

Minutes of the Board meeting of Westray Development Trust (WDT) held Monday 4th February 2013 at 7.30pm in the Haff Yok

Present: Danny Marcus (DH) Chair, Philip Bews (PB), Margaret Hutchison (MH), Ann Rendall (AR), David Seatter (DS) Vice-chair, George Drever (GD), June Marcus (JH), Douglas Leslie (DL)

Attending: Janice Rendall (JR) Minutes, Corinne Curtis (CC) CDO

1 Welcome and Apologies: DH welcomed everyone to the meeting. Apologies were received from George Costie (GC) and Anne Cooper (AC)

Copies of the handouts received at the Director Roles and Responsibilities Training were given to MH and PB.

Action: JR will arrange for copies to be given to DS and GC. JR

Before any of the business on the agenda was discussed, DH stated that he wished to make some points based on comments from the training.

When attending WDT meetings, Directors are responsible to WDT. Any decision that Directors are asked to make should be made with the interests of WDT being paramount and any other role which the Directors may have, on any other group/board will be secondary to the role of Director of WDT.

If the decision made is not clear from discussions, it will be put to a vote with a show of hands. If the vote is tied, DH as Chair has the casting vote.

If it proves there is a conflict of interest with anything being discussed, the Director should declare this interest and leave the room.

2 Previous minutes:

Minutes of the Board meeting held 7th January 2013 Proposed DL Seconded MH

Matters arising:

4: Student placement in Tiree. **Action: CC is still to look at costs and ask Tiree if it is suitable.**

5: Policy recommendation. DL raised that it was his understanding that the wording was to be changed and the policy statement brought back to the Board for approval before publishing. The statement had been placed in the 'What's on...' publication this month. After some discussion, it was agreed that the statement had been approved with the changes at the meeting of 7th January.

6: JR confirmed the date of the PQASSO meeting as 8th March 2013.

12: The decision on whether Garth Mackenzie would attend PEG meetings was deferred. It will be discussed at the PEG meeting on 18th February.

11: GD had proposed DL for the CIC Board with AR as seconder.

Minutes of the Board meeting held 17th January 2013 Proposed AR Seconded DL

Matters arising:

Strategic planning/financial planning – a decision will be made in the Board only part of this meeting.

Biofuels lease: JR had contacted lawyer who required further information to allow the draft to be written. JR has contacted Willie McEwen requesting information and will inform the lawyer of the answers to his requests.

Action: Contact WM again for info and inform lawyer JR

3 PEG:

(A copy of the charitable goals of WDT is available from the office).

3/2013 Nursery Healthy snacks: Fits with charitable goal 'g'.

Recommendation - Approve sponsorship of £400 for one year of healthy snacks for Westray Nursery children

Conditions: - Require the school to make public acknowledgement of this grant through notices in school, newsletter, 'What's on..' etc.

- This is a grant for one year with no guarantee of ongoing funding

Decision: Approved unanimously

4/2013 Friends of Kalisgarth "Westray Life" mural: Fits with charitable goal 'a'.

JH and MH declared an interest and left the meeting while this was discussed.

Recommendation -Approve grant of £1000 to Friends of Kalisgarth towards the costs of the 'Westray Life' mural

Conditions: -WDT logo to be incorporated either into the mural or in a sponsorship notice close to it

Decision: Move to approve GD, seconded DL – motion carried

5/2013 Swimming Club: Fits with charitable goals: 'a)' and 'g)'.

PB declared an interest as his son sometimes attends Swimming Club.

Recommendation -Approve a grant of £855 with the following conditions:

-A condition of the grant if the requirement that Swimming Club provide organisation and financial information to CDO that would be needed to put in an application to 2014 communities fund on their behalf for £300. (The WDT grant would be reduced to £555 if this other funding is successful).

- All subsidised sessions should still require a financial contribution from those attending.

