



FCSTL Board Meeting Minutes

Tuesday 23rd February 2021

4 pm – 6 pm

Via Zoom

Present: Brian Lawrie (Chair), Frank Quinault, Derek Bottom, Sarah Scarlett, John Silcock,

Attending: Heather Stuart, Kirsty Keay, Marcus Kenyon, Martina Kutzer-Prenzlow, Judy Rae, John Campbell

Apologies: Lorraine Brown

1. Welcome and Apologies

BL welcomed everyone to the meeting, apologies were noted above

2. Declarations of Interest

There were no declarations of interest although it was noted JS has an involvement with FCT insurance.

3. Minutes of last meeting

The minutes were accepted as an accurate record of the meeting.

4. Action Log

JS requested a separate meeting to be brought up to date on the progress of the Change Programme, KK agreed.

Action: Separate meeting to be arrange with JS and LB to provide an update on the progress of the Change Programme

5. Change Programme Report

KK provided an overview of the paper and asked the Board for any comments or questions.

BL asked how the voluntary service was progressing, KK provided an update noting that we are now moving to the second stage and are hoping to progress to panel reviews in March.

There was further discussion around the scope of the PID particularly around St Andrews Café.

KK gave an update on the structure of the trading operations workstreams within the change programme. How these have been separated into business as usual and business development areas ensuring the that focus within the change programme is on the business development areas. The business as usual items will not be taken to the change programme board for scrutiny and review. Business Development will still form part of the wider venues review.

6. Performance Report

BL suggested ad-hoc meetings may be required to support the reopening of our venues and the change programme, Board Members agreed.

JC provided an overview of the Performance report highlighting the much-needed income from the NHS venue hires, the current debtor position and the draft debt recovery policy. JS noted the problems experienced with debt recovery and suggested that due to the current economic climate there may be an opportunity to write smaller debt off, providing this is supported by a very stringent debt collection process going forward. BL agreed, however, felt that we should be making some effort in the first instance, to recover the debt even if we are only able to recover part of it.

There was further discussion around the draft debt recovery policy, the business departments responsible for debt, debt reminders and FCT being responsible for sending invoices for FCSTL.

DB asked if a figure has been set for debt that can be written off without authority of the Board. BL suggested that the scheme of delegation is checked for the figures to ensure that this is reflected in the debt recovery policy. If there is no specific figure it should be brought back to the Board for agreement.

SS asked for clarity around section 2.3 Disputes and the implications of this. BL felt that this could be rephrased as there needs to be accountability. JC will arrange for this section to be reviewed.

BL noted that the management accounts ended with £97,000 distributable leaving retained profit for the period but what was accounted for the gift aid in last years accounts, was this a cash flow position rather than a profitability position. JC advised that last year £100,00 gift aid was paid in March with a further £97,000 paid in December, it wasn't carried as a creditor.

BL was pleased to see that this period of non-activity was allowing training to be completed and procedures to be reviewed. BL noted that retail was not included within section 4.4 of the report and asked where retail is currently recorded. KK advised that this was an area for development as this is currently recorded within meeting room hires and events and does not show the income specifically for catering.

Action: