

ANGUSalive

NOTE of MEETING of the Board of Directors of ANGUSalive held at 10.00am at Forfar Community Campus on Friday 15 November 2019

Present:

Name		Title	Initial
Kenneth	Fraser	Independent Director - Chairperson	KF
Hannah	Whaley	Independent Director - Vice Chairperson	HW
Kirsty	Hunter	Chief Executive	KH
Ronnie	Proctor	Council Director	RP
Bill	Duff	Council Director	WD
Fiona	Dakers	Senior Manager Libraries Customer and Culture	FD
Lynne	Devine	Council Director	LD
Lesley	Hadden	Executive Management Team Personal Assistant	LH
Colin	Knight	Senior Manager Sport and Leisure	CK
Kevin	Lumsden	Angus Council Finance Manager	KL
Ken	McKay	Independent Director	KM
Alan	Rae	Independent Director	AR
Iain	Stevens	Senior Manager Business Management and Development	IS

Apologies

Colin	Brown	Council Director	CB
Gordon	Cargill	Service Leader Angus Council (Governance & Change)	GC

Item No	Note
1.	<p>Welcome & Apologies</p> <p>KF welcomed everyone to the meeting.</p> <p>Apologies: Colin Brown, Gordon Cargill</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. No declarations were made.</p>
3.	<p>Minutes of Meeting on Friday 06 September 2019</p> <p>The Directors approved the minutes of the above meeting.</p> <p>Proposed as accurate by RP and seconded by LD</p>
4.	<p>Matters arising from the Minute of Meeting [Friday 06 September 2019]</p> <p>Company Secretary KH currently exploring options to procure a Company Secretary. Advice from other Trusts is they use their solicitors. KH engaging with colleagues in Angus Council to identify the way forward.</p> <p>Increase to Board Membership Meeting to be held with Chairperson/Vice Chairperson and Leader of the Council to progress. Further work required on recruitment and advertising of the position.</p> <p>ER/VR Costs A proposal will be tabled at the Finance & Audit on 27 September 2020 to confirm one-off costs that will be incurred through implementation of the organisational review will be funded from reserves carried forward from 2018/19.</p>

	<p>sportscotland Partnership Agreement Following agreement at the September Board Development session CK confirmed sportScotland will attend a Development session in 2020.</p> <p>CK confirmed that is a scoping meeting scheduled w/c 18 November 2019.</p>
<p>5.</p>	<p>Chief Executive Update</p> <p>Monifieth Library + Police Scotland Angus Council has been in negotiations with Police Scotland on the possibility of Police Scotland sharing the Monifieth Library building. Angus Council have reached agreement that Police Scotland will take on the upstairs spaces with a separate external entry but some shared internal access spaces. As part of the building works required to accommodate Police Scotland ANGUSalive have requested that the previous plans for the redevelopment works for Monifieth Library be revised and implemented. Angus Council do not have staff resource to allocate to progress our element of this project alongside the Police Scotland element.</p> <p>Arbroath Library Galleries Project Potential for upgrade using some town centre regeneration funds.</p> <p>Libraries Self-Service project The ITT for a self-service solution (RFID) for all libraries went live on Friday last week. ANGUSalive have an excellent IT resource from Angus Council managing this project for us now and the technical security issues over the last four years have been resolved. The project is funded from within the Libraries/ACCESS capital budget for which a “self-service” element was included and the availability of this budget has been confirmed.</p> <p>Scottish Library and Information Council (SLIC) AGM Lesley Matthews was invited to present at the SLIC AGM and Showcase at Strathclyde University on 8 November 2019. Her presentation was “Digital on the Move – Taking access to Communities” providing some detail around the mobile library project and how connectivity is achieved on Isla and Glen.</p> <p>IT Update Windows 10 upgrades have started across the organisation, orders to be placed for IT hardware as per previous agreement</p> <p>Apprenticeship levy Proposal for £15k of funding for training from apprenticeship levy through a flexible workforce development fund has now been signed off. Training programme will be developed for the new leadership team should the application be successful.</p>

Electric cars

ANGUSalive secured £32k funding from Transport Scotland. 3 new electric cars scheduled for Jan 2020 delivery.

Membership review

Revised Membership review underway. A report proposal will be tabled at the January 2020 Finance and Audit Committee.

