

Culture and Sport Glasgow (trading as Glasgow Life)
(A Company which is a Scottish charity (Scottish charity number SC037844)
incorporated in Scotland under the Companies Acts with company number
SC313851)

MINUTE of a MEETING of the Board
of Directors of Culture and Sport
Glasgow held in the Media Suite,
Scotstoun Stadium, Glasgow on 28
November 2012 at 11am.

- Present: Councillor Archie Graham (Chair)
The Rt. Hon. Sir George Reid
Dr Lesley Sawers
Mr Mel Young
Sir Duncan Rice
Councillor Jennifer Dunn
Councillor Emma Gillan
Councillor Soryia Siddique
Councillor Frank McAveety
Dr Bridget McConnell
- Attending: Susan Deighan, Depute Chief Executive, Martin Booth, Director
of Finance, Ian Hooper, Director of Sport and Special Projects,
Jill Miller, Director of Cultural Services, Mark O'Neill, Director of
Policy and Research, and Allan Drysdale, Liaison Officer, all
Culture and Sport Glasgow, and Stephen Phillips, Burness.
- Apologies: Mr Dilawer Singh and Sir Angus Grossart

1. Appointment of Chair agreed.

In terms of Article 73 of the Company's Articles of Association it was noted that Councillor Archie Graham had vacated office as Chair of the Company at the conclusion of the company's AGM on 5 September 2012.

The Rt Hon Sir George Reid, seconded by Councillor Emma Gillan, moved that the Board re-appoint Councillor Archie Graham as Chair of the Board. The Board unanimously agreed.

2. Notice and quorum noted.

Having noted that the relevant notice had been issued and a quorum was present, the Board agreed to proceed to business as hereinafter minuted.

3. Apologies noted.

The Board noted that apologies had been received from Dilawer Singh and Sir Angus Grossart.

4. Appointment of Directors and minute of meeting of Nominations Committee noted.

The Board noted

(a) the minute of the meeting of the Nominations Committee held on 31 October 2012, which recommended to Glasgow City Council (GCC) the re-appointment of The Rt Hon Sir George Reid and Mel Young; and

(b) that at their meeting on 1 November 2012 GCC had agreed to

(i) re-appoint The Rt Hon Sir George Reid and Mel Young as Independent Directors, and a written notice from the Council, to that effect, was tabled; and

(ii) remove Councillor Allison Hunter, and appoint Councillor Jennifer Dunn as a Partner Director, and a written notice from the Council, to that effect, was tabled.

5. Appointment of Chair and Membership of Audit Committee agreed.

There was submitted a report regarding the appointment of the Chair and membership of the Audit Committee advising that in terms of Article 73 of the Company's Articles of Association Sir Angus Grossart had vacated office as Chair of the Audit Committee at the conclusion of the company's AGM on 5 September 2012.

Thereon, Councillor Emma Gillan, seconded by Councillor Frank McAveety, moved that the Board appoint Councillor Soryia Siddique as Chair of the Audit Committee, and Councillor Frank McAveety, seconded by Councillor Emma Gillan, moved that the Board appoint Dilawer Singh as Vice-Chair of the Audit Committee.

The Board

(a) unanimously agreed to both appointments; and

(b) approved the appointment of Councillor Jennifer Dunn and Donald McGougan (Independent Member) as members of the Audit Committee.

6. Minute of previous meeting approved.

The minute of the previous meeting of 5 September 2012 was submitted and approved.

7. Matters arising noted.

With reference to the minute of 5 September 2012 and paragraphs

- 9(6)(a) The Board noted that the Collections Report had been submitted to Glasgow City Council for their information.

8. Update by the Chief Executive noted and agreed.

The Chief Executive updated the Board on a number of issues which included

- (1) the submission of a report which advised of proposals for a pay award for staff in 2012/13 and changes to the Glasgow Living Wage rates;
- (2) the tabling of a report which provided an update on discussions with Burrell Trustees;
- (3) the submission of a report which informed of the recent Naming Rights Agreement for the Emirates Arena, and set out the future direction of the Company's approach to fundraising;
- (4) the submission of a report which advised of the joint purchase by Glasgow City Council in partnership with National Galleries of Scotland of the painting *In the Orchard* by Sir James Guthrie;
- (5) the submission of a report regarding the role of Glasgow Life in the preparations for the 2014 Commonwealth Games, which covered the development of the cultural programme, progress on venues, the volunteering programme, and the continuing work on the legacy theme; and
- (6) the submission of a report on Glasgow's bid for the 2018 Youth Olympic Games, advising of the progress to date, the submission of the Candidate File on 15 October, and that shortlisting would take place in February 2013.

