

**MINUTES OF THE GENERAL MEETING OF  
THE NATIONAL TRUST OF TRINIDAD AND TOBAGO  
HELD VIRTUALLY VIA ZOOM™ ON  
WEDNESDAY 22<sup>nd</sup> NOVEMBER 2023.**

**1. Call to order**

The 3<sup>rd</sup> virtual General Meeting of the National Trust of Trinidad and Tobago (National Trust) was called to order by Candice Ramsaran, Secretary to the Council, with confirmation of a quorum of at least fifty (50) financial members pursuant to Rule 8(3) of the National Trust Rules.

At the time the meeting was called to order at 3:05pm, there were 56 financial members (virtually) in attendance non 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 3:06 pm.

**3. Opening and Welcome**

- Secretary Candice Ramsaran introduced the Chairman Margaret McDowall-Thompson and welcomed the council members, staff members and nominees.
- Chairman Margaret McDowall-Thompson welcomed all in attendance. Special acknowledgement was made to the six (6) nominees contesting election to the Council. The Chairman then invited NTTT staff member Joseph Bertrand to present the housekeeping rules for the meeting.
- Joseph Bertrand welcomed everyone and reminded the membership of the house rules at the GM, 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 706-6316 was available for support during the GM.

Joseph Bertrand then returned the floor to the Chairman. 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 Agenda for GM 2023**

The Secretary stated that the Notice of the General Meeting dated 23<sup>rd</sup> October 2023 was circulated via email and posted to the official website of the National Trust. A copy of the Notice was shared again with the membership at the meeting and the Secretary indicated that 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 2023. Marc Franco moved the motion, which was seconded by Susan Otway Charles, with no objections raised by the membership. The Secretary thanked the members for their support and turned to the matter of the agenda for the consideration and adoption of the membership, as follows:

- A. To elect four (4) members to the Council
- B. To receive and adopt the Annual Report 2022;
- C. To receive and adopt the Audited Accounts for year ending September 30<sup>th</sup>, 2022;
- D. To reappoint Aegis Business Solutions Limited as Auditors of the Trust for the 2022-2023 financial period;
- E. Other matters.

The Secretary invited a motion in support of the agenda and Lanya Fanovitch moved this motion which was seconded by Ryan Mohammed and carried forward.

#### **5. Confirmation of minutes of the 2022 virtual General Meeting (GM)**

The Secretary then addressed the matter of the confirmation of the minutes of the 2022 GM held virtually on November 16<sup>th</sup>, 2022. 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 2023.

The Secretary then invited a motion in support of the minutes of the GM 2022. Marie Abdulah moved to adopt the minutes and Ife Bumi Valentine Charles seconded the motion which was carried forward with no objections. The meeting was returned to the Chairman.

## 6. Election of members to the Council

The Chairman then invited the Secretary to conduct this agenda item. The meeting was still quorate at 76 members at the time.

The Secretary 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 Dr. Kadelle Jessamy, Edward Kacal, Marie Abdulah, Mark J. H. Franco, Dr. Ryan Mohammed and Turkessa Blades. She reminded the membership that they had been previously notified of the six (6) nominees who offered to contest election to the Council. Members in attendance were reminded of the Nomination process undertaken, viz. opening of the 21-day nomination period upon the issue of the Nomination Paper on October 18<sup>th</sup> 2023 and its closure on November 10<sup>th</sup> 2023. Successful nominations were acknowledged thereafter. These were circulated via email and posted on the website.

The Secretary 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.

The Chair explained that the members would be voting for four candidates, she invited an elected council member, Ms. Susan Shurland to conduct the practice poll. She stated that there were over 85 members present.

- i. Mr. Graeme Suite explained that the voting process would be conducted on the Zoom™ platform whereby each member would be given one minute to cast his/her vote by selecting four (4) positive and two (2) negative options and the results would be presented immediately afterwards. The Secretary noted that members could change their answer before they submitted it but once they submitted there was no option to change.
- ii. After the practice poll Mr. Suite shared the results on the screen. He explained that the number of yes votes for each question would be counted, so scoring would be based on the highest number of yes votes.
- iii. The Chairman asked if everyone understood how the voting worked. There were no questions. The Secretary explained the procedure for electing the new council members as follows, using instructions on screen to aid the membership:
  - The vote to elect 4 members to the Council would be conducted via a Zoom™ poll at a quorate GM, whereby members vote electronically. A total of three (3) minutes would be allocated to members to select either YES/NO for each of the six (6) candidates, casting their ballot using the SUBMIT button. Once submitted the poll

could not be changed. She reminded members that they could not vote (selecting YES for NO) for more than four (4) candidates.

