



**Kelsale-cum-Carlton Community Energy Ltd**  
**(Industrial Provident Society (IPS) registration no: IP032347**  
**and trading as *Power4KcC*)**

**Draft MINUTES**  
**ANNUAL GENERAL MEETING**

Held on Saturday, 28 August 2021 at 3:00pm  
at The Cottages, Bridge Street,  
Kelsale, Saxmundham, Suffolk, IP17 2PB

**Present:**

**Board members:** Director and Chair, Keith Dickerson (KD); Director and Acting Society Secretary, Tim Roberts (TR); Director, Chris Burslem (CB); Director, Simon Ransome (SR); Ex-officio, Keith Beacham (KB)

**Shareholders and members of the community:** Janet Barnes, Chris Colchester, Kate Colchester, Ray Ellis, Paul Macartney, David May, Toby May, Maggie Strutt.

**Apologies: Directors:** Mike Scott (MS); **Shareholders and grant aiders:** John & Diana Ball, Geoff & Rachael Fordham, Pam Garratt, David & Sue Granville-George, Peter & Susan Rowberry, Clive Strutt, Carolyn Taylor.

• **Welcome and Introductions**

KD welcomed everyone to the AGM and explained that an AGM had not been held in 2020 due to the COVID pandemic. It was established that most present were shareholders and were, therefore, entitled to vote. KD reminded non-shareholders that they could **not** vote on agenda items, although they were most welcome to take part in the meeting. Proxy votes were held by the Chair for Peter & Susan Rowberry, Edwina & Ian Galloway, Geoff & Rachael Fordham and Carolyn Taylor. Toby May held the proxy vote for Janet Shirley May and Ray Ellis held the proxy votes for his sons.

**2. Approval of the minutes of the last AGM held on 17 April 2019**

KD reported that under point (3), as agreed at the last meeting and in line with the Society's rules, only a short-form financial statement and bank reconciliation had been prepared for cost-saving reasons, but these had been independently verified by a chartered accountant. In addition, the minutes of each AGM to date had been posted on the Society's website.

The minutes were approved and signed and KD has undertaken, separately, to publish all the latest official documents on the website (see (3) below).

**3. Matters arising from the last AGM**

KD reported that the last two financial and operational years had been consistent with the forecast once delays and waived payments caused by COVID had been taken into account. The resourcing of KCCE had been difficult once TR moved away from Kelsale and he had a steep learning curve to find out how to carry out the necessary tasks connected with the bank account, shareholdings, FCA returns, etc. Therefore, we had not yet submitted an annual return to the FCA for 2019/20 or 2020/21. In response to questions from the membership TR responded that:

- We registered for VAT so we could receive the VAT back on the initial purchase of the solar panels. We charge the Social Club 50% of their normal tariff and we have to add 5% VAT on this. However, we had been unable to pay HMRC the £500 in VAT accrued so far so this is shown as a debt in the accounts. TR suggested that we simply send a cheque for £500 to HMRC.
- Community Energy England are a trade association for community energy groups. We originally joined CEE at a cost of £50 per year because they provide support to new start-ups and actively lobby parliament on community energy issues. TR advised that we continue to pay the membership fee in case we need their help and advice in the future.

#### 4. The receipt of accounts, balance sheet and reports of the Board and its Auditor

TR presented the accounts in respect of the financial years to 31 March 2020 and 31 March 2021. Following the motion passed at the 1<sup>st</sup> KCCE AGM, these had not been audited in full and this was renewed in line with the Society's rules. Copies of the short-form accounts are available from TR and will be posted on the Power4KcC website.

*Trading position for 2019/20 and 2020/21:*

The accounts are in good order and repeat the pattern of previous years. For 2019/20 we had added £1,000 to our income and had an operating surplus of £932 as shown in Fig 1.

KELSALE-CUM-CARLTON COMMUNITY ENERGY LIMITED  
INCOME AND EXPENDITURE ACCOUNT  
FOR THE YEAR ENDED 31 MARCH 2020

	£	2020 £	£	2019 £
<u>Income</u>				
Feed in tariff	1,837		735	
Social club	155		183	
Other	250			
	-----	2,242	-----	918
Less vat provision		(92)		(35)
		-----		-----
		2,150		883
<u>Expenditure</u>				
Insurance	280		280	
Data protection registration	35		35	
FCA registration	60		67	
Community England subscription	-		120	
Hall hire	-		9	
Amortisation	843		843	
	-----	1,218	-----	1,354
Operating surplus/deficit		-----		-----
		932		(471)
Tax		-		-
		-----		-----
Net (deficit)/surplus for year		932		(471)
Retained (deficit)/surplus brought forward		(417)		54
		-----		-----
Retained (deficit)/surplus carried forward		515		(417)
		-----		-----