Active Girls Day

ANGUSalive in partnership with Angus Active Schools and Forfar Community Sports Hub came together to celebrate the national initiative Active Girls Day on Friday 4 October at Forfar Community Campus. Over 50 girls from all over Angus took part in a fun filled day of sporting sessions. Thanks to Lynne Devine who attended this event along with Mairi Gougeon MSP.

Sport for All

Pilot project for looked after children in Arbroath is progressing well with our Angus Council colleagues. 21 people have registered on the scheme with 7 accessing facilities to varying degrees. Consultation currently underway to understand the barriers to increased participation with this group so that these can be understood and considered by all partners.

Green Health Partnership

Our new Physical Activity Programming Leads along with KH and CK met with Ashleigh Henderson the newly appointed Senior Health Promotion Officer for NHS Tayside. Excellent discussions on positive partnership opportunities including Green Health Partnerships.

Scottish Swimming Partnership

Partnership Agreement will be tabled at the next Board meeting.

Organisational Review Phase 1.3

KH confirmed the timelines for 1/10/19, 1/11/19 & 1/12/19 were met.

Theatre Review

Review is now underway. New roles are currently being evaluated and proposals will be taken to a Board Development Day in 2020.

Winter Show

ANGUSalive Meffan Winter Show 2019 will take place Saturday 16 November - Saturday 28 December 2019.

ANGUSalive's aim is to exhibit the largest and most diverse exhibition of contemporary art, design and craft to be

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	<p>held in Angus this year, giving our visitors the opportunity to discover and enjoy.</p> <p>ANGUSalive invited artists, designers and craftspeople from all over Scotland to be part of our biggest annual exhibition of contemporary art, the Meffan Winter Show. All pieces are eligible for the ANGUSalive Purchase Prize of £1,500 and the Colin Dakers Memorial Purchase Prize of £1,000. The Visitors' Choice Award, a prize of £200 which is exclusively for amateur category artwork will be chosen by public vote.</p> <p>ANGUSalive Sports Awards Nomination process is currently open and closes on Monday 9 December 2019. Ceremony takes place at The Reid Hall, Forfar on Friday 13 March 2020 with Early Bird tickets on sale from Monday 13 January 2020.</p>
6.	<p>18_19_2018/19 Annual Accounts Update</p> <p>KL advised the Trading Accounts were approved at the Trading CLT Meeting.</p> <p>KL advised that whilst the net movement in funds of presents a negative picture of the financial outturn of the Group, it should be noted that the total net movement on funds matches the figure in the "Pension Fund" column, highlighting that the net expenditure is solely the result of the actuarially adjusted pension entries.</p> <p>KL highlighted excluding the pension entries therefore gives a net movement in funds of zero – i.e. a breakeven position.</p> <p>KL confirmed although this is still a negative outcome as compared to a net income result, it reflects the decision of the Board at its April meeting to contribute the total net income for the year into the Renewal & Repair Funds. This is given effect by including an accrual for a repayment of management fee in the accounts exactly matching the actual net income for the year, leading to the breakeven position after exclusion of the pension entries.</p> <p>NB provided an overview on Management Report.</p> <p>KL highlighted the complete accounts and audit process has certainly gone much smoother and better than the previous year, with the result that no significant issues have been raised and only a couple of amendments to the draft accounts have been required.</p> <p>The Board noted the content of the report and that the statements and draft audit management report and findings were reviewed and scrutinised at the Finance & Audit Subcommittee meeting on 27 September 2019.</p> <p>The Board reviewed and approved the letters of representation and cover letters and approved the accounts for signature and thereafter submission to Companies House (charity and trading) and the Office of the Scottish Charity Regulator for the charity only.</p> <p>KF & WD signed accounts. NB will sign off accounts and scan a copy to KL.</p>

