**Harborough Energy Meeting**

25th January 2018, Beerhouse

Attendees: Denise Marsdon, Oliver Savage, Darren Woodiwiss, David Robbins, John Twidell, Gavin Fletcher

Apologies: Peter Jones

The Minutes of the last meeting had been circulated and agreed.

**Actions in bold and a list of actions is at the end of the notes.**

1. Governance and Administration

Gavin Fletcher and John Twidell agreed to become directors of Harborough Energy and Harborough solar One. DR proposed them, DW seconded, no objections

Both to complete AP01 form for Companies House

OS as Company Secretary to HS1 signed off the FCA statutory return. **DM to make return asap**

DM had submitted her first invoice for governance and administrative support together with a timesheet. The timesheet was agreed as fit for purpose but it was agreed that time over and above the expected 1 day per week should not be carried over but rather charged with directors keeping a watching eye on this expenditure.

DR provided a Data Protection update in response to the expected changes from GDPR. DM asked the board to note that this was most pertinent as there had been a complaint relating to data integrity in respect of one of the installers on the framework. This had been resolved but served to highlight how important this issue is. DR provided a 2 page guidance document.

OS has circulated a Risk Register document. The Board discussed the format and current contents. It was agreed that he had produced a good document that the board should seek to review formally on a quarterly basis. JT asked that the wording on liquidation be changed to show that he was merely responsible for identifying and reporting on any likely issues and concerns over our associates rather than suggest he be responsible for any actual liquidation activity

OS noted that the board needed a clearer understanding of the financial positions of both HE and HS1 at any one time. In particular in relation to HS1 variation against forecast.

**GF will review forecast against actuals for HS1**

**DM will compile HE actuals information**

**Comments on either document to DR/OS as appropriate**

1. Project Updates

NBJ – planning consent has been obtained. DM had circulated the proposed share offer document. It was agreed that a glossy document was not necessary but that all risk information would need to be included. The board queries the use of a trading platform such as Ethex. GF felt that sufficient capital could be raised from the existing members. However, OS pointed out that as this was in the region of £3k this might be problematic. GF also noted that there were other platforms that could be considered and that the share offer could go to existing members first with a share platform to be approached for any shortfall which would reduce the cost of the service.

The board still has some concern regarding safeguarding existing investment. The 2 projects would need to be clearly delineated and monies ringfenced as far as possible. In order to target those members that withdrew from HS1 following the loss of the original project data protection issues would need to be addressed

DM asked the board to note that there was co-funding support from Community Energy England but that it would require a prospectus to achieve the Co-operative Society Chartermark.

The board expressed some concern about entering into a long term contract with a private commercial concern and the risks associated. This would need to be clearly outlined in the prospectus and covered in the licence. Perhaps risks might be mitigated through the licence combined with insurance.

**GF to check with Benn Dodd how Green Fox managed this**

**DM/DR to review DP issues related to withdrawn members and how to gain their consent to market the new offer to them**

**All to check the Community Energy England site with a view to assessing whether we need the Chartermark**

**OS to draft a timetable for the NBJ project.**

**All to review prospectus and licence and financial forecast in order to provided draft documentation to Neil Burke asap.**

**DM to review project pipeline**

Diocese PV – the funding to take forward 24 properties in their portfolio (Rectories) has been approved. They are asking incumbents if they wish to be considered for inclusion before finalising the properties. Once we receive the go ahead Environmental Energies will commence surveys. This is a consultancy fee for HE.

JT suggested that HE create explanatory materials for clergy and parishes to encourage further understanding and potential take up of PV.

Warm Homes project – DM provided updates. The scheme currently covers Harborough, Hinckley and Bosworth and North West Leicestershire with the County Council also looking to use our framework. The scheme is working well with various installers providing measures, mainly insulation plus some heating replacement. GF queries the work load associated and DM confirmed that it was minimal as the installers managed most of the process. To date the project has invoiced around £1k in referral fees which would help to support administration costs for the community projects.

WRAP project – DM has not been able to complete the application due to time constraints and priorities. Other funding options are also available such as Ebico and Marks & Spencers. OS felt that DMs time was better utilised on core activities at this point in time

1. AOB

DW asked the board to note that Power to Change is brokering the purchase of established systems with a view to supporting the community owning them to create a predictable revenue stream.

**DW to look into this further**

1. Dates of next meetings

Board Meeting 1st March 2018 – It was agreed that a more private, quieter venue should be sought for future meetings. All to look for potential venues. Failing a suitable venue being found DR has offered his home for the March meeting.

|  |  |  |
| --- | --- | --- |
| **Action** | **Who** **All to research venues** | **By when****Ongoing** |
| Make FCA return on behalf of HS1 | DM | asap |
| Review financial situation | DM/GF/DR | By March  |
| Comments on Risk Register and Data Protection Guidance | All | On-going |
| Check how best to manage new project in relation to existing members with Green Fox | GF | asap |
| review DP issues related to withdrawn members and how to gain their consent to market the new offer to them | DM/DR | asap |
| Consider requirement for Chartermark | All | asap |
| Produce draft project timetable NBJ | OS/DM support | asap |
| Review financial projections for NBJ | All | asap |
| Review draft prospectus and licence | All  | asap |
| Review prospect pipeline | DM | March |
| Power to Change – Look into option further | DW | March |