

# ANGUSalive

NOTE of MEETING of the Board of Directors of ANGUSalive held at 10.00am at Forfar Community Campus on Friday 26 April 2019

## Present:

<b>Name</b>		<b>Title</b>	<b>Initial</b>
<b>Kenneth</b>	<b>Fraser</b>	<b>Independent Director - Chairperson</b>	KF
<b>Hannah</b>	<b>Whaley</b>	<b>Independent Director - Vice Chairperson</b>	HW
<b>Kirsty</b>	<b>Hunter</b>	<b>Chief Executive</b>	KH
Gordon	Cargill	Service Leader (Governance & Change)	GC
Charlie	Cameron	Independent Director	CC
Fiona	Dakers	Senior Manager Libraries Customer and Culture	FD
Lynne	Devine	Council Director	LD
Bill	Duff	Council Director	WD
Lesley	Hadden	Executive Management Team Personal Assistant	LH
Colin	Knight	Senior Manager Sport and Leisure	CK
Kevin	Lumsden	Angus Council Finance Manager	KL
Ronnie	Proctor	Council Director	RP
Iain	Stevens	Senior Manager Business Management and Development	IS

## Apologies

Lisa	Dallas	Company Secretary	LD
Alan	Rae	Independent Director	AR
Ken	McKay	Independent Director	KM
Colin	Brown	Council Director	CB

Item No	Note
1.	<p><b>Welcome &amp; Apologies</b></p> <p>KF welcomed everyone to the meeting.</p> <p>Presentation on new website from Cameron Kellow, Marketing &amp; Events Manager.</p> <p><b>Apologies:</b> Lisa Dallas, Colin Brown, Ken McKay, Alan Rae</p>
2.	<p><b>Declarations of Interest</b></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. No declarations were made.</p>
3.	<p><b>Minutes of Meeting on Friday 22 February 2019</b></p> <p>The Directors approved the minutes of the above meeting.</p> <p>Proposed as accurate by HW and seconded by BD</p>
4.	<p><b>Matters arising from the Minute of Meeting Friday 22 February 2019</b></p> <p><b>Gender Pay Gap</b> Agreed offline – submission to Gov.UK and corporate version of the report was uploaded to Website. In terms of the ANGUSalive Gender Pay Gap is in the opposite direction of most companies, interesting to note.</p> <p><b>Pricing Policy</b> New charges started on 1 April 2019. KH advised there is a change to IT Training Charges. No dual concession/standard rates are permitted by ITA administrators so ECDL Core &amp; CSCS will all be £200 and ECDL Advanced will be £100 per module. Upfront costs are still being recovered.</p> <p><b>Digital Road Map</b> Legend Online Services including booking for classes will go live early May 2019. Full invoicing from Legend commenced on Monday 22 April 2019. Further phases - membership / room bookings.</p>

	<p>Kronos go live is targeted for 1 June, reasons for delays due to complex testing, annual leave of project managers from both ANGUSalive and Kronos, and sickness absence.</p>
<p>5.</p>	<p><b>Chair Update</b></p> <p><b>Leisure &amp; Culture Dundee / ANGUSalive Meeting</b>          Board agreed to start discussions with Dundee Leisure &amp; Culture.</p> <p>KH,KF,HW informally met with Leisure &amp; Culture Dundee on 22 April 2019 to share their insight about the operational matters and their vision for the future.</p> <p>The Board agreed that a letter would be sent to Leisure &amp; Culture Dundee, welcoming the opportunity to explore opportunities where both organisations could work together for mutual benefit and asking that they share the request with their board for consideration.</p> <p>Letter issued to Leisure &amp; Culture Dundee to be shared with the Board.</p> <p><b>Strategic Plan</b>          KH to investigate external support. KH to provide the Board with a full updated at the Board meeting.</p> <p><b>Annual Report</b></p> <p>The annual report for 2017/18 is now available on our website and will be shared with key partners and stakeholders. Printed copies have been issued to the Board and each ANGUSalive site.</p> <p>KH advised the annual report details the fantastic work carried out across the entire organisation and demonstrates the hard work and dedication of the ANGUSalive teams to meet charitable objectives for the people of Angus.</p> <p>KH highlighted that in 2017/18 ANGUSalive made an operational surplus and stressed it is really important for the charity to have an operational surplus to ensure it can continue to invest in equipment and facilities to ensure the people of Angus will want to use these facilities and they will be of the standard they expect.</p>

