

Cambridge Live Trust

Ninth Board Meeting

0830 Tuesday 7th July 2015 Cambridge
Committee Room 1, Guildhall, Cambridge

Minutes

ACTION

Price Bailey presentation: Helena Wilkinson, Head of Charities and Not for Profit, Corporate Partner: The presentation included guidance to trustees on their financial oversight role, the relationship with the Charities Commission as well as obligations under company law, requirements for robust monitoring, development of more comprehensive cash flow models and the relationship between strategy, risk and finances, with a Q & A session.

Pre Meeting presentation: Folk Festival team represented by Eddie Barcan and Liz Warwick: Cambridge Folk Festival gave a presentation about the history and approach to the festival identifying key drivers as supporting young talent and emerging artists as well as show casing established names. Accessibility and sustainability are important to this award winning festival.

1) Present:

Sara Garnham – chair
Mark Boon – vice chair
Trevor Dann
Judith Elliott
Jeremy Newton
John Palmer
Dan Ratcliffe
Sian Read
Andy Salmon
Stewart McTavish
Brian Whitehead
Andy Salmon

In attendance:

Steve Bagnall – MD
Neil Jones – Operations Director
Elaine Midgley – Development Director
Julie Williams – minutes

Liz Bisset – CCC board observer representing Debbie Kaye
Jim Sherlock – staff observer

Helena Wilkinson, Price Bailey – for pre item – finance
Anthony Delaney – for pre item - finance
Eddie Barcan and Liz Warwick – for pre item – Cambridge Folk Festival

- 2) Apologies
Sara Sayer
Debbie Kaye

- 3) Declaration of Interests
 - a) The directors of Cambridge Live Ltd had notified the following interests and duties which conflict or may conflict with the interests of Cambridge Live Ltd:

Ms Sara Garnham – Director of NIE Ltd
Mr Brian Whitehead – Publisher of Arts Professional
Mr Mark Boon – Co-founder and CEO of La Playa Ltd
Mr Jeremy Newton – CEO of Children & The Arts, Trustee of Geffrye Museum, London, Chair of National Association of Youth Theatre,
Ms Sian Reid – Trustee of Cambridge Ice & Leisure Centre, Chair of Cambridge Literary Festival, Trustee of Storey’s Field Trust

 - b) The board NOTED that neither members, nor trustee directors have any interests in existing or proposed transactions or agreements with the Company except as set out above. Post meeting note: Jeremy Newton noted that his daughter is now working for Spectrix, the new box office supplier, but neither he nor she were involved in the procurement decision.

- 4) Minutes of the last meeting
 - a) Requires addition of further declaration of interests from Sian Reid.
 - b) Item 8(d) required action.
 - c) Item 10(a) should read “lead” sponsor
 - d) Subject to the above, the board APPROVED the minutes of the eighth board meeting held on 2nd June 2015.

- 5) Matters Arising
There were no matters arising

- 6) Quarterly Report to Cambridge City Council
 - a) The board NOTED the report from Steve Bagnall (MD of CLive) to Cambridge City Council. The board NOTED the verbal update from the meeting held on Thursday 2nd July 2015.

- 7) Finance Report
 - a) The board NOTED the finance report from Mark Boon (Chair Finance and Audit) and Steve Bagnall (MD of Clive)
 - b) The board NOTED the management accounts for May 2015
 - c) The board AGREED the terms of reference for the Finance and Audit Committee

ACTION: A one off glossary to be issued showing what is included in certain headings, such as “general income”.

MB

- Periodic reporting of gross margins by different event types MB
- Pension options and investment strategies to be discussed at Finance & Audit Committee and to be reported to the board at the next meeting MB

- 8) Managing Director's Report
- a) The board NOTED the report from Steve Bagnall

ACTION: Liaison required with the Universities and CCC re the behaviour of students on completion of their examinations in CLive properties SB

ACTION: Board members to provide contacts for particular diary dates All

- 9) People Plan
- a) The board NOTED the verbal report from Judith Elliott which included confirmation of the issue of contracts and staff handbook. Further policies will be brought forward at future meetings, a staff working party has been established and work has begun in liaising with the unions. A comprehensive report will be brought to the board in October.

ACTION: Operational policies to be produced at the next board meeting JE

ACTION: Strategy decisions from away day to be reported back to staff meeting JE

ACTION: Andy to provide copies of ARU job family & personal behaviour statements AS

- 10) Risk
- a) The board NOTED the verbal update from Jeremy Newton
 - b) The board AGREED the risk policy where the focus is risk management not risk avoidance.

ACTION: The finalised risk register will be issued at the next board meeting JN

- 11) Fundraising Strategy
- a) The board NOTED the verbal update from Elaine Midgley which confirmed the establishment of the fundraising committee and the aim to produce a strategy document and timetable for August.

ACTION: A strategy document to be produced by the Fundraising Committee JP

- 12) Cambridge Live (Trading) Ltd
- a) The board NOTED the report on Cambridge Live (Trading) Ltd and the earlier discussion on the importance of having a trading company.
 - b) The board AGREED the action plan for the trading company including strengthening the board.

ACTION: Directorship resignation and appointments to be submitted to relevant authorities SB

13) Away Day 14th July 2015

- a) The board NOTED the date of the board away day and the verbal report on the plans and timetable for the day

14) Folk Festival

- a) The board NOTED the verbal report and briefing from Trevor Dann on the work of the subcommittee which included Andy Salmon and John Palmer which is focusing on a comprehensive review of all aspects with the aim of creating a five year plan. This will include input from customers, the sector, staff and the board.

ACTION: Feedback is requested from all in relation to their experience at the festival

All

ACTION: Committee to advise Neil of any questions they require on feedback forms

TD

15) KPIs

- a) The board NOTED the KPI report

16) Health and Safety Report

- a) The board NOTED the health and safety report from Elaine Midgley with no significant incidents in the period.

17) Any other business

- a) The Board noted the verbal report by Sara Garnham in relation to the University building development and its proximity to the venues
- b) The Board NOTED the verbal report by Steve Bagnall in relation to the forthcoming “Cultural Quarter”

ACTION: A link to be provided to the board to review the University master plan which is included here:

SG

[http://www.admin.cam.ac.uk/offices/em/estate/site/New Museums Site Draft Stage 4 Master Plan Report.pdf](http://www.admin.cam.ac.uk/offices/em/estate/site/New_Museums_Site_Draft_Stage_4_Master_Plan_Report.pdf)

ACTION: Debbie Kaye to be asked to make a presentation on “Strategy for the City” from CCC Communities Arts & Recreation

SG

Dates for your diary

30th July - 2nd August	Folk Festival
4th August, 5.30pm	Board Meeting, Small Hall - Guildhall
3 rd September, 6.30pm	Launch of Comedy Live, Corn Exchange
1 st October	Dresden Philharmonic
6 th October	Lord of the Flies
23 rd October	ADF – included in the Festival of Ideas
24 th November	RPO- potential college cultivation reception