

Heartland Community Wind

Heartland Community Wind Limited

The Pump House
Shrewsbury
SY1 2DP

6th July 2020

Dear Member,

Re: Heartland Community Wind AGM: Thursday 23rd July 2020 3pm by Zoom

You have hopefully received the date notification for this year's Annual General Meeting, which will be held using the Zoom conferencing facility. Please find attached to this letter the papers for that meeting.

To take part in the AGM you will need to register in advance using this link:

<https://zoom.us/meeting/register/tJUsdOyuqzIsEtKsPyNg3eBVRVZw0ICXWDhp>

After registering, you will receive a confirmation email containing information about joining the meeting.

We regret that it is only possible to attend the meeting using the Zoom app and not using the in-browser or telephone-only options.

If you are unable to attend the Zoom meeting, please use the voting form and return by email to agms@shareenergy.coop or Heartland Community Wind c/o Shareenergy, The Pump House, Shrewsbury, SY1 2DP by **9am on Wednesday 22nd July** to ensure your vote can be included.

We hope to see you (virtually) at the AGM.

Yours sincerely,



Jon Halle on Behalf of the Board

Encs:

2020 AGM Notice

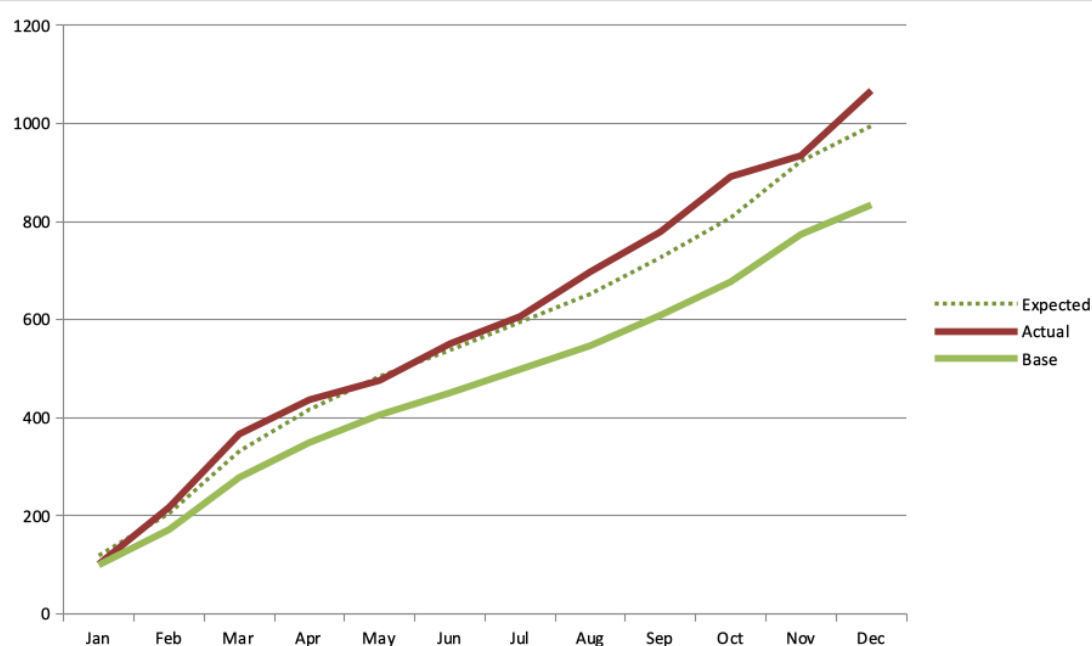
2020 AGM Proxy Voting Form

Financial statements 2019

Directors' Report for 2020 AGM

The Society had another good year with steady performance in 2019. The Board is pleased to say that we will again be making a member interest payment alongside our third community fund payment. There is no repayment of member capital scheduled for this year.

Production. The 2019 average wind speed across the UK was considerably lower than in 2018 and around 8% lower than the 10-year average. Despite this our turbines again produced more energy than initially projected.



The dotted green and solid green lines show the output as projected in the share offer document.

Performance to date in 2020 has been similar to that in 2019 overall to date.

Operations. There have been some periods of downtime during the year as might be expected but no significant outages as experienced last year. The turbines continue to be serviced by the manufacturers WTN under warranty.

