

# ANGUSalive

NOTE of MEETING of the Board of Directors of ANGUSalive held in Forfar Community Campus at 10:00 on Friday 24 June 2022

<b>Name</b>		<b>Title</b>	<b>Initial</b>
<b>Present:</b>			
Kenneth	Fraser	Independent Director - Chairperson	KF
Alan	Rae	Independent Director - Vice	AR
Serena	Cowdy	Council Director	SC
Lynne	Devine	Council Director	LD
Ronnie	Proctor	Council Director	RP
Tam	Ferry	Independent Director	TF
Derek	Waugh	Independent Director	DW
Kenny	Christie	Independent Director	KC
Robbie	Francis	Company Secretary	RF
Kirsty	Hunter	Chief Executive	KH
Iain	Stevens	Senior Manager Business Management and Development	IS
Colin	Knight	Senior Manager Sport and Leisure	CK
Kevin	Lumsden	Angus Council Finance Manager	KL
Jessica	Curran	Angus Council Finance Team Leader	JC
Gordon	Cargill	Angus Council Governance & Change Service Leader	GC
Graham	Thom	Board & Executive Assistant	GT
Rachel	Jackson	Museums Galleries Archives Operations Lead	RJ
Lyndsey	Bowditch	Studioarc	LB
Gerry	Hogan	Collective Architecture	GH
<b>Apologies:</b>			
Kenny	Braes	Council Director	KB

Item No	Note
1.	<p><b>Welcome &amp; Apologies</b></p> <p>AR welcomed everyone to the meeting, noted apologies, and introduced the guests.</p> <p><b>Apologies:</b> Kenny Braes</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.</p> <p>No declarations were made.</p>
3.	<p><b>Montrose Museum Reimagined</b></p> <p>KH provided background information on the project which will contribute to Angus Council objectives and aligns to both Council and ANGUSalive visions. She noted RJ had successfully applied to Museums Galleries Scotland for funding made available through the pandemic and highlighted the closure allowed us to undertake an evaluation of the museum spaces.</p> <p>LB provided a detailed overview of the project highlighting the Montrose Museum Reimagined project forms an important part of the wider Angus Cultural Strategy. The development of the sites will create several benefits for the museum including a temporary gallery and learning space, café provision, and improved outdoor space which together will enhance visitor experience and increase repeat business.</p> <p>She noted several aspects within the building will be altered to improve accessibility which will allow a wider audience to visit the museum along with essential maintenance to the exterior of the existing building.</p> <p>GH provided the history of Montrose Museum which is one of the first purpose-built museums in Scotland. He noted the various areas requiring work such a ventilation, UV lighting protection, the front façade, and rear garden. He highlighted the strategic importance of pedestrianising the street at the side of the museum to increase foot traffic as well as allowing as accessibility entrance to the side of the building. He highlighted the proposal will increase the museum space by approximately 220m<sup>2</sup> and will blend the new extension with the traditional style of the existing space. KH noted the original design of the museum had always been designed to have an extra area built with access in the centre.</p>

	<p>LB provided a high-level overview of budget costings to bring the museum up to modern standards and deliver the proposal.</p> <p>AR thanked the guests for their contribution and Directors discussed the possibilities presented.</p> <p>KH has spoken to Vibrant Communities and Planning colleagues in Angus Council to determine what funding may be available to ANGUSalive to assist with these developments. It was noted a fully costed proposal is required for phase 2 which will help define the financial element. KH proposed an application is made for external funding for this costing exercise.</p> <p><b>Action:</b> Discuss budget for the project at the next Director Development Session</p>
<p>4.</p>	<p><b>Minutes of Full Board Meeting on Friday 15 April 2022</b></p> <p>Directors were asked to consider whether the minute of the previous Board meeting provided an accurate representation of the meeting. TF proposed the minute was accurate, and AR seconded.</p> <p><b>Matters arising.</b> It was agreed the matters arising would be covered in the Chief Executive's update.</p>
<p>5.</p>	<p><b>Chief Executive Update</b></p> <p><i>Team Leader Recruitment</i> KH noted further to the information provided at the Finance &amp; Audit meeting, we now have preferred candidates for all five of the Team Leader positions. Three are already in post in Theatres &amp; Venues, Sport, and Museums, Galleries &amp; Archives. The Libraries Team Leader is due to start on 01 August 2022, and in Countryside Adventure we are waiting on a confirmed start date, but it is anticipated this will be early July 2022.</p> <p><i>All Hands Call</i> KH noted the first all hands call of 2022/23 was held on Thursday 23 June. It was attended by 35 colleagues via MS Teams with more joining through BT conference call. Updates were provided at the meeting by IS, CK, and the Museums, Galleries &amp; Archives Team Leader relating to redevelopment activities and the new Team Leader posts.</p>