<p>7.</p>	<p>19_19_Finance Update</p> <p>KL advised that preparations for ANGUSalive to comply with HMRC's Making Tax Digital requirements and timescales are well under way and advised to facilitate this process, the supplier of the financial ledger system (Integra) which holds ANGUSalive's financial data has developed a specific module to address the Making Tax Digital requirements. This allows much of the information required for VAT returns to be sourced directly from the other modules on the system.</p> <p>KL confirmed the digital process to populate the VAT return, the Finance support team has successfully carried out a dry run of the Making Tax Digital module against the ANGUSalive quarter 1 VAT return and will do a further dry run against the quarter 2 return now it is complete. The dry run will include creation of the reporting used to support the VAT Return Review process completed between the Finance Section, Chief Executive and Senior Manager Business Management & Development. This will identify if any bespoke reports need to be developed to ensure the level of detail required can be provided or confirm the standard reports are sufficient.</p> <p>KL summarised the snapshot outstanding debt position as at 31 October 2019.</p> <p>KL summarised the 2019/20 monitoring position against budget for ANGUSalive as a whole (i.e. combined Charity / Trading), based on actual income received / expenditure incurred up to 30 September 2019</p> <p>KL advised on the projected position in respect of the Renewal & Repair Funds as at 31 March 2020</p> <p>KL highlighted that the Board agreed to undertake an Organisational Review as part of their strategy to meet this savings challenge and the delivery of these savings is well in hand. There are one-off severance costs which arise in terms of redundancy costs and in some cases pension fund strain costs as a result of the Organisational Review. Angus Council has agreed it is reasonable for the Council to support ANGUSalive to meet part of this severance cost since these arise in part from the Council's need for ANGUSalive to make savings. The Council also considered it reasonable for ANGUSalive to bear a share of these costs since the detailed means by which the savings are to be delivered was a decision made by the Board.</p> <p>KL highlighted a 50:50 split is expected to result in a cost to both ANGUSalive and the Council of between £300,000 and £400,000, depending on the final phases of the Organisational Review. The Council's share of the one-off severance cost would be met from the Council's severance provision held in General Fund balances.</p> <p>KL advised at the Board meeting on 6 September 2019 it was discussed in principle that the ANGUSalive's share of the one-off severance cost would be met from our unrestricted reserves.</p> <p>KH advised that all ER/VR costs are at middle management level. We have absolutely no ER/VR costs at front line.</p>
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	<p>We have also been able to offer all our temporary employees a permanent position.</p> <p>The Board noted the content of the report and unanimously approved the use of unrestricted reserves to fund Early Retirement & Voluntary Redundancy costs incurred through the organisational review.</p>
<p>8.</p>	<p>Information Report</p> <p>The Board noted the Board of the Finance and Audit Sub Committee are asked to approve the minute of the meeting held on Friday 27 September 2019 and noted reports tabled at the Finance and Audit Sub Committee can be found on SharePoint for reference. KF & AR confirmed the accuracy of the note of the meeting.</p> <p>HW highlighted points raised at the Board meeting on 15 November. The overall reduction of outstanding debtors due to the introduction of the Legend System and the Reduction in revenue.</p>
<p>9.</p>	<p>20_19_Gender Pay Gap Report 2019</p> <p>KH advised Under The Equality Act 2010 (Gender Pay Gap Information) Regulations 2017 it is now a legal requirement for any organisation with 250 or more employees to publish and report specific figures about their gender pay gap and that employers must publish their gender pay gap data and a written statement on their public-facing website and report their data on the UK Government website.</p> <p>KH confirmed ANGUSalive’s mean and median pay gap contrasts strongly and favourably in comparison to the official national statistics as reported in the Scottish Parliament Information Centre (SPICe) Briefing - The gender pay gap: facts and figures - 2018.</p> <p>KH advised ANGUSalive’s mean pay gap at -11.2% indicates that women employed by us are paid on average slightly more than their male colleagues using average hourly figures. In the UK today women on average earn 17.1% less than men (Scotland 13.9% less) based on full-time and part-time employees.</p> <p>The median pay gap of -4.3% based on full-time and part-time employees for ANGUSalive also contrasts strongly with the UK figure of 17.9% (Scotland 15%) which is 22.2% higher than ANGUSalive’s equivalent median pay gap using this calculation. The negative percentage for the median indicates that our Gender Pay Gap is more favourable to women. This is due to the high percentage of full pay relevant female employees and their distribution within the workforce across all four quartiles, including senior leadership positions.</p> <p>The Board noted the gender pay gap information for the charity in the ANGUSalive Gender Pay Gap Report 2019 and approved the gender pay gap data submission to the UK Government gender pay gap reporting website. The Board further approved publication of the Gender Pay Gap Report on the ANGUSalive website.</p>