	<p>KL confirmed that the pensions deficit inherited by AngusAlive is underwritten by Angus Council and KH &amp; KL were determine the wording of this detailed in the original contract documents</p> <p><b>Company Secretary</b> KH to look at replacement arrangements for Company Secretary following the resignation of LD. The board wished to record its thanks and appreciation for the high quality services provided by LD.</p> <p>Colleagues in Legal &amp; Democratic Services have advised as ANGUSalive is a Limited Company it is not necessary to have a company secretary at all times however the Articles of Association states we do. Legal &amp; Democratic Services will liaise with head of legal to review the Articles of Association and the Trust's Position. External legal advisors my need to be appointed to take this matter forward.</p>
<p>6.</p>	<p><b>Chief Executive Update</b></p> <p><b>Client Representation</b> Letter received from Chief Executive of Angus Council confirming Gordon Cargill as new client. KH welcomed GC in this role.</p> <p><b>Community Leisure Scotland</b> KH confirmed her appointment to the Community Leisure Scotland Executive Board for a further year.</p> <p><b>Alliance Leisure</b> Visits from TA6 (20 March) and Alliance Leisure were held on 10 April. Currently in the last stages of finalising initial Marketing &amp; Loyalty Campaign for summer with TA6. TA6 have provided proposal with menu of choices for consideration, reviewed and requested changes so being updated.</p> <p>Alliance Leisure went to Montrose Sports Centre, Arbroath Sports Centre, Saltire Sports Centre, Arbroath Community Centre, Carnoustie Sports Centre and have worked up proposals which will provide opportunities for increased income generation.</p> <p>A progress report to be tabled at the next Board meeting on 28 June 2019.</p> <p><b>Head Office Plans</b> There will be a change to the office space due to D&amp;A College leasing the unoccupied are of William Wallace.</p> <p><b>New electric vans</b></p>

Funding was secured from Transport Scotland funding was secured and 2 Vans are now on the road with the vehicles they replaced decommissioned. A bid in for electric charging point at Monikie as part of next round of funding for charging.

#### **Angus Tourism Framework launch**

KH highlighted that the new Angus Tourism Framework launched at Hospitalfield on 24 April. IS has been a member of the steering group to help formulate the framework.

#### **New Mobile Library vans update**

- Van 1 has been named “Isla” and have arrived in Angus
- Van 2 has been named “Glen” and is due to arrive mid May
- The service launch date is planned for Glen Isla (Peel Farm and the PS) on Friday 21 June 2019

#### **Get it Loud in Libraries**

Glasgow post-punk band “The Ninth Wave” are performing in Carnoustie Library on Saturday 4 May 2019 at 8.00pm as part of Get it Loud in Libraries.

Get it Loud in Libraries (GiLiL) is a programme funded by The Scottish Library and Information Council (SLIC) to bring live music to libraries and engage with young people in the community. It gives young people, who love music, the chance to get involved in the event and enjoy the music of breakthrough artists in a local library, at low cost and in a safe environment. GiLiL has delivered concerts in libraries across the UK and is currently programming concerts in Scotland.

