

Cambridge Live Trust

Eighth Board Meeting

1730 Tuesday 2nd June 2015 Cambridge
King's Room, Corn Exchange, Wheeler Street, Cambridge

Minutes

Pre Meeting presentation: City Events – Big Weekend 10th-12th July; delivering the city council programme by:

Frances Alderton - Events Coordinator, Cambridge Live
Krishna Zivraj, representative from the Sanskruti School of Dance
Paul Hyde Clark, representative from SexYOUality

ACTION

1) Present:

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

In attendance:

Steve Bagnall – MD
Neil Jones – Operations Director
Elaine Midgley – Development Director
Megan Charnock –minutes

Liz Bisset – CCC board observer representing for Debbie Kaye

Frances Alderton, Events Coordinator – for pre meeting presentation
Krishna Zivraj, representative from the Sanskruti School of Dance – for pre meeting presentation
Paul Hyde Clark, representative from SexYOUality – for pre meeting presentation

1) Apologies

Sara Sayer
Jim Sherlock
Debbie Kaye

2) Declaration of Interests

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

- 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.

3) Minutes of the last meeting

The board APPROVED the minutes of the seventh board meeting held on 5th May.

4) Matters Arising

- a) Pg 3: Steve Bagnall CONFIRMED the report from the CCC 2014 survey will be available for the next meeting.
b) Pg 3: Sara Garnham REPORTED that the Classical launch was a success.

5) Managing Director's Report

- a) The board NOTED the report from Steve Bagnall, MD of Cambridge Live.
i) Steve Bagnall CONFIRMED that the values drafted at the staff 'organisation values' session will be brought to the board Away Day for further development.
ii) Steve Bagnall CONFIRMED that the 15/16 target for conferencing is £125k.
iii) Trustees are encouraged to attend the Mavis Staples press launch on 1st July and are welcome to invite guests.

ACTION: Trustees to let Megan Charnock know if they wish to attend the Mavis Staples press launch on 1st July and/or invite any guests.

All

- b) The board NOTED the appendix containing the results from the first staff survey. This survey will be repeated on a regular basis.
c) The board NOTED the appendix containing the report to Cambridge City Council and AGREED it was important to finalise 'How it Works' between the city council and Cambridge Live.

6) Finance Report

- a) The board NOTED the verbal finance report from Mark Boon (Chair, Finance and Audit) and MD Steve Bagnall.
 - i) The board NOTED the draft April management accounts which had been discussed at the Finance and Audit subcommittee.

ACTION: Trustees to pass on comments of the accounts' structure to the Finance & Audit Committee

All

- ii) Mark Boon REPORTED that the first quarter figures will be available for the September board meeting and thereafter in the month after the quarter end.
- iii) The board NOTED that they will be required to complete Know Your Client (KYC) documents to secure deposit accounts for Cambridge Live.
- iv) Steve Bagnall CONFIRMED that a report on a pension scheme for employees will be brought to the next meeting.
- v) The board NOTED that dormant accounts, showing £0 financial transactions, have now been produced for 14/15 up to 31st March '15 for both Cambridge Live and Cambridge Live Trading and APPROVED Sara Garnham to sign off these accounts, which will be filed along with the annual return before the deadline.
- vi) Mark Boon CONFIRMED that the draft terms of reference for the Finance and Audit Committee will be brought to the next meeting.
- vii) Sara Garnham REPORTED that Helena Wilkinson from Price Bailey will be attending the next board meeting to provide an overview to trustees on key issues for CLive in particular income and cashflow patterns for the year.
- viii) Hard copies of the Business Plan figures spreadsheet are available to trustees if required.

ACTION: Trustees to let Megan know if they'd like a hard copy of the Business Plan figures spreadsheet.

All

ACTION: Trustees to complete KYC process once issued

All

7) Cultural Exemption

- a) The board DISCUSSED the detailed report on Cultural Exemption from the Finance and Audit Committee.
 - i) Steve Bagnall CONFIRMED that Cultural Exemption should not incur cost to either Cambridge Live or CCC but will keep Debbie Kaye informed as the matter is taken forward with HMRC.
 - ii) The board NOTED that the position was open to interpretation but having taken detailed expert advice and modelled last year's results and projected against this year's budget the FAC recommended that CLive should apply for culturally exemption. The board discussed the risks associated with the position noting additional costs for processing, and some uncertainty about the HMRC position. The board NOTED that on balance it was the logical position to take and

a clear case could be made. IT was NOTED that should the balance of CLive's business change in the future it might be necessary to review this decision but the current approach was the appropriate way forward for the business now.