<p>10.</p>	<p>21_19_Risk Register Overview</p> <p>The Board noted the content of the report and the position of the Risk register as at October 2019. The board also noted that they didn't think that some recent changes to financial and relationships background have been fully assessed and that they'd expect to see some changes to the risk scorings from the next review.</p>
<p>11.</p>	<p>22_19_ANGUSalive Future Vision and Capital Programme</p> <p>FD proposed the programme status report would become the mechanism for reporting status to Directors as a meeting standing item and that significant status changes or developments requiring Director approval be presented to the Board with a full paper</p> <p>FD proposed ANGUSalive reports to Angus Council's Policy and Budget Strategy Group (PBSG) at the meeting scheduled on 30 January 2020 with papers submitted through the Client.</p> <p>FD advised resource required to progress the project's delivery has been identified as Capital Project Leader at 36.25 hours per week. The grade will be confirmed at a job evaluation panel but is expected to be either at Grade LG10-12.</p> <p>FD confirmed the Capital Project Leader would join the team for initial two years temporary contract for delivery of the outputs. The remit of this new role would include responsibility for all ANGUSalive capital projects and not be limited to the Angus Heritage Resource Centre (AHRC).</p> <p>The Board agreed the proposed method for reporting to Board on programme status and noted the contents of the programme status report and the proposed reporting to Angus Council.</p> <p>The Board further approved the proposed temporary resource and financial implications of the staff costs, including use of designated funds.</p> <p>Paragraph 5.3 to be updated to reflect the staff costs.</p>
<p>12.</p>	<p>23_19_Library Information System Procurement</p> <p>The Board noted the content of the report and approved the proposed route to procurement as defined in the Procurement Strategy for Renewal of Library Management System under the management of the Tayside Procurement Consortium</p> <p>The Board approved the Chief Executive to award the contract to the preferred supplier up to a maximum average</p>

	value of £30,000 p.a. following completion of the procurement of a new contract for SCoPL members.
13.	<p>24_19_Business Plan</p> <p>The Board noted the Business Plan and that a final version of the ANGUSalive Business Plan will be produced and presented to the Board for approval at its first meeting in 2020.</p> <p>KH confirmed the first budget setting and financial planning discussions for 2020-21 was held on 12 November 2019 by the Angus Council Director of Finance. Officers from the Council and ANGUSalive were also in attendance.</p> <p>The Scottish Government was provisionally scheduled to publish the Scottish Budget, including the Local Authority settlement, on 12 December 2019 to confirm the financial statement for the year ahead however due to the General Election has subsequently postponed. The date for the Scottish Budget announcement is still to be confirmed.</p> <p>The Board noted The ‘Service Payments and Business Plan process’ in Section 3 of the Principle Services Agreement between Angus Council and ANGUSalive will be reviewed to identify if this needs amended to reflect updated requirements four years since date of transfer on 1 December 2015.</p> <p>KH highlighted the financial implications cannot be determined until the budget setting and financial planning discussions between Angus Council and ANGUSalive have concluded.</p> <p>KH advised an update will be presented in reports to the Finance & Audit Sub Committee and full Board at the earliest opportunity in 2020.</p>
14.	<p>Meeting Schedule 2020</p> <p>Agreed. LH to issue meeting dates and diary invites.</p>
15.	<p>AOCB</p> <p>Move More KM provided a verbal update on the Move More project.</p> <p>Board recruitment Re-schedule 1 Interview and re-advertise further opportunities to due to increased board size.</p>

	<p>2020 Arbroath Celebrations RP asked the SLT to consider events to highlight ANGUSalive at the Arbroath 2020's celebrations for the 700th anniversary of The Declaration of Arbroath.</p> <p>Making Better Decisions Scott-Moncrieff, ANGUSalive's External Auditors, extended an invitation to all of the Board to attend their next Non-Executive Directors Forum which has a focus on 'Making Better Decisions'.</p> <p>The event was held in Edinburgh on Wednesday 6 November 2019. The event was attended by Cllr Lynne Devine who confirmed the event was informative..</p>
<p>16.</p>	<p>Date of next meeting</p> <p>Friday 21 February 2020, Forfar Community Campus</p>