

MINUTES

PRESENT

Paul Riley (Chair)	Paul Glaze
Tracey Boler	Nina Glead
Carole Cotterill (Vice Chair)	Cora Goodram
Raymond Dennison	Roger Neville-Smith
Viv Erdman	Valerie Stone-Lucas
Chris Evans	Yvonne Weaver

IN ATTENDANCE

Lisa De Geer (Company Secretary)
Jacqueline Dennison (Community Development Officer)
Anthony Withers (Project Officer)
Bill Miller (member)
Breda Miller (member)

The CDO , PO, Bill and Breda Miller were not present at the beginning of the meeting.

1. APOLOGIES

Stephen Weaver

2. WELCOME BY CHAIR

The chair welcomed everyone and thanked them for attending. A special welcome was given to the new Directors.

3. MATTERS ARISING

(i) Matters arising from the AGM 24 April

a. Amendments of the M&As and the Companies Act 2006

NOTED

- The special resolution with amendments of the M&As was not voted through.
- The M&As needs to be amended according to the Companies Act 2006.
- The draft articles needs to be approved by BIG Lottery Fund before being put to the members.

RESOLVED

The board agreed for the following changes to be made:

- General update to Companies Act 2006
- Clarification that members can receive grants from the Community Fund.
- Clarification of the recommended voting process.
- 3 Directors stepping down at the AGM.

ACTION POINT 1

The Company Secretary is to contact Burness for a new draft to be presented at the next meeting.

b. Extra General Meeting

ACTION POINT 2

Date to be decided by the board when the draft articles have been approved.

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c. Correspondence Policy

NOTED

It is not possible to adhere to the correspondence policy due to staff shortage.

ACTION POINT 3

The board is to review the correspondence policy when fully staffed.

ACTION POINT 4

The Company Secretary is to write a notice for the Limpet explaining that lack of staff has caused a delay in implementing the correspondence procedure.

d. Questions regarding the Lobster Ponds

NOTED

- The board received information about the Lobster Ponds at the site visit 22 May and the Project Officer's summary that was sent out before the meeting 22 May.
- The Trust has not lost any money by not going ahead with new buildings on Woods Yard. The Lottery awarded an 'Investment in Ideas' grant for the feasibility study and that covered all the costs (and it could only be used for that).
- The eventual purchase of the Lobster Ponds and part of Woods Yard cost £42,000, £3000 less than the original plan for the whole yard.

e. Perception by Stakeholders

NOTED

- The members perceive a lack of information from the Trust.
- The Chair informed about how the board has to adhere to confidentiality when conducting business and the limitations this brings when communicating with the public.
- Funders, VAO and Burness have raised their concerns that the Trust use a disproportionately large amount of time and resources in communication with members. They have stressed that the Trust needs to make sure that it can conduct its business.

5. ANY OTHER ITEMS FOR THE CLOSED PART OF THE MEETING

(i) Nominations for the Election of Directors at the AGM

NOTED

The validity of the nomination of Chris Evans has been question by Leo Martini-Brown.

RESOLVED

The board agreed that the process had been followed and that Chris Evans was correctly elected by a good majority support at the AGM.

(ii) SREL

RESOLVED

All Directors agreed that the board have a continued confidence for Julia Crocker to carry on as Director for SREL.

Jacqueline Dennison and Anthony Withers arrived to the meeting.

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4. PROJECT OFFICER'S REPORT (papers circulated)

(i) *Enterprise Zone*

ACTION POINT 5

PO is to host an open meeting to show the public the Lobster Ponds drawings etc. once the architect drawings have been finalised.

(ii) *Slipway*

RESOLVED

The board agreed to apply for match funding for the slip way to the Community Fund.

(iii) *Hall Heating*

NOTED

The project needs to be agreed before the end of August not to lose the BIG Lottery grant.

ACTION POINT 6

The chair is to invite the Community Association to a meeting to inform about BIG Lottery's terms and conditions and to decide for a way forward.

(iv) *Training Course in Tender Quotes*

RESOLVED

All were in favour and the board decided for the tender course to be paid by the Community Fund.

Jacqueline Dennison and Anthony Withers left the meeting.

8. CORRESPONDENCE

NOTED

Roger Neville-Smith informed the board about the correspondence with Julie Andrew regarding her complaint.

ACTION POINT 7

Roger Neville-Smith is to send a reply to Julie Andrew.

ACTION POINT 8

The chair is to write a letter to the PO expressing the boards support.

Jacqueline Dennison, Bill and Breda Miller and Anthony Withers entered the meeting.

6. MINUTES OF PREVIOUS MEETINGS

(i) *Minutes from the board meeting 24 April 2013*

Paul Glaze proposed, Carole Cotterill seconded and the minutes from the board meeting 24 April 2013 were formally approved.

7. ACTION POINTS FROM PREVIOUS MEETINGS

(i) *Action points from the board meeting 12 March*

AP 1 – Publication in the Limpet of contact list of Stronsay organisations: Resolved

AP 3 – Information notice in the Limpet about the changes in the Community Fund Policy: Resolved

AP 6 – Line manager's Role and Induction Check list: Resolved (see below)

AP 7 – Directors Code of Conduct policy to be drafted: Ongoing

AP 8 – Application for a feasibility study regarding community mini bus: Ongoing

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A Company Limited by Guarantee, Registered in Scotland
Company Number SC271553

A Scottish Charity, Charity Number SC038888

Registered Office: Unit 1 Wood's Yard, Stronsay, Orkney KW17 2AR

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AP 15 – Clearances for the ECO Club – Ongoing

The company secretary is to ask VAO if they can provide this service.