- Recommendation that future applications from swimming club should show a longer term plan that includes more detail including existing finances, expected income, projected finances. This would allow the PEG to make a letter assessment of the need and support required. CDO is available to work with Swimming Club on this.

Decision: Move to approve GD, seconded MH – motion carried

6/2013 Orkney Rocks singing weekend: Fits with charitable goals 'a)' and 'b)'.

Recommendation -Approve underwriting of the 'Orkney Rocks' weekend up to £1159

Conditions: -A nominal and reasonable charge is to be made to participants of the workshop (suggest £5 adults, reduced for school age children)

-Arrangements to be made with WDT office administration for obtaining invoices, payment of expenses, and banking of income (as the Singing group doesn't have their own bank account)

-PEG/WDT will need to sight original records of all income and expenditure, and keep copies of sufficient invoices and receipts to cover the amount of any shortfall grant

-WDT to be acknowledged as sponsor on any promotion or review of the event

Decision: Move to approve AR, seconded DL – motion carried

14/2012 Private applicant (loan): Fits with approved business policy.

Recommendation 5 – Take this application to the next stage of assessment of financial viability and loan affordability.

Decision: Move to approve DL, seconded GD – motion carried

Recommendation 6 – loan management process

-CDO to get an estimate from DSL of the costs of taking the whole task of assessing the business plan, past accounts, and loan affordability (including providing a written report to WDT Board to base a final Board decision on). (Costs now obtained: full business plan and loan affordability assessment £350, written report to WDT with recommendations £250, and then if we proceed, set up of loan documentation £320, annual loan management fee £100.)

-Consider whether Garth Mackenzie (GM) should be asked to deliver the whole task of assessing the business plan, past accounts, and loan affordability, (including providing a written report to WDT Board to base final Board decision on), and in-house loan management.

During discussions, the following points were raised: viability of in-house loan management, costs and time consumption given that there are no further loans in at present and confidentiality issues.

The proposal was made to employ DSL to carry out their assessment and also to ask GM to assess business plan and financial viability. The condition would be set that GM would sign a confidentiality agreement with the applicant and provide a written report to the WDT Board.

Decision: Proposal accepted and agreed unanimously

28/2012 Chapel of Rest: Fits with charitable goal 'f)'.

DH declared an interest and left the meeting while this was discussed.

Recommendation: WDT to fund the costs of appropriate alterations to the Westray Surgery building.

Conditions: - subject to a firm quote being received for the work (assessment that the cost is realistic and represents value for money), and subject to NHS agreement to this work being done

- Westray Community council to remain the lead organisation in managing the project
- If the surgery alteration is not possible, then PEG will review the other options again.

Decision: Approve grant of up to £6000 and DS will sign the reply letter. Unanimous

32/2012 Application for training and equipment – the previous decision and conditions of the WDT Board had been sent to the applicant and a reply had been received.

Recommendation – As the response from the applicant doesn't answer the questions asked, this application is unable to be taken forward.

Discussion was held and DH volunteered to speak to the applicant to ask them to consider meeting the requests from the Board.

Decision: Agreed that DH liaise with applicant.

33/2012 Private applicant (loan enquiry)

The applicant had been offered a good deal through bank finance.

Recommendation: - Not required as loan not needed. *Note the applicant had been informed that if they should require further assistance to contact CDO.*

41/2012 West Westray Walk: Fits with charitable goals 'a)' and 'f)'.

Recommendation: - This project fits with charitable goals of WDT and could be supported.

- **The PEG will review and provide a firm recommendation when actual costs are known.**

Westray Community Council had received a letter from Orkney Islands Council stating that they'd support the replacement of the styles and kissing gates and that they may also support the fencing of the area as noted.

43/2012 Hofn extension: Fits with charitable goals 'a)', 'b)' and 'c)'.

DH declared an interest and left the meeting while this was discussed.

Recommendation: - Approve up to £25,000 to add to existing secured funding and ensure the project is completed.

