



## Harborough Energy Ltd Board Meeting 14<sup>th</sup> September 2021 Minutes

**Held on:** Tuesday 14<sup>th</sup> September 2021 at 6pm  
**Venue:** NBJ Joinery Ltd and Zoom  
**Attendees:** Peter Jones (Chair), John Twidell, Neil Burke (all at NBJ)  
Zoom: David Robbins, Gavin Fletcher, Darren Woodiwiss

**Apologies:** Sharon Burke

**In Attendance:** Donna Hanlon (minutes)

### **Actions in bold and list of actions at end of minutes**

---

#### **1. Welcome and apologies**

PJ welcomed all to the meeting.

#### **2. Minutes of Board meeting held on 25<sup>th</sup> May 2021**

The minutes were accepted as a true and accurate reflection of the last meeting and duly signed by PJ.

#### **3. Action Points not covered in Agenda**

The work around Warm Homes was flagged. It was confirmed that the MOU for Blaby District Council has been signed and marketing had recently commenced in the area. With regards to more structured reporting, some had been put in place already, and a meeting had been convened in August for further discussions around this. Unfortunately, no-one had been able to attend this meeting therefore DH will circulate some more dates to reconvene in October. **Action: DH**

#### **4. Health and Safety Issues**

There were no health and safety issues to raise.

#### **5. Operational Matters**

##### **5a) NBJ Energy Outage**

PJ reported that the minutes of the last meeting had reflected the concerns of NB on the outage issue.

JT ran through the report that he had kindly put together in reaction to the independent report from JoJu Solar, which is attached at Appendix 1.

Although most of the information discussed is in JT's report, some key points were raised and discussed as follows:

- From looking at the handover document originally submitted by EE, the Invertors should have had a record book/log and also a programmable meter, both of which did not seem to be apparent. In addition there was no wiring diagram for the power hut or photographs of the installation. In hindsight, for the future, it is important not to rely on the Installer's Inspectors but to ensure that HS1 also obtain an independent inspection.
- GF raised here that inspections may have been carried out in order to obtain FIT accreditation.
- NB asked what the cost of the report had been. It was confirmed this was had been approximately £300 and had been invoiced to HS1. It was highlighted by DW that James Markwell also carries out such inspections, should the need for something like this ever arise again.
- JT reported that it was significant that EE changed nothing after the first event, making it almost inevitable that the second event would happen.
- The lack of a wiring document and details of what had been removed from the hut had made it very difficult to ascertain what the characteristics of the components had been.
- With regards to the final installation by HowPow, NB advised he was fully confident with their work, the fuseboard now had many safety devices with individual 'trips' and it would be almost impossible for such an event to occur again. It was flagged by JT that it would be useful to obtain a diagram/component list for what has now been installed by and he agreed to follow this up with NB in order for NB to seek this from Howpow. **Action: JT/NB**
- DW asked whether anyone had approached Community Energy England to see if they have any commissioning guidelines to follow? Nothing had been done on this so far and it hadn't been raised by JoJu Solar, however it was agreed that lessons need to be learnt and for future projects a checklist / commissioning guidelines detailing what specifications are needed will be crucial.
- It was agreed that EE's response had been very casual and disappointing.
- Discussions were held regarding the best way to proceed;
- NB suggested that as EE commented on JoJu Solar's report, JoJu Solar need to be given the opportunity to respond to those comments in the first instance.
- It was agreed that litigation would be inadvisable and expensive. However, it was suggested that EE should be invited to make a contribution to the remediation costs to close the matter down as a gesture of goodwill.

### **Insurance Claim**

Much discussion was held regarding whether to make an insurance claim and whether such a claim would stand up as valid with Harborough Energy's insurers. *[Further details are available on request].*

NB agreed that lost production time is significant – NBJ would normally be looking at around £20,000 per day of business based on turnover. In addition to this, NBJ hosts a Pointlink internet service feeding all rural businesses in the area, so those businesses also lost communication for a significant period of time. Although NBJ would not wish to pursue a claim for loss of turnover, it is believed that EE should take *[some]* responsibility and make a contribution to *[remediation]* costs ...

NB gave full credit to Harborough Energy for obtaining an independent report

After some discussion it was agreed not to close the claim down completely at this point. It was agreed that GF send a copy of JoJu Solar's report to the Insurers to obtain their opinion on whether there might be a valid claim. **Action: GF**

Following these discussions, the following actions were agreed:

1. GF to message EE with an acknowledgement only at this stage -
2. GF to send EE's comments back to JoJu Solar for their opinion
3. Following a reply from JoJu Solar, GF to draft a response to EE asking for a report (to circulate to all Directors for any opinions/suggestions before sending)

**Action: GF**

GF asked for findings from this incident be incorporated into the Risk Register. **Action: DR**

DW took the opportunity to thank JT for preparing the report for the Board and all supported this and gave thanks.

