



## Annandale & Nithsdale Community Benefit Company

### Board Meeting

Thursday 15<sup>th</sup> February 2018, 6.30pm

Lochhouse Farm Retreat, Beattock, Moffat, DG10 9SG

### MINUTES

#### Directors Present:

Martin Brown (Chair)	Kirkpatrick Juxta
Richard Mann	Johnstone
Alistair MacFadzean	Dunscore
David Dick	Closeburn
Mike Steele	Closeburn
Helen Haggart (Treasurer)	Lockerbie

#### Apologies:

Hugh Buck	Kier
Russell Stuart	Heathhall
Sheila Farries	Lochside & Woodlands
John Magill	Ae
David Booth	Moffat
Murdoch Macpherson	Dalton & Carrutherstown
Gillian Arnot	SPR
Stephen Thompson	Councillor

#### In attendance:

Cara Gillespie	Foundation Scotland
Laura Moodie	Foundation Scotland

#### 1. Welcome and Introductions

The Chair opened the meeting and welcomed everyone.

#### 2. Apologies/quorum

Apologies were noted. The meeting was quorate (quorum is four Directors present).

#### 3. Minutes of last meeting

##### 3.1 Approval

It was agreed to amend the previous minute to note that Helen was appointed Treasurer at that meeting. The minutes of the previous meeting, 12<sup>th</sup> October 2017 (previously circulated), were otherwise approved.

### 3.2 Matters arising not on agenda

There were no matters arising that were not on the Agenda.

### 3.3 Outstanding actions

There is an outstanding action related to the website that will be further discussed under 7.1

## 4. Grant Applications

<b>Grant Applicant</b>	<b>Project Description</b>	<b>Amount Applied For</b>	<b>Amount Awarded</b>	<b>Conditions of Award/Feedback to applicant</b>
Arthur Trail Association - A460445	To design and install an information board at Hoddon as part of the Merlin Trail.	£1,119	No Award	The proposed information board would be located outside the ANCBC area of benefit, and as such the Board felt there would be insufficient community benefit to justify an award.
Lockerbie Bowling Club - A460544	To contribute to the cost of purchasing a replacement boiler.	£3,000	£3,000	
Sandside Community Garden Association - A464286	To purchase fencing for the Sandside Community Garden.	£13,018	£6,018	That independently inspected accounts are provided prior to any payment being made. That copies of the service level agreement and planning permission are provided prior to any payment being made. The Board wishes to make an award for the costs of the fence only. It recommends that the group shops around for lower priced tools and equipment, as it was felt better value could be achieved on many of the items requested. In addition the Board noted some concerns around the approach to health and safety and recommends the group put in place adequate training, certification, insurance and operating policies before allowing volunteers to use power tools.

Closeburn Gala Fundraising Committee - A464885	To run a variety of events during the Closeburn Gala week in June 2018.	£2,895	£2,895	That evidence of the warranty on the PA System is provided. That the equipment is made available for hire at affordable rates to other community groups.
DG Soup - A465314	To fund organisation running costs and delivery of 4 Soup events across the region.	£4,903	Withdrawn by the Applicant prior to the meeting	
Parents Inclusion Network - A465521	To contribute to Coordinator costs over three years.	£19,975	£19,975 (over 3 years)	That the Co-ordinator position is advertised and recruited for on an open, competitive basis. That the post-holder is PVG checked. For Year 2 and 3: That evidence of full match funding for years 2 and 3 is provided before annual payments are made. That the second and third years funding is dependent on satisfactory interim monitoring reports.
Lockerbie Primary Parent Council - A465824	To cover the transport and entry fees for extra-curricular class and sport trips.	£4,200	£4,200 (over 3 years)	That a satisfactory monitoring report is provided at the end of each project year, and before any subsequent year's payment can be made.
Project Scotland - A465831	To contribute to the running costs of Project Scotland's personal development programme for young people facing multiple barriers to employment.	£14,680	No Award	The Board felt that 10 young people to be supported from the area of benefit was not a large number of beneficiaries, relative to the amount of grant requested, and the number of potential beneficiaries in the community. In addition, ProjectScotland appears to have more than adequate unrestricted reserves to complete the financing of the project, borne out by the fact that that the post was advertised before an ANCBC

