

Cambridge Live Trust

20th Board Meeting

1730- 1930 22nd November 2016

Committee Room 2, Cambridge Guild Hall

Minutes

1) Introductions

2) Present:

Sara Garnham – chair (SG)
Mark Boon – vice chair (MB)
Zoe O’Connell (ZO)
Andy Salmon (AS)
Sara Sayer (SS)
Brian Whitehead (BW)

In attendance:

Steve Bagnall – Managing Director (SB)
Neil Jones – Operations Director (NJ)
Jenni Main – minutes (JM)

Frances Alderton – Staff observer (FA)
Debbie Kaye – CCC observer (DK)

3) Apologies

Nick Dodds (ND)
Gerri Bird (GB)
Judith Elliott (JE)
Stewart McTavish (SM)
Jeremy Newton (JN)

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.

- 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

- a) The board **APPROVED** the minutes of the twentieth board meeting held on 20th September 2016 with the following amendments:
- (1) Initials and abbreviations throughout the minutes are confusing.
ACTION all initials/abbreviations must be replaced with either a key or full names in all future minutes JM
 - Spelling errors: 'IT' in point 12c on P4; 'Spectrix' to 'Spektrix' on P5;
ACTION Amend JM

6) Matters Arising

- a) The position on Public Liability Insurance for trustees was clarified as covered in the general policy.
- b) The board confirmed the request for the sponsorship proposal documents to be circulated to the board.
- c) Living Wage Accreditation:- the launch event with ARU was very successful. SG and DK agreed council were also very pleased
- d) Finance: F&A committee minutes are still missing

ACTION SB to upload to dropbox.

7) Finance Report

- a) The board **APPROVED** the management accounts.
- b) Cultural Exemption - an update was given on the status of CE.
- c) Price Bailey have confirmed that re-statement of the accounts for cultural exemption will not be required.
- d) Pensions – the board were updated about the current position and the significantly increased pension costs
- e) A discussion was had on the current and future sponsorship targets.

8) 17/18 Draft Budget

- a) The board **AGREED** the parameters for the 17/18 budget following a wide ranging discussion.

9) Managing Director's Report

- a) The board **RECEIVED** the report from Steve Bagnall, Managing Director of CLive
- b) SB confirmed Bonfire Night was an enormous success and thanked FA for the hard work.
- c) The new City Roots festival is progressing well.

- d) Sponsorship – the Head of Development role is being strategically reconsidered following the resignation of the postholder.

Action: Sponsorship proposal documents for the FF, Classical Series and E-Luminate to be circulated to the board JM

- e) E-Luminate - NJ gave an overview of the concept for the next festival.
- f) The board **NOTED** the CCC quarterly report which will be appended to DK's Annual Performance Report to be presented to the Community Services Scrutiny committee.

10) Report back on Strategy Day and Action Plans

- a) The board **APPROVED** the action plans. This is a working document and meetings have taken place to discuss the strategy and direction of travel with large groups of staff who have responded positively.
- b) SG noted by the breadth of contribution and highlighted the importance of embedding the strategic priorities and targets into the organisation. A discussion was had on the positive response from staff, particularly how it has unlocked enthusiasm and encouraged understanding of the context and reasons for decisions. The 4 clear strands enable conversations on matching projects and ambition to the strategic objectives.
- c) A revised plan for what we will achieve in the next 12 months will be brought to the February board meeting.

ACTION MB/SG to prepare budget principles and resources sessions for January

ACTION BW requested a key for the years we are working to be added

- d) The board discussed other objectives identified including appointing an artistic practitioner to the board or as a patron, property and resources. JE keen to work on the People Plan to drive it to the next stage to reflect/enable the strategic plan. These delegated groups will meet outside of the Board Meetings

ACTION SG to ask Jeremy Newton to consider leading the property working group

ACTION JE to take forward the next phase of the People Plan

ACTION SG/SB to consider the artistic practitioner board role

- e) The board **AGREED** the setting up a working group to lead on the rebid to CCC for summer 2017.
- f) A discussion with the City Council on setting parameters for the rebid has taken place. SG & MB to take the lead. DK agreed to set clear milestones for the process

ACTION SG & SB to meet with DK to set out a road map for the rebid before Christmas.

ACTION SG asked for anyone to step forward to replace SM

11) Annual HR Report

- a) The board **NOTED** the report from Steve Bagnall on behalf of Judith Elliott.
- b) SG explained that JE's report flags up next steps and gives SMT further tools for the change taking place. JE will ensure we stick to the plan going forward. SG emphasised that keeping a focus on the people plan is crucial during this time of change.
- c) Following the staff survey issues around communication were picked up and must be addressed.
- d) The board was made aware of other relevant initiatives in the city and AS pointed out that CLive needs to keep an eye on higher education/apprentice and other development plans.

12) Cambridge Live Trading

- a) The board **APPROVED** the SLA between Cambridge Live and Cambridge Live Trading

- b) The numbers in section 8 Costs of Service Agreement were confirmed as being reviewed annually.

ACTION: Choice of Law and Jurisdiction Clauses to be added to the document SB

13) Recruitment to the Board

The board discussed the nominations and appointments, acknowledging that Anna Smith has stepped down following being appointed as Executive Councillor for Streets and Open Spaces.

- a) The board **APPROVED** the appointment of Cllr Gerri Bird as a trustee of Cambridge Live
- b) The board **APPROVED** the appointment of Cllr Gerri Bird as director of Cambridge Live
The board **NOTED** that this appointment is made by Cambridge City Council under the nomination arrangements.
- c) The board **CONSIDERED** the tabled report on trustee recruitment for Cambridge Live and **AGREED** the recommendations for appointment.
The board formally and unanimously agreed the appointment of Katy Astley, Sian Reid and Lester Lloyd Reason as trustees and directors of Cambridge Live.
- d) The board **CONSIDERED** the tabled report on trustee recruitment for Cambridge Live Trading and made **RECOMMENDATION** for appointment.
The board formally and unanimously agreed the appointment of Simon Sherratt as independent director of CLT.

ACTION the Board are asked to look at CVs saved on Dropbox for further information.

14) Update on Cambridge Folk Festival

The board **RECEIVED** the report from the Managing Director on CFF 2017 and **NOTED** significant positive changes to the arrangements. The board **NOTED** that all sensible commercial opportunities should be evaluated

15) Health and Safety Report

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

16) Any Other Business

- a) The board **NOTED** that the Estates Review will be presented in February 2017
- b) The Draft Board Timetable was **TABLED**.

ACTION Feedback from the board was requested as soon as possible

Meeting ends 19:38