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### *Redevelopments*

KH confirmed Brechin Community Campus fitness suite had reopened as scheduled on 18 June. She added the tentative date for Montrose Sports Centre is Saturday 09 July but will confirm when approved. It was noted a programme of early opening will be introduced over the summer period.

### *Pantomime*

KH highlighted the annual pantomime will return this year follow the pandemic stopping the previous two years' productions. It will open at Webster Memorial Theatre on Saturday 10 December and an invite will be sent to all board members.

### *ANGUSalive Inductions*

KH highlighted there was an induction session held for our new Directors on Friday 10 June and thanked RF for leading on much of the training. She also noted there had been training on the use of Board Intelligence and discussion covering the current vacancies on the Board.

KH confirmed there was an induction session for all Angus Council elected members to show councillors what ANGUSalive does and its importance in the Angus community. Hopefully those who didn't attend have listened to the recording to understand what ANGUSalive is here to deliver along with the financial constraints this must be delivered within.

### *Theatre*

KH noted there have been 4500 tickets sold since the theatre reopened following the easing of Covid restriction and audiences becoming more comfortable in returning to shows.

### *Countryside Adventure*

Schools - Figures from KH.

She noted the first Paddlefest was held at Monikie Country Park on Tuesday 21 June and was the first inclusive session of this kind. The event was very well attended, and we will be looking to expand the activity in future.

### *Sport*

KH noted the Sports Development team have been engaging well with the community with 1400 children from 24 football clubs getting involved across angus.

She added Move More ANGUSalive is delighted to announce the launch of gardening activities at Forfar Open Garden as part of their programme to support people living with cancer to be active. The launch took place on Thursday 19 May and was well attended.

*Libraries*

KH highlighted the summer reading programme is now underway in the libraries and the Chatty Cafes running in Brechin have been successful and we will look to expand this activity to all sites.

*Museums, Galleries & Archives*

KH noted the MGA team have been working with National Galleries of Scotland to issue art supplies to Ukrainian refugees.

The 'Game for Girls' exhibition charting the history of Women's association football is open at Montrose Museum and artist Derek Robertson's 'Migrations' paintings are on display at the Meffan depicting bird and human migration due to conflict.

*Forfar Community Campus*

CK noted there has been good progress at FCC and a committee is back in place to regulate the use of the shared spaces. This will help the community and school guidelines become more integrated.

*Principles of Operation*

KH noted she has been liaising with Angus Council Member Services to organise a meeting with the new council. This is anticipated to happen in early August 2022.

*Funding Opportunities*

KH reported she has been meeting regularly with the Angus Council Vibrant Communities Service Leader regarding the Seagreen Community Benefit Fund, the Place-Based Investment Programme Fund, and the Levelling Up Fund.

*Coaches Review*

KH noted we are working with Angus Council HR and Procurement colleagues to progress this project. CK and the Sport Team Leader will lead this from ANGUSalive's side. A proposal for how we want this to operate moving forward will be brought to board then a meeting will be arranged with the coaches to provide them with an update. There will then be a transition period to allow us to support the coaches through the change in circumstances. Then have a transition period to allow us to support the coaches through the change in circumstances.

