

New Galloway Community Enterprises Ltd

Minutes – Board Meeting

28 April 2016, 7:30pm, 15 Braeside.

Present: David Briggs, Dawn Spernagel, Emma Harnett, Mike Brown, Margaret Watson.

Apologies: Mary Smith, Sarah Parry

Also Attending: Helen Keron.

1. Minutes: Minutes of last meeting have been accepted.

2. Architectural plans:

It was noted that most of the suggestions from the last Board meeting had been incorporated, and as such the plans were accepted by the Board. Marc was thanked for his timely and high-quality work on this. ***Action** – HK ask Marc to submit the plans for Planning Permission approval tomorrow. **Complete.** ***Action** – HK to ask Marc for his views on a second colour for the aluminium doors suggested by MW. (Keilergrau vs Papyrusweiss). **Complete.** Marc will source samples to aid the decision, HK will discuss with EH and MW.

3. Progress update.

The progress update given by HK was noted with the following comments:

3.1. Valuation. Remember to take the Property and Land tax into account for the capital spend in the final bid submission.

3.3 Capital project. EH and MW would like to be involved in the decisions around fittings that will need to be made for final costings. ***Action** – HK to work with Marc and Drew Crossan, the QS, to schedule meetings for this at the correct time.

3.4 Comms Officer. It was agreed that MW and HK and an external person would conduct the comms officer interviews, which should be in the form of a pitch and be completed by next week. It was suggested by MS (in proxy) that the job could be shared but the Board view was that accountability would be clearer if just one person had the role. ***Action** – MW to confirm meeting times that would suit. **Complete** – Thursday 5th May 4–5:30 suggested. ***Action** – MB to contact journalist Mary Smith of CD [not our MC member] as a suitable external person to sit on interviews. **Complete** – waiting on a reply.

3.5 Share offer. It was agreed that since the purpose of the Share Offer is to create and demonstrate community engagement, rather than just raise money, that a low bar for investment is the most appropriate model. The share price will remain at £10. ***Action** – HK check BLF rules on % of members allowed from outside NG. Also to check if being a shareholder makes you a member. Also to check with Microgenius if we have any way of assessing non-resident investors and regulating that. It was also agreed that the minimum target for fundraising should be set very low (£1000, with £780 already raised) so that the scheme is declared a success at any level and can be included in the bid submission to off-set the GCA grant.

3.6 Heating. ***Action** – HK to continue to progress both oil and wood pellet options until enough information is available for the Board to decide.

3.7 Application form. ***Action** – HK to move the draft application form into NG Community Shop Drop Box and all Board members to review and comment as they have time.

Complete. Note that it is currently in a very early ‘brain dump’ phase. HK will continue on the form with a view to getting it to BLF first review as soon as possible.

3.8 Other.

- It was pointed out that selling filled rolls would be in direct competition with the Smithy and the CatStrand. It was decided not to pursue this option.
- HK was requested to pay Creetown Initiative (through online banking) their first installment of £3000 by the end of the month. ***Action** – HK.
- HK contract needs to be signed and then she can invoice for her first installment, plus outstanding expenses. To be paid by cheque (EH & MW signatories)
- Change of signatories is being progressed by DS. ***Action** – DS gather required signatures. ***Action** – MW and HK to liaise to get MW set up for online banking.

4. Matters arising:

- MB asked all Board members to review the Risk Register in DropBox and engage with it. ***Action** – All.
- Jane Johnston, a new NG resident, has expressed interest and offered help with the shop bid. ***Action** – HK to enquire about her professional skills.
- Marc is not concerned about planning permission, so no action to be taken just yet. ***Action** – HK to monitor Planning permission website and inform Board of any objections.

5. Community Engagement:

Board agreed plan of initial events to inform and gather questions, followed by second event to garner investors.

Questionnaire reviewed briefly. ***Action** – HK to incorporate suggestions and re-issue questionnaire for review. ***Action** – All – Review questionnaire and feedback to Helen.

The Board was pleased to hear of the option for Creetown Initiative to create a video, and agreed to pay travelling expenses. ***Action** – HK to ask Andrew Ward to progress. ***Action** – HK and EH to meet to create a running order. ***Action** – MW to enquire about the possibility of drone footage.