**Fig 1. Our FY 2019/2020 trading position**

2020/21 had been an abnormal year due to COVID and so several payments had not been received as expected (see Fig 2). British Gas, as electricity supplier to the Village Hall, had asked to inspect our meter (as required every 2 years by Ofgem) but this could not be carried out due to the requirement for social distancing, and so the FiT had not yet been received. The FiT due from Scottish Power for the Social Club supply had also been delayed due to COVID. This had recently been received but was too late to be included in the 2020/21 accounts. We had also not billed the Social Club for 4 quarters as they had not been able to open due to COVID and so had had no source of income for this period. We had restarted invoicing the Social Club when they had reopened in Q2/2021.

Due to delayed and waived income, the accounts for 2020/21 show a loss of £585 but this would be more than made up when the 3 payments referred to above had been received. A FiT payment from Scottish Power amounting to £976.33 had already been received and a similar amount was due from British Gas.

KELSALE-CUM-CARLTON COMMUNITY ENERGY LIMITED  
INCOME AND EXPENDITURE ACCOUNT  
FOR THE YEAR ENDED 31 MARCH 2021

	£	2021 £	£	2020 £
<u>Income</u>				
Feed in tariff	553		1,837	
Social club	47		155	
Other	-		250	
	-----	600	-----	2,242
Less vat provision		(27)		(92)
		-----		-----
		573		2,150
<u>Expenditure</u>				
Insurance	280		280	
Data protection registration	35		35	
FCA registration	-		60	
Community England subscription	-		-	
Hall hire	-		-	
Amortisation	843		843	
	-----	1,158	-----	1,218
Operating surplus/deficit		(585)		932
Tax		-		-
		-----		-----
Net (deficit)/surplus for year		(585)		932
Retained (deficit)/surplus brought forward		515		(417)
		-----		-----
Retained (deficit)/surplus carried forward		(70)		515
		-----		-----

**Fig 2. Our FY 2020/2021 trading position**

The *Cash position at HSBC Bank* is shown in Fig 3.

<u>KELSALE-CUM-CARLTON COMMUNITY ENERGY LIMITED</u>			
<u>BALANCE SHEET</u>			
<u>AS AT 31 MARCH 2021</u>			
	£	2021 £	2020 £
<b>TANGIBLE FIXED ASSETS</b>			
Solar energy equipment at cost		16,860	16,860
Less: accumulated amortisation		(5,058)	(4,215)
		----- 11,802	----- 12,645
<b>CURRENT ASSETS</b>			
Cash at bank and in hand	6,335		6,049
	----- 6,335		----- 6,049
<b>CURRENT LIABILITIES</b>			
Vat liability	507		479
Member loans	1,600		1,600
	----- 2,107		----- 2,079
<b>NET CURRENT ASSETS</b>		4,228	3,970
<b>TOTAL NET ASSETS</b>		----- 16,030	----- 16,615
<b>FINANCED BY:</b>			
Share capital		16,100	16,100
Retained (deficit)/surplus		(70)	515
		----- 16,030	----- 16,615

**Fig 3. Our balance sheet at 31 March 2020 and 31 March 2021**

#### *Solar panel and financial performance*

KD reported that KB's original forecast for power generation and revenue generation agreed well with what had been generated (see Fig 4). It can be seen that the largest ever monthly total of power generated (over 1 MWh) was in May 2020 when skies were exceptionally clear during the first lockdown. The slight dips in output in previous years were due to power trips following the installation of the storage radiator in the Committee Room in 2015 and the vagaries of the weather (a particularly cold Spring) in 2016.

The financial performance of the solar panels also match that originally predicted by KB in 2014 (Fig 5) although overheads (such as insurance costs) had been higher and so the 'profit' made by the scheme had not been as high. However, we still expected to be able to recoup the full costs of setting up the scheme before the solar panels reached the end of their forecast life.