*Monifieth Library Integration*

KH noted we have received back costings from the architects along with current spend on utilities and will meet to discuss this. The community group have also provided information on what has currently been spent from their funding and what is left. When added to the money available in Angus Council's capital, this remainder still leaves a funding gaps. KH noted engagement with community was paused at request of the community group as the funding

	<p>position is not yet confirmed partly due to construction cost inflation. GC noted we are hoping for clarity on this for the September report which can then provide this information.</p>
<p>6.</p>	<p><b>10_22 Finance &amp; Audit Information Report</b></p> <p>KL provided a high-level overview and noted the report are all available in Board Intelligence should Directors require more information.</p> <p>There is a net income is £757,555 at the end of the financial year per the draft annual accounts.</p> <p>There was an overall underspend on capital projects mostly due to the Covid-19 restrictions and the conflict in Ukraine delaying work. Unspent capital funding carries forward to the following financial year to fund the delayed works / projects.</p> <p>KL noted outstanding debtors will be followed up through the Legend process but highlighted a large amount of the outstanding monies were due to Schools &amp; Learning not paying their invoice on time although this has now been received. IS confirmed the process as following initial invoice, debtors are reminded automatically at 30 and 60 days before it becomes a manual process to follow it up and remove bookings from that party. Several other payments are outstanding from Angus Council, and this will be followed up through council colleagues.</p> <p>KL highlighted the draft annual accounts for the organisation show a negative overall movement, but this is largely due to pension liability. These are not real values and when excluded, a net income is shown. He noted some of this income is restricted as grants for specific purpose.</p> <p>Following the accounts being signed off at the end of the audit process, the trading company will gift aid profits to the charity.</p> <p>There was discussion around the risk of the Client not meeting the wage increases in the management fee as they have previously done. KL noted this was recorded as a risk but not one that has been flagged specifically through the council process. KL noted this increase is likely to be in the region of £220k for 2022/23. GC noted from the Client's perspective, Angus Council is under huge financial pressure and budget setting next year may affect ANGUSalive.</p> <p><b>Action:</b> KL to confirm if the current arrangements state the annual increase in wages will be covered by Angus Council, although it could change in future.</p> <p>AR asked for approval of minutes. DW proposed accurate seconded by TF.</p>

<p>7.</p>	<p><b>11_22 Transformation Project Update Report</b></p> <p><i>Reports to Angus Council</i> GC noted we were planning to take a report to Angus Council on 30 June 2022 but through discussions with KH and KF it was decided this was not appropriate. Due to uncertainties round some of the projects, this report will be differed to 08 September 2022. KH confirmed full papers will be shared with Directors when they are made available so our board can have sight of any issues before they go to Council meetings.</p> <p><i>Vaccination Centres</i> GC confirmed Angus Council Property team and the NHS have agreed to use the Montrose Road Centre in Forfar and return the Reid Hall to ANGUSalive control. There will be repair works carried out in Reid Hall so the building is handed back in good condition, and this should be concluded by October 2022. In Arbroath, the NHS have identified a possible alternative, but this is still to be confirmed. There has been no alternative found yet in Montrose which would be suitable so the current agreement running until 31 March 2023 remains in place. There was discussion around the vaccination centres.</p> <p><b>Action:</b> KH confirmed the Transformation Project tracker will be brought to the Development Session on 29 July 2022.</p>
<p>8.</p>	<p><b>12_22_Renewal &amp; Repair Proposal</b></p> <p>IS provided an overview of the development work that is currently being undertaken and noted the proposals in the paper are for phase two of the project which will replace other gym equipment, indoor cycles and café space furniture.</p> <p>AR asked about the refurbishment of the Monikie café furniture as challenge with access to refreshments. IS confirmed Byzantium have a long lease and there has been a request for a contract review as we need them to guarantee minimum opening hours. RF noted there should be a 'keep open' clause in this type of contract which says the lease holder must keep operating the business.</p> <p><b>Action:</b> GC to confirm lease wording and provide a short report at the next meeting to update on this issue.</p> <p>KH noted there is a meeting on 27 June 2022 looking at master planning for Monikie and authority is to be delegated in order to transfer money from ANGUSalive to Angus Council as required for these purchases. GC highlighted the size of this investment is considerable and has increased since the initial proposal made to the Directors. This means there will need to be a procurement authority approval go to the council and there will be scrutiny around this spend, the business case, and how it meets the strategic objectives of the ANGUSalive and</p>

