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**Minutes of the Board meeting held on**  
29<sup>th</sup> March 2023

**I. Present/apologies for absence:**

- **Present:** Fran Hall, Iain Frazer (Treasurer), Anne Hislop (Chair), David Howell, Iain MacKay, Chris Robinson, Kayt Howell (Manager), Gordon Cowtan (Consultant), Kirsty Murray (Admin Officer)
- **Apologies:** Jo Skabara, Isla Kinnear

**II. Any Conflict of Interest (COI) matters on the agenda?**

- CR declared that he now works for a developer and was concerned that this may cause a COI with some discussions. KM is currently working on the COI policy. **ACTION: CR to look at the COI policy.**

**III. Welcome to Isla**

- Unfortunately, Isla was unable to attend this meeting, so this has been carried forward to the next meeting.

**IV. Approve minutes of 08.03.23**

- The minutes were approved.

**V. Draft minutes of AGM and previous AGM minutes approval**

- AGM 2023**
  - Approved.
- AGM 2022**
  - Approved.

**VI. Financial report (IF)**

- IF had circulated a spreadsheet prior to the meeting.
- The donations from FREE to FDT had been made in good time so there should not be any issue with Corporation Tax.
- The Instant Access account is now mainly FDT money and can be moved easily from that account to the business account by one person. Money can be left in the savings account to accrue interest until it is needed.
- AH questioned the amount being spent on call-outs to Balgair which seems to be around £700 per month. This is less than it has been for a while.

**VII. Office Bearers – any changes**

- AH confirmed that she is happy to stay on as Chair and CR confirmed that he is happy to remain as Company Secretary.
- IF had not wanted to remain as Treasurer and had hoped to have a decent handover period with whoever was taking over. As the plan is to appoint/co-opt a Financial Director, IF hoped that they would take over a lot of the Treasurer's role. There will still need to be a named Treasurer on the Board. IF is happy to stay on as Treasurer for now.

**VIII. Brief AGM review (All)**

- The Board felt that the AGM had gone well. There had been some confusion initially about the change to the Articles of Association (AofA). The information had been sent to all members prior to the AGM. All felt that it had worked well having the AGM alongside the Repair Café. KH and KM had spoken to Paula from the Repair Café after the event and she had been really

pleased with how it had gone. The costs of the Repair Café had been covered by Share and Repair and this had included some payment towards the hire of the hall etc. DH has been asked to write a report for the Repair Café. Lots of good feedback was received on the day from members about the work the FDT are doing.

#### **IX. OSCR report by end of March (CR)**

- CR has been working on this. A copy of the consolidated accounts needs to be uploaded. GC said he was happy to help if needed.

#### **X. Balgair update (GC)**

- A letter has been sent to residents updating them on the current situation along with the report.
- The job specification for a project manager is ready to be advertised on various job boards next week. GC has discussed the role with a number of consultancies, and several are interested so GC has done a first draft of a tender document. CR said he was happy to help with this if needed.
- GC and KH had met Alistair from the Scottish Government (SG) about a grant to fund the project manager and have now had an email confirming a grant. Grants are usually paid in arrears of expenses. The post is initially for one year, 2.5 days per week at a salary of £40k FTE. **ACTION: GC to ask for more detailed information about the grant in writing.**
- IF asked about some recent invoices from AMP including one for a house which has not been occupied for some time to clear sludge out of a radiator. The FDT are not liable to pay for work on the systems within peoples' houses. **ACTION: GC to look into it.**
- IF also asked about payments from Nottingham. The last one was back in December. **ACTION: GC to make enquiries.**
- RESERVED BUSINESS
- GC reported that there have been fewer breakdowns over the last few months and that the boiler has operated well over the winter.

#### **XI. Decision of Earlsburn price index (GC)**

- GC had circulated an email about this prior to the meeting but summarised the situation – Falck works out the amount that the FDT are paid for electricity based on a price in an industry index called the Heron index. This was written into the original agreement. Falck do not use this index for anything else and have to pay a substantial subscription to access this information every year. They have asked if they can change to using another index instead. Falck have done some research looking at past performance and what impact changing to another index would make. Both of the suggested indices are slightly lower than Heron so they are proposing to use the better performing index and add 2% to it. GC has asked QMPF consultants to check the figures and they have confirmed that they look right and that it would be fine to go with Falck's proposal. The Board agreed unanimously to accept the proposal.

#### **XII. Member's letter (All)**

- A reply had been drafted but KH and AH had looked at it again and proposed some changes. A second draft had been circulated to the Board. The Board agreed that the second draft could be sent.

