

	<h2>MCDC Board Meeting Minutes</h2>	
	Date :	May 7, 2024
	Time:	19:00
	Location :	Lochaline Village Hall
	Public/Board Only	Public
Directors Attending:	<i>Sam Firth (SF), Bob Jones (BJ), Jane Stuart Smith (JSS), Clara Montgomery (CM), Keith Laidlaw (KL), Henriette Laidlaw (HL), Sue Layton (SL)</i>	
Staff attending:	None	
Public attending :	<i>Annie Tordoff, Anne McNaughton, Stuart Layton</i>	
Apologies:	<i>Angus Robertson, Minty MacKay</i>	
Chaired by:	<i>Sam Firth</i>	
Minutes by:	<i>Henriette Laidlaw</i>	
Conflicts of Interests:	None	
Meeting is quorum:	<i>(Minimum 3 directors, and majority elected directors)</i>	

Board only meeting

Agenda Points	Summary/Discussion/Feedback	Actions/Decisions
1 Introduction	<i>Welcome, Minute Taker, Apologies, Minutes of Last Meeting</i>	
2 Action Points from last meeting	<i>Board Only Action Log/matters arising not on agenda</i> None	
3. Finances	<i>MorVolts donation – two payments coming to MCDC - £250,000 by July, possible the same again by January 2025. SF suggests we hang on and wait until we know what is happening with the housing project to have that available, but that the mortgage for Miners Court is £57,000 at an interest rate of 9.25%. Board agree to pay this mortgage off asap with Morvolts donation. Board want to ensure MorVOLT also investigate the payment of any high interest loans</i>	A1 A3
4. Staffing Update		
5. Governance		
6. Community Hub/Café Manager	<i>MCDC has agreed that we will contract MCTC to provide a community café., however first we want to confirm if there is any parties still interested in taking on the lease. If there is nothing to pursue re lease the board has agreed to contract MCTC to run a community café ASAP.</i>	A5 A6 A9
7. AOB	<i>Dropbox – Keith will help Lilia sort it out</i>	A7

Public meeting

Agenda Points	Summary/Discussion/Feedback	Actions/Decisions
1 Introduction	<i>Apologies taken. The board has already approved the minutes from the last meeting, however there is a correction relating to the funding for the housing, the funding has not been agreed. Initial conversations with the Rural Housing Fund have been positive and they have said they have capacity to support the project to 1.5million but this hasn't yet been secured. The SF the vice chair acting as Chair while AR is away then made a statement</i>	

	<p><i>"For the last six weeks I have been acting as chair for MCDC and it has been a steep learning curve.</i></p> <p><i>It has opened my eyes to the level of voluntary work this organization is taking up for board members and a degree of understaffing across a group of companies that has expanded and diversified over the years.</i></p> <p><i>I have seen how hard Lilia works and what tough role it as being pulled in different directions and sometime openly attacked. The three companies have expanded but the staffing levels haven't really, so Lilia's role has gradually morphed into to a hodge podge of "everything that needs doing" rather than utilizing her skills..</i></p> <p><i>We had some very useful board director training by the Development Trusts Association of Scotland, and it was made clear that best practice for directors of community development trusts is to focus on strategy as opposed to operations as trying to run the companies which is not sustainable for the directors or an effective management strategy.</i></p> <p><i>My hope is that in shifting the role of the director to a more strategic one, will widen participation of the boards and shift away from a culture where only people with the luxury of having a huge amount of spare time energy (and experience of managing companies) can participant. We want parents, people with jobs and those whose only experience is what it is to live in Morvern to be involved in directing these companies.</i></p> <p><i>My sense is that to take ourselves seriously as a development company the next-step is to re-examine our management structure and get some permanent systems in place – so that the financial, operational and people management within the companies is not being done by volunteers in temporary positions.</i></p> <p><i>I want to say how impressed I have been by how hard this board is working to improve MCDC and its own working culture. None of us take lightly the responsibility we have in making financial decisions on behalf of the community y. We are lucky to have the Live Life Morven consultation to direct us and the general consensus is that we invest in Morvern, its people and its natural resources to increase community benefit in the long term.</i></p>	
2 Action Points from last meeting		
	<i>Sheil Bus parking at Hazel woods – Martin has agreed to do the work and Sheil busses will provide the aggregate.</i>	A1
	<p><i>Missing minutes – Sue has done a sterling job to transcribe the missing minutes from recordings. We now need Amy to complete the work for u as she took the minutes.</i></p> <p><i>Question from the floor – how often do we hold public meetings. We hold 4 public meetings a year, minutes from all meetings are made available to the public on the morvern.org website.</i></p>	A12
	<p><i>Electricity in the hub – thank you to Miles for the work his has done, Lilia has found a company that will provide us at a much cheaper tariff – it has already gone down.</i></p> <p><i>Miles and Lilia will now work together to try and reclaim some of the money that we have paid SSEN.</i></p> <p><i>We paid £20/day which has now moved down to £7/day and we expect a further reduction with the new meter installed.</i></p>	A2
	<i>Remunerations committee – ongoing</i>	
	<i>Replacement directors – 2 identified to be confirmed and then discussed at a future board meeting.</i>	
	<i>Electric car & Urram -decided to sell, URRAM is interested, URRAM is working out their budget, Lilia chasing them for a number.</i>	A3
	<i>Minute Taker -we have one applicant who would be available from mid-June.</i>	A13
3. Treasurers Report	<p>Presentation of management accounts.</p> <p>MorVolt this year revenue will be roughly 1.6 million, however KL states we have to be aware that it is weather and energy prices dependent, so its not a guaranteed income for the future</p>	

