

NORTH HIGHLAND REGENERATION FUND

MINUTES of the **20th** Board Meeting of the above named Company held at the NDA offices, Forss Business Park, Forss on 11 May 2009 at 09.30

PRESENT: John Thurso, MP (Chairman)
Neil Robertson, New Park Management Director
Randall Bargett, NDA Director
David Flear, Highland Council
Derrick Milnes, Dounreay Stakeholder Group

IN ATTENDANCE: Elizabeth Stephenson, Company Secretary

APOLOGIES: Prof. John Fyfe, Independent

1 CONFLICT OF INTEREST

The directors reminded themselves of their duties as company directors under the Companies Act 2006. The directors reminded themselves of need to act in accordance with those duties when making decisions in this meeting and to ensure that they take into account on each occasion all relevant factors.

2 MINUTES OF THE PREVIOUS MEETING

The minutes of the previous Board Meeting were agreed without comment.

3 MATTERS AND ACTIONS ARISING

The updated Action List is attached.

Matters Arising:

The Board noted that Ean Sinclair is not permitted to have outside directorships and thus he will be invited to the NHRF Board meetings on the same basis as Derrick Milnes. The Board will not appoint any further directors.

4 FINANCE

NR updated the Board on the current financial situation of the Fund and provided the latest financial statements. It was noted that the total monthly loan repayments are slightly down due to the default of one company. NR noted the standing order procedures have changed at RBS and some standing orders have not been set up on time this month. NR has heard nothing further from the creditors meeting of Caithness Food and Horticulture but it is not likely that anything will be recovered. The Board noted that in the light of recent events, it may be worth paying particular scrutiny to community businesses.

Ritsons will be instructed to deal with the year end procedures, which will be presented at the AGM later in the year.

REVIEW OF PROJECTS AND ENQUIRIES

The Board reviewed the current projects and enquiries received.

JT declared he had prior knowledge of Geddes Windows in his capacity as MP. The Board felt they would like to meet the management.

Action 20.1

NR to organise for Board to attend presentation from management of Geddes Windows

5 CONFIRMATION OF APPROVED PROJECTS

The Board had two decision reports to review. Following careful consideration of the due diligence performed on each organisation, the Board agreed with the recommended approach as follows:

- approval of one loan in full
- approval of one loan split into two awards, the second instalment being contingent upon achieving sales that match the P&L forecast

6 RISK MANAGEMENT

There were no new risks to note. NR noted he would like the ability to apply legal pressure in the event of a particular company not making the repayments this month.

7 AOB

It was agreed the NHRF should hold an AGM in September.

Action 20.2

RB to arrange for NDA directors to attend AGM

The Board discussed a similar socio-economic fund which may be set up in south-west Scotland.

NR updated the Board on a couple of avenues of potential funding. The Board considered that the increase in workload and the complicated nature of such funding was prohibitive for the Fund.

There was no other business and the meeting was closed. The next meeting is to take place at the NDA offices at Forss Business & Technology Park at 09.30 on 17 July 2009.