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	<p>Council plans. He asked what research has been done to ensure this is the best option for Angus. KH highlighted this was money put aside from monies generated by sport and leisure to refresh this equipment throughout the organisation and is not money provided by Angus Council. She added in terms of the spend in sports centres, we are developing the six sites of highest footfall which critically, if we do not make this investment the functionality of the spaces, will see membership severely inhibited. The current equipment is at end of life and redevelopment is needed to retain existing and generate new customers. Because this is commercial activity there are no other funds available as there are for many cultural aspects of the trust. There was discussion round this and KF noted concern the council may try to manipulate the monies set aside by ANGUSalive for its own redevelopment. KH noted the regular refreshment programme had been put on hold over covid so it could be done properly, and this consolidated spend is the same amount as would normally be spent in the same timeframe.</p> <p>AR asked if the board approve the proposals.</p> <p><b>Decision:</b> Directors approved the proposals as presented.</p>
<p>9.</p>	<p><b>13_22_Les Mills Proposal</b></p> <p>CK noted Les Mills are a long-term partner and this proposal is a new approach for both parties. It is designed to develop and improve our offering to existing and new customers as well as better supporting the instructors. The fixed cost for the two-year deal is important in the changing financial environment.</p> <p>GC asked about performance information. CK confirmed this is being considered and we will be looking to change some things to increase usage and can then provide information on ROI. KH noted this normally falls within her authority to sign off but because it is a two-year deal, the value of spend requires board approval.</p> <p>KC asked if there had been any sort of comparison done to compare against other industry leaders in this area. KH noted the new Team Leader will be reviewing this for next time.</p> <p>AR asked if the board approve the proposals.</p> <p><b>Decision:</b> Directors approved the proposals as presented.</p>



<p><b>10.</b></p>	<p><b>14_22_Q4 Risk Register</b></p> <p>IS noted this report had not been brought to board for some time as there had been a plan to scrutinise the risks. He noted 7 out of 12 risks remain in the “red zone” which is down from the previous total of 10 and 1 risk has been closed on constitutional change and incorporated into management fee and partnerships. H added risks to be aware of relate to the Strategic Plan, Angus Council management fee, income generation, and business continuity specifically in relation to staffing and recruitment.</p> <p>AR asked what happens if Les Mills are unable to provide services and CK confirmed the payment for this service is made monthly and we will not pay the full amount of the contract upfront.</p> <p><b>Action:</b> Risk and the risk register will be discussed at the development session. RF suggested this should be scheduled in on a periodic basis.</p> <p>The Board noted the content of the report.</p>
<p><b>11.</b></p>	<p><b>15_22_Corporate Governance Report</b></p> <p>IS provided an overview of the workforce data contained within the report. There was discussion relating to the report and the questions which had been asked via the Board Intelligence platform. KH highlighted this report provides the board with a high-level overview and all these aspects are looked at in more detail at an operational level.</p> <p>AR proposed the report content is noted but should be discussed in more detail. RF noted Corporate Governance may not be an appropriate title for the information contained and an alternative should be sought.</p> <p>The Board noted the content of the report.</p> <p>IS and KC left the meeting.</p>

<p><b>12.</b></p>	<p><b>Board Positions Appointments</b></p> <p>AR confirmed he will not be able to sit on the committees due to the requirements of the Vice-Chair role.</p> <p><i>Finance &amp; Audit Sub-Committee</i>            DW volunteered to chair the Finance &amp; Audit Sub-Committee and all present agreed. KB had previously noted interest in being a member of this committee and this was agreed by those present.</p> <p><i>CLT Trading</i>            LD volunteered to join the CLT Trading committee, and this was agreed by those present.</p> <p><i>Move More</i>            LD volunteered to return to the Move More steering group, and this was agreed by those present.</p>
<p><b>13.</b></p>	<p><b>AOCB</b></p> <p>GC noted the strategic business plan is due by 30 September 2022 for next financial year and it is important this fits into the Council planning schedule.</p>
	<p><b>Date of next meeting</b></p> <p>Full Board - Friday 23 September 2022</p>