



*From the community
For the community*

Rousay, Egilsay and Wyre Development Trust is a charitable company limited by guarantee. Co. Reg. No: SC318527 Charity Reg. No: SC040407
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REWDT Annual General Meeting held on
Saturday 28th May 2022, at
Rousay Community School

DRAFT MINUTES

Present: Katherine Creed, Paul Creed, Diana Compton, Eivor Cormack, Laura French, Carole Maguire, Patrick Maguire, Alice Mainland, Alison Mainland, Carey Mainland, Jenny Mainland, Sheena Marwick, Andrea McKee, Emma Melin, Bryan Milner, Jackie Milner, Carol Rae, Frances Roebuck, Peter Roebuck (Vice Chair), Fiona Tipper, Kayleigh Tipper (Chair), Richard Tipper, Carlyne Tunbridge (Treasurer), Anthony Williams.

In attendance: Eleanor Barr (Countryside Management Ranger), Nicky Jacques (Dementia Activities & Wellbeing Co-Ordinator).

1 Welcome & Apologies:

Kayleigh Tipper (Chair) welcomed everyone to the first 'in person' meeting since the lifting of lockdown and gave a brief introduction on the format for the meeting.

Apologies for absence were received from Callum Flaws, Sarah Foulds, Mark Hull, Andy Tunbridge, Jess Tunbridge & Helen Castle (Company Secretary).

2 Minutes of 27th February 2021 AGM

Approved by Members (Proposed: Laura French, Seconded: Carlyne Tunbridge).

3 Matters Arising from Minutes

No Action Points from the previous meeting.

Directors: Callum Flaws; Sarah Foulds; Mark Hull; Carole Maguire; Alison Mainland;
Grant Mainland; Hugh Mainland; Peter Roebuck; Eric Shortland; Kayleigh Tipper; Richard Tipper.

4 Annual Report on Projects, Grants & Strategic Plan

The Chair stated that an update on the progression of the projects had been sent out to all Members along with the AGM information in the form of the Chair's 'Annual Report 2022', and that there would be an opportunity to ask any question in the Q&A session towards the end of the meeting. The Chair provided a brief update on projects and updated the Members on any changes since the report was published.

The Chair informed members that the take-up on Child Ferry Tickets and Well-being 100 Grants had been low during Covid-19 lockdowns, but that this had increased with the lifting of restrictions. The Community Kickstart Grant had recently been launched to great success, with a Fuel Crisis Grant due to be introduced in the coming months, with further details to follow soon.

The Chair also briefed members on the Strategic Plan workshops that took place in 2021 and 2022, to look at the priorities and objectives of the REWDT in meeting their mission statement to promote and develop vibrant, self-sustainable islands. A plan to hold community workshops to garner the views of the residents of the three islands is being developed.

5. Financial Statement

The Chair presented a Financial Statement, which covered the latest accounts to 31st March 2021, and advised that the group accounts for REWDT, HSO & REWIRED Ltd are available to view on the REWDT website.

The Chair gave an overview of the REWDT's charity income and expenditure for the year ending 31st March 2021, with comparative figures for the year ending 2020. It was explained that income had gone up slightly and this was due to funding obtained from various organisations covering project funding, staff costs and Covid-related funding initiatives.

Expenditure had also increased in line with payments for Covid initiatives and some project costs though grant awards remained low due to the effects of the pandemic on travel, activities and community events.

The total cash reserves were presented, however, the Chair highlighted that whilst REWDT is in a strong financial position, monies had been "ring fenced" for several major projects which would require funds in this and subsequent years. These included The Pier, Trumland sub-projects, and costs for the housing development (still to be identified).

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6. REWIRED Ltd (trading subsidiary) Report

Laura French, Turbine Manager, presented an update on the turbine production and informed members that curtailment averaged at around 21.94% which remained higher than the original 7% expectation. Members were informed that REWIRED had worked hard with its partners to secure an improved power purchase agreement for 2022/23 and was maintaining a working capital that would allow for maintenance and future repairs that might be needed for the turbine but were not covered by the insurance e.g., replacement of the turbine blades. The Turbine Manager reported that due to this, they gifted £180,000 to the REWDT charity in the year ended 31st March 2022, significantly mitigating REWIRED's Corporation Tax liability.

