

Board Meeting Minutes**June 2026****Meeting No #076**

Date: Tuesday 23rd June 2026 at 7:30pm

Present: David Wilkinson, Chair
Sheila Clark, Vice Chair
Andrew Swann, Treasurer
Carol Thomas, Company Secretary
Peter Thomas, Operations Director
Cath Auty (DIG Nominated Director)
Hayati Gok (DIG Nominated Director)

Pam Stansbury, Administrator

Absent: Michael Odumosu

Meeting Details: This meeting was conducted via Zoom and was recorded.
Zoom Meeting: ID No 822 8178 9698

MINUTES of the 76th Meeting of the Board of Directors

The meeting was opened at 7:30pm by Sheila Clark, the current Chair. All members were in attendance, except for Michael Odumosu.

1) Apologies for Absence.

There were no apologies for absence.

2) Election of Officers 2026/2027

Sheila handed the meeting to Carol as Company Secretary for the election of officers.

Carol advised that each year following the AGM, all officers had to stand down and be re-elected by the board. All officers had to be elected directors, however both elected and nominated directors voted in the election.

- **Chair.** Sheila stepped down as Chair and proposed David Wilkinson for Chair. There were no other proposals and the board duly elected David as Chair
- **Vice Chair.** Sheila was proposed as Vice Chair and duly elected by the board.
- **Treasurer.** Andrew agreed to remain as Treasurer, with the board voting unanimously to confirm his appointment.

Carol handed the meeting back to David as Chair.

- **Company Secretary.** There were no other proposals, with Carol agreeing to stand. The board duly elected Carol as Company Secretary

3) Declaration of Interests & potential conflicts.

The declaration of interests had been circulated to the board ahead of the meeting (see addendum 1).

Cath Auty advised that the Ellesmere Port interest could now be removed.

There were no other changes to be recorded.

4) Approval of Minutes.

The minutes of the board meeting no #075, held Tuesday 17th March had been circulated to the board prior to the meeting.

The minutes were proposed by Carol Thomas, seconded by Sheila Clark and approved by the board.

5) Matters Arising not covered by the agenda.

BT Works update. Pam updated the board on the current situation with BT. BT have now canceled all the complaints as this was causing a conflict every time the new installation was requested the complaints team found an issue and cancelled the order. The sales team are now suggesting that we move to a stand-alone ADSL line for the broadband, which will reduce our costs.

The board had a brief discussion around the background and history of the matter.

It was agreed that Pam would continue working on a resolution. It was requested that once the switch over was completed a letter would be drafted to Jenny Minto detailing the problems and requesting that she take the matter up for future problems with rural communities. It was also agreed that Adrian Shaw and Brendon O'Hara should be copied into the letters.

There were no other matters arising.

6) Interim Board Decisions

- a. **24th March, Company Insurance renewal.** Insurance renewal had been approved and was now in place.
- b. **24th March, post box materials and costs.** Board had approved the costings and style proposed, Jamie had been requested to source and install. This had now been completed, and the post box was now operational. The key to the box has been hung in the powerhouse for the Op's team to check.
- c. **29th March, Final Year End Finances approved.** Board had approved and signed off on the financial statements to be presented to the members at the AGM.
- d. **11th April, Nominations and Ballot approved.**
- e. **12th April, Members email for AGM, secure page and uploads approved.**

- f. **16th April, Foundation Scotland report approved.** Five-year fund report was produced by Foundation Scotland and circulated to the board for edits and approval. The finished report had now been circulated to the board. The report was considered excellent work.
- g. **19th April, Shareholder report approved.**
- h. **28th April, draft AGM minutes approved.**
- i. **28th April, use of Zoom facilities for Dalavich Water Group.**
- j. **6th May, Minimum holding value for shareholders.** It was agreed that the minimum holding for members to retain their membership would be £250.
- k. **19th May, Powerhouse computer.** The replacement computer for the powerhouse was approved, with the cost of build and installation also being approved.
- l. **14th June, postponement of meeting to 23rd.**
- m. **14th June, request for withdrawal of shares.** This request for withdrawal had been approved by the board.

