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***Minutes of the Board meeting held on***

27<sup>th</sup> October 2021

A virtual meeting held via Zoom

**Present/apologies for absence:**

- **Present:** Luke Emerton (Chair), Iain Frazer (Treasurer), Anne Hislop (Vice-Chair), David Howell, Iain MacKay, Chris Robinson (Company Secretary), Josh Thornhill, Kayt Howell (Manager), Gordon Cowtan (Consultant), Ian Rodger (Fintry Community Council (FCC) representative)
- **Apologies:** None

**I. Approve previous minutes**

- The previous minutes were approved, and the actions listed were addressed as follows:
  1. Kayt circulated the notes made at the meeting with Alison Patterson (AP) at Fintry Primary School with regard to the Carbon Cutter Police.
  2. Kayt had followed up with David Smith (DS) with regard to presenting a history of FDT night at some point in the new year and circulated the history so far to the Directors.
  3. Kayt had sent list of acronyms to Ian Rodger.

**II. Financial Report**

- Iain F had circulated a spreadsheet prior to the meeting. There were not a lot of changes since last time. There are a couple of things which the FDT are owed – heat sales, Renewable Heat Incentive (RHI). These are not needed to pay the bills but it will be nice to have them in the account. Breaking even with the income from the wind farm so overall in good situation.
- Luke noted that quite a large amount had been paid out for callouts to Balgair. Iain F agreed but pointed out that it was still less than this time last year and was primarily for Heat Interface Units (HIU) because residents are starting to switch their heating on.

**III. Staffing**

- Two job descriptions had been circulated prior to the meeting for an IT and Admin Co-ordinator and for a District Heating Network Manager.
- Luke shared his screen and highlighted the main responsibilities for the IT and Admin Co-ordinator and asked for comments.
- Iain M asked if the job would be open to Fintry residents only or to a wider pool of applicants. David replied that there is a legal requirement to advertise the job as widely as possible. Iain felt that one of the points in the job description requiring the successful candidate to relocate to other locations in Fintry may imply that they are already in Fintry. It was agreed that this could be re-worded. David wondered if highlighting Fintry might cause difficulties if the successful candidate was required to attend a meeting in a completely different location. Kayt agreed that the wording needed tweaking regarding where the successful candidate would be working and what facilities and equipment they would have access to.
- David felt that the job description should include information about who the successful candidate would be answerable to. Luke noted that there was already a reference to working in collaboration with the FDT manager and felt that this could be expanded upon slightly.
- Kayt acknowledged that the position was a hybrid position in that it required someone with IT skills but also admin skills, but was confident that there would be someone around with that skill set.
- Kayt pointed out that information about number of hours required and salary need to be decided on and included in the job description. Luke suggested looking at other similar positions to get a comparison. David wondered if the Development Trust Association Scotland

(DTAS) would be able to help with this. Luke also felt it might be worth contacting the Third Sector Interface (TSI) in Stirling for their advice.