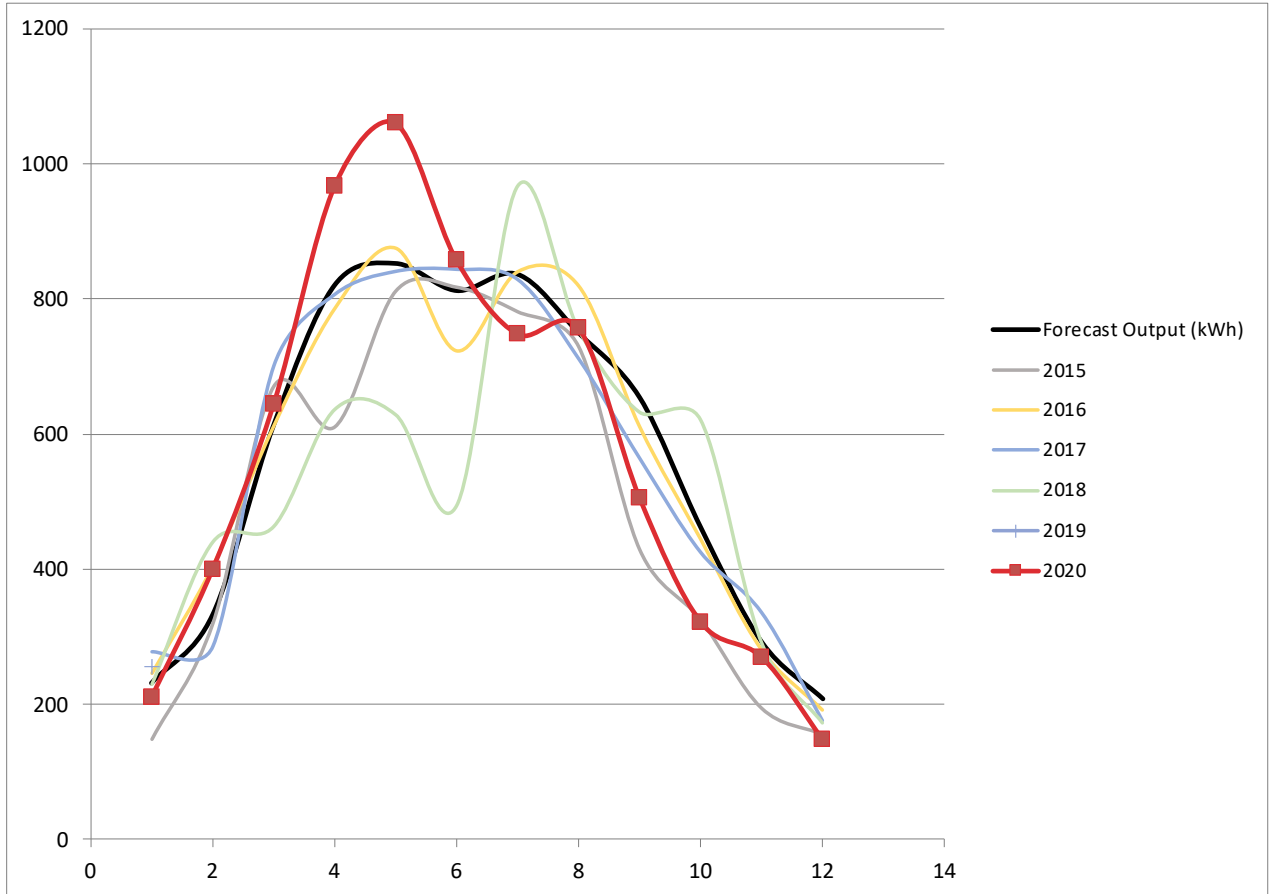


Fig 4. Output of our solar panels over the years 2015-2020

	estimated	actual	estimated	actual	estimated	actual	estimated	actual
	2	2017	3	2018	4	2019	5	2020
<b>Assumptions</b>								
FIT Annual increase								
Export & sales fee annual increase								
Units produced	6807	6833	6752	6833	6697	6590	6642	6889
FIT fee per unit	14.8	15.3	15.3	15.3	15.7		16.2	
Electricity sale per unit	7.4		7.7		8.1		8.5	
Export fee per unit	5.0	4.9	5.3	4.9	5.5		5.8	
Deemed export amount	50%	50%	50%	50%	50%		50%	
Electricity sold	0%		0%		0%		0%	
<b>Income</b>								
FIT income	£1,008	£1,063	£1,030	£1,177	£1,052	£735	£1,075	£1,837
Electricity income	£0	£135	£0	£255	£0	£183	£0	£155
Export income	£170	incl in FIT	£178	incl in FIT	£185	incl in FIT	£193	incl in FIT
Other								£250
VAT provision		-£58		-£59		-£35		-£92
<b>total</b>	<b>£1,179</b>	<b>£1,140</b>	<b>£1,208</b>	<b>£1,373</b>	<b>£1,237</b>	<b>£883</b>	<b>£1,268</b>	<b>£2,150</b>
<b>Outgoings</b>								
insurance	£170	£274	£170	£290	£170	£280	£170	£280
maintenance		£42		£0		£0		
admin & legal	£200	£95	£200	£118	£200	£231	£200	£95
<b>total</b>	<b>£370</b>	<b>£411</b>	<b>£370</b>	<b>£408</b>	<b>£370</b>	<b>£511</b>	<b>£370</b>	<b>£375</b>
<b>EBITDA</b>								
	<b>£809</b>	<b>£729</b>	<b>£838</b>	<b>£965</b>	<b>£867</b>	<b>£372</b>	<b>£898</b>	<b>£1,775</b>
interest on savings	£5	£0	£9	£0	£13	£0	£16	
tax	£0	£0	£0	£0	£0	£0	£0	
depreciation	-£843	-£843	-£843	-£843	-£843	-£843	-£843	-£843
<b>Profit after tax</b>	<b>-£29</b>	<b>-£114</b>	<b>£4</b>	<b>£122</b>	<b>£37</b>	<b>-£471</b>	<b>£71</b>	<b>£932</b>

