**Present:** David Caldwell, Chair (DC)

Brian Lawrie, Vice Chair (BL)

 Derek Bottom (DB)

Zuleika Brett (ZB)

Gemma Butterfield

Fiona Davidson (FD)

Frank Quinault (FQ)

Sarah Scarlett (SS)

Councillor Lesley Backhouse (LB)

Councillor Ian Cameron (IC)

Councillor Jane Ann Liston (JAL)

**Attending:** Heather Stuart, CEO (HS)

Kirsty Keay, Director of Corporate and Commercial Development (KK)

Michelle Sweeney, Director of Creative Development and Delivery (MS)

Martina Kutzer-Prenzlow, Head of Finance (MKP)

Karen Taylor, Creative Development Manager (KT)

Julie Aitchison, Minutes for ONFife

**Apologies:** Councillor Dave Coleman

1. **Welcome and Apologies**

DC welcomed everyone to the meeting and introduced 2 new Board members GB and ZB, apologies were noted above.
2. **Declarations of Interest**

ZB noted that since her Board interview she has accepted an offer of employment with National Trust for Scotland. DC advised that he is a Trustee of the National Trust for Scotland and there was no conflict.

1. **Creative Framework**

MS introduced KT and the Creative Framework, KT provided a demonstration of how staff will use the Creative Framework and how this will evolve with usage and influence and help support the organisation on our creative journey.

The Board commented that it will be interesting to see how this evolves over time, it was great to see a framework being developed to encourage creativity and the content seemed really rich and dynamic. There was discussion around how the creative development team ensure the content remains fresh, how staff will be encouraged to continually use and update this and how jargon should be avoided.

*Action – Share Creative Framework link with Board Members*

*Karen Taylor left meeting.*

1. **Outcome of Board Annual Review – Paper 1**

DC confirmed that a date had been agreed for the Board Development Day (27th Aug) and how important it was that, in his role as chair, he has the opportunity to speak to all Board Members on an individual basis.

HS encouraged the Board to note item 4 on the paper giving a summary of key themes. DC ask for any suggestions or themes for the agenda of the Board Development day to be sent to HS and DC. BL suggested that if the auditor’s report was ready there may be an opportunity for the board to review this at the Development Day.

It was agreed that a suggested Board development and training plan for 2020 would be put together. There was further discussion around the timing and duration of these events and if online or individual training was an option.

*Action – Set dates for DC’s individual meetings with Board Members*

*Action – Develop a Board Development and Training Plan for 2020*

1. **Minutes of the Meeting 13th March**

SS noted that sponsorship may have been discussed at the last meeting but did not appear on the minutes. KK confirmed that this was an area the new HBD would be reviewing in line with upcoming events. ZB suggested that any sponsorship arrangement be discussed at the initial stages of project development before partnership contracts were signed.

FD asked for an update on the volunteers event that was cancelled due to availability. MS advised that different ideas to recognise and showcase their work across the Trust are being considered.

*Action – Outline plan for business sponsorship development and implementation for next Board meeting.*

**6. Matters Arising**

 It was agreed that any matters arising were complete or ongoing.

FD requested an updated on the customer complaint regarding the new library opening hours at St Andrews. KK advised that no further correspondence had been received from the customer following our letter of response. MS commented that over 2,000 people had completed the Libraries Re-visioning Survey during the consultation period and the results of this will continue to shape and evolve our services in the future.

1. **Strategic Business Planning – Paper 2**

DC acknowledged the role the Board had in the development of the strategic plan and framework and asked the Board for feedback on the paper. BL suggested that the Economic Impact Study should be reviewed, HS agreed and advised this would be commissioned and form part of the Strategic Framework.

The Board provided feedback and agreed that they were happy to proceed on the basis of the current document.

*Action – Commission Economic Impact Study for FCT*

*Action – Review Board suggestions for strategic plan and framework*

1. **Financial Year 2018-19 Strategic Overview – Paper 3**

KK provided an overview of the paper, acknowledged MKP and her team for the work they had put in to produce a very concise report and welcomed questions from the Board.

The Board advised they found this report very clear and extremely helpful, suggested other catering opportunities, discussed the financial impact of casual staff and the pressures and timescales around Fife Council’s job evaluation process.

BL provided an overview of FCSTL position and how this was key in the sustainability of the Trust as the core charity is currently operating at a deficit. It is hoped that FCSTL position will only become stronger as the business grows and develops and new ventures like the Escape Room launch.

MKP provided an update on the annual accounts and the audit that was currently in progress. Areas of risk from last year’s report have been addressed with the exception of the in-kind calculation that Fife Council has still to provide. KK advised that we are in active negotiations around this.

*Action – KK to contact FC regarding in-kind calculation*

1. **Chief Executive’s Report – Paper 4**

MS provided an overview of the changes to the theatre’s pricing structure following a review by TRG. The new structure will be launched for the Panto in AST before being rolled out across all theatres. The Board discussed the market -tolerance for the change, the commercial risk involved, dynamic pricing across our venues and staff training. The Board approved this proposal. There needs to be a supportive media and marketing framework to explain the rationale behind the change.

BL advised of the appointment of a new Board Member, Lorraine Brown to FCSTL.

*Councillor Jane Ann Liston left the meeting.*

1. **Performance Report – Paper 5**

The paper was taken as read, no questions or comments.

1. **Board Highlights Report – Paper 6**

HS asked the Board to add dates to their diaries for the recommended shows and events that had been highlighted in the report. There was discussion around policy regarding house seats.

*Action – Policy to be drawn up to outline the process for Board members to acquire house seats.*

1. **Updates from Conveners**FD gave an outline of the Career Ready programme with a view to starting the scheme in 2020. It was suggested that a representative from Career Ready presented the programme to the Board before launch.

BL discussed the budget for 2019-20, areas of spend and how the management fee will be allocated when this is agreed. The audit programme was discussed, it is hoped that the annual accounts will be submitted to F&A in Aug and then at the subsequent Board meeting in Sept.

1. **Chair’s Business**

No Chair’s Business.

1. **AOCB**

DC offered the opportunity for questions from the 2 new board members GB and ZB. HS confirmed that Board Induction Packs were under review and would be issued ahead of the next board meeting.

IC wished to thank KK for her honesty straight forward approach to Board and Committee Meetings.

FD and IC suggested Kirkcaldy Galleries for future meetings.

*Action – Board Members Induction Pack to be reviewed.*

*Action – Set up Board mentors for new members*

**Date of Next Meeting: 26th September 2019**