

Cambridge Live Trust

11th Board Meeting

Tuesday 22nd September 2015, 0830

King's Room, Corn Exchange, Wheeler Street, Cambridge

Minutes

ACTION

Pre Meeting presentation – Whither the festival scene – who is doing what and why are people going? Amy Hawes manager of Podarok, Wheeler Street - both a regular Festival-goer and a regular Festival volunteer as well as having connections with Cambridge Folk Festival through her work in the Folknet café in 2014 presented on the UK festival (please see separate note on presentation attached)

1. Present

Sara Garnham - chair
Trevor Dann
Judith Elliott
John Palmer
Sian Reid
Brian Whitehead
Sara Sayer

In attendance:

Steve Bagnall – Managing Director
Neil Jones – Operations Director
Elaine Midgley – Business Development Director
Eddie Barcan, Event Manager for item 16
Megan Charnock –minutes

Debbie Kaye– CCC board observer
Jim Sherlock – staff observer
Jane Wilson – Culture and Community Manager, Cambridge City Council for item 14

Amy Hawes– Podarok for pre-meeting presentation

2. Apologies

Mark Boon
Jeremy Newton
Dan Ratcliffe
Andy Salmon

3. 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 Theatre, parent of Spektrix (new box office supplier) employee
 - Ms Sian Reid – Trustee of Cambridge Ice & Leisure Centre, Chair of Cambridge Literary Festival, Trustee of Storey’s Field Trust

ACTION: All board members to report any updates to the Declaration of Interests Register to Megan Charnock

All

- 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 and in that Ms Newton, Spektrix, (daughter of Jeremy Newton) has joined the company may be working on implementation of the new box office system.

4. Minutes of the last meeting

The board APPROVED the minutes of the tenth board meeting held on 4th August 2015.

5. Matters Arising

- a) 5a - Jeremy Newton and Sara Garnham have been looking at the University’s building developments master plan. Nothing to report at this stage.
- b) 7d – Call for any suggestions for alternative words for ‘customer’ to be sent to Steve was repeated.

ACTION: Sara Sayer to send Steve suggestions

Sara S

- c) 10c - Elaine REPORTED that SMT are currently auditing training requirements. Steve Bagnall CONFIRMED that the offer of training from CCC lasts for 5 years.
- d) 10f – SMT CONFIRMED that all approved policies will be added to Dropbox, until a suitable alternative shared drive is sourced.

ACTION: Megan Charnock to add approved policies to Dropbox

Megan

ACTION: Neil Jones to continue looking at alternative shared drives to Dropbox

Neil

- e) 15 – Elaine Midgley CONFIRMED that feedback from City Events’ debriefs will be included in the reports that are written for CCC, and will also be shared with the board so all board members are well informed. The full report will go into the CCC committee cycle and then into the public domain. These reports

will also include the draft future events planning document and feedback received from the events. Sara Garnham asked that these reports and the feedback are shared with the board prior to being issued to CCC. Sara Garnham CONFIRMED that there will be other opportunities for the councillor board members to discuss City Events outside of CCC committee meetings and CLive board meetings.

ACTION: SMT to ensure the CCC City Events reports are shared with the board

SMT

- f) 17f – Elaine Midgley CONFIRMED that the transfer of the Folk Festival licence will be done prior to the next board meeting.

ACTION: Elaine to ensure the FF licence is transferred to CLive prior to the next board meeting.

Elaine

- g) 19c – Elaine THANKED the board members that have passed on suggestions for potential sponsors.

6. Governance

- a) The board CONSIDERED the Charity Commission’s publication ‘15 questions you should ask’: <https://www.gov.uk/government/publications/charity-trustee-meetings-15-questions-you-should-ask>

ACTION: Sara Garnham, Sara Sayer and Megan Charnock to look at ways for the ‘15 questions’ to be scrutinised and actions brought forward by Sara Garnham as Governance champion.

Sara G, Sara S,
Megan

- b) The board AGREED that they should be informed by the guidance and then make decisions as to how it is implemented in knowledge of the guidance, taking into account areas where CLive might wish to be more adventurous as managing risk is not synonymous with being risk averse.
- c) Sara Garnham CONFIRMED that fraud response plans will be picked up via the Risk Register.

ACTION: Fraud response plans to be looked at as part of the Risk Register

Jeremy
Newton

- d) The board CONSIDERED the Governance report and CONFIRMED the plan for reviewing governance based on the content of the report. The board AGREED the plan will be implemented over the next 12 months. The board AGREED to hold a further workshop early in 2016.

ACTION: Governance workshop to be scheduled for early 2016

Sara Garnham

7. Finance Report

- a) The board NOTED the August management accounts.
- b) The board NOTED the verbal update.
- c) Steve Bagnall CONFIRMED that the budgeting phase for 16/17 starts at the end of October and will be brought to the December board meeting.

d) Steve Bagnall CONFIRMED that the investment strategy and pension scheme plan will both be brought to the October board meeting.

ACTION: Investment Strategy and Pension Scheme plan to be brought to the October board meeting.

Sara G

e) Sara Garnham CONFIRMED that the F&A Committee will be creating a reserves plan as part of the governance review but the short term business plan does not allow for significant reserves generation.

ACTION: Finance & Audit Committee to create reserves plan for governance review

Steve

f) Steve Bagnall CONFIRMED the plan to bring the revised cash flow, which will reflect properly apportioned activity, to the October meeting

ACTION: Revised cash flow to be brought to the October board meeting

Steve

g) The board NOTED the requirement to provide full reporting for the City Events programme for the City Council

ACTION: City Events reporting to be provided by Finance & Audit Committee

Steve

8i. MD's Report

- a) The board NOTED the MD's report and the report to Cambridge City Council.
- b) With the emphasis on wide ranging education and outreach projects it was AGREED that it'd be good to find an education patron for CLive education projects.

