



Westmill Solar Co-operative Minutes of board meeting

Westmill Solar Board meeting Tuesday 28th April 2020, 14:15 – 17:00

Location: Online – Zoom Conference Call

Present: Tom Parkinson (TP), Mark Luntley (ML), Bob Pedley (BP), Nina Alphey (NA), Mairi Brookes (MB), Martin Allman (MA)

In attendance:

Ethex - Belinda Bramley (BB), Alastair Maxwell (AM), Sam Parkinson (SP)
Prospective Directors – Andrew Crawford (AC), Angela Bryant (AB)

Agenda Item	Discussion, decisions and actions	by
1. Introductions	<p>TP welcomed those in attendance and introduced AB to the other board members.</p> <p>Each of the board members and those from Ethex introduced themselves and welcomed AB to the meeting.</p>	
2. Approval of Minutes and matters arising	<p>TP briefed the board of the discussion to go ahead at the Board Meeting.</p> <p>Conflicts of Interest: AC – Councilor for Vale of White Horse (VoWH) ML – Chair of Westmill Wind Co-op (WWC), Board member of Energy4All and REScoop NA – Director of Low Carbon Hub CIC TP – Co-op Energy, Mid Counties Co-op MB –LCH – Project Leo BB – Ethex Community Fund</p> <p>The minutes of Q4 2019 Board meeting were approved subject to format edits.</p> <p>Matters Arising:</p> <ul style="list-style-type: none"> • REScoop membership 	
3. RINA report (14.30)	<p>MA led with findings of the report.</p> <p>BSR classified as critical worker status and so permitted on site. Work on site has been carried out as expected.</p> <p>Thermal imaging drone survey – put on hold due to Covid-19 but MA has pressed to move ahead.</p> <p>RINA report - Plant performance is higher than expected. FIT meter change has gone through as expected.</p>	

	<p>MA proceeding with review of asset manager. Proposing a video call with potential alternative asset managers.</p>	<p>MA + Ethex</p>
<p>4. Ethex report & Q1 accounts (14:45)</p>	<p>AM took the board through the Ethex Report.</p> <p>AM still proceeding with the switch of FiT licensing from Co-op to Octopus Energy.</p> <p>The Westmill Solar audit was completed in March and added to the Annual accounts. Waiting for comments from Critchleys on the Annual accounts. First draft of Annual Report has also been completed. Aiming to send out to members on the 04/05/20.</p> <p>Compliance reporting sent to LPPI and no further action required.</p> <p>Shareholder withdrawal requests. Board had no objections to the requests. Ethex to action withdrawal.</p> <p>BP + Ethex to initiate a review of auditors after the AGM.</p> <p>BB took over review of the Quarterly accounts.</p> <p>WSC income is well ahead of budget, due to better generation figures than forecast.</p> <p>Operating costs are slightly over budget. Of this, some relates to anticipated higher rent due to correlation with higher income and some relates to higher unexpected operating costs.</p> <p>Cash balances continue to remain positive.</p> <p>AM briefly mentioned the rates appeal. Ethex have engaged Colliers who have begun an appeal to the VoWH council. Colliers anticipate an estimated £75,000 to be paid to WSC. Expected to be concluded within the month.</p>	<p>Ethex</p> <p>Ethex</p> <p>BP + Ethex</p> <p>Ethex</p>
<p>5. Approval of 2019 accounts (15:15)</p>	<p>BP began the discussion of the 2019 accounts by mentioning that the FCA has begun questioning whether energy co-operatives such as Westmill Solar are truly “bona fide” co-operatives with a similar energy Co-op having been given a formal letter from the FCA to de-register its Co-op status.</p> <p>The board discussed this and its impact on the proposed interest rate to members. The board agreed that it was important to identify what the potential impact would be of WSC having to change its company structure and that it was</p>	

