

Board of Directors

Minutes

of meeting held in Magnus House, Aigas Field Centre at 7.30pm on Monday 12th January 2015

| Present | | Apologies | In Attendance |
|-----------------|---------------------|-------------|------------------|
| John Graham | Andrew Leaver | Philip Webb | Donnie Chisholm |
| Graeme Scott | Alison McAllister | | John Lister-Kaye |
| Calum Fraser | Peter Masheter | | |
| Anne Forsyth | Nick Ward | | |
| Mark Hedderwick | Warwick Lister-Kaye | | |

| Item | | Action |
|------|---|--------|
| | Warwick Lister-Kaye was proposed as a Board member by AL and seconded by GS. WLK was welcomed to his first meeting as a Board member. | |
| 1 | Apologies • Philip Webb | |
| 2 | Minutes of Meeting of 24th November Proposed by John Graham. Seconded by Peter Masheter. | |
| 3 | Review of outstanding action not covered on the agenda 33/9 – Ensure all appropriate insurances in place when Forest purchased. DC and JG securing insurance quotes, checking existing public liability policy with the Highland Council and securing informal advice from experts. 33/11 – Clarify the position on Board members' personal liability. GS to undertake Trustee induction at future meeting. 36/4 –Investigate options for development of an access and recreation plan. DC and AF meeting with Council access officer, Stuart Easthaugh on 13th February. AF, MH, CF developing a path route from Kilmorack to Aigas. | GS |
| | 37/1 – Agree a grant offer letter with John Lister-Kaye and The Aigas Trust. Letter agreed and £50,000 grant received. The Chair asked to formally record the thanks of the Board to Sir John and the Aigas trustees for their support. 37/4 – Bring forward an outline of deer management options to the next meeting. It was noted that the deer management plan is an essential aspect of the Forest Design Plan. The preferred option for deer management is to involve neighbouring landowners especially John Lister-Kaye and Peter Masheter but also those to the east and north. DC to arrange a specific deer management meeting. 37/5 – Bring forward a proposal for a woodfuel business. Carried forward. 37/6 – Investigate options for branding and signage. Carried forward. | DC |



| Item | | Action |
|------|--|--------|
| 4 | Update on forest purchase | |
| | £690,000 grant towards purchase and legal fees from Scottish Land Fund has been received. | |
| | Solicitor has received disposition document from Harper Macleod on behalf of FCS and is checking title deeds. | |
| | It was agreed that minor boundary issues can be ignored. | |
| | • It was recognised that ownership of the stopped up sections of old road remain unclear and need not be investigated further. | |
| | There are some questions about ownership of roads through the Crask and past Moalnaceap. PM offered to share a copy of his title deeds to clarify these. AL to send information to the solicitor. | |
| | DC noted that following recent storms wind damage had increased but was still relatively limited. AL to contact FCS to identify if any compensation or other support for clearing wind blown trees is available. | AL |
| | It was noted that there is no current lease on the telecoms mast and that ACF would seek to negotiate a new lease after purchase. The potential to seek expert land agent advice with a view to increasing rental income will be discussed at the next meeting. | AL |
| | Mast rental income of over £8,000 is due in or shortly after March 2015. This will be of great benefit to cashflow. | |
| | Completion is currently expected within the next 4 weeks. | |
| | The opportunity to announce and informally celebrate the purchase at the family ceilidh at Kilmorack hall on 23rd January will be taken. | |
| | It was agreed to hold an ACF led celebration including a forest open day and possibly a party in May. This overtakes action 36/5 - Organise a forest winter open day. | DC |
| 5 | Update on current financial position | |
| | AL had circulated a spreadsheet identifying general and restricted funds held by the charity. AL and GS provided an explanation of restricted funds. | |
| | • The spreadsheet showed that with a recently approved £2,000 contribution from The Highland Council added to previously noted grants, all funds for the purchase and associated legal fees are in place. Following receipt of the Council grant the bank balance will be £779, 326.35. The purchase is £760,000 with a further £6,000 ring-fenced for legal fees. | |
| | • Once the purchase is complete the charity's general fund will fall below £900. Restricted funds are in place to pay the Development Officer salary and expenses for the next two years but additional unrestricted funds will be required very soon after purchase. Mast income will contribute over £8,000. | |
| | AF suggested that some local fundraising may also be possible. GS confirmed that he would work with DC to create and | |



