

## ANGUSalive

NOTE of MEETING of the Board of Directors of ANGUSalive held at Forfar Community Campus at 10:00 on Friday 25 April 2025.

Name		Title	Initial
<b>Present:</b>			
Kenny	Fraser	Independent Director - Chairperson	KF
Derek	Waugh	Independent Director – Vice Chairperson	DW
Lynne	Devine	Council Director	LD
Serena	Cowdy	Council Director	SC
Tam	Ferry	Independent Director	TF
Brian	Boyd	Council Director	BB
Kenny	Christie	Independent Director	KC
Ronnie	Proctor	Council Director	RP
Campbell	Archibald	Independent Director	CA
Robbie	Francis	Company Secretary	RF
Kirsty	Hunter	Chief Executive	KH
Iain	Stevens	Senior Manager Business Management & Development	IS
Jessica	Curran	Angus Council Finance Team Leader	JC
Graham	Thom	Business Performance Coordinator	GT
Alison	Watson	Angus Council Legal & Democratic Service Leader	AW
Alison	Gallacher	Angus Council Procurement & Commissioning Manager	AG
Iain	Lorimer	Angus Council Director of Finance	IL
<b>Apologies:</b>			
Colin	Knight	Senior Manager Sport & Leisure	CK

Item No	Note
1.	<p><b>Welcome &amp; Apologies</b></p> <p>KF welcomed everyone to the meeting. Apologies were noted from CK.</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>Minutes of Full Board Meeting on Friday 14 February 2025</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 LD seconded.</p> <p><b>Matters arising</b></p> <p><i>The Yard</i> KH confirmed an update had been provided at the Strategic Development Session on Friday 14 March 2025 about the deteriorating condition of the building at The Yard which houses the Angus Council Collection. She noted a new property has been identified in the Brechin Business Park and work is underway with Council colleagues to ensure the Collection can be relocated before September 2025.</p> <p>KH noted this date should ensure the Collection is housed in a wind and watertight building where it can be more appropriately cared for and protected for future generations before the onset of more wintery weather conditions. Importantly it also coincides with when ANGUSalive is required to start our application to Museums Galleries Scotland to retain our Museum Accreditation status and an improvement in the Collections storage was an action that needed to be taken forward when this was first achieved in 2018.</p> <p><i>Articles of Association</i> KH noted she met with RF to review the Articles of Association and recommendations from the Company Secretary and Chief Executive will be shared and discussed in the Director Debrief at the end of this Board meeting.</p>

	<p><i>Subsidy Per Visit</i> KH highlighted this information was not shared at the March Strategic Development Session as year-end information for 2024/25 was not yet available. Documents will now be updated to reflect year end position and shared with Directors at the upcoming Strategic Development Session on Friday 15 August in Webster Memorial Theatre.</p> <p><i>FCC Dance Studio</i> LD noted the current arrangements for shared use of the dance studio in Forfar Community Campus expire at the end of May and asked what was in place after this point.</p> <p>IS advised there is currently no formal agreement for after this point but use of this space will be included within the Dual Use agreement which is currently under review and will be in place for the start of the new school year.</p> <p>KC highlighted the school changes timetable prior to the summer break and will already be developing class schedules for 2025/26 academic year.</p> <p><i>Angus Aqua Splash</i> KF asked for an update on mobile catering arrangements which will serve Aqua Splash customers and park visitors.</p> <p>IS confirmed this will be covered in the Executive Update.</p>
4.	<p><b>08_25 Executive Team Update Report</b></p> <p>IS presented key points on the update report. Highlights included;</p> <p><i>Angus Aqua Splash</i> IS noted bookings opened to the public on Friday 4 April with the first public sessions scheduled to take place on Saturday 03 May. The team are running two test days today and again on Wednesday 30 April. He highlighted there has been a lot of positive interaction on social media. Work is ongoing to upgrade the outdoor furniture and signage at Monikie County Park in line with the ask at previous board meeting.</p> <p>IS advised with regards to catering at the park, a contract was awarded to Angus Grill &amp; Larder for both Monikie and Forfar Loch Country Parks but they have since withdrawn from this contract. ANGUSalive are now in negotiation with Byzantium Café to provide an additional offering at Monikie using the catering trailer from the Signal Tower Museum. Progress with this has been slow but the café have agreed to have the café open when Angus Aqua Splash is open.</p> <p>There was discussion about how contracts will be drawn up to ensure vendors meet their obligations to the contract.</p> <p>SC asked about signage for the environmental elements in the park.</p>

IS confirmed the focus had been on getting the signage in place for the Angus Aqua Splash but Countryside Adventure team will now consider how they can deliver the second part of this project.

