

ANGUSalive

NOTE of MEETING of the Board of Directors of ANGUSalive held at 4.00pm Forfar Community Campus, Forfar on Wednesday 28 June 2017.

Present:

<i>Name</i>		<i>Title</i>	<i>Initial</i>
Kenneth Fraser		Independent Director - Chairperson	KF
Hannah Whaley		Independent Director – Vice Chairperson	HW
Bill Duff		Council Director	BD
Colin Brown		Council Director	CB
David Cheape		Council Director	DC
Braden Davy		Council Director	BD
David Moore		Independent Director	DM
Sandra Ross		Independent Director	SR
Fiona Dakers		Senior Manager Libraries Customer and Culture	FD
Lesley Hadden		Executive Management Team Personal Assistant	LH
Kirsty Hunter		Chief Executive	KH
Colin Knight		Senior Manager Sport and Leisure	CK
Iain Stevens		Senior Manager Business Management and Development	IS
Stewart Ball		Angus Council Client Representative	SB
Sheona Hunter		Company Secretary	SH
Kevin Lumsden		Angus Council Finance Manager	KL
Cathie Wylie		Internal Auditor	CW
Apologies:			
Ken McKay		Independent Director	KM
Ian Lorimer		Head of Corporate Finance	IL

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1.	<p>Welcome & Apologies</p> <p>KF welcomed everyone to the meeting.</p> <p>Apologies were received from Ken McKay and Ian Lorimer</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>Kenneth Fraser and Cllr David Cheape and declared an interest in Report 37_17 Proposed Business Improvement District_Carnoustie</p>
3.	<p>Minutes of Meeting on Thursday 27 April 2017</p> <p>The Directors approved the minutes of the above meeting.</p> <p>Proposed as an accurate reflection of the meeting by BD and seconded by HW</p>
4.	<p>Matters arising from the Minute of Meeting on Thursday 27 April 2017</p> <p>No items raised.</p>
5.	<p>ANGUSalive Board & Trading Subsidiary– Director appointments</p> <p>KH advised ANGUSalive had received formal notification from Angus Council on the decision to appoint Cllr David Cheap, Cllr Bill Duff, Cllr Braden Davy and Cllr Colin Brown to the Board of Directors.</p>

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	<p>The Directors of ANGUSalive made the following resolution to ratify the appointment of, David Maxwell Cheape, Braden Christopher Davy, Colin Brown, William Duff each as a Director of the Company as of 16 May 2017.</p> <p>KF highlighted a Governance issue and advised the appointment of the Council reps on ANGUSalive terminated once they cease to be a Council member however, the Articles of Association for Angus CLT (Trading) make no reference to the fact certain directors are only appointed by virtue of their being a council member.</p> <p>KF requested the Articles of Association for Angus CLT (Trading) Limited are amended to ensure the appointment of Council directors ceases automatically when they cease to be a council member.</p> <p>The Board agreed in principle to amend the Articles of Association of Angus CLT (Trading) Limited.</p> <p>Angus Council Legal & Democratic Services to draft the resolution and revise to the Articles.</p> <p>KF confirmed he would stand down for Angus CLT (Trading) Limited effective immediately as from Wednesday 28 June 2017.</p> <p>The Directors agreed BD remain on the Board for ANGUS CLT (Trading) Limited and made the following resolution to appoint David Maxwell Cheape as of Wednesday 28 June 2017</p> <p>The Board agreed the Governance and Finance Sub Committee board members remain as Sandra Ross, David Moore, Bill Duff and Hannah Whaley.</p> <p>KF advised the Board that he wishes to test the traditional ways of doing business and asked the board to consider operating an alternate chairing arrangement with HW, Vice Chair. The primary aim of this arrangement is to assist with succession-planning arrangements, to encourage the opportunities for directors to share their knowledge and understanding in an environment that fosters trust and respect.</p> <p>The arrangement are to be piloted for 12 months and are subject to evaluation. No other changes to existing governance arrangements.</p>

