



Southill Community Energy
The Pump House, Coton Hill
Shrewsbury SY1 2DP

14th February 2020

Dear Members,

You ought to have already received the notification for this year's Annual General Meeting. The AGM will start at 7.45pm on Thursday 5th March 2020 at the Memorial Hall, Brown's Lane, Charlbury OX7 3QW.

Please find below and enclosed with this letter the formal papers for that meeting.

If you are unable to attend, please use the proxy form and return by email to agms@shareenergy.coop or Southill Community Energy, c/o Shareenergy, The Pump House, Shrewsbury, SY1 2DP by 5pm on 3rd March 2020 to ensure your vote can be included.

We hope to see you at the AGM.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Jon Hallé', is positioned below the text 'Yours sincerely'.

Jon Hallé

Company Secretary

On Behalf of the Board

Encs:

AGM Notice & Director biographies; Chairs' Report; 2019 AGM Minutes

Financial statements to September 2019; AGM Proxy Voting Form 2020

Society Registration No. 7242

SOUTHILL COMMUNITY ENERGY LTD

NOTICE OF ANNUAL GENERAL MEETING

TO BE HELD ON 5 MARCH 2020

NOTICE is given that the Annual General Meeting of Members will be held at 7.45pm on Thursday 5th March 2020 at the Memorial Hall, Brown's Lane, Charlbury OX7 3QW, for the following purposes:

AGENDA

- A. Welcome and introductions
- B. Declarations of Interest
- C. Reports from directors
- D. Questions and Answers to Directors
- E. Formal business of AGM
 - 1. To agree the minutes from the last meeting
 - 2. To receive and adopt the Report of the Directors, the Annual Accounts and the Auditor's report for the year ended 30th September 2019
 - 3. To approve a payment of share interest to members at a rate of 5% of retained capital
 - 4. To re- elect Liz Reason as a Director of the Society
 - 5. To re-elect Richard Slark as a Director of the Society
 - 6. To re-appoint Third Sector Accountancy as Auditors for this year
 - 7. Any Other Business

By order of the Board

Jon Hallé

Secretary

14th February 2020

Registered Office:

The Pump House

Coton Hill

Shrewsbury, SY1 2DP

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CHAIR'S REPORT

Still generating well

As I write this on a mid-February afternoon, the sun is shining on Southill. Today we have generated 12,780 kWh of green electricity and saved 7,208kg of CO₂. And at the same moment, GB Grid Carbon Intensity app is telling me that solar is generating 5,000MW of electricity over the UK as a whole, or 12.2% of total electricity generation. At the same time, wind is generating 12,700MW of electricity or 30.7% of total generation with a carbon intensity of 163gCO₂/ kWh. A long way from zero, but an amazing transformation from the days – not so long ago – when almost all of our generation came from coal, gas and nuclear.

In the two years from first generation in November 2016, Southill has generated 13,468 MWh, and saved 7,596 tonnes of CO₂. At a time of climate emergency, and given the climate emergency declaration made by Charlbury Town Council in November 2019, Southill is a meaningful contribution to the changes that we need to see.

The solar farm was subject to outages in April and June 2018 when the transformers overheated and tripped off. Following an investigation, Solarcentury at its own cost installed fans on the side of the transformer to provide cooling in hot periods. So far, these fans seem to have solved the problem.

Financial performance

The site continues to perform better than expectations meaning that the company has had a good year financially. The price at which we sell electricity has remained relatively strong, as has the level of payments for Renewable Obligation Certificates. That gives us surplus this year of £126,074.

The board is therefore recommending to members that 5% interest be paid. This level of surplus also means that the 'Section 106' payments related to the planning consent are triggered, with £15,000 payable to the Cotswolds Conservation Board, and a community benefit pot of £30,000 available for distribution to environmental projects.

The first repayments to our bondholders were made in May 2019.

