

Cambridge Live Trust

Twelfth Board Meeting
1730, 27th October 2015

Kings Room, Corn Exchange Cambridge Minutes

Pre meeting presentation: David O'Hara (Head of Sales & Marketing) and Neil Jones (Operations Director) gave a presentation on the implementation, initial impressions of and future plans for the new Box Office system, Spektrix.

1) Present:

Sara Garnham - chair
Trevor Dann
Judith Elliott
Jeremy Newton
John Palmer
Dan Ratcliffe
Sian Reid
Sara Sayer
Stewart McTavish
Brian Whitehead

In attendance:

Steve Bagnall – MD
Neil Jones – Operations Director
Elaine Midgley – Business Development Director
David O'Hara – Head of Sales & Marketing – for part of meeting
Anthony Delaney – Head of Finance – for part of meeting
Megan Charnock - minutes

Debbie Kaye – CCC observer

2) Apologies

Mark Boon
Andy Salmon
Jim Sherlock – staff observer

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 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 Theatre.

Ms Sian Reid – Trustee of Cambridge Ice & Leisure Centre, Chair of Cambridge Literary Festival, Trustee of Storey's Field Trust

- b) Ms Sara Sayer **REPORTED** that she is a solicitor at Birketts, a legal firm currently providing legal advice to Cambridge Live.

ACTION: Megan Charnock to add Sara Sayer's new declaration of interest to the DOI Register.

MC

- c) 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.

4) Minutes of the last meeting

- a) Stewart McTavish was noted as present; Stewart was absent from the meeting and should be listed under Apologies.

b) Item 14 – Debbie Kaye noted that the correct title for the arts plan is 'Cambridge City Council Arts Plan.'

c) Item 14 - It was **AGREED** that the minutes should echo that Cambridge Live wish to have a strong voice in the future Arts Plan.

ACTION: Megan Charnock to amend the September 2015 minutes to reflect the above corrections.

MC

- d) Subject to the above the board **APPROVED** the minutes of the eleventh board meeting held on 22nd September 2015.

5) Matters Arising

a) Item 5b) Sara Sayer has proposed to Steve Bagnall some ideas for alternatives to 'customer' for further consideration.

b) Item 5f) Elaine Midgley **REPORTED** that it has been agreed between Cambridge Live and Cambridge City Council to keep the Folk Festival licence in the City Council's name.

c) Item 6) Sara Garnham **CONFIRMED** that she, Sara Sayer and Megan Charnock will be meeting before the next board meeting to discuss Governance.

d) Item 9e) Elaine Midgley **CONFIRMED** that staff biographies are being finalised and will be sent to the board as soon as the new members of staff have all been photographed.

- e) Item 13) Sara Garnham **REPORTED** that the 2015 AGM staff briefing was well received. The public AGM was a useful exercise, and the Annual Review has been a useful document in external meetings.

6) Finance Report

- a) An amended copy of the second quarter management accounts was **TABLED** and discussed by the board.

ACTION: Megan Charnock to distribute electronic copies of the accounts to board members.

MC

- b) The board **APPROVED** the second quarter management accounts.
 c) The board **NOTED** the finance report from Mark Boon (Chair, Finance and Audit Committee) and MD Steve Bagnall which included an update on pensions, and investment strategy.
 d) Jeremy Newton **PROPOSED** that F&A Committee will agree a treatment of these items to be brought to the board for approval.

ACTION: Jeremy Newton to agree treatment of CCC set up costs.

JN

- e) The board **APPROVED** the F&A's recommendation on cash investment after discussion about appropriate safeguards and **AGREED** to review the strategy in 12 months' time.
 f) Debbie Kaye **REPORTED** that she has had a good and full briefing of the current financial position of Cambridge Live and she is confident with what is being reported.

7) Managing Director's Report

- a) The board **NOTED** the report from Steve Bagnall, MD of CLive.
 b) Stewart McTavish passed on the board's congratulations for achieving on the Bonfire Night sponsorship target.
 c) The board **NOTED** the report from Steve Bagnall to Cambridge City Council including notes from the Quarterly Review meeting held on 1st October.
 d) The board **NOTED** the report from Steve Bagnall to Cambridge City Council on the City Events programme 2015.
 e) Steve Bagnall **CONFIRMED** that the capital funding proposal has been approved by CCC.
 f) Debbie Kaye noted the Clay Farm and Storey's Field local centre developments. Both will be open to the public in October 2016 with soft opening from June/July.
 g) Debbie Kaye **REPORTED** that in light of the CCC Quarterly Review Meeting it is the view of the Executive Councillor and Debbie Kaye that really good progress has been made with Cambridge Live. They are delighted with how the City Events have gone and thanked Sara Garnham and the board for making Cambridge Live such a success. Sian Reid echoed this.
 h) Sara Garnham **REPORTED** that Cambridge Live has been invited to be part of the City Council's Community Services committee meeting in January. The board **AGREED** that draft copies of the CCC Report should be brought to board meetings prior to it going to the CCC.

8) People Working Group Report

- a) The board **NOTED** the verbal report from Judith Elliott. The board **NOTED** the latest version of the HR and People Plan Strategy.
Sara Garnham **REPORTED** that negotiations with Unison have concluded successfully.

9) Risk Register Working Group Report

- a) The board **NOTED** the verbal update from Jeremy Newton and the draft Cambridge Live Risk Register. Jeremy **CONFIRMED** that there is now a Risk Register working document. It needs to be calibrated with the Charity Commission guidance and the Business Continuity Plan, together with making sure that work done in other areas is included e.g. the People Plan. The Terms of Reference for the board need to be reviewed and any related risks added to the Register.
- b) Steve Bagnall **CONFIRMED** that risks coming from staff will be managed through the staff working group.
- c) The board **AGREED** that in line with the contractual arrangement with CCC 'Risk' should be on the agenda at every other board meeting with the caveat that all Risk Register revisions or crisis' should be brought to the board's attention immediately. Sara Garnham also proposed that the board should consider doing a Risk workshop once a year.

ACTION: Risk to be added to alternate board meeting agendas and a risk workshop to be scheduled annually.

SG

10) Fundraising Working Group Report

- a) The board **NOTED** the verbal update from John Palmer and Elaine Midgley. Elaine **REPORTED** that Cambridge Live has achieved 30 contractual relationships with businesses for Bonfire Night sponsorship and the target is likely to be increased for 2016. John Palmer **REPORTED** that the Bonfire Night dinner should now include potential sponsors as well as current ones. A draft strategic document will be brought to the December board meeting.
- b) The board **NOTED** the minutes from the last Fundraising committee meeting.
- c) Sara Garnham thanked John Palmer, Elaine Midgley and Matt Deacon (Head of Development) for their work to date on this important area of work
- d) Steve Bagnall **CONFIRMED** that all fundraising is viewed together. The board noted there needs to be transparency and the ability to show value for money to the City Council in respect of their funding. Steve Bagnall proposed that a budget be brought to the December meeting detailing the CCC contribution and the fundraising income and costs associated with City Events.

ACTION: City Events fundraising and contributions budget to be brought to the December board meeting.

SG

11) Folk Festival Working Group Report

- a) The board **NOTED** the verbal update from Trevor Dann.
- b) The FF Working Group has **AGREED** that a meeting with EMT will be scheduled to develop joint views on a 5 year vision for the Folk Festival.

12) Board Planning Beyond 2016

- a) The board **REVIEWED** the board calendar for 2015/16 and contributed views on dates and times for future meetings. Sara Garnham paid tribute to the outstanding commitment from the board to date. The feedback will be reviewed and a draft calendar for 2016/17 will be brought to the board for consideration.

ACTION: 2016/17 Board Calendar to be brought to the next meeting.

SG

Jeremy Newton left the meeting.

13) Policies

- a) The board **NOTED** the verbal report from Elaine Midgley, Business Development Director.
- b) The board **AGREED** that the Safeguarding Policy needs to be reviewed to avoid single person dependency for safeguarding disclosure, recognising that Cambridge Live has a lot of exposure with vulnerable and young people. Steve Bagnall **CONFIRMED** that another officer will be trained up to alleviate this concern.

ACTION: EMT to arrange for an additional officer to be trained in safeguarding disclosure.

SB

- c) Subject to the above the board **AGREED** the following policies and those obliged to share with CCC will be shared.
 - i) Disciplinary & Grievance Policy
 - ii) Bullying & Harassment Policy
 - iii) Safeguarding Policy
 - iv) Whistleblowing Policy
 - v) PIREAF Policy
- d) Sian Reid **REPORTED** that recent press has highlighted that whistleblowing policies do not necessarily create a culture of whistleblowing within organisations. Sara Garnham agreed this was an important cultural point for Cambridge Live to consider.

14) Health and Safety Report

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

15) KPIs

- a) The board **NOTED** the last transitional KPI report from Elaine Midgley.
- b) Neil Jones tabled the latest complaints and compliments review.

16) Any Other Business

- a) Neil Jones reported that funding has been confirmed for a piece of public art commemorating Syd Barrett to be displayed in the Corn Exchange.

Dates for your diary

17th November, 8.30am

Board Meeting, King's Room – Corn Exchange

14th December, evening

Horrible Histories cultivation event