**Action:** IS to confirm plan and timeline for installing the additional conservation signage at all Country Parks.

*Chief Medical Officer Visit*

Professor Sir Gregor Smith visited Montrose Health Centre and Montrose Sports Centre on Thursday 10 April which was a hugely positive visit for ANGUSalive and our partners in the preventative and proactive care area of work.

ANGUSalive was able to showcase our health and wellbeing work through a presentation by Kirstie Abbey (Health & Wellbeing Lead) and BE ACTIVE...live well seated exercise class led by Graham Wood (Health & Wellbeing Advisor), which the CMO participated in.

This visit has really demonstrated and strengthened our position in health & wellbeing provision across Angus as well as getting the value of this work recognised nationally for the contribution it makes to help local people live well.

*Business Management & Development Review*

IS noted this is nearing completion with the final roles in the structure currently in recruitment. The new Team Leader for BMD, Millie Clarke, started on 14 April 2025.

*Museum Collections*

IS thanked the Angus Council team for their work to facilitate progress with the relocation of the Angus Council Collection from The Yard in Forfar to Brechin Business Park.

*Arbroath Library*

It was highlighted works on the first floor of Arbroath Library are now complete and the Archive service has been relocated there from Restenneth. There was discussion around the second phase of works which will renovate the ground floor of the library and IS confirmed we will communicate plans to everyone once dates for the works have been confirmed.

*Monifieth Library in the MAC*

IS noted following the delays in the building being ready to move into due to internet connection challenges, there have been further issues raised round safe working practices which have caused an additional delay in relocation of Monifieth Library from it's current home to the MAC. The current target is to be in the new space by 19 May 2025.

	<p><i>Equalities Act 2010 UK Supreme Court Ruling</i>  There was discussion about the ruling by the UK Supreme Court that the legal definitions of a 'man' and 'woman' under the Equality Act 2010 are based exclusively on biological sex assigned at birth, not gender identity.</p> <p>KH confirmed ANGUSalive have engaged with colleagues from Angus Council Legal Team to deal with one enquiry relating to this and a response has been issued. She added staff will be provided with guidance once this has been made available by government, although that is only likely to be available once the Equality and Human Rights Commission have completed a consultation then updated their statutory and non-statutory guidance.</p> <p>KC noted this will need to apply to staff spaces as well as public facing ones. AW highlighted there is already a policy for staff relating to this.</p> <p><b>Action:</b> KH to provide a route of support/escalation for front line staff if the encounter a difficult situation relating to the UK Supreme Court ruling and provide an update to Board at the first opportunity.</p> <p><i>Angus Council Administration</i>  KH highlighted there will be a requirement to engage with the new Angus Council leadership team once it has been confirmed to continue the productive meetings which have been in place to date.</p> <p><b>Action:</b> KH/GT to organise letter for when new Angus Council Administration Leadership is confirmed.</p>
<p>5.</p>	<p><b>09_25 Finance &amp; Audit Information Report</b></p> <p>Members of the Finance and Audit Sub-Committee in attendance were asked to approve the minute of the meeting held on Friday 04 April 2025. The minute was proposed as accurate by LD and seconded by TF.</p> <p>DW provided a high-level overview of the Finance &amp; Audit Sub Committee meeting held on Friday 04 April 2025.</p> <p><i>Savings Requirement</i>  DW confirmed the ask to the Council to split the £750k savings requirement over the next three years evenly had been approved. The current ask is now £250k per year in 2025/26, 2026/27, and 2027/28.</p> <p><i>External Audit</i>  It was noted the external audit will follow the same process as previous years and there will be a 5% inflationary linked increase in the fee from Azets.</p> <p><i>Going Concern</i>  Income levels are positive and ANGUSalive continues to trade legally as a going concern.</p>

*Budget Setting*

The budget setting process is complete for 2025/26 financial year and shows a deficit position for the first time.