Re-allocation of the Section 106 responsibilities

Sustainable Charlbury CIC was the organisation that obtained the planning consent for the solar farm and was therefore the body with whom lay the responsibility for the S106 payments. Once Southill was in development, Southill Solar Limited was created, as was Southill Community Energy, the Community Benefit Society which acts as the holding company. All of the surpluses also sit with SCE but can only be distributed by a charity. That's why Sustainable Charlbury converted to a charity in 2017 and why, during the course of 2019, we asked West Oxfordshire to re-assign the Section 106 responsibilities to SCE – the company with the funds. That took several months as all signatories to the Section 106 agreement – including the Cornbury Estate – had to agree the amendments and sign the new document.

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Distribution of community benefit

Sustainable Charlbury has now developed the criteria for its grant-giving programme and has an on-line form for applicants.

The overarching intention is to use the community benefit fund strategically – to provide larger rather than smaller grants. It will also be willing to build a pot for important projects such as the refurbishment of the Corner House, which can act as an exemplar for the refurbishment of older homes in the town centre.

Refinancing

During the year, we were able to simplify our loan structure, paying back the smaller of our two loans with Close Leasing in its entirety. During the year we have also been in negotiations with West Oxfordshire District Council to see if they might be interested in refinancing our remaining loans at lower cost. We are delighted to say that they have agreed to do so in principle – we are now working through the details but this is on course to reduce the cost of our loan finance by around a quarter.

Projections

The solar farm is performing well and we are on course to meet our projected outcomes across the project as a whole. However current wholesale electricity prices are low, and this is likely to mean somewhat lower income next year. The refinance will go some way to mitigate this factor. We are also active in reducing costs wherever we can – we have just completed a process of re-tendering for our Operations and Maintenance support. After examining several competing proposals, the contract has been re-awarded to Solarcentury, but at reduced cost.

And the field grew greener....

Work on improving biodiversity on site continued according to plan, under the management of Guy Parker of Wychwood Biodiversity and Anne Miller who is organising community volunteers to keep down the weeds.

Lovely recognition came recently from an ecologist company employed by Solarcentury to survey the land around the solar farms they have built and manage. The surveyor concluded:

Southill/Charlbury Solar was the most floristically diverse site we monitored in 2019, with the numbers of different plant species increasing significantly from 2018. It is a really beautiful site.

Website update

And finally, the website was restructured and re-designed. We hope that you have enjoyed the site, including the ability now to access the [real-time generation](#) and CO2 savings.

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Southill Community Energy would like to thank our ongoing partners:

- Charlbury and surrounding community for all the thousands of volunteer hours put in to help make this vision for a community solar farm a reality.
- [Wychwood Biodiversity](#) for their fantastic landscape management and biodiversity plans for the whole site
- Sharenergy for their efficient management of the community benefit society
- GreenCat for its asset management
- Solarcentury for its operation and maintenance services
- and lastly but by no means least, you, our members, for the overwhelming support and faith you showed in us and our project by committing your money to help make this happen.

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NOMINATIONS TO THE BOARD

The Rules of the Society state that there must be a minimum of three Board Members. There is no maximum. The Rules require one third of the Board Members to retire each year in rotation (they may seek re-election if they wish). Liz Reason and Richard Slark will be stepping down and will stand for re-election. No other Members will be standing for election this year.

Retiring Directors Seeking Re-election

Liz Reason, Director and current Chair

Liz was one of the founder directors of Sustainable Charlbury in 2006 and was active in the development of Southill Solar. She has been chair of Southill Community Energy since 2017. She worked in energy and energy consultancy for most of her career, including having been a founder director of ILEX Energy Consulting Ltd, one of Europe's leading energy markets specialists. During the 1990s, she was managing director of a successful wind developer. For ten years she was also involved in mainstreaming the knowledge and skills for low energy buildings, amongst all those involved in the buildings cycle. Liz has been a trustee of the National Energy Foundation since 2006.

She has been a Charlbury town councillor for 12 years.

