# SCBF Directors Meeting

# 13th April 2022 at 1900

# (held via Zoom)

**Present**

Chris Bunyan, Aileen Brown, Jim Anderson, Jamie Macbeath, Alistair Laurenson, John Parry, Robin Black (left the meeting at 1930), David Cooper, Colin Clark, James Garrick and Neville Martin

**In Attendance**

Eleanor Gear, Administration Officer

**1. Apologies**

Alistair Christie-Henry, Karen Hannay, John Dally and Angela Sutherland

**2. New declarations of interests**

None.

**3. New Directors/Observers**

None

**4. Minutes of 9th March 2022**

Proposed by Alistair Laurenson, seconded by Neville Martin. Agreed.

**Matters Arising and not covered by the agenda**

None

**5. Audit and Governance group**

**(a)** Rules – Co-opting Chair

It was agreed at the 2021 AGM that the resolution regarding co-opting the Chair would be included in the current rules revision.

*That the chair of the SCBF should be co-opted to the board as an individual member, allowing a new nomination from their community council, according to rule 33 which states that the board co-opt a further 3 persons with acknowledged skills and experience and that a formal change to the rules reflect this resolution be made at an appropriate time.*

CB asked if directors were happy to include this in the rules before sending to the FCA. It was agreed that the rule amendment would be considered at the next AGM for inclusion in the rules.

**6. Administration**

**(a)** Review outcomes from HIE Board Health Check and any actions needed

CB asked if the Audit and Governance group would look at their own Terms of Reference which are detailed in the rules and draft TOR’s for themselves and the other sub-groups. The Audit and Governance group would create a set of ‘overarching’ TOR’s which would be applicable to all sub-groups with only the purpose of each subgroup being different.

CB asked directors how they felt about co-opting directors to the board as the rules currently allow for three with CB being the only co-opted director at present. Karen (HIE Board Health Check) raised in a previous meeting that co-opting would maybe bring more independence to the board. Jim Anderson stated that SCBF already have room to co-opt but was not aware of anyone wishing to join. Aileen Brown suggested that if the board were to identify a skills gap we could look to fill it. Jim Anderson echoed Aileen’s thoughts.

The meeting then looked over the recommended actions in the Board Health Check – Governance Action Plan.

* SCBF directors, whilst nominated by community councils, do not ‘represent’ their community council when sitting as a SCBF director. If community councils require information, they should seek this directly through SCBF. CB will look over the director’s induction pack to check clarity on this point before it is circulated to directors.
* SCBF will consider succession planning for the Chair and other officers.
* Aileen Brown and EG are to arrange a meeting between themselves to discuss financial controls. An immediate step will be a two-part authorisation to online transactions.

**7. Financial Report**

**(a)** Report on 2021-22 income and expenditure - circulated

Finance report noted.

**8. Legal and Accountancy Advice**

Nothing to report.

**9. Viking Energy**

Nothing to report

**10. Business Plan Sub-Group**

Nothing to report. The contract with IBP has formally begun. Monthly meetings are scheduled between the Business Plan subgroup and IBP with an update for directors expected next month.

**11. AGS**

**(a)** Report on applications received – circulated

Jim Anderson asked if a column or comment could be added explaining any delays to applications awaiting consideration. This was noted by EG to add to the report.

Report noted.

**(b)** Review of AGS

The final online survey is almost ready to circulate to community councils, community council clerks and applicants. It is hoped that it will be sent out within the next month.

**12. Shetland Aerogenerators Community Benefit Fund**

Nothing to report

**13**. **Other commercial renewable energy scheme**

**(a)** Email exchange SCBF and Nova – email circulated

Several emails have been exchanged between CB and Nova, these were circulated prior to the meeting. A meeting between SCBF and Nova is now hoped to take place in May, date to be confirmed.

Colin Clark is following up with other renewable developments with nothing to report at the moment.

**14. Any other business**

**(a)** Living Wage – paper circulated

CB opened a discussion to ascertain directors feelings on encouraging more local companies to become accredited Living Wage employers. It was generally felt to be a good idea with David Cooper requesting that CB check the rules to ensure SCBF can do this as it may be seen as campaigning.

**(b)** Shetland Climate Conversations – email circulated

CB asked if any of the directors would be able to attend a workshop as discussed in the email. Aileen Brown, Colin Clark and James Garrick all volunteered and will report back.

Date of next meeting – 11th May 2022 at 1830 (following the 2022 AGM)

**Meeting closed at 19:58 with nothing further to discuss.**