#### **Discovering Ancient Egypt Preview Night, Montrose Museum, Friday 7 June 2019 6:30pm – 8:30pm**

- Through the intriguing stories of an archaeologist, an astronomer and an artist, Discovering Ancient Egypt brings to life the contribution Scotland has made to Egyptology and our understanding of life in Ancient Egypt.
- Bringing together fascinating objects and hidden stories from the collections of National Museums Scotland and Montrose Museum, this exhibition uncovers how ancient Egypt captivated Scotland over 200 years ago, as it still does today.
- Discovering Ancient Egypt is a National Museums Scotland touring exhibition. It is supported by the National Lottery Heritage Fund.
- Invitations will be sent in May 2019.

#### **ANGUSalive Sports Awards 2018**

- Successful ceremony held at Reid Hall, Forfar on Friday 8 March 2019
- Thanks to Board members who attended and we hope you enjoyed your evening
- Positive press and Social Media coverage/interaction

	<ul style="list-style-type: none"> <li>• Feedback has now been received and reviewed – mainly positive with some aspects to be considered for improvement/development going forward</li> <li>• Thanks to the team from across ANGUSalive who make this event happen especially Scott Nicoll, Laura Smith and Jordan Young who lead the planning and organisation of this ceremony.</li> <li>• Date for ANGUSalive Sports Awards 2019 is Friday 13 March 2020</li> </ul>
<p><b>7.</b></p>	<p><b>Finance &amp; Audit Sub Committee Information Report</b></p> <p>The Board of the Finance and Audit Sub Committee approved the minute of the meeting held on Friday 22 February 2019, agreed by BD and seconded by CC</p> <p>The Full Board noted the Sub Committee were presented with the corporation tax returns for signature and submission and this was completed following the meeting held on Friday 22 February and reports tabled at the Finance and Audit Sub Committee meeting held on Friday 22 February can be found on SharePoint for reference.</p> <p>HW highlighted the sub-committee noted the audit planning process used to develop the annual internal audit plan and approved the proposed audit plan for 2019-20, the discharge of which will be reported to subsequent Finance and Audit Sub Committee meetings.</p> <p>KL highlighted that the banking facilities (credit limits to allow BACS payment runs to be processed) were due for their annual renewal and letters would be supplied by the bank shortly that would require signature at the Board meeting on 26 April 2019 however the bank have not yet supplied these. The Board agreed once the letters were received these would be signed outwith of meeting.</p>
<p><b>8.</b></p>	<p><b>05_19_Angus Council Review of Terms &amp; Conditions</b></p> <p>The Board noted the review of Employees terms and conditions currently being consulted on by Angus Council and that ANGUSalive’s position differs from Angus Council.</p> <p>SF provided an update on the legal status position with regards to aligning the terms and conditions for both organisations. SF advised external legal advice had now been confirmed and that any changes made to pay-related terms and conditions in either organisation could have an impact in relation to equal pay comparisons. It is therefore necessary to ensure that any such changes are implemented in both organisations simultaneously. In future pay related proposals will be developed jointly and consultation and implementation will be simultaneous.</p> <p>The Board considered the proposals outlined and requested a subsequent paper is tabled at the next Board meeting.</p> <p>The Board requested a Memorandum of Understanding is provided between ANGUSalive and Angus Council.</p> <p><b>Risk to be added to the register.</b></p>