Decision: Agreed unanimously

Further discussion took place on the costs of the project and the quote received from Daniel Harcus Construction.

Decision: Accept DHC quote and appoint as contractor – agreed unanimously

44/2012 Gym – recumbent bike: Fits with charitable goal 'a)'

Recommendation: - CDO to make a WDT application to 2014 Communities Fund (up to £2000)

- **WDT Board approves the ongoing use of CDO time to work on this project**
- **PEG will review and make further recommendations if a small grant is required once total costs are known.**

Decision: Move to approve JH, seconded MH – motion carried

22/2012 Commercial premises enquiry:

Recommendation 12: Inform enquirer that the only assistance that can be given would be if an approach or proposal came directly from an individual or group who is willing to take on ownership and management of the premises

Decision: agreed unanimously

Recommendation 13 (Business support policy)

- **That business support criteria is extended to include applications from people who may not be currently living on Westray, but where they meet other criteria and goals**

Decision was taken to remove this and put as a proposal to the AGM to allow the public to vote on it.

- **That WDT ensure the Westray Community are aware of the WDT policy for business support for both new businesses and taking over existing businesses**
- **WDT ensure the Westray Community are aware that there is support available for groups of people wishing to form co-operatives to run a business**

Decision: A draft of information to be published in the 'What's on..' be circulated to Directors for decision at next Board meeting.

PROCESSES: Grant review processes

Recommendation: Decline the offer to use CES as an independent review agency for grant decisions.

Decision: Accepted unanimously

4 CDO Report: CCs report was circulated prior to the meeting.

Orkney Islands Council development plan for next five years – CC drafted a response highlighting that it doesn't refer to development trusts.

Criteria and policy – CC asked if she should send her draft of the small grant criteria direct to the Board as she felt she didn't have support from the PEG for the review. The question was asked why she was reviewing and it was suggested that she hadn't been asked to do so. It was noted that at a previous Board meeting, the issue had been raised and it had been decided to review the criteria and policy. The review draft will be circulated to the Board.

Big Hanna in-vessel composter – **it was decided to advertise locally first and then open it up wider if necessary.**

5 Office Report: JRs report was circulated prior to the meeting.

Community concert – **it was decided not to have Phil and Aly back here this year** and discussion was held on how to go forward. It was decided that local groups could be offered the chance to take acts here and WDT may fund the event. This would have to follow the PEG process.

CDO expenses budget – CC left the room. **The budget was approved.**

JR provided the Board with a list of the Biofuels equipment highlighting that which would be handed over and that which would be leased. **This was approved.**

6 WECIC report: This was discussed when staff left.

7 WECIC set up costs:

The invoice from Harper MacLeod for the CIC set up costs had been circulated by email and was approved. JR confirmed that this was paid.

JR had produced a breakdown of costs. The cost of the recruitment of the enterprise manager had meant there was an overspend on the revenue budget for the year. **It was agreed that a transfer from 'reserve' funds to revenue would be made to cover these costs to the sum of £5800.49.**

There was also an overspend on capital due to the purchase of equipment for use by the enterprise manager. **It was agreed that a transfer be made between 'reserve' and capital to cover these costs to the sum of £1420.21.**

The Board were updated on the situation with the enterprise manager's salary payments i.e. as WECIC bank account was not set up and Garth did not have a UK bank account, WDT had to make the payment by cheque made out to Garth for cash. This was at the request of the Chair of WECIC.

8 Invoice for approval:

Sorton for HR advice – **The board approved this payment.** It was agreed that the finance policy should be circulated to directors. **Action – JR**

DH left the room before the next invoice was discussed. The invoice was for the costs of the electrical work done in Unit 1. **The board approved payment of the invoice.**

9 Update on live projects: This had been circulated to Directors for their information. No discussion took place.

10 AOCB: There was no other business to discuss in this part of the meeting.

11 date of next meeting: 4th March 2013 at 7.30pm in the Haff Yok

Staff left the meeting at 9.45pm