| Item | | Action |
|------|---|--------|
| | monitor a budget and cashflow forecast. GS circulated the independently examined annual accounts for y/e 28/02/14. These were unanimously approved. GS noted the following financial and governance issues would need to addressed: VAT registration Formation of a trading company, especially for tourism accommodation if developed Establishment and regular review of a Risk Register | GS/DC |
| 6 | Forest Design Plan: concept map and objectives | |
| | DC talked through the map and outline objectives that had been circulated. | |
| | WLK undertook to respond in more detail outside the meeting but noted general agreement with what was presented. | WLK |
| | All other Board members also noted agreement with what was presented. | |
| | It was noted that deer management and access and recreation plans will also be required for the full forest plan. | |
| | It was noted that with bike trails identified in the concept map consideration would have to be given to health and safety and organisational liability. | |
| | General comments were made about raptor breeding sites and sensitivity to Crask residents. | |
| | The concept plan and draft objectives were approved. DC to further progress development of the forest plan. | |
| 7 | Outline of forest planning process | |
| | DC talked through the forest design planning process and highlighted that it is not uncommon for plans to take 2 or more years to be approved. | |
| | It was noted that well prepared plans can be approved within 6 months and so it is important that the Aigas plan be fully developed before submission. To this end offers of help from local individuals and organisations such as Aigas Field Centre and The Woodland Trust will be taken up. | |
| | Funding for the planning process comes through the SRDP which is not likely to issue contracts before April. The 6 month period will start after that. Completion of the plan by the end of 2015 will be a challenge. | |
| 8 | Health and safety policies | |
| | The following H&S policies were presented and approved: H&S Policy Statement Lone Working Environmental | |
| | It was noted that these three are just the start of a suite of policies that are required. It was also noted that risk assessments are required for all | |
| | activities undertaken by the organization, or with its approval, | |



| Item | | Action |
|------|--|----------|
| | in the forest The Board is required to appoint a Health and Safety Officer. AL to approach PW. DC to purchase an accident book. | AL DC |
| 9 | Volunteer equipment list The draft list circulated by DC and comments provided by PW were noted. Approval to go ahead and use the bank of Scotland Foundation restricted grant to purchase equipment for use by volunteers was unanimous. It was agreed that the final choice of equipment could be made by DC, PW and AL. AL offered to store all equipment in his garage until the organisation was able to provide storage. | |
| 10 | AL noted that there are now 11 Board members and only 12 allowed and that in recent days he had received two notifications of interest in joining the Board. AL suggested that a skills audit of Board members be undertaken by Survey Monkey and that Board vacancies be filled based on skill needs. This was approved. AL undertook to prepare and circulate a full list of Board member appointment and retiral dates so that effective succession can be planned. | AL AL |
| 11 | Date of future meetings It was agreed that meetings be held monthly for the next 6 months at least. AL undertook to circulate a list of meeting dates. AL noted that an AGM is required by April and undertook to arrange this. | |
| 12 | Nick Ward raised the issue of Board approval being sought outwith regular Board meetings. It was agreed that all future requests to Board members seeking approval outwith the normal Board meeting should allow for adequate time to consider the request. | |



| Summary of Outstanding Actions | | |
|--------------------------------|--|-----------------------|
| Ref | Action | Person Responsible |
| 33/9 | Ensure all appropriate insurances in place when Forest purchased | AL |
| 36/4 | Donnie to investigate options for development of an access and recreation plan. | DC |
| 36/7 | Identify a list of potential grant funders for all currently proposed projects. | DC |
| 37/5 | Bring forward a proposal for a woodfuel business to a future meeting | DC |
| 37/6 | Investigate options for developing branding and signage for the forest | AL |
| 38/1 | Provide a trustee induction session | GS |
| 38/2 | Arrange a deer management meeting with neighbouring landowners | DC |
| 38/3 | Contact FCS regards potential compensation for recent storm damage | AL |
| 38/4 | Bring forward a proposal to contract a land agent to renegotiate the telecoms mast lease | AL |
| 38/5 | Organise a forest open day and ownership celebration in May | DC |
| 38/6 | Establish and monitor a budget / cashflow forecast | GS/DC |
| 38/7 | Provide feedback on and support for development of forest design plan | WLK |
| 38/8 | Invite PW to become designated Health and Safety Officer | AL |
| 38/9 | Purchase an accident book | DC |
| 38/10 | Circulate board members skills audit | AL |
| 38/11 | Prepare and circulate a list of Board members and their terms | AL |