

Kyle of Sutherland Fisheries Trust

Ordinary Trustee Meeting - Minutes

Friday 28th March 2013, 1.30pm

Achness Hotel, Rosehall

Trustees Present

Robbie Douglas Miller, Chair (RDM)
Michael Brown (MB)
Tom Inglis (TI)
Steven Mackenzie (SM)
Gregor Macleod (GM)
Richard Sankey (RS)

Apologies

John Green

Attending

Audrey Campbell, Administrator (AC)
Keith Williams, Director designate (KW)

1. Welcome and Apologies.

RDM welcomed all and noted apologies. RDM noted that the Trustees had taken part in a number of meetings via conference call since the past physical meeting and all agreed that this had been extremely helpful. RDM envisions more regular meetings within the new Kyle Fisheries structure and conference calling offers a more effective solution, reducing the time and cost burden for all.

In time the Joint Management Group may reduce the need for more frequent meetings but in the interim it was felt that this momentum should be kept up.

2. Minutes of Meeting held 5th March 2014 via conference call – Approval and Adoption.

Draft minutes were approved without comment and signed by the Chair.

3. Action Points.

The procedure for regular audit of budget and bank accounts will be addressed by the new Director.

Balnagown expect to have something on the Falls of Shin site by 2015. It was agreed to reproduce the information boards as they are and put them back up at the original site.

All other actions carried out.

4. Director Induction and Priorities.

RDM welcomed KW to the meeting.

RS had drawn up and circulated an induction programme and priority list for the new Director which he summarised for those present. This is a framework for KW to take control of, prioritise and identify ways to tackle the workload. There were no comments or amendments.

5. Approval of 2014/15 budget.

The Trust year end is 31st March. This may need to be harmonised with the Board, or the Board with the Trust. If the Trust harmonise with the Board then the Articles of Association may need to be amended and OSCR informed. TI will check.

KW undertook to check who is acting as Company Secretary.

Following the last meeting changes were made to the budget. The Trustees were asked to examine the budget spreadsheet and forward any comments to the office. No comments or further amendments were requested.

All agreed that the current situation, with little or no income, is unsustainable. The Trustees were asked to consider how to generate income to ensure the Trust is, at the very least, cost neutral.

Once KW is in post it will be a priority to assess the financial burden and identify income with the help and support of both the Trustees and the Joint Management Group.

Various options for income streams were discussed. In particular, to develop the Trust's profile in order to generate membership income.

MB felt that there is an opportunity for the Trust to be engaged by developers to produce survey and management plans. However if this area is to be exploited, the correct training, qualifications and equipment must be put in place.

RDM stressed that this is not a quick process and Trustees must immediately start identifying areas and solutions in order to generate income for 2015 onwards.

6. Governance and Oversight.

RDM advised that TI and AC have prepared an initial suite of draft governance documents for both the Trust and Board and thanked TI for the considerable amount of time and effort he has spent doing this.

TI introduced the documents, which had been made available to all prior to the meeting. He explained that this is the first step in creating a formalised framework in which to conduct business, demonstrating that our organisation is credible and competent. Documents have been based upon models created by RAFTS and ASFB and have been widely adopted elsewhere in fisheries management.

TI drew Trustees attention to KSF/POL/12 which sets out the Scheme of Delegation, defining the role and powers of Board, Trust, Director and Joint Management Group, and asked for comments.

Two amendments were requested at the Board meeting. Responsibility for dismissal of staff should not be delegated to the Director but retained by the Board or Trust; and item 4.2 should be amended to clarify how Board and Trust representatives on the Joint Management Group are elected.

The Trustees had no further comments.

All drafts will remain in Dropbox for Trustees to review and email any comments to AC by the 15th April, after which these will be adopted as de facto documents. These will be made continuously available for reference in Dropbox and in the office. All governance documents will be reviewed on a regular basis and any significant changes referred to Board and Trust for approval.

TI will continue to work on the next batch of documents, including a communications policy, for presentation at future meetings of the Board and Trust.

7. New Structure, Joint Management Group function and KSFT Co-optees.

Following a huge amount of effort on all sides the new structure is now operational. RDM stressed that it is now up to all parties to make it work.

A key part of the structure will be the Joint Management Group. This comprises the Director, Administrator, Chair, one Board Member and one Trustee. RDM reported that the Board have unanimously appointed RS as their representative. The Trustees unanimously appointed TI to represent them in the group.

The group will meet monthly via conference call, and will provide a platform to facilitate business and support the new Director. The group will take the focus away from the Chair and what can at times be a difficult relationship as Chairs change. The position of Chair is non-executive and this has not been possible in the past few years, the JMG will solve this issue.

RDM put the recommendation of two floating Trustee seats to the Board and they have agreed. TI attended this morning's Board meeting and will also attend the June meeting to continue advancing governance requirements. Any other Trustee who wishes to fill the other floating seat on 20th June should advise RDM prior to the meeting.

8. New Office Proposal.

The proposal for the new office was raised at this morning's Board meeting. One Board Member expressed some personal reservations about the possible purchase of the Alladale property.

He felt that an additional fundraising burden in addition to the current Netting Appeal would be unwise. He was also concerned about raising and spending funds on infrastructure rather than projects and charitable objectives. Finally he felt that the purchase may be perceived by others as a repayment to a donor who had been historically generous to the Trust.

The Trustees did not share any of these concerns. TI confirmed that the Trust is entitled to acquire assets to assist in achieving its objectives. All Trustees reaffirmed their commitment to proceed.

