

**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 Riverside Museum,
Glasgow on 6 December 2011 at
10.30am.

- Present:** Councillor George Redmond (Chair)
Sir Angus Grossart (by telephone)
Mr Mel Young
Sir Duncan Rice
The Rt. Hon. George Reid
Councillor Allison Hunter
Councillor Chris Hughes
Dr Bridget McConnell
- Attending:** Susan Deighan, Director of Corporate Services and Community
Planning, 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, James Doherty, Media Manager, and Allan
Drysdale, Liaison Officer, all Culture and Sport Glasgow, and
Graeme Palmer, Burness LLP.
- Apologies:** Bailie Jean McFadden, Councillor Stephen Curran and
Stephen Phillips, Burness LLP.

1. Welcome, notice, apologies and quorum.

Having heard the Chair advise that relevant notice of the meeting had been issued and a quorum was present, the Board agreed to proceed to business.

The Board were advised that apologies had been submitted by Bailies Allan Stewart and Jean McFadden, Councillor Stephen Curran, and Stephen Phillips, Burness LLP.

The Chair welcomed Sir Duncan Rice to his first Board meeting and Sir Duncan responded in suitable terms.

2. Minute of previous meeting approved.

The minute of the previous meeting of 19 October 2011 was submitted and approved.

3. Matters arising noted.

With reference to the minute of 19 October and those paragraphs:-

- 8(4) The Board noted that in relation to Museums Funding – The Cabinet Secretary for Culture and External Affairs had indicated that she would be delighted to meet with the Board, and in this respect a meeting would be organised as soon as possible.
- 12(4)(iii) The Board noted that the Collections report had been forwarded to Glasgow City Council for information.

4. Update by the Chief Executive noted and agreed.

The Chief Executive updated the Board on a number of issues during which she advised

- (1) With regard to Board Governance that
- (a) Glasgow City Council's Executive Committee, at its meeting on 24 November 2011, had agreed the changes to the membership of the Board as proposed at the Board meeting held on 19 October 2011;
 - (b) the Board would now, via the Nominations Committee, make recommendations to the City Council in respect of the two additional Independent Directors; and
 - (c) the Board had agreed at its meeting on 19 October, subject to the Council approving the changes to the Charity Board, that the membership of the CIC Board be drawn wholly from the Charity Board, that its membership be reviewed on an annual basis and that the Chair and the Chief Executive meet with the Chair of the CIC Board to discuss the proposed changes.

After consideration the Board

- (i) noted that Glasgow City Council had approved the changes in membership of the Charity Board and had signed the necessary record of decision, and that the Articles of Association would be amended accordingly; and
- (ii) agreed that
 - (A) the Nominations Committee convene in January to consider candidates for the two additional positions of Independent Director and make a recommendation to Glasgow City Council; and
 - (B) the Chief Executive and the Chair now meet with the Chair of the CIC Board to discuss the proposed changes to the CIC Board and their implementation.

(2) With regard to Commonwealth Games 2014

(i) Cultural Programme, Ceremonies and Queen's Baton Relay

There was submitted a report by the Chief Executive advising the Board that

- (a) a delivery model had been proposed by Glasgow 2014 which would bring together the leadership of the Cultural Programme, Ceremonies, and Queen's Baton Relay;
- (b) Glasgow 2014 would contract Glasgow Life through Glasgow City Council to provide the function of Director of Ceremonies and Culture, which would report through a Ceremonies, Culture and Queen's Baton Relay Steering Group;
- (c) in respect of governance arrangements, the Chief Executive and senior managers were working with Glasgow 2014 to develop an effective and efficient governance framework to support the delivery of the Ceremonies and Culture programme, and which would include financial processes, risk management, decision-making hierarchy and procurement;
- (d) going forward the Director of Corporate Services and Community Planning and the Director of Finance would work with Glasgow City Council and Glasgow 2014 to agree the contractual and financial structure to deliver this approach to Ceremonies and Culture for 2014; and
- (e) in respect of the role of the Deputy Chief Executive, which the Board at its meeting on 25 January 2010 agreed would be undertaken by Susan Deighan, this would now be further expanded as a consequence of the Chief Executive fulfilling the role of Director of Ceremonies, Culture and Queen's Baton Relay, therefore a recommendation was made to remunerate the role of Deputy Chief Executive in line with the current pay and grading structure.