				Board decision on the application could be made. The Board asks that ProjectScotland does not apply again until it can demonstrate a financial need for a grant.
Guild of Players - Theatre Royal Dumfries - A466006	To contribute to staff costs for the Theatre Director, Business Administrator, Heritage & Education Officer, and Marketing & Communications Officer.	£20,000	£20,000 (over 2 years)	That evidence of match funding is provided for each year of the award before payment can be made and that a satisfactory monitoring report on the first year, including evidence of progress against the business plan and/or progress towards increased sustainability, must be submitted before the second year's payment can be made.
Closeburn Recreation Hall Committee - A466170	To modernise and update the Hall's fixtures and fittings.	£5,000	£5,000	
Hollywood Village Hall Charitable Trust - A466422	To create a new car park for users of the village hall and to improve access for disabled hall users.	£13,889.16	No Award	The Board noted that the application appears to be a resubmitted version of the 2016 application from another group for the same project, with no further development of the project or attempt to re-check costs. It also noted that the Trust has sufficient unrestricted reserves to complete the project and still leave a substantial contingency for emergency repairs. Finally, the Board noted the Trust's membership structure, which is not open to the community, and also that two of the three Trustees are related. It is of the view this structure is exclusive of local residents and therefore

				inappropriate for support from a community benefit fund. It will be updating its guidance for applicants to clarify this.
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## 5. Finance & Governance

### 5.1 ANCBC Treasurer's Report

The Financial report was circulated, which brought together the actual and projected income and expenditure. The Treasurer tabled some updates to the report. There was an estimated balance for grant making, once future expenditure had been deducted of £200,388. Recommended awards for the current round totalled £69,207. The Board awarded grants at the meeting totalling £61,088. £100,000 has been transferred to the Co-op account. Annual accounts will be prepared for AGM in June.

**ACTION: Treasurer to prepare annual accounts for 1<sup>st</sup> June deadline.**

### 5.2 Foundation Scotland Fund Statement and Grant-making report

The FS Fund Statement and Grant Making Report had been circulated to the Board. It was noted the report dates back to 2016, which makes it very lengthy. Cara asked if this was for a particular reason. It was confirmed not, and agreed that future fund statements would cover a shorter time period, generally the previous year.

**ACTION: It was agreed that future fund statements would cover a shorter time period, starting in January 2017.**

It was noted that there are grants totalling £162,632 still to be released. It was confirmed that three awards should be added to the list of grants for which funds have not yet been transferred to FS, bringing that total up to £132,245.

It was noted that a couple of multi-year awards are due their next annual payment, subject to Board approval of annual monitoring reports. The Board agreed that Directors are happy to review monitoring reports via email.

It is more than a year since a grant offer was made to Thornhill Playgroup and FS have not had communication from them since late 2017, when the group was asked to request an extension. The Board agreed to a small extension, with clear deadlines and evidence of progress required.

**ACTION: FS to request evidence of progress from Thornhill Playgroup by the end of March and state that the grant must be drawn down by the June meeting.**

### 5.3 Assessing financial risk

The Co-Op and Bank of Scotland accounts are still in use and the application to Santander is ongoing. A small amount of annual income is therefore at risk, due to exceeding the amount protected under FCA rules.

### 5.4 Community Council Membership and Local Grant Scheme

Notes on the progress of the local grants scheme were shared by Martin. There is £14,000 still to distribute to Community Councils in local grants. Community Councils currently hold an unspent £45,000.

Eskdalemuir, Penpont and Terregles had not responded to requests for information. Dalton & Carrutherstown had reported difficulties with the forms and Georgetown are also yet to return theirs. Lochside & Woodlands have had difficulties with presenting accounts. Lincluden Community Council was disestablished and is now re-established.

The relationship with Loreburn Community Council is improving with the involvement of ward workers from Dumfries & Galloway Council. £6,000 that went to Loreburn CC is however unaccounted for. The Council have acknowledged that nothing can be done about this and the Board accepts that information.

### **5.5 Foundation Scotland Contract**

ANCBC's contract with FS was circulated. It was noted that the Chair had requested this be tabled for the purposes of inducting new Directors. It was clarified newer Directors had received a grant-making induction but not a company governance induction, including the FS contract but also the SPR agreement, the company M&A and other core governance documents. Other Directors noted they would welcome a refresher. It was agreed FS will circulate the relevant documents for a governance overview discussion at the next meeting.

**ACTION: FS to prepare and send out a Directors Governance pack to Board and add to next meeting agenda.**

Returning to the FS contract, Cara drew attention to the schedule on page 7 and noted those tasks that are currently handled by MB rather than FS, in particular local grants administration and the development & updates of the website. It was noted this was Martin's preference. Cara confirmed that FS stood ready to pick up these tasks if necessary and that there would be no increased cost to do so.

## **6. Foundation Scotland updates**

### **6.1 Recruitment**

It was noted that Katie Nairn had resigned since the previous meeting and that FS is recruiting for a new Community Fund Co-ordinator.