7) Chair's report

David commented on the successful AGM; he thanked Carol and Pam for their hard work in pulling everything together, and thanked Andrew and Peta for their finance and operations report.

Carol had received some feedback from members which she commented on. Generally, the support from our remote shareholders had been in massive support of everything addressed during the AGM. There were a lot of congratulations and expressions of keenness to help reduce the overall shareholding as and when it became necessary.

David thanked Carol and passed the meeting to Andrew for the Finance report.

8) Finance Report

a. Quarter 2, March to May.

The Management reports had been circulated prior to the meeting. Andrew had covered most things at the AGM, and there had been no significant transactions to mention other than the Community Benefit Fund payment. Since the end of May the payments to shareholders had also been made, hence the bank balance is lower than normal.

Pam is still investigating moving the surplus cash into an interest-bearing account. Given the current interest rates, it would be beneficial although it is not expected to make a massive difference to our overall financial position. However, given that it could amount to a couple of thousand, and we can always predict when money is going to go out it would be beneficial to move some into a short-term notice account.

David thanked Andrew for his report and passed the meeting to Carol.

9) Company Secretary's report

a. Annual General Meeting.

As already mentioned, the annual general meeting was a resounding success, very well received with lots of very complimentary comments coming in from shareholders, both before, during and after the meeting. One or two shareholders had broached the share offer going forward, stating they were quite happy to leave in our hands, but were also willing to comment and make suggestions if the board wished. This is not an urgent matter but one that will need future agreement.

The minutes of the AGM had been recently circulated by Pam. Some changes had already been requested which had been implemented. Andrew was happy with the updated finance report. Peta had also sent some amendments. It was agreed Pam would make the amendments and recirculate to the board for approval to issue to the members.

It had been agreed at a previous AGM that we would make the minutes available as early as possible for our members. They would be held on a secure page and marked as draft, as until they were approved at the next AGM they were not for public distribution.

The resolutions approved at the AGM were:

- Disapply the requirement for professional audit.
- Receive the financial accounts for year ending 30/11/25
- Resolution to make Shareholder interest payment of 4%
- Resolution to make Community Benefit payment of £175,000
- Resolution to remove Share Option on interest payments

b. Shareholders.

We currently have 117 individual members, of which three accounts are held for children. We have since first opening our share issue, had 16 accounts closed and four deceased accounts. We have one deceased shareholder currently going through the legal processes. Carol felt congratulations were due to Pam, as with the exception of £61, waiting correspondence from the lawyers and waiting confirmation of bank details on a youth account, all interest has been paid, all share certificates issued and all paperwork sent out to members.

Carol felt this deserved commenting on as in previous years the outstanding interest had gone into four figures and taken some months to sort out. To have all completed before the end of June was a significant achievement.

Pam confirmed that the only remaining task was to send the five corporate emails out which would be completed during the week. She also confirmed that many members previously on a share option had already sent their bank details ready for next year's change to cash only.

Carol advised that we had not a single complaint about removing the share option. The switch has in fact been well received and supported.

c. Company report

It was confirmed that all the directors' details, the IR30 and the accounts upload to FCA Mutuals had all been completed and confirmation of receipt had been received.

Armstrong Watson still has to upload the accounts and tax computation to HMRC, however there is a longer period to submit, and Pam is dealing with Callum at Armstrong Watson on this matter.

d. Policies and Procedures

These are currently in place, with the amendments slowly being worked on and compiled, beyond the agreement to set the minimum holding as £250 across the board there had been no updates since the last meeting or the AGM.

e. Lease Resumption.

Carol reported to the board that she was becoming increasingly annoyed with the delay and situation with Harper McLeod, who seemed unable to complete this matter. Johnny of TDL had commented that he had never had to do a lease resumption before, and the only reason it had been raised was because of the sinkhole under the old powerhouse. That had been resolved with FLS agreeing it was their responsibility. The sinkhole has not yet been tackled and is currently still covered with a board. We are still waiting for the completed paperwork from Harper McLeod.