	<p>important to monitor and adapt to the situation carefully going forward. TP to contact Co-ops UK and Community Energy England for their feedback.</p> <p>The Board agreed upon an interest rate of 12p per share to members. TP to draft wording for the Annual Report for members regarding the FCA issue.</p> <p>Board to comment and Ehex to finalise Annual accounts for next week.</p>	<p>TP</p> <p>TP</p> <p>Ehex</p>
<p>6. AGM planning & late 2020 member event</p>	<p>AGM date has been confirmed as the 6th June 2020. Will again be held “jointly” with Westmill Wind via 2 separate Zoom conference calls.</p> <p>Aim to be no longer than 1hr, focusing on basic report of the year (Annual Report, Accounts, approval of minutes from last year, voting of new directors). Members to be informed of online event and be provided with guidance on how to use Zoom.</p> <p>The board felt that further time (15 mins) should be allotted to make sure that there was no crossover between the two AGMs.</p> <p>The board expressed concerns around cramming too much into the AGM. They suggested asking questions in advance of the meeting or holding separate Q&A discussions on community funding and strategy into a separate webinar/event.</p> <p>Ehex to meet with Energy4All to discuss how the AGMs are to be run and will feedback action points from this meeting to the joint WSC and WWC AGM group.</p> <p>Ehex will host a practice session on the 18th May 2020 for board members a practice run through of the event. Ensure that slides are ready for this date.</p> <p>The board took a 5 min tea break</p>	<p>Ehex</p> <p>Board</p>
<p>7. Update on Westmill Centre</p>	<p>MB led with an update on the Westmill Centre.</p> <p>Since WeSET’s presentation at the last board meeting, there have been a number of delays to the build with a number of essential criteria needing to be met to proceed with the build.</p> <p>With regards to the impact of Covid-19, WeSET have received no feedback as to the impact this may have on the timeline for the build.</p>	

	<p>Financially, the total projected cost of the build is higher than initially thought and there is an increased funding gap. MB put to the board the option for WSC to cover the remaining balance to ensure that the centre is completed.</p> <p>The board thanked the work and analysis that MB had put into the project. The board discussed the potential need of the centre as part of Westmill Solar's long-term strategy.</p> <p>The board agreed in principle to the additional funding but noted the importance of talking with WeSET about the delivery of the project and how it's managed going forward.</p>	TP/MB/ ML
<p>8. Other Community Funding issues (inc Community Grants scheme and Midcounties Covid-19 Fund)</p>	<p>NA led on community funding issues. Mid-counties have set up a food bank funds and NA suggested putting 5K to support the fund. Board approved.</p> <p>Grant Scheme – agreed at previous board meetings that we would put £30K aside for a test trial for the first year. NA asked the board for comments on the preliminary grant scheme guidance notes.</p> <p>The board thanked NA for her work in putting together the guidance notes. Board discussed the geographical reach which the grant scheme should be reaching. Agreed that it should focus more on the inner concentric circle of community for the pilot scheme.</p> <p>Maximum of £5,000 per grant application. Deadline for applications by the end of September 2020. NA, AB and TP to discuss marketing of the scheme.</p> <p>Look into the possibility of preparing an annual community funding report for Westmill Solar Co-op.</p>	NA/TP/ AB
<p>9. Longer-term strategy planning</p>	<p>TP led on long-term strategy planning. Westmill Solar and Wind have created a joint strategy group. In summary, the focus of the group is initially across 4 main areas: Local engagement, Member engagement, Lease/planning extensions, Communications.</p> <p>The group has opened discussion with Octopus Energy on the idea of discounts from tariffs (especially the new Community Tariff) to those members of the co-ops who are also customers of Co-op Energy/Octopus.</p> <p>Low Carbon Hub and SSEN are keen to use the combined generation (and local community roots) of Westmill Solar and Wind to anchor new local initiatives. TP put to the board whether we wanted to participate and, if so, how we best manage our involvement.</p>	MB/TP /ML

	Board agreed that they were happy for the working group to pursue Westmill Solar's participation in Project LEO.	
AOB	TP ended the board meeting by thanking BP for all the hard work which he has done whilst a board member of Westmill and wish him all the best and hope to see him continue to participate in the future.	