

**Westmill Wind Farm Co-operative Ltd (Reg. No. 29816 R)**  
**Minutes of the Annual General Meeting.**

**Held on Zoom video-conferencing.**  
**On the 19<sup>th</sup> June 2021 at 11:15am.**

**Present:**

Directors – Mark Luntley (Chair), Douglas Parr, Alan Ruddell, Joshua Brown and Aude Duquesne  
Company Secretary – Annette Heslop  
E4All – Tammy Calvert  
Members – 77

**Apologies Received:** Ruth Conchie and Michael Blanch

**1. Welcome and Introductions:**

Mark Luntley, Chair, welcomed members to the Westmill Windfarm AGM. Mark introduced the Board and outlined the agenda.

Mark introduced Alan Ruddell who gave a presentation on Asset Management & Performance. It was Alan Ruddell's last meeting as a director. He is standing down after 2/3 years.

Over the year the availability for all turbines was 91% which was significantly less than our expected availability of 95%. In 2019 the availability was over 95%.

One of the reasons was that during the first 6 months wind turbine 1 had a failed gearbox and could only run in light winds. There was a delay in this being fixed but it was repaired at the end of June. July and October also had low availability.

In January to May 2021 availability was 93%. We encountered some minor problems with wind turbine 3.

Even though the availability was lower than we wanted the energy production from Jan to Dec 2020 was 115% of budget. Windspeeds were good in Feb and March 2020.

Energy production in 2021 - higher than average wind speeds in Feb/March.

**Technical Matters**

- Maintenance – rule number 1 is to keep the turbines running. Jacobs cover the maintenance.
- Significant failings and repairs in turbines 13 years old are Gearbox bearing / Blade pitch rams / Yaw gearboxes / Comms computers.
- Other factors – grid outages – associated component failures.
- Planned repairs include hydraulic oil changes / blade pitch rams / yaw gearboxes / blades inspections.
- IT systems - Networking upgraded, completed by BVG and Excalibur June 2020.
- Control system components - Risk review, completed by BVG July 2020.
- Asset Management - Objectives set and agreed by Westmill Board and Energy4All / Maintenance and repair planning (Energy4All) / IT systems (Excalibur, with BVG).
- Strategic planning (BVG Associates) - Proactive maintenance & major repairs / Strategic improvements / Life extension measures.

Josh Brown talked about Power Prices.

Westmill is split into 2 sites, one with 2 turbines (Westmill East), the other with 3 turbines (Westmill West).

We had a fairly long period where power prices were depressed. We therefore went for a 6 month contract on Westmill West to see if we could lock in a better price. They've increased massively and in October 2021 we will be getting £70.51 MWh rather than the £35.90 which we received Apr 20-Sept 20.

On Westmill East we are locked in until Mar 23 at £60.90MWh.

The ROC price is currently £50.80 MWh in addition to the power prices and as part of our contract with co-op energy you agree a passthrough rate of roc value and we get 98% and 100% back of the recycle.

Ryan Rushton gave a talk about the co-operative principles. Ryan came onto the board last March to work on improving the relationship with Westmill Solar and the Mid Counties Co-operative, also working closely with WeSET.

The 7 principals which they follow are:

1. Voluntary and open membership
2. Democratic member control
3. Member economic participation
4. Autonomy and independence
5. Education, training and information
6. Cooperation among cooperatives
7. Concern for community

Co-op actions:

1. Member Engagement
2. Education – WeSET
3. Cop-operating with the Co-op's
4. Trading Dividend

## **2. Financial Presentation**

Mark Luntley went through the key things on the accounts.

We have paid back the bank loan, upgraded IT systems, new asset management is in place and we have increased depreciation so that we will have money left at the end of the life. We launched the trading dividend and achieved a fair tax accreditation this year.

We are talking about increasing our community benefit payments and recruiting new directors to support the Board.

Looking at our finances you will see that turnover is up on last year at £1,219,000.

Our surplus is also up at £344,000. Share interest is £163,000 less payments to the community and tax which leaves a surplus of £117,000. The Board has proposed to leave a development reserve of £97,000 and £20,000 for social or charitable purposes.

Member share interest is 5% and total equity is £3,969,428.

