

Falkirk Community Trust

Board Meeting Minute

Minute of a meeting of the Board of Directors of Falkirk Community Trust Limited (the "Company") held at Falkirk Stadium on 18th February 2016 at 9.30am. Ian Scott (IS) chaired the meeting throughout.

Present: Ian Scott (IS) Chairman; Steve Mackie (SM); Alex McQuade (AMcQ); Ruth Morrison (RMor); Provost Pat Reid (PR); Simon Rennie (SR); Cllr Robert Spears (RS); Bob Tait (BT); David Whyte (DW).

Apologies: Cllr W Buchanan (BB); Cllr Dennis Goldie (DG); Cllr Linda Gow (LG).

In Attendance: Maureen Campbell (MC); Neil Brown (NB); Paul Finnie (PF); Lesley O'Hare (LoH); Jane Clark (JC); Danny Cairney (DC); Claire Mennim (CM) – item 5 .

No.	Agenda Item	Agreement / Action	Due Date	Who
	Welcome	The Chairman welcomed Directors to the meeting and noted that with Cllrs Reid and Spears present the meeting was quorate. Board attendance was raised during the meeting and the Management Team was asked to review Director attendance.		JC
1	Minute of Meeting	The Minute of the meeting on 5 th November 2015 was approved.		
2	Matters Arising	<u>Arts Delivery Plan</u> LOH advised that consultation meetings are being set up including with the voluntary sector and that work is on schedule to report back to the Board in May with an updated plan. <u>Library Development Plan</u> IS expressed concern about the time taken to secure the Council's endorsement of plans. PR agreed to discuss this with the Portfolio Holder.		PR
3	Budgetary Control Statement	DC presented the 3 rd report for 2015/16 covering the period April – December and the Board noted that to March 2016 the projected surplus on charitable activities is £37,000. This is lower than previously projected. Employee costs continue to offset lower than expected levels of income. The Board noted that income is up on actuals for the same period last year due to continued good performance at the Mariner Centre, Grangemouth Stadium and the Helix. The Trading Company is projecting a surplus. The Board discussed the statement and noted the following points: <ul style="list-style-type: none"> • The role of the Helix in securing significant trading improvement and that there are elements that continue to perform poorly with scrutiny of these being undertaken by the Trading Company directors; • The implications for the reserves policy in order to make voluntary severance payments; • MC will discuss the reserves policy with the Trusts Financial Advisors and report back timeously to Directors. 		MC
4	Business Plan Update	MC advised that the Council approved the updated Business Plan at their meeting on 17 th February which was welcomed by the Board. She provided Directors with a progress update on the implementation of the savings plan. The Board noted the following implementation issues: <ul style="list-style-type: none"> • Terms & Conditions: The Council decided not to change 		

