

Lochbroom Community Renewables Ltd

Minutes of the meeting held on 12th December 2017 at the Ceilidh Place

Next Meeting: Tuesday 6th February 2018, 7.00 pm, at the Ceilidh Place

Present: Paul Copestake, Amanda Barry-Hirst, Kathleen Donald, Sarah Donald, Andy Kaye, Rebekah Lwin (minutes), David Maxwell (Chair), Sandy Osborne, Alison Parsons. Rob Gibson

tem	AGENDA item	Discussion	Actions	name
1	Apologies	Tim Gauntlett		
2	LCR Board, elections, resignations and appointments.	<p>Dave commented on a successful AGM with 75 members (plus 8 non-members) attending. At the LCR AGM, Andy Kaye and Tim Gauntlett stepped down from the Board and were duly re-elected to the LCR Board, Rebekah Lwin stepped down from the UCT Board and was duly elected to the LCR Board.</p> <p>At the UCT AGM held on the 29th November 2017, Sandy MacKenzie stepped down from his term as a UCT appointed Director to the LCR Board. Tim Gauntlett and Amanda Barry-Hirst were elected to the UCT Board and both consequently join the LCR Board as UCT appointed Directors.</p> <p>Cathy Higginson stepped down as Treasurer and a voluntary member of the LCR Board.</p> <p>Elected LCR Directors are: Type A - Andy Kaye, Rebekah Lwin, David Maxwell, Sandy Osborne Type B - Rob Gibson, Kathleen Donald</p> <p>UCT appointed Directors: Amanda Barry-Hirst, Tim Gauntlett</p> <p>Volunteer non-voting Board members: Paul Copestake, Sarah Donald, Alison Parsons</p> <p>There is one Type A vacancy consequent to Amanda Barry-Hirst becoming a UCT appointed Director</p>		
	Thanks	<p>The LCR Board expressed thanks to Sandy MacKenzie for his advice and assistance over the last 2 years as a UCT appointed Director.</p> <p>Thanks were also expressed to Cathy Higginson for all her hard work and diligence over the last year in her role as Treasurer; Cathy has fulfilled a vital role very effectively.</p>		

Appointment of Office Bearers and other roles:	<p>The following roles responsibilities were discussed and agreed:</p> <p>Chair – Tim Gauntlett (proposed Dave Maxwell, seconded Rebekah Lwin) Company Secretary – Dave Maxwell + another (tbc) to provide some administrative assistance (proposed Andy Kaye, seconded Sandy Osborne) Treasurer – Andy Kaye as a temporary measure pending the appointment of a Treasurer Director to the vacant position (proposed Dave Maxwell, seconded Amanda Barry-Hirst) Capital budget management and scheduling – Dave Maxwell Publicity Officer – Amanda Barry-Hirst Website management – Alison Parsons Minutes – Rebekah Lwin</p> <p>Finance sub-group (to oversee and manage the re-payment of share capital and related finance matters) – Andy Kaye/ Treasurer, Dave Maxwell, Tim Gauntlett</p> <p>Operational monitoring – Sandy Osborne, Paul Copestake.</p> <p>The Board are aware that, in assigning Tim Gauntlett as Chair of the LCR Board, Tim is also an appointed UCT Director. The LCR Board discussed potential conflicts of interest and were satisfied with the appointment of Tim as Chair; Tim has been an effective Chair of LCR for the past 2 years and was re-elected at the LCR AGM prior to the UCT appointment.</p>			
3	Draft minutes of the AGM	Draft minutes of the AGM (18/11/17) had been distributed prior to the meeting. The Board agreed to make these available for member approval at the next AGM.	Alison to upload draft AGM minutes to the website	AP
4	Approval of minutes of the previous meeting	Approval of the minutes: Dave Maxwell Seconded: Andy Kaye	Upload to website and copy to New Broom	AP/TG
5	Matters arising/actions update from minutes of the previous meeting not elsewhere on Agenda	Charitable Status: Kathleen Donald agreed to lead on the task of pursuing Charitable status for LCR	Kathleen to report back to the Board as relevant	KD
		Outstanding planning and related legal fees: Still waiting for FES to clarify	Andy will report as relevant.	AK
		SSE grid connection grant: A grant cheque for £20,100.00 has been received from SSE. Acknowledge in media as appropriate.	nfa	
		Broadband: Mark Lorrimer responding positively to a transmitter siting on his land to enable HCB connection to Braemore Hall.	Andy to report on progress as relevant	AK

