

ANGUSalive

NOTE of MEETING of the Board of Directors of ANGUSalive held at 10:00 via Microsoft Teams on Friday 10 December 2021

Name		Title	Initial
Present:			
Kenneth	Fraser	Independent Director - Chairperson	KF
Bill	Duff	Council Director	BD
Lynne	Devine	Council Director	LD
Ronnie	Proctor	Council Director	RP
David	Lumgair	Council Director	DL
Robbie	Francis	Company Secretary	RF
Kirsty	Hunter	Chief Executive	KH
Colin	Knight	Senior Manager Sport and Leisure	CK
Iain	Stevens	Senior Manager Business Management and Development	IS
Kevin	Lumsden	Angus Council Finance Manager	KL
Lyndsey	Bowditch	Studio Arc	LB
Paul	Jardine	Jura Consultants	PJ
Graham	Thom	Board & Executive Assistant	GT
Apologies:			
Tam	Ferry	Independent Director	TF
Gordon	Cargill	Service Leader Angus Council (Governance & Change)	GC
Kenny	Christie	Independent Director	KC
Alan	Rae	Independent Director	AR

Item No	Note
1.	<p>Welcome & Apologies</p> <p>KF welcomed everyone to the meeting and noted apologies. He welcomed and introduced LB from Studio Arc and PJ from Jura Consultants to the Board as guest presenters for the Montrose Museum Reimagined agenda item.</p> <p>KF confirmed AR has agreed to extend his involvement with the Board and will complete a second 3-year term as a Director from 11 September 2021 to 10 September 2024.</p> <p>KF noted the Board’s disappointment there is no Client representation today particularly given the importance of the Transformation Project on the charity’s future and the serious ongoing situation with the COVID-19 pandemic. All Directors present agreed and requested this be communicated to the Client.</p> <p>ACTION: KH to write to Client regarding lack of representation at this meeting.</p> <p>Apologies: Tam Ferry, Kenny Christie, Gordon Cargill, Alan Rae</p>
2.	<p>Declarations of Interest</p> <p>Directors were asked to consider whether they had any declarations of interest in relation to any item on the agenda for the meeting.</p> <p>No declarations were made.</p>
3.	<p>Montrose Museum Reimagined</p> <p>LB provided an overview of the work undertaken on the Montrose Museum Reimagined project and highlighted the significance of cultural heritage within the county of Angus. Initial work has included a review of Brechin Townhouse Museum, Gateway to the Glens Museum in Kirriemuir, the Meffan Museum & Art Gallery in Forfar, Montrose Museum, and Signal Tower Museum in Arbroath. This involved an assessment of each museum’s visitor market, the location of the venue, opportunities and constraints of sites, and the collections at the different sites with a view to identify opportunities to enhance visitor experience and visitor numbers.</p>

PJ expanded on these points and noted following initial site visits, visitor usage data was analysed from 2018/19 as this provided the last full year of operation prior to the Covid-19 pandemic. It was noted the museums experienced relatively steady visitor numbers throughout the year with the exception of Arbroath which is highly seasonal. Kirriemuir also showed an early season peak linked to the Bon Scott Festival. He noted the potential to build on this level of performance and attract visitors year-round in some locations.

PJ highlighted the visitor demographic includes local, day trip, domestic and overseas holiday markets and 80% of visitors will come from outwith Angus. In Angus, the tourist market is very comparable to rest of Scotland and a high performing site has potential for 25k visitors per year making day trips an important aspect for increasing footfall.

PJ highlighted the results of the site appraisals including the various strength and constraints within each venue relating to development potential.

LB noted these recommendations were developed against the Angus Cultural Strategy and museums & galleries form an important aspect in delivering this. She outlined the wider elements of access and inclusion in this sector and how museums and galleries benefit from community engagement and looking outwards to attract new visitors. She highlighted the importance of developing a strong digital strategy, and enhancing links to communities for collaborative work, access and inclusivity. She noted the main idea will be to focus on creating more immersive experiences for visitors within the museum spaces linking to the ancient and contemporary importance of Angus' history and culture.

LB noted there is potential within the museums to establish nationally recognised collections such as the Pictish Stones, William Lamb collection, Embroidery collection in Arbroath, or the Adam Christie collection.

KF thanked the presenters and there was discussion around the potential and opportunities within some of the sites.

