

**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 Glasgow Life Headquarters, 220 High Street, Glasgow on 2 March 2016 at 2pm.

Present: Councillor Archie Graham OBE (Chair)
Sir Angus Grossart (by telephone)
John McCormick
Mel Young
Dilawer Singh MBE
Professor Lesley Sawers
Councillor Helen Stephen
Dr Bridget McConnell CBE

Attending: Susan Deighan, Chief Operating Officer; Ian Hooper, Director of Sport and Infrastructure; Martin Booth, Director of Finance and Governance; James Doherty, Communications Manager; Kathryn Greehy, Governance and Risk Manager; and Allan Drysdale, Governance and Liaison Officer; all Culture and Sport Glasgow, and Graeme Palmer, Director, Burness Paull LLP (left meeting after Item 5.3).

Apologies: Councillor David McDonald
Councillor Emma Gillan
Councillor Soryia Siddique
Lee McConnell

1. Welcome, Notice and quorum noted.

The Chair welcomed all those present to the meeting.

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

2. Apologies noted.

The Board noted that apologies had been received from Lee McConnell, Councillor Emma Gillan, Councillor David McDonald, and Councillor Soryia Siddique.

3. Minute of previous meeting approved.

The minute of the previous meeting of 19 January 2016 was submitted and approved as a correct record.

4. Matters arising noted.

There were no matters arising from the minute of 19 January 2016.

Professor Lesley Sawers expressed a conflict of interest in relation to item 5.3 on the agenda and it was noted that she would leave the meeting during consideration of this item.

5. Chief Executive's update

(1) Business and Service Plan 2016/17

There was presented to the Board Glasgow Life's draft Business and Service Plan for 2016/17 which set out

- (i) the financial challenges and strategic context that the company and the wider council family were operating in;
- (ii) the alignment of the Company's services to the themes set out within Glasgow City Council's strategic priorities for, and our contribution to the city's Single Outcome Agreement;
- (iii) the key priorities for 2016/17 which were:
 - Leadership Role in relation to Glasgow's Vibrant City theme, key city strategies, and culture and sport
 - Merger of Glasgow City Marketing Bureau to Glasgow Life
 - Burrell Renaissance
 - Kelvin Hall
 - Realising the Vision for Glasgow Libraries
 - Glasgow's Community Learning Plan
 - Glasgow Sports and Cultural Events
 - European Championships 2018
 - Macmillan @ Glasgow Libraries
 - Glasgow 2014 Commonwealth Games: Legacy
 - Asset Management Strategy
- (iv) the financial context and the proposed budget for 2016/17;
- (v) the service priorities, targets and resources for 2016/17 within each service area;
- (vi) that with regard to performance targets for 2016/17, these were still in the process of being set.

After consideration the Board

- (a) agreed to approve the Business and Service Plan, including the budget, for 2016/17;
- (b) noted that performance targets for 2016/17 would be circulated to Board Members for approval once these were available; and
- (c) noted the proposal that there should be a £5 suggested donation for visits to certain Glasgow Museums.

(2) Transforming Glasgow

There was presented a report which provided the Board with information in relation to the budget options which were being considered as part of the Transforming Glasgow programme which advised:

- (i) that in order to meet its overall savings target over the next two years Glasgow City Council was looking at budget options outwith the identified Transformation projects, this includes identifying areas which are non-statutory services, and some of these may impact on services provided by Glasgow Life;
- (ii) that the budget options specific to Glasgow Life services which were being considered were:
 - Review of events
 - Free Golf
 - Leisure Business Opportunity: Development Partner
 - Future Community Facilities Infrastructure

After consideration the Board noted the information provided within the report.

(3) Proposal for the Future Operation of GCMB agreed.

Professor Lesley Sawers declared an interest in this item as a Board Member of GCMB and left the meeting while this item was considered.

There was submitted to the Board a report which presented proposals for the future operation of Glasgow City Marketing Bureau which

- (i) informed that, as advised to the Board previously, as part of the Transforming Glasgow programme the Council Family review was being undertaken to ensure the most efficient and effective delivery of council services, this has now produced proposals which looks to consolidate resources across the council family in order to avoid duplication, maximise efficiency in cost and quality and maintain resilience;
- (ii) advised that following an options appraisal process, Glasgow City Council's preferred recommendation would be the merger of GCMB and Glasgow Life, which would link the activities of GCMB directly to the Vibrancy theme for the city, establishing one 'owner' for events in the city whilst maintaining strategic partnerships with other agencies and the creation of a centre of excellence in marketing and communications, it was proposed that GCMB would become a subsidiary of Glasgow Life initially, with a review taking place over time to establish the optimum operating model; and

- (iii) noted that legal advice had been received by Glasgow Life that approval from OSCR was not required for this to take place, however, the Chief Executive had written to OSCR to inform them of the proposals.

The meeting heard Dr Bridget McConnell highlight the potential opportunities and benefits of a merger between the two organisations.

The Board also heard Graeme Palmer, Burness Paull LLP, who advised that the key consideration for the Board as Charity Trustees should be whether the proposal was in the interest of Culture and Sport Glasgow. Should they be satisfied then, although the activities of both entities contained a high degree of alignment, the non-charitable activities carried out by GCMB meant that in the first instance the most appropriate structure would be for it to be a subsidiary of Culture and Sport Glasgow, until such times as a review of GCMB activities identified alternative operating models.

