

MINUTES of the MEETING of the STRATHERRICK AND FOYERS COMMUNITY TRUST held in STRATHERRICK HALL, GORTHLECK on WEDNESDAY 3 JULY 2013

Present	Graeme Ambrose, Lyn Forbes, Willie Fraser, Paula Page, Fraser Ross, Justin Sharp
Chair	Willie Fraser
In Attendance	Fiona Ambrose (Secretary), Michelle Allcock (Treasurer)
Apologies	Morag Cameron
Also Attending	Alex Sutherland (item 1), Rory Dutton, DTAS (item 2)

1. UPDATES FROM ALEX SUTHERLAND

a) Community Benefit Negotiations

As there had not been an opportunity for Alex to update the Trust on matters he had been involved in prior to his sudden resignation as a Community Councillor, the Directors had invited Alex to this meeting. The main area where Alex had a leading role was that of Community Benefit Negotiator (CBN) and he provided a report on the current position. He stressed that it was important for the Community that a CBN was appointed at an early date to ensure that momentum was not lost and that the Community negotiated the best possible outcomes for the upcoming developments. Highland Council could act as CBN for the area but they would want a large percentage of the negotiated settlement and were unlikely to spend these monies within the SCFT area.

After discussion it was **AGREED** that the Trust would write to the Community Council (enclosing a copy of Alex's report) to formally request that it considered the appointment of a CBN at the earliest possible opportunity. To enable the Trust to plan ahead it was important that the appointed CBN was in close contact with the Trust so ideally, he/she should be one of the CC appointed Directors. Alex confirmed that he would be willing to assist the new CBN for a short period.

b) Errogie Smiddy

Alex updated the Directors on the actions by Highland Council TEC Services who were currently trying to buy the land and building at Errogie Smiddy from NHS Highland who had a call on it from the nursing home fees arising from Mrs Greenaway's residency in Elmgrove Home, Inverness. This would include the front garden strip already bought by North British Windpower and would allow the larger road improvement to take place, cutting off the whole corner. North British Windpower (Corriegarth Wind Farm) was in discussion with TEC Services with a view to starting their project and TEC Services did not want to miss the opportunity for North British Windpower to fund the major improvement. Housing & Property were working with TEC Services with a view to sharing site costs and then taking forward the housing element.

The Directors **NOTED** the position.

2. RORY DUTTON, DEVELOPMENT TRUST'S ASSOCIATION SCOTLAND (DTAS)

The Directors had invited Rory Dutton of DTAS to the meeting to update them on their application for membership of DTAS and to give a brief overview of DTAS and to answer any questions they might have at this time.

Rory advised that the SFCT application was currently out for consultation but he did not foresee any difficulties with the application. The Articles of Association were fairly close to the DTAS Model Articles and included a clause to allow the Trust to build up individual membership. Adoption of new Articles could be made to incorporate changes which would allow for e.g. director nomination/ election processes, arrangements on dissolution etc at a general meeting with the approval of that wider membership. Also, the action the Trust was taking to gather the views of the community to form a business plan for the future was welcomed.

He gave a brief overview of how other Community Development Trusts within DTAS operated. 95% of the DTAS membership was "by Guarantee Companies", the same as SFCT. He confirmed that these companies operated a two tier structure, with the power lying with the members but the Board running the company on behalf of the members. A large membership was beneficial to companies as it gave them democratic influence when speaking to large organisations.

It was however critically important that any person who was a member of the company openly supported the objects of the company (Trust). (This related equally to Directors who had a legal responsibility to act in the best interests of the company.) He quoted a paragraph from the DTAS Model Articles of Association which stated

"The directors may, at their discretion, refuse to admit any person to membership where they have reasonable grounds to believe that he/she might, if admitted to membership, act in a manner which would damage the reputation of the company, undermine the efficiency of its operations and/or disrupt the proper conduct of its meetings".

It was also important for companies to keep track of members to ensure that they still lived in the area and that they wished to continue to be a member. One way of doing this was to ask members to re-register or to pay a small annual subscription. The latter would have to be included as a paragraph in the Articles of Association.

