

**MINUTES OF THE GENERAL MEETING OF THE NATIONAL TRUST OF TRINIDAD AND  
TOBAGO (NTTT) HELD VIRTUALLY VIA ZOOM™ ON  
WEDNESDAY 26<sup>TH</sup> NOVEMBER 2022.**

**1. Call to order**

The 3<sup>rd</sup> 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).

At the time the meeting was called to order at 3:12pm, there were 52 financial members (virtually) in attendance on the Zoom™ platform.

**2. National Anthem of the Republic of Trinidad and Tobago**

The National Anthem of the Republic of Trinidad and Tobago was streamed online at 3:13 pm.

**3. Opening and Welcome**

- a) Secretary Candice Ramsaran introduced the Chairman Margaret McDowall-Thompson and welcomed the council members, staff members and nominees.
- b) Chairman Margaret McDowall-Thompson welcomed all in attendance. Special acknowledgement was made to the nominees. The Chairman invited NTTT staff member Joseph Bertrand to present the housekeeping rules for the meeting.
- c) Joseph Bertrand welcomed everyone and reminded the membership of the house rules at the GM. them to please note the house rules, namely that:
  - the meeting was being recorded;
  - microphones must be muted;
  - questions from members to the floor be addressed should to GM Support and would be answered at end of meeting, stating that there were three (3) GM Support members;
  - there were guidelines to be adhered to when participating in an online poll;  
Zoom™ names of participants must reflect actual given names for the purpose of having an accurate attendance list;
  - use of video was optional;
  - the 'hand raising' icon should be used for raising and seconding motions; and
  - the hotline 706-1735 was available for support during the GM.

Joseph Bertrand then returned the floor to the Chairman.

- d) The Chairman invited the Secretary to transact the adoption of the Notice of the General meeting and the amended agenda for the meeting.

#### **4. Adoption of Notice and Amended Agenda for GM 2022**

- a) The Secretary stated that the Notice of the General Meeting dated 17<sup>th</sup> October 2022 was circulated via email and posted to the official website of the National Trust. She informed that the Notice was also advertised in the Newsday on the 19<sup>th</sup> and 20<sup>th</sup> October 2022. A copy of the newspaper publication with the Notice was shared with the membership at the meeting and the Secretary indicated that in so doing the Council had satisfactorily complied with the required minimum 28-day period of notice prior to the GM in accordance with Rule 9(1) of the National Trust Rules.

The Secretary then invited a motion to adopt the Notice of the GM 2022. Tammy Yates moved the motion, which was seconded by Neisha Ghany, with no objections raised by the membership. The Secretary thanked the members for their support and turned to the matter of the amended agenda for the consideration and adoption of the membership, as follows:

1. Call to order
2. National Anthem of the Republic of Trinidad and Tobago
3. Opening and Welcome
4. Adoption of Notice and Amended Agenda for GM 2022
5. Confirmation of minutes of virtual General Meeting 2021
6. Election of a member to the Council
7. Voting on 4 Special Resolutions
8. Voting on 1 Ordinary Resolution – Ordinary Membership
9. Presentation of Annual Report 2020-2021
10. Audited Accounts 2020-2021
11. Treasurer's Report 2020-2021
12. Reappointment of Auditors 2021-2022 Financial Year
13. Any other matters

The Secretary proposed the addition of one new agenda item, at Item 8 (Voting on 1 Ordinary Resolution – Ordinary Membership). Additionally, the Secretary proposed that in the interest of the smooth and timely conduct of all agenda items, there would be reordering to allow for the vote on the special resolution and the ordinary resolution immediately after the election of the council member. She proposed that Matters Arising/Any other matters be dealt with last as had been agreed at previous GMs in 2020 and 2021. Given these three (3) amendments, the Secretary invited a motion in support of the amended agenda and Marie Abdulah moved and this motion was seconded by Amy Khan and the amended agenda was adopted. She then yielded the floor to the Chairman who then asked the Secretary to address the matter of the minutes of the virtual GM 2021.

## **5. Confirmation of minutes of the 2021 virtual General Meeting**

The Secretary then addressed the matter of the confirmation of the minutes of the 2021 GM held virtually on November 24<sup>th</sup>, 2021. She reminded the membership that the minutes had been posted on the National Trust website and were also sent via email to the membership prior to the GM 2022.

- a) Angela Lee Loy clarified that the name of the auditor should read Aegis Business Solutions Limited.
- b) Lara Quentrall-Thomas pointed out one correction on page 4, the 5<sup>th</sup> bullet from the bottom, the sentence beginning 'Trust shop', stating that a 'd' should be added to the end of the word 'enhance'. She also suggested that there be enumeration of items instead of bullets for ease of reference.

The Secretary thanked these two members for their attention to these details, indicating that these amendments would be incorporated in the final minutes. With no other observation from the membership, the Secretary then invited the membership for a motion in support of the minutes of the GM 2021 (as amended ) and Cezanne Chang moved to adopt the minutes and Stephon Taylor seconded the motion which was carried forward with no objections. The meeting was returned to the Chairman.

## **6. Election of a member to the Council**

The Chairman then invited Deputy Chairman Neisha Ghany to conduct this agenda item. The Deputy Chairman then asked NTTT Business Development and Marketing Coordinator Graeme Suite to confirm that the meeting was still quorate. He confirmed this.