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6.	<p>Chief Executive Update</p> <p>Elected Members Induction Thursday 18 May 2017</p> <p>The ANGUSalive session held as part of the New Elected Members Induction Programme was attended by 14 Councillors. A second date will be arranged to provide those who were unable to attend the Webster Memorial Theatre session with another opportunity to attend the presentation.</p> <p>The feedback received after the original session was very positive. Councillors said they found it informative and the interactive Q&A throughout the session was beneficial.</p> <p>Dementia memory box service</p> <p>The Public Library Improvement Fund (PLIF) funded Dementia memory box service was launched in March 2017. The project comprises of 30 themed bags and boxes for borrowing by library members with the aim of stimulating memories and assisting in conversations between people with Dementia and their families. To date 21 out of 30 boxes are out on loan concurrently to library members. This is a very positive result and is great testament to project leader Christine Sharpe.</p> <p>HGIOPLS – How good is our Public Library Service – Tuesday 13 June 2017</p> <p>KH recently met with How good is our Public Library Service assessors for a working lunch as part of the assessment process.</p> <p>FD advised HGIOPLS is designed for managers and staff to evaluate the quality and effectiveness of their service provision. They can then identify areas for improvement and develop an improvement action plan.</p> <p>The framework focuses on planning, service delivery and continuous improvement. It uses five Quality Indicators (QIs) as a means of self-evaluation.</p> <p>Peer assessors met with Information Advisors in June and reported they were outstanding, fantastic, engaged, hardworking, committed to their work and to the service, and willing to try new thing.</p> <p>A rating of a “very strong three” (3) demonstrates provision where strengths just outweigh weaknesses, and where strengths have a positive impact on individuals’ experiences.</p>

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	<p>KF asked what plans were in place to improve the score. FD confirmed when the full report was received she would provide further information.</p> <p>Physical Activity Framework- Friday 23 June 2017</p> <p>A workshop facilitated by sportscotland, was held to begin the development of the framework with wider partners who will form a leadership group. Through the engagement of community planning partners and broader range of organisations a more strategic approach to the planning, resourcing, delivery and awareness of shared priorities and outcomes across the county should be achieved.</p> <p>The next session was agreed as 08 September 2017 with venue to be confirmed.</p> <p>Procurement - ANGUSalive Customer and Facility Management system</p> <p>KH advised at the Board meeting on 08 March 2017 the Board had approved the Senior Manager, Business Management and Development to advertise through a tender for an ANGUSalive Customer and Facility Management system and carry out an evaluation of the tenders received.</p> <p>Several companies noted an interest with 5 tenders submitted. Tenders are being evaluated on the basis bidders can meet or exceed the specifications and on a price / quality split. The Board previously approved the Chief Executive award the contract to the preferred supplier up to a maximum average value of £50,000 p.a. based on initial estimates.</p> <p>KH request the Board to consider and approve an increase to a maximum average value based on the cost within the tender documentation received to ensure there is no delay in awarding the contract.</p> <p>The Board unanimously agreed to increase the maximum average value by £10,000 p.a. to £60,000</p> <p>Angus Glens Walking Festival</p> <p>KH extended her thanks to Norman Greig and the team at Countryside Adventure for delivering an extremely successful AGWF on its 15th anniversary year. This year the event made a profit with 84% of walks sold out.</p>