### **6.2 Local Energy Scotland / CARES**

Cara let the Board know that Foundation Scotland is now delivering some community engagement and community benefit aspects of the Scottish Government's CARES (Communities and Renewable Energy Scheme) programme (2017 – 2020). This is the same programme which has funded Community action Plans for several communities in the ANCBC area of benefit. On behalf of CARES, FS will be responsible for:

- Updating and maintaining the online Community Benefits Register (<http://www.localenergyscotland.org/view-the-register>)

- Developing various templates, case studies and guidance notes about community benefit that will be available on the CARES website, and
- Developing a Framework of Contractors on Community Engagement.

FS welcomes the opportunity to contribute its expertise into CARES and identify and share more widely good practice in relation to community benefit and aspects of community engagement relevant to renewable energy projects.

FS will of course continue with the fund administration and support we currently provide, including for ANCBC.

## **7. Any Other Business**

### **7.1 Website and hosting**

Martin noted that the ANCBC Website had been hacked over Christmas. Stephen Thompson's company had helped get the site back within 3 days. Stephen and Martin currently develop and maintain the website and are considering updating the website format and content. Cara noted the offer by FS to take on responsibility for updating the website content in future remains open. Stephen Thompson has estimated a cost of 200-£250 to improve the site layout. It was noted that several Directors were not familiar with the website and agreed all would review it before determining the best course of action.

**ACTION: Directors to look at ANCBC website to feed in comments.**

**ACTION: FS to follow up with Martin & Stephen once suggestions/comments in.**

### **7.2 The Area of Benefit of ANCBC**

It was noted that James Parker, Developer Contributions Officer at Dumfries & Galloway Council had contacted FS to inform them that Clarencefield Community Council was considering merging with the currently disestablished Mouswald Community Council. Mouswald is within the ANCBC area of benefit, Clarencefield is not. James queried whether the newly-combined area would inherit Mouswald's status within the ANCBC area of benefit and therefore the local grant eligibility.

It was queried whether SPR would need to be consulted and confirmed they would not. The agreement with SPR gives ANCBC the power to make this decision.

It was confirmed however that if Community Council boundaries change, the ANCBC Memorandum & Articles also need to change. ANCBC can choose either to include the new Community Council area, assuming the proposed change happens, or exclude a community that is currently within the Area of Benefit. It was agreed the Board is willing to consider a request to change its M&A once the new Community Council is formed.

**ACTION: FS to respond to Dumfries & Galloway Council with the Board's decision.**

### **7.3 AGM date and venue**

The Board would like to hold the AGM in St George's Hall, Dumfries, on Thursday 28<sup>th</sup> June at 6:30pm.

**ACTION: FS to book St George's Hall for AGM.**

### **7.4 Insurance & Company records**

It was confirmed the Chair & Treasurer have obtained indemnity insurance for Directors. Martin confirmed that the ANCBC company records are held at Lochhouse Farm, rather than by FS.

### **8. Date and venue of next meeting and Future Meetings**

The next Board meeting will take place on Thursday 21<sup>st</sup> June, Lochhouse Farm Retreat, Beattock at 6:30pm. The annual accounts will need to be approved before that Board meeting in order to be circulated in time for the AGM.

The next funding application deadline is 16<sup>th</sup> April 2018. Promotion work will be carried out for this by FS in early March.

**Action: FS to promote recent awards and next application deadline.**

### **Future Meetings**

AGM Thursday 28th June 2018, 6.30pm, St George's Hall Dumfries (TBC)

Thursday 11<sup>th</sup> October 2018, 6.30pm Lochhouse Farm Retreat, Beattock.

Thursday 21<sup>st</sup> February 2019, 6.30pm Lochhouse Farm Retreat, Beattock.

<b>Item</b>	<b>Action</b>	<b>Date</b>	<b>Who</b>
5.1	Treasurer to prepare annual accounts for 1 <sup>st</sup> June deadline.	31/05/18	HH
5.2	It was agreed that future fund statements would cover a shorter time period, starting in January 2017.	JUNE	FS
5.2	FS to request evidence of progress from Thornhill Playgroup by the end of March and state that the grant must be drawn down by the June meeting.	ASAP	FS
5.5	Prepare and send out a Directors Governance pack to Board and add to next meeting agenda	MAY	FS
7.1	Directors to look at ANCBC website to feed in comments over the next month.	MARCH	BOARD
7.1	FS to follow up with Stephen and Martin once website suggestions/comments are received from Directors.	APRIL	FS
7.2	FS to respond to DGC with the Board's decision re Mouswald & Clarencefield merger.	ASAP	FS