After consideration the Board agreed

- (i) that Glasgow Life undertakes the function of Director of Ceremonies and Culture for Glasgow 2014 and authorises the Chief Executive and her Directors to negotiate the appropriate legal and financial framework and put in place an appropriate staffing structure to support this;
- (ii) to instruct the Chief Executive to include this as a standing item on the Board Agenda under the Chief Executive's Report;
- (iii) the appropriate remuneration in line with current pay and grading structure for the post of Deputy Chief Executive; and
- (iv) that a briefing note on the structure of the committees, steering groups and governance arrangements be circulated to the Board for information.

(ii) 2014 Memorandum of Understanding

The Board noted that this item had been continued to the next meeting.

(3) With regard to HR that

- (a) as a result of the industrial action on 30 November 2011, a number of venues were closed to the public, including all Glasgow Museums, the Mitchell Library, Tramway and fourteen sports/leisure facilities;
- (b) the Joint Trade Unions had requested a meeting with Board members to discuss the recent pay claim, which had been considered by the Board at a previous meeting; and
- (c) at the meeting with the Trade Unions on 14 October 2011, the Company advised that Phase 2 of the Staffing Review would be implemented from 7 November 2011, and it had been agreed that all 136 staff who had applied for voluntary/early redundancy would leave the organisation by 31 March 2012.

After consideration the Board

- (i) noted the update in relation to HR;
- (ii) agreed, with respect to the Trade Unions' request to meet with the Board, that the Chief Executive represent the Board and that she, the Director of Corporate Services and Community Planning and the Director of Finance meet with a representative of each of the recognised Trade Unions; and
- (iii) noted that information on the Company's pension scheme, which had been sent to staff, would be circulated to the Board for their information.

5. Report by Graeme Palmer, Burness LLP

(1) EU Commission Guidance on Teckal Compliance noted.

There was submitted a report by Graeme Palmer of Burness LLP (the Company's external legal advisers) updating the Board on procurement law considerations relating to contractual arrangements whereby Glasgow City Council (GCC) provided services to Glasgow Life and advising that updated guidance from the EU Commission had been received

- (a) concerning the application of EU public procurement law to relations between contracting authorities;
- (b) providing a summary of the relevant case law and in addition provided the Commission's view on a number of areas which had not been addressed by the courts; and
- (c) confirming that a 'bottom-up contract award' (controlled entity awarding a contract to the parent) was possible and that for contracts between "in-

house sisters” then this should be routed through the contracting authority which owned and controlled the in-house entities.

The Board having heard Graeme Palmer, Burness speak in more detail noted the guidance and that the contractual arrangements between Culture and Sport Glasgow and GCC were in compliance with the guidance issued.

6. Reports by Director of Finance.

(1) Financial Results to 28 October noted.

There was submitted a report by the Director of Finance informing the Board of the Company’s financial performance to 28 October advising that:-

- (a) the overall position at Period 8 was a surplus of £1,638k, giving a positive variance of £1,334k against budget;
- (b) overall income was £260k ahead of budget, with Glasgow Club and the CIC both performing well, however, there were shortfalls in operating income focused on Sport and Music;
- (c) overall expenditure had a positive variance of £1,074k, which was due to significant underspends on employee costs, however, this was stabilising and would reduce further due to costs associated with implementing the new staff structure;
- (d) there had been a solid start to the year from the CIC with a profit to date of £953k, and the CIC was on course to achieve a profit of £1,852k for the year; and
- (e) at period 8 the Company was required to report the forecast outturn to Glasgow City Council, and it was reported that the outturn would be a surplus of £814k, which was £305k ahead of budget.

After consideration the Board noted the Period 8 financial position.

(2) Pricing Strategy 2012/13 approved.

