



**MINUTES of the MEETING of the STRATHERRICK AND FOYERS COMMUNITY TRUST held in STRATHERRICK HALL ON WEDNESDAY 16 JULY 2014**

<b>Present</b>	Graeme Ambrose, Martin Donnelly, Peter Faye, Sharon Ferguson, Ed Ley-Wilson, Craig Lightbody, Hugh Nicol
<b>Chair</b>	Ed Ley-Wilson
<b>In Attendance</b>	Fiona Ambrose (Administrator) Zoe Iliffe (items 1 – 3)
<b>Apologies</b>	Katie Ellam, Stewart MacPherson,

*Jane Brown addressed the Directors, informing them of her decision to stand down as a Director due to family commitments with effect from 16<sup>th</sup> July.*

**1. INTRODUCTION**

The Chair referred to the programme of activity between April and July. He was pleased to report that the tasks we had set ourselves in April to build the Trust to a 'fit for purpose' state was almost complete.

**2. MINUTES OF MEETING OF THE TRUST HELD ON 4 JUNE 2014**

Peter Faye proposed, seconded by Craig Lightbody approval of the minutes of the meeting held on 4 June 2014.

The Minutes of the meeting held on 4 June 2014 were **AGREED** as a correct record, **APPROVED** and signed by the Chair.

**3. COMMUNITY LAND PURCHASE**

The Chair introduced Zoe Iliffe who was part of the Working Group investigating the potential purchase of land at Foyers.

Zoe gave a brief resume of the background to this project and referred to the petition gathered at the public meeting chaired by Margaret Davidson in February 2014 which showed that there was clear community interest in the acquisition of the land for community use.

The piece of land of interest was in Lower Foyers and comprised 5.49 acres. In the emerging Local Plan (which was due to be adopted shortly) the land had been re-designated to "Other settlements" so it had the potential to be purchased and developed for a number of different uses.

The land had been on the market since the beginning of the year and offers over £30K were being sought. There have been two offers to date, one for £35k and one for £40K.

The working group was of the opinion that the Trust was now ideally placed to consider acquiring the land for the benefit of the community. It was proposed that

an application could be made for lottery funding to provide the bulk of the acquisition monies.

It was explained that if a grant application were successful, the Scottish Land Fund could grant up to 95% of the open market value of the land. However from initial advice from SLF, they would look at what funds were already available to the Trust and would look more favourably on the application if the amount applied for was less than 95%, e.g. around 90%.

If the Trust decided to support the proposed purchase in principle, then negotiations could start with the Agent. It was stressed that no formal written offer for purchase would be made until:

- (1) the Trust made a formal Minuted decision to make an offer on the land
- (2) it was known that any application for a grant had been successful
- (3) the working group had demonstrated to the Board that there was clear community interest in purchasing the land
- (4) solicitors had been instructed and
- (5) a fully costed business plan had been proposed by the working group and formally accepted by the Board.

Reference was made to the provision for 'clawback' in the sales conditions and the potential options available to minimise or even avoid any clawback were discussed. These options would be investigated in the negotiations with the Agents.

If the Trust were of a mind to progress this project in principle, then initial contact would be made with the Big Lottery to find out if the project was considered appropriate for funding. If the result was positive then the Big Lottery would refer the matter to the Scottish Land Fund who would assist the Trust with help and advice in moving the application forward. A decision had to be made quickly to meet the following timescales

- Applications to be with SLF by 30 November 2014
- Application considered by SLF within 8-10 weeks
- Final award made by 31 January 2015
- Grant spent (i.e. completed land purchase) by 31 March 2015.

There was a discussion on the level of community interest in the acquisition and it was decided to ask the SLF/Big Lottery whether the existing consultation and signed petition would be sufficient evidence for their purposes. If not, a questionnaire could be sent to the wider community to gauge their support.

It was important to note that the Trust would incur costs to progress the project. These included a land valuation and solicitors fees, the equivalent of Stamp Duty for land purchase, professional fees and the percentage cost (not provided by grant from the Big Lottery) of the agreed price for the purchase of the land.