- Kayt also asked the Directors to consider when this appointment is required to be made. Luke pointed out that Gordon will be in role until the end of January and that it would not be desirable to have too long a gap between when Gordon finishes and someone else starting. Kayt felt that there was not a great urgency to fill the IT/Admin role until it was a bit clearer how much time would be required for it but it was important to have someone in place to manage the situation at Balgair as soon as possible. Iain M asked if the FDT had enough funds to fund both roles at the moment. Luke felt it would be useful to put together annual budgets to try and forecast what roles can be funded during the year although he acknowledged that this was a difficult task because there are so many unknowns with Balgair. David agreed that appointing someone to take on the management of the situation at Balgair was more pressing than the IT/Admin role.
- Gordon explained that his consultancy work did not involve too much which was included on this job description (the website is updated annually prior the Annual General Meeting (AGM)) but did point out that there is a need to have an oversight of the email system and the SharePoint system which he has been doing. Gordon has been making enquiries with local companies who may be able to provide this service. David wondered if this was another thing which the DTAS may be able to help with. **ACTION: Gordon to contact DTAS to see if they can help or suggest who may able to help with some of the FDT's IT requirements.**
- Luke shared his screen to show the job description for the District Heating Network Manager role and Gordon went through the main points. Gordon felt that the role could be split into three parts –
  - i. Managing the ongoing operations of the system. This is a fairly simple task – keeping an eye out that everything is working ok, occasionally speaking to residents and chasing things up with Aggregated Micro Power (AMP) and EnviroEnergy. Time wise this amounts to approximately one or two days a month.
  - ii. Future plans – working with various stakeholders, trying to find solutions and take steps forward. Gordon is hopeful that by the time he finishes at the end of January, a significant chunk of this will be done in terms of what the path forward is.
  - iii. Managing the transition and making it happen (project management type role).
- Luke asked for comments. Chris felt that communication skills would be a vital requirement as well as experience with the stakeholders as there will be a lot of interaction. Knowledge of district heating systems would also be useful. Gordon agreed and added knowledge of biomass systems would be desirable but not essential. Iain M mentioned good customer relation skills. Josh wondered if the role could be filled by one of the companies who had been commissioned to do the reports on the system recently and if that would be more or less cost effective than employing someone. The benefit of this is that they already have knowledge of the system and any legal implications. Gordon agreed that if the future path had been decided upon then this would be a good solution to contract the project out to a company to make it happen. David also agreed but was concerned about the cost implications. Gordon pointed out that this would not necessarily be tied to the companies already involved and could be tendered out to others. Chris also agreed that this was a good option. Luke felt that having someone with expertise and knowledge was vital and Gordon agreed that tendering out to a company that have that knowledge would be a good solution and may have prevented the current issues if that had happened during the initial installation.
- Gordon felt that the management of the ongoing operations of the current system was a difficult role to fill as it was only one or two days a month. He was unsure if this should be an employee of the FDT or contracted out to a company. There had previously been a suggestion that the caravan park managers could take on this role. Gordon has not spoken to them about this yet partly due to lack of opportunity but also because he feels that whoever takes on that role needs authority to action repairs to be done or at least be able to have easy access to the FDT Board for approval. David felt that the ultimate goal was for FDT to extricated themselves from their involvement at Balgair and that asking the caravan park owners to oversee the ongoing operation of the system would be a step in the right direction as well as being a good way to give the residents more say and control over what's going on. Anne agreed that the FDT are moving towards not having any involvement with Balgair but are not there yet and whilst they are still funding repairs etc. whoever takes on the role will still need to get approval from the Board if costs are more than an agreed amount. The FDT would still have overall responsibility. They are simply delegating the role.  
(Ian Rodger joined the meeting at this point)