- The results would show the absolute number of votes cast for each of the candidates and this would be shared with the membership. The four (4) candidates with the highest number of YES votes would be elected to the Council. In the event of a tie, the Chairman would have a casting vote pursuant to the National Trust Rules. Members could exercise their vote using a mobile or desktop/laptop interface but there would be one vote/Zoom™ subscription.
- Graeme Suite was identified to serve as the Returning Officer, and would be responsible for the Zoom™ at the 2023 GM. In the event of technical difficulties with the Zoom™ poll, it would be left open when they are addressed. The automatic tally of the poll generated by the Zoom poll would be the final result. Questions on the voting process were invited from the membership in attendance. Member Valerie Kelsick enquired into details of the membership of four (4) nominees, namely, Dr. Kadelle Jessamy, Edward Kacal, Dr. Ryan Mohammed and Turkessa Blades. The Chairman confirmed that all 6 nominees satisfied the membership requirement to contest election to the Council and that these details were verified prior to accepting nominations.

- iv. The Secretary then moved a motion to adopt the voting procedure and to adopt Mr. Graeme Suite as the returning officer. Ife Bumi Valentine Charles moved, and Alexia St. Bernard seconded and the decision to have Mr. Suite serve as Returning Officer at the 2023 GM of the National Trust was carried forward without objection.
- v. Satisfied that there were no further questions, Mr. Suite officially opened the poll for three (3) minutes. He reminded persons to vote *YES* for their choices and *No* for whom they did not choose. He reminded members that they could scroll to see the candidates in alphabetical order.
- vi. Upon closing the poll after three (3) minutes, the following results were announced to the membership immediately thereafter by Mr. Suite:

I.	Mr. Kacal	37 yes votes
II.	Dr. Jessamy	51 yes votes
III.	Ms. Abdulah	42 yes votes
IV.	Mr. Franco	71 yes votes
V.	Dr. Mohammed	60 yes votes
VI.	Ms. Blades	50 yes votes

The Secretary asked the Returning Officer to repeat the results and then stated the following ranking of candidates according to the number of *YES* votes:

- 1<sup>st</sup> Mr. Franco
- 2<sup>nd</sup> Dr. Mohammed
- 3<sup>rd</sup> Dr. Jessamy
- 4<sup>th</sup> Ms. Blades

- vii. The Secretary offered congratulations to Mr. Franco, Dr. Mohammed, Dr. Jessamy and Ms. Blades on their election to the National Trust Council and thanked all candidates for their offer of service.
- viii. The Secretary then invited a motion to confirm that to Mr. Franco, Dr. Mohammed, Dr. Jessamy and Ms. Blades were duly elected to the National Trust Council by the membership at the GM 2023 and Alexia St. Bernard so moved and Petal Dawn Hinkson seconded this motion which was carried forward without any objections raised.
- ix. To conclude this agenda item, the Chairman congratulated all the new elected members and thanked the outgoing members, in particular Ms. Abdulah for her service, Mr Kacal for coming forward, and Ms. Cezanne Chang for her service.

## **7. Annual Report**

In her address to the membership, the Chairman provided an overview of key developments in Fiscal 2022. She highlighted the following:

- Amidst the challenges posed by the COVID-19 lockdown, the National Trust successfully completed the relocation from the Sackville Street location to Mille Fleurs. Throughout this transitional phase, the Trust adeptly maintained its commitment to seamlessly hosting virtual and blended events, with a positive resurgence in attendance for tours.
- Towards the conclusion of the year, a grand tour of Nelson Island exemplified the Trust's resilience in the face of the lockdown's challenges. Undeterred by the circumstances, the Chairman informed that the Trust steadfastly pursued the advancement of various projects, with a specific focus on significant developments on Nelson Island. Substantial progress was also achieved at the Banwari Trace Archaeological Site, now enhanced with the addition of a benab, which is designated as our dedicated archaeological and research area.
- Looking ahead to 2024, the Chairman announced plans for the formulation of a new Strategic Plan, calling for volunteers to actively contribute to its development. Emphasizing the importance of self-sufficiency, she underscored the need for

innovative approaches. Additionally, progress has commenced on the completion of the mews, which will house our offices, and enhancements to the Heritage House for air conditioning and handicap access. Funding has been secured, with completion anticipated in Fiscal 2024.