- a) The Deputy Chairman presented the biosketches for the three (3) nominees, these had been previously provided to the membership via email and were posted on the official website of the National Trust. The nominees were Edward Kacal, Heather-Dawn Herrera and Susan Shurland. She reminded the membership that they had been previously notified of the 3 nominees who offered to contest election to the Council. Members in attendance were reminded of the Nomination process undertaken, viz. opening of the 23-day nomination period upon the issue of the Nomination Paper on 12<sup>th</sup> September 2022 and its closure on October 5<sup>th</sup> 2022. Successful nominations were acknowledged thereafter.

b) Appointment of the Returning Officer

The Deputy Chairman then indicated that Member and NTTT employee Ashleigh Morris had been identified to act as the Returning Officer in respect of the Council election, the four (4) Special Resolutions and one (1) Ordinary Resolution and any other vote. The Deputy Chairman invited a motion to have Ashleigh Morris act as Returning Officer at the GM 2022 and Lara Quentrall-Thomas so moved, and this motion was seconded by Amy Khan; Ashleigh Morris was then appointed to act as Returning Officer at the GM 2022 without any objections raised by the membership.

c) The Deputy Chairman presented a biosketch for each candidate, she directed members to read the profiles of each candidate shown on the screen. She thanked each candidate for offering to serve on the Council and explained the voting process to be conducted on the Zoom™ platform whereby: each member would be given one minute to cast his/her vote by simply clicking on the Participant tab and, then voting by clicking 'Yes' (green) or 'No' (red) and they would see the countdown clock. She then invited members to participate in the online poll and stated that results will be presented immediately afterwards by the appointed Returning Officer.

d) Following the conduct of the poll, the following results were announced to the membership immediately thereafter by the Returning Officer:

- |      |                          |   |                                    |
|------|--------------------------|---|------------------------------------|
| i.   | Mr. Edward Kacal         | - | 9/54 or <b>17 %</b> of votes cast  |
| ii.  | Ms. Heather-Dawn Herrera | - | 21/54 or <b>39%</b> of votes cast  |
| iii. | Ms. Susan Shurland       | - | 24/54 or <b>44 %</b> of votes cast |

The Deputy Chairman thanked Edward Kacal and Heather-Dawn Herrera for their offer of service and welcomed Susan Shurland to the Council.

The Deputy Chairman then invited a motion to confirm that Susan Shurland was duly elected to the National Trust Council by the membership at the GM 2022 and Pamela Townsend so moved and Prof. Bridget Brereton seconded this motion which was carried forward without any objections raised.

The Deputy Chairman explained that with Susan Shurland's election to the Council, there was now a full complement of five (5) elected members on the Council as provided in the National Trust of Trinidad and Tobago Act. The other four (4) elected members were identified as Marie Abdulah, Mark Franco, Dr. Ryan Mohammed and Cezanne Chang. The Deputy Chairman then invited the secretary to transact the matter of the vote on the four (4) Special Resolutions.

## 7. Vote on Four (4) Special Resolutions

The Secretary first confirmed that the GM 2022 was still quorate, there being 65 participants at the Zoom™ meeting.

- a) The Secretary reminded members of the Notice of the four (4) Special Resolutions dated October 26<sup>th</sup> 2022 had been put out for their consideration twenty-two (22) days prior to the GM 2022 and had been published on the National Trust's website and had been sent via email to members. She gave a brief presentation on each one of the Special Resolutions for the consideration of the membership at the GM 2022 as follow:
  - i. Special Resolution 01/2022: Eligibility of elected officers for reappointment to the Council
  - ii. Special Resolution 02/2022: Honorary members
  - iii. Special Resolution 03/2022: Non-profit organisations
  - iv. Special Resolution 04/2022: Membership subscription fees
- b) The Secretary reminded the membership that a Special Resolution was a mechanism, enshrined in the National Trust of Trinidad and Tobago Act that permits the updating of Rules of the First Schedule from time to time and required 75% of the votes cast to be successful. . Previously, the membership had voted to update various Rules in 2017, 2019, 2020. Successful Special Resolutions are submitted thereafter for the written approval of the Minister responsible for the National Trust to become effective.

### 7.1 Special Resolution #001/2022: Eligibility of elected officers for reappointment to Council

- a) The Secretary explained that given that both the elected and appointed members of Council are responsible for administering the affairs of the Trust and for discharging the functions stated in the Act and are both subject to the same statutory obligations, including but not limited to the Integrity in Public Life Act, Ch. 22:01, there should be parity concerning reappointment. For this reason, it was proposed that the cap limiting service to two consecutive terms in respect of elected members be removed to allow financial members who otherwise satisfy the criteria for election to the Council in the Rules to present nominations to the Council for election at the general meeting regardless of current or past service on the Council as an elected member. The Act provides for six (6) appointed members, and five (5) elected members.
  - b) **The current rule:**
  - c) *Rule 7(3)- An elected member of the Council is ineligible for reappointment for more than two consecutive terms.*

d) **The proposed amendment:**

*Rule 7(3) – amended*

*An elected member of the Council shall be eligible for reappointment to the Council upon being elected by a general meeting of the Trust in accordance with the National Trust Rules.*

e) Before conducting the poll, the Secretary received confirmation that the GM was still quorate at 66 members and invited members to vote on Special Resolution #001/2022.