- Chris recalled that there had previously been some discussion with the maintenance company over what the responsibilities were for the FDT and what remained the responsibility of the house owner with regards to paying for maintenance and repair. Gordon said that the FDT's responsibility ends where the heat system interfaces with the radiator network in the resident's home and for the billing and metering system. Anything within the home, for example the thermostat or the radiators are not the FDT's responsibility. Gordon also pointed out that the FDT are not contacted anywhere near as frequently as they were in the past regarding issues with the system. This is partly because AMP are being paid to take on this role but also because Douglas Young and Paula Barrowman (park residents) are willing to be the first line of support. There are also not as many issues as there used to be anyway.
- Chris felt that it would be useful to split the job description that Gordon had drawn up into two parts. One which would be a second phase of work for a specialist company to take on and then see which bits are left which need to be covered. Gordon felt that the first section of the job description covered the part which would not be contracted out to a specialist company.
- Josh pointed out that the FDT Board are all hoping for a smooth transition to whatever happens next and asked for clarification of what happens at the moment if the residents have a problem with the system. Gordon explained that if a resident has a problem with their heating or hot water they contact AMP in the first instance and only contact Gordon if AMP doesn't respond. AMP also may contact Gordon if they're not sure how to respond. Josh wondered if it might be easier for these calls to come to the FDT Board if AMP are already fielding a high percentage of the calls for the day to day issues and only contacting the FDT about bigger issues which the Board would have to discuss anyway. Gordon said that the calls are often quite trivial. Chris said he had considered whether the Board members could take turns in being the point of contact. Josh felt that it would be enough to ask residents to contact the FDT by email or on the FDT phone number during working hours. David clarified that the point where the FDT would no longer have any involvement with Balgair was a long term goal involving the Scottish Government and significant planning. David also reminded the Board that at a meeting with the residents they had received reassurance from the FDT that they would not be abandoned and/or left without heating and hot water. Gordon agreed that this was the case but that the issue is in the short term – how do the FDT provide oversight of the operation of the system? Iain F felt that as a transition to whatever the outcome is going to be there needs to be one person who oversees everything rather than different people taking turns. There just needs to be one person who can talk to the Board and be the interface between the Board and the residents. Iain F also felt it would be possible to get an outside contractor to deal with the shutting down of the current system but the day to day running of the system needs a separate person and needs to be sorted as soon as possible. As Treasurer, Iain F pays the bills and checks over them, only needing to check with Gordon occasionally. Gordon acknowledged that it was a slightly strange role but there could be someone who it would suit so it's worth finding out. David wanted to clarify that whoever was in the role would not be working just one or two days a month but would be 'on call' to answer phone calls from residents. Gordon confirmed that this was the case but stated that currently he does not respond to queries every day and that the majority of issues go straight from the residents to AMP. Kayt felt that the managers of the caravan park were ideally placed for this role and could be paid a retainer to do this and be the liaison between residents and FDT as they already do this for other services to the residences and have a good knowledge and oversight of the heating system. Gordon felt that this was a good suggestion particularly if there was some remuneration involved. Luke agreed that this was worth investigating and also agreed with Iain F that it would not be a good idea for the Board to take on this role in turns. Iain M also felt that the Board being on a 'call out' rota would not be a good solution and that a designated person was required. Anne also felt that this was not ideal because the residents need the continuity of dealing with one person and it made sense to ask the caravan park managers. David wondered if Douglas Young would be able to take on the role. Gordon said that he had spoken to Douglas about this possibility when he first took over from Matthew but he was not interested. Anne wondered if Douglas may feel differently now that things have settled down. **ACTION: Gordon to speak to Douglas Young to see if he would be interested in the role.**
- Luke summed up by saying that some of this job description could be done through consultancy following on from the reports that have been commissioned. **ACTION: Gordon to go through the job description and split it up more clearly.** Gordon felt though that the transition to a new system and communicating with the stakeholders about this was something that the Board would have to take on.
- Luke shared his screen again to remind the Board of the number of tasks that are actually listed in the area of ongoing operations and confirmed that this was too much for the Board to

take on. Chris asked if it was possible to give an indication of the time taken for each task.

**ACTION: Gordon to add an idea of the time taken for each task to the job description.**

- Luke asked if more consideration needed to be given to what happens next but was concerned about the time left to get someone in post. Kayt reminded the Board that there is Balgair only meeting scheduled for November 17<sup>th</sup> so it may be good to have everything finalised then. Luke agreed that this was a good plan and asked Gordon if there was anything else that needed to be considered before that meeting. Gordon said that his other key activities recently have been getting the piece of work commissioned. There are two proposals in. Gordon and Kayt have compared them with a marking scheme and have asked Chris to do the same. Gordon is hoping to make a decision about which company to go with by the end of this week and asked the Board if they were happy for him to make that decision and inform the Board what that is or did the Board want more involvement? Josh indicated that he was happy for Gordon to make the decision based on the highest score in the marking system. Chris confirmed that he had no conflict of interest as his employers had not submitted a proposal. Gordon thanked Chris for setting up a meeting with his company and said it had been very useful. Gordon confirmed that the plan was to go with the highest scoring company providing he was confident that they were capable of doing the work. David asked the Board if they were happy that there was only a choice of two companies as it was usual to have at least three tenders although it was not unheard of to go with two if they are reputable companies and the prices look fairly close. David affirmed that he was happy for Gordon to make a decision based on the scoring done by Gordon, Kayt and Chris. Gordon asked if anyone else wanted to have a go at scoring the proposals. The Board all agreed that they were happy with only having two proposals and happy for Gordon to make the decision.

#### **IV. Balgair brief update (Next meeting is Balgair only)**

- Gordon had nothing further to add and referred the Board to the report he had circulated prior to the meeting. He said he was happy to answer any questions.

