

Grosvenor & Lansdowne Crescents Proprietors

M I N U T E

of the

GENERAL MEETING held within

Palmerston Place Church on Tuesday 4 June 2025

SEDERUNT AND WELCOME

The meeting was attended by the following Proprietors

- Nancy Braid, [REDACTED]
- Peter Mountford-Smith / J Crook [REDACTED]
- Vina Oberlander [REDACTED]
- Barbara Ross, [REDACTED]
- Alison, Lady Sinclair-Ford, [REDACTED]
- Anthony Leftwich, [REDACTED]
- Steven Canny/Orla/O'Loughlin [REDACTED]
- Claire Sturrock ?Alan Calvert. [REDACTED]
- Catherine Ilett and Philip Jenkins, [REDACTED]
- Roberto Riaviz [REDACTED]
- Kate Bruce and Neil, [REDACTED]
- Alice Baudains-Ransom and Alexander, [REDACTED]
- Dr Millie Masters, [REDACTED] (Committee member)
- Richard Spalding, [REDACTED] (Committee member)
- Colin and Kerry McLean, [REDACTED]
- Stuart McKenzie, [REDACTED] (Committee member)
- James Croll and Lily Liu , [REDACTED]
- Susan Ireland and Ivan Broussine, [REDACTED]
- Angus (Committee Chairman) and Anne Tod, [REDACTED]
- Christine Wiggins, [REDACTED]
- Alistair Guild, [REDACTED]
- Iain Cameron and Professor Sarah Henderson, [REDACTED]
- Susie Gibbs, representing the Scottish Episcopal Church, [REDACTED]
- Scott McKenzie and Frances Auburn, [REDACTED]
- Peter MacLeod [REDACTED]
- Anne Norman, [REDACTED]
- Ross (Committee Honorary Treasurer) and Linda Robertson, [REDACTED]
- S McGrath, [REDACTED]
- Dr William Phillips, [REDACTED]
- Michael Ritchie, [REDACTED]
- R Birdsall [REDACTED]

The meeting was also attended by former proprietor and Honorary Secretary Gordon Wyllie and Evan Canny, acting as microphone carrier

Mr Tod took the chair and welcomed everyone to the meeting.

APOLOGIES

Apologies for absence had been received or on behalf of Dr Leonora McAndrew (Committee member) and Magda and Kenneth Murray, former Committee members

MINUTES

The Minute of the previous meeting (15 September 2018)

had been circulated in advance of the meeting and was approved after a brief discussion.

While Mr Leftwich enquired (and was answered by the Chairman) why a sign on the gates saying PRIVATE GARDEN had still not been erected, no matter arose other than those on the Agenda, the Chairman explained the circumstances which had been against holding a meeting like this one before then. Mr Leftiwch's point would be carried forward to the next Committee meeting.

INTRODUCTIONS

As requested by Colin Mclean, who said he was a new Proprietor, the Committee members present introduced themselves and Mr Tod spoke for Dr Masters (who had not yet arrived) and Dr McAndrew.

CHAIRMAN'S REPORT

Before beginning his Report the Chairman read out a message from Jenny and John Mayhew which had been sent to Mr McKenzie. When a lady enquired why no letter was produced which had been critical of the Committee, Mr Cameron opined that there would have been no point in doing so.

Another lady referred to the tree surveys mentioned by the Chairman and enquired about the urgency of the work on the leylandii. Mr Tod said that while nothing significant had emerged at the time of the last big survey in 2021, Storm Eowyn had inflicted an amount of damage earlier this year. This had been addressed by tree surgeons at Heartwood as a matter of urgency, and tree expert Adam Reiki was of the opinion that nothing need be done before the next survey, which had already been instructed.

NEW COMMITTEE MEMBERS

The Chairman had recruited a new Treasurer, Ross Robertson, who would be presenting the Annual Accounts later in the meeting. In the meanwhile, he had much pleasure in advising that Kate Bruce, Sarah Henderson, and Catherine Ilett had also been prepared to serve. Any other Proprietors wishing to do so would be welcome to apply to him for co-option in the same way.

FINANCE

Mr Tod introduced Mr Ross Robertson as successor to Liam Meade as Treasurer and invited him to speak to the independently-examined Accounts to 31 March 2025, which had been circulated at the start of the meeting.

Mr Robertson went over the Accounts and explained how the positive balance of over £12k had been arrived at.

Mr Cameron wondered why no figure had appeared in connection with the legal advice from Morton Fraser Macroberts and Mr Tod explained that this had been paid for by Mr Murray. The consideration had been a bottle of fine wine. Mr Cameron thought it would have been better if the arrangements about this had been explained on the face of the Accounts and the transaction had been transparent. This would be taken into account in future dealings.

After a number of queries about the public liability insurance and the regular inspections and reports obtained in that connection and been answered, the Accounts were thereafter approved and Mr Robertson was thanked for all his work.

ARREARS AND IMPROVEMENTS

At the Chairman's invitation Mr Spalding referred to the progress which had been made since the Accounts closed in collecting arrears by means of personal visits to the debtors, and how this had also enabled the database to be updated.

No hand was raised when Mr Leftwich invited anyone in arrears to identify themselves. In response to a query, Mr Spalding explained that the financial affairs of the Proprietors are too insignificant for a bank to allow payments to be made by direct debit. A comment was made that defaulters should be asked to return their keys, and that a way of improving collection might be to have a periodic replacement of the keys. When the cost was explained, this suggestion was dropped.

Before Mr Spalding closed and was thanked for his Report he explained that the Edinburgh World Heritage trust had confirmed that the Garden Hut, being a building within a conservation area, is eligible for a repair grant, and that he is following up on this.

STATE OF THE GARDEN

The Chairman asked Stuart McKenzie to give a summary of the state of the garden and the work that had been done since the last walk-round and survey.

