**CULTURE NL BOARD MEETING**

**MINUTE OF BOARD OF DIRECTORS**

**HELD IN**

**CONFERENCE ROOM, SUMMERLEE MUSEUM, COATBRIDGE ON MONDAY 19 SEPTEMBER 2016 AT 1PM**

**Present:** Heather McVey (Chair)

 Alan Stevenson

 Jim Law

 Gillian Hunt

 Robert Burrows

 Michael McPake

 David Craig

 John Lambert

 Alison Denvir

Adam Smith

Paul Kelly

**In Attendance:** Jillian Ferrie, Chief Executive, Culture NL (CNL)

 David Wilkinson, Finance Manager (CNL)

Fiona Ekinli, (Company Secretary), Principal Solicitor (NLC)

Thomas O’Hagan, Accountant, Learning & Leisure Services (NLC)

 Katrina Hassell, Strategic Advisor, External Bodies, (NLC)

**Apologies:** Karen Fleming

Charles Cefferty

Lizanne McMurrich, Head of Education (Skills and Lifelong Learning) (NLC)

1. **Apologies**

Apologies were noted.

1. **Declarations of Interest**

No declarations of interest were made.

1. **Minutes of previous meeting**

Draft minutes were presented to the Board. David Craig (DC) proposed and Adam Smith (ASm) seconded.

DC made a point on the accuracy of item 5 of the previous minutes. He asked that his expression of interest in this item be noted in the minutes.

The Board confirmed that there were no matters arising from the previous minutes.

**PRESENTATION**

Katrina Hassell made a presentation to the Board on the North Lanarkshire Council (NLC) ALEOs and External Bodies Committee.

1. **Fair Treatment at Work Policy**

Jillian Ferrie (JF) presented to the board a report requesting Board approval to introduce a new Fair Treatment at Work Policy to replace the Dignity at Work Policy with effect from 19 September 2016.

JF advised that CNL had inherited the Dignity at Work Policy from NLC. Under this policy, employees who believe they have been subject to unacceptable behaviour at work have the option of a activating a formal stage and an informal stage. CNL wants to introduce a further informal stage. This should address the potential for long running cases and reduce disruption caused by these.

JF confirmed that agreement had been reached with the Trades Unions on the new Fair Treatment at Work Policy.

The Chair advised that all Trades Unions had been consulted and requested that Trades Unions support for the new policy be written into the report together with their views/feedback on the policy as valued partners of CNL.

ASm asked if the informal stage included mediation. JF confirmed that mediation was included but would be less likely to be required with the addition of the further informal stage.

Gillian Hunt (GH) asked if training will be provided for employees on the new policy. JF confirmed that guidance will be provided.

The Board approved the report.

1. **Revised Special Leave Policy**

JF presented to the Board a report seeking Board approval for a revised Special Leave Policy with effect from 19 September 2016.

JF advised that the review of the CNL Special Leave Policy coincided with the review of the NLC Special Leave Policy. All changes made to the CNL policy are the same as those made by NLC to its policy at review. The only change which CNL has made which NLC has not is the combination of the policy and guidance. The NLC policy remains separate to the guidance.

The Board approved the report.

1. **Archival Policies**

JF presented to the Board a report seeking Board approval of archival policies and a deposit agreement template as required for submission to the Keeper of the Records of Scotland as part of the NLC Records Management Plan.

JF advised that it is a requirement of the Public Records (Scotland) Act 2011 that Scottish public authorities must produce a records management plan. The NLC Records Management Plan has been prepared by the CNL Records Manager and is due for submission to the Keeper of the Records of Scotland by 30 November 2016.

The Board approved the report.

1. **Quarter 1 Performance Report**

JF presented to the Board for noting, a report providing information on the performance of Culture NL Ltd during the first quarter of 2016/17, covering the period 1 April to 30 June 2016.

JF highlighted a number of items from the report. Income has increased 4.7% and attendance has increased by 11.4%. There has been a reduction in complaints and an increase in compliments in particular for weddings. Sickness absence has been reduced. The Business Plan contains 37 actions, 2 reds, 15 ambers and 20 greens. KPIs for Community facilities have gone from red to blue now that facilities previously closed for refurbishment have been re-opened. Culture NL is on its way to achieving its targets this year.

Jim Law (JLaw) offered congratulations on the report and commented that the report was very good. JLaw also pointed out that complaints outnumber compliments for community facilities.

ASm complimented the appearance of the Muirfield Centre building. JF advised that the lease and subleases were urgently required from North Lanarkshire Council for the Muirfield Centre. CNL cannot sublet any units in the Muirfield centre until the lease with NLC is completed.

The Board noted the content of the report.

1. **Chief Executive Update Report**

JF presented to the Board a report of an operational update for period 16 July to 12 September 2016.

Service within 3 libraries will end by 30 October 2016. Newarthill Library has an extension of time to facilitate its proposed takeover by a community group. From 31 October 2016 the new opening hours for libraries will be operational.

JF advised the Board of the resignations of Alison Mathieson, CNL Finance Manager and Hugh McMaster, CNL Accountant.