#### **V. Carbon Cutter Police (CCP) update**

- Kayt reported that all the CCP stuff has been sent to the school and has heard through the grapevine that the children have their badges and are doing their policing. Kayt reported that there had been a lack of communication from the school though. After having sent a lot of information and asking to be involved, offering more information and offering to contact the press and MSP's etc., there has been no feedback or response. Luke reported that there had been an absence of admin staff at the school recently but Kayt had been communicating directly with the class teacher rather than admin. **ACTION: Chris and Luke as parents of children at the primary school to find out exactly what the children are doing and speak to the class teachers about publicity and Kayt will try and speak to the class teacher on the phone.**

#### **VI. Community Action Plan (CAP)**

- The FDT have agreed a list of questions which they would like to be included in the CAP but Kayt is not sure yet how these questions are to be included and had noticed from the FCC draft minutes that the FCC had not decided yet whether to include the FDT questions. Kayt wondered if twelve questions were maybe too many. Kayt wondered if it might be an idea to put the questions online through Fintry Buddies and to the membership to get feedback about community engagement and what the FDT wants to move forward with. She felt that this as well as any questions which could be included in the FCC survey would reach a bigger audience and generate more responses. Kayt had circulated a draft newsletter to the Board which includes the survey. Ian R reported that Michele Bennett (MB) seemed quite keen to include the FDT's questions. **ACTION: Directors to have a go at completing the survey and let Kayt know if they want to amend or add anything to the newsletter by next week. Kayt to also contact MB to ask how the questions could be added into the FCC survey.**

#### **VII. Annual General Meeting (AGM)**

- The AGM is usually held at the end of January/beginning of February so Kayt asked the Directors to consider setting a date and thinking about whether the meeting should be online or in person. The meeting at the beginning of December will be an opportunity to discuss the plans for the AGM.
- Iain F asked if the accountants had asked for any more information regarding the books. Kayt said that she had been asked for a few bits and pieces and she had sent all that off. Kayt reported that the whole process has been much easier now that it is all done digitally. **ACTION:**

Kayt to email the accountants to remind them that the AGM is coming up at the beginning of February.

**VIII. Christmas Evening**

- Kayt has booked the Bowling Club Hub for the 15<sup>th</sup> of December and Covid regulations will be followed. FDT will provide snacks and people can bring their own bottle. Kayt asked the Board to think about who would be there – could partners be invited? Numbers have to be considered with regards to Covid. David wondered if ex-FDT members could be invited. Kayt reminded him that a History Night is also planned in the new year which will include ex-FDT members and it might be better to keep numbers small at the Christmas evening. Kayt is meeting David Smith next month to discuss the format of the History Night and ex-Directors and friends of FDT will be invited. There has been a suggestion to hold it down at the Sports Centre in the Fintry Museum.

**IX. Manager's Report**

- Kayt had circulated her report prior to the meeting.

**X. Consultant's Report**

- Gordon had circulated his report prior to the meeting.

**XI. A.O.B.**

- Anne gave her apologies for not being able to attend the meeting on November 17<sup>th</sup>.
- Luke told the Board of his intention to stand down as Chair and from the Board at the next AGM after being in post for three years. He feels that he is struggling to find time with work and family commitments to do justice to the role. Luke said he regrets having to do this as he has enjoyed his time on the Board and acknowledged that it was not great timing with regard to Balgair. Luke added that he would like to continue being involved with the FDT as a supporter and asked the Board to think about who could be the next Chair. David thanked Luke for all his work as Chair and apologised that he had had a lot to deal with with the situation at Balgair. As Vice-chair, Anne told the Board that she had no desire to be the next Chair. David wondered if this could be discussed at the next meeting but Gordon reminded him that the appointment of a new Chair would not take place until after the AGM when there would be new Directors in place as well. Gordon also thanked Luke for taking on the role of Chair at a difficult time and for the work he has done in that role. Luke thanked everyone for all the support he had received and thanked Kayt for all the guidance she has given him. Kayt acknowledged that Luke and the other new Directors had joined the FDT at a difficult time and hoped that the History Night would show them that the FDT is much more than Balgair.

Next meetings: 17<sup>th</sup> November – Balgair only  
1<sup>st</sup> December – Board meeting (Chris gave his apologies in advance for this meeting)  
15<sup>th</sup> December – Christmas Get Together