

# Minutes of the Board meeting of Westray Development Trust (WDT) held Tuesday 7<sup>th</sup> August 2018 at 19.30 in the Community Classroom

**Present:** Phillip Bews (PB), Geordie Drever (GD) (Chair), Douglas Leslie (DL), Louis Pottinger (LP), Andrew Seatter (AS), William Turnbull (WT), Alan Flint (by Video conference link).

**Attending:** Margo Makin (MM), Isobel Thompson (IT), Eileen Woodhouse (EJW – Minutes).

**1. Apologies:** Andy Makin (AM)

## **2. Appointment of Louis Pottinger to the Board of Directors:**

WT nominated LP as a director and DL seconded the nomination. The directors voted unanimously to accept the nomination. GD welcomed LP to the Board of Directors.

## **3. Appointment of Office Bearers:**

AS was nominated and agreed to take the office of Treasurer.

PB was nominated and agreed to take the office of Secretary.

WT was nominated and agreed to take the role of PEG representative, but only until the AGM on 6<sup>th</sup> November 2018.

**Action: MM inform Companies House and OSCR of the change in directors and office bearers.**

## **4. Minutes of previous board meeting:**

Meeting on 03/07/18 (Quarry only)

proposed – DL; seconded – AS

Meeting on 03/07/18

proposed – AS; seconded – WT

## **5. Matters Arising:**

Matters arising will be covered in the agenda items.

## **6. Administration and Finance Officer's Report:**

### **6.b Financial Year End**

MM has not yet been able to meet with Janice Kirkness to go through the WDT and WRE end of year accounts and processes. A meeting is needed with Alan Long and the Finance Sub-group prior to the meeting that Alan Long has proposed for 17<sup>th</sup> September with the WDT and WRE Boards to discuss the accounts and findings from the audit and to sign off the accounts.

The Board agreed the proposed fees from Alan Long for the preparation of the accounts and the audit.

**Action: MM to sort out a date for the required meeting prior to 17<sup>th</sup> September.**

**Action: MM to send the signed contract to Alan Long.**

### **6.c LEADER**

MM will attend the training in Kirkwall on 16<sup>th</sup> August for making on-line claims for the LEADER grant.

### **6.e CCLA**

AF would like to be included in the meeting with Heather Lamont (HL) and the Finance Sub-group. HL would come to Kirkwall.

**Action: MM arrange a meeting for the Finance sub-group, HL and AF at the end of August. This would need to be either a Tuesday or a Thursday in Kirkwall.**

**Action: EJW forward HL's contact details to AF.**

### **6.f Orkney Empty Homes**

The Board agreed that the information provided by Orkney Empty Homes can be displayed on the WDT web site.

**Action: IT put the information on the web site.**

## **6.g 6months – what next?**

MM reminded the board that she has now completed her 6-month probation period. She stated that she was willing to continue with her role.

The Board agreed to discuss this under agenda item 15) WDT Board only.

## **6.h Bargain Box**

The Bargain Box user groups had had a meeting and agreed the following new division of the income from sales: 50% to the group, 40% to the POT, 5% to WDT, 5% to the Bargain Box Management Team. All income from home bakes and raffles would continue to go directly to the group. This new division of funds to be introduced when the next Rota is produced. Future requirements for the Bargain Box, should it be possible for a more permanent structure to be built, had also been discussed and the following points were agreed: much bigger premises, toilet, changing room, big storage area, coffee area, sink, good heating, plenty of shelving, building in the village.

MM advised that a suitable bank account can be set up with RBS for which four signatories would be registered and two signatures would be required for transactions.

EJW reminded the Board that planning permission for the Bargain Box would need to be re-applied for before the end of the year.

The Board agreed the new division of income as suggested by the users groups.

The Board agreed for MM to set up the RBS account.

The Board noted the future requirements but felt that a coffee area would not be appropriate.