There was submitted a report by the Director of Finance highlighting to the Board the recommendations of the 2012/13 Pricing Strategy Review advising that:-

- (a) it was recommended, taking account of recent economic trends and future forecasts, that the price for most of the Company’s activities be increased by 3%;
- (b) one of the main sources of commercial income was through venue hire, and in this respect an evaluation of hire rates and booking procedures had taken place and as a result a new pricing structure and marketing strategy had been developed;

- (c) several new sporting facilities were being constructed in preparation for the 2014 Commonwealth Games, and that charges for community use would be developed prior to the opening of these next year; and
- (d) the process of setting charges for particular services was based on benchmarking exercises with other cultural and leisure providers, both public and private, and/or customer surveys and pilot schemes with associated trial prices.

After consideration the Board

- (i) agreed to approve the recommendations of the 2012/13 Pricing Strategy Review;
- (ii) recognised the significant contribution that the Company had made in related savings provided to Glasgow City Council; and
- (iii) (A) noted that information would be provided on the services which the Company provided on behalf of GHA and NHS; and
(B) that pricing issues that fell within the remit of the CIC would be considered at their next Board meeting.

(3) CIC Board update noted.

There was submitted a report by the Director of Finance updating the Board on the work of the CIC Board and the issues considered at their meeting on 8 November 2011.

After consideration the Board noted the update provided in relation to the work of the CIC Board.

7. Reports by Director of Cultural Services.

(1) Glasgow Royal Concert Hall partnership with RSNO noted.

There was submitted a report by the Director of Cultural Services providing an update on the business plan between the Royal Scottish National Orchestra (RSNO), Glasgow Life (GL) and Glasgow City Council (GCC), for the enhancement of the existing Glasgow Royal Concert Hall (GRCH).

The paper advised the Board of the background to the project and set out the project governance structure which consisted of an overarching project board, project team, business plan group, and legal/property group.

After consideration the Board noted the progress made on the proposed redevelopment of the GRCH.

(2) Aye Write! noted.

There was submitted a report by the Director of Cultural Services informing the Board of the success of this year's Aye Write! festival, and advising of plans to raise the profile of the festival in future years.

The report advised the Board that

- (a) the key success factors of Aye Write! were participation rates across the city aimed at increased membership and usage of Glasgow Libraries service throughout the year, which was linked to literacy targets in the city;
- (b) the 2011 festival had been a great success with 43,000 participants, and brought together a wide range of thinkers and writers to the Mitchell Library, with 120 main programme sessions;
- (c) Aye Write! would continue to be a core part of the library service in Glasgow, being delivered within existing resources and partnership funding from 2012-2014; and
- (d) the intention was to grow the scope of Aye Write! to an umbrella brand taking in author and book based events across the year in Glasgow Life venues, and to utilise the Glasgow Royal Concert Hall to attract big names for a more commercial programme in the lead up to the Glasgow 2014 Cultural Programme.

After consideration the Board noted the content of the report.

(3) Glasgow Libraries Fines Amnesty approved.

There was submitted a report by the Director of Cultural Services informing the Board of a proposed Fines Amnesty to be carried out by Glasgow Libraries from 4 February – 31 March 2012.

After consideration the Board agreed to approve the proposal for a Fines Amnesty.

8. Report by Director of Sports and Special Projects.

(1) Capital Programme Update noted.

There was submitted a report by the Director of Sport and Special Projects regarding an update on projects included in the Capital Programme.

The Board were advised that

- (a) the construction of the Commonwealth Sports Arena and Sir Chris Hoy Velodrome was over 70% complete, with the main construction works due to finish in May 2012;
- (b) Tollcross International Swimming Centre would close on 11 December, and Barr Construction would take possession of the whole facility from 4 January 2012, with the expected site completion date being February 2013;

- (c) Glasgow City Council had agreed to award the contract for the National Hockey Centre at Glasgow Green to City Building Glasgow, subject to their demonstrating best value, with the tender due to be issued in December 2011;
- (d) planning approval for the Squash Facilities at Scotstoun Leisure Centre had been received, and tender documents had been issued to City Building Glasgow, which were due to be returned in early January 2012; and
- (e) with regard to the Kelvin Hall, a number of other organisations had expressed an interest in being involved with the project and as a result a revised HLF bid would be considered for submission.

After consideration the Board noted the progress of projects included in the Capital Programme.

(2) Proposed transfer of Learning Disability Sports Development Staff from Glasgow City Council approved.