After consideration the Board:

- (a) agreed to the membership of GCMB being transferred from Glasgow City Council to Culture and Sport Glasgow;
- (b) agreed to delegate responsibility to the Chief Executive and her management team to progress the transfer subject to a satisfactory due diligence report;
- (c) agreed to delegate responsibility to the Chief Executive and her management team to progress the review of Events;
- (d) agreed to delegate responsibility to the Chief Executive and her management team to work with representatives of the Council Family Group to establish the optimum operating model for marketing, communications and branding across the Council Family group; and
- (e) requested that a due diligence report be submitted to the board for information once completed.

Mr Palmer left the meeting.

(4) Burrell Renaissance

There was submitted a report which updated the Board on progress in relation to the Burrell Renaissance project, and advised of the areas considered by the Burrell Renaissance at their meeting on 22 February which included:

- (i) information on the appointment of design teams for the project, and timeline for the project programme;
- (ii) the development of the tour and the pressing need to confirm tour plans and destinations;
- (iii) the proposed campaign strategy and an update on meetings with influential individuals and potential donors to support the campaign;
- (iv) an overview of staffing to support the project, and current vacancies; and
- (v) details of recent media coverage and the project milestones for the second phase of the PR and Media Strategy.

After consideration the Board noted the update with regard to the Burrell Renaissance.

(5) European Championships 2018 noted.

There was submitted a report which provided the Board with an update in relation to the European Championships 2018 which advised that:

- (i) Glasgow Life's Head of Events, and Championship Director for the 2015 World Artistic Gymnastics, Colin Hartley, had been appointed as 2018 Championship Director for Glasgow;
- (ii) the European Championship 2018 Board had now met twice in its fully constituted form, with the first meeting in Paris on 22 October 2015, and the second meeting in Glasgow on 19 February, Glasgow's representatives on the Board include Councillor Archie Graham; and
- (iii) the branding for the European Championships 2018 was launched to the media on Monday 22 February, at the SECC, Glasgow.

After consideration the Board noted the progress with regard to the European Championships 2018.

6. Reports by Director of Finance and Governance.

(1) Insurance Tender update agreed.

There was submitted a report which advised the Board that the Company's current insurance contract was due to expire on 31 March, and was currently out to tender, it further advised that:

- (i) the Initiation to Negotiate was due to close on Tuesday 8 March, with the scoring exercise to be completed by Friday 11 March, and insurance to be in place by 1 April 2016;
- (ii) reflective of timescales, and with regard to the Scheme of Delegated Functions, it was proposed to adopt one of the following options:
 - a. Option 1 - the Board delegates to the Chief Executive the authority to award the contract for Insurance Services, with an update as to the winning bidders for each lot and the respective values circulated to the Board thereafter
 - b. Option 2: the Board reviews and approves the award by circulation in writing.

After consideration the Board agreed to Option 2, and delegated to the Chief Executive the authority to award the contract for Insurances Services with regard to the 2016 tender.

(2) Financial update to 12 February 2016 noted.

There was presented a report which advised the Board of the Company's financial performance to 12 February 2016 which advised that

- (i) the overall position for period 12 was a surplus of £2, 781k, against a budgeted surplus of £2,800k, which was a negative variance of £19k for the Company;
- (ii) overall income was £1,078k behind budget, with Sports Operating Income being £947k behind and work was taking place with Sports Management to improve this; box office

income had improved significantly due to a busy last quarter including Celtic Connections;

- (iii) overall expenditure had a positive variance of £1,059k;
- (iv) the CIC had a year to date profit of £1,579k which was £279k behind budget; and
- (v) the Leadership Team continued to monitor financial performance through the Operations Board, and the Director of Finance and Governance asked to put on record his thanks to colleagues for their work in identifying savings.

After consideration the Board noted the information provided in relation to the Company's financial performance.

(3) Risk Register noted.

There was submitted a report which detailed to the Board the current top 5 risks to the Company, and it was highlighted that these had not changed since those previously reported.

After consideration the Board noted that the risk register was formally reviewed on a 6 monthly cycle and that the report reflected the top 5 risks to the Company as at February 2016.

7. Report by Chief Operating Officer

(1) Performance report

There was submitted to the Board a report which detailed the Company's performance between 1 April and 31 December 2015, which had been presented to Glasgow City Council's Operational Delivery Scrutiny Committee on 25 February, which:

- (i) advised that the number of attendances recorded at venues during the period were exceeding target;
- (ii) provided an overview of headline information across service areas;
- (iii) highlighted the events delivered in this financial year, which in addition to annual events, saw the city host the Turner Prize, and the World Gymnastics Championships; and
- (iv) detailed information in relation to the Statutory Performance Indicators which the Company reports on behalf of Glasgow City Council, as well as the findings from the Local Government Benchmarking Framework which included information on cost per visit to venues, and service satisfaction.

After consideration the Board noted the content of the report.

8. Report by Director of Cultural Services

(1) Museums Purchase Policy agreed.

There was submitted a report which provided the Board with information in relation to Glasgow Museums Acquisition Policy and proposed an addition to the process.

After consideration the Board agreed to approve the addition to the Glasgow Museums Acquisitions Policy.

9. **Date of Next Meeting.**

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 Wednesday 15 June 2016.