Mr McKenzie referred to the narrative of the meetings with Chantal Fenton of Gardens Scotica and Richard Le Sueur of Blackhall Garden Services now available on the website, and how it is proposed to follow up on the suggestions made. Good work had been done by volunteers under Mr Le Sueur's guidance and more such work is anticipated regarding trimming back exuberant snowberries and ivy. It is also proposed to replace sections of the wooden path-liners. The gardener had expressed a willingness to accept donated plants and while the arrangements for collecting these could be confirmed, it was thought that they could be left inside the garden gates by arrangement with the gardener. Noting the standing instruction to the gardener that his costs were not to exceed £500 a month, Professor Henderson asked for the situation to be reviewed..

CONSTITUTIONAL MATTERS

The Chairman asked the Secretary to explain the current understanding of the position, which had recently been confirmed by two independent lawyers occupying senior positions in different legal firms, and consider how that ties in with the property law of Scotland, and how it might be possible to make changes.

Put briefly, because the current arrangements are rooted in the law of joint interest, it would require either unanimity among the proprietors or a court decree to change them. The text of his remarks is contained in Appendix 1.

Nevertheless the Committee had been giving thought as to how the aspirations of a number of the Proprietors could be given effect to, without the trouble and expense of a court action, even assuming that a majority of the Proprietors were prepared to endorse a call for change.

The way forward would seem to lie in the past, when there appeared to be an Amenity Association, which sat alongside the Proprietors' Committee, and which might have a different convener than the Committee Chairman.

The embryo of such an Association already exists, in the form of the Action Group convened by one of the Proprietors, and the Secretary would commend that suggestion to the Meeting as a proposal which the Action Group might like to follow up. (*Note - the Action Group was disbanded after this meeting.*)

The Chairman would be supportive of such a development. and its initial Constitution might contain provisions something like those contained in Appendix 2

The Secretary went on to say that a very important feature of the current arrangements is the need for the Committee members to adhere to the Nolan Principles for the conduct of public life, which are

- honesty
- integrity
- objectivity
- accountability
- selflessness
- openness, and
- leadership.

In other organisations , especially those with what some people have called "proper" constitutions, it is usually the case that the committee members swear upon appointment what is called the Oath *de fidele administratione*, i e, of faithful administration, which includes adhering to the constitution.

Those present approved the Secretary's intention to put that oath to all the Committee members at the next Committee meeting.

In response to a call for questions, a number of people felt that the constitutional arrangements should be updated and expressed within a modern format, and the Secretary reiterated his understanding that as this affected joint property rights it would require either unanimity among the proprietors or the decree of a court

The Chairman had looked into the common practice in other New Town gardens and found that their arrangements were similar. Mr Spalding said that he had obtained copies of the rules governing other communal gardens in the West End and in this area at least that was by no means universally the case.

A number of proprietors said that they wanted to have a constitution which they could easily read and understand and did not require to be explained to them by a lawyer. Some others tabled a resolution to that effect, which was not accepted by the Chairman.

After some discussion, it was agreed to conduct a poll of the Proprietors and revert in approximately three months' time with proposals which would incorporate a mechanism whereby Committee members were generally elected rather than co-opted.

THIS WAS ALL THE BUSINESS

A P P E N D I X 1

LEGAL BACKGROUND TO THE CONSTITUTION

Some years ago the Committee had taken the legal Opinion of a man who is now a senior member of the Scottish bar and recently retired from being a part-time judge. His Opinion identified the kernel of the existing Constitution, and has been instrumental in raising successful court proceedings against people in default of paying their Assessments.

A number of proposals have been put forward to lay prospective changes to the Constitution before the Proprietors, and the basis for that seems to be the idea that the mechanism for doing that would be to take a vote of the Proprietors at a general meeting such as this one.

It is not as uncomplicated as that, however, and if the matter were to be taken further, in line with their adoption of recent Resolutions, as a first step the Committee would need to conduct a poll in order to properly ascertain the views of the majority of the Proprietors.

The Proprietors are not members of a voluntary association where it can be comparatively easy to change its governance and make constitutional and other changes.

Instead of that, the Proprietors are joint obligants with regard to their interests in and obligations about the central garden, and monies collected towards that end must be used exclusively for that purpose.

That does not mean that the Proprietors cannot change their joint property rights and obligations, but it does mean that unless everyone agrees to a potential change, it would need to be enforced by a court decree against those who did not agree with changes proposed. And it would still not be possible to apply the funds otherwise than for the upkeep of the garden.

A former Committee member felt so strongly about this that he resigned rather than make a contribution towards a garden party.

In practical terms, this effectively means that even if a substantial majority wished to make changes, say, in the Constitution, or the way the money is spent, at first sight the nay-sayers have a veto.

A P P E N D I X 2

POTENTIAL CONSTITUTION FOR AN AMENITY ASSOCIATION

The purpose of the Association is to enhance the amenity of the residents living in Grosvenor and Lansdowne Crescents and adjacent streets in the West End of Edinburgh.

Such amenity includes acting in support of the Committee of the Proprietors of the dwellings in Grosvenor and Lansdowne Crescents in their management of the the central garden which lies between the Crescents and making suggestions in that regard,

Any person acceptable to the Committee hereinafter mentioned shall be entitled to be a member upon such monies and subscription as the Committee may decide.

The first Committee shall comprise the following persons as officers occupying the following positions:-

Convener
Secretary
Treasurer

There shall be a general meeting at least every eighteen months to receive an Annual Report and Accounts and elect the officers and up to four other members of the Committee. A majority shall be a quorum.

Amendments and adjustments to this constitution require the assent of at least two-thirds of the members in good standing, which includes being up to date with any subscriptions.