The Directors thanked Rory for the very useful advice and confirmed that they would like him to attend another meeting in September when the Directors nominated by the Community Council would be in attendance. .

3. MINUTES OF THE MEETING HELD ON 5 JUNE 2013

Approval of the Minutes of the meeting was moved by Paula Page and seconded by Graeme Ambrose.

The Minutes of the meeting held on 5 June 2013 were duly accepted as a correct record, were **APPROVED** and signed by the Chair.

4. **OUTSTANDING ACTIONS FROM PREVIOUS MEETINGS**

The Secretary had provided a short report which highlighted outstanding actions from previous meetings.

The Directors discussed the outstanding actions and **AGREED** that the Secretary should update the report to reflect the further discussion and to circulate it to Directors for information or action as appropriate.

5. **SURVEY QUESTIONNAIRE**

a) **Responses received**

The Secretary advised that 57 completed questionnaires had been received to date. She had been led to believe that this was a reasonable response for a survey of this type. The main themes within the returns were

- Care for the elderly
- Assistance for the elderly with home and garden tasks
- Community facility in Foyers
- Use of the old aluminium factory in Foyers as business/craft/tourist centre or attraction
- Democratic appointment of Trust Directors
- Community transport.

b) **Independent survey analysts – quotes received**

The Secretary had received quotes from 5 companies, Avante Consulting, Rowan Tree Consulting, Snedden Economics, Voluntary Action Lochaber and Steve Westbrook, Economics and the quotes ranged from £600 to £2700.

The Directors considered the quotes received and **AGREED** that Voluntary Association Lochaber (VAL) be offered the work. Although their quote was the second lowest at £750, it was based on the Trust becoming an associate member of VAL (for the sum of £20) and the Directors considered that this was good value for money given the member benefits, e.g. training opportunities which would be available to the Trust. In addition, VAL had indicated that if the number of survey returns was less than 80, then it would be able to offer a further discount.

6. **GRANT APPLICATIONS**

a) **Policy on Educational studies**

The Directors considered the need to develop a policy on grant applications for educational studies.

It was **AGREED** that this matter be discussed further once the Survey returns had been analysed and the Trust had identified budget heads for individual project headings.

b) Policy on wood burning stoves / dual fuel stoves

A request for advice had been received from an individual who wished to install a dual fuel stove.

The Directors considered this matter and **AGREED** that applicants had to submit applications which related to renewable energy options wherever possible and that the Secretary should write to the individual advising accordingly.

c) Application for assistance – Whitebridge – Further consideration of grant offer

At the meeting in April, the Directors approved an application relating to assistance with work on a contaminated water supply. At that time the lowest quote was for the sum of £1,258.75. As Knockie Trust had already indicated that they would provide assistance in the sum of £900, the Directors agreed to offer a grant for the balance, namely £358.75

The applicant had now received an invoice for the sum of £1,899.89. £1,258.75 of this total was in fact the cost of an annual service agreement, with the remainder being parts etc and the cost of water analysis in the sum of £641.14. What the company had provided as a quote and the Directors had considered at the meeting in April was in fact an annual service agreement. Neither the applicant nor the Directors had picked up on this point.

The Directors discussed the matter and **AGREED** that it could not offer a grant towards an annual service agreement, namely the £1,258.75. They further **AGREED** that the Trust could provide a grant for the parts etc and water analysis in the sum of £641.14. As Knockie Trust had paid £900 towards the annual service agreement, the applicant would still have to find £358.75 (being the balance of the SLA) to pay the invoice in full.

Paula Page declared an interest in the following item and took no part in the discussion.

d) Small Grant Application – Glenlia Residents Association

Glenlia Residents Association had submitted a grant application for assistance towards the cost of a first aid trainer. This service would benefit the community in that a maximum of 12 people (in the first instance Glenlia residents) would be given the opportunity to attend a certified first aid course.

The Directors **AGREED** to offer a grant in the sum of £150 subject to the course being open to members of the wider community and not solely to Glenlia residents.

e) Small Grant Application - Foyers Senior Citizens Benevolent Fund

Foyers Senior Citizens Benevolent Fund had submitted an application for a grant towards the annual festive luncheon for the senior citizens of Foyers and Inverfarigaig.

