
MINUTES**Public**

**Shetland Charitable Trust
Room 16, Islesburgh Community Centre, Lerwick
Thursday 21 February 2013 at 10.00am**

Present:

M Bell	P Campbell
R Henderson	C Hughson
B Hunter	I Kinniburgh
S Morgan	I Napier
D Ratter	G Smith
J Smith	J Wills

Also:

B Fullerton (by tele-conference)

Apologies:

A Manson

In Attendance (Officers):

A Black, Chief Executive - SCT
J Goddard, Financial Controller – SCT
M Anderson, Principal Officer - SCT
A Johnston, Senior Assistant Accountant - SCT
E Mainland, Office Administrator – SCT
C Ferguson, Director – Corporate Services - SIC
M Duncan, Grants Co-ordinator – SIC
A Taylor, Heritage Manager - SIC
A Cogle, Team Leader – Administration - SIC
L Geddes, Committee Officer - SIC

Chair:

Dr A Black, Chief Executive of the Trust, presided.

Circular:

The circular calling the meeting was held as read.

The Chair advised that before considering the remaining items on the agenda, the Trust would now consider Agenda Item 1 – Appointment of Chair and Vice Chair.

01/13 Appointment of Chair and Vice Chair

The Trust considered a report by the Chief Executive (CT1302001), which sought the appointment of a Chair and Vice-Chair to support the strategic direction and business of the Trust.

The Chair advised that, as outlined in the Administrative Regulations, Mrs Fullerton was participating in the meeting by tele-conference and was permitted to vote. To facilitate this, Mrs Fullerton was permitted to appoint a proxy, and she invited her to confirm the name of her proxy.

Mrs Fullerton advised that Mr Kinniburgh would be acting as her proxy, and Mr Kinniburgh confirmed that he accepted.

The Chair advised that the method of appointment for both the Chair and Vice-Chair was set out in the Trust's Administrative Regulations, and was described in Section 4.2 of the report. She then invited nominations for the position of Chair.

Mr Henderson nominated Mr Hunter, and Mr Hunter advised that he accepted the nomination.

Dr Wills nominated Mr Ratter, and Mr Ratter advised that he accepted the nomination.

Mr G Smith nominated Mr J Smith, and Mr J Smith advised that he accepted the nomination.

Having heard the candidates' presentations, voting took place by secret ballot and the result was as follows:

Mr Hunter	5
Mr Ratter	5
Mr J Smith	3

As there was no clear majority, in terms of the Trust's Administrative Regulations, Mr J Smith, as lowest scoring candidate, dropped out of the process. Voting again took place by secret ballot and the result was as follows:

Mr Hunter	7
Mr Ratter	6

Accordingly Mr Hunter was appointed as Chair of Shetland Charitable Trust.

Mr Hunter assumed the Chair, and invited nominations for the position of Vice-Chair.

Mr Ratter nominated Dr Wills, and Dr Wills advised that he accepted the nomination.

Mrs Hughson nominated Mr J Smith, and Mr J Smith advised that he accepted the nomination.

Mr Henderson nominated Mr Bell. However Mr Bell advised that he wished to decline the nomination.

Having heard the candidates' presentations, voting took place by secret ballot and the result was as follows:

Mr J Smith 6
Dr Wills 7

Dr Wills was accordingly appointed as Vice-Chair of Shetland Charitable Trust.

The Chair thanked Mr Ratter for chairing the Trust since the last Council elections, and Trustees concurred with applause.

Decision:

The Trust agreed to appoint:

Mr Hunter as Chair of Shetland Charitable Trust
Dr Wills as Vice-Chair of Shetland Charitable Trust

Declarations of Interest

Agenda Item 3 – Budget 2013/14:

- Mr J Smith declared a non-pecuniary interest in COPE
- Mrs Hughson declared a non-pecuniary interest in the following organisations: Voluntary Action Shetland, Citizens' Advice Bureau, New Shetlander and Disability Shetland
- Mr Kinniburgh declared an interest as a Trustee of Shetland Recreational Trust
- Dr Wills declared an interest as a Trustee of Shetland Amenity Trust
- Mr Campbell declared a pecuniary interest in The Swan Trust, and a non-pecuniary interest in Shetland Youth Information Service
- Mr Henderson declared an interest as a member of the Shetland Accordion and Fiddle Festival
- Mr G Smith declared a non-pecuniary interest in Shetland Youth Information Service
- Mr Bell declared a non-pecuniary interest as he was on the local board of the Citizens' Advice Bureau

Mrs Fullerton declared an interest as a non-executive director of NHS Health Scotland, but advised that it was a national board that would probably have no effect on SCT.