- The Chairman highlighted the organization's commitment to a blended work approach, allowing staff the flexibility to work both from home and the office.
- Further, exciting initiatives on the horizon include a membership drive and an expansion of tour offerings.

The Chairman concluded by announcing that the Annual Report of 2022 was available on the website of the National Trust and that it offered a comprehensive insight into the achievements of the National Trust as well as its endeavours throughout the reporting period. She then handed over the transaction of the next agenda item to the Treasurer.

#### **8. Presentation of Independent Auditor's Report:**

National Trust Treasurer, Dominic Romain, then invited the appointed independent auditors, Aegis Business Solutions Limited, represented by Ms. Venetta Guischar, to present the Independent Auditor's Report of the National Trust's financial statements for the fiscal year ending September 30, 2022. He indicated that copies has been provided to the membership prior to the GM on the National Trust website. The financial statements encompassed the statement of financial position, statement of comprehensive income and changes in the general reserve fund, statement of cash flows, and notes to the financial statements.

- Ms. Venetta Guischar reported that Aegis Business Solutions Limited held the opinion that the presented financial statements accurately and fairly depicted, in all material aspects, the financial position of the National Trust of Trinidad and Tobago for the financial year ending September 30, 2022, along with its financial performance and cash flows for the preceding year. This alignment was in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities (IFRS for SMEs). The foundation of their opinion rested on an audit conducted in adherence to the International Standards on Auditing (ISAs).
- Aegis Business Solutions Limited affirmed their independence from the National Trust, adhering to the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code). They assured that their ethical responsibilities were met in accordance with the IESBA Code and expressed confidence that the audit evidence obtained was both sufficient and appropriate to underpin their opinion.

Following the presentation by the auditors, Treasurer Dominic Romain invited a motion to adopt the Auditor's Report for the financial year 2021-2022. Ryan Mohammed so moved, and Alexia St Bernard seconded the motion and the motion was carried.

a) Reappointment of the Auditor

Post-adoption, based on satisfactory performance in the conduct of the audit, Treasurer Dominic Romain invited a motion to reappoint Aegis Business Solutions Limited as auditors for the ensuing financial year spanning October 2022 to September 2023. Ife Bumi Vallentine Charles so moved, and Valene Chris seconded this motion and motion was carried, reappointing Aegis Business Solutions Limited as the auditors for the period October 2022 to September 2023.

## **9. Treasurer's Report 2020-2021**

- Treasurer Dominic Romain then delivered a comprehensive overview of the Trust's financial performance during the Fiscal Year 2022. His presentation illuminated both the positive strides and challenges faced. The strategic implementation of innovative approaches in 2020 and 2021, designed to engage members and stakeholders amid the COVID-19 lockdown, resulted in a noteworthy 118% surge in Trust-generated income—from \$227,683 in 2021 to \$495,726 in 2022. Following the easing of Covid-related restrictions, especially through the introduction of attractive tour offerings, there was a significant increase, i.e. 153%, in revenue, from \$100,581 in 2021 to \$253,256 in 2022.
- Mr. Romain highlighted that despite these successes, there were many challenges, foremost among them being an estimated \$1 million reduction in government subvention. This reduction translated into a decline in realised net income of almost 20%, resulting in a year-end deficit of \$565,488—a substantial reduction from the previous year's \$161,756. The General Reserve fund also recorded a considerable decrease, concluding the year at \$462,473, as opposed to \$1,027,961 in 2021. The increased activities undertaken by the Trust incurred an increase in general and administrative expenses of approximately \$400,000 compared to the previous year.
- Recognizing the imperative of attaining greater financial self-sufficiency, Mr. Romain outlined ongoing initiatives, including membership growth, enhanced social media visibility, the introduction of new tours, and the rental of Mille Fleurs. Furthermore, a strategic emphasis would be placed on securing international grant funding, as was the case when Trust became the recipient of a substantial USD \$200,000 in 2022 for the Resilient Heritage project under the US Ambassador's Fund. Accordingly, strategic

partnerships with members of the diplomatic corps were being leveraged, and concerted efforts to enhance and upgrade historic sites under the Trust's purview persist.