The Directors **AGREED** to offer a grant in the region of £700-£900 subject to confirmation of actual costs and with a recommendation that the lunch be held locally to support a local business.

7. APPLICATIONS FOR MEMBERSHIP

The Secretary advised that nine applications for membership of the Company (Trust) had been received. Only six of the nine applicants had submitted the required sum of £1 with the application, this being the liability of each member.

The Directors considered the applications for membership but **AGREED** that the Secretary should write to the applicants thanking them for their applications and advising that consideration of membership would be put on hold until the three democratically elected Community Council representatives on the Trust were able to attend a future meeting and take part in the decision making process.

8. TREASURY REPORT – JUNE 2013

A report by the Treasurer provided information on the following areas

- Financial summary
 - Total funds in 5 accounts - £156,157.22
 - Funds remaining in account when grants approved but not yet paid and invoice provisions deducted - £122,497.67
- Banking summary – Application forms for the new signatories for Bank of Scotland and Santander were almost complete.
- Grant providers – SSE had advised that two representative would like to meet the Directors. £33,301,35 (final payment) and £34,330 (fixed element) was owing to the Trust and would be released as soon as the new “Memorandum of Offer” had been issued
- Grant application status – 5 invoices from applicants still outstanding and referred to in the treasury summary above
- Other treasury matters
- Work in progress

The Directors **NOTED** the position.

9. PROCEDURE FOR GRANT APPLICATIONS

The Treasurer had updated the guidance notes on grant applications and these had been circulated. The Directors briefly discussed the guidance notes.

Graeme Ambrose moved, seconded by Lyn Forbes that a copy of a bank statement and an original invoice would be required to confirm completion of the works carried

out. There was further discussion on the notes and it was further **AGREED** that all Directors should review the guidance notes and submit any comments to the Treasurer by the end of July.

10. SECRETARY'S REPORT

a) Articles of Association

As reported at the June meeting, the Articles had been registered with Companies House by Harper Macleod. They had registered them in the name of Stratherrick and Foyers Community Trust but within the body of the articles under the definition, it stated Stratherrick and Foyers Community Development Trust. Harper Macleod had since confirmed that they saw no material problem with that. Although it would be presentationally better if the definition of "Company" within the articles was consistent with its name, it was not fatal to the applicability of the articles and they did not see it having any impact on the interpretation of the articles. It was quite clear that the articles applied to the Trust, and so would not prevent the directors (or anyone else for that matter) applying their terms to the administration of the Company. There was therefore not a legal requirement for the Trust to seek the new Community Council to pass a resolution amending the company name to Stratherrick and Foyers Community Development Trust at this time.

b) Errogie Smiddy

Highland Council TEC Services had requested a copy of the valuation for the house and site carried out in 2010 and this had been passed to them.

c) Community Council Nominated Directors

It was important that the Community Council appoint 2 persons who would be supportive of the Trust and agree with the objectives set out in the Articles as the role of a Director brought with it legal responsibilities to act in the best interests of the Company.

It was **AGREED** that a letter be sent from the Chair of the Trust to the Community Council enclosing a copy of the Director's job description and requesting that appointments are made with due regard to the legal obligations of a Director.

11. UPDATE ON DIRECTOR'S ACTIVITIES

The Chair advised that he had attended an information day at Farr Hall organised by SSE on the Dumnaglass wind farm to enable members of the community to meet the project teams. He was pleased to report that SSE wished to honour the agreements made with the community by RES.

12. INVOICES JUNE 2013 – SECRETARY & TREASURER

The following expenses were **APPROVED** and signed by the Chair

- Secretary's expenses for the period 1 – 28 June - £415.20
- Treasurer's expenses for the period 1 – 28 June - £286.40

13. DATE OF NEXT MEETING – WEDNESDAY 7 AUGUST 2013

14. FUTURE MEETINGS – ALL IN STRATHERRICK HALL

4th September

2nd October

6th November

11th December

15th January 2014

Signed by Chair

Date