KH highlighted the overarching purpose of the exercise, and the reason funding was obtained was for the Montrose Reimagined project and this would be the main focus of the next phase of work moving forward.

LB and PJ left the meeting.

BD joined the meeting.

<p>4.</p>	<p>Minutes of Full Board Meeting on Friday 16 April 2021</p> <p>Directors were asked to consider whether the minute of the previous Board meeting provided an accurate representation of the meeting. RP proposed the minute was accurate, and LD seconded.</p> <p>Matters arising.</p> <p>KH noted GT made change required to correct one set of initials in the previous minute.</p> <p>CK noted the next Sport & Physical Activity Framework working group meeting has not yet been scheduled and confirmed the meeting date would be shared in January 2022 so KC will receive an invitation to attend then.</p> <p>CK confirmed all of the 99 people identified as part of the supported access programme have taken up the offer of free memberships and are engaging well with the programme. There has also been additional funding secured through participatory budgeting to extend this programme with 50 extra memberships focusing on the Arbroath area.</p> <p>KH confirmed she has met with the Libraries team and the Children & Families Physical Activity Lead to review opportunities to provide AED training in our libraries. An update will be provided at the next meeting. ACTION: KH to provide an update on AED training in our libraries at the next meeting.</p> <p>GT has included the Corporate Annual Report 2020/21 in the agenda for this meeting.</p> <p>IS confirmed the data projects are continuing at pace. We are not yet ready to link with Angus Council colleagues but will be linking in with them in the new year. KF asked for follow up at the next meeting to confirm progress. ACTION: IS to provide an update on performance reporting at the next meeting.</p> <p>GT has identified venues for the 2022 meeting schedule, and these will be shared along with the meeting invites. Director confirmed meetings will take place virtually when required to adhere to Scottish Government Guidance.</p> <p>KH noted dialogue had commenced with the Brechin community led tourism group, and lines of communication have been identified between and within their team and ANGUSalive's team to help improve communication in this area.</p>
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5.	<p>Chief Executive Update</p> <p>KH provided an overview of the impact of storm Arwen on ANGUSalive venues and services. This included the decision to close sports centres early on Friday 26 November 2021 due to a deterioration in the weather. She noted members of the team attended incident management meetings over the weekend of the 27-28 November then into the following week, including our public holiday on Tuesday 30 November. It was agreed ANGUSalive would offer free use of the sports centres for those with no electricity to shower, recharge mobile devices, and stay warm. 51 people attended to shower and 18 to charge devices in sport centres and libraries. The café provided by Madison's in Brechin Community Campus became one of the food providers. KH highlighted our Country Parks were most affected with extensive damage to trees and infrastructure across the estate with Monikie, Crombie, and Glen Doll needing a large amount of work to reopen to the public - work is continuing to deal with the remaining trees.</p> <p>KH highlighted after the Board Development Session she had attended a meeting with CLUK on 26 and 27 October 2021. This session had provided reassurance the challenges we are facing due to Covid-19 are similar to other culture and leisure trusts across Scotland with reduced income/ membership, as well as difficulties with recruitment.</p> <p>KH noted that due to the implications of the new Covid-19 variant now in circulation, information is being shared with employees regarding some changes required to our service offering and also to remind everyone of the importance of continuing to follow all the FACTS. She also advised 'Gold' meetings had returned to every two weeks, she will represent ANGUSalive at these, with Silver meetings also stood up to fortnightly.</p> <p>KH confirmed of the two employees seconded as contact tracers, one will return in January 2022 after just over a year with NHS Tayside Test & Protect whilst the second will remain on secondment until September 2022.</p> <p>KH noted she and KF attended an Audit Scotland round table event which provided useful information about the 2022 Angus Council Best Value Audit. ANGUSalive will be included in this process as an ALEO providing services.</p> <p>KH advised she had attended governance training through Museums Galleries Scotland and noted our board benchmarked well against others in the sector as there are comprehensive articles of association, terms for directors, recruitment process for appointment of new directors, etc.. She noted work will be carried out in early 2022 with help from RF to ensure the articles are up to date and still fit for purpose after six years. The Board good governance self-assessment, delayed due to the pandemic, will also be carried out at the development session in March 2022.</p> <p>KH noted Sickness Absences within the organisation is currently 6.7% which is similar to Angus Council (6.65%), and Covid related absences are in line with national trends.</p>
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<p>6.</p>	<p>Finance Update</p> <p>KL provided a financial position overview for Directors. Highlights of the current position include:</p> <ol style="list-style-type: none"> 1. In respect of the revenue position: <ol style="list-style-type: none"> 1.1. The budgeted position is net expenditure of £352,000. 1.2. The projected outturn position is net income of £49,000. 1.3. If achieved – this would be £401,000 better than the budgeted position. 1.4. £1,025,000 of one-off budget measures are included this year – without these, the budgeted net expenditure would be £1,377,000 as highlighted in Appendix 1. 2. In respect of the capital position: <ol style="list-style-type: none"> 2.1. Projected expenditure is £508,000. 2.2. £411,000 will be funded from insurance receipts and the R&R Fund. 2.3. £97,000 will be funded from Angus Council capital resources. 3. ANGUSalive continues to be a going concern and continues to trade legally, with the following information to be noted in this regard. <ol style="list-style-type: none"> 3.1. This has been assessed over the period to 31 March 2023 – 4 months beyond what’s required by accounting regulation. 3.2. Elements of the Council support package have been extended until 31 March 2023 to support the going concern position and to support business recovery on a sustainable basis as detailed in the Letter of Comfort from the Council and Council Report 283/21. 3.3. Going concern continues to be assessed on at least a monthly basis and will continue to be reported to Board. These assessments have not raised any concerns at this time. 4. In respect of other financial aspects: <ol style="list-style-type: none"> 4.1. Projected R&R Fund balance on 31 March 2022 is £1,119,000. 4.2. Outstanding debtors on 31 October 2021 were £51,756. 4.3. Quarter 1 and 2 VAT returns are complete. Total irrecoverable VAT at the end of quarter 2 was £32,383. Quarter 3 will conclude on 31 December 2021. It is too early to reliably predict the year-end underspend. <p>Directors discussed the financial position in relation to the Angus Council management fee.</p>
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LD asked if ANGUSalive will receive any compensation for lost income due to the vaccination centres. KL confirmed there will be some income in this respect but nothing yet as discussions are still ongoing between Angus Council and NHS. KH added information provided through CLUK indicated other Trusts have been receiving substantial recompense for use of their facilities as vaccination centres. KH noted the need for vaccination centres may be a longer-term issue with regular boosters needed and discussions on future requirements have been initiated.