#### **XIII. Outsourcing I.T. (KH, KM, GC)**

- Three potential companies have been found that specialise in I.T. support for charities and third sector. GC has put together a scope of works of what the FDT needs. This includes system and hardware support. It was agreed that cyber security should also be included but there is already some cover for this in the FDT's insurance (**ACTION: CR to look into this**). KM had looked into funding for this but there is none available at the moment. The Board agreed that the scope of works should be sent to the three providers.

#### **XIV. Grants update**

##### **a. Logs (KM)**

- These grants are due to end on 31/03/23. There were six applications this week making a total of 81 at a cost of £2,525. **ACTION: KH to put a reminder on Facebook that logs need to be ordered by 31/03/23 to qualify for the grant.**

##### **b. EE grants (KM)**

- Applications are still coming in. There have been 15 so far to a total of £13,743.76. There has been some positive feedback from grant recipients.

**c. FP grants (KH, GC)**

- These are still ticking over. Energy Action Scotland (EAS) have submitted their first invoice for £15k. The agreement with EAS needs to be changed from FREE to FDT following the change in the AofA. The application deadline has been extended to the end of April, after which time, there will be a review of the process and discussion about re-opening the scheme in the Autumn.

**XV. Directors' packs (KM)**

**a. Update**

- The documents have been reformatted to make them easier to read and have been updated. A contents page has been created.

**b. Signatures**

- All documents, including the new AofA will be circulated to the Board for signing.

**c. New COI policy**

- A draft COI policy has been sent to Burness and they made some suggestions to include. This has now been circulated to the Board for them to read and check before being returned to Burness.

**d. Signing off policies – options (2 per month or share and sign off for next month)**

- It was agreed that the policies should be circulated a few per month for Directors to review and sign.

**XVI. GC new hours (GC)**

- GC had proposed to go down to working one day per week from the end of April. The Board discussed this last week and GC's contract has been revised.

**XVII. Website (KH, KM)**

**a. Arrange a subgroup (or all interested directors) to review initial design work.**

- KH and KM had met with the website team who are now at the design stage. A Zoom meeting was proposed to look at the website so far and feedback to the designers. **ACTION: KH to send screenshots prior to the meeting.**

**b. Week commencing 10/04/23?**

- A meeting was arranged for 12/04/23 at 7.30 p.m.

**XVIII. Transport Day (KH)**

- This will be on Saturday 22<sup>nd</sup> April at Fintry Museum. There will be presentations from Home Energy Scotland (HES) about electric vehicles, charging points and electric bikes. There will also be someone available to discuss general renewable issues. An email has been sent to the primary school to see if they want to be involved.

**a. Bike maintenance rack**

- KH has been looking into purchasing a bike maintenance rack for the village. The cost is around £900. The aim would be to promote bike use. There is a similar one in Drymen which has solar panels to provide electricity for charging electric bikes. A possible location could be on Main Street near the bus stop. **KH to look into who would need to be contacted about this location.**

**b. Hiya car – FDT investment in vehicle - budget, time frame, type**

- A representative from Hiya car will be at the Transport Day. The Board needs to decide if they want to invest in a vehicle.

**c. Hiya car proposal for Fintry**

- KH had provided a link to the package that has been proposed for Fintry in the agenda.

**XIX. Locality (GC, KH)**

- GC and KH had a meeting with Graham regarding:
  - a. Discussions which had arisen at recent community events about investing in a long term legacy. Graham will make his model flexible to vary how much is retained each year for investment.
  - b. The roles of the Treasurer/Financial Director – tasks around finance were discussed and who should do it – accountants, advisers, finance sub-committee? Graham will include this in his report. His first draft should be done within the next three weeks.

**XX. DTAS conference – August 2023**

- There is a two day conference on 29<sup>th</sup> and 30<sup>th</sup> August. Representatives from the FDT have attended previously but not for a while and it is a good conference for networking and sharing ideas. The cost is £75 per delegate for the 2 days. The Board were asked to consider if they would like to attend so that places can be booked.

**XXI. Training – Microsoft 365 – An exercise: add birthday to FDT calendar**

- AH had added her holidays to the calendar but had not been able to share it with everyone. All Directors were asked to add their birthdays to the shared calendar as a training exercise.

**XXII. A.O.B.**

- a. KH & KM off w/c 03.04.23
- b. Charge Place Scotland – KH has been in touch with Charge Place Scotland with regard to the EV charger at the Sports Centre. She has asked about prices for a replacement charger, a faster charger and for keeping the existing one working but has not received any reply yet.

**XXIII. Next meetings**

- Website discussion meeting – 12<sup>th</sup> April 7.30 p.m. by Zoom
- Board meeting – 3<sup>rd</sup> May 7.30 p.m. at the Hub