## Fig 5. Financial performance of our solar panels against estimates 2017-2020

It was also agreed to repay £308 to KD as he had paid to renew the insurance of the solar panels from his own account while on holiday in Cornwall earlier in August.

### 5. The appointment of an auditor

TR explained that to employ an Auditor would cost £1,500 - £2,000 per annum, which would wipe out the Society's income. However, as our asset base is less than £2.8 million and our turnover is less than £5.2 million, we can instead opt to produce a financial statement which is far cheaper and fully in line with our Society rules if accepted by a quorum of shareholders. The meeting voted unanimously to continue to do this.

As TR was leaving the Board it may not be possible in future to continue to ask Michael Stone to audit the accounts. It was agreed that TR should first ask Michael Stone if he would continue to do this. Otherwise KD should ask Crasel if they would carry it out at no cost.

### 6. Further Board nominations and appointment of Chairman and Directors

Keith Dickerson, Mike Scott and Simon Ransome (as Village Hall representative) stood for re-election to the Board and were approved unanimously. Toby May and Kate Colchester stood for election to the Board for the first time and were also approved unanimously. Keith Dickerson stood for another term as Chairman of the Board and this was also approved unanimously. The roles of all members would be considered at the first Board meeting following the AGM which KD would call within the next couple of weeks.

### 7. Proposed motions. To consider:

#### a. The application of any profits

On the advice of the Society's auditors, it was decided that all profits to date would be retained by the Society as they were not deemed significant enough to distribute as a dividend. The advice of the auditor will again be sought for the 2022 AGM based on the financial statements then available. It was agreed that the principal aims of the Society should be to provide a community benefit rather than for the purpose of short-term individual gain.

#### b. The withdrawal of any shareholdings

TR explained the rules on the withdrawal of shareholdings now that the Society had been trading for over three years. Individual members could ask to sell some or all of their shares with three months' written notice up to maximum of 4% of the share capital issued at the start of the financial year. Applications would be processed on a first-come, first-served basis. Mike Garrett had asked to sell his shareholding of £100 and this had been approved by the previous AGM. Pam Garrett asked to sell her shareholding of £100 at this AGM and this was approved by the members present. Janet Barnes said that she may wish to sell £200 worth of shares during the next year. Toby May agreed to purchase £200 of shares and Kate Colchester asked to purchase £20.

#### c. Future power supply tariff rates

It was agreed that the current tariffs would continue until the next AGM. The Village Hall will retain free solar electricity and the Social Club would contribute 50% of the cost of its solar power at the equivalent tariff from its current supplier.

#### d. Cheque Signing Limits

There are currently no signing limits for cheque signatories in the Society's rules. It was proposed and agreed that, in future, cheques for up to £250 can be signed by a single director and cheques above £250 would require two signatures.

## 8. Future Initiatives

The following potential future initiatives were discussed:

- Future extensions to the existing solar panels.  
KB will look at the business case for this.
- Storage battery for Village Hall.  
This should be a priority as it would make them self-sufficient in energy (at least in Spring / Summer / Autumn). The Board would look at finding grants to do this.
- Install solar PV on roofs of Carlton Industrial Estate.  
We would approach Skinner(?) and propose a 'rent-a-roof' type of scheme. KCCE would manage this.
- EV Charging point in Village Centre.  
This could be supplied by IP17GNS. It was pointed out that SCC already have a scheme to install EV charging points at Village Halls and similar venue in Suffolk.
- Warmer Homes Campaign.  
We would continue to look for opportunities to request a grant of up to £15K for any home in Kelsale-cum-Carlton without central heating and to publicise the government grants available to replace boilers over 13 years old with a heat pump.

## 9. To transact any other business which may be properly transacted at this AGM.

None.

Simon Ransome was thanked for taking the notes of the meeting.

Recorded and issued by order of the Board, Monday, 20 September 2021

Signed with the agreement of shareholders:

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**Keith Dickerson, Chairman**

**Monday, 20 September 2021**