

# **Stronsay Development Trust**

Company Number SC271553  
A Scottish Charity, Charity Number SC038888

## **Board Meeting on Friday 19 January 2018 in the Trust Office at 7.30 pm**

### **MINUTES**

#### **In attendance:**

**Richard Seeber (Chair) RS**

**Mike Erdman (Treasurer) ME**

**Kevin Kent KK**

**Susanne Davidson SD**

**Duncan Bliss-Davis DBD**

**Steven Haskins SH**

**Alan Strong AS**

**Jim Seaton (Community Council Representative) JS**

**Simone Kirk (Promoting Stronsay Steering Group Guest) SK**

**Suzanne Clements (Secretary) SC**

The Chair welcomed everyone to the meeting. Apologies: James Davidson.

#### **1. Approval of minutes and confidential minutes of 15 December 2017.**

SH proposed, DBD seconded, all in favour.

#### **2. The Chair welcomed Community Council guest Jim Seaton. The Trustees unanimously agreed to co-opt Jim as a member of the Board.**

SC explained that JS would be co-opted under Article 89 of the Trust's Articles of Association, having been proposed by an organisation, the Community Council, with which the Trust worked closely.

JS signed the Director's code of conduct and the document to show that he understood the Director's role, and he understood that during Trust meetings he would be there as a Director of the Trust with the same responsibilities as other directors.

Shirley Whiteman would deputise for JS at meetings he was unable to attend. As Shirley was not officially co-opted she could attend only the public part of the meeting.

ME proposed that James Seaton be co-opted as a Director of the Trust, KK seconded, all in favour.

#### **3. Update on action points from previous meeting:**

##### **i) Bank mandates and signatories – update.**

The Secretary reported that, frustratingly, she had been given incorrect information by the Co-op, and they now said that in order for them to share information with her at all she would need to become a signatory to the

account. SC did not think this was appropriate to her role. The Directors were satisfied with the status quo.

SC confirmed that signatories for the Trust's accounts were as follows, with two persons required to give permission to expend funds in each case:

RBS Current Account and Building Account: RS, ME and KK.

Co-op Community Fund Account: RS, ME and DBD.

## **ii) Data Protection Policy**

The Secretary had agreed to revise VAO's document to make it more specific to the Trust. In researching this she had learned that Data Protection Law is changing on 25 May 2018 with the introduction of the new General Data Protection Regulation (GDPR).

The Information Commissioners Office (ICO) had issued some guidance aimed at charities which SC had circulated.

SC confirmed that in accordance with the Trust's legal obligation it is currently registered with the ICO as a Data Controller. The registration expires on 25 June 2018.

Among its stipulations the GDPR requires the Trust to document its 'lawful basis for processing information'. There are several bases to choose from however SC felt the one relevant to the Trust would be 'legitimate interests'. It would also be necessary to appoint a data protection officer.

**ACTION POINT:** It was agreed that SC would work with AS to ensure that the Trust complies with the GDPR.

SC confirmed the staff are working hard to ensure that the records kept by the Trust are complete and securely stored.

Recent former members of the Board had been asked to check that any documentation was returned to the office by the end of this month, and any data held electronically deleted where this is a copy of information held elsewhere or in another format. If former Board members held electronic data which the Trust should retain, arrangements would be made to have it transferred.

## **iii) 'Board Healthcheck' class.**

SC had spoken to Karen McLean Yuille at HISEZ and had circulated the initial questionnaire. This should take only 15 minutes to complete and should go directly to Karen as it was a confidential assessment of each individual's skills/knowledge. Karen would then put together a 2 hour training course to cover governance, legal obligations, regulatory compliance, team working, conflicts of interest etc, and to address any skills gaps on the Board. The training would result in an action plan to ensure that we address any areas where there is room for improvement.

## **iv) Business Initiatives Stronsay CIC**

SC had circulated some information regarding CICs and how the Trust had originally proposed to make use of BIS. It was agreed that as the agenda was quite full this should be a topic for another date.

## **v) Invoice queries**

In response to an action point raised at the last meeting, SC had an email exchange with Bruce Fletcher at the Limpet who confirmed that he had

reduced the hard-copy distribution list from 120 to 68 last year. He could not comment on the charges raised by the Orcadian for printing.

**ACTION POINT:** The Board requested SC to check if there were cheaper alternatives.

In response to an action point raised at the last meeting SC had circulated the insurance documents. There were no questions about them at this time.

