



Harborough Energy Ltd Board Meeting 28th September 2022 Minutes

Held on: Wednesday 28th September 2022 at 6pm

Venue: Zoom Video Conference

Attendees: Peter Jones (Chair), John Twidell, Darren Woodiwiss, Carl Tiivas, Stephen Rankine

Apologies: David Robbins

In Attendance: Lesley Burrows – My Admin Support (minutes)

Actions in bold and list of actions at end of minutes

1. Welcome and apologies

PJ welcomed all to the meeting.

Apologies were received from David Robbins. A formal welcome was extended to Stephen who is going to support Carl with Financials.

2. Approval of minutes of meetings held on 14.06.22

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

Noted: Action 9 Operational Matters, section d) Woodnewton the charge less 10% should be 18%.

Amended in 14.06.22 Minutes.

3. Action Points not covered in Agenda

4. Action Points from Succession Planning Meeting

Outstanding actions are covered in other points below, however some points are still outstanding if we could revisit.

The handover for CT : **(CT)** to list out to PJ anything outstanding points. HE closure checklist to be reviewed, **(LB)** to circulate HE closure checklist as sent out previously and detail out.

5. Health and Safety Issues

No issues arising.

6. Treasurer role & Financial Report

a) Overview of operating cash flow / balances

HS1 Insurance now renewed. Cancellation of HE insurance now cancelled. Email confirming no outstanding insurance payments for HE.

It is agreed that Share Energy will formally take over the accounts 1st August 2023 for HS1 and now agreed that Master Accounting will carry on as previous, VAT and Bookkeeping: Making Tax Digital is set up accordingly for VAT returns. MA said that the charges do not need to be any different, MA can

comply with Tax Digital using a spreadsheet which has been devised by Anna 'Absolutely No Nonsense'.

The accounts have been produced for HE Ltd up to the 31st March 2022.

Summary:

HE Ltd

- Profit £1,615 up to March 2022 – made two thirds of the net margin made.
- Consultancy Fees for Learn AT Academy – Grant received.
- Balance in the bank end of March 2022 (£1,865.75 12th May).
- £800 in the HE bank account, outstanding MA Bill for Scheduled Accounts up to the end of March 2022 and the final closing Accounts to come out of this.
- Official closing date for HE **(CT)** to confirm with MA. Lodge the closure of the impending company – advertise via a journal then allowed to close, **(CT)** to liaise with MA. DC01 form to be sent once remaining assets moved in HS1.
- Gavin's resignation has been confirmed to MA : resignation date 22.06.22.

HS1 Ltd

- HS1 end of year accounts end of July 2022, MA to prepare accounts and confirm to CT.
- Balance £22,983K after paying our insurance and the late Deborah Sawday's Estate (shares in both projects), chase MAS for the balance up to the end of July 2022 **(CT)**
- CT now has access to the Co-op banks accordingly.

b) Shareholder Interest Payments

Interest payments due in November: check prior to the AGM

c) Depreciation of assets in accounts

Ongoing

d) Share Energy

Start date 1st August 2023 annual charge £3,862.50 – countersigned agreement to be received by Share Energy and formally voted PJ to sign. John Hallie CEO for Share Energy has been introduced and comfortable with their outfit, whom will be taking over the managing the Share Register/payments a formal handover to follow. MAS continuing with minutes/meetings/circulations. **(PJ)**

7. Governance

a) Annual Accounts

HE annual accounts now received – to be filed with Companies House – agreed on the handover by all.

HS1 annual accounts MA to prepare.

b) Handover DR

Company Records: This is to confirm officially that on 22nd August, I **handed over to Carl the paper records for HE / HS1**. This includes the original signed PPAs, site installation manuals and all previous paper files that I took over from Denise Marsdon when she left in 2019. **NOTE: These need to be kept safe for future reference but are not confidential.**

Coop Bank - I handed over the paper files (statements, cheque books, etc) and went briefly through basic security measures (ie keeping PINs, logins and tokens, separate and stored securely, not sharing

personal credentials). **NOTE:** These must all be kept safe, following Data Protection guidance and are company confidential.

As agreed with Carl and the other directors, the Coop forms were signed off by me to **appoint Carl as a new Signatory and as the Key Contact / Correspondence Address** - which was changed from mine to Carl's home.

c) Members opting in /out

For discussion at the AGM – no updated/definitive list for sending out emails to investors : wanted to send an email re: BBC interview.

d) HS1 AGM – Date / Venue

- Confirmed: HE/HS1 AGM Wednesday 16th November 6.30pm : Location Our Lady of Victories Church, Market Harborough.
- Confirm date/time/venue to investors **(LB)**
- Bacs payment to Father Christopher O'Connell **(LB/CT)**
- General commentary on the projects/ financials **(PJ)/(CT)** HE / HS1 accounts to be finalised prior to the AGM **(CT)** Operational Outputs **(JT/CT/DW)**
- BBC interview add on Laptop **(LB)**
- Date to test laptop / equipment **(LB)**
- Government Policy Dialogue: price capping : 30th September possible discussion at the AGM