KL highlighted future risks include further reductions in management fee beyond the savings required over the next two years. There was discussion about the risk of further revenue saving requirements and potential impacts to the capital plan with Angus Council services to achieve 5% savings over the next three years. BD added on risks, looking at AC medium term plan further management fee savings will almost certainly be needed in year 3.

KL noted another more immediate risk is Angus Council may remove the support package which would impact the going concern position although there is currently no suggestion this will happen.

KL provided an update on the recent confirmation of a pay award agreement for one year from 01 January 2021 to 31 March 2022 which will incur a one-off cost in Q4. This cost will be covered by an uplift in the management fee as per the agreement with the Council to cover Pay Award.

KH noted, relating to the pay award, she has spoken to HR and the backdated payments are currently anticipated to be made in February 2022 and March 2022 would then be paid as a 'normal month'. She highlighted the consolidation of the Scottish local government living wage which was presented and approved at the Finance & Audit Sub-Committee meeting has not yet been brought by Angus Council to the Trade Unions for formal consultation because the proposal may no longer valid due to the level of the pay award. A revised proposal may therefore be brought back to Board for consideration at a future date.

KL concluded there is currently no issue with the going concern position but there is a risk is this could change in future and the position continues to be reviewed weekly. He noted with the new Covid-19 variant and changing guidance, there may be some further disruption on our ability to trade and have venues and services open which would undoubtedly have an impact on the financial position.

The board noted the content of the finance update then thanked Kevin and his team for their comprehensive reports over the past year which have meant the Board had a high level of confidence in the financial situation of the charity.