7. Heat Smart Orkney Ltd (trading subsidiary) Report

The Chair presented the HSO Ltd Report on behalf of Mark Hull. A brief overview of the project was given, identifying achievements, other project opportunities and, the benefits gained by the community, REWDT and its project partners. The project has ceased, however, more analysis and learning are planned based on the activity and knowledge built up during its operation.

The Vice Chair was asked to relay a big "Thank You" from the HSO Board to the staff, project participants, project partners, the Board and Members of REWDT, and the wider community for all the support, enthusiasm, kindness and patience encountered over the past years as without everyone's help none of this would have been possible.

Carey Mainland left the meeting.

8. Election of Directors

The Chair explained the voting process, and the requirement for one-third of the current Board to stand down. Any Directors standing down may choose to stand for election. As 3 Directors have stood down, there are 6 vacancies on the Elected Board, and 5 candidates are standing for election.

The outcome was announced at the end of the meeting under Any Other Business¹. The Chair reported that a total of 26 Full Member votes were cast, which included 24 attendees and 2 proxy votes. To be elected, candidates must receive a majority vote; based on 26 votes cast, the threshold for election is therefore 14 votes.

Directors: Callum Flaws; Sarah Foulds; Mark Hull; Carole Maguire; Alison Mainland; Grant Mainland; Hugh Mainland; Peter Roebuck; Eric Shortland; Kayleigh Tipper; Richard Tipper.

The following candidates all attained the threshold of the votes cast, and therefore are elected as Directors: Carol Maguire (18 votes); Grant Mainland (22 votes); Hugh Mainland (23 votes); Kayleigh Tipper (19 votes).

The 4 candidates elected join Callum Flaws, Sarah Foulds, Alison Mainland, Peter Roebuck, Eric Shortland and Richard Tipper on the REWDT Board.

The following candidate did not attain the vote threshold for election to the Board: Patricia Prater (10 votes).

Emma Melin left the meeting room.

9. Proposed Amendment to Article 74

The Chair briefly explained the implication of the proposed change, which had previously been circulated to Members.

The proposal was accepted by all Members present, therefore, the amendment will be made to Article 74.

Emma Melin re-joined the meeting room.

10. Appointment of Accountants

The Chair gave a brief overview of the role and responsibilities of REWDT's accountants, explaining that Scholes understand the complexities of the organisation and are registered Auditors, a service which REWDT require due to the size of the organisation, therefore, the Board proposed that Scholes are appointed accountants for the forthcoming financial year.

No objections were raised to this proposal.

11. Q & A on all Projects

The Chair invited questions from the Members on any projects.

Housing Project – A Member raised a concern that they had not received the Housing Needs Survey. The Chair and Vice Chair advised those present that this had been sent out for completion online, although hard copies had been available since it was launched in April, but none were available at this meeting, as the completion date had only recently been extended

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to midnight on 28th May 2022. Members were encouraged to complete this online on the day, if not done already.

A Member asked for clarification on where the land being provided by OHAL was situated and was advised that this was behind 6 Johnstons Road, next to the Brinian Play Park.

A Member asked if it was possible for the new properties to be available for use by people looking to try out the island before moving to the area. The Vice Chair stated that this could be investigated once all the information was available.

A Member queried who would be the landlord following the development and the Chair advised that REWDT would be the landlord.

The Pier Project – Members raised some queries regarding the Pier and surrounding area. The Chair and Vice Chair advised that the security fence around the Pier entrance would shortly be removed to allow for the installation of the Bike Shelter, and that there will be a general tidying/brightening up of the area, including an assessment on the condition of the picnic benches along with any necessary repairs made to them. Members raised concerns about the need for restrictions on what the land could be used for and by whom, e.g. parked cars, boats, equipment, etc.