Ashleigh Morris launched the poll, he reminded members that they had 1 minute to vote, after 1 minute and he then presented the following results:

There were 48 voters in total.

- 34/48 or 71% voted Yes
- 14/48 or 29% voted No

The Secretary stated that the **Special Resolution #001/2022 was not successful.**

## **7.2 Special Resolution #002:/2022 Honorary members**

The Secretary explained the Special Resolution referring to the text on screen and pointed out that there were four (4) Rules that treat with 'honorary member' namely:

**The current rules:**

*Rule 4(7)*

*Honorary member is any person who in the opinion of the Council has made a significant contribution (a) to the promotion of the Trust; or (b) to the conservation of the environment, the national patrimony or any art form, may be granted Life membership and to whom the subscription of this class would be waived.*

*Rule 5(3)*

*The Life membership granted under Rule 4(7) shall be conferred only by the invitation of the Council.*

*Rule 6(1)*

*The Council shall decide whether to accept an application for membership or to confer Life membership under Rule 4(7) and the Council may appoint a Committee to advise it in respect of either matter.*

*Rule 6(3)*

*If the person concerned does not respond to the notification within thirty days, the decision of the Council is deemed to have been revoked*

- a) The Secretary explained that in the interest of streamlining and ensuring procedural clarity in granting Honorary membership and in recognition that it constitutes a separate class distinct from the Life membership pursuant to Rule 3, the Council was minded that it should confer Honorary membership “for life” instead of a ‘Lifetime membership’. She pointed out that Life membership required an application whereas honorary membership is conferred. The Council had not conferred honorary membership status to date.

The Secretary referred to the following proposed amendment in respect of this class of membership:

**The Proposed Amendments:**

*Rule 4(7)*

*An Honorary member is any person who in the opinion of the Council has made a significant contribution – To the promotion of the Trust; or To the conservation of the environment, the national patrimony or any art form, may be granted the same benefits as a Life membership, and to whom the payment of a subscription fee shall be waived for life. (Rule 4(7)) amended).*

*Rule 5(3)*

*The Honorary membership granted under Rule 4(7) shall be conferred for life and only by invitation of the Council and the requirement of an application form shall be waived in respect of this class of membership” (Rule 5(3) as amended)*

*Rule 6(1)*

*The Council shall decide whether to accept an application for membership or to confer Honorary membership under Rule 4(7) and the Council may appoint a Committee to advise it in respect of either matter. (Rule 6(1) as amended)*

*Rule 6(3)*

*If the person conferred Honorary membership under Rule 4(7) does not respond to the notification sent under subrule (2) within thirty days, the decision of the Council is deemed to have been revoked. (Rule 6(3) amended)*

b) The Secretary invited members to vote on Special Resolution #002/2022.

Ashleigh Morris launched the poll and reminded members that they had 1 minute to vote, after 1 minute, and he presented the following results:

There were 51 votes in total.

- Yes - 48/51 or 94% of votes cast
- No - 3/51 or 6% of votes cast

The Secretary confirmed that the meeting was still quorate and that **Special Resolution #002/2022** was successful.

### **7.3 Special Resolution #003/2022: Non-Profit Organisations – membership class**

The Secretary explained that Non-Profit Organisations was a new membership class that allowed both incorporated and unincorporated NGOs to enjoy the same benefits as the “Association”, effectively merging NGOs having Corporate membership and those with Association membership in one Non-Profit Organisation category. The Association category would be removed. The Secretary referred to the following on the screen:

#### **The Current Rules:**

*Rule 3(3) [ Class: Annual Sub. Association: \$250.00 ]*

*The Association member will pay the annual subscription as a contribution to the Trust and is entitled to all benefits of the Preferred member and has one vote at the general meeting or other meetings of the Trust.*

*Rule 4(4)*

*A Corporate member is a Company registered under the Companies Act or a Statutory Corporation.*

*Rule 4(5)*

*An Association member is an unincorporate non-profit organisation whose aims and objects are sympathetic to those of the Trust.*

*Rule 8(8)*

*No proxies are allowed, but Corporate and Association members may exercise their voting rights exclusively through a nominee. (...)*



- a) The Secretary explained that even if their aims and objects are aligned to those of the Trust, non-profit organisations by virtue of their incorporation under the Companies Act pay a higher annual subscription [\$1,000] compared to their unincorporated counterparts [\$250]. This distinction is deemed both unnecessary and inequitable particularly in light of the promulgation of the Non-Profit-Organisations Act 2019.

The Secretary referred to the following on the screen:

**The Proposed Amendment:**

The Non-Profit Organisation member will pay the annual subscription [\$400.00] as a contribution to the Trust and is entitled to all benefits of the Preferred member and has one vote at the general meeting or other meetings of the Trust.

*Rule 3(3)*

*Replace the word 'Association' with 'Non-Profit Organisation' in the classes of members (Rule 3 (e) as amended)*

*Rule 4(4)*

*A Corporate member is a Company, with the exception of a non-profit company, registered under the Companies Act or a Statutory Corporation. (Rule 4(4) as amended)*

*Rule 4(5)*

*A Non-Profit Organisation member is an incorporated or unincorporate non-profit organisation whose aims and objects are sympathetic to those of the Trust. (Rule 4(5) as amended)*

*Rule 8(8)*

*No proxies are allowed, but Corporate and Non-Profit Organisation members may exercise their voting rights exclusively through a nominee (Rule 8(8) as amended)*

- b) The Secretary addressed a question from the chat:

Prof. Rhoda Reddock asked: "Would these non-profit organisation members all have to be registered? If not, should this be made clear?"