- Highlighting notable achievements, Mr. Romain underscored the increase in school tours, the popularity of the Magnificent 7 tour, and significant improvements in visitor accommodations at Banwari Trace. In 2022, a benab was erected at Banwari Trace, with additional upgrades in the pipeline to further elevate the site.
- Mr. Romain expressed gratitude to auditors Aegis Business Solutions for their dedicated service, particularly in ensuring compliance with statutory obligations. Appreciation was also conveyed to Council colleagues and members for their unwavering support and commitment to the Trust's endeavours.
- The Secretary moved that the Treasurer's Report for the financial period 2021-2022 was read and presented to the membership at the 2023 GM. The motion was seconded by Jeneece Isaac and was carried forward.

## **10. Matters Arising**

The Chairman, Ms. Margaret McDowall, commenced the discussion on matters arising, inviting members to pose questions.

- i. The first query pertained to the formal requirement for the adoption of the Treasurer's Report. The Chairman clarified that, per the Trust's rules, there is no explicit mandate for the formal adoption of the Treasurer's Report. The Secretary, Candice Ramcharan, referred to the National Trust of Trinidad and Tobago Act, emphasizing the statutory obligation to submit the Annual Report and Audited Financials for the attention of the minister, highlighting compliance with the rules and regulations.
- ii. The subsequent inquiry concerned the status of the new listing of heritage sites since the last Annual General Meeting (AGM). The Chairman explained that the focus in the previous year had primarily been on monitoring. However, the membership was directed to the Annual Report 2021-2022 for the comprehensive record of listed sites up to that period.
- iii. Another query centred on the National Trust's lobby for the implementation of the heritage tax allowance. The Chairman elucidated that the Ministry of Finance had approved the necessary procedures, anticipating the imminent launch of the programme.

- iv. Regarding a query about the maintenance and repair of listed properties, the Chairman outlined the Trust's proactive role in providing technical advice and collaborating with state agencies on restoration efforts.
- v. The discourse transitioned to the examination of low penalties stipulated in the National Trust Act. The Chairman acknowledged the continuous endeavours to amend specific facets of the Act. Initiatives are underway to establish a legal subcommittee tasked with addressing various aspects of the Act, facilitating amendments without necessitating a comprehensive overhaul of the entire legislation. The Secretary also commented on the matter by stating that this issue has also been tabled in our preparations for legislative reform over the next 5 years. Additionally, she noted that last year the Trust raised the issue of an ordinary resolution involving an update of the fees. Consequently, these factors are duly noted for consideration and action.
- vi. In a valuable contribution, newly appointed Council member and Attorney-at-Law Turkessa Blades highlighted that although it is not a strict requirement to formally adopt the Treasurer's Report, doing so would serve as a protective measure for the Council. Her rationale emphasized the importance of adopting the report pre-emptively, considering the possibility of future objections from individuals who may not have had the opportunity to review it during the meeting. She underscored the potential challenges of addressing objections after the meeting when the Council might be unable to make immediate amendments or corrections.
- vii. Acknowledging the merit of Blade's suggestion, the Chairman sought the advice from Candice Ramsaran , the Secretary. In response, the Secretary reassured members that there is no harm in adopting the report. The Chairman, considering this advice, agreed with Ms. Blades recommendation in favour of adopting the Treasurer's Report to mitigate any potential challenges in the future.
- viii. The status of the National Trust's business plan and the Nelson Island master plan implementation was then raised. The Chairman detailed the collaboration with the National Trust for Scotland on a business plan for Nelson Island. Furthermore, she highlighted that a comprehensive master plan for both Nelson Island and the Five Islands would be carried out.
- ix. A question arose concerning the Trust's influence over the quality of facilities supporting its tours nationwide. The Chairman acknowledged the Trust's advisory role, evident in its collaboration with the Chaguaramas Development Authority and Ministry of Tourism, Culture and the Arts, but clarified its lack of legal authority in this matter.
- x. Another question was raised by Dahlia King, expressing her interest in serving on committees or subcommittees at the Trust. In response, the Chairman stated that information about volunteering can be found on our website. However, for this specific

inquiry, individuals, are encouraged to leave their contact number with Cheryl Ali and specify their area of interest. This guidance is also applicable to other members expressing interest in joining committees or subcommittees.

#### **11. Adoption of the Treasurer's Report 2020-2021**

Returning to the issue of the adoption of the verbal presentation of the Treasurer's Report, it was formalized, with the Chairman so moving and Turkessa Blades seconding the motion. No objections were raised.

#### **12. Vote of Thanks**

The meeting adjourned with gratitude for the active participation of members in the discussions and proceedings including all members of council, staff, membership and volunteers.