There was submitted a report by the Director of Sport and Special Projects informing the Board of a proposal to transfer Glasgow City Council (GCC) Social Work Services (SWS) Sport Disability Team to Glasgow Life (GL).

After consideration the Board agreed that the GCC SWS Disability Sports Team be transferred, in accordance with TUPE regulations, to GL Sports Development Team, subject to the following being resolved satisfactorily:-

- (a) GCC approval to an appropriate amendment to the Services Contract with GL; and
- (b) appropriate budgetary transfer to cover staff and other related costs, including the future management of the GCC SWS sports equipment store.

(3) Glasgow Street Football Cup noted.

There was submitted a report by the Director of Sport and Special Projects informing the Board of the Glasgow Street Football Cup participation programme and proposal for a final event in George Square.

After consideration the Board

- (i) noted the content of the report;
- (ii) congratulated Mel Young on Scotland's Homeless World Cup Winners receiving the 'Inspirational Performance' award at the recent Scottish Sports Awards ceremony; and
- (iii) noted that information would be circulated to the Board in relation to the locations across the city where the street football participation programmes were taking place.

(4) Glasgow's Sports Events Strategy and Events Programme noted.

There was submitted a report by the Director of Sport and Special Projects informing the Board of Glasgow's Sports Events Strategy and the developing Programme of Major Events.

The report outlined Glasgow Life's role in managing and developing the Strategy on behalf of the City's Strategic Major Events Forum, and securing major sporting events for the City in partnership with UK Sports, EventScotland, and Glasgow City Marketing Bureau.

After consideration the Board noted the content of the report.

9. Reports by Director of Corporate Services and Community Planning.

(1) Performance Report April to October 2011 noted.

There was submitted a report by the Director of Corporate Services and Community Planning updating the Board on the Company's non-financial performance from April 2011 to October 2011.

The Board were advised that

- (a) attendances at indoor and outdoor sport and leisure facilities were down on target by 8%, however, there had been an increase against the same period the previous year;
- (b) recovery plans had been implemented at Scotstoun Leisure Centre and Bellahouston Leisure Centre, and a recovery plan was being developed for Holyrood Sports Complex, which was also below target;
- (c) PC and Wi-Fi usage was below target, however, usage was up by 5% on the same period last year;
- (d) Gorbals Library was down on target for PC usage and visits to the library, and it was advised that the Company's area based teams would explore what local issues were contributing to the low usage rate and make recommendations as to how to develop increased usage;
- (e) in relation to mid year reviews, the Head of Business Support had met with Directors and Heads of Service to analyse the performance of their service areas for the first six months of the financial year, and improvement actions had been agreed for immediate implementation.

After consideration the Board noted the summary of performance from April 2011 to October 2011 and the details on the Company's staffing levels and sickness absence.

(2) Risk Register noted.

There was submitted a report by the Director of Corporate Services and Community Planning informing the Board of the outcomes of the recent review of the risk register

carried out in November 2011. The report further detailed the top 5 risks to the Company.

The meeting was advised that the Riverside Appeal had now closed and as a result would no longer feature on the risk register.

After consideration the Board noted the content of the report in relation to the risks to the Company to 25 November 2011, and that the risk register was formally reviewed on a 6 monthly cycle.

(3) Community Facilities Review noted.

There was submitted a report by the Director of Corporate Services and Community Planning advising the Board of two new initiatives that would assist both the sustainability of community facilities across the city and support further interest in, and capacity for, the community management of these facilities.

After consideration the Board noted

- (i) the establishment of a Community, Sports and Cultural Facilities Social Enterprise Fund of £500,000 to be administered as part of the Council's Integrated Grants Fund process, over financial years 2011/12 and 2012/13;
- (ii) the information with regard to the Capital Investment Programme of £2.13m in the Community Facilities managed by Glasgow Life on behalf of Glasgow City Council; and
- (iii) the suggestion made by Mel Young with regard to including Leadership Support as one of the broad themes as part of the scheme.

10. Report by Director of Policy and Research

(1) Sports Sector Research noted.

There was submitted a report by the Director of Policy and Research informing the Board of a proposal to carry out research on the Sports Sector in Glasgow.

After consideration the Board noted the content of the report.

11. AOB

The Chair advised the Board that the next meeting would take place on Tuesday 14 February.

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Chair