Income. In December we signed a new Power Purchase Agreement with Ecotricity following a tender exercise. The new rate is lower than the previous rate but reflects a general reduction in wholesale electricity prices across the Board which has continued into 2020 and looks set to continue for at least a year.

Community Fund. The Society agreed to provide travel scholarships over a three-year period to local students at Perth College UHI. 2019 was the second year of the scheme and we supported six students with £1000 scholarships. The supported students' areas of study include Business, Accounting, Health, Professional Cookery and Engineering.

Member payments. The Board proposes a 3.5% share interest payment this year. The share offer document projected a 4% payment for year 4 of full operation so the payment is somewhat lower than projected in the year. No routine member capital repayments are planned.

Covid-19. The impact of the coronavirus on the Society has not been severe to date. The main impact has been the reduction in wholesale electricity price due to demand reduction. We expect PPA prices to continue to stay at a low level, but the impact on us is low as we can fall back on the FiT Export Tariff - our revenues would fall by around 2% overall. We are lucky in that maintenance teams are small - generally just 2 people are required so social distancing on site is relatively easy. They have been able to work though and we are not seeing an impact on supply chains and parts to date. The Society was not eligible for any Government support during the pandemic.

The Board considered whether to suspend member interest payments this year to build up contingency but decided this would not be necessary. No routine member capital repayment is scheduled for this year in order to ensure that we have ample capital buffer and in order to ensure that we can be in a good place to meet any withdrawal requests occasioned by member hardship.

We expect to be able to resume routine capital repayments next year but if the situation changes then this will be reviewed.

NOTICE OF ANNUAL GENERAL MEETING

TO BE HELD AT 3PM ON THURSDAY 23RD JULY 2020 USING ZOOM

NOTICE is given that the Annual General Meeting of Members will be held at 3pm on Thursday 23rd July 2020 via the Zoom conferencing facility, for the following purposes:

AGENDA

Welcome and introductions

Motions:

1. To agree the minutes from the previous meeting.
2. In accordance with Section 84 of the Co-operative and Community Benefit Societies Act 2014, a resolution not to undertake a full professional audit of the Society for the year.
3. To receive and adopt the Report of the Directors and the Annual Accounts for the year ended 31st December 2019.
4. To pay interest to shareholding members at the rate of 3.5% on share capital retained in respect of the financial year ending 31 December 2019.
5. To re-elect Elizabeth Leighton as a Director of the Society.
6. To elect Shamsheer Dharsani as a Director of the Society.

Any Other Business

By order of the Board

Jon Halle

Secretary

NOMINATIONS TO THE BOARD

The Rules allow for a maximum number of seven Board members of which one third of those who are elected into post must retire each year in rotation and may seek re-election. Elizabeth Leighton will retire and will seek re-election. Member Shamsheer Dharsani is standing for election to the Board.

Elizabeth Leighton

Elizabeth Leighton is an independent consultant providing research, policy advice, facilitation, and community engagement on sustainability and climate change issues. She has worked for a range of clients including the Scottish Government, South Ayrshire Council, and Dunkeld and Birnam A9 community group.

She is Director of the Existing Homes Alliance Scotland, a coalition of consumer, anti-poverty, social housing, industry and environment groups calling for action to make Scotland's homes fit for the 21st century. She also provides the secretariat to the Climate Emergency Response Group, a group of business and civic leaders who have come together to use their insights and influence to urge the Scottish Government to put in place an appropriate response to the climate emergency.

She is a Director of Heartland Community Wind, a community benefit society which owns and operates two medium-sized turbines near Aberfeldy.

She chaired the Climate Challenge Fund Grants Panel which provided independent recommendations to ministers on community projects taking action on climate change. She was the policy advisor to the Scottish Fuel Poverty Strategic Working Group (2016-2017), which was tasked with setting out a vision for the eradication of fuel poverty in Scotland.

Previously, Elizabeth served with the US Foreign Service, with postings in Moscow, Sofia, Edinburgh and Alaska. Elizabeth lives in Highland Perthshire with her family.

Shamsheer Dharsani

Shamsheer wants to join the board to contribute and learn more about managing wind energy assets and the problems and opportunities of creating renewable energy.

