

# Great Glen Energy Co-operative Ltd. (Reg. No. 2700RS)

## Minutes of Annual General Meeting

Held at: Ramada Jarvis Hotel, Inverness, Saturday 17th April 2010

Present: 26 members (including 5 Directors) and 7 Guests/Partners

### 1. Introduction and Apologies

Members and guests were welcomed by the Chair, Graham Strachan. He commented briefly on the operation of the co-op over its first full year - as detailed in the Annual Report (issued with the papers for the AGM and available on the website). The Board had started the year with 2 vacancies for Directors and had decided to co-opt Ian Whyte. Our first Chairman Mark Jennison, GGEC shareholder and member of staff and board member of Energy4All had stood down as chair and was standing down from the board at this AGM. Graham paid tribute to Mark's hard work over the past 3 years particularly with regard to the establishment of the co-op and support in its early years.

In addition to routine board matters the Directors had organised a General Meeting to approve postal voting, organised a turbine naming competition for local primary schools, produced two newsletters and considered how best to use the small development funds awarded by Energy4All. A questionnaire had been circulated to elicit member's views on future development funding and on communications generally (more later under AOB).

Following the Chair's introduction Mark Jennison, on behalf of the company secretary, made a presentation on the annual accounts.

### 2. Motion 1. To approve the minutes of the Annual General Meeting held on 2nd April 2009.

Proposed: Kenneth Knott, Seconded: Erik Trelfer. On a show of hands and taking account of postal votes and proxy votes recorded, the Chairman declared the motion carried.

### 3. Motion 2. To receive and adopt the Report of the Directors and the Annual Accounts for the year ended 31st December 2009, together with the Report of the Auditors thereon.

Proposed: David Barnes, Seconded: Felix Paterson. On a show of hands and taking account of postal votes and proxy votes recorded, the Chairman declared the motion carried.

### 4. Motion 3. To re-appoint the firm of Melville & Co. Chartered Accountants, as auditor until the conclusion of the next Annual General Meeting at a fee to be agreed by the Board.

Proposed: Felix Paterson, Seconded: Stewart Jeffrey. On a show of hands and taking account of postal votes and proxy votes recorded, the Chairman declared the motion carried.

### 5. Motion 4. To approve the distribution of the surplus funds for the year (the operating profit together with any other income) by way of Share Interest.

Proposed: Mike O'Hagan, Seconded: Kenneth Knott. On a show of hands and taking account of postal votes and proxy votes recorded, the Chairman declared the motion carried.

### 6. Election of Directors

Felix Paterson retires by rotation and offers to stand for re-election. Ian Whyte was co-opted by the board on 26th May 2009 and stands for election. Lorna Lumsden and Garry Page are nominated for the remaining 2 vacant posts. On the proposal that the four vacancies be filled by the four eligible candidates there was unanimous agreement. The Chair declared the four nominees duly elected and welcomed them to the Board.

Graham indicated that following the introduction of postal voting, 162 papers had been received with overwhelming support for all motions (full details available from Company Secretary).

### 7. Any Other Business.

The Chair advised members of the results of the questionnaire circulated with the AGM papers. Full details below: 180 returns.

1. Do members wish to set aside a %age share of profits in the year to assist the board in developing a range of small renewable related projects? **YES 55% NO 19% Maybe 26%**
2. If yes/maybe – what %age would be appropriate in the first year- 1% roughly equals £1000 pa available for projects. **1-4% 37% : 5% 51% : 10%+ 11%**
3. If the board is required to undertake projects is it appropriate to
  - a) expect the board to undertake as part of existing arrangements (Directors currently receive fees of £500 pa) **31%**
  - b) for board to review fee structure to take account of developments and report to General Meeting on all options **68%**
4. Is the newsletter necessary? **YES 67% NO 33%**

Do you get enough information from the web site? **YES 87% NO 13%**

Are we communicating appropriately? **YES 97% NO 3%**. Comments received: Many comments requesting e-newsletter to save costs but being aware not everyone has computer access. Many suggested focusing on website. Option for annual hard copy of newsletter.

5. Can you suggest any suitable projects which the co-op could support or sponsor? Many projects mentioned to include community in educational and energy saving initiatives. More novel ideas not already considered included: University Bursary for local student to study relevant subjects, secondary school design/science project, mini-hydro scheme, annual run around windfarm, school energy audit, sponsor energy saving scheme, insulation scheme, and interest free loans for projects. Quite a number of comments on other sources of finance available for projects including Community Benefit Fund, need to liaise with other co-ops and info sharing.
6. Do you have any further comments on performance to date, issues needing addressed or general points for the board to consider? Many very positive comments and words of support. Some individual comments: Congrats on surmounting the inevitable delays and vagaries of wind force in 1st year. Performance in line with expectations for early years. Directors should be from within 30 miles – more fresh blood- more grass roots. Early notification of next AGM. Tender for auditors. Very impressed with performance. Keep up the good work. Congratulations. Improve turbine availability. Expenses for project work. I love the badge and am proud to own it.

There was general discussion on many of these issues and the following points were made:

- Need to establish that there is a definite need for a small projects fund. Evidence of many other funding options and hard to justify energy needed to deliver many small projects.
- Specific projects could be funded by voluntary levy. Invite members to contribute to a project. Could be time consuming and messy but worth considering.
- Generation schemes are high cost and project funding insufficient. May help with preliminary work for one small scheme.
- Existing funds available for further 2 years so decision not needed till next year.
- Board to consider project ideas. General acceptance that board cannot be expected to enlarge their remit without considering remuneration. The Chair explained that workload for Chair was considerable and having had employee of E4A undertaking this task till Sept 2009 had been a major benefit. The Co-op now needs to be much more self-sufficient.
- Board to report to members on options for raising project funds and remuneration of Directors.
- Web site was discussed and suggested it have opportunity to change members profile and amend email addresses. This would allow for up to date email addresses.

There being no other business the Chairman thanked all fellow directors, all members present, Energy4 All and Falck for their attendance and support for the co-op. The meeting was formally closed at 3.40pm.

**8. Mr Euan Fraser, Asset Manager for Falck gave an illustrated presentation covering the following issues:**

- Brief overview of the development of the site and particular issues facing this unique location. These included altitude and exposed location and special arrangements for winter maintenance.
- Details of the turbines and how they are engineered to achieve maximum output in all wind speeds. Details of the turbine construction, maintenance and development were illustrated. This elicited several questions.
- Issues that had affected annual reduced output. Wind availability, turbine availability and reduced wholesale prices had all contributed to a lower 1st full year return. In addition under contract Nordex retained some of the first few months' output reducing Falck returns. Falck were negotiating with Nordex over turbine availability which was under guaranteed levels and compensation was expected. Some of this would be payable to the co-op with next years dividend. The exact amount is subject to negotiation between Nordex and Falck.
- Site expansion. A further 6 turbines have been approved and construction will start in the next few months. Details on the additional share offer available to existing members only will be made available in due course.

Signed as a true record of the meeting



Graham Strachan, Chairman