## **6.i Golf Club**

The lease for the Golf Club was due for renewal last year but this was not done. The Golf Club had submitted their report for the end of year two of the awarded Development Grant.

The Board agreed that the end of year report was acceptable and the proposed grant of £8,000 for year three was approved.

**Action: MM sort out the renewal of the lease.**

**Action: MM make the grant payment of £8,000.**

## **6.j Bisgoes Run**

The Board considered the letter received from the Bisgoes Run Committee together with the grant award letters from 2016 and 2018. A grant had been made in 2016 but the award letter had stated that in future the Board would only underwrite the event. The grant award letter from 2018 had clearly stated that WDT would only underwrite the event. The Committee requested that this decision be reconsidered. The Committee had submitted an application for an Entertainment Grant and this had been approved by the staff team.

The Board agreed that the Committee be offered whatever amount (up to £1,000) is needed in order to set up the event, but that this amount would need to be repaid to WDT prior to any distribution of funds to charities.

**Action: EJW draft a letter for GD to sign and send to the Committee.**

## **6.k Fireproof Safe**

MM reported that the fireproof safe had been delivered and it was agreed that it would be sited in the corner of AM's office.

## **6.l Clare Lucas (CL)**

MM reported that CL had handed in her letter of resignation requesting that the Board accept two weeks notice (to 21<sup>st</sup> August) instead of the contractual four weeks as she has been offered another job.

The Board agreed to accept two weeks notice from CL.

**Action: MM write to CL to agree to two weeks notice.**

**Action: EJW resume phoning the shops for their orders for produce.**

**Action: GD to speak to Mark Dickinson with regard to the number of staff hours needed on the project at present and if it would be possible to cover the requirement by offering Benny Norquoy more hours.**

## **7. Graduate Placement Report:**

### **7.2 Höfn Youth Support Workers**

IT reported that she had made some amendments to the contracts for the Höfn Youth Support Workers and also to the job description. These changes had been approved by Hannah Ker at VAO. AS proposed that the new contracts and job descriptions be approved and PB seconded the proposal.

The Board agreed to go ahead with the new contracts and job descriptions.

### 7.3 Planning Shetland Research Trip

IT reported that flights are booked; accommodation is booked; a mini bus is booked; and meetings have been arranged with four Shetland organisations. With the resignation of Ian Ricketts from the Board there is now a spare place on the trip to Shetland. LP expressed an interest in going. The car hire company has confirmed that they do not need to know in advance who would be driving as long as a copy of the driving licence is made available to them when the vehicle is collected. The Unst Partnership has advised that the two projects of interest to WDT did not receive further funding and therefore did not progress beyond the study phase. Imogen Sawyer (IS), from Sanday Development Trust has contacted IT, she will be in Shetland at the same time as she will be attending the same training as AM. She has asked if she could join WDT on the project visits that IT has arranged – just to join WDT in the mini bus transport arrangements that IT has arranged.

The dates for the Shetland trip are:

Monday 24<sup>th</sup> to Friday 28<sup>th</sup> September 2018.

People going on the visit to Shetland are:

PB, GD, Sam Harcus, AM, LP, AS, WT and IT.

The Board agreed that IS be invited to join the site visits.

**Action: IT contact the Unst Partnership to request information of why their projects did not progress from the study phase.**

**Action: IT look for other projects to visit.**

**Action: IT contact IS to inform her of the Board's decision.**

### 7.4 Höfn Turbine – Maintenance Issue

A recent service report on the Höfn Turbine was all OK, however, Orkney Renewables (the maintenance contract company) has recently carried out maintenance checks and has advised that some parts are heavily corroded and need replacement. Their quotation for carrying out the repairs is £3,701.04 (inc. VAT).

MM reported that the insurance for the Höfn Turbine is due for renewal on 25<sup>th</sup> August at £337 for 2 years.

The Board agreed that the insurance be renewed.