The Secretary responded that there was no requirement as "Associations" and incorporated NGOs would be treated the same under this category for the purposes of the NTTT Rules and that compliance with the Non-Profit Organisations Act was a separate matter.

The Chairman also intervened to clarify that the NPO would get all the notices, would get one vote and it would enable one representative to receive the discounts etc. of the Preferred members. All Associations would be in this class.

c) The Secretary invited members to vote on Special Resolution #003/2022.

Ashleigh Morris launched the poll, reminded members that they had 1 minute to vote, waited 1 minute and then presented the following results:

There were 51 votes in total.

- 48/51 or 94% voted Yes
- 3/51 or 6% voted No

The Secretary confirmed that the meeting was still quorate and that **Special Resolution #003/2022** was successful.

#### **7.4 Special Resolution #004/2022 Membership subscriptions**

The Secretary reviewed the eight (8) categories of membership and proposed an adjustment with respect to the existing membership subscriptions.

The Secretary explained that this had become necessary in view of Covid-19 public health restrictions on public gatherings and the resultant increase in goods and services that severely reduced income generation at the Trust. She reminded the membership that the NTTT relied on annual subscriptions to help maintain its properties at Banwari Trace Archaeological Site, Mille Fleurs and Nelson Island and Trust activities. The Secretary then shared the proposed increases in membership subscriptions:

- a. Family from \$200 to \$400
- b. Corporate membership from \$1,000 to \$5,000
- c. Non-profit organization (includes Association members) \$400
- d. Preferred from \$100 to \$200
- e. Lifetime membership from \$1,000 to \$1,500

The Secretary confirmed that the GM was still quorate (66 members) and then invited members to vote on Special Resolution #004/2022. Returning Officer Ashleigh Morris launched the poll and reminded members that they had 1 minute to vote, after 1 minute he then presented the following results:

- YES 46/55 or 84% of a total of 55 votes cast
- NO 9/55 or 16% of a total of 55 votes cast

The Secretary confirmed that **Special Resolution #004/2022** was successful.

The Secretary thanked the membership for their participation and confirmed that the (3) Special Resolutions attaining at least 75% of the vote namely, SR#002/2022, SR#003/2022 and SR #004/2022, would be subsequently submitted for Ministerial consideration and approval. The meeting was then returned to the Chairman.

*[Note: These three (3) Special Resolutions were granted Ministerial approval and became effective on 22<sup>nd</sup> March 2023. Special Resolution #001/2022 was adopted with 83% of votes cast at a quorate Extraordinary General Meeting convened on September 20<sup>th</sup> 2023 following a requisition made pursuant to Rule 10 and was subsequently approved by the Minister of Planning and Development and became effective on November 10<sup>th</sup>, 2023.]*

## **8. Voting on one (1) Ordinary Resolution – Ordinary Membership**

The Chairman introduced this agenda item, explaining that unlike the Rules that can be amended by the special resolution mechanism, the Ordinary membership was enshrined in the body of the National Trust of Trinidad and Tobago Act. She invited the Deputy Chairman Neisha Ghany to substantively transact this agenda item. The Deputy Chairman reminded the membership that since the enactment of the National Trust of Trinidad and Tobago Act the Ordinary membership, available only to Trinidad and Tobago citizens, continued to be fixed in an amount not exceeding \$25.00 as pursuant to Section 4(2)(a) of the Act.

The Deputy Chairman stated that the Council had agreed that the Ordinary subscription be increased in view of operational costs at the NTTT and its importance as a key source of income for the Trust. She reminded membership that this fee had remained unchanged since the promulgation of the Act.

She reiterated that since this fee is prescribed in the Act itself the membership cannot change it by means of the Special Resolution mechanism (only available to the Rules in the 1<sup>st</sup> Schedule). This is because it involves an amendment to a section of the National Trust of Trinidad and Tobago Act Ch 40:53 and needs to be submitted to Parliament for its consideration.

In view of the foregoing and to document the will and agreement of the membership concerning such an amendment, the following Ordinary resolution was brought for consideration of the membership, namely, to replace the words ‘twenty-five’ (\$25) with ‘one hundred’ (\$100). She went on to explain that once this resolution attains a simple majority, the National Trust would then ask the Honourable Minister of Planning and Development to approach Parliament for this amendment to the Act.

A poll was conducted and 49 of 53 (96%) votes were cast in favour of the increase to \$100.00 in respect of the Ordinary membership with 4 votes (8%) cast against.

The Deputy Chairman then returned the meeting to the Chairman for the delivery of the Annual Report.

## **9. Presentation of Annual Report 2020-2021**

The Chairman read the Annual Report for the reporting period October 2020 to September 2021. She prefaced her Report by pointing out that given the provisions in the Rules, the reporting period of the Annual Report covers the previous year and does not necessarily address activities undertaken in the current year. Notwithstanding, the Chairman indicated that she would endeavour to also share some of the more recent Trust activities with members at the present GM, stating that she looked forward to a day when legislative reform would permit a formal account of activities soon after the close of the year.

