

# Board Meeting Minutes

Date: 20<sup>th</sup> December 2016

Attendees: Sheila Clark - Chair (SC);  
Peter Thomas - Finance (PT);  
Geoff Read - Secretary (GR) remotely;  
Carol Thomas - Project Manager (CT);

Apologies: None

Meeting type: Board Meeting #001

## Minutes

### 1) Apologies

None received

### 2) Approval of previous minutes

Not applicable although it was noted that a copy of the meeting notes with CMS should be placed on file.

### 3) Finance Report

#### a. Bank Account:

Adrian Shaw has researched banking options and recommends Triodos Bank as one can meet AED's needs, is a good ethical fit with AED, and is managed on-line and therefore will support a virtual team in a variety of locations.

**Motion passed by all present**

**Action: Carol instructed to make application**

#### b. Funders:

It appears that Social Investment Scotland (SIS) are the only real option for us, given that we need a flexible funding arrangement that fills the gap between what we raise through shares and what we need to fund the capital outlay and the first 6 - 8 months of operational costs. CT sought the Board's approval to concentrate on SIS, a CARES loan extension, and not to seek alternative lenders.

**Motion passed by all present**

**Action: Carol instructed to continue discussions**

#### c. Share Offer:

Chrissie Sugden (CS) has worked tirelessly on the Share Offer, has finalized the flier, has made several iterations of the Share Offer document, which will not be ready for a 28/12/2017 launch and continues to work on the Business Plan. It was proposed that the soft community launch be deferred until January 14<sup>th</sup>; that a table be manned at the Hogmanay event to answer questions arising from the flier; that we launch as soon as possible thereafter. Chrissie was commended for her efforts to date.

**Approved by all present**

**Action: CT/CS to execute**

**Action: SC/PT/GR to review document iterations as quickly as possible.**

#### 4) Project Progress

##### a. Detailed Design:

Campbell of Doune (CoD) have completed the initial detailed designs and attended a meeting with representatives of the community, (Alan Mitchell, Tom McPhearson, Mark Hamilton representing David Winters) SC, PT, and CT were all in attendance. The Penstock drawings are now being modified to reflect the agreed solution, which sees both pipelines operating independently (separate intake valves; dedicated pipes, shared trench with water pipe placed slightly above and to the side of the Hydro pipe; a self-scouring sump). This solution is compliant with our planning permission in that it does not require any more space than that already granted and should not present any significant additional costs. It will require a clearly defined and agreed Joint Agreement between Forestry Commission (FCS), Lochawe Management, and AED.

**Approved by all present**

**Action: Carol instructed to ensure that this is on issues register and raised with lawyers when appointed**

##### b. Project Focus:

Project is concentrating on Share Offer, Financial models, and interim funding along with identifying a phased spend plan and a revised project plan showing interdependencies. It was noted that the project is dependent on concurrent activity and cannot afford the luxury of sequential activity.

##### c. Risk Register:

The full Risk Register was not reviewed; CT present the immediate issues:

Risk of not meeting FiT deadline - Amber Alert

Contingency is on getting detailed drawings and costings; securing interim finance to allow work to continue throughout January - April 17

Active Network Management (ANM)

UK Head of Hydro for Innogy has confirmed his agreement; SHEPD must now approach everyone in the queue for connection; Smarter Grid Solutions (SGS) have agreed to carry out a site survey in January to determine communication system requirements (Satellite or not); SGS have confirmed that our lead-times present no problems to them.

Financing

Securing finance to fund requirements in January to April; securing full funding requirement. Both are tightly timetabled and could present challenges. SIS have indicated that they would be prepared to fully fund the project. Iona

Hodge (IH) at Local Energy Scotland (LES) is looking in to how we can secure additional loans/grants to cover the first four months of January

Due Diligence will require all contracts and agreements to be in AED's name so Board will need to sign off on various loans etc.

**Risks understood and contingency approved by all present**

**Action: Carol instructed to continue to manage and report**

Next meeting to be called when Share Offer timetable is clear.

**Minutes approved at Board Meeting #002 on 31<sup>st</sup> January 2017.**

A handwritten signature in black ink, appearing to read 'Sheila M. Clark', with a stylized flourish at the end.

**Signed by Sheila Clark: Chair**