	<p>MCTC – end of year they had 30,000 in the bank, been some challenges. MCDC have asked if MCTC need any assistance, they have come back and said no. MCDC good bank statement, no stress points at this point. Question from the floor what communication from the company to the community around this windfall. Board stated that currently we are being prudent until we have a clear plan for housing. Financial year 2023-2024 accounts are ready in draft but awaiting to be audited.</p>	
4. Risk Management	<p>Our steps for risk management – a risk management form has been circulated to the chairs of the three companies. It is expected that processes are put in place for forms to be filled out. For the time being HL will collate the forms into a register for review at board meetings. Important that employees are made familiar with the process. HL has offered to train if this is seen as necessary</p>	
5. MorVolts Update	<p>Summary of update – MorVolts is doing well especially due to high energy prices. MorVolt does have substantial loans to pay off, we are looking at high interest loans that can be paid off now. MorVolt has submitted a proposal on Renewable Energy Remit. Where they 1) propose to explore the possibilities to reduce energy bills to the community of Morvern. This is something MCDC is keen for MorVolt to identify a model on how to do this. 2) are exploring other ways to generate energy for Morvern. At the moment it is proposed as a NetZero plan, the board suggests that it is listed as a renewable energy remit as this seems more achievable for the community. It was discussed if MorVolt should do this themselves, or should this be via a paid position. The Board agreed to ask MorVolt for their thoughts on how this can best be done and suggests that MorVolt looks at this as an opportunity for new jobs on Morvern. SF will speak to LD if there is potential for external funding for such a position.</p>	A4 A5 Newsletter
6. MCTC Update	<p>Sam Firth Proposed Jennie Rennie as a director on the board of MCTC JSS seconded. Board agreed on proposal. Proposal for community café in the hub. The Marina is picking up business. MCDC is going to propose to MCTC that they will contract MCTC to run the café. We suggest that MCTC hires a Café manager, this will take the risk out of running the café from the individual and provide the community with the café year-round. The manager will get an incentive to break even, and we could even potentially set up profit sharing. We have already suggested getting soup kettles and better dishwashing, which have been identified by the past lease holder as something that would improve the café.</p>	DA DB A6
7. Mem & Arts Review	<p>Report on the ongoing review. The subgroup has decided to propose new articles based on DTAS current recommendations. We are keen that MorVolt and MCTC also looks at their articles. New articles amended to suit MCDC will be presented to the board for approval before an EGM.</p>	A8
8. Housing Project	<p>Housing Project update. A new drainage report as well as a new access plan have been submitted to Highland Council Planning. Once we have planning consent we will cost the project, and at that point we will apply officially for the funding, this might even be a phased build. We have gained grant for a part time housing officer. The job advert has gone out deadline for applications 12th of May. This person will focus on the new build.</p>	A9
9. Governance	<p>Adopting Third Sector Code, the board will review the Scottish Good Governance guide.</p>	A10

10. Project Officer Update	<i>Purchase of land at Pontoons. The Project Officer is currently putting in an application to Scottish Land fund to purchase the land at the pontoon from Ardtornish. The chair would like to thank Ardtornish for working with us on this.</i>	
11. AOB	<i>Question from floor – How do we best communicate to the community on the decisions relating to the use of the MorVolt profits. The Board has decided to be prudent at this point in time, until we have a plan for the housing project. We will look at paying off some of our more expensive loans at this time.</i>	
	<i>HL proposed she would go through the website to identify any missing information, such as reports from MorVolt, Constitutions and minutes from MorVolt and MCTC.</i>	A11

#	Action Items	Resp	Due
1	<i>Lilia chasing Martin to complete work at Hazel Wood</i>	LD	ASAP
2	<i>Check with Lilia what the standing charge will be on new electricity contract</i>	SF	Next meeting
3	<i>Lilia chase URRAM re sale of electric car</i>	LD	ASAP
4	<i>Ask Lilia to investigate how MorVolt can fund a role to look at diversifying energy provision on Morvern</i>	SF	ASAP
5	<i>Respond to MorVolt on their proposal</i>	SF	ASAP
6	<i>MCDC to work with MCTC to set up a community café.</i>	SF	ASAP
7	<i>Sue and Sam to update proforma memorandum for board to review before an EGM</i>	SF/SL	For next meeting
8	<i>MorVolt and MCTC to be informed that on the back of MCDC updated articles MCDC recommends they update theirs.</i>	SF	
9	<i>Check with Lilia where job for Housing Officer has been advertised. (is it on Good Moves)</i>	SF	ASAP
10	<i>All directors to read The Scottish Good Governance – with the aim to adopt at next meeting.</i>	ALL	For next meeting
11	<i>Review website for missing information</i>	HL	For next meeting
12	<i>Contact Amy re missing minutes</i>	SF	ASAP
13	<i>Confirm minute taker appointment from mid-June</i>	SF	ASAP

#	Decisions
A	<i>Board has agreed to pay off the Miners Court mortgage as high interest rate.</i>
B	<i>The Board has decided to contract to MCTC the running of a community café if we have confirmation that no one interested in leasing the café.</i>
C	<i>The board agreed for Jennie Rennie to join the board of MCTC.</i>
D	<i>MCDC have agreed we are willing to invest in the set up of a community café.</i>

For communication	Resp	Media
<i>MorVolts have had a very good year, however as a groups of companies we are being very cautious, we will wait until we have closer plans for housing to make decisions on how to allocate the profits.</i>	IR	Newslett er
<i>MCDC have decided to pay off mortgage debt on Miner's Court houses</i>	IR	Newslett er

Next Meeting	Date	June 4 2024	Time:	7:00pm
	Location	The hub	Public/Board Only	Board only

Minutes approved	Date	14 th May
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