

New Galloway Community Enterprises Ltd

Minutes – Board Meeting

14 April 2016, 7:30pm, Dalveen.

Present: David Briggs, Dawn Spernagel, Helen Keron, Sarah Parry, Emma Curtis, Mike Brown, Margaret Watson.

Apologies: Mary Smith, Andrew Ward.

Also Attending part of the meeting: Marc Henkelmann, Architectural Consultant.

1. Minutes: Minutes of last meeting have been accepted. Proposed HK, seconded SP.

2. Appointment of local Project Manager:

Further to Minute 6 from our last meeting, MB reported that the post had been advertised in The Galloway News, on local posters and several employment websites and attracted four applicants. These were assessed by Creetown Initiative who recommended interviewing three candidates. The interviews took place on 23 March 2016. The interviewing panel was chaired by Andrew Ward (AW) of Creetown Initiative, the independent member was Ivy Stanley (IS), formerly general manager of Abbeyfield Stewarty and Mike Brown, representing the NGCE Board. He did not take part in the interviewing but attended as adviser and client representative. AW and IS recommended Helen Keron should be appointed. MB on behalf of the Board endorsed the decision and HK accepted the post.

The Board noted this decision and thanked Ivy Stanley in particular for her support of the project team in this way.

3. Resignation of Chair. HK stated that in the light of her appointment, she would step down as Chair and leave the Board of NGCE Ltd.

SP therefore assumed the chair of the meeting, in her role as Vice-Chair but indicated that she did not wish to take up the post of Chair.

4. Appointment of new Chair: MB indicated that he would be prepared to stand as Chair and the Board thanked him warmly for volunteering. DB proposed and DS seconded that Michael Brown be the new Chair of NGCE Ltd. *Action – MB and HK to discuss the ongoing relationship between the Chair and the PM.

5. Appointment of Minute Secretary: MB stated that in the light of his new role, he would step down as the Minutes Secretary. HK was asked to take the minutes from now on.

6. Appointment of new Treasurer

Jean Marsden resigned from the committee on the 15 March 2016 due to personal reasons. The Board would like to thank Jean warmly for her important contribution to the project to date, and send her all best wishes.

Dawn Spernagel indicated that she would be happy to stand as Treasurer and the Board thanked her for volunteering. EH proposed and DB seconded the appointment. *Action: HK,

DS and EH to liaise on creating a financial management system and to report to the Board on the proposal.

7. Secretary. MW confirmed that she was happy to stay in post as Secretary and the Board thanked her for this.

8. Financial report.

DS reported that the Development grant of £44,153 has been received from BLF. Also £770 in cash has been banked. A cheque for £2000 from Plunkett and a donation cheque of £200 remain to bank, pending the logistics being sorted out.

Expenses of £550 (FCA registration) and £180 (newspaper adverts for architect and PM tenders) remain outstanding to HK.

This leaves a nominal balance of £46,393.

DS is in the process of registering NG PO as our designated office to bank through.

Due to only 1 original signatory (MW) remaining on the committee, it was agreed to remove HK and Jean Marsden from the signatory list and replace them with DS and DB.

***Action:** MW, DS and HK to work together to set-up online banking using MW's details.

***Action:** DS to swap the signatories.

At this point, Marc Henkelmann, architectural consultant, arrived.

9. Architectural consultant's report.

MH presented the plans for the shop and self-catering flats. The concept is:

- 2 x 2 bedroom self-catering flats – Unit 1 largely at the upstairs front of the building, Unit 2 at the upstairs back.
- Shop remains largely unchanged in structure but the existing kitchen is incorporated, providing a toilet and large office space. This has been agreed with the DGC planning permission team. The shop will have full disabled access for customers.
- A shared utility space in the existing utility room, providing washing and drying facilities for the flats as well as quite possibly the community.
- The existing stores to be used for storage for bikes / equipment for the flats' tenants, and the boiler (and pellet store if required). They will also be a drying room therefore.

Note – the original plan of putting office space in the stores has had to be abandoned due to the impossibility of creating a compliant working space in the area (lack of headroom).

The Board thanked MH warmly for his work to date and agreed the concept as stated.

Various small practical suggestions were made for MH's consideration: An extra window in the Unit 1 living room, replace all windows except the shop ones, could Unit 1 be 4/6 occupancy? ***Action:** HK, MH and EH to work together on these suggestions. ***Action:** HK to provide MH with the final information he needs for submitting the plans. ***Action:** HK to contact Solar Rae for a second quote on boiler installation (Ben Wilde Heating and Plumbing already consulted). ***Action:** Board to meet again in ~2 weeks to give final sign-off of the plans and allow them to be submitted to planning in early May as per the agreed timescale.

At this point MH left the meeting.

10. HK contract / payment schedule. HK will receive a flat fee of £10,044 (90% of the amount budgeted in the BLF application). This now represents a fee for work done rather

than an hourly rate due to the compressed timescale of the project. HK will draw this down monthly in arrears from end April.

***Action:** HK procure a template PM contract from CI and bring a suggested contract for review at the next Board meeting.

11. Valuer visitation. The Valuer visited the property on the 12th April and indicated on the phone on the 14th April that she would report a value on the 15th. (The report to follow before the 29th). Initial indications are that the valuation will be close to the asking price.

***Action:** HK to liaise with MB and SP on receipt of the valuation and plan to meet Jim and Margaret Hopkins early next week.

12. Creetown Initiative contract. The amendments to the payment schedule and the cancellation clauses were agreed and MB signed on behalf of NGCE Ltd.

13. Communications Officer role: It was agreed to advertise the role soon via posters in local shops and on Facebook. ***Action:** MB to draft job specification and advert.

14. DropBox: The Board agreed to use DropBox as its file-sharing system. ***Action:** HK to help DB install it if required.

15. HK update: The Board stated that they were happy with the communications from HK about the progress to date, and so a formal report was not given. HK stated that she will continue to update the communications log daily and to create written reports of key meetings on DropBox, should Board members require more detail on any given subject. She will not email reports or weekly updates. On reflection, she would like to add to the minutes that she will circulate a written report on the progress, including that of CI and MH, 2 days before each Board meeting.

16. Post Office

HK updated the Board on developments within the PO structure that now mean the possible transfer will be more complicated. The Board reiterated its desire to have the PO within the shop if at all possible. ***Action:** HK to continue conversations with Adrian Morley in order to explore the options, while not committing NGCE Ltd to an un-funded course of action.

17. Risk Register

HK informed the Board that a Risk Register sits in DropBox and will hopefully be a useful way of managing high-level risks at Board level.

18. Next steps

- Get valuer's valuation
- Obtain agreement from Jim & Margaret Hopkins
- Commence Community Engagement
- Continue research into background information for application form and business case.
- Start planning Share Offer
- Submit plans for Planning permission (end April).

19. AOCB

- MB requested that all Board members consider the skill sets we are missing from the committee and to bring proposed new members to the next Board meeting. The committee is now down to 7, which is really too small. ***Action:** Board members – as above.
- MB proposed that we hold the AGM after bid submission. It needs to be 15 months from 15th June 2015.
- EH would like to consider further the options for a sustainability report. ***Action:** HK and EH to liaise.

20. Date of next meeting – 7:30pm, Thursday 28th April, Dawn's house (15 Braeside)

Helen Keron, 15th April 2106.