All felt that a Kyle Fisheries presence in the village would also be a benefit to the wider community.

RS has already informally agreed that Jonathan Mason, acting on behalf of Alladale Trustees, will prepare a sellers pack on the assumption that the Trust are going ahead with the purchase. The current arrangement in Bonar Bridge is unsuitable and unsustainable. RS suggested that Alladale be approached to grant a short term licence for 6 months to lease the space with immediate effect, with the purchase taking place after that. This would allow time to raise the funds and solve the problems with the current office. RS reported that he had discussed this with Mr Mason who was supportive of this plan.

All agreed that RS will meet with Mr Mason next week to draw up heads of agreement for immediate entry with an option to purchase after 6 months.

The Board have agreed in principle to lease space from the Trust. This would create a small income for the Trust whilst being cost neutral for the Board who are paying the current office rent.

Once agreement has been reached and the Trust have moved in, RDM suggested that Andrew Graham Stewart be approached to draft a small news release announcing the new office and giving an overview of the benefits.

MB suggested that the Trust approach local wind-farm funds for money towards development of the office, e.g. equipment and signage. He suggested that the Beinn Tharsuinn fund, administered by the Highland Council, could be approached. MB will provide AC with information on the application process. AC will draw up a list of equipment needed and possible costs.

9. Netting Buyout Appeal.

RS summarised discussions at this morning's Board meeting. Assuming all pledges arrive as expected there will be a shortfall of around £40K. RS has asked Jonathan Mason to approach the Corriemulzie Trustees to request that the final payment is divided in half, with one payment in September this year and the other in September 2015. JM will report back to RS and the Board.

The committee has been restructured as Pete Campbell and Gordon Robertson are no longer involved. RS was joined by Nicky Griffiths following the Board AGM in September and Michael Hassan has now agreed to take part. Raising such a substantial sum has been a daunting task and RDM expressed grateful thanks to RS on behalf of the Trustees.

10. Current/Ongoing Projects.

Diebidale

KW, AC and Hugh Mackenzie are meeting with representatives of SEPA and RAFTS next week at the site of the artificial loch and fish ladder to discuss next steps. Unfortunately, following changes to the WEF, the project is now almost starting from scratch.

Moray Firth Trout Initiative

AC will clarify the budget requirements for MFTI with RDM and KW.

Upper Shin Smolt Trapping/Trucking and Data Analysis

The RST's are in place and trapping/trucking are ongoing.

RDM has fixed a meeting in early May with representatives of SSE and SEPA to discuss analysis of findings and funding for the future of the project. It is hoped to be able to put the project on a stable long term footing. AC to press SSE for the 2013 decoder data.

Invaluable information has been collected to date, particularly regarding the capture of escaped farmed fish. Hugh Mackenzie speaks regularly with Charles Allan of the Fish Health Inspectorate regarding this. AC will set up weekly reporting of captured farmed fish to FHI and RDM will continue to press them to demand tissue samples from the Fish Farms to try to identify where escapees are coming from.

11. Loch Shin Aquaculture Activities.

The Scottish Sea Farms planning consent lapsed in 2006, meaning that their activities since that date have been illegal. SSF are currently in the process of submitting a completely new application. The Board, as a statutory consultee, have objected and are awaiting details of the EIA prior to submitting a report put together by Alan Youngson.

If planning permission is granted the Board will insist that the operators are fully co-operative with any imposed conditions, including the provision of tissue samples for DNA analysis.

KW noted that Marine Harvest are currently moving towards bringing their operations at all sites onshore to closed containment systems. It is felt that this is a huge step in the right direction and it is hoped that other Aquaculture firms will follow their lead.

12. AOB.

None.

13. Date of next meeting.

The next meeting will be the physical meeting on 20th June. The Trustees saw no immediate need for a conference call meeting before then but this can be arranged if necessary. RS will report progress on the office proposal via email meantime.

Joint Management Group meetings will be minuted and the minutes circulated to both Board Members and Trustees.

The Trust AGM will be co-ordinated with the Board to reduce cost and time burdens. Once the Director and new structure have settled it is hoped that guest speakers can once again be invited to meetings. RDM felt it would be particularly interesting to invite the Chair of RAFTS/ASFB to speak about the current wild fisheries review which will be completed in around 6 months' time.

All felt that the new structure has got off to a positive start.

Meeting closed

ACTION POINTS - Taken Forward

Who	Details	Completed By
AC/KW	Set up procedure for regular audit of budget and bank accounts	Once KW is in post

ACTION POINTS - From this meeting

Who	Details	Completed By
AC	Advise Navertech to reproduce Falls of Shin information boards	Immediate
TI	Check Articles regarding changes to year end	By next meeting
KW	Check Company Secretary details	By next meeting
Trustees	Review current batch of governance docs and email any comments to AC	by the 15 th April
Trustees	Investigate possible sources of income for the Trust	By next meeting
TI	Draft next batch of governance documents	By next meeting
Trustees	Advise RDM if you wish to volunteer for one of the floating seats at the next Board meeting	Prior to 20 th June
RS	Discuss heads of agreement for the Alladale property with Jonathan Mason and report progress to Trustees by email	Week commencing 31/3
AC	Contact A Graham Stewart re press release if Trust are successful in securing Alladale Property	If successful
MB	Send information to AC regarding Beinn Tharsuinn windfarm funding	Immediate
AC	Cost equipment for new office for funding application	Immediate
AC	Clarify the budget requirements for MFTI with RDM and KW.	By next meeting
AC	Request 2013 decoder data from SSE	Immediate