Shamsheer works as a Capacity Development Coach and brings with him an array of business and consultancy experience, which will be put to good use when supporting an organisation to grow and sustain their delivery. Shamsheer is able to assist organisations with, for example, the development of a funding strategy, assessing risks and developing strategies for sustainability and identifying development needs as well as hands on support to develop bespoke systems for clients.

Shamsheer enjoys supporting the development of a vibrant Voluntary, Community and Social Enterprise Sector in Sandwell. It's important to that these organisations have access to services that will enable them to make a real difference in their local communities.

Served as Board Member of Aga Khan Economic Planning Board UK, and as Consultant/Project Manager with the Aga Khan Health Board UK project to determine mental health morbidity rates as a precursor to developing the mental health First Aid Project.

Shamsheer has also worked with an NGO in Tanzania to review a cultural tourism and volunteering project which achieved DFID funding.

MINUTES OF ANNUAL GENERAL MEETING

HELD AT THE OFFICES OF SHAREENERGY CO-OPERATIVE, THE PUMP HOUSE, COTON HILL, SHREWSBURY
SY1 2DP AT 6.30 PM ON THURSDAY 6TH JUNE 2019

Members Attending: Jerry Evans, Mike Pedley, Jon Halle, Jeremy Thorp, Elizabeth Leighton, John Maslen, Martin Roger.

Attendance in person or on the conference call was 6. Postal or electronic votes were received from 27 Members. The quorum is 12 (including proxy votes) and the meeting was therefore quorate.

Apologies were received from 38 Members: Stephen-Mark Williams, Caroline Mcmanus, Sheila Royle, Brenda Davidson, Andrew Macrae, Morag Butt, Trevor Anderson, Andreas Heinemeyer, Robert Palgrave, John Stott, Andrew Meikle, Diego Pedraza Lahoz, Ian Caldwell, Claire Crackett, Brian Penny, Anna Buchanan, John (David) Ripley, Maurice Prendergast, Graeme Begg, Martin Parkes, Fern Hodges, Sarah Brown, Roger Pemberton, Allan Thomson, Martin Hayes-Allen, Robert McCarthy, Janet Roberts, Robert Hall, Gordon Buchanan, Philip Parkyn, Ann Ashley, Derek Ashley, James Davies, Claire Crackett, John Peak, Jonathan Lincoln, Herbert Eppel, Fiona Frank and Sarah Ford.

Motion	Proposer	Secunder	Motion passed? Y/N
To agree the minutes from the previous meeting.	Jerry Evans	Elizabeth Leighton	Y
In accordance with Section 84 of the Co-operative and Community Benefit Societies Act 2014, a resolution not to undertake a full professional audit of the Society for the year.	Martin Roger	Jerry Evans	Y
To receive and adopt the Report of the Directors and the Annual Accounts for the year ended 31st December 2018.	Jon Halle	Elizabeth Leighton	Y
To pay a sum of £5,000 to Perth College of the University of the Highlands and Islands in line with the commitment made to create an annual scholarship fund of £5,000 for students travelling to Perth College UHI from the PH15 postcode (Aberfeldy and Kenmore).	Jeremy Thorp	Martin Roger	Y
To pay interest to shareholding members at the rate of 2.5% on share capital retained in respect of the financial year ending 31 December 2018.	Jerry Evans	John Maslen	Y
An equal proportion of each member's shares to be bought back by the Society at a rate of £1 per share, reducing each shareholding by 8% (rounded down to the nearest whole share).	Mike Pedley	Jon Halle	Y
To re-elect Jerry Evans as a Director of the Society.	Jon Halle	Elizabeth Leighton	Y

AOB:

There was no other formal business brought forward by members.

A member asked what likelihood there is of similar fault arising on the other turbine. According to members who are very familiar with WTN machines they are not known for bearing faults so it is considered a one-off.

A member asked what the Operation & Maintenance contracts situation is. The Society is contracted with the manufacturer, WTN, until 18 December 2025 (10 years from installation rather than 5 years as incorrectly stated during the meeting). It was noted that the maintenance cover situation is evolving with WTN retaining few if any staff in the UK and Realise Renewables setting up a service based in Scotland. The Board will need to consider O&M and warranty matters carefully over the coming months.

Allan Thompson, a member of the Society, has offered to be co-opted on the Board and will attend the next Board meeting as a non-voting participant.

By order of the Board,



Jon Hallé

Secretary, 6th June 2019
