



## Minutes

### Virtual Annual General Meeting – 9<sup>th</sup> November 2021 at 7 pm By Zoom

#### 1. Welcome and Apologies

Present: Directors - Brian Higgs (BH) (Chair), Carlo Miele, Emma Sedgwick, Jo Laing, Karen Astill, James McKay, Stephen Nasrat

Development Manager – Jan MacPherson  
Energy Project Co-ordinator – Finlay McCulloch

Members – Howard Davenport, Tom Hardie, Mark Abbs, Suzanne Quinney, Andy Hall, Neil Sinclair, Ruth Whitfield

Apologies: Peter Taylor, Joana Taylor, Philippa Atkey, Keith Atkey, Andy Sheppard, Niall Macdonald, Shirley Munn, Lorna Creswell, Alec Laing

#### 2. Chair report

BH paid tribute to Pery Zakeri who had been Development Manager with Finderne Development Trust until May 2021. BH acknowledged Pery's enthusiasm and commitment to the Trust, especially during the difficulties with Covid.

BH introduced Jan MacPherson as the Development Manager of Finderne Development Trust and encouraged community members to contact Jan as she is keen to develop a network of contacts in Finderne.

BH celebrated the successes of the Coronavirus Support Group and gave appreciation to all the volunteers who got involved.

BH announced new team member Kerry McInnes who is implementing the 'Connecting Finderne' project.

BH will ensure that FDT will be engaging with the community to get an updated reference on the communities' priorities since covid.

BH encouraged members reach out to others in the community to encourage organisations and residents to come on board with the FDT Apprenticeship Programme and the Energy Efficient Living Project.

BH summarised the broadband project updates. FDT are contacting contractors to make a co-operative solution which uses the vouchers collaboratively to form a Funderne wide not-for-profit broadband system.

BH gave a project update on Brockloch Project which is now awaiting a 'gateway' decision from the Scottish Land Fund. In anticipation of success – pre-emptive terms with Dallas Estates to purchase the land at a discounted price have been agreed, with a funding application made to the Scottish Land Fund. The outcome of FDT's SLT application will be known in early December. CARES funding has been used to access feasibility study for renewable heating of development which is currently underway.

BH provided an update on FDT's partnership with DWA which has now has a new, improved website and a new logo. FDT will continue to support DWA into the future.

BH then called for questions from members about the various Trust Projects, which were as follows:

Questions:

Tom Hardie – Does the R100 website provide the expected speed of service?

BH response – No, the website only shows if households are in or out of the plan and when.

Howard Davenport – What other sites were considered for affordable housing and why has Brockloch become the area of focus?

BH response – There are other sites in Funderne that were also designated by Moray Council for development which FDT hope will become further projects down the line. However, Brockloch meets more of the characteristics, it is on the market and was suggested by the Communities Housing Trust as the best starting point.

Mark Abbs – Brockloch project is a high-risk project with lack of justification in the initial community engagement survey or subsequent strategic plan for FDT. Suggestion to start with a smaller (2 house) project in the Logie Primary catchment to boost the Primary School.

BH response – These things have been considered and FDT are taking professional advice from experienced charities and learning from similar projects e.g., Tomintoul.

Mark Abbs – Project costs being 10x the annual income of FDT is an unnecessary risk for an untested FDT and causes Rafford to change for no valid reason when 40/100 survey respondents said they want things to stay the same.

Tom Hardie – Supports Mark Abbs statement

BH response – Comments noted and responded that there is no logical correlation between the cost of a project and the annual income of the FDT. In fact, the fundamental modus operandi of the FDT is to use the core funding provided to leverage significant additional funds for projects. BH further confirmed that the project funding, if successful, will come from the two large government funds which will thoroughly risk evaluate the project before administering funds.

### 3. Annual Accounts

BH summarises the annual accounts and opened up to questions.

Howard Davenport – The figure for legal and professional fees is large, can you explain what expenditure is making up the majority of that?

BH response – There are no ways to separate expenditures into project expenditure and running costs. £250 has been legal fees and £11000 (plus) has been Brockloch project costs which is coming from external project financing (eg CARES, SLF) rather than core costs.

### 4. Special Resolutions

All members present voted in favour of amending special resolutions 4 and 5. Special resolutions were therefore passed:

(4) It is proposed that the wording of Article 28 is changed to *“The company will confirm to the applicant that their name has been added to the register of members within 21 days of an application, and any associated eligibility check against Article 17, being received by the company.”*

(5) It is further proposed to change the wording of Article 37 to makes its intent more explicit. The revised wording will be

*“Any individual or organisation, who have been deemed by the Board of Directors to have acted against the objects and activities of the company may be expelled from membership by special resolution (see article 50), providing the following procedures have been observed: -*

*(a) at least 21 days’ notice of the intention to propose the resolution must be given to the member concerned, specifying the grounds for the proposed expulsion*

*(b) the member concerned (or, in the case of a corporate body, an individual authorised by it) shall be entitled to be heard on the resolution at the general meeting at which the resolution is proposed.”*

## 5. Director Elections

BH stated that both Carlo Miele and Jim McKay are stepping down as directors. BH thanked Carlo and Jim for their commitment and support from the start of FDT and offers his personal thanks for their support of him as chair.

BH stated that so far FDT have not received any director nominations. FDT will embark on a new recruitment campaign to find new directors to join the board.

Mark Abbs – Asked FDT to check article processes for director re-election.

Tom Hardie – Offered thanks to all directors volunteering their time.

Howard Davenport – Is there an opportunity for FDT to promote safer travel routes within Finderne. E.g., safer travel route from Rafford to Forres.

BH – Noted and will take into discussions.

Neil Sinclair – The Dava Way Website is up and running successfully and offered thanks to FDT from the Dava Way.

Jo Laing – Encouraged members in the meeting to consider nominating themselves as an FDT Director.

Meeting concluded at 20:11.