8. Harborough Energy Ltd – Winding Up

Closure of HE : it was confirmed it cannot be formally closed until certain things have been finalised such as Warmer Home payments, bank accounts insurance cancellations. See notes below being actioned:

- a) HE insurance **cancelled / finalised** Accounts - by MAS / Master Accounting HS1
- b) Continuity of HE Website / email redirection (5yr via Ideal) **DW**
- c) Closing Bank Account – transfer of assets to Harborough Solar One (HS1) pending account signatory now confirmed **CT**
- d) Councils / Warm Homes – transfer to SHS – **no outstanding accounts, this is now complete.**
- e) Formal closure with Companies House ('Voluntary Strike Off') and HMRC - by Master Accounting / MAS – DC01 form to be sent to Companies House once final **(CT)**
- f) Roles & responsibilities – transfer to HS1 directors – the schedule requires an update **(ALL)**
- g) ICO Reg / DP Director – transfer to HS1 director
- h) Harborough Energy Brand / Group (informal)
- i) Ongoing Email management / response (HE@Gmail.com) – by **MAS**
- j) Ongoing HE Website content management and HE Social Media (Twitter/FB) – **DW**

9. Operational Matters

a) Warm Homes

As above – collaborated with wind up.

b) Technical update / analytical report on performance (JT / DR)

All systems performing, Archway intermittent with eMig signal.

Some discussion was held with clauses in the agreements can be broken in unforeseen extreme circumstances. We need to increase our revenue to cover our costs and guarantee a reasonable level of community benefit fund. We need to agree a sealing price of what we charge. We need the government guidance costs to be confirmed. Costs need to be covered with regard to Director payments and expenses, we do not give to charities. The Government has talked about Supertax on energy producers, and not clear whether that extends to community groups. **(CT)**

c) Site visits (JT)

ALOM (accelerated loss of mains protection) : compliance for each site and mandatory regulation. If the grid goes down it is mandatory for solar panel systems to disconnect from the grid to protect persons working on the grid there are new regulations on how this happens. CT has contacted the Environmental Agencies and all our systems comply with these new regulations but we need to submit photographic evidence, make, model number and serial numbers of inverters to show that we comply and send to Western Power for Woodnewton and Archway date booked 11th October. Evidence on NBJ's meters for compliance: make contact in the future (JT/CT)

d) Woodnewton (JT/LB)

Good Energy : an updated meter reading needed for the annual check meeting 11th October. An export measurement is required. (JT/CT) **LB to send reading to Good Energy after site visit.**

e) NBJ (PJ)

Approach specialised company for a detailed assessment of viability. Plans are to put panels on their roofs.

Compliance: Evidence on compliance for NBJ to be held in the future.

Pricing options to sit through and discuss but now being stalled. Pass on our contacts to NBJ BSC and GE.

Suggested dates to NBJ to meet once they have the Government support proposals after our AGM in November to agree a revised rate and whether we can have our members views on this – do we have to put that policy to our general membership?

f) Archway House the eMig readings' record shows Archway is generating, but online records are intermittent. Visit to seek permission to open up the boarding around the metering and see how we could connect a booster aerial 11th October (JT/CT)

Locate the inverters at Archway and Woodnewton. NBJ is straightforward. Inspect our equipment and do confirmatory meter readings to check against eMIG/stark. Re-visit installation files 11th October (JT/CT)

g) Bottestford

No updates

h) Good Energy / FIT – photographs

11 October (CT/JT)

i) Risk Register (ALL)

To be reviewed/updated, identify roles and responsibilities as risk.

j) Compliance (PJ/CT)

Linked with ALOM and providing evidence.

k) Charges on Hosts

The agreed 18% reduction on per unit charges as above.

10. All other bids and initiatives

a) New Directors

Welcome Stephen Rankine as a new Director, CV to follow. Retired former Finance Director at Northampton College. With Stephen help to be involved with finance.

b) Learn AT

Pursue/feedback to questions to ask (DW)

c) Community Benefit Fund – pending

d) Tugby Parish Council

To Pursue (PJ)

e) Big Solar Co-Op

Plans for them to develop a straightforward site in 6 months, possible an option for us to contact them and be introduced to them. They work with community groups and possibly to use them for further projects and have the scale and expertise in furthering larger projects.

f) Husbands Bosworth Glider Club

To pursue and invite to AGM (DW)

g) Big Green Week

Open day 1st October.

Green Open Homes /Properties Event: Mark Baverstock Theddingworth **DW/CT**

h) New Project NBJ (CT/PJ)

Possible new project and possibly use Big Solar Co-op to reduce the risks and overheads in admin

i) Gartree School (DW)

Possible contact to come back us.

j) File Sharing / Dropbox (DW)

Possibly Share Energy to have a view on this.

k) Contractual Terms (PJ)

Relates to pricing as discussed above

11. Any Other Business

12. Date and location of next meeting

Wednesday 9th November 6pm via Zoom 



Signed

Peter Jones (Chair)