### **5b) Technical Update / Report on Performance / Reduction in HS1 Performance**

DR summarised that as well as the loss from the outages, there has been a 22% loss on performance over all sites this year. 26% on NBJ and 15% of this from the 2 other sites. There is a range of possible reasons and the Board need to be clear on how to report this to the Investors.

DR added that a presentation had been circulated previously for the Board to review.

Some protracted discussion was held around this and the key points to arise were as follows:

- JT advised that there are now difficulties making comparisons with other arrays, as the University of Sheffield have had to stop their service. However other AGMS that have been held for Co-ops have highlighted a slight reduction in performance than in previous years, but nothing of any significance.
- It was asked whether the difference in weather this year could have a bearing on these results however it was advised that this had been investigated and there was no evidence to support this.
- JT advised that a 10% variation each year is common.
- DR advised that the 26% reduction for NBJ isn't just for the outage, the performance had also been down during other months across the year.
- DR referred all back to the previously circulated presentation, where data was broken down month by month and areas where there are losses were highlighted. It seems to be a general % reduction across the whole year rather than anything specific.
- Discussions were held regarding whether there could be issues with maintenance of panels, systems being switched off and not back on quickly enough, equipment degrading. There could be many reasons, however without a visit to the site or a proactive individual responsible for these issues at each site it is difficult to know for certain.
- It was agreed that the last 12 months with Covid lockdowns have made it difficult for anyone from Harborough Energy to attend these sites to check things over. However JT kindly agreed to pick this up now and will arrange to visit Woodnewton and Archway as soon as time allows (hopefully in October) to inspect the sites, take photographs, speak with caretakers and check that there is no trees shading the panels. **Action: JT**
- In order for JT to action this, GF will advise JT of the contacts he currently has with Woodnewton and Archway. **Action: GF**
- GF stressed that the response to shareholders will be more about what is going to be done to improve upon this situation. DR added that as this is actual income being lost it is vital to be proactive.
- GF also suggested that a possible option in addition to JT's visit is to set up a regular monthly check in with each site to ask if everything has been working OK with the solar on the site. It is important to try to establish a regular contact at Woodnewton. This 'check in' could easily be actioned by My Admin along with keeping on top of Emig notifications.
- PJ advised that depending on what also happens at LearnAT, a more formalised approach to this will be needed, possibly by sending regular monthly bulletins to the named champion at each site, with a proactive feedback to the Board.
- GF added that a health check on the arrays had originally been considered by a qualified person and a quote had been received, however it was agreed that it is not best to incur these costs at this time.

### **5c) Risk Register**

A date needs to be scheduled for a meeting to review the Risk Register.

DR advised that the most recent and fundamental risk had been what was happening at NBJ and this needed to be added in once findings are concluded. A Warm Homes meeting is also needed, as this is included as a point of discussion on the Risk Register and with the HS1 AGM also due, it will likely be December for a Risk Register meeting. It was agreed that DH will put some dates around for 2 hour meeting to review this.

It was agreed to prioritise the meetings as follows 1) Warm Homes 2) AGM for SH1 and 3) Risk Register.  
Action: **DH to circulate dates**

## **6. Treasurer Role & Financial Report**

### **6a) Overview of operating cash flow / balances**

GF has reviewed cashflow to the end of August. A more detailed summary will be circulated after the meeting as an Appendix to minutes (now attached as Appendix 2). **Action: GF**

It was explained that Income and Expenditure for HS1 has settled and, apart from the NBJ outage, is in line with last year. Cash at bank is approximately £20,000.

There is still the outstanding issue of getting the information from Master Accounting about the Investor query – it was reiterated that this is crucial to resolve asap. GF advised that he will chase and then PJ will follow up if there is not a prompt reply to this. **Action: MB and PJ**

The balance at bank for Harborough Energy is currently £450.

It was advised that the Annual accounts had been previously circulated however there was some confusion around this as not all parties had seen them. In the interest of time moving on for this meeting it was agreed that the accounts be re-circulated again for review prior to signing off. DR flagged concern that prior to being able to accept the accounts, a clear understanding is needed on what the position is with Harborough Energy as there is a bigger loss than last year, reserves are now negative.

DR summarised his main concerns; being that there is an £1836 loss which is double the previous year's loss. Capital reserves have gone from £1600 to -£159, primarily due to sundry expenses and management fees.

GF explained that the sundry expenses related to the picture rights charge. There has been a reduction in sales as Warm Homes has been affected by Covid, however management fees haven't gone down by the same amount as the reduction in sales. It was explained that some of these management fees will be reimbursed by the grant to be received for the LearnAT study.

DR asked whether it is likely that the negative reserve position will improve over the next year? GF advised that a lot of it depends on how much comes in from Warm Homes and what is spent on management fees. GF explained that Harborough Energy is slightly unusual as it is mainly a vehicle for managing Harborough Solar One and when things need topping up this is done based on the fact that Harborough Energy uses a lot of resource managing Harborough Solar One.

