



**Westmill Solar Co-operative
Minutes of Board meeting**

25th July 2017 at 13:00 at Critchleys, 23 - 38 Hythe Bridge Street, Oxford

Present:

Als Parker (AP), Bob Pedley (BP), Martin Allman (MA), Mark Luntley (ML), Nina Alpey (NA), Richard Benwell (RB), Sarah Flood (SF)

Apologies:

Tom Parkinson Chair (TP)

In attendance: Caroline Ivimey-Parr (CIP) – Ethex;

Actions and action owners are highlighted in green

Agenda Item	Discussion, decisions and actions	by
1. Approval of minutes and matter arising	<p>The minutes of Q1 2017 Board meeting were approved unanimously with one amendment. That should read “delegated to Ethex”.</p> <p>Matters arising not covered by the agenda items:</p> <ul style="list-style-type: none"> • Draft minutes to be circulated to <u>all</u> board members, not just the chair: Ethex to do this • Encouraging local investors: AP to circulate summary of Southwest • Effectiveness of communications and responses: to be discussed at Q3 board meeting • Charity contributions: BP noted that HMRC will recognise contribution to a charity if that charity is recognised by HMRC • Blog schedule: RB to continue organising/producing content • Email provider: to be discussed at Q3 board meeting 	<p style="color: green;">Ethex AP</p>
2. RINA (formerly OST) report	<p>The key things the board noted were:</p> <ul style="list-style-type: none"> • The board discussed that ensuring RINA effectively carry out their responsibilities has been challenging and that the protracted communication chain involved contributes to this. • There will be a “get-out clause” in the contract. • BP raised possibility of forming a collective with other small groups. • MA to discuss with O&M about their experience of RINA and explore how the RINA/ENcome relationship works. • AD to send a list of ongoing items for RINA to respond to every week. • AP tell RINA that Westmill Solar have moved supplier • Ethex have sent Adam Twine some requested data for battery storage at the site. • If there is an issue with the rabbit-proof fencing inhibiting the long ranging of the hares, one-way gates can be installed. 	<p style="color: green;">MA AD AP</p>
3.	From the Ethex report, the following key things since the last board	

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Ethex Report	<p>meeting were noted:</p> <ul style="list-style-type: none"> • Last quarter was the heaviest quarter. • Interest payments will be received into members accounts on Friday • Lancashire are starting the process of pooling assets, merging with the pension fund: BP/TP will be main contact. • Bank accounts: Coop mandate has changed. Barclays documents in. • Notice of charge is now featured on insurance policy • The next newsletter will be sent in August: RB to send Ethex details of promotional activities he has been involved with • There has been a lot of activity promoting community energy: ML asked about promotion of the website, and development of a media list. RB to continue promoting on social media. 	BP/TP/RB
4. Management accounts (Q2 2017)	<p>AP presented the Westmill Accounts position as at 30 June 2017</p> <ul style="list-style-type: none"> • Income, Operating and Overhead costs are as expected. • WeSET have not yet been paid. • The board noted that performance is always higher than FiTs – this is because since 2012-2016 the FiTs are up 9% and performance is up about 25% • To take off ‘Take off Hive up’ line 	
5. Update on O&M renewal	<p>The O&M contract is due for renewal from 31st October. MA has been investigating options.</p> <ul style="list-style-type: none"> • The board noted that there have been some issues with the service from ENcome (MA to meet with them in August and discuss), and that pricing has become much more competitive. • MA to circulate proposal and contract from British Solar Renewables to the board and receive feedback by 15th August. • The board discussed a performance clause in the contract that ensures value for money, as well as the length of contract, and noted that the values and ethos of the company are important to ask about. 	MA/AP
6. PPA renewal	<p>The board noted:</p> <ul style="list-style-type: none"> • The PPA is now signed with the Co-op for a 2 year contract, but Good Energy are still the input supplier. • Ethex to send thank you letter to Good Energy. • AP to get data collection and data aggregation together • The board noted that when a sub-contractor who cheaper on the face of it is lax with admin, the cost is incurred via Ethex having to chase them. • Board noted that the figures from RINA/Good Energy do not seem to be measured/read consistently, RT to compare with the Co-op figures when they come in. 	Ethex/AP AP RINA
7. AGM debrief	<p>The board noted their gratitude to AD for her hard work on the AGM.</p> <p>Key points noted regarding 2017 AGM:</p>	