ACTION: Any suggestions for an education patron/figurehead/advocate for our education programme to be sent to Steve Bagnall please.

All

- a) Steve Bagnall CONFIRMED that sponsorship efforts for Bonfire Night are going well. The board AGREED that all sponsors need to be recognised and thanked after the event.
- b) Elaine Midgley CONFIRMED that all donations made by UK taxpayers will be put through GiftAid in line with HMRC regulations.
- c) Steve CONFIRMED that initial discussions surrounding the appointment of an artistic figurehead for Cambridge Live are not appropriate to progress until the vision and mission are confirmed. Any future artistic 'champion' would not be a board member as well.
- d) Steve Bagnall CONFIRMED that treatment of contributions towards education work will be confirmed with F&A and Price Bailey.
- e) John Palmer SUGGESTED that donors are given feedback on how their contributions are being used. Neil Jones CONFIRMED there is increased visibility of this on the website.

Steve

ACTION: Treatment of education contribution funds to be clarified with F&A committee and Price Bailey.

8ii. CCC Report

- a) Steve Bagnall CONFIRMED that the 'lessons learnt' report is an internal CCC report on the setting up of CLive. Debbie Kaye added that it reported on how the management of the project had been undertaken. The report will make recommendations and then close the project.
- b) Steve Bagnall REPORTED that he met with Chris Humphris, along with Anthony Delaney and Debbie Kaye, to show how the Exchequer accounts system. Chris was impressed with the robustness of the new CLive package.
- c) Debbie Kaye added how impressed she was by the work the Finance team have put into all the report work.
- d) Sara Garnham CONFIRMED that a report is being issued on 1st October to CCC to report on the first 6 months of CLive.

9. People Report

- a) The board NOTED the recommended staff appraisal process which is currently being implemented and which includes JD reviews and SMART objectives.
- b) The board NOTED the verbal update from Judith Elliott.
- c) Judith Elliott CONFIRMED that they are close to an agreement with one of the trade unions and that the staff group continues to be constructive and positive.
- d) Judith CONFIRMED that staff and managers will be receiving performance review training and staff will be briefed as to their proactive role in the process. It was emphasised that there should be inclusion of stewards.
- e) The board asked for a crib sheet with all staff photos and it was AGREED that trustee biographies should be sent to all staff including details of board member champions, committees and working parties.

ACTION: Elaine Midgley to coordinate photos for staff and board members

Elaine

- f) Steve Bagnall CONFIRMED that the staff survey will be carried out again in October (6 month period).

10. Risk Register

- a) The board NOTED the verbal update from Elaine Midgley.
- b) Elaine CONFIRMED the Terms of Reference have been drafted. The Risk Register is being populated and will be circulated in advance of the next board meeting.
- c) The board AGREED that sub committees should consider areas of possible risk within their areas.

ACTION: All sub committees to pass any areas of risk to Elaine to add to the Risk Register

All

- d) Sara Garnham asked that there is a process to capture any areas of risk recognised by staff so that they are included in the process and own the register issues.

ACTION: Elaine to ensure staff are aware that risks can be added to the register

Elaine

11. Health and Safety Report

- a) The board NOTED the report tabled at the meeting.
- b) Steve Bagnall CONFIRMED that Andrew Keightley will attend the March '16 board meeting to review the last 12 months of H&S and future H&S plans.

- c) Sara Garnham CONFIRMED that she is exploring ways we might be able to access the strand of H&S support from the unions.

12. KPIs

- a) The board NOTED the report.
- b) Neil Jones CONFIRMED that options are being looked into to improve the Marketing team's working area as this is highlighted in the transitional KPIs.
- c) It was NOTED that the feedback element was not included clearly and this should be addressed.

ACTION: Feedback to be clearly reported in future KPI reports

Elaine

13. AGM

- a) The board NOTED the report.
- b) All board members are expected to attend the AGM.

ACTION: Board members to let Megan Charnock know if they are unable to attend the AGM.

All

14. Cambridge City Council – Arts Strategy for the City

- a) The board NOTED a presentation on the council's arts strategy from Jane Wilson which set out CCC's position in relation to all the arts organisations in the city and identified their role as an enabler adding value (A copy of the presentation is now available on Dropbox in the September board meeting folder).
- b) The board noted that CLive was not identified as a structural partner of CCC as CCC deem it is not appropriate and there is a clearly defined relationship set out in the contractual arrangements
- c) The board NOTED the role of the Cambridge Arts and Cultural Leaders group of which CCC and CLive are members. It was felt that there could be further exploration of the role for this group and how CLive could interact.
- d) CLive to check it is signed up to CAN in its own right and look forward to getting diagrammatic representation of the cultural ecosystem in Cambridge which Jane Wilson is preparing. The board stressed the need for key strategic relationships across the city.

Jane was thanked for this report and then left the meeting.

15. Vision and Mission

- a) The board NOTED the report and recommendations of the working group and that they reflected an important step for the future, setting out an important statement for CLive.
- b) The board AGREED the vision and mission statements and AGREED to review and revise them in 12 months' time.

Dates for your diary

30 th September	AGM, 4pm – 8pm
1 st October	Dresden Philharmonic cultivation event
6 th October	Lord of the Flies press night
23 rd October	Asian Dub Foundation cultivation event
27 th October	Board Meeting, King's Room, 5.30pm
27 th October	Marcus Miller, low key cultivation event
5 th November	Bonfire Night and reception
24 th November	RPO - college cultivation reception
14 th December	Horrible Histories cultivation event