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	<p>Running a festival of this scale and complexity requires the involvement and commitment of lots of different people from across our team as well as our partners to ensure all aspects of the event go smoothly.</p> <p>Organisational Review</p> <p>KH highlighted the ANGUSalive Board of Directors approved the organisational review. This review is part of a wider strategy to deliver our vision of ‘changing lives by inspiring healthy, active and creative lifestyle choices.</p> <p>The initial employee briefing sessions were well attended by colleagues from across the organisation on Monday 12 and Thursday 15 June. A copy of the presentation is available on a dedicated area on SharePoint for those who were unable to attend.</p> <p>The main purpose of the sessions was to share our current status, our ambition and why we need to change. We also set out our approach to this review and how we will communicate with each other.</p> <p>Update bulletins will be issued regularly to ensure everyone is kept informed. The first of these was sent on Wednesday 21 June to share the information which has been covered.</p> <p>A request has been made to employees welcoming ideas which can be provided through a variety of channels including an ideas list within the SharePoint area or by email to AAOrganisationReview mailbox.</p> <p>As from 30 June an FAQs section will be on SharePoint which will include questions raised at the initial briefing sessions. This list will be uploaded on a weekly basis on a Wednesday.</p> <p>Caroline Rochford, an independent HR Adviser, is working with us across all services to support the review.</p> <p>KH highlighted ANGUSalive had received an enquiry from The Courier after they were sent a letter about the organisational review. The Chairperson and Vice Chairperson were involved in the preparation of response as per the media protocol.</p> <p>A letter is being issued to all members of staff to formally confirm the commencement of the organisational review as required by the Managing Workforce Change Policy.</p>

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7.	<p>Report 31_17 Internal Audit Annual Plan Progress Report</p> <p>The Board noted the progress in the completion of the ANGUSalive annual internal audit plan for 2017/18 and the planned dates when the summary of the audit report findings will be reported.</p> <p>CW & IS to review what actions are in place at present. CW agreed to re-assess the due dates on IAM_0002 & IAM_003.</p>
8.	<p>Report 32_17 Angus Alive Assignment Brief 2017/18 AA17-02– GDPR readiness</p> <p>CW advised the audit will consider if actions are being taken to review arrangements for personal data held by ANGUSalive, and any other organisation on their behalf, to ensure procedures are in place to achieve compliance with the new General Data Protection Regulations (GDPR) which come into force in May 2018.</p> <p>The Board noted ANGUSalive will use information produced by Angus Council to help plan for this work.</p> <p>CW highlighted the audit will review the action taken to prepare ANGUSalive for the changes in GDPR which will be undertaken in two phases. Phase 1 output will be a memo and Phase 2 output will be a report. Both will be to the ANGUSalive Chief Executive, with a summary of the outcomes to the ANGUSalive Board.</p> <p>The Board agreed the content of report 32_17</p>
9.	<p>Report 33_17 Internal Audit Report ANGUSalive Annual Report 2016/17</p> <p>CW outlined the Annual Report summarises conclusions and key findings from internal audit work undertaken within ANGUSalive during the year ending 31 March 2017. It includes a review of ANGUSalive's internal control systems.</p> <p>CW advised sufficient and appropriate audit procedures have been conducted and evidence gathered to support the basis and the accuracy of the conclusions reached and contained in this report.</p>
10.	<p>Report 34_17 Finance Update</p> <p>The Board noted the content of this report.</p> <p>The Board unanimously agreed the recommendation of £250,000 for equipment refresh via the Renewal & Repair Fund, £100,000 for specific projects / service developments in 2017/18 where details will be provided to the Board in</p>

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	<p>due course to provide an update on how the money is being utilised to support the organisation.</p> <p>The Board further unanimously agreed the balance of £308,000 roll into ANGUSalive’s General Reserves which increases the General Reserves to an unaudited level of £454,463.</p> <p>KL confirmed a specific reserves policy is to be developed and presented to the Board for approval. Setting such a policy based on specific percentage contributions to the Renewal & Repair, General Reserves, etc. will be considered, however it is recognised that there must be a degree of flexibility retained in this regard.</p> <p>IL to provide a further update to the Board in due course. KL confirmed IL has consulted with HRL who advised reserves should be prudent but not necessarily 3 month operating income.</p> <p>KL confirmed VAT returns for the 2nd, 3rd and 4th quarters of 2016/17 have been completed in house by Finance with no external advisor support required.</p>
11.	<p>Report 35_17 iKNOWAngus VisitScotland Information Partner scheme</p> <p>The Board noted the information contained within the report on a new ANGUSalive partnership with VisitScotland in the provision of tourist information from libraries, museums and Angus Archives.</p>
12.	<p>Report 36_17 Angus Council Support Services Arrangements - update</p> <p>The Board noted the information contained within the report in relation to support services arrangements Angus Council provide to ANGUSalive.</p> <p>The Board approved the Chief Executive to negotiate with Angus Council representatives with regards to what future support service arrangements will be.</p>
13.	<p>Report 37_17 Proposed Business Improvement District for Carnoustie</p> <p>KF & DC declared an interest in Report 37_16.</p> <p>IS to seek clarification on the business plan where it states <i>“All charitable organisations except charity retail shops</i></p>