#### **vi) Other queries**

The CDO had spoken with Orkney Island Ferries and obtained agreement to the Trust having a discounted ticket book to be used purely for Trust business in Kirkwall.

It had been confirmed that ME held the necessary qualifications to carry out PAT testing on office equipment according to HSE guidance.

#### **4. Building Update**

SC fed back to the meeting that permission to make full use of the office and meeting room had been confirmed in writing by Building Control.

The remaining units needed to be insulated and lined.

**ACTION POINT:** SC to draft an advertisement inviting local tenders for this work.

#### **5. Roles and Responsibilities**

The Chair and Vice-Chair felt that, in common with most company Boards, it made sense for Directors to be responsible for specific areas.

SH agreed that this would save time and use people's expertise better. ME confirmed that this had been part of the original conception of how the Trust would operate.

It was agreed that Directors would be responsible for particular areas as follows:

KK would be a liaison with Stronsay's farming community.

SD and DBD would be responsible for environmental matters.

SH and AS would be responsible for construction and housing matters.

JS would of course be the Trust's liaison with the Community Council.

RS, AS and ME were already role holders as Chair, Vice Chair and Treasurer.

At the next meeting James Davidson would be consulted about his wishes for a specific area of responsibility.

AS proposed these roles, RS seconded, all in favour.

**ACTION POINT:** SC to make these roles public so that the community knew who to approach for particular matters.

#### **6. CDO Report**

Anna Bliss Davis was unable to attend due to illness.

The Development Meeting scheduled for Monday 15 January 2018 was postponed.

AS delivered some points Anna had asked him to communicate.

Fuel poverty- most cheques have been sent off to energy suppliers and the CDO is awaiting confirmation of payments from them. The remaining ones have been waiting for correct account details which have now been given and can be processed. This should be wrapped up by the end of next week.

The Climate Challenge Fund had been oversubscribed for its two year project offering. It had contacted the CDO to say that her project would be supported for a one year period.

The CDO needs to revise the application's finance table to reflect this and re-submit. We were given praise for our application, but it was felt that our second year funding was for maintenance of the project, unit rent, bills and wages, for example, and that with such huge demands on the fund overall they would be happy to support the building of the project as a priority. Although we still need to have a formal offer and we will not get the year two funding, this is still a good result and the CDO is really pleased with this outcome. If we can secure this award for even one year the funding will enable us to set up the recycling centre, purchase the equipment, run the waste project and run an energy efficiency project while hiring two part time members of staff funded for one year.

The CDO wished to hold a community consultation in February to outline all of the proposed projects.

Feedback from the community had never been positive for creating a Heritage Centre in Wood's Yard. The CDO had another option, a historical building on the island for which funding could realistically be obtained in order to create a Heritage Centre.

The Enterprise Zone building could instead be converted into workshop units for local craftspeople, and the yard developed for container storage. These were genuine needs of the community and the CDO had already received expressions of interest for workshops and storage.

The CDO believes that these plans fall in line with previous community consultation and in fact give the community a lot more of what they initially wanted with the new build.

She proposes the conversion of units 4/5 into 4 divided workshops to be made available for rent by the community, and the provision of storage in the form of 6 x 20 foot containers and a number of smaller options in the yard for rental.

SK asked whether the Board and CDO had ever heard of the NILPS (North Isles Landscape Partnership Scheme) funding which had been proposed as a source for the Heritage Centre under the previous Board. She said that it was vital to have a Heritage Centre and the current Board could not afford to 'blow it'.

DBD confirmed that the CDO was well aware of this and the NILPS funding formed an integral part of her project plans, which were currently at the feasibility stage. When the CDO was in a position to put the full solution before the Board, and had obtained feedback from the community, it could then be voted upon.

ME agreed that it was important that the local community of craftspeople be consulted about the workshop offering.

The CDO also proposed that an art competition be held to create signage for Wood's Yard, internal decoration of the building and an external sculpture using the heritage of the site as inspiration.

The CDO would like this to be a recycling project and stipulate that the signage needs to incorporate at least 60% recycled materials.

AS proposed the competition, SH seconded. SD abstained as she was undecided. All others in favour.

### **7. Discussion of the brochure and web campaign produced by the Promoting Stronsay Steering Group in conjunction with the Community Council.**

The Chair thanked Simone for attending.

Members of the Board and staff had received feedback, some positive and some negative, about the scheme. Some residents seemed to be under the misapprehension that the Trust itself had carried out this work. A comment has also been made that the work was done by a 'clique of recent incomers'.

