

Cambridge Live
24th Board Meeting
17:30-19:30 – 25th July 2017
King's Room, Corn Exchange

Minutes

1) Introductions

2) Present:

Sara Garnham - chair
Mark Boon – vice chair
Andy Salmon
Jeremy Newton (until 18:40)
Judith Elliott
Katy Astley
Lester Lloyd-Reason
Sian Reid
Sara Sayer
Brian Whitehead
Zoe O'Connell

In attendance:

Steve Bagnall – MD
Neil Jones – Operations Director
Elaine Midgley – Business Development Director
Bridget Hendry- Finance Director
Sophie Lightfoot - minutes

Debbie Kaye - CCC Observer
Frances Alderton – Staff Observer

3) Apologies

Gerri Bird

4) 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 and Parkside Federation Multi-Academies Trust
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

Ms Sara Sayer - Solicitor at Birketts, legal firm currently providing legal advice to Cambridge Live.
Ms Sian Reid – director of Cambridge Literary Festival, client of Cambridge Live; trustee Cambourne Leisure & Ice Centre
Ms Katy Astley – Member of the Institute of Fundraising
Professor Lester Lloyd-Reason – Member of the East Anglian Advisory Board

It should be noted that:

Ms Sara Garnham
Mr Jeremy Newton

are directors of Cambridge Live Trading.

It should be noted that:

Ms Gerri Bird
Ms Zoe O’Connell

have been appointed as board members by Cambridge City Council.

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.

5) Minutes of the last meeting

The board **APPROVED** the minutes of the twenty second board meeting held on 23rd May 2017

ACTION Page numbers to be added **JM**

6) Matters Arising

KA Ethics and fundraising to be included in Sept meeting

7) Appointments to Board

The board **NOTED** that Gerri Bird is stepping down. **SG** thanked her for her contribution to Cambridge Live, particularly with regards to giving insight into accessibility issues.

It was **NOTED** that Jeremy Benstead has been formally appointed as a director and trustee of Cambridge Live. Induction to follow.

DK highlighted **JB’s** strong interest in City Events as former Mayor.

SS raised concern regarding the high turnover of council appointed trustees and the impact of time spent on the induction process. **SG** confirmed this has been raised with the council and the need for continuity was noted by **DK**.

8) Report and Audited Accounts to 31/3/17 (Pending F&A meeting)

The board discussed the accounts for the year ended 31/3/17. The board discussed:

- pension arrangements and the complexity was **NOTED** with the extreme sensitivities to small changes in assumptions having a significant impact on the results. Further work needed to be done.

- Vat Cultural Exemption (CE): annual adjustment calculations are still to be calculated alongside Q1 (June 2015) claim.
ACTION BH to work through and present to Price Bailey for audit.
- Fixed Asset additions: **BH** validating in line with capitalisation policy and accounting standards as detailed by Price Bailey.

9) Finance, Audit and Risk Report

A draft cost centre summary was presented in the pack for May, which formed the basis of discussion around current year performance. Costs directly attributed to events will now be put into an indirect cost centre, and overheads will be allocated as directly as possible.

The new style report aims to achieve clarity and accountability.

The board welcomed the new example report presenting financial information in a clear format.

10) Risk Report

- a) The board **NOTED** the report from the risk appetite session.
- b) The board **NOTED** the updated risk register

11) MD's Report

- a) The board **RECEIVED** the report from Steve Bagnall, MD of Clive.
SB TABLED new format Folk Festival programmes and reported on changes being made to this year's festival. **NJ** Noted sadly Joan Woollard recently passed away and that this would be marked at the festival.
- b) The board **NOTED** the quarterly report for Cambridge City Council.

12) Strategy Day Planning Feedback

- a) The board **NOTED** the update.

13) Community and Engagement Strategy

SG Explained the report circulated is the draft of previous discussion around community engagement and volunteering. Need a small group of board members to lead an away day.

ACTION call for volunteers to further develop a policy

14) People Review

JE Requested permission to delay discussion of the people plan to the next meeting.

ACTION to be added to SEPTEMBER meeting

15) Sub-groups report

BW stated that the Revenue Development group had met and was working through an updated Ticket Shop Strategy, exploration of market research and brand issues and the Fundraising Strategy which had been shared.

EM confirmed that the Fundraising sub group had met and approved the Strategy document that was provided for information.

16) Policies Update

- a) The board **NOTED** the updated report
- b) The board **AGREED** the revised policies

SG Introduced **EM**'s paper, an update, which is comprehensive.

EM Noted an update was not a necessity for most policies, but that it was prudent to update due to recent company changes. **EM** highlighted a new performance improvement policy as an addition.

ACTION NJ to chase the issue of a replacement for Dropbox with Boldfield.

17) Health and Safety Report

- a) The board **RECEIVED** the health and safety report

EM Commented the H&S report was all routine & straight forward. SMT had briefed Zoe O'Connell the Board Health & Safety Representative on the summer events.

No questions from the board.

18) KPIs

- a) The board **NOTED** the report.

Good progress has been made following the June Strategy Day which looked at the charitable objectives and the measures in place to ensure CLive is achieving them. The report is divided into two parts: *Mission Drivers* and *Business Health Check Measures*.

ACTION The board to feedback on KPIs to **EM**

ACTION JE/Subgroup to create a second draft

19) Any Other Business

SG noted **AS** was leaving Cambridge and thanked him for his contribution to Cambridge Live, commenting that he was a great appointment and hoped there will be opportunities for collaboration in the future.

19.45 Meeting closed