PJ asked whether in percentage terms this is manageable, given the balance in HS1, and it was agreed that it is. PJ added that this is really an accounting mechanism that needs quantifying in the notes for the accounts a little more accurately.

It was agreed that these responses covered DR's queries.

## **7. All other bids and Initiatives**

### **7a) Community Benefit Fund**

This is on hold pending the depreciation / Investor query being resolved. It was confirmed there are no issues on this. This information does need sorting before the next AGM.

### **7b) LearnAT and Grant Status**

It was reported that investigations are complete and a report should be forthcoming shortly. GF will contact Darren Barker at NEP to chase this up. **Action:GF**

### **7c) Tugby Parish Council**

JT advised that Tugby Parish Council is progressing. JT reported that he had visited the site and they are interested in pursuing further, however they are going to explore and grant funding first of all. JT will keep in touch with them for any updates. **Action: JT**

### **7d) Big Solar Co-Op**

DR advised they had done an interesting update had recently been circulated on how many sites Big Solar they had made contact with and put proposals together for. No further engagement has been held with them so far, however they are willing to talk with Harborough Energy when the time is right. They use mostly volunteers to find and do the initial work and then in-house professional services for the design, delivery and operation / share management work. PJ summarised that this may be something to look at again once the Risk Register meeting and AGM is finalised and the issues with NBJ are resolved.

## **8. Any Other Business**

### **8a) Market Harborough Big Green Week**

This is taking part from 18<sup>th</sup> – 26<sup>th</sup> September and DR asked if there was anyone from Harborough Energy could be around to take part in this. DW advised he will be involved anyway as part of Sustainable Harborough.

DW advised that he will circulate more details about the event amongst the Directors for further information in case anyone could be around to support. **Action: DW.**

### **8b) Tilton Green Fair**

JT advised that the Tilton on the Hill Green Fair is happening this Saturday and Miriam Renner (a HS1 member) has kindly offered to promote Harborough Energy at the fair. Miriam has been given some information about Harborough Energy to have available at the fair as a Powerpoint presentation which will be showing. DH also added that Helen Chadwick from Harborough District Council is going to attend. JT advised it would be good to send Miriam a note of thanks for this from the Board and PJ agreed to do this. **Action: PJ**

## **9. AGM for HS1**

DR advised that the shareholders need to be advised of the date of the HS1 AGM. **Action: DH**

A diary date is also needed for a meeting to discuss the content / structure of the AGM. It was agreed to set that as the next Board meeting and will need to be held in good time to be able to give the correct notice periods to shareholders for any documentation that is to be sent out.

DH asked if the AGM is to go ahead on Zoom or if a face to face meeting would be preferred. The majority felt that as things are still volatile with Covid it would be best to run the meeting online again. DW mentioned that if a room is needed in the future, the Ecovillage has a room and this might be a suitable venue.

## **10. Date of next Meetings**

**Board Meeting / Planning Meeting for AGM  
27<sup>th</sup> October 2021 at 6pm via Zoom**

PJ encouraged all to advise DH of any specific points that may need discussing at the Board / planning meeting and these can then form part of the agenda for the Zoom.  
It was agreed to invite James Markwell to the next meeting to present, and to give him the option to stay on for the remainder of the meeting if he would like to, in order to get a better idea of what the organisation is about.

**AGM for Harborough Solar One**  
**17<sup>th</sup> November 2021 at 6pm via Zoom**

Signed .....

Peter Jones (Chair)

## Action Points from Board Meeting 14.9.21

Action	Who	By When
Arrange date for another Warm Homes review meeting	DH	October
Obtain a component list and installation diagram for Power Hut at NBJ from HowPow	JT / NB	ASAP
Send a copy of JoJu Solar's report to Insurers for an opinion	GF	ASAP
Acknowledgement to EE	GF	ASAP
Send EE's comments back to JoJu Solar for further comment	GF	ASAP
More detailed reply back to EE once JoJu Solar respond further	GF and other Board members to comment	Upon receipt of JoJu Solar's comments
Add points to Risk Register following NBJ incident	DR	By time of next Risk Register meeting
Visit Woodnewton and Archway sites for inspection	JT	October
Advise JT of main contacts at Woodnewton and Archway	GF	ASAP
Arrange a meeting to review Risk Register	DH	ASAP for a meeting in December 2021
Chase Master Accounting for resolution on Investor query	GF and possibly PJ	ASAP
Contact LearnAT for update	GF	ASAP
Keep in touch with Tugby Parish Council periodically to see how things are developing	JT	Ongoing
Circulate details of Market Harborough Big Green Week	DW	ASAP
Advise members of date of HS1 AGM	DH	ASAP