The chairman described the year as one of challenges and triumphs with the pandemic in full force having cycles of full lockdown and cautious openings with a public that was still uneasy.

### *a. Mille Fleurs Heritage House*

In August 2020, it was announced that the Trust would occupy Mille Fleurs and in November 2020, the Trust departed its former Sackville Street office and moved to the Mille Fleurs Heritage House taking up occupation of a few rooms in the House as a temporary arrangement while the Mews to the back of the House were being prepared for use as the official headquarters of the Trust. Up to the date of the GM 2022, the Trust continued to occupy these three rooms until such time that the headquarters is outfitted.

### *b. The Heritage Preservation and Research Department*

During the year 2020-2021, the Heritage Preservation and Research Department (HPRD) accomplished the following:

- (i) Developed its policies for monitoring and listing.
- (ii) Prepared dossiers for additional properties of interest.
- (iii) Streamlined the Heritage Asset Inventory by creating new categories for ease of website navigation.
- (iv) Created a cohesive heritage management system.
- (v) Monitored sites and worked with owners of listed sites, guiding them in maintenance and restoration of their properties.
- (vi) Collaborated with the Education and Outreach Department to finetune the schedule of heritage properties by region and categorise them more definitively for ease of location by the public.

(vii) Created blogs and workbooks, and highlighted the following topics, viz. Toco, the history of the Siparia Railway, the 75<sup>th</sup> anniversary celebrations of the Chinese Association, A Lion among Men- the story of Elmer Francois among others.

*c. The Outreach and Education Department*

The Chairman informed that the Outreach and Education Department, while stymied by restrictions on gatherings, continued to:

- (i) Expand its virtual tour offerings.
- (ii) Increased virtual lectures and workshops.
- (iii) Introduced Friends and Family tours (when restrictions were eased).

The Chairman noted that despite many limitations induced by the lockdown, there was a notable increase in the patronage of online tours and workshops. Further, the staff also adopted the Microsoft Team's platform for internal meetings and other uses. The pandemic also stimulated the expansion of our website, social media, and email communications. She highlighted two (2) virtual open days hosted by the Trust as well as a fully subscribed paid virtual workshop on the Trinidad Ice Age. There were several lectures on a broad range of topics including heritage building restoration, railway history, tracing Indian ancestry, genealogy and 1970 Black Power movement.

*d. Projects and Facilities Department*

The Chairman stated that this department focused on:

- The management of Nelson Island.
- The expansion of solar power on the Island
- The creation of a desalination plant on Nelson Island
- Started a project to create a parkland where layers of history with exhibitions and immersive experiences.

*e. Operations Department*

The Operations Department, which includes the Accounting Unit which focused on policy creation, upgrade of the Trust filing system and membership records, improved asset register and streamlined human resource data.

*f. Other notable accomplishments*

The Chairman noted that the reporting period was also marked by an increase in collaboration

with several stakeholder groups including the Woodbrook Residents Committee, Santa Rosa First Peoples Community, Warao Nation, the Rio Claro Heritage and Preservation Organization, Deltones Steel Orchestra and Cousoumeh Foundation of Siparia, the Civilian Conservation Corps and the Scout Association. Participation by the Trust in several online stakeholder consultations gave increased visibility to the Trust.

*g. CEO Executes Organisational Strategy and Preserves Team Cohesiveness*

The Chairman reported that the then CEO, who was engaged in July 2020, brought a level of cohesiveness and structure to the staff members as they continued to operate remotely. The CEO was able to report to the Council and provide feedback to staff so that they could work as a unit despite not being physically together. The CEO had since moved on in 2022.

*h. Grants and Funding*

The Chairman informed that while there were limited prospects of increased State funding, the National Trust was able to secure small grants that assisted to upgrade its website and enable continued collaboration with the Scottish National Trust to create a master plan and vision for Nelson Island and the Five Islands. She shared that the National Trust was awarded a grant of US 200,000 from the US Ambassadors Fund for Cultural Preservation to implement a project titled Resilient Heritage close to the end of the fiscal year; she noted that it was the first award of its kind granted to an English-speaking country in the Western Hemisphere.

The Chairman thereafter gave a brief review of the year in course as was customary.

*i. Move to Mille Fleurs*

The Chairman reiterated that the National Trust had moved to the Mille Fleurs Heritage House on October 1<sup>st</sup> 2021, noting that the NTTT was supposed to move into the Mews which remained incomplete at the time of her report to the membership. Given this move, a decision had been made to occupy three (3) rooms at the Heritage House, using a few fans to keep the heat at bay. In retrospect she mused that it might not have been the most strategic move as it had been over a year and there was little or no movement in matters of funding to complete the Mews. Staff had nonetheless been flexible and committed allowing for operations using desk-sharing arrangements. Nevertheless, this offered the opportunity to market the heritage house and to undertake the facility management of the house and grounds and the Trust experience an exponential growth in its profile. She reported that the Trust had constructed a heritage-themed toilet block before Patriotism Month and improved the offering of the Heritage House as an events space.

*j. Environmental Efforts and Collaborations*

During this period there has been an increased image of the Trust in being at the forefront of sustainable energy and contributing to the knowledge and response of the impact to climate change.

