowley
47	Jocelyn Hezekiah
48	JOHN VICTOR
49	Joseph Bertrand
50	Joy Dillon
51	Kara Roopsingh
52	Karen Eccles
53	Karishma Nanhu
54	KATHLEEN LEWIS-GARCIA
55	Kathleen PINDER
56	KEITH GELLINEAU
57	Kumi De Souza
58	Lana Cook
59	Leslie-Ann Paul
60	lionel remy
61	Lisa Benjamin
62	Lizann Kelly
63	Lolitta Wheeler
64	Louis Vilain
65	Magella Moreau
66	Margaret McDowall-Thompson
67	Maria Ali
68	Marie ABDULAH
69	Mark Franco
70	Marlon Green
71	Michael Mohammed
72	Neisha Ghany
73	Nigel Ramrattan
74	Pamela Townsend
75	Patricia Hinds
76	Pauline Philip
77	Phyllis Hoyte
78	Rachael Jacob
79	Rhonda Valentine-Charles
80	Roma Wong Sang
81	Rudylynn Roberts
82	Ryan Mohammed
83	Shafena Laban
84	Shamila Ramcharan

85	Shaun Rambaran
86	Shirley James
87	Simone Delzin
88	Stacy Adams
89	Stephen Cadiz
90	Steven Griffith
91	Summer Cooper
92	Susan Nurse
93	Susan Otway-Charles
94	Susan Shurland
95	Tiy Cross-Lovelace
96	Turkessa Warwick
97	VALERIE DAVIDSON
98	Valerie Taylor
99	Valerie Wilson
100	Wendy Sealy
101	Yvonne Bobb Smith
102	Frank ABDULAH

APPENDIX II

Response to member Jalaludin Khan whose questions were submitted via email during the GM 2020 held on November 25th, 2020, 3:00pm – 5:10pm; this email was subsequently opened, and the response provided to the member on November 26th, 2020, as follows:

1. Status and next steps re the increase in penalties.

In the Matters Arising Section of the General Meeting on the 25th November, the Chairman indicated that the National Trust has furnished its client Ministry with a list of three priority amendments to the Act for placement on the legislative agenda of the 12th Parliament of the Republic of Trinidad and Tobago (2020-2025), The first of these is Penalties imposed under the Act in order to assess and adjust the scope and value of penalties imposed by the Act.

The Council has already determined that a Legal Sub-committee will be established and the terms of reference for this committee have been developed. This Legal Sub-committee will be responsible for managing this process of amendment and the Council has signalled its readiness to have draft amendments in this regard by the end of the first quarter of 2021.

2. The Status of Listing of Archaeology sites

The National Trust has given its comments on the composition of an Archaeology Committee of Cabinet and is awaiting the formation of this Committee. It is expected that the National Trust will play a pivotal role in the Committee. Once this has been formed, the National Trust will inform its members. Until then the practice of identifying possible archaeological sites especially in Tobago is on-going but any Listing exercise will be done in conjunction with this Committee.

3. The Listing Policy.

The Council has approved the Listing Policy which was submitted to it by the Landmarks Sub-Committee and this will soon be sent out to members for their information.

4. The Status of a NT Policy for financial assistance post listing for restoration and management of a listed site

The Chairman in her address mentioned that there must be some fiscal and financial incentives among others, to assist property owners in the maintenance and restoration of their listed sites. The National Trust is presently formulating some initiatives that after Council approval, within the first quarter of 2021, will be submitted to its line Ministry for discussion and submission to Cabinet. In addition, one of the areas of amendment of the Act that will be prepared by the Legal Sub-Committee will be designed to broaden statutory protection beyond listed properties of interest to include other heritage assets named in the Inventory of heritage assets.

5. The Status of NT staff qualified in site restoration management and property management.

There is already an officer qualified in Project and Facilities Management employed with the NT. Support for site restoration advice is obtained through the NT's network of qualified heritage architects and engineers, who have also undertaken training of NT staff to enable them to monitor and manage Heritage Sites. NT also receives technical assistance and advice from State agencies The NT has also received technical assistance from US-ICOMOS and this is likely to continue post COVID 19. The NT will encourage other international organisations to assist in this way. The NT also depends on the expertise of its Council members and members of its Subcommittees as required. There is no plan to hire members of staff that are qualified in site restoration. [END]