After consideration the Board

- (a) With regard to the Pay Award 2012/13 and Glasgow Living Wage
 - (i) agreed to approve a wage award of 1% for all staff for 2012/13; and
 - (ii) noted the increase in the Glasgow Living Wage and changes to pay rates for Commonwealth Apprentices who had their placement with Glasgow Life;
- (b) noted the ongoing discussions between Glasgow Life and the Burrell Trustees;
- (c) noted the information provided with regard to the Naming Rights Agreement for the Emirates Arena, and that this would be followed by a more detailed report in relation to the new commercial partnership model to the next Board meeting in January;

- (d) noted the information provided in respect of the joint purchase of *In the Orchard* by Sir James Guthrie;
- (e) With regard to the 2014 Commonwealth Games
 - (i) noted the update in relation to Glasgow Life's involvement in preparations for the 2014 Commonwealth Games;
 - (ii) agreed that future reports to the Board would focus on a specific area relating to the Games, with the report to the next meeting focusing on legacy and volunteering; and
 - (iii) agreed that an update be provided to a future meeting with regard to a communication strategy to promote the positive work already being done by Glasgow Life in respect of the Games.
- (f) noted the update provided with regard to Glasgow's bid for the 2018 Youth Olympic Games.

9. Reports by Director of Sport and Special Projects.

(1) Events Management Contract agreed.

There was submitted a report by the Director of Sport and Special Projects which advised the Board of negotiations with NOVA International regarding alternative delivery models for the Great Scottish Run and Women's 10k.

Following consideration the Board agreed to

- (a) approve the negotiation of an agreement on a unique supplier basis with NOVA International; and
- (b) give authorisation to the Company's Directors to sign the Heads of Terms Agreement and continue negotiations with NOVA International with a view to concluding a final contractual agreement.

(2) Capital Programme update noted.

There was submitted a report by the Director of Sport and Special Projects informing the Board of progress on projects included in the Capital Programme.

The Board were advised that

- (a) there were no significant issues with venues relating to the Commonwealth Games and it was expected that those still in progress would be completed on schedule;
- (b) fit out had commenced at the library within the Olympia Theatre and the venue was due to open to the public on 3 December 2012;
- (c) with regard to the Glasgow Royal Concert Hall redevelopment, tenders for the project had been returned in early November and following assessment an addendum bill was being prepared for issue to all tenderers comprising a redesign and specification changes; and

- (d) in respect of the redevelopment of the Kelvin Hall, it was reported that the HLF Stage 2 application would be lodged in April 2013 and not February as previously anticipated.

After consideration the Board noted the update on projects included in the Capital Programme.

10. Reports by Depute Chief Executive

(1) Service Planning 2013-15 and Pricing Strategy agreed.

There was submitted a report by the Depute Chief Executive in relation to the Service Fee reduction from Glasgow City Council, Glasgow Life's proposals for meeting the impact of this reduction and the result of the Pricing Review for 2013/14 advising

- (a) of the expected reductions in the Company's Service Fee over the next two financial years following Glasgow City Council's announcement of its Budget Strategy for the period 2013 – 2015;
- (b) that the 'Shaping the Future' event held on 16 May had identified a number of key areas where attention could be focused over the next two financial years in order to reduce costs, increase income or improve performance;
- (c) of the intention to align the Company's Service Plan with the City Council's plans and priorities to reflect Glasgow Life's contribution to the City Council Plan, as well as additionally identifying a number of cross-cutting themes which would be delivered within a robust business model;
- (d) of the 2013/14 Pricing Review which recommended a general price increase of 3% for most activities, with the notable exclusion of the Glasgow Club, Golf and Football Pitch Hire; and
- (e) that Services would have the ability, with approval from the relevant Senior Management Team member, in response to market conditions and feedback from customers, to alter prices.

After consideration the Board

- (i) noted the content of the report;
- (ii) agreed
 - (A) to approve the Budget and Service Planning Strategy for 2013-15;
 - (B) the recommendations of the 2013/14 Pricing Review; and
 - (C) that the Chair should write to NHS Greater Glasgow and Clyde, with a view to discussing how both organisations could jointly take a more strategic approach to health improvement in the city.

(2) Tenders/Contracts

(i) Bus and Coach Hire Services agreed.

There was submitted a report by the Depute Chief Executive which provided details of tenders received for the Provision of Coach and Bus Hire Services.