Nelson Island has operated off the grid for the past 2 years and Trust research into sea-level rise with the University of Florida has given validation to its work with implementers. The Trust planned to develop the rest of the Five Islands with technology as the basis for operations .

*k. Resignation of CEO*

The Chairman reported that the CEO had moved on to greener pastures, but the Trust continued to operate at its customary heightened capacity with additional assistance from its Business Development Coordinator.

*l. Other Accomplishments*

- (i) Continued collaboration with INTO and with the expectation of working alongside US-ICAMOS and other international bodies.
- (ii) Commencement of work at the Banwari burial site to ensure that archaeological Heritage is also at the forefront of our nation’s development.
- (iii) Expansion of Trust tours offering and lectures as well as exhibitions of all kinds.
- (iv) Growth of social media presence and website has lead to enhanced ability to handle a greater demand for services.
- (v) Launch (as publisher) of publication in collaboration with the Woodbrook Residents Committee.

Chairman thanked members of council, subcommittees, and staff for their role in these accomplishments and praised the Council members taking the opportunity to remind the membership of their names and positions:

<b>Appointed Members</b>	<b>Elected Members</b>
Margaret McDowall - Chairman	Marie Abdullah
Neisha Ghany - Deputy Chairman	Marc Franco
Dominic Romain – Treasurer	Dr. Ryan Mohammed
Candice Ramsaran - Secretary	Cezanne Chang
Jacqueline Weekes-Penco	
Louis Villain (in representation of the THA)*	

\* Mr Villain had since left the Council but continued to assist the Trust. The Chairman paid special tribute to him in acknowledgement of his service on the Council for many years.

In addition to regular monthly council meetings, the Tenders sub-committee and Landmarks sub-committee convened regular meetings during the reporting period. These sub-committees are constituted as follow:

<b>Tenders sub-committee members (2020-2021)</b>	<b>Landmarks sub-committee members (2020-2021)</b>
Margaret McDowall	Rudylynn Roberts (LS chairman)
Neisha Ghany	Mark Franco
Dominic Romain	Dr. Ryan Mohammed
Candice Ramsaran	Avril Siung-Chang
Marie Abdullah	Roma Wong Sang
Jacqueline Weeks-Penco	Heritage Preservation and Research Officers
Kumi de Souza	

The Chairman also thanked the National Trust staff and contractors for their hard work:

<b>Staff, contractors of National Trust (For the reporting period Oct. 2020-Sept.2021)</b>
Pauline Philip (Operations Coordinator)
Safiya Da Silva (OJT)
<b>Outreach and Education Team:</b> Graeme Suite (Business Development and Marketing Coordinator) Marlon Green Joseph Bertrand Tiy Cross Lovelace Cheryl Ali Carlene Philip
<b>Heritage Preservation and Research Dept:</b> Kara Roopsingh (Senior HPRO) Ashleigh Morris Leslie-Ann Paul Karishma Nanhu Maya Doyle Catherine Serrant - OJT



<p><b>Facilities Unit</b></p> <p>Kumi de Souza (Senior Project and Facilities Manager)</p> <p>Sean Austin (Facilities Supervisor)</p>
<p><b>Accounting Support</b></p> <p>Kathleen Kanhai-Bujhawan (Consultant)</p> <p>Margaret Harewood</p>
<p>Custodians and cleaners at Nelson Island, Banwari site, Mille Fleurs and the former Sackville Street office</p>

The Chairman also acknowledged the contribution of the various units of the Ministry of Planning and Development and other state agencies, as well as the National Trust membership for their participation and support. After the presentation of the Annual Report, the Chairman invited a member to move to adopt of the Annual Report 2021 as read and provided to the membership. Dr Ryan Mohammed so moved, and Angela Nesbitt seconded, and this motion was carried forward without any objections raised.

The Chairman confirmed that the Annual Report for the reporting period had been provided on the Trust website.

**10. Treasurer’s Report 2020-2021 – adjourned**

The Chairman then invited Treasurer Dominic Romain to transact this agenda item. He expressed regret that the following three (3) agenda items would not be transacted at the meeting, namely the Audited Accounts (Item 10) Treasurer’s Report (Item 11), and re-appointment of the auditors for 2021-2022 (Item 12) and that they should be adjourned.

The Treasurer attributed this situation to an unavoidable delay in the retrieval of records following the relocation of the Trust office from Sackville Street to the current accommodation at the Mille Fleurs Heritage House. He further stated that the Mews had not yet been completed and accordingly the Trust was obliged to use storage facilities provided by the Ministry of Planning and Development. According to the Treasurer, challenges were encountered when the most critical documents had to be retrieved for the auditors.

Moreover, the Treasurer informed that the Trust did not have an in-house accounting department and those services had to be outsourced and impacted the timely provision of the required information to the external auditors. Additionally, he indicated that it was hoped at the very least an unaudited financial statement could be provided to the membership but regretted that this was also not possible.

The Treasurer gave a commitment that the three (3) outstanding items would be addressed at an adjourned meeting early in 2023. In view of these circumstances, he held the view that it would be best to adjourn the transaction of the Audited Accounts 2020-2021 (Item 10) Treasurer's Report 2020-2021 (Item 11), and re-appointment of the auditors for 2021-2022 (Item 12) to an adjourned GM in early 2023.

