

**Baywind Energy Co-operative Ltd (Registration No. 28354 R)**  
**Minutes of the Annual General Meeting**  
**The United Reformed Church, Kents Bank Road, Grange over Sands LA11 7EY**  
**9<sup>th</sup> May 2015 at 1.00 p.m.**

Present: 22 members, 7 guests, 6 Directors and 2 representatives on behalf of Energy4All Ltd.  
126 responses were received for the motions.  
20 apologies from members.

**1. Introductions and welcome**

The members were welcomed by the Chairman Richard Scott, especially those who had travelled a long distance and those who had not previously attended the AGM. Richard introduced the current Board; Michael Austin, David Eastlick, Derek Elsworth, Alex Hassan, James Wood and the company secretary, Annette Heslop. Apologies were received from Majid Siadat. Richard took over from David Eastlick as chairman earlier in the year to allow David to concentrate on the high workload with High Winds.

**2. Chairman's Review of the year**

Richard outlined the following:

- Derek Elsworth will resign at the AGM and is not seeking re-election. Richard thanked Derek for his hard work and support to Baywind and BWECT over the years and wished him well for the future. On behalf of the Board Derek was presented with a gift from Cumbria Crystal.
- Richard thanked Lorrie Marchington for her contribution to Baywind over the years.
- This will also be farewell to the Harlock Hill turbines later this year however the site will live on through High Winds. Baywind will continue at least until 2018 with the Haverigg II turbine.
- A thank you to Jack Heslop for managing both sites throughout the year.
- Output from all six turbines during 2014 amounted to 6017MWh compared with 6213MWh in 2013.
- Production ~ both Harlock Hill and Haverigg II met 88% of budget.
- Turbine availability was 94% at Harlock Hill but poorer at Haverigg II at 87% but an improvement on the previous year.
- Reasons for not meeting budget include:
  - Harlock Hill T3 generator failed in December 2014 which was eventually repaired and made operational in January 2015.
  - Haverigg II site suffered several breakdowns contributing to loss of availability.

**3. Financial Presentation**

Annette Heslop gave a brief report on the finances for 2014. Turnover was down from last year due to reduced output and a reduction in electricity prices throughout the year. After deducting operating costs, administration expenses the profit available for distribution amounted to £197,000, giving a return to members of 12.51% to EIS investors and 10.01% to non-EIS investors.

The electricity output and renewable attributes at Harlock Hill are sold through a Power Purchase Agreement (PPA) with Co-op Energy whilst Haverigg II sells its power through the Non Fossil Fuel Purchasing Agency.

Surplus funds are held in the Furness Building Society, Handelsbanken and The Co-operative Bank. The rate of return to members is good. The Harlock Hill turbines are due to be dismantled Sep/Oct this year. The Board will seek to sell or recycle any major components if possible. A loan of up to £1.6 million has been offered to High Winds but no funds have been drawn down as yet.

**4. Key Performance Indicator's (KPIs)**

Alex Hassan presented Baywind KPIs for the Board and members to monitor the performance of the Co-op. The pie charts included both Harlock Hill and Haverigg II data.

Derek Elsworth took charge of voting results on the motions and election of directors. Derek reminded members not to vote if they have already voted online.

**5. Motion 1 - To approve the Minutes of the AGM held on the 10<sup>th</sup> May 2014**

Proposed by James Wood and seconded by Bill Shaw.

The motion was carried unanimously by members present. Postal votes totalled 88 for, 6 abstentions and the chair held 32 proxy votes in favour.

**6. Motion 2 - To approve the Annual Accounts for the year ended 31<sup>st</sup> December 2014 with the reports of the Directors and the Auditor.**

Proposed by David Scott and seconded by Bill Shaw.

The motion was carried unanimously by members present. Postal votes totalled 92 for, 2 abstentions and the chair held 32 proxy votes in favour.

**7. Motion 3 - To re-appoint auditors Melville and Co to hold office until the AGM in 2016**

Proposed by Michael Austin and seconded by David Scott.

The motion was carried unanimously by members present. Postal votes totalled 91 for, 3 abstentions and the chair held 32 proxy votes in favour.

**8. Motion 4 - To approve the distribution of surplus funds for the year (the operating profit together with any other income) by way of Share Interest**

Proposed by James Slater and seconded by Jack Heslop.

The motion was carried unanimously by members present. Postal votes totalled 91 for, 3 abstentions and the chair held 32 proxy votes in favour.

**9. Election of Directors**

Rule 12(7)(a) requires one third of the Board of Directors to retire by rotation. David Eastlick, Richard Scott and Majid Siadat retire by rotation and seek re-election. Lorrie Marchington resigned earlier in the year and Derek Elsworth is resigning at this AGM and not seeking re-election. The Co-op received no new nominations to join the Board.

**Motion 5 – To re-appoint David Eastlick as a Director.**

Proposed by Alex Hassan and seconded by Richard Scott.

The motion was carried unanimously by members present. Postal votes totalled 93 for, 1 abstention and the chair held 32 proxy votes in favour.

**Motion 6 – To re-appoint Richard Scott as a Director.**

Proposed by Bill Shaw and seconded by Michael Austin.

The motion was carried unanimously by members present. Postal votes totalled 90 for, 2 abstentions, 2 against and the chair held 32 proxy votes in favour.

**Motion 7 – To re-appoint Majid Siadat as a Director.**

Proposed by Alex Hassan and seconded by Annette Heslop.

The motion was carried unanimously by members present. Postal votes totalled 93 for, 1 abstention and the chair held 32 proxy votes in favour.

Richard thanked Derek for conducting the voting on the motions and reminded members that there are three vacancies to join the Board and anyone interested should contact Richard or Annette.

**10. Update on Harlock Hill Repowering**

Annette presented the main points from the update recently circulated to members regarding repowering Harlock Hill and progress to date with High Winds.

**Members asked the following questions:**

**Q: Is the land lease in place?**

A: Yes an option to a new lease is in place for 25 years.

**Q: Why did High Winds not raise the full amount and dispense with a bank loan?**

A: High Winds board could not predict the total amount that could be raised from the outset and therefore took the prudent view to have a mix of equity and borrowing. We also had a short period to raise the equity.

**Q: Is it possible for Baywind to loan the money long term to High Winds?**

A: Yes this is possible but it could be a long term loan i.e. 8 – 10 years. We could put this to the members to decide.

**Q: Could some members by agreement not be paid back equity?**

A: Will be easier and fairer to pay everyone the same percentage.

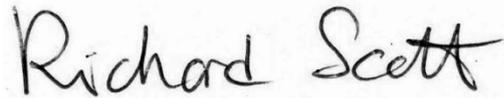
Close of formal business.

**11. Presentation by Tammy Calvert on Energy4All current projects and future work**

Tammy pointed out the future political climate could see the end of further onshore wind in England. After the presentation there followed a discussion on what other forms of renewable energy E4A could work with from tidal to wood heat in care homes and schools solar PV to charge electric cars. The Board and members thanked Tammy for a very informative presentation.

The meeting was closed at 3.15 pm.

Signed as a true record of the meeting,

A handwritten signature in black ink that reads "Richard Scott". The signature is written in a cursive style with a clear, legible font.

**Richard Scott, Chairman**