After consideration the Board agreed to approve the Award of a Framework Agreement for the Provision of Coach and Bus Hire Services to the suppliers as detailed within section 2 of the report for a period of 3 years with an option to extend for a further 12 months, commencing on 17 December 2012.

(ii) Renewal of Insurance Policies arrangement for Tender Acceptance agreed.

There was submitted a report by the Depute Chief Executive which requested the establishment of a one off sub group with delegated authority to accept a tender(s) for the renewal of the Company's insurance policies.

After consideration the Board

- (a) agreed to the establishment of a one off sub group and delegated authority to them to accept the Tender for the renewal of insurance policies which was in the region of £1.9m over a potential 5 year period;
- (b) agreed the membership of the sub group as the Chair and the Chief Executive; and
- (c) noted that the outcome would be reported to the Board at their meeting on 26 March 2013.

(3) Employability – Glasgow Life's role noted and agreed.

There was submitted a report by the Depute Chief Executive which provided an overview of the Company's contribution to the city's employability priorities advising

- (a) that skills development programmes were a major part of Glasgow Life's service provision and engagement with various partners including Clyde Gateway, and Glasgow Regeneration Agency took place to provide placements and/or training to assist those furthest from work to achieve the necessary skills to assist them into employment;
- (b) of the success of Glasgow Life's Modern Apprenticeship scheme which had seen the majority of candidates achieve permanent employment or enter into further/higher education and nearly half of these were in permanent employment with Glasgow Life; and
- (c) of the demographics of Glasgow Life's recruitment to externally advertised posts between October 2011 and September 2012.

After consideration the Board

- (i) noted the information provided with regard to Glasgow Life's contribution to the city's employability priorities; and
- (ii) agreed that consideration be given to making suppliers and businesses aware of Glasgow Life's approach to employability.

(4) Performance Report – 1 April to 31 October 2012 noted.

There was submitted a report by the Depute Chief Executive

- (a) updating the Board on the Company's non-financial performance from 1 April to 31 October 2012;
- (b) advising that
 - (i) overall performance was meeting or exceeding target for four indicators, with only one indicator being below target, which was PC and Wi-fi usage;
 - (ii) planned improvement activity included a continued marketing campaign to promote the upgrading of the operating system and application software; and
 - (iii) with regard to sickness and absence figures, the Depute Chief Executive was meeting with managers in each service area to discuss the management of attendance.

After consideration the Board noted the summary performance from 1 April to 31 October 2012, including details on the Company's staffing levels and sickness absence.

11. Reports by Director of Finance.

(1) Financial Results to 26 October 2012 noted.

There was submitted a report by the Director of Finance regarding the Company's financial performance to 26 October 2012 advising that

- (a) the overall position at Period 8 was a surplus of £1,060k, giving a positive variance of £1,511k against budget;
- (b) overall income was £39k behind budget, with the main area of underperformance being in operating income where all areas were slightly down on budget;
- (c) overall expenditure had a positive variance of £1,549k, which was mainly due to an underspend on employee costs due to a continuing number of vacancies; and
- (d) the CIC continued to perform well in sometimes difficult trading conditions and showed a profit of £1,140k.

After consideration the Board noted the content of the report.

(2) Risk Register noted.

There was submitted a report by the Director of Finance advising of the outcomes of the recent review of the risk register carried out in November 2012, and detailing the top 5 risks to the Company.

After consideration the Board noted the content of the report in relation to the risks to the Company to 20 November 2012, and that the risk register was formally reviewed on a 6-monthly cycle.

12. Reports by Director of Cultural Services

(1) Collections Agreement – 1 April to 30 September 2012 noted and agreed.

There was submitted a report by the Director of Cultural Services providing the Board with information in relation to the performance of the Collections Agreement.

After consideration the Board

- (a) noted the performance information relating to the Collections Agreement; and
- (b) agreed that the report be referred to Glasgow City Council for information.

(2) *The Essence of Beauty: 500 Years of Italian Art Exhibition* noted.

There was submitted a report by the Director of Cultural Services which provided an update on the range of activities undertaken to deliver and support *The Essence of Beauty*, an exhibition of the city's collection of Italian Art which took place between April – August 2012 at Kelvingrove Art Gallery and Museum.

After consideration the Board noted the performance of the exhibition and the range and success of the activities which took place to deliver, and as legacies of, the exhibition.

13. AOB

There being no further business the Chair drew the meeting to a close and advised the Board that the next meeting would take place on Tuesday 22 January 2013 at 11am.

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Chair