The Treasurer returned the meeting to the Chairman who apologised on behalf of the Council for the non-transaction of the aforementioned agenda items at the GM and noted that it was the first time that this had happened. She echoed the commitment of the Treasurer to aggressively pursue these outstanding matters with the auditor, noting that progress had been made. The chairman stated that the Trust had an obligation to present the audited statement by April of the following year and committed to have the audit completed and submitted to the membership for approval before onward transmission to the client Ministry before April 30<sup>th</sup>, 2023.

The Chairman then informed that she proposed to treat the matters raised by the Treasurer as indisposed business in this general meeting and asked the membership's consent to use her discretion on Rule 8 to adjourn the transaction of the Audited Accounts 2020 to 2021, Treasurer's Report 2020-2021, and the Reappointment of Auditors 2021 to 2022, to the earliest possible time after the constitution of the 8th council but before the 30th of April, and to have these matters discussed at a subsequent virtual meeting.

The chairman then referred to two provisions contained in the Rules of the NTTT (1<sup>st</sup> schedule as updated on 6<sup>th</sup> July 2021 by Ministerial approval) as follow:

1. Rule 8(5) With the consent of the members present, the Chairman may adjourn a meeting to another time and to the same or another place.
2. Rule 8 (6) No business shall be transacted at an adjourned meeting other than that left indisposed of at the meeting at which the adjournment took place, unless in pursuance of a notice and agenda as provided for in this rule.

The Chairman held that the matters raised by the Treasurer can be treated as indisposed business at this GM and proposed to elect to use her discretion, as the appointed Chairman of the National Trust, under Rule 8(5) to adjourn the transaction of:

1. Audited Accounts 2020-2021;
2. Treasurer's Report 2020-2021;
3. Reappointment of Auditors 2021-2022 Financial Year;

to the earliest possible time after the constitution of the 8<sup>th</sup> Council but before the 30<sup>th</sup> April 2023 at a subsequent virtual meeting.

She then invited members to agree to adjourn the meeting to consider the 3 indisposed matters at a later date and a poll was taken and 98% voted in support of the adjournment.

[Note: *Adjourned meeting was subsequently held via Zoom™ on April 26<sup>th</sup>, 2023 and all three outstanding agenda items were transacted*]

The membership approved the three agenda items as being indisposed and for them to be addressed at an adjourned meeting in 2023.

#### *11.0 Treasurer's Report 2020-2021 – adjourned*

#### *12.0 Reappointment of Auditors 2021-2022 Financial Year- adjourned*

### **13.0 Matters Arising & Other Matters**

The Chairman addressed Matters Arising from the previous General Meeting for which there were updates and invited the membership to raise comments, questions and suggestions in the chat.

#### *a. Remuneration to elected Council members*

The Chairman confirmed that the most recent budget has allocated funds to remunerate all 5 elected council members. Arrangements made to pay all outstanding monies.

#### *b. Heritage Conservation*

The Trust was considering legislative reform to encourage heritage conservation. The Chairman noted that the Minister of Finance in his budget speech for 2021-2022 included a proposal to institute 150% tax allowance of up to TT\$1 million for corporate sponsors for heritage properties under the oversight of the National Trust. She informed that the documents were currently before the Cabinet and needed to be approved by the Ministry of Finance.

c. Fiscal initiatives:

The Chairman raised the following:

- (i) a waiver on customs duties on materials to be used for the repair and restoration of historic properties on the heritage inventory. NTTT was liaising with Customs to secure the waiver as an importer but nonetheless the Trust was seeking a broader waiver of duties.
- (ii) Reduction of the assigned property tax specifically in respect of properties on the Heritage Asset Inventory.
- (iii) Tax rebates for individuals and companies located in a designated heritage district.
- (iv) Creation of a Heritage maintenance Fund by the State.

d. Non-fiscal incentives:

The Chairman highlighted the following:

- (i) proposed heritage design and construction course on the curriculum of local universities and colleges.
- (ii) short-term training for artisans and craftsmen.
- (iii) identification of community-based and cultural groups to partner with private sector entities to repair and restore properties of interest.
- (iv) more outreach and education by The National Trust to bring greater awareness and understanding about heritage assets.

e. *Listing Heritage Sites*

The Chairman reminded the membership that 8 properties had been listed on December 17<sup>th</sup> 2021 (George Brown House (Grade 3), Woodford Square (Grade B), Knowsley (Grade 1), Naipaul House (Grade 3), Little Cabildo Building (Grade 2), Lopinot House (Grade 2), Carnegie Library (Grade 3), Trinidad Government Railway Building (PTSC/City Gate) (Grade 2) and on August 12<sup>th</sup> 2022 eight (8) additional properties were listed (President's House (Grade 3), St. James Barracks and Commissioner's Residence (Grade B), Our Lady of Montserrat RC Church, Tortuga (Grade 1) and Rock Island, Caledonia, Craig Island, Lenagan and Pelican Island (all Grade B). The Trust had been involved in matters concerning the Lion House and a Notice of Intention to list had been gazetted but the property was subject to many legal issues that needed to be resolved.

*f. The Archaeology Committee*

The Chairman informed that the Trust had been lobbying for the reconstitution of the Archaeology Committee and had been working with the Ministry of Planning and Development to establish an archaeological secretariat which would commence research and the preparatory work for the Committee. One of the hindrances to setting up the Archaeology Committee was the lack of a recognised archaeologist in the country at the time and the Trust was looking to working with Leiden University and the University of Cambridge given contacts with doctoral students.