Carol confirmed she would keep the board advised.

David thanked Carol for the report. and passed the meeting to Peter for the Operational report.

10) Operational report

a. Generation data and operational activity.

Peta reported on essentially a repeat of last year. May had been dry, but we finished the month 12% ahead of plan. June to date we have generated 87,000 with a budget of 39,000. We are currently well over budget as these are budgeted to be our dry period. Currently running at 100 per hour, which if this continues we will be around 20% over plan at this stage of the year.

Since the last meeting there had been no interruptions to production, other than low water.

The annual service has been moved back to September. This is due to a conflict with CINK's availability. Chris their service engineer is currently assigned on a new installation which is causing problems and taking up the whole of August. It is not an issue for our service to be pushed back to September, so Peta has agreed this with CINK. Chris has the new computer ready and will install during the service, at which point they will also replace the battery in the UPS. The only item outstanding is for Peta to order the gearbox oil required for the service.

Peta also commented that they are beginning to see some encroachment of growth on the pipeline, so during the quieter months the ops team would undertake some brash clearance and strimming. Peta advised that the clearance is done for two reasons; firstly, to prevent any root growth down to the pipeline, potentially causing damage. Secondly to maintain line of sight to the pipeline markers. The contract with forestry stipulates that the clear line of sight must be maintained or they cannot be held responsible for any damage they inadvertently cause to the pipe.

David thanked Peta for his report and passed the meeting to Carol for the Community Benefit Fund report.

11) Community Benefit Fund

Carol began by confirming the fund had been received by Foundation Scotland. The fund had already been at, and the size of the fund has allowed DIG to extend the employment of the Community Development Officer, who was proving her worth in many ways.

It was worth noting that because of the confidence provided by being able to have a CDO, being able to recruit an administrator for DIG and RATL, all from money left from last year's fund has enabled DIG to start hitting some other funders. Because of the successes DIG has had over the last year, primarily due to the funding from River Avich, they are now finding it much easier to get other funding. This means projects like replacing the jetty are now possible in the not too distant future.

Hayati is now in the process of funding EV chargers from a completely different fund, primarily bolstered by DIG being able to show good financial management and some good reliability. Much of this has come from being able to use the River Avich Community Benefit Fund as a foundation stone.

Carol passed the meeting to Hayati to report on the EV chargers.

The project has been going on for several months now. The funding is coming from the Rural and Island Infrastructure Fund, which has been a nightmare of paperwork and other challenges. The fund was released last year, three and a half million of funding available for EV infrastructure and rural communities.

Hayati has been working to ensure DIG have no outlay for the EV chargers which cost between 80 and 100,000. They provide about 45,000, but if you build battery storage into it they can provide up to 300,000.

This has meant that apart from the £5,000 which DIG had to pay for the substation upgrade. SSEN had awarded a grant of £76,000 minus VAT to upgrade the substation and cover the balance of the cost. This had been well received as the previous year SSEN had quoted that as a cost to DIG.

Hayati had recently answered a further answer to Rural and Highlands, which he hoped would be the final question and DIG would get an answer in the next 15 days. These units can be delivered to site and be operational and installed within 15 minutes. They operate from a standard grid and will be able to offer rapid charging of 120 kilowatts, as well as trickle charges.

Hopefully Rural and Islands will have all their answers, DIG will receive a positive response and will then be able to start earning money almost straight away.

Hayati responded to questions and confirmed there would be two rapid 120 chargers, which would be the fastest in the area before Oban, there would also be two 22-watt chargers for overnight charging. It will be possible to set different rates, allowing DIG to set discounts for residents, and other specific groups.

DIG will own the assets outright and based on conservative analysis and other sites around the area, it is expected they could generate £9,000 to £15,000 in their first year. Hayati still has a few hurdles to jump and questions to navigate but he was hopeful for a conclusion soon.

