

Cambridge Live Trust

23rd Board Meeting

0830-1030 – 23rd May 2017

Small Hall, The Guildhall, Market Square Cambridge CB2 3QJ

Minutes

1) Introductions

2) Present:

Sara Garnham - chair
Mark Boon – vice chair
Andy Salmon
Judith Elliott
Katy Astley
Lester Lloyd-Reason
Sian Reid
Sara Sayer
Brian Whitehead

In attendance:

Steve Bagnall – MD
Neil Jones – Operations Director
Paul Whiterod - Acting Finance Director
Jenni Main - minutes

Jane Wilson (CCC Observer in place of Debbie Kaye)
Frances Alderton – Staff observer

Guest speakers

Jon Gower, Frances Alderton and Bev Burton

3) Apologies

Zoe O’Connell
Elaine Midgley – Business Development Director
Debbie Kaye – CCC observer
Jeremy Newton
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 Theatre

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 21st March 2017

6) Matters Arising

Action 'Joint ToR to be issued' under point 7. Finance Audit and Risk in the February minutes remains un-actioned. This will be picked up at the next FA&R and completed for the July board meeting MB SR

7) Draft Unaudited Accounts

- a) The board **NOTED** the unaudited accounts. The audited accounts will come to the July board meeting for approval

SG introduced Paul Whiterod, Interim Head of Finance to the board and thanked him for his work on preparing the accounts for the year end. PW, SB and SR presented the draft, unaudited year-end accounts as noted by FA&R.

HMRC has confirmed Cultural Exception status which will be backdated to 1st April 2015, which will make a significant impact on the current year end position. Written confirmation should arrive by conclusion of the audit. A meeting is planned between Clive and CCC to discuss the mechanism for recovering VAT paid on ticket sales prior to 1st April 2015.

8:46 Jane Wilson arrived.

The board discussed the ongoing concern regarding the performance of Bars and Catering. SG emphasised that proper processes and reporting is in place and that CLT are responsible for recommending future strategy.

The auditor's report will come back to the board in July ready for the AGM in September.



8) Annual Return

- a) The board **NOTED** the annual return which has been submitted.

9) Finance, Audit and Risk Report

- a. The board **NOTED** the minutes of the Finance, Audit and Risk committee meeting

SR confirmed JN is to continue leading on Risk, rather than SR as Chair of the FA&R committee.

The '9c Internal Process Review proposal May 2017.docx' outlines FA&R's approach to the internal review process. The board discussed the approach and agreed the targets for this year, which will be discussed with staff, who will be encouraged to identify areas for review.

10) MD's Report

- a) The board **RECEIVED** the report from Steve Bagnall, MD of Clive.

Classical Series: The launch on Tuesday 16 May went very well. SB

Folk Festival: The board discussed the ticket sales performance and SB highlighted the unusual sales pattern this year, with sales now slowing following strong initial performance. It was agreed that there needs to be a tactical approach to marketing the festival to new audiences and going forward there should be a specific Marketing and PR budget.

Sponsorship ethics: The board discussed sponsorship and fundraising ethics. It was agreed that the fundraising group should pick this up as part of developing fundraising policy

ACTION: KA

9:37 Paul Whiterod left the meeting.

Venues restructure: This has been a successful process and put the venues in a strong strategic position. The board were asked to share CLive vacancies with their networks to support recruitment.

ACTION: All internal vacancies are to be sent to the board as soon as they're advertised JM

Development Recruitment: The board discussed the recruitment of two Development Managers and the relationship between the roles to cover all aspects of corporate and individual giving and ensure that fundraising targets are met.

SB gave a brief update from EM to confirm we are within £6k of sponsorship targets this year which is a very positive position.

- b) The board **NOTED** the quarterly report for Cambridge City Council.

11) Strategy Day Planning

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

The focus of this session will be returning to the charitable objectives. Maximum attendance is encouraged as this is a very important and beneficial day.

Date: 20th June 10am-4pm

Location: Old School Hall, St Barnabas Church, Mill Road, CB1 2BD

12) Policies Update

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

SG clarified that changes made to policies to reflect regulatory/legislative changes or to improve working practices e.g. separating the disciplinary and grievances policies and not retrofitted to fit current working practices

- a) The board **AGREED** the revised policies

EM has flagged that there are further policies being reviewed and will be brought back to the board in due course.

13) Health and Safety Report

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

No significant incidents reported only minor injuries. SB clarified that the format of the report now follows HSE guidance (i.e. Plan, Do, Check and Act)

The board queried whether there would be additional safety implications following the incident in Manchester on 22nd May. SB and SG confirmed CLive works in close collaboration with the police and have completed in depth work on security and terrorism threats. FA described how table top exercises for the Big Weekend and other events including practice scenarios are done with key police officers from Counter Terrorism and the CLive Safety Officers, which are then discussed at management meetings every year. The police share information and monitor social media and filter information down as and when necessary.

NJ outlined recovery plans in place if the Corn Exchange was lost, with a detailed response plan ranging from recovering IT to full venue loss. The responsibility for this sits with FA&R and is part of the business continuity work. There is insurance in place which would also cover loss of income.

BW queried the IT security in light of the NHS attack. NJ confirmed Boldfield are working on ensuring best practice policies.

14) Risk Report

The board **NOTED** the report from the risk appetite session. SB confirmed that JN is happy with the paperwork and no queries have been raised.

- a) The board **NOTED** the updated risk register and further comment about its presentation in the its current format

15) KPIs

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

The KPIs have been uploaded to Dropbox. A KPI steering group is being assembled which will include Bridget Hendry (incoming FD), and Judith Elliott.

16) Any Other Business

- SG confirmed that the meeting suggested in the February Board meeting with LLR and other groups will go ahead, but has been slightly delayed.
- The Mayor's Day to Great Yarmouth out on Wed 16th August is a ticketed event aimed generally at the over 55s however all board members are welcome to attend.
- The Classical Series brochure, Summer Programme and City Events brochure were TABLED

Meeting ended at 10:10

Post Meeting presentation at 1010 - Update on Big Weekend and Cambridge Folk Festival; Jon Gower, Frances Alderton, Rebecca Stewart and Bev Burton

Frances Alderton – City Events Manager

FA gave an overview of the dates of forthcoming events, the relationship with the Council and the key elements of what is delivered and the different income streams for City Events. All board members are welcome to come to the Big Weekend Reception on the Friday night, where local community leaders and participants will be taking part as well as the walk arounds on Saturday at 2pm and Sunday at 3pm.

Rebecca Stewart and Bev Burton – Cambridge Folk Festival presented an update on the 2017 festival and outlined a range of initiatives that have been taken

Ends 10:45.