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	<p><i>are excluded but will be invited to pay an appropriate levy as an Associate member if they agree the implementation of the BID will benefit them” page 25 and confirm what the criteria is for charity status.</i></p> <p>The Board considered the information in relation to a business improvement district for Carnoustie and agreed to abstain from the vote.</p> <p>Of the 8 directors present at the meeting 2 voted yes, 1 voted no, 4 voted to abstain and 1 did not participate in the vote.</p> <p>KH was requested to confirm what actions needed to be taken for ANGUSalive to abstain.</p>
14.	<p>ANGUSalive Policy and Document Conversion</p> <p>The following policies were noted by the Board.</p> <ul style="list-style-type: none"> • Banked Leave • Parental Leave
15.	<p>Any other competent business</p> <p>ANGUSalive 2017 Sports Awards – Friday 16 March 2017</p> <p>CK requested the Board discuss the availability of an Independent Director to sit on the selection panel and the Chairperson to confirm.</p> <p>The review of applications has been confirmed as Tuesday 16 January 2018 - 2-5pm Boardroom.</p> <p>All Board members were asked to hold the date in their diary.</p> <p>Forfar Loch – Toilet Provision</p> <p>CB enquired about toilet provision at Forfar Loch. This has been discussed at a previous meeting and is not an ANGUSalive issue.</p> <p>Carnoustie Library Refurbishment</p> <p>FD confirmed the refurbishment is on schedule and due to open is September 2017 although external communications still advise Autumn to allow for unforeseen circumstances.</p> <p>FD also confirmed Montrose library is the next facility to be refurbished and work is due to commence this Autumn.</p>

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	<p>School Day – Active Extra</p> <p>Active Schools are offering sport activities. ANGUSalive has therefore focused on provision of activities within Libraries, Customer and Culture for the first term. Opportunities include Volunteer at your library, Design and print in 3D, Forfar Models, Kirriemuir on Board, Creating Colouring for Teens, Volunteer at your museum and Museum Detectives. Notes of interest to volunteer at the Country Parks have been invited.</p> <p>Risk Register and Annual Plan</p> <p>KF requested the Corporate and Business Unit Risk Registers are brought to the next meeting on 24 August 2017.</p> <p>Monifieth Community Hub Launch – 08 July 2017</p> <p>ANGUSalive launches its 5th Community Sport Hub (CSH) on 8 July 2017 at Riverview Park, Monifieth. The key aim of a CSH is to integrate local clubs and assist the clubs involved with leadership skills to encourage participation in sports and ultimately offer opportunities for all.</p> <p>We have been working in partnership with sportscotland to deliver the CSH model across Angus and Board members are invited to come along on the day to find out more.</p> <p>Britain’s Lost Masterpieces</p> <p>Filming took place at Hospitalfield, Arbroath on Monday 19th and Tuesday 20th June. Filming will touch on the two wonderful Breughel paintings in the Library and Art Gallery as part of the larger story of HH and Arbroath.</p>
16.	<p>Date of Next Meeting</p> <p>Thursday 24 August 2017, Inglis Memorial Hall, Edzell</p>