David congratulated Hayati for his hard work and perseverance.

Carol added that a key fact was that DIG had been able to demonstrate successful big projects, back road, community house purchase etc. and this had all held them in good sway with the entities they were now needing to apply to.

Hayati advised that they were working with Scottish Power and acknowledged the significant help Andy Mowat of Kilchrenan had given them. He has contacts with Futures Trust Scotland and had run the solution by them before they had even designed it. They had already said the fund would look favorably on DIG's application. The total funding would be close to £300,000 if or when DIG is successful.

Carol confirmed this concluded the Community Benefit Fund report. David thanked both Carol and Hayati for their report.

12) Communications

The communications list had not been circulated to the board ahead of the meeting. Pam will distribute after the meeting. Most of the communication was routine, there were however two items requiring attention.

First was the Land and Building Business Taxation (LBTT) return, which comes due every three years. In previous years this had been completed by Twin Deer Law, however last time TDL had provided Pam with a lot of information and advised that we could complete and submit the return ourselves. After discussion it was agreed that Pam would undertake the LBTT return and consult with TDL if she needed assistance. Paperwork is to be scanned and sent to Andrew, who will review the figures Pam compiles.

The second communication of note was the Sepa invoice which had just been received and would be processed through for immediate payment.

There were no other major items to note.

13) Any Other Competent Business

There were no additional items of other business.

Pam updated the board on her request at the last meeting to cost shared data storage and to cost bringing the website up to date. With the AGM she had not been able to undertake those but would work on the costings and circulate information to the board when completed.

14) Date & Time of next meeting(s)

Following discussion on dates when directors were away in September it was agreed to hold the next meeting on Tuesday 22nd September at 7:30pm.

David thanked everyone for attending and closed the meeting at 8:20pm

Minutes approved at Board Meeting #077 on Tuesday 22nd September 2026

Signed by:  David Wilkinson (Sep 29, 2026 18:40:21 GMT+1)

29-Sep-2026
Date:.....

Addendum 2 - Glossary of Acronyms and Abbreviations used.

Abbreviation

AED	Awesome Energy (Dalriada) Ltd
AGM	Annual General Meeting
AKCC	Avich and Kilchrenan Community Council
AW	Armstrong Watson (Accountants)
CBF	Community Benefit Fund
CES	Community Energy Scotland
CMS	Co-operative and Mutual Society
DIG	Dalavich Improvement Group
DTAS	Development Trust Association Scotland
EDF	Education and Development Fund
F&S	F & S Energy (PPA & FIT Contractor)
FCA	Financial Conduct Authority
FES	Forest Enterprise Services
FIT	Feed in Tariff
FLS	Forestry and Land Scotland
GDPR	General Data Protection Regulation (Data Protection Act 2018)
GDUoS	Generator Distribution Use of System
HMRC	His Majesties Revenue & Customs
ICO	Information Commissions Office
LBTT	Land and Buildings Transaction Tax
LFDp**	Low Flow Data (percentage allowance)
MOP	Meter Operator

NSR	New Stream Renewables
OSCR	Office of the Scottish Charity Regulator
PAT	Portable Appliance Testing
PPA	Power Purchase Agreement
RATL	River Avich Trading Limited (Trading arm of DIG)
RAHCBF	River Avich Hydro Community Benefit Fund
REGO-FMD	Renewable Energy Guarantees of Origin - Fuel Mix Disclosure
SCVO	Scottish Council of Voluntary Organisations
SEG	Smart Export Guarantee (currently for small-scale generators – capacity 5MW or 50kW for micro-CHP)
SEPA	Scottish Environmental Protection Agency
SIS	Social Investment Scotland
SMS	SMS Energy Services Limited (MOP Contractor)
SSEN	Scottish and Southern Electricity Networks
TDL	Twin Deer Law (Solicitor Legal Firm)

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Final Audit Report

2026-09-29

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