6. Post Office:

The Board confirmed its desire to have the PO in the shop if at all possible. They noted concerns about governance, management and lottery fund allocation and agreed to continue progressing towards a solution while keeping these concerns at the forefront.

7. Holidays.

***Action** – HK create a spreadsheet in DropBox. ***Action** – All, fill in spreadsheet with major holidays so we can check for any holes in Board support.

8. AOCB.

None

9. DONM.

Thursday 5th May. ***Action** – HK and MS to liaise to see if a time can be found that MS can attend (early evening?)

Helen Keron, 29th April 2016.

New Galloway Community Enterprises Ltd Progress Update – 27th April 2016

Valuation

The District Valuer has reported back that the property is worth £252,000 (shop, stock, goodwill and house). Jim and Margaret Hopkins have accepted this as the value they would be happy to sell at.

Project Plan

A project plan has been created in Smart Sheet showing necessary actions to submission on the 1st July. I will report against this each Board meeting. So far we are on track for all items apart from the Share offer, which is not a critical step.

Capital project

Plans ready to submit for planning permission on Friday if agreed by Board. 2 month turnaround on PP, so on track with plans to receive it by end June.

Budget review with Marc on Monday showed no issues.

Marc will start on costings based on PP plans with QS next week, for feeding into business plans.

Comms Officer

Two applicants . Interviews planned for as soon as possible, but identifying interviewers is difficult because most Board members know one or the other! Expect to have them starting work a week on Monday.

We have money in the budget to pay them 8 hours a week instead of 4 (shortened time period) and if the successful applicant is up for this, I think we should, as they could then help with the production of the Share Offer literature.

Share offer

Andrew and I met Morven Lyon of Community Shares Scotland on Tuesday. We will be accepted onto their scheme and therefore are eligible for 6 days of mentoring support and £2.5–5k of grant support, for taking photos, designing share offer documentation etc.

Typical time from seeking support to starting launch is 6 months, although this will be reduced in our case because we have the governance in place already.

Share offers are typically open for 2 months.

This all implies that we will not have the results from the Share offer before we submit – I will discuss this with Andy Normansell before the Board meeting.

Most shares are bought through an online system, Microgenius. This sets a target amount, a minimum (below which the offer is deemed 'unsuccessful' and no money is taken from investors) and a maximum. The Board needs to discuss and agree the strategy for setting levels (in the context of a successful and unsuccessful GCA grant application) and to be clear on the link between shareholders and members.

Heating system

Quote received from Ben Wilde Heating and Plumbing for £51,000 for installation of a 60kWhr biomass boiler, pellet store, all plumbing and radiators. Suggests £57k income in RHI payments over 20 years. Will be refined when he has the architectural plans.

Rob Salthouse from Solarae visited on Monday and will give a quote providing comparison of capital and operational costs for oil and wood pellet systems.

Application form

First draft is half created and is being reviewed by Andrew Ward. I will bring the form to the Board meeting for review and discussion about whether to submit it to the BLF for first review next week as per the project plan.

Other

Environmental Health are visiting on the 10th to assess requirements for the shop to be able to sell filled rolls.

Emma H has created a financial monitoring plan that we can use to report against the budget at each Board meeting.

TLT Solicitors of Glasgow contacted for support on State Aid.

Flood risk assessment visit planned, but no date yet.

Plunkett Foundation have confirmed that we have been rolled over onto a new support programme with additional mentoring days.

Community Engagement

Mary and I are meeting on Thursday to plan out some targeted sessions.

Andrew W has created and Sarah reviewed a draft questionnaire – Board to discuss and agree.

Video – Creetown Initiative has in-house resources to do this, for the price of expenses in travelling here from Creetown.

Meeting with Morven has given some more ideas for how to tie-in community engagement with the Share offer, and they will offer some days of (free) consultancy support to develop this.

Post Office

Further conversations with Adrian Morley. He is seeking clarification of his position from the PO.

Other options are being considered.

For discussion and agreement on strategy by the Board.

Helen Keron 27-4-16