KH noted a substantial level of work went into the budget setting process to ensure it was ready to load onto the ledger at the start of the new financial year. This included meetings between Team Leaders and Leads from each service area with Finance colleagues and both Senior Managers where the figures were constructively challenged to achieve the proposed budget. A further review was also held with the Chief Executive and some final changes made. Having empowered the team to complete this exercise we did not consider it appropriate to apportion the £83k deficit across services to reach a balanced budget.

There was discussion about how ANGUSalive have met the savings requirements made by the Council in all previous years since the charity was established. There now needs to be a look at the level of service provision if the charity is to be able to deliver the continued cuts to management fee funding requested. It was noted ANGUSalive have been invited to Council Change Programme Development Workshops which will help guide these discussions.

KH assured the Board we will continue to work with the team towards trying to reduce this deficit in year.

BB left the meeting

*Investment*

KH highlighted the need to raise awareness, particularly with key stakeholders including council officers and elected members, round the impact of the investment ANGUSalive have made in the local community.

KC noted there is a need to better demonstrate ROI and the benefits from the investment we make. There was discussion round the various approaches to addressing this issue.

JC confirmed we will balance the budget, but this will be from the reserves if necessary.

IL highlighted a budget is only an estimate and will be affected by various factors including pay award noted the deficit position is quite small in terms of the total turnover.

There was discussion about the 25/26 budget position and the need to communicate to the council Administration the current position and significant future challenges to achieve a balanced budget without a change in service provision.

**Action:** KF/KH to write to the Council Leader to communicate the issues resulting from further reductions in our management fee over 2025/26 – 2027/28. These include the fact the charity cannot achieve a balanced budget in the current year and future years as well as the associated implications for service delivery.

	<p><i>Risk Register</i></p> <p>DW noted there had been productive discussion on the risk issues raised. It had been noted the council's asset survey is out of date and there are major refurbishment costs required throughout the portfolio. He noted the need to progress this but the challenge with lack of council property resource at this time.</p> <p>KH noted there is also a risk for ANGUSalive to invest in the internal spaces of our venues if the fabric of the buildings is not being maintained by Angus Council properly.</p> <p>IS noted the Change Programme Development Workshops will provide an opportunity to discuss this and it is likely not only an ANGUSalive issue with council departments also having these issues.</p>
6.	<p><b>10_25 Angus Council - Legal Reviews Information Report</b></p> <p>AW provided an overview of the report covering the updated position of the various documents under review.</p> <p><i>Dual Use Agreement</i></p> <p>AW noted the draft Dual Use Agreement was received by ANGUSalive on Monday 16 December 2024, as per the timetable and had been reviewed by ANGUSalive and its legal advisers, Thorntons. ANGUSalive has collated feedback to return to Angus Council and a meeting of Council officers and ANGUSalive's Executive Leadership Team took place on 15 April 2025.</p> <p><i>Services Agreement</i></p> <p>AW highlighted the review of the Services Agreement entails looking at the main clauses in the front part of the Agreement, as well as the Specification of Services to be provided by ANGUSalive in the Schedule. The Council's Strategic Commissioning Team is continuing to liaise with the relevant Council Services in relation to updating the Specification, but this is proving difficult due to ongoing discussions between ANGUSalive and the Council where it is felt some changes to existing operations are necessary. Significant work has been undertaken with individual Council Services as part of redrafting the Specification, but it is becoming increasingly apparent that this is very much an evolving piece of work and cannot currently all be pinned down.</p> <p><i>Licence to Occupy</i></p> <p>As the Board was advised in December 2024, the Licence to Occupy has now been updated and signed by both parties. A further change will be required for Monifieth Library's re-location to the new Monifieth Activity Centre, and the proposed relocation of The Yard, Forfar to Brechin Business Park, with Council Legal Services awaiting instruction to do this from Estates colleagues at the relevant time. Also, the inclusion of Forfar Community Campus once the Dual Use Agreement has been signed off and approved through committee.</p>