**Action: MM renew the insurance.**

**Action: MM find the FITS contract to see how much longer FITS payments will be made.**

**Action: IT contact Orkney Renewables with queries as discussed.**

### 7.5 Project Work

DL explained that the only reason that the Loans scheme had been suspended was that the company operating the loans on behalf of WDT, DSL, can only provide a fixed term loan and is unable to offer a loan with a mid-term review. Any such review would result in the initial contract being terminated and a new loan agreement being made.

**Action: IT contact DSL to enquire if they are now able to offer loans with a mid-term review, and if not to investigate if there is another suitable loans company that can do so.**

### 7.7 SURF Awards

In order to encourage more applications for the SURF Awards, HEI employed Cairn57, a copywriting company, to write SURF applications on behalf of organisations across the Highlands and Islands. IT spoke with Cait Gillespie (CG) of Cairn57 who suggested that rather than submitting applications for one or two projects WDT submit an application for WDT as a whole. CG had submitted her draft application for WDT.

The Board agreed this approach and, with a few amendments, agreed the draft application.

**Action: IT update the draft application and continue with the application.**

### 8. Housing Project Update:

Following the resignation of Peter Needham (PN) and Ian Ricketts (IR) who had been working with AS on the Housing Project, AM has been into the office to assess the current status of the project. He has arranged with Ronnie McCrea to take on the project and complete the Business Plan, complete the SLF Stage 2 application, look into the management of the proposed housing, and anything else that needs to be done. AS reported that AM had advised that the flyer designed by PN, IR and AS and intended for distribution to every Westray household, is not, in fact, needed. The flyer created is very informative and could be used at a later date, if not immediately.

**Subsequent Update:**

*GD advised that what AM had actually said was that further clarification is required with regard to what is needed by way of information to be made available to Westray households and questions that need to be asked of Westray residents with regard to potential housing requirements on the Island as part of the process of applying to SLF for Stage 2 funding.*

**Action: AS to check with Luke Fraser if it is necessary to send a further information flyer to all Westray households and if so what the content should include.**

### **9. Links of Noltland Update:**

PN and IR had submitted an update leaflet for the Links of Noltland from the Links of Noltland Legacy Project Group. WT is also a member of that group but he emphasised that he represents the Golf Club not WDT. WT also pointed out that the proposed new site access runs along the side of the golf course on land belonging to WDT and that, if this proposed new access route is to go ahead, a fence would be needed to ensure that pedestrians and vehicles on the new access route would be kept off the golf course.

### **10. Colin McAndrew (CMA) Report and Recommendations:**

The Board agreed to invite CMA back to discuss his report and recommendations with the Board and staff. This meeting to take place before the September Board meeting on Tuesday 4<sup>th</sup> September. AF requested that he be included in this meeting via remote link.

CMA is also looking at contracts and employment issues.

**Action: MM arrange for CMA to return to Westray.**

### **11. AGM:**

PN had submitted a quotation for design and artwork for the Annual Report for 2017-2018 ready for printing from a PDF of two-page spreads, as before, with a lower resolution PDF of single pages for upload to the WDT web site at a cost of £360 for 12 pages.

The Board agreed to accept this quotation.

EJW presented the timeline and actions required for the AGM. At the AGM, LP will have to retire (Article 60a) and three more directors will have to retire (Article 60b). The directors to retire would be AS (elected 11/2015), DL (re-elected 11/2015), and either GD or WT (both re-elected 11/2016). GD confirmed that he would resign from the Board at the AGM. If no further directors resign from the Board, then AS and DL will need to retire. All retiring directors are eligible for re-election.

The Old Kirk has been booked for the meeting. Accommodation for AL and AF at the Pieorwall Hotel has been booked. Notification must be sent to members at least 21 days before the date of the meeting (16<sup>th</sup> October 2018) (Article 32). The Board needs to approve the final draft of the Annual Report at the Board meeting on 2<sup>nd</sup> October 2018.