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		<p>employee Terms & Conditions and are addressing this through their reserves. The Trust requires to consider how it will secure the £170k savings attributed to this in the savings plan.</p> <ul style="list-style-type: none"> • Staffing review at Trust HQ (FCSL takeover): MC advised that work between Ernst & Young and the Council will move forward in the next few months to bring a forward business plan for Falkirk Stadium to the Board for consideration and that meantime no action is possible by the Trust to implement this proposal. • Management efficiencies: work is on-going to firm up on the detail of savings of £200k and MC will ensure the Board are sighted on how the management team intends to progress. • Voluntary severance: full costs are awaited however early indications are that should all current requests be approved, costs will be in excess of the sum set aside for this purpose. <p>MC updated on capital proposals and explained the intention to set aside a sum in the 17/18 allocation to give greater flexibility to deal with urgent and unplanned works. The Board noted that the Audit & Performance Sub Group would continue to monitor capital activity.</p> <p>The Board noted the Equality & Poverty Impact Assessments that underpin the savings plan; and the Action Plan that provides the work plan for the next 12 months which will be published shortly.</p> <p>The Board discussed the implications for 2017/18 business planning and onwards in the expectation that further budget reductions beyond that currently anticipated could be expected. The Board considered how to make a case for business optimisation in order to protect quality of service and noted that the Councils Policy Development Panel's strategic asset review will be crucial, however work has not yet commenced and Terms of Reference are awaited.</p> <p>BT expressed concern that the Trust is withdrawing permanently from the Steeple and losing a visible locus. The Board noted that this is part of its agreed savings plan and that further work as part of the THI would determine future plans for the Steeple.</p>		
		<p>Decisions The Board:</p> <ol style="list-style-type: none"> a) Authorised the Chief Executive to write to the Council seeking financial support for the £170k saving which was to have been met from employee Terms & Conditions; b) Authorised the Chief Executive to access the Trusts reserves to enable appropriate payments to be made at the end of 2015/16 on a short and temporary basis, should the sum set aside for voluntary severance payments be insufficient, but not to have the reserves fall below the lower limit set within the Reserves Policy; c) Agreed to a sum being set aside within the approved capital programme allocation in 2017/18 that enables the Chief Executive to authorise urgent works, if and when required, when business or service critical failures of equipment and facilities occur. 		<p>MC</p> <p>MC</p>

5	Business Case for Soft Play Development	<p>MC reminded the Board of the outline Business Case presented to the Board last year and that this is a key priority in the Business Strategy. The finalised Business Case has been completed and is at the stage of seeking landlords consent from Falkirk Council. The Board noted that a presentation had been made recently to key Council personnel to brief about the proposal ahead of a request for Landlords consent being made. The Board noted that all information provided is confidential and will remain so throughout the duration of the project.</p> <p>The Board discussed the options for financing the project and the implications on time and deliverability and noted that a robust communications plan will be required.</p> <p>RS moved a motion as follows:</p> <ul style="list-style-type: none"> • That the project is put on the backburner and does not go ahead in the present economic climate. <p>The motion was not seconded.</p> <p>IS proposed that the project proceed to secure landlords consent and this was seconded by BT.</p> <p>Decision The Board:</p> <ol style="list-style-type: none"> Agreed that the project proceed to secure landlords consent; Requested a further report recommending the most appropriate financing option following discussion with potential lenders. 		MC
6	Strategic Risk Update	<p>The Board considered the revised approach to managing strategic risks and discussed the four risks considered to be “owned” by the Board itself. The Board welcomed the brevity and visibility of risks relevant to the Board and noted that the Senior Management Team continue to manage the risks at corporate and operational levels.</p> <p>The Board discussed in particular the on-going political and financial risks and the pro-active control measures that are in place.</p> <p>The Board asked that an additional risk is scoped and assessed in relation to strategic Health and Safety responsibilities.</p> <p>Decision</p> <ol style="list-style-type: none"> The Board agreed the revised format for reporting and owning strategic risk; Requested an additional risk is documented around Health & Safety; Agreed to receive a monitoring report at the August meeting. 		JC / PF
7	Audit & Performance Sub Group	<p>The Board discussed the work of the sub committees. IS advised that he proposed to include these as standing items on each quarterly Board meeting so that each chairperson had an opportunity to flag anything that the Board ought to be aware of and how the sub group is dealing with it. DW stated that as part of good governance, it is important that all Board members are aware of how the Trust is performing from a business perspective.</p> <p>The Board agreed to the proposal subject to asking the chairpersons to ensure escalation is appropriate and avoids unnecessary duplication of discussion.</p>		
				DG / IS

		The Board asked that the unapproved minutes of all meetings are circulated to all Directors for information within the week following each meeting.		JC
8	People Sub Group	As item 7 above.		
9	Information items	IS congratulated the staff on the information items and proposed to keep as an item on the main agenda to ensure that Directors have the opportunity to raise questions or comments on these items.		
		Date of next meeting: Thursday 19 th May at 9.30am in Callendar House.		