<p><b>9.</b></p>	<p><b>06_19_Risk Register Overview</b></p> <p>The Board noted the content of the report and the abstracts of changes to the risk register.</p> <p>KH advised Alan Rae provided off line comment.</p> <p>Risk 9 - legal and relates to the AA copyright policy. All organisations, whether commercial, governmental, academic, voluntary etc. make increasing use of other people's materials (images, text, video etc.) especially as an organisation's digital footprint increases. Copyright infringement may well cause both financial and reputational loss.</p>
<p><b>10.</b></p>	<p><b>07_19_ ANGUSalive Move More</b></p> <p>The Board noted the recent actions and current position and identified future actions.</p> <p>Move More ANGUSalive is designed to help people receive information, support and access to appropriate physical activities at a suitable venue and time for them. Move More ANGUSalive will offer a range of opportunities to support anyone affected by cancer to become more physically active.</p> <p>A Steering Group for the programme was formed and met for the first time in February 2019 and will continue to meet on a quarterly basis. The group includes representation from Macmillan Cancer Support, the NHS and Paths for All. Key ANGUSalive personnel including a board director attend and there is also a patient representative. – April 2019 held.</p> <p>The board asked how the success of this project is to be measured and reported and highlighted this detail is important for future audit purposes.</p>
<p><b>11.</b></p>	<p><b>08_19_Annual Report 2017/18</b></p> <p>The Board noted the ANGUSalive corporate Annual Report for 2017/18 and that the ANGUSalive Corporate Annual Report for 2017/18 was tabled at the Angus Council's Scrutiny &amp; Audit Committee on 23 April 2019.</p> <p>The Board also noted the ANGUSalive Annual Report for 2018/19 was submitted to Angus Council's Scrutiny &amp; Audit Committee and was lodged with Office of the Scottish Charity Regulator (OSCR)/ Companies House along with the corporate Annual Report for 2018/19.</p>
	<p><b>09_19_ Renewal &amp; Repair Fund Provisional Contribution – 2018/19</b></p> <p>The Board approved the continuation of the budgeted base level contribution and the making of the base level of contribution to be applied to the equipment element of the Fund.</p>

	<p>The Board determined on a provisional basis the use of the remaining balance of the projected net income and approved the making of the necessary accounting entries in the draft accounts of ANGUSalive.</p> <p>The Board noted equivalent entries would be made in the draft accounts of Angus Council and recommendations will be presented to the Board at a future meeting to secure approval for use of R&amp;R Fund resources in 2019/20.</p>
<p><b>12.</b></p>	<p><b>Policy &amp; Corporate Documents</b></p> <p><b>Excess Travel</b></p> <p>ANGUSalive proposed change to the current process of Excess Mileage payment to pay upfront. This proposed change is essentially applying the arrangements already in place with Angus Council.</p> <p>At the Consultative and Safety meeting held on Wednesday 24 April Unison and GMB advised they would not be approving the amendments to the policy on the basis of the £5 and £1 conditions. They also noted their reservations about people being paid for mileage they haven't yet incurred. They advised that ANGUSalive could decide to impose this.</p> <p>As this is a change to the process and not a change to the policy there is no issue on approving the policy amendment.</p> <p>The Board agreed the process change within the Policy.</p>
<p><b>13.</b></p>	<p><b>Any other competent business</b></p> <p><b>Increase to Board Membership</b></p> <p>A discussion took place with respect to improving the resilience of the board in terms of achieving quorate at Full Board and sub-committee meetings and asked CG to progress this matter.</p> <p>CG advised that legal colleagues have stressed that they are acting for Angus Council in this matter. Provided there is agreement between ANGUSalive and Angus Council it would be appropriate for Angus Council colleagues to deal with all the legal work. However if there is any sort of conflict/disagreement then ANGUSalive would require to instruct their own solicitor.</p> <p>To increase Board seats a special resolution to amend the articles of association is required.</p> <p>The ANGUSalive Board are required to prepare a report for Angus Council explaining the reasons why there is a requirement to increase the number of independent trustees on the board, in advance of an presenting a proposal</p>



	<p>to P&amp;R or full Council.</p> <p><b>Arbroath Sports Centre – Lifesavers</b></p> <p>Incident on Sunday 24 March at which two ANGUSalive colleagues Lisa Lawrence (Duty Manager) and Rebecca Hutchison (Leisure Attendant) successfully used a defibrillator to save a customer’s life. A Customer visited ASC on Thursday 18 April with the flowers for Lisa and Rebecca. Both Lisa and Rebecca have been invited along to the Leadership Forum on 30 April to be recognised.</p>
<p><b>14.</b></p>	<p><b>Date of Next Meeting</b></p> <p>Friday 28 June 2019</p>
<p><b>15.</b></p>	<p><b>Confidential Matters &amp; Directors De-brief</b></p>