After full discussion the Directors **AGREED IN PRINCIPLE**, that the Trust was interested in purchasing the land at Lower Foyers. To enable this decision to progress quickly and professionally, it was also **AGREED** to co-opt Zoe Iliffe as a Director of the Trust (in terms of the Articles of Association, the period of co-option would be up to the date of the next AGM). The Trust would therefore be represented on the Working Group and would give it a platform to make an application to the Big Lottery and to negotiate with the Agents. It was stressed that

the working group would not make any decisions on the project but would make recommendations to the Trust for consideration and approval if appropriate.

#### 4. **FINANCE**

The Chair provided an update on Finance and confirmed that current and reserve accounts had been opened with the Royal Bank of Scotland. It was **AGREED** that accounts would also be set up with HSBC. To enable the Trust to set up new accounts, the importance of the need for Directors to provide personal details such as 'id' etc. was stressed once again and it was **AGREED** that this requirement would be included within the induction pack.

The detail of the cashbook and cashflow system was then presented to the Board and the Chair advised that as at end June 2014, the total sum held in all accounts was £199,726.11.

The Chair referred to the quote received from A9 Accountancy to provide accountancy services throughout the financial year rather than just at the end of each year as at present. The services included a monthly review of the cashflow and cashbook spreadsheets, bank reconciliations, quarterly review of internal financial controls, 3 hours of ad hoc meetings/advice per month, preparation of the annual accounts and tax plus an annual review of our financial systems and advice on making improvements. The above equated to a total cost of £4,000 + VAT (£4,800) per annum. This new financial control agreement replaced the need for the Trust to employ a Contract Bookkeeper and provided the Trust with a Chartered Accountancy overview of all financial affairs. There was no additional cost to the Trust as all costs incurred would be offset by savings in other areas.

The Directors **AGREED**

1. To accept the quote from A9 Accountancy to provide the professional accountancy services as detailed above, all for the sum of £4,800 per annum (with payments to be made on a quarterly basis)
2. that the Chair should request A9 Accountancy to include, free of charge within the above figure, the Tax Enquiry Fee Protection Service Fee, which if purchased separately would cost £168 (plus VAT).
3. that the Chair should also discuss with A9 Accountancy when it might be appropriate for the Trust to be VAT registered.

#### 5. **FINANCIAL CONTROL SYSTEM**

The Chair referred to the Financial Control System which had been considered at the last meeting and advised that two small amendments had been suggested by Directors and these had been incorporated in the latest version submitted.

The Directors **APPROVED** the Financial Control System subject to

1. the removal of reference to P&L from quarterly reporting and
2. within the section "Payment to Suppliers" authority be given to write cheques outwith Board meetings for invoices for regular and/or minor admin work received up to a total sum of £200.

The Directors thanked the Chair for all the hard work undertaken in setting up the Financial Control System

## 6. GRANT APPLICATION PROCESS

The Vice Chair referred to the progress with the development of the new Grants System and there was discussion on the timescale for the winding up of the current system.

It was **AGREED** that the current grant system, which included applications for energy saving grants up to the maximum sum of £3,000, be wound up by 31<sup>st</sup> August. All energy saving grants would therefore have to be submitted by 31<sup>st</sup> August for consideration by the Directors at their meeting on 3<sup>rd</sup> September.

Concurrently, the new Grants system would be introduced with a closing date of 31<sup>st</sup> August to enable all grants received to be considered at the Grants Meeting on 1<sup>st</sup> October.

The Directors also **AGREED** that these timescales be advertised on the website, on notice boards, in the Boleskine Bulletin and in an email to members.

The Directors thanked the Vice Chair and her team for all the hard work undertaken in setting up the new grants system.

## 7. COMMUNICATIONS (UPDATE)

The Communications team referred to the Open Evening held on 1<sup>st</sup> July and reported that very positive feedback had been received from those who attended.

The Chair referred to the recent work undertaken to set up new e mails and a hosting package for the Trust. A new domain name 'stratherrickcommunity.org.uk' has been purchased and the Cromarty based company, Calico UK now act as supplier for hosting of website and emails.

In relation to the new website, four briefs had been issued and three quotes had been returned ranging from £1,400 to £2,700.

It was **AGREED** that a like-for-like précis of the two lowest quotes would be forwarded to all Directors and that each Director would then communicate their preference. A decision would be made based on majority preference and the suppliers would be notified and work on the website progressed.