12. AOB

The Chair opened the floor for any other business and the following issues were discussed:

1. Signage on Rousay:

a) Signage at the Rousay Ferry Terminal – A Member brought to the attention of the meeting that the 'Rousay' sign announcing the arrival to the island is old fashioned and boring and asked if REWDT would consider changing it for a more modern, colourful and welcoming sign. It was suggested that perhaps the school pupils could participate in the exercise and another Member informed those present that the P4-7 class had already contributed to work on the Heritage Centre and something might be appropriate for the Ferry Terminal.

b) General visitor signage on Rousay: - Members highlighted that visitors were unsure of where to go when on Rousay and many were unaware that the road went all around the island. A map indicating the route was suggested and those present were informed that the Heritage Centre is due to install one in front of the building (funded

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by the North Isles Landscape Partnership Scheme (NILPS)), showing the island and its attractions.

Another Member suggested a sign could be placed at the T-junction near Trumland House, indicating the way to the various cairns and beauty spots so that visitors were aware of which direction to travel. Members were informed that a brown sign could cost approximately £800.

Though these matters were briefly discussed, no action was indicated by REWDT, although the Chair noted that NILPS has been working with Rousay, Egilsay & Wyre Heritage SCIO on signage, and a Member agreed to take suggestions on signage to NILPS, via their role as REW Heritage SCIO Trustee.

2. Visitor information leaflets:

A Member asked if it was possible to have visitor information leaflets placed on the ferry so that guests could take one and familiarise themselves with the map and attractions before arriving on Rousay. Members were informed that the available stock of leaflets is low and more copies are required for Rousay Heritage Centre and other locations.

The Chair advised members that although the information leaflets are not produced by REWDT, the Board is aware that the information is currently being updated and another Member informed those present that Carey Mainland had arranged for the last print run and had received a grant to assist with the printing costs.

No further action was indicated by REWDT.

3. Effluent discharge from camper vans:

A Member asked if REWDT would consider allowing owners of camper vans the opportunity to use the services at the Pier site when open, to empty their effluent into the waste system so that it could be taken away when the septic tank was emptied rather than being discharged elsewhere.

This matter was discussed and Members were informed that if the owner was using an environmentally friendly product the effluent could be safely discharged into the septic tank with no ill effects however, for those owners with old systems this could have consequences for the effectiveness of the septic tank.

The Vice Chair informed those present that this was not something REWDT had considered and that the Member should bring this matter to the attention of Rousay, Egilsay, Wyre & Gairsay Community Council, who may be in a better position to deal with this issue.

No further action was indicated by the REWDT.

4. Thank You

Carole Maguire and Members expressed their thanks to the REWDT Board and staff for all the hard work they had undertaken during the past year.

The Chair thanked the Board – in particular, Carolyne Tunbridge, who stood down after nearly 3 years as Treasurer – and staff for their continued hard work, and Members for their support and coming to the AGM. The meeting was then closed.

¹Election of Directors

An incident was brought to the attention of the Chair after the conclusion of the meeting.

A member had entered the closed area where the vote count was being conducted by two individuals, to make comments on the process and the individuals' suitability to count the vote.

As this could be seen as an attempt to put undue pressure on the individuals counting the votes, it is important that REWDT carefully reviews the incident and the impact on the vote outcome:

- the Member was not a candidate on the ballot sheet, nor a close relative of any candidate;
- the Member was not permitted to view the submitted vote sheets;
- the Member was not permitted to take part in, or watch, the count;
- the vote count was conducted by two individuals who are not members or Directors of the Trust, and this is in line with all previous Director Elections conducted at AGMs;
- the individuals did not recommence counting until the Member had left the room;
- although the count was delayed, the vote count itself was not influenced by the disruption;
- no concerns or questions were raised by Members about the Director Election process during the meeting.

Taking into account the above facts, the Board is satisfied that the vote count was able to be completed properly and fairly, and that the vote stands.