

Falkirk Community Trust

Board Meeting

Minute

27th October 2011 at 9.30am

Minutes of a meeting of the Board of Directors of Falkirk Community Trust Limited (the "Company") held at Callendar House on Thursday 27th October 2011 at 9.30am. Ian Scott (IS) chaired the meeting throughout.

Present: Ian Scott (IS) Chair; Cllr Adrian Mahoney (AM) Vice-Chair; Provost Pat Reid (PR) from item 3; Cllr Malcolm Nicol (MN); Bob Tait (BT); Ann Cowen (AC); Alex McQuade (AMcQ); Linda Gow (LG); Alex Waddell (AW); Maureen Campbell (MC); Paul Finnie (PF); Lesley O'Hare (LoH); Jane Clark (JC); Danny Cairney (DC) attended items 1 – 6.

Apologies: George Craig (GC)

No.	Agenda Item	Agreement / Action	Due Date	Who
1	Appointment of Board Directors	<p>The meeting considered the appointment of Directors.</p> <p>The Board resolved to appoint under clause 19.2(i) of the Articles of Association, Linda Gow and Alex Waddell, each of whom consented to the appointment as Directors of Falkirk Community Trust Ltd.</p> <p>The Board resolved to appoint under clause 19.2(iii) of the Articles of Association, Gayle Martin, who consented to the appointment as a Director of Falkirk Community Trust Ltd.</p> <p>The Chair welcomed the new Directors to the meeting.</p>		
2	Minute of meeting of 25 th August 2011	The Board approved the minute of 25 th August.		
3	Matters Arising	<p><u>In relation to item 4 in the minute</u></p> <p>The Board noted that Neil Brown has accepted the offer of appointment as General Manager and will take up the post from 4th January 2012. Interviews for Business Development Manager will be held on 03.11.11.</p> <p><u>In relation to item 5 in the minute</u></p> <p>The Board noted that TL Library Support has been appointed, TL's Fundraising and Visitor Services are being re-advertised and all other TL interviews are progressing.</p> <p><u>In relation to item 6 in the minute</u></p> <p>The Board noted that a half day development session is being held for all Directors on 17th November from 2pm in the Green Room with a light lunch at 1pm which offers an opportunity to network with Team Leaders.</p> <p><u>In relation to item 7 in the minute</u></p> <p>The Board noted that meetings regards Birkhill have been held with the National Mining Museum and with the National Museum of Scotland. Tenders for the demolition works are to be issued in 2 weeks and the planning notice has expired with no complaints received.</p> <p><u>In relation to item 8 in the minute</u></p> <p>The Board noted that Action Outdoors integration into the Trust is progressing well and noted that a licence for the Trust to occupy Victoria Buildings has been extended to end June 2012.</p>		