AP 16 – Meeting about Youth Greenhouse Project: Resolved

AP 17 – Youth greenhouse spreadsheet to be updated: Resolved

AP 23 – Staff meeting about prediction of work load: ongoing

AP 25 – PO to make a grant application for the Tender Quote Course: ongoing

(ii) Action points from the board meeting 17 April

AP 1 – Staffing to improve and maintain the web site: ongoing

AP 2 – Visit from Curry Brothers regarding Slip Way: ongoing

AP 3 – Agreement between SDT and the Greenhouse group: ongoing

AP 4 – Community Fund spread sheets sent to the board: Resolved

AP 5 – Letter to Leo Martini-Brown from the chair: Resolved

9. SECRETARY'S REPORT

(i) Full Member Applications and resignation

NOTED

One member has resigned.

RESOLVED

The board approved of two new members.

The number of members are now 95

(ii) Directors' Role and Responsibilities

NOTED

Not all of the new Directors have handed in the signed role and responsibilities.

ACTION POINT 9

The Company Secretary is to collect the forms outside the meeting.

ACTION POINT 10

The company secretary is to organise for VAO to come out to Stronsay and hold an evening course in Director's roles and responsibilities.

(iii) Registered Office

NOTED

The new registered address is now Unit 1, Wood's Yard, Stronsay, KW17 2AR

(iv) Royal Bank of Scotland

NOTED

The amount of payments that cannot be paid with cheques is increasing and there is a need for the Trust to be able to use digital banking and to have a card linked to the operating account.

RESOLVED

a. The board agreed for the chair to be the third signatory for RBS.

b. All were in favour and the board agreed for the Company Secretary and the Treasurer as users for digital banking and to make an application.

c. All were in favour and the board agreed to apply for a business credit card with the credit limit of £2000. The company secretary will be the only user.

ACTION POINT 11

The company secretary is to submit an application for adding of signatory, digital banking and business credit card to RBS.

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(v) Monthly Limpet Article
Deferred to a later meeting.

(vi) Confidentiality
NOTED

The Company Secretary informed the board about Director's code of conduct according to the M&As and explained the implications on confidentiality.

(vii) Data Controller
NOTED

The data controller registration is up for renewal. The AFO used to be the data controller.

RESOLVED

The board agreed for the company secretary or the chair to be the data controller.
ACTION POINT 12

The company secretary is to contact ISO for change of data controller and to confirm if changes need to be made because of the Community Fund.

10. ADMIN AND FINANCE OFFICER'S REPORT

(i) Finance Report

The payments from SDT capacity funding up until the end of April 2013:

Payee	Amount	Notes
Anne-Maree Carter	£200.00	AGM food
Secretary/Admin salary gross	£468.33	
Co Secretary	£225.35	Postage
Orkney Office Supplies	£91.49	Printer ink and paper
The Orcadian – Orkney Media Group Ltd	£154.68	Printing of AGM material
Burness Paull & Williamsons	£4476.00	General Legal Advice
Development Trusts Association Scotland	£75	Annual membership
Jim Holland Haulage	£8.88	AGM material
Total:	£5699.73	

NOTED

An SCF application needs to be submitted to cover legal fees above, plus any further costs associated with correspondence, and extra hours paid to the Company Secretary.

ACTION POINT 13

The chair is to submit an application to the Community Fund for the above costs.

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(ii) Funding

a. Annual Report to BIG Lottery Fund for the Growing Community Asset Funding
NOTED

The annual report to Big Lottery Fund (BLF) for the GCA funding has been written by AFO and Project Officer and sent to BLF with the backing documents by the deadline. A copy of the report was circulated to the board.

b. Big Lottery Fund funding for new Articles of Association
NOTED

- BLF has advised the Trust to submit a claim form for the legal costs for the new Articles of Association.
- Any changes to the Articles will require to be reviewed and agreed by BIG before they are enacted.

ACTION POINT 14

Company Secretary is to send a claim to BLF.

c. Change of Signatories for Big Lottery Fund
NOTED

The signatories for the Big Lottery Fund need to be changed.

ACTION POINT 15

Chair is to fill in the relevant forms and send them to BLF.

(iii) PQASSO

RESOLVED

All were in favour and the board approved of the Line Manager's Role and Induction Check list.

11. COMMUNITY DEVELOPMENT OFFICER'S REPORT

(i) Stronsay Tourism Group

NOTED

A tourism group will be formed as a cooperation between the organisations on Stronsay.

(ii) HIE Marinas/pontoon Meeting

NOTED

CDO attended a meeting at HIE held by John Hinkley 8 May 2013.

Information received at the meeting was handed out to the board.

RESOLVED

The board agreed to carry on with the feasibility study of a pontoon on Stronsay.

(iv) Annual Event Weekend

NOTED

CDO informed the board about the plans for the "Stronsay Fest" 23-25 August 2013 that will be hosted by the Stronsay Tourism Group.

Roger Neville-Smith left the meeting.

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12. PROJECT REPORTS

(i) SREL Wind Turbine project

NOTED

The PO gave an update on the production and SCADA issues.

(ii) BIS CIC

NOTED

The subsidiary is now formally registered with Companies House.

(iii) Greenhouse Group - none

(iv) ECO Club - none

(v) Youth Greenhouse Project – none

Bill and Breda Miller left the meeting.

13. COMMUNITY FUND

(i) Fuel Poverty Grant – no report

(ii) Educational and Skills Training Bursary – no report

(iii) Applications - none

(iv) Expressions of Interest - none

(v) Open meeting

NOTED

The board discussed having an open meeting after the review.

(vi) Review of Policy and Process

Deferred to the next meeting.

14. ANY OTHER BUSINESS - none

15. DATE OF NEXT MEETING

The next meeting will be held 7 pm on Wednesday 19 June.

16. CLOSE OF MEETING 22.50

LDG

May 2013