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	<ul style="list-style-type: none"> • Different location and running order from previous years. • Venue: Might work as part of a circulation of venues, worked well from an organisational standpoint, on-site technicians for AV was helpful. No obvious space to sit and each lunch. More professionally managed than previous venue. • Breakout session went well, importance of good speaker – Enercoop’s Maëlle was well received. Solar Aid suggested for 2018 AGM speaker. <p>The board noted that retaining high AGM turnout will become more difficult in future:</p> <ul style="list-style-type: none"> • More work for same level on engagement. • AGM as an event showcase for co-operative sustainable energy in the South-East – bring in collaborators/general public as well as members. • Board discussed value of a mid-year meeting with the Wind and Solar boards, which could discuss things such as battery storage/WeSET/Co-operative values etc. • RB and NA to take the lead on planning 2018 AGM – decide the 2018 AGM date for the next board meeting. 	RB/NA
8. Community benefit update (inc progress on academic options)	<p>The board heard from NA about research with academic partners:</p> <ul style="list-style-type: none"> • There is a big variation within different academic departments, and a lot of work to follow up on all the different options. • NA to form a focus group with Barbara and others to collectively look at who is out there, what’s going on etc. and then report back. <p>The board noted the steps taken so far for distribution of surplus and the community fund payments:</p> <ul style="list-style-type: none"> • Education is crucial in the co-operative model • Need to decide on how and where money will be allocated, so that it is either paid or committed. • Pay money to WeSET • Progress made by ML regarding suggested projects to fund, and the need for proper documentation of the process going forward. ML to discuss this with the Low Carbon Hub. <p>The board discussed deployment of funds and future recipients of the money:</p> <ul style="list-style-type: none"> • Possibility of delegating recipient decisions to WeSET/members as it is unsustainable for the board to do. RB raised that there is enough money that people could be putting in applications to Westmill. • The board discussed WeSET: developing a closer relationship and the possibility for someone from the solar board to go to WeSET board meetings. The need for clarity regarding expectations of WeSET, and the scaling-up of WeSET governance and capacity. <p>The board noted that further discussion on this subject would be useful</p>	<p>NA</p> <p>Ethex</p> <p>ML</p> <p>NA/ML/SF/AP/ RB/Board</p>

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	<p>and ML, SF, AP, and RB will continue the conversation about subsequent years funding distribution and monitoring and accounting processes.</p> <ul style="list-style-type: none"> • ML to circulate letter from Wind board, LCH and Solar board to the board and get it approved and signed. • Board to review long-term proposals for funding use from LCH, WeSet and CEE. 	<p>ML/SF/AP/RB</p> <p>ML</p> <p>Board</p>
<p>9. Treasury Policy</p>	<ul style="list-style-type: none"> • Board to review Co-op bank if issues come up in future. • TP/BP to give Lancashire proposal investment policy and see if they object, and then slowly progress and start investing £400k in low-risk investments subject to board and Lancashire approval. 	<p>TP/BP</p>
<p>10. Capital repayment</p>	<ul style="list-style-type: none"> • Registry trust proposed timetable with repayment in September. • Ethex to send newsletter to members in time to inform them that secondary market is ceasing trading for month of August. 	<p>Ethex</p>
<p>11. AOB</p> <ul style="list-style-type: none"> - Barclays change of signatories - Dropbox 	<ul style="list-style-type: none"> • Next board meeting: AD bring proposal for alternatives to Dropbox. • The board noted Solar Now as a possible candidate for community benefit fund. • AP to join board meetings on FaceTime • Develop a process for reacting to invitations to events, considering how to achieve in areas of interest (education, national policy etc) 	<p>AD</p>
<p>Next meetings</p>	<ul style="list-style-type: none"> • Board Meeting – 24th October 2017, 12pm 	