The Chair asked if Board member involvement was required in making appointments to fill these vacancies. JF confirmed that this would be useful.

There has been a management fee increase for libraries.

The Keep Newarthill Library Open Facebook group has indicated that they intend seeking judicial review of the NLC decision on library closures.

JF highlighted the CNL Business Plan and the NLC review of its ALEOs.

JF confirmed that the 5% price increase has had no adverse effect.

GH asked if awareness raising of CNL services can be incorporated into continuing professional development diaries for schools. JF will look into this.

The Chair asked what is planned for the Muirfield Centre launch. JF confirmed that CNL will liaise with NLC on this.

Preparation for the British Transplant Games 2017 continues. CNL will take the lead cultural role in the Games with the opening ceremony now likely to take place at Ravenscraig in July 2017.

JF attended the NLC management team meeting ASPIRE presentation.

JF met with Police Scotland regarding parking at Summerlee. Police Scotland confirmed to JF that their view is that CNL is doing everything it should in this regard.

There is a new running track at Greenfaulds High School. Cumbernauld Athletics Club helped design this. CNL will work with the club regarding their requirements re letting of the school.

JLaw advised that Cumbernauld Academy will form a joint campus with Cumbernauld Theatre. There will be an auditorium, studio and dance area. This is not part of CNL.

JF noted that there was ongoing dialogue with NLC Community Learning and Development regarding community lets in facilities. A paper may be presented to the Board on this matter.

The Board noted the content of the report.

1. **Finance Report**

David Wilkinson (DW) presented to the Board a report providing the current budget monitoring position for the company for the period 1 April 2016 to 19 August 2016.

A break-even position is forecast against the budget. This is allowing for the revised management fee, the increase in fees to allow one library and 2 facilities staying open longer than originally anticipated and for the Muirfield Centre.

The catering contribution is halved from last year. This reflects the good work carried out to reduce the need for this contribution.

Anticipated one off costs are reflected through support services. This will eventually show against individual services.

At paragraph 4.2 of the report, Employee Variances, one off costs have been built into the figures. This reflects the multiple year impact. If costs start to rise, this may have to be funded out of the company’s reserves.

Trading Activities now include the Muirfield Centre and catering activities. As these progress, there will be more detail in reporting on these.

DW highlighted that there is still risk in occupancy levels.

The Chair asked Alison Denvir (AD) if any issues raised in the report were discussed at the Audit & Governance group meeting earlier that day. AD confirmed that the issue of reserves was discussed.

The Chair raised the issue of the catering review. Alan Stevenson (ASt) asked if the catering subsidy, which has been reduced to £55,000 for this year, will end. DW advised that this would be the final year for the subsidy. DW noted that tremendous inroads had been made by CNL in this regard and that next year there will be a break-even position.

AD asked if a break down can be provided for catering. The Chair noted that there had previously been a site by site breakdown. DW confirmed that this can be provided as an appendix to the next revenue monitoring report.

Thomas O’Hagan (TO) advised, with regard to one off costs, that the Pension Board is taking 12-14 weeks to confirm data for retirees. This is an issue facing the whole country.

John Lambert (JLam) asked if the projected one off costs are historical or if there are more to come from museum reviews and commented that of the one off costs are taken off, Culture NL is in a healthy position.

JF to provide further information on the existing capital programme.

The Board noted the report.

**10) Acknowledgement of Receipt of Petitions**

JF presented to the Board a report advising of the receipt by CNL of 6 petitions submitted by the public objecting to the removal of service from a number of libraries and community centres which was required in order to achieve CNL’s 2016/17 savings.

The Board noted the report.

**11) Marketing Update Report**

JF presented to the Board a report providing an overview of the operational marketing activities, strategies and plans for the period July-September 2016.

The Board noted the report.

**12) IT Update Report**

JF presented to the Board a report providing an operational update on IT services for the period 16 July to 12 September 2016.

JF advised that there are 2 active IT projects. These are Wi-Fi for libraries and the museums database.

ASm asked if a scoping exercise was envisaged for the collections database. JF confirmed that the plan was to digitise the whole collection to view online.

The Board noted the report.

**13) AOCB**

ASm noted that other Boards have annual reviews with directors. He thinks this is good governance. The Chair agreed that this might add value to the directors’ experience. JLaw noted that there is already an open forum at Board meetings for views to be expressed and that he is not sure that another arena is required. DC noted that it might be useful for directors to find out how their contribution is viewed by others. JLaw suggested that it could be an option for individual directors to request such a review. The Chair agreed that this and other models can be explored.

The Chair asked the Board to ensure that they completed and signed any outstanding Register of Interest forms before leaving the meeting. The Chair emphasised the importance of maintaining an up to date Register.

The Company Secretary presented to the Board a Clydesdale Bank Online Banking amendment form together with the Online Banking Terms and Conditions. The Board authorised the Chair and the Company Secretary to sign the amendment form on behalf of CNL to the effect of approving the authorisation of 2 new corporate administrators.

The next meeting will take place on 28 November 2016 at 1pm.