**Action: EJW respond to PN accepting his quotation to design and produce the Annual Report.**

**Action: EJW contact June Marcus to arrange for catering at the AGM as per last year.**

**Action: EJW draft the WRE Report for Wullie Bain and following his approval bring it to the Board for approval.**

**Action: EJW draft the Treasurer's report for AS and bring it to the Board for approval.**

**Action: IT draft an Operations Manager's report and bring it to the Board for approval.**

**Action: IT draft a Progress on Key Themes report and bring it to the Board for approval.**

**Action: GD write the Chairman's Report and bring it to the Board for approval.**

**Action: MM draft the Grants Awarded report and bring it to the Board for approval.**

### **12. Correspondence:**

#### **12.a Bargain Box**

This item was dealt with under item 6.h.

#### **12.c RM Computing**

GD has signed the renewal contract (from 1<sup>st</sup> August 2018) with RM Computing for a further year's IT Support and Maintenance.

#### **12.f Window Replacement**

Two quotations had been received to replace the windows in the WDT offices. One from Simon Parry for £1,800 and the other from The Glass Shop for £1,799.20 inclusive of VAT.

The Board agreed to accept Simon Parry's quotation.

**Action: MM to contact Simon Parry to offer him the job and to contact The Glass Shop to decline their quotation.**

### **13.AOCB:**

#### **13.a Improved audio connection for AF**

Following discussion of options it was agreed to look into the provision of an external microphone to use with the laptop.

**Action: EJW check options and prices.**

### **13.c Next PEG meeting**

The date for submission of applications for grants is 9<sup>th</sup> September. The PEG meeting date will need to be prior to the visit to Shetland as both WDT directors who are on the PEG are going to Shetland.

### **13.e Damaged fence at the turbine**

PB reported that the fence along the compound at the turbine site has been damaged and is in urgent need of repair because of potential harm to stock. He also reported that the track is becoming quite pot-holed and that there is some aggregate within the compound.

The Board agreed that the pot holes and the fence be repaired.

**Action: PB use the aggregate in the compound to fill the pot holes.**

**Action: EJW contact John Stout to ask if he can repair the compound fence this week. If not, let GD know and he will sort it out.**

### **13.f Westray Community Council (WCC) Proposed Aggregate Scheme**

EJW advised that WCC is looking at financing an aggregates scheme for Westray residents and wanted to know if a Community Grant application for assistance from WDT would be considered. DL advised that although WDT had in previous years granted WCC funds for this purpose, OSCR had advised that this was not within the scope of WDT's permitted charitable actions and therefore WDT would not, again, grant funding to WCC for this purpose.

### **13.g Grant Terms and Conditions**

EJW advised that section 9) of the Terms and Conditions uses the defined terms 'we', 'you' and 'your' incorrectly.

The Board agreed that the Terms and Conditions should be corrected.

**Action: EJW update the Terms and Conditions.**

**Action: IT replace the existing Terms and Conditions document on the web site with the corrected version.**

### **14. Date of Next Meeting:**

The next meeting will be held on Tuesday 4<sup>th</sup> September at 19:30 in the Community Classroom.

**Action: EJW book the Community Classroom**

MM, IT and EJW left the meeting at 22:35

### **15. WDT Board Only:**

The Board agreed that MM has successfully completed her probation period and they are delighted to confirm her contract for a further 12 months.

The Board agreed that letters of thanks to PN and IR should be sent.

**Action: EJW draft letters of thanks for GD to sign and send on behalf of the Board.**

AM has requested an apology from the Board for approving the text for the August issue of Auk Talk that included a reference to him being off sick.

The Board agreed that an apology was in order.

**Action: EJW draft a letter of apology for GD to sign and send on behalf of the Board.**

The meeting closed at 23:15.

A handwritten signature in black ink, appearing to be 'A. H. D.', written over a horizontal line.