Minutes

The minutes of the meeting held on 13 December 2012 were confirmed on the motion of Dr Wills, seconded by Mr Campbell.

02/13 **General Administration – Power of Attorney**

The Trust considered a report by the Financial Controller (CT1302002), which was presented to formalise the Trust's signing arrangements and, on the motion of Dr Wills, seconded by Mr Campbell, Trustees approved the recommendation in the report.

Decision:

The Trust agreed to instruct the Trust's Legal Advisers to draft a Power of Attorney in the terms referred to in paragraph 3.1 of the report and as set out in the Administrative Regulations.

(Mr Campbell left the meeting during consideration of the following item)

03/13

Budget 2013/14

The Trust noted a report by the Financial Controller (CT1302003) which set out the recommended budget for 2013/14.

The Chief Executive advised that this was the second year of the three-year funding cycle that had been agreed earlier. As such, it would be more appropriate for Trustees to further consider these disbursements when it carried out a review at a later stage.

Mrs Fullerton moved that the recommendations in the report be approved.

Dr Wills pointed out that, in relation to paragraph 4.1.2 of the report, Trustees would be aware that Trust and Council officials were currently working with Shetland Arts Development Agency (SADA) regarding difficulties that it was currently experiencing. He therefore felt that it would be appropriate at this stage that the draw-down payments in respect of SADA were provisional, and that the draw-down was left to the discretion of the Chief Executive.

He therefore advised that he would second the motion with the addition that the draw-down payments in relation to SADA, as referred to in paragraph 4.1.2 of the report, were provisional and left to the discretion of the Chief Executive to authorise.

Mrs Fullerton advised that she was happy to include this in her motion, with the addition that it was left to the Chief Executive, in consultation with the Chair and Vice Chair, to authorise.

Dr Wills advised he agreed to this addition, and pointed out that a report on progress should be available for the next meeting of the Trust.

It was suggested that, in future, more detailed information from the organisations that received funding should be submitted to the Trust, particularly in relation to the expected outcomes.

The Chair advised that this was an issue that had been raised in the induction meetings, and Trustees had seemed keen to carry out a review of the organisations that were being funded. These suggestions would be taken onboard by the Chief Executive.

Decision:

The Trust agreed:

- (a) to consider the applications for funding for the charitable programme for 2013/14 set out in Appendix 1 to the report, to provide the

services set out at Appendix 5, and agree to the level of financial assistance as recommended, totalling £10,479,684 for 2013/14, recognising that funding for the Shetland Youth Information Service has been included, but will only be presented for consideration on 28 March 2013; and

(b) subject to (a) above, approve the drawdown of the approved grants budgets, including the preparation of the Grant Offer Letters, which set out simple statements of services and standards expected to be received for the grants awarded.

(c) the draw-down payments in relation to Shetland Arts Development Agency (SADA), as referred to in paragraph 4.1.2 of the report, are provisional and left to the Chief Executive, in consultation with the Chair and Vice Chair, to authorise.

(Mr Campbell returned to the meeting)

04/13

Governance of Subsidiary Companies – SCT Renewables Limited

The Trust noted a report by the Financial Controller (CT1302004), which sought the appointment of one Trustee to serve as Non-Executive Director on SCT Renewables Limited to replace Mr Alastair Cooper who had agreed to remain as a Director for Viking Energy Limited (VEL) until suitable arrangements had been made.

Dr Wills nominated Mr Ratter, however Mr Ratter advised that he wished to decline the nomination.

Mr Hunter nominated Mr J Smith, and Mr Morgan seconded.

Mr J Smith advised that he accepted the nomination.

There being no further nominations, Mr J Smith was accordingly appointed to serve as Non-Executive Director on SCT Renewables Limited.

Decision:

The Trust agreed to

- appoint Mr J Smith to be the sole director of Shetland Charitable Trust Renewables Ltd, a corporate entity held by the Trust which the Trustees have the legal right to direct as per the company's Articles of Association; and
- accept the resignation of Mr Cooper.

The Trust meeting concluded at 10.50am.

CHAIR