	<p><i>Articles of Association</i></p> <p>As discussed at the Board on 14 February 2025, OSCR has highlighted that the ANGUSalive Articles of Association have not been reviewed since the company came into being and recommend that this is undertaken in terms of good governance. As previously agreed, this would be something for ANGUSalive to take forward but any changes to the Articles of Association would require approval of Angus Council as sole Member of the Company Limited by Guarantee. This would be by way of recommendations made to a meeting of the Communities Committee and will be tabled on 02 September 2025</p> <p><i>Change Notices</i></p> <p>To date there have been four change notices approved relating to Museums &amp; Galleries and Theatres &amp; Venues. The change notice for the Countryside Adventure service to withdraw from Montrose Basin is outstanding although wildfowling is back with Angus Council.</p> <p>IS confirmed Montrose Basin has now been fully handed back to the council despite the change request not being signed off.</p> <p>KH noted the change notice was submitted to the council's Policy &amp; Resource committee in August 2023 and asked future reports to show the initial submission dates for all change notices.</p> <p>There was discussion around how the budget and management fee link to the delivery of services covered in these documents.</p>
<p>7.</p>	<p><b>11_25 Investment Fund Contribution</b></p> <p>JC provided an overview of the report along with an explanation of the different reserve accounts. She highlighted the purpose of this report is to seek approval from Directors on the proposals of how any year end surplus will be allocated between the various reserve funds which allows time to build this into the draft accounts which are to be presented to the Finance &amp; Audit Subcommittee on Friday 13 June 2025.</p> <p>Based on current projections, the following proposals were recommended:</p> <ul style="list-style-type: none"> <li>• Increase the General Unrestricted Reserve to £1,800,000 to align with the policy previously approved by the Board</li> <li>• Allocate £265,000 to establish a Loss of Income Fund within Designated Unrestricted Reserves</li> <li>• Allocate any remaining balance to the Investment Fund within Designated Unrestricted Reserves</li> </ul> <p>There was a discussion about the positive year end net income position and the options available.</p>



	<p>Directors were asked to consider the content of the report, and particularly the proposed treatment of the projected 2024/25 net income level.</p> <p>Directors considered the content of the report and approved option five for the proposed treatment of the projected 2024/25 net income level.</p>
8.	<p><b>12_25 Project 2030 Update</b></p> <p>IS provided an overview of the report with highlights including;</p> <p><i>Business Unit Workshops</i> He noted the next series of P2030 workshops will take place in May 2025 with a focus on investment priorities and strategies to improve the customer journey and experience. There will also be a focus on mapping out staffing arrangements to make efficiencies where possible.</p> <p><i>Subsidy Per Visit Model</i> IS highlighted the information contained in the report relating to the spread of costs across the organisation, noting areas of high cost are not always where they have traditionally been perceived to be. It was confirmed none of the sites operated by ANGUSalive make a profit when all costs are considered and this subsidy per visit information highlights areas where service utilisation is low.</p> <p><i>Staffing Budget vs Income Target</i> IS provided an explanation of the table detailing staffing budget against service income targets highlighting the areas which cost the most to run and leave the highest deficit position against their targeted income.</p> <p>KF noted ANGUSalive have a duty to deliver on our charitable objectives and the focus cannot be solely on cost reduction. There was discussion around this including BMD income target being the management fee.</p>
9.	<p><b>AOCB</b></p> <p>RP asked if there was anything planned in Museums &amp; Galleries to commemorate the 80<sup>th</sup> Anniversary of VE Day.</p> <p><b>Action:</b> IS to pick up with the Museums &amp; Galleries team how the 80<sup>th</sup> Anniversary of VE Day will be marked.</p>

ANGUSalive

	KH noted work had been undertaken with colleagues in Angus Council to secure £292k from the UK Prosperity Fund for six projects completed by the charity during 2024/25. This engagement will continue in 2025/26 to ensure ANGUSalive has opportunities to access this type of funding to benefit the communities we serve.
10.	<b>Date of next meeting</b> Friday 27 June 2025