- b) The board AGREED the recommendation from the Finance and Audit Committee and our auditors, Price Bailey, that cultural exemption will apply to Cambridge Live and that no opt out will be sought.

8) KPIs

- a) The board NOTED the KPI report.
- b) There were discussions about feedback and it was AGREED to look at including social media feedback. This would be picked up under the social media strategy which will be brought to a future meeting.

ACTION: Positive and negative comments on social media to be recorded on feedback KPI.

Neil Jones

- c) Sara Garnham REPORTED that a constructive meeting took place with Cambridge Live, CCC and the Drawing Society where a range of suggestions were made to facilitate their change of venue.
- d) The board AGREED that despite a lot of return custom to the Corn Exchange & Guildhalls, suggesting satisfaction from customers and clients, work needs to be done on collating more formal, post event feedback.

9) Risk Register

- a) The board NOTED the verbal report from Jeremy Newton.
 - i) Jeremy Newton REPORTED that a draft Risk Register policy will hopefully be brought to the next meeting with the terms of reference.
 - ii) Jeremy Newton REPORTED that the first detailed draft of the Risk Register will be presented at the August board meeting.
 - iii) The board AGREED that staff should be involved in the work on the Risk Register and NOTED that Sara Sayer and Trevor Dann had volunteered for this working group.
 - iv) Sara Garnham thanked Jeremy Newton for his work on this.

10) Fundraising Strategy

- a) The board NOTED the report from Elaine Midgley and DISCUSSED the Bonfire Night sponsorship proposal from this year's main sponsor.
 - i) The board NOTED that it was important to recognise the city council's role in the event and RECOGNISED the need to consult with them before making any changes.
 - ii) The board NOTED that it was important to evaluate new options but that it should not be done in isolation for one event and CLive should seek to maximise any opportunities in making a change.

- iii) The board AGREED that SMT will consider the discussion and comments received on the Bonfire Night sponsorship and bring options to the next board meeting for consideration.

ACTION: Sian Reid to introduce Elaine to a couple of key companies that would be worth approaching if the proposed change is adopted.

Sian Reid

11) Health and Safety Report

- a) The board NOTED the health and safety report from Elaine Midgley.

Elaine Midgley

ACTION: Future reports need consistent details on injuries.

12) Away Day 14th July 2015

- a) The board NOTED the updated plans for the board away day.

13) Board Sub-committees and Board Champions

- a) The board NOTED the updated report on subcommittees and board champions.

14) Community Engagement

- a) The board NOTED the tabled report and discussed the principles that might be adopted by CLive in developing a policy. After a comprehensive discussion it was agreed that CLive should be very cautious about supporting other charities except where our interests coincided and there should be a clear, demonstrable benefit to CLive in undertaking any such engagement.
- b) The board DISCUSSED ideas, parameters and priorities around community engagement and AGREED to add this to the agenda for the Away Day.

ACTION: All to consider ideas, parameters and priorities for community engagement prior to discussion at the Away Day.

All

15) Any Other Business

- a) No other business was reported.

16) Dates for your diary:

- Staff Meeting: Monday 15th June, 1.30pm (King's Room)
- Mavis Staples Press Launch Evening: Wednesday 1st July. Details TBC.
- Board Social Evening: Monday 6th July, 6.30pm
- Next Board Meeting: Tuesday 7th July 2015, 8.30am (King's Room)
- Board Away Day: Tuesday 14th July 2015, 10am-4pm (ideaSpace, The Hauser Forum)
- Big Weekend marquee reception: Friday 10th July, 8pm-10pm

- Big Weekend site visit: Saturday 11th July, pm.
Please contact Elaine Midgley if you'd like to attend
- Folk Festival: 30th July – 2nd August 2015
- Board meeting – Tuesday 4th August 2015, 5.30pm (Meeting Room 1, Guildhall)