The GM 2023 was closed by the Chairman at 4:35 pm.

	<b>Attendees</b>	<b>Registered</b>
1	Gemma	Joseph
2	Conrad	Skinner
3	Marlon	Green
4	Akila	Henry
5	Carol	Warner
6	Bernadette	Roberts
7	S. Valerie	Kelsick
8	Rosemary	McDowall
9	Ashleigh	Morris
10	Ganesh	Rampersad
11	Doreen	Baptiste
12	Kumi	De Souza
13	Karishma	Nanhu
14	Suzanne	Wood
15	Jaspal	Bhogal
16	Jalaludin	Khan
17	Marlon	Green
18	Roger	Mohammed
19	Patricia Anne	Cross
20	Catherine	Broadbridge
21	Phyllis	Hoyte
22	Aaron	Phipps
23	Roma	Wong Sang
24	Pasqualina	Hoford
25	Clevon	La Fleur
26	Ava	Morris
27	Deborah	Villarroel-Lamb
28	Wynette	Harewood
29	Lynette	Dolly
30	Mariella	Fonrose
31	Danielle	Steele
32	Trevor	Boissiere
33	Cheryl	Ali
34	Karen	Eccles
35	Barbara	Jenkins
36	Alana	Ramlal
37	Iezora	Edwards
38	Avril	Belfon
39	Peter	Chandler
40	Joy	Dillon
41	Doreen Sylvia	Clarke
42	Jeneece	Isaac
43	Avanel	Johnson
44	Muriel	Dillon Heywood
45	Dhanraji	Ramlakhan
46	Lawrence	Austin
47	Riana	Bain

48	Joanne	Carrington
49	Dalia	King
50	Jacqueline	King
51	Susan	Otway-Charles
52	Avril	Orr-Johnson
53	Denyse	Montrose
54	Beverly-Ann	Breton
55	Gary	Peters
56	Wendy	Sealy
57	Theresa	Neblett-Skinner
58	Sheryl-Anne	Haynes
59	Gwendoline	Williams
60	Carlene	Cross
61	Karen	Battoo
62	Christine	Norton
63	Anthony	Edghill
64	Anne-Marie	Lall-Salim
65	Coral	Brathwaite
66	Alexia	St Bernard
67	Denise	Stuempfle
68	Lionel	Remy
69	Christine	Chan A Shing
70	Audrey	McDowall
71	Margaret	McDowall-Thompson
72	Beverly	Jones
73	Edward	Kacal
74	Haroon	Husain
75	Kamlan	Aleong
76	Jeremy	Bridglalsingh
77	Ethan	Benjamin
78	Ryan Simon	Mohammed
79	Jacqueline	Weekes Penco
80	Turkessa	Blades
81	Anthony	Peters
82	Susan Nancy	Gordon
83	Trevor	Townsend
84	Rudylynn	De Four Roberts
85	Candice	Ramsaran
86	Alicia	Oxley
87	Karene	Ramkissoon
88	Shelene	Gomes
89	Charmaine	Theodore
90	Paula	Lucie-Smith
91	Lanya	Fanovich-Mohammed
92	Carol	De Merieux
93	Helen T	Gilbert
94	Pamela	Townsend
95	Valerie	Davidson

96	Alison Joy	Smith
97	Avril	Belfon
98	Ifabunmi Rhonda	Valentine-Charles
99	Petal-Dawn	Hinkson
100	Mauricia	Stephen
101	Gail	Austin-Pinder
102	Lorraine	O'Connor
103	Ras Tesfa	Dennis
104	Kadelle	Jessamy
105	Janine	Mendes-Franco
106	Diane	Renaud
107	Janine	John
108	Turkessa	Warwick
109	Jasmine	Minty
110	Carol	Samuel
111	Jennifer	Nathan
112	Lolitta	Wheeler
113	Sharon	Stanley
114	Ana Teresa	Romero
115	Avril	Siung Chang
116	Kathleen	Lewis-Garcia
117	Graeme	Suite
118	Shemeon	Williams
119	Jassodra	Kuizon
120	Jalaludin	Khan
121	Claudia	Harvey
122	George	Leacock
123	Frank	Abdulah
124	Marie	Abdulah
125	Susan	Shurland
126	Dominic	Romain
127	John	Millien
128	Petal	Joseph
129	Yvette	Batson
130	Mark	Franco
131	Kimberley	Howai
132	Nesyamn	Ranut
133	Tiy	Cross-Lovelace
134	Crystal	Austin