## 8. APPRENTICESHIP SCHEME (UPDATE)

Craig Lightbody advised that there were 5 employers interested in the apprenticeship scheme. There was potential, given the finances available, to fund 2 or 3 young people through the scheme and close contact should be made between the Finance Person and the Apprenticeship team so that budgets could be created and expectations managed.

Because of the promotion given to the Scheme, one young person had already been introduced to Dumnaglass Estate and the application process is underway.

The Memorandum of Understanding in relation to the Scheme would require to be signed by three Directors at the next meeting.

## 9. FUNDERS TEAM (PROGRESS TO DATE)

Graeme Ambrose gave an update on the various renewable developments and advised that he would seek an early meeting with Frank Ellam following the

completion of his walk. Nick Halley of North British Wind Power had confirmed that he would progress the Memorandum of Understanding for Corriegarth. Planning permission for Stronelairig had been approved and a meeting with Graeme Keddie of SSE would be arranged. Contact had still to be made on Aberarder.

With reference to the development by Green Highland Renewables at Knockie, it was **AGREED** to request Katie Ellam to provide an update as the Community Council were currently acting as the main point of contact with the Developer.

## 10. GRANT APPLICATIONS

### a) Energy Saving Grant – Errogie

It was **AGREED** to award the sum of £2,997.75 towards the installation of Solar PV Panels at a house in Errogie

### b) Community Council – Boleskine Bulletin retrospective request

Discussion took place on the public comments being made by the Community Council on the negative result of their retrospective application for payment of their Boleskine Bulletin articles. Directors were clear that no retrospective funding could be provided as this would undermine the entire Grant control system and leave the Trust open to accusations of double standards.

Directors stated that they would welcome a formal application, in advance of need, and perhaps covering the Community Council's full year's advertising needs.

It was **AGREED** that the Board needed to make more and better use of the Community Council representative on the Trust in order to create an open flow of communication between the two organisations and hopefully avoid misunderstandings.

## 11. INVOICES

- a. A9 Accountancy – Assistance with Cashflows - £300
- b. Burness Paull - Company Secretarial Services - £240
- c. Highland Council – Foyers Primary School x 3 Lets - £27.25
- d. Tourism Site Fix – www.stratherrick.net website costs – hosting (3 months) from June 2014 and domain - £80
- e. Administrator expenses – June 2014 - £418.72
- f. Mailbox – copying for open evening - £62.80
- g. Calico UK – domain, hosting and e mail accounts - £115.20
- h. Chair's Expenses – May to July - £43.94

The Directors **AGREED** to pay the invoices for the sums as detailed above.

## 12. MEMBERSHIP

The Administrator advised that she had received two new applications for membership of the Trust.

The Directors **ACCEPTED** the two new applications for ordinary membership.

## 13. DIRECTORS INSURANCE

Peter Faye reported that he had received quotes from Clark Thomson for Directors and Officers Liability Insurance up to £500K (£280) and up to £1M (£439) and gave a

brief summary of what protection this provided. He also cited some examples of cases which had gone to Court and the sums which had been awarded against Directors and Officers.

The Directors **AGREED** to instigate Directors and Officers Liability Insurance, with an indemnity limit of £1M for the sum of £439 through Clark Thomson.

**14. TIMELINE**

The Chair referred to the timeline and highlighted the key actions for July and August, which included the Annual Company Return by 5<sup>th</sup> August and readying an article for the Boleskine Bulletin by 15<sup>th</sup> August.

**15. Any Other Business (AOB) - COMMUNITY IDEAS  
Mountain Bike Tracks**

Peter Faye advised that a member of the community had made a suggestion that mountain bike tracks could be developed on the roads around Dumnaglass Wind Farm.

The Directors **AGREED** that this was a good idea. If the individual wished to progress this further he should constitute a group and submit an application to the Trust for funding.

**Proposed Slipway, Foyers Area**

Peter Faye advised that a representative from the Foyers Tenants and Residents Association had approached him about the development of a slipway in the Foyers area.

The Directors **AGREED** that they were happy look at a fully informed application for a grant if the Group were seeking funding for the project

**16. DATE OF NEXT MEETING**

Wednesday 6<sup>th</sup> August – Craigdarroch House

Signed by Chair	_____
Date	_____