<p>7.</p>	<p>Renewal & Repair Fund</p> <p>CK recapped for the Board the purpose of the R&R Fund and highlighted the level of proposed spend was higher than the previous two years when development plans were on hold during the pandemic. He noted the reason for the significant investment at this time is to initiate the first phase of work to diversify and rejuvenate ANGUSalive's income streams. Venues were identified for development in partnership with Precor and details of the investment will be reported to Angus Council at their meeting on Thursday 16 December 2021.</p> <p>CK highlighted the proposed investment includes new fitness suite equipment at three venues. There will also be an aqua glide water activity platform at Monikie Country Park as part of the enhanced offering along with some new equipment for maintaining the facilities cleanliness and safety.</p> <p>Directors discussed the new proposals and offered support for the diversification of income streams.</p> <p>The Board were asked to note the proposals and approve the procurement of this equipment through delegating authority to the Chief Executive to secure the required agreements with Angus Council.</p> <p>DECISION: The Board approved the equipment purchase proposals through use of the R&R fund.</p>
<p>8.</p>	<p>Queen's Platinum Jubilee</p> <p>KH provided an overview of proposal and explained why it was different to the decision made by Angus Council since ANGUSalive is customer-facing service provider with many venues and services open at the weekend.</p> <p>KH highlighted she had brought this to the attention of HR in May 2021, yet Angus Council did not consult ANGUSalive as part of the decision-making process as they should and only made us aware a short time ago so this is the first Board meeting where the proposal could be presented.</p> <p>KH highlighted the proposal in this report is to retain the 02 May public holiday and grant the additional day (pro-rata) of leave for the Queen's Platinum Jubilee as annual leave which employees can take at any point throughout 2022.</p> <p>KF asked if this proposal impacts ANGUSalive as an associated employer of Angus Council. KH confirmed there is no impact since the total number of days leave being granted to employees in both organisations remains the same which is the pay related element of the decision. The choice of how this is implemented does not affect pay matters.</p> <p>The Board were asked to note the proposals and approve the recommendations in the report.</p>

	<p>DECISION: The Board agreed the public holiday to remain on Monday 02 May 2022 and to grant the additional day (pro-rata) for the Queen’s Platinum Jubilee as annual leave which can be taken on any day within the leave year.</p>
<p>9.</p>	<p>Employee Benefits</p> <p>IS provided an overview of the current programme in place for employees and highlighted the importance of supporting employees as part of health and wellbeing initiatives. He noted it is not widely recognised and could be more attractive to recruit and retain staff. The report proposed free bACTIVE membership for all ANGUSalive employees with those who currently have add on members retaining the 25% discount, and also asked the Directors to approve the exploration of possibilities to implement a more robust wellness scheme as well as a more attractive employee benefit and reward scheme.</p> <p>BD noted his support of the proposals but cautioned this may cause issues if Angus Council employees do not receive the same benefits. IS confirmed council employees will still receive the 25% discount and highlighted the council have developed a recognition and reward scheme of their own which does not apply to ANGUSalive. KF noted any cost impact of offering free membership would be outweighed by benefit to staff wellbeing which is important. There was further discussion on how this would be implemented.</p> <p>DECISION: The Board approved the proposals to introduce free bACTIVE membership for employees and honour the current add on discount to existing memberships.</p> <p>DECISION: The Board also confirmed their agreement on the recommendation to investigate and introduce wellness and benefits programmes.</p>
<p>10.</p>	<p>Business Plan 2021-2025</p> <p>KH noted this was a first draft of the business plan and was being presented at this meeting to give Directors sight of proposals and the next draft will be brought to a meeting early in the new year with more information, particularly in terms of the community plan.</p> <p>There was discussion round the feedback from the Client in relation to the community plan and the difficulty in producing a definitive business plan while the transformation project was ongoing and lacked conclusion. KH confirmed another iteration will be added to BI before the Christmas break and available for Directors to peruse.</p>