		<p><u>In relation to item 11 in the minute</u> A Helix site visit is still to be arranged. AM advised that he has resigned from the Helix Trust due to other commitments and that LG has taken his place. It was noted that a new video describing the project has been produced. Copies to be made available to Directors.</p> <p><u>In relation to item 13 in the minute</u> PF clarified that the figures for the midnight league were for the full quarter.</p> <p><u>In relation to item 15 in the minute</u> LoH confirmed that the charity number is being included in promotional and publicity material.</p> <p><u>In relation to item 16 in the minute</u> The Board noted that if a future agenda allows TL perspective reports will be further considered. BT expressed how helpful the tours have been and all welcomed the opportunity to meet with TL's on 17th November.</p>		<p>MC</p> <p>JC</p>						
4	Business Plan 2012/2013	<p>MC presented a report on the review of the Business Plan. The Board noted the following points:</p> <ul style="list-style-type: none"> ▪ New action points in para 4.4 are founded on issues the Board have raised and national initiatives; ▪ Capital spend proposals are based on current allocation in Council programme of £395,000; ▪ Proposals include a mix of essential works, internal refurbishments that will benefit customers and new initiatives ie tennis courts; ▪ Capital request is made to the Council for £400,000 capital in 13/14; ▪ Asset Plan is a priority and likely to flag need for greater investment; ▪ Proposals to meet anticipated funding reductions have been identified; ▪ Further savings may be required if the Council settlement is changed or the Council alters its expectation on savings derived from funding for the Trust; ▪ The Draft Business Plan will be submitted to the Council on 15th November and will be circulated to Directors shortly prior to that date; ▪ The savings proposed are confidential and confidentiality will be required regarding Draft Business Plan; ▪ A further report will be presented to the Board for final approval prior to the Plan going live in April 2013 and this will show any further adjustments or changes. <p>The Board discussed in detail the proposals put forward to meet an anticipated reduction in Council funding of £360,000, noting that these are derived from:</p> <table data-bbox="400 1715 903 1809"> <tr> <td>Efficiencies</td> <td>£187,400</td> </tr> <tr> <td>Fees & Charges</td> <td>£131,600</td> </tr> <tr> <td>Service Reduction</td> <td>£41,000</td> </tr> </table> <p>Decisions</p> <ol style="list-style-type: none"> a) The Board approved the proposals as outlined in the appendix to the report to tackle the reduction in Council funding for 12/13. b) The Board approved the capital investment proposals for 12/13 for inclusion in the Business Plan. c) The Board agreed to the Business Plan being updated to reflect new action points in paragraph 4.4. 	Efficiencies	£187,400	Fees & Charges	£131,600	Service Reduction	£41,000		
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		Action Further detail on Library Services DVD budget and uptake to be provided.	January Board	LoH
5	Budget Control Statement July – August 2011	<p>DC presented a budgetary control statement. The Board noted this statement shows no significant or material variations and is currently forecasting a marginal underspend of £17,000 largely due to lower than anticipated employee costs.</p> <p>MC advised the Board that all efforts are being made to bring the budget in as close to zero as possible.</p> <p>It was noted that any underspend in 2011/12 could be carried forward as a reserve in 2012/13. It was noted that the Council had also earmarked reserve funds that the Trust might be able to access for certain projects or initiatives.</p>		
6	Banking Arrangements, Direct Debit and BACS Payment Services	<p>Decision The Board approved the following Resolutions:</p> <p>a) That Falkirk Community Trust participates as a Service User in the Direct Debit Scheme and approves that any two Directors on the bank mandate can execute the Clydesdale Bank's Standard Indemnity for direct debits.</p> <p>b) That Falkirk Community Trust approves and adopts BACSTEL-IP Services Customer Terms and Conditions and approves the required number of authorised users and security contacts as required by the Clydesdale Bank's application process.</p>		
7	Christmas Opening Hours	<p>Decision a) The Board agreed the opening hours over the Christmas holiday period as based on previous practices.</p>		
8	Risk Register	<p>JC presented the Trust's first Risk Register. The Board noted the Risk Register will be regularly reviewed and that currently there are 4 high level risks on the register as follows:</p> <p>No 1: Changes in political position at both local and national levels creates uncertainty;</p> <p>No 17: Catering and retail activity in the trading subsidiary finds it difficult to turn to neutral or profit and OSCR could query appropriateness of trading position;</p> <p>No 33: Funding is not available to maintain buildings or the Council has pressing need for investment elsewhere in its portfolio;</p> <p>No 42: The Board's recommendation to Council not to re-open Birkhill is not accepted and has an impact on making budget savings.</p> <p>The Board discussed the implications and mitigation action arising from these risks including:</p> <ul style="list-style-type: none"> ▪ Continuing Trust PR and profile raising with all stakeholders; ▪ Funding for asset maintenance is a universal risk shared with the Council; ▪ Keeping discussion going with SRPS in respect of Birkhill. <p>Decision a)The Board approved the Trust's Risk Register V0.1</p>		

9	FTH	LoH presented a background report following on from discussion at the August Board meeting. The Chair welcomed the report as a very helpful and in depth study that could be followed for other areas of operation. There was widespread discussion of the points raised in the report. The Board noted that the information received would inform future Board sessions looking at prioritising work.		
10	Code of Conduct	MC tabled a draft Code of Conduct based on the Standards Commission. Copy circulated with minute. The Board noted that Section 5 is based on the Trust's Articles of Association and there is less scope to alter significantly. MC drew Directors attention to section 4.21 in relation to the recording of non – financial interests which could be especially relevant to independent Directors. Action Board Directors to provide comments to the Chief Executive who will bring back a further draft to the January Board meeting.	16 th December	Board Directors
11	Strategy for Culture, Libraries, Sport & Recreation	MC advised that discussion with the Interim Board at the time of writing the Trust Business Plan had flagged that the Culture & Leisure Strategy required review and updating. The Board noted it would be helpful to progress this work in a timely manner and that sufficient funds are available to appoint external advisors to lead and manage the work and endorsed this action. Action Appointment of external advisors to be progressed.		MC/JC
12	Catering Review	The Board noted that a review of catering and retail activity undertaken through the Trading Subsidiary is being undertaken over the next 3 months. Specialist catering advisors will be appointed to review the pricing structure, the best mechanism to ensure suppliers are optimised and waste kept to a minimum. There has been a positive response from interested specialists. There are links to the Callendar House Study. Action A report will be presented to the Trading Subsidiary Board and the Trust Board will be kept advised of progress.		MC
13	Draft Severe Weather Management Plan	PF advised that that staff are actively planning to ensure that the Trust is prepared for severe weather. Facilities are being provided with appropriate equipment and engagement with staff to determine roles and actions in event of severe weather is progressing.		
14	AOCB	BT thanked the Chief Executive and staff for helpful and professional papers.		

Ann Scott

Meeting Chair

Date: 15th November 2011