			Insurance: all risks insurance as well as public liability insurance now in place.	nfa	
			Cleaning the intake: Monitoring checklist is in progress and will be tested and distributed as appropriate by Paul	nfa	
			Change of address: LCR postal address needs to change from the Village Hall to the UCT Hub	Tim to progress	TG
6	Company Secretary's report	AK	The Board approved a change of rules to allow £100 (increased from £20) to be available for small Director expenses from petty cash. The form for Directors to request this is in Dropbox.		
			Policy and admin document: Small amendments have been made (on Dropbox as draft ix). The possibility that shareholders may waive their right to share interest and donate this to LCR/UCT to be discussed with UCT and outcome explained at the next AGM.	Tim/Amanda to liaise with UCT. Rebekah to complete flowchart	TG/ ABH RL
			UCT purchase of FCS land: Our interest has previously been expressed in both UCT and LCR minutes. Paul suggested that we write formally to UCT, Chair to Chair, in support of their purchasing the land on which the hydro scheme is sited and detailing the mutual benefits of such action.	Tim to draft a letter for Board approval	TG
			Board Meeting frequency: Andy suggested having meetings every 6 weeks with a review at the end of the financial year. There will be a slower rate of change and less urgent decision making now construction is complete and we are generating. Less frequent meetings will reduce pressure on volunteers and extraordinary meetings can still be called if necessary. The Board agreed to trial this until the end of May.	Tim to schedule the next few meetings. NB: Amanda cannot attend meetings on Thursdays.	TG
7	Treasurer's report	AK	<ul style="list-style-type: none"> Andy updated the Board on the current bank balance and recent payments; penultimate payment (excluding retainer) to Bobby Ross (construction) has been made, Gilkes (turbine) now have 65% payment made with the remainder to be biannual payments for 2 years. Andy had previously forwarded a revised document regarding procedures for payment of invoices; this was approved. 		

			The Board approved the 2016/17 year-end accounts subject to resolution to the questions about the FCA return Andy has raised with the accountants. The approved accounts will need to be signed by the accountants and then the Company Secretary and sent to the FCA by 31/12/17.	Andy to continue to liaise with the accountants	AK
			Andy will now make the monthly VAT return claims pending appointment of a new Treasurer	Andy to claim as appropriate	AK
			Change of signatures is being arranged with the bank to enable Andy to access bank account information.	Andy/Dave arranging	AK/ DM
8	Budget update/scheduling	DM	Dave updated the capital spend, budget and scheduling of future regular payments and maintenance.		
			The Board agreed that, now BroomPower has started generating, the construction budget should be separated from the main budget. The latter will be an operational budget and will incorporate generation revenue, running costs/maintenance and the shareholder repayment fund. Paul, Sandy and Andy will directly oversee the construction budget. Andy, Dave and Tim will oversee the operational budget.	Both groups to report back to the Board meetings on the status of the construction and operational budgets respectively	AK/ PC/SO DM/ TG
9	Operations report	SO/ PC	<p>End of construction was officially documented as 27/11/17 and the defects period will run for a year from that date. During this time we shall monitor the site, intake and turbine and create a defects list for attention as necessary. The initial teething problems with SSE and the turbine have been identified and resolved. Now able to generate up to 99.4kw (cannot go above that as we shall go outside our FiT band). In relation to other current issues:</p> <ul style="list-style-type: none"> • Hugh Campbell is returning, free of charge, to investigate the flow in the pipe as there is evidence of some friction in the pipes with consequent loss of power; we would expect some loss of power but the current level seems beyond normal limits. The valves will be checked as this is the likely site of friction. • The amount of water retained to the river will be checked (and regularly monitored) to ensure this is both meets our licence conditions for SEPA as well as providing optimal the flow 	Stuart Hamilton (and Sandy and Paul for the Board) to lead on the site monitoring and creation of the defects list.	SO/PC

			through the turbine.		
			There has been a final walk over with FES and we have agreed to adjustments that they have suggested re drainage in order to progress their sign-off; all issues they raised are minor and resolvable. We will monitor the site on a monthly basis and make checks against a dedicated checklist to evidence the monitoring and outcome.	Paul to draw up the checklist and to evidence the monitoring for FES	PC
10	Future operation of the hydro		Sandy and Paul have keys to the turbine house and there is another in the key box. They will undertake the monthly maintenance at present however the Board must decide who takes on this maintenance task in future.	For further discussion	ALL
11	Publicity and Comms	SD/ ABH /AP	Website and Facebook has been updated since the AGM and AGM draft minutes to be uploaded. Email address still to be changed.	Alison will upload AGM draft minutes. Amanda to amend email address.	AP / ABH
			BroomPower articles: A number of press articles have been published and Amanda has circulated these to the board and links to these have been made available on the website		
			BroomPower signs: The Board agreed that there should be a simple permanent sign for the gate to the turbine house. This will replace the canvas sign currently in place but will contain similar wording including the BroomPower logo, website and community funded.	Alison to investigate and arrange	AP
			Information for the community: The Board agreed the principle of siting an information board in Ullapool (ideally the New Broom window) to provide up to date flow/generation data and other information relevant to the operation of BroomPower. This may take some time to setup in a meaningful way for the general public. Meanwhile, regular updates and standard graphs (flow and power) will also be prepared for the website and Ullapool News.	Paul to explore best format for displaying the data. Amanda to design the display. Paul to prepare data/graphs for the UN	PC/ ABH PC
13	Next meeting	Tuesday 6th February 2018, Ceilidh Place, Ullapool			