Fossils Taskforce was also identified to be constituted most likely with Leiden University, INTO, Bahamas National Trust, Florida University and Archaeological Department at UWI in Jamaica. The Memorandum of Academic Cooperation (MAC) with Leiden University included fossils as an area for cooperation.

*g. Work from Home During the Covid-19 Lockdowns*

The Chairman informed that the National Trust was fully outfitted for remote work with provisions made for laptops, internet packages etc., and online payments.

*h. Formation of a Legal Committee*

The Trust had formally written to the Ministry of Planning and Development, the Registrar General through the relevant Permanent Secretaries and the Law Association of Trinidad and Tobago to try to form a legal committee. Once created, the Legal Committee will look at the National Trust of Trinidad and Tobago Act more particularly the Ordinary membership subscription, categories of properties for protection, penalties imposed under the Act, and to clarify its remit concerning fossils and archaeology. AGLA will be engaged to start to work on these matters.

*i. Update on the Mews*

The Chairman stated that a budgetary estimate of \$2 million had been put forward the previous year. It was understood that UDeCOTT would have to reapply for these funds. The Trust has been working with them to advance this project. The chairman invited persons familiar with these bureaucratic formalities to get in contact. Reimbursement was received for the toilet block works.

*j. International Partnerships*

The Chairman reminded the membership that the Trust was successful in attaining a grant under the US Ambassador's Fund. Funds from this partnership would cover four (4) sites - St

Vincent Jetty Lighthouse, Fort San Andreas, PTSC Railway Building and Nelson Island and proposed monitoring sea-level rise that could potentially affect these sites. She also mentioned that the Trust recently held a workshop with staff and other agencies and would be organising a 'Keeping History Above Water' workshop in March 2023.

k. *Fossils*

The Chairman informed that the Memorandum of Academic Cooperation (MAC) signed between the Trust and Leiden University covered matters relating to fossils.

l. *Business Plans*

The National Trust had created business plans with the assistance of the Scottish National Trust. Further, additional funds were received and used for enhancing marketing and business planning for Nelson Island and the other Five Islands.

***Questions asked at the 2022 GM via Zoom™ chat***

*Q1: Are all the heritage conservation policies recommendations etc. available in a publicly accessible document?*

A: The listing policy and the NTTT Strategic Plan are available on the website. The policy recommendation for the 150% tax allowance had not yet been posted on the Trust website as Cabinet approval was pending.

*Q2: Can you provide some guidance on 'gift membership'? Does it still obtain and under what circumstances? The website seems to suggest that this option currently exists.*

The Chairman clarified that gift membership essentially served to allow someone to purchase membership as a gift for someone else. The Secretary further advised that the Gift membership button allows someone to make an online renewal or payment on behalf of a member but agreed that this can be expressed clearer on the Trust website.

*Q3: Is Mille Fleurs available for rent and is there a special price for members?*

A: Mille Fleurs is available for rent and a special price was available for members. Interested persons were advised to contact the Trust for specific details via the official website or via NTTT phone lines.

*Q4: Does the Trust host virtual events?*

The Chairman confirmed that the Trust hosted many virtual events, including lectures.

*Q5: General information about tours*

A: The Chairman encouraged the membership to check their email and the Trust website for information on upcoming tours, stating that members received first notice and some tours were popular and were sold out quickly, e.g., Paramin tours. Interested persons were advised to contact the Trust and speak to Cheryl Ali for more information.

There were many virtual and in-person events such as the Ponche de Crème and Parang and it was announced that the Woodbrook Residents Committee publication would also be available for purchase online following the launch on 1<sup>st</sup> December 2022 and the link for pre-orders was shared in the chat.

Following the Q&A segment the Chairman asked the Deputy Chairman Neisha Ghany to close the proceedings.

**Closing Remarks**

Deputy chairman Neisha Ghany noted that several important matters had been transacted during the GM and highlighted the changes to be effected to the NTTT Rules following Ministerial approval of the three (3) successful special resolutions (Honorary membership, the new Non-Project Organisation class and revised membership subscriptions).

She thanked members for their time, attention, participation as well as support over the past few years allowing for increased reach and visibility. The Deputy Chairman expressed her gratitude to the dedicated staff, Council, the Executive under the leadership of an energetic and enthusiastic Chairman, Margaret McDowall. Acknowledging the hard work involved in organising the GM 2022, she thanked the Secretary and the organising team, Graeme Suite Joseph Bertrand, Tiy Cross-Lovelace, Pauline Philip, Ashleigh Morris, Kara Roopsingh, rapporteurs Leslie Ann Paul and Karishma Nanhoo as well as Cheryl Ali and Marlon Green.

She expressed gratitude to all three nominees Edward Kacal, Heather-Dawn Herrera and Susan Shurland for their courage and offer of service and welcomed Susan Shurland to the Council.

The Deputy Chairman acknowledged that all but the three (3) adjourned agenda items had been transacted. She acknowledged that the GM was still quorate with 56 members in attendance even after the scheduled 5:00pm closure and formally closed the virtual General Meeting 2022 of the National Trust of Trinidad and Tobago at 5.06pm.

Secretary

20.11.2023