The Steering Group consists of Dianne Riley-Moore, Ian Cooper, Iain Johnstone, Simone Kirk and Shirley Whiteman. Ian has lived here all his life, Iain is married to a Stronsay lady and is Orcadian, Shirley and Dianne have both lived here for several years and have made Stronsay their home, Simone has lived here for a long time and is a local business woman who has had a strong influence on the local craft scene.

The Board had heard that one local craftsperson and a local business were unhappy that they were not mentioned in the brochure.

SK emphasised that there will be reprints of the brochure and anyone who feels they should have been mentioned can raise this. It was understood that at the planning stage if a person was not living on the island they were not included. There was also a question of insurance – those mentioned on the craft trail have the necessary insurances for members of the public to visit their workshops.

The Board thanked SK for the huge amount of work on the scheme, which deserved recognition.

It was mooted whether a member of the Board should sit on the Steering Group. SK felt instead that it would be better for them to have a 'go-to' person on the Trust. KK volunteered to be that person.

SK thanked the Board and left the meeting.

### **8. Discussion of the closure of Kirkwall abattoir.**

The Board found it extremely regrettable that such a vital part of the Orcadian infrastructure had closed. This would mean the loss of 'Orkney beef' and 'Orkney lamb' as a marque of quality, since the animals would now be shipped to mainland Scotland for slaughter. SD expressed serious concerns for animal welfare in making that journey, and it was queried how fallen beasts would be humanely dispatched without an abattoir. In common with others, DBD had animals which had been awaiting slaughter. The economy of his smallholding was now threatened as he could not viably ship to Scotland.

The members of the Board agreed to 'watch this space' and await further developments.

*9. Data Protection Policy – see above*

*10. Board Healthcheck – see above.*

### **11. Email decisions for ratification**

It had been agreed that necessary costs for setting up the office, for stationery, electronic equipment such as a projector, cleaning equipment etc., would be met with a budget cap of £600. The staff were committed to sourcing low cost and secondhand options. KK proposed, DBD seconded, all in favour.

Another email decision related to an application to the community fund – moved to confidential minutes.

### **12. Invoices received, banking and finance**

SC confirmed the following invoices awaited payment:

Orcadian – Limpet £132

Business Stream /Scottish Water: £82.61

Jim Holland : £4.80

ME proposed all be paid, SD seconded, all in favour.

BT incorrectly billed the Trust for two land lines and two broadband packages. SC spoke to them on 3 January and was assured this is now corrected and will be credited on the next bill. There is now an online account, SC cancelled paper billing as it was costing the Trust. Direct debit in place. In response to a query SC confirmed the broadband package was unlimited.

Staff wages, no expenses – as per previous Board decision it was not thought necessary to raise these at every meeting.

Funds received: £3038.17 from WRC Construction as billed.

The Secretary reported the current financial position as follows:

#### **Financial Position Jan 2018**

Co-op Community Fund

Balance at 18 Dec 2017 £69,720.14

RBS Current Acc

Balance at 29 Dec 2017 £16,034.56

RBS Building Acc

Balance at 29 Dec 2017 £19,059.60

### **13. AOB**

The Chair asked the group to consider employing an office cleaner for 2 hours per week. This was in line with the original plan for the building. All were in agreement that the work should be advertised at £8 per hour. SD proposed, DBD seconded, all in favour.

ACTION POINT: SC to create an advertisement.

SD asked that the Trust explore further what it could do to promote employment for young people of Stronsay, for example apprenticeships.

ACTION POINT: It was agreed that SC should look into the feasibility of the Trust promoting and funding training or day release courses and explore some options to encourage employers to take on apprentices or staff.

The Chair had been approached by Stronsay Renewable Energy Ltd (SREL) who requested support from the SDT Board with regard to negotiations with Northwind Associates Ltd. It was proposed that AS join the Board of SREL given his extensive background in contractual law, and negotiating construction issues.

SD opposed the Northwind project in its current form, due to the offer at this point being substandard and still lacking a variety of benefits of vital importance for the local community. AS said that a package was on the table that he wished to examine in order to negotiate a better deal for Stronsay. The Board were in agreement that any employment opportunities must be given to Stronsay residents.

SD proposed that AS join the Board of SREL, KK seconded, all in favour.

**End of Public Meeting, meeting closed at 11.00pm.**

**Applications to the Community Fund – Confidential Minutes**

**Correspondence from Members – Confidential Minutes**