



**Joint Fife Cultural Services Trading Ltd & Fife
Cultural Trust Board Meeting Minutes
Wednesday 26th August 2020, 17:30
by Zoom Call**

Due to the current exceptional circumstances relating to COVID 19 the Board have decided to hold joint Fife Cultural Services Trading Ltd & Fife Cultural Trust Board Meetings, these minutes are reflective of a combined meeting.

Present: David Caldwell (Chair), Brian Lawrie, Fiona Davidson, Sarah Scarlett, Frank Quinault, Derek Bottom, Councillor Ian Cameron, Zuleika Brett

Attending: Heather Stuart, Marcus Kenyon, Michelle Sweeney, Kirsty Keay

Apologies: Lorraine Brown, Gemma Butterfield, Councillor Jane Ann Liston, Councillor Dave Coleman

1. Welcome and Apologies

DC welcomed everyone to the meeting and gave the apologies as noted above.

2. Minutes of the Meeting of 29th July 2020

The minutes were accepted.

IC asked for an update on the meeting with the Head of HR that was due to take place on the 5th August. HS advised that this went well, a more detailed update will be provided under agenda item 5.

3. Action Log

KK advised that item 3, the MOU and governance between FCT and FCSTL is progressing and a meeting is planned with Burness Paull to take this forward. BL advised that a more detail discussion needs to be had regarding the future of FCSTL before work on the MOU starts.

4. Chief Executive's Report

HS gave an overview of the work the executive team have been completing in regard to the Business Strategy. Internal discussions continue in other areas including future planning for FCSTL, communicating with our people and how we ensure the financial sustainability of the Trust. HS went on to explain that we are still pursuing a letter of comfort from FC in order to complete the auditor's report and to provide the Board with reassurance of the financial sustainability of the Trust.

IC referenced a meeting he had attended with the Head of HR for FC and noted the resilience of staff and how staff can be upskilled and have the ability to change roles if required. HS agreed that the flexibility and adaptability of team members will be key to future planning.

5. Future Business and Financial Strategy Development

KK delivered a presentation giving an overview of the current financial position and the proposed Business Strategy for the next 12 months. A more detailed plan will be delivered at the next Board meeting.

FD proposed that the Business Strategy timeline was reviewed at future HRC meetings, and additional HRC meetings would be organised if required. FD asked for confirmation on the resource available within the trust to go through this process. KK confirmed that resource would be made available to support the HR/project team and gave an overview of the meeting she had attended with Fife Council's Head of HR.

SS noted that the financial protections in the services agreement regarding voluntary severance only applied to FCT. This should be born in mind when consideration was being given to moving staff between FCT and FCTSL. KK confirmed that this would form part of the larger discussions to be had around the future trading opportunities for FCSTL.

The Board was asked for an agreement in principle to progress with voluntary severance, the Board voted and agreed.

The Board was asked that the HR Committee was given delegation of authority to oversee the process, the Board voted and agreed.

HS noted that as the timeline for the Business Strategy is fluid and moving quickly, sign off on the final strategy may have to be agreed by written procedure ahead of the next meeting. The Board agreed for this process to be followed if any decisions around the Business Strategy were required ahead of the next meeting.

Action: Add Business and Financial Strategy to the agenda for September Board Meeting

6. Operations Update

MK provided an overview of the work the Operations Team have been completing since the last Board meeting including updates on the connect and collect service, limited browsing and protective equipment that front-line staff have been provided with. Venues remain quieter than normal; an outbound campaign is planned to better understand customer fears about visiting venues. Talks are ongoing with room hires to better understand their requirements and ensure the relevant mitigations are in place to support them, this includes the NHS who are looking to administer flu injections from our venues. Furlough for casual staff members has now ended. As part of the Theatres review communications are ongoing with permanent staff members regarding future plans, opportunities for our Theatres and the flexibility that will be required in a post COVID environment.

7. Corporate and Commercial Development Update

KK gave an update on the results of the draft FCT audit and final accounts for FCSTL. FCT accounts are still outstanding due to the reinstatement of the pension liability as a result of the McCloud ruling and a discrepancy in the in-kind support figure provided by FC. We are still awaiting a letter of comfort from FC before the audit report will be signed and completed.

KK also provided an update on the proposed development plans for Adam Smith Theatre (the full proposals will be delivered to the Board in September) and the work currently being completed by the HR team including the actions and communications around furlough and VS.

DC asked that the Board's thanks be passed on to the wider team for the exceptional work that had been completed.

Action: Full proposals for AS will be delivered to the Board in September

8. Creative Development Update

MS provided an update on the ShineOn campaign noting the increase in archive and video content engagement. The creative team continue to work on the restructure and future planning with the wider business. Work also continues on developing the Christmas offering at Carnegie Hall, The Magic of Christmas. The deadline for the Performing Arts Theatre Relief Fund is tomorrow, the turnaround for the bid has been very quick and the team have been busy gathering all the information and data required for the application.

9. Conveners Updates

BL provided an update from the Finance and Audit Committee meeting highlighting the fluidity of the cashflow forecast and the problems experienced with Oracle cloud. BL also provided an update from the FCSTL Board meeting noting the auditor's comments and feedback and the further discussions to be had around the future of FSCTL and partnership opportunities.

FD advised that the next HRC meeting is due to take place in 2-weeks' time with the proposed Business Strategy being the main focus, an update will be provided at the next Board meeting.

10. Nominations Committee

FD noted that no expressions of interest have been received, FD will reach out individually to independent Board members to establish interest.

Action: FD to reach out individually to independent Board members to establish interest

11. AOCB

FD thanked everyone for the papers and presentation and also the effort put into keeping the staff communication simple and clear to ensure understanding.

DB noted the difficult year that everyone has had so far and that looking to the future can be difficult however this has proved easier given the plans that were already in place.