<p>11.</p>	<p>Transformation Project</p> <p>KH noted the next Transformation Report will be presented to Angus Council at their meeting on Thursday 16 December and will be added to BI on the Transformation Project shelf this afternoon. She highlighted some of the main points covered in the report including the proposal there will be no further changes to the current temporary operating plans shared in October. The plan factors in the vaccination centres being there until the end of March 2022 but future requirements may need this to be extended. The report also provides an update on monies obtained from external since the start of covid, the procurement process for buying of equipment through the R&R fund as ANGUSalive equipment is procured through Angus Council.</p> <p>KH noted Angus Council have decided to operate West Links themselves next year which is a change to what was discussed at the last development day.</p> <p>KH noted we are continuing to work with Angus Council to obtain funding through the Tay Cities deal, the Levelling Up fund, and the Places fund. She highlighted there are several exciting possibilities with development in the Country Park spaces and also the Signal Tower Museum in Arbroath.</p> <p>It was noted the proposal for Monifieth Library to be located in the new learning campus development had gone to Angus Council and it was decided to not include it within the learning campus which may pose a long-term risk to the library. A Monifieth community group are working towards a community hub in Monifieth although the size of facility may be limiting to the opportunities there. Directors discussed this matter further.</p> <p>ACTION: GT to add Transformation Report to BI once available in the public domain.</p>
<p>12.</p>	<p>Q2 Risk Register</p> <p>IS noted this was going to be investigated at the previous development session but time had not allowed. Directors discussed the structure of the risk register noting it was a quarterly update at the quarterly board meetings. IS highlighted the up-to-date risk register sits on BI so a written report may not be necessary as the Directors can view this at any time. Directors discussed the option of a board member sitting on the risk management group.</p> <p>RF noted it had previously been flagged a significant number of risks were red for some time without explanation as to why this was ie Covid-19 related or Council support package etc. He advised this be presented on a quarterly basis for the board to consider if the risk is manageable and whether the mitigations are working along with what can be done to improve the risk. He suggested this should be a standing item and not one person sitting on the group.</p> <p>DECISION: Discuss the risk register at the next Board development session and questions posed will be addressed.</p>

<p>13.</p>	<p>Gender Pay Gap 2021</p> <p>KH reminded the Directors the Gender Pay Gap has to be reported on an annual basis and is the difference in levels of pay between female and male employees across the organisation, not differences in pay for the same level of post. It provides a snapshot on specific date of 05 April and normally ANGUSalive has a gender bias in favour of female employees. However, at the 2021 snapshot, a significant number of people were on furlough meaning this year's figures a skewed in favour of males. She noted while we will state the information required there will also be an explanation provided as to why this had happened. The Board were asked to note the content of the report and approve it for submission to the UK government and publication of the ANGUSalive website.</p> <p>DECISION: The Directors approved the gender pay gap report for submission to the UK government and approved its publication on the ANGUSalive website.</p>
<p>14.</p>	<p>2020/21 Annual Report</p> <p>KH apologies for the Annual Report being added to the meeting pack so close to the meeting but noted this was well ahead of previous years. She noted the majority of the report is the same information to the financial statement submitted to OSCR with some additions. Directors were asked to review the report and submit any comment by Friday 17 December 2021. KH will then meet with KF and AR for final approval and publication timeline will be reviewed. KH asked for comments to be sent to the Board email address.</p> <p>ACTION: GT to email Directors asking for them to review the Annual Report and confirm their agreement with its content for publication by Friday 17 December 2021.</p>
<p>15.</p>	<p>2022 Meeting Schedule</p> <p>KH noted the 2022 Board meeting schedule had been updated to reflect the discussion at the previous meeting relating to Director Development Session starting from 12:00. She added the invites to these meetings will be sent to Council Directors up to the point of the election with the new Council Directors attending from the May election forward.</p> <p>DECISION: The Directors approved the meeting schedule and agreed to proceed on this basis.</p>

<p>16.</p>	<p>ANGUSalive Policies</p> <p>It was agreed these policy documents would be reviewed by Director and any comment submitted no later than Friday 17 December 2021.</p> <p>ACTION: GT to email Directors asking for them to review the policy documents and confirm their agreement with the policies documents by Friday 17 December 2021.</p>
<p>17.</p>	<p>AOCB</p> <p>RP noted he had received communication from an ANGUSalive facility user complaining about not being able to book badminton courts at their preferred time due to high use on this day. KH highlighted it is important we get customers to complain directly to the organisation in order to adhere to our complaints handling policy and procedures. She also noted the complainant regularly attended sessions and alternative days had been offered to them already.</p> <p>KF confirmed the Nominations Committee for the new Independent Director recruitment would comprise himself, AR, LD, and BD.</p> <p>ACTION: GT to email Directors with details of the applicants and meeting invites for both shortlisting / interviews.</p>
	<p>Date of next meeting</p> <p>Full Board - Friday 18 February 2022</p>