### 3. Motions

<b>Motion 1: To approve minutes of AGM held on the 6<sup>th</sup> June 2020.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Eoin Lees		
Results of voting as below:				
<b><i>Votes Cast</i></b>	<b><i>At AGM</i></b>	<b><i>In Proxy</i></b>	<b><i>Chair</i></b>	<b><i>Total</i></b>
<i>In Favour</i>	28	109	29	166
<i>Abstain</i>	11	16	0	27
<i>Against</i>	0	0	0	0
<i>Motion carried</i>				
<b>Motion 2: To approve the allocation of £96,964 to a development reserve for the continuation of the co-operative and furtherance of its objectives.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Eoin Lees		
Results of voting as below:				
<b><i>Votes Cast</i></b>	<b><i>At AGM</i></b>	<b><i>In Proxy</i></b>	<b><i>Chair</i></b>	<b><i>Total</i></b>
<i>In Favour</i>	37	114	29	180
<i>Abstain</i>	2	5	0	7
<i>Against</i>	1	6	0	7
<i>Motion carried</i>				
<b>Motion 3: To acknowledge the Directors' decision to pay share interest of £192,623 to Members equal to 5% return on equity.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Jill Beaver		
Results of voting as below:				
<b><i>Votes Cast</i></b>	<b><i>At AGM</i></b>	<b><i>In Proxy</i></b>	<b><i>Chair</i></b>	<b><i>Total</i></b>
<i>In Favour</i>	32	123	29	184
<i>Abstain</i>	4	2	0	6
<i>Against</i>	1	0	0	1
<i>Motion carried</i>				
<b>Motion 4: To approve the allocation of £7,500 to WeSET.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Linda Tillotson		
Results of voting as below:				
<b><i>Votes Cast</i></b>	<b><i>At AGM</i></b>	<b><i>In Proxy</i></b>	<b><i>Chair</i></b>	<b><i>Total</i></b>
<i>In Favour</i>	33	114	29	176
<i>Abstain</i>	3	4	0	7
<i>Against</i>	1	7	0	8
<i>Motion carried</i>				

**Motion 5: To approve the allocation of £20,000 for social or charitable purposes within the community served by the co-operative receive.**

*Proposer:* Mark Luntley

*Seconder:* Linda Tillotson

Results of voting as below:

<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	31	108	29	168
<i>Abstain</i>	4	5	0	9
<i>Against</i>	2	12	0	14
<i>Motion carried</i>				

**Motion 6: To receive and adopt the Report of the Directors and the annual Accounts for the year ended 31<sup>st</sup> December 2020.**

*Proposer:* Annette Heslop

*Seconder:* Wendi Lethbridge

Results of voting as below:

<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	34	121	29	184
<i>Abstain</i>	3	4	0	7
<i>Against</i>	0	0	0	0
<i>Motion carried</i>				

**Motion 7: To authorise the directors to conduct a tender process for the role of the co-operative's auditors and to finalise the appointment of the auditors following such tender on such terms as the directors consider appropriate.**

*Proposer:* Mark Luntley

*Seconder:* Anthony Woolhouse

Results of voting as below:

<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	33	121	29	183
<i>Abstain</i>	1	4	0	5
<i>Against</i>	0	0	0	0
<i>Motion carried</i>				

**Motion 8: To approve the allocation of up to £200,000 to allow the co-operative to redeem shares from members who wish to return some or all of their membership shares.**

*Proposer:* Mark Luntley

*Seconder:* Wendi Lethbridge

Results of voting as below:

<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	32	116	29	177
<i>Abstain</i>	3	5	0	8
<i>Against</i>	1	4	0	5
<i>Motion carried</i>				

<b>Motion 9: To re-appoint Doug Parr as a Director.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Ann Haywood		
Results of voting as below:				
<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	32	117	29	178
<i>Abstain</i>	2	4	0	6
<i>Against</i>	1	0	0	1
<i>Motion carried</i>				
<b>Motion 10: To elect Gary Bills as a Director.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Eoin Lees		
Results of voting as below:				
<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	22	113	29	164
<i>Abstain</i>	11	10	0	21
<i>Against</i>	1	2	0	3
<i>Motion carried</i>				
<b>Motion 11: To elect Vivian Woodell as a Director.</b>				
<i>Proposer:</i> Mark Luntley		<i>Seconder:</i> Eoin Lees		
Results of voting as below:				
<b>Votes Cast</b>	<b>At AGM</b>	<b>In Proxy</b>	<b>Chair</b>	<b>Total</b>
<i>In Favour</i>	35	111	29	175
<i>Abstain</i>	5	9	0	14
<i>Against</i>	0	5	0	5
<i>Motion carried</i>				

Mark gave special thanks to the board members standing down - Ruth Conchie and Alan Ruddell.

He thanked all members for attending and participating in the meeting and thanked AGM organisers – Ethex & E4A.

The meeting closed at 12:24pm

Mark Luntley, Chair  
**Westmill Wind Farm Co-operative Ltd**