Richard Slark, Director

Richard Slark is an energy economist who brings a wealth of commercial experience garnered from advising renewable generators on price, policy and regulatory risk in electricity markets around the world. Richard has served on the board of Southill Community Energy since 2017 and stands for re-election.

Richard leads the energy practice in Alvarez & Marsal's Economics consultancy. He has 25 years' experience in energy and regulatory economics and a deep sector knowledge of electricity markets. Richard specialises facilitating investment in, and the effective operation of, renewable generation. Prior to joining A&M in 2019, Richard was director of the generation practice at Pöyry Management Consulting (formerly ILEX, and now AFRY), based in Oxford. He developed and led Pöyry's renewable energy team providing market, commercial, regulatory due diligence advice to M&A and financing transactions of offshore/onshore wind, solar, bioenergy waste-to-energy, hydro and other renewable and conventional generation assets across European markets.

Richard started his career as an economist with the UK electricity regulator (now Ofgem), working on competition issues; renewable support auctions; and price control reviews of transmission, distribution and supply businesses.

Richard has an MSc in Environmental Management and an honours degree in Economics. He lives locally in Cleveley and commutes regularly from Charlbury.

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MINUTES OF ANNUAL GENERAL MEETING

HELD ON 07 FEBRUARY 2019

The Annual General Meeting of members was held on Thursday 7th February 2019 at 20.00 at The Memorial Hall, Brown's Lane, Charlbury, OX7 3QW.

Members Attending: Brigid Avison, Chris Barras, Edward Beausire, Shahin Bekhradnia, Joan Belshaw, Paul Betteridge, Naomi Bowen, Christine Briner, Paul Briner, Kathleen Broughton, Richard Broughton, David Cannell, Jennifer Chambers, Bernard Coates, Marion Coates, Irene Crisp, Tim Crisp, Marcus Davies, Andrew Foster, Catherine Goyder, Hugh Goyder, Thomas Johnstone, Brian Jones, Peter Kenrick, Celia Kerslake, Ruth Leonard, Katherine Lucas, Anne Miller, Daniel Raymond-Barker, Liz Reason, Rosalind Scott, Frances Short, Richard Slark, Janet Sly, Elizabeth Stacey, Valerie Stephenson, John Strachan, Christopher Tatton, Simon Walker, Nicholas Way, Tom Worsley

Attendance was 41. 11 proxy voting forms were received. The quorum is 37 and the meeting was therefore quorate.

Apologies were received from: Mary Cross, Christopher Phiniefs, Ronald Burgess, Michael Beale, Marion Ackrill, Roger Venthen, Helen Bessemer-Clark, Susan Smith, Elisabeth Venthen, Patricia Wright, Michael Harper, Helen Gavin, Hugh Brodie, Caroline Howkins, Elizabeth Maughn, Kate Andrews, Patricia Cavell, Stephen Cavell, Michael Landy, Jenifer Wates, James Holah, Katharine Fleet, Matthew Kopinski, William Marshall, Stuart Parker, Barbara Hammond and Isabel Barrell (27 Members).

Motion	Proposer	Seconder	Motion Carried
8. To agree the minutes from the last meeting	Tim Crisp	Chris Barras	Y
9. To receive and adopt the Report of the Directors, the Annual Accounts and the Auditor's report for the year ended 30th September 2018	Chris Barras	Tim Crisp	Y
10. To make a share interest payment to members of 3%	Hugh Goyder	Kathy Broughton	Y
11. To re-elect Tom Johnstone as a Director of the Society	Chris Barras	Nick Way	Y
12. To re-elect Chris Barras as a Director of the Society	Dan Raymond-Barker	Joan Belshaw	Y
13. To re-appoint Third Sector Accountancy as Auditors for this year	Jenny Chambers	Anne Miller	Y

Under Motion 1 it was agreed to amend the Minutes of the previous meeting to reflect that Apologies which had been received from Member Valerie Stephenson had been omitted from the Minutes in error.

No other business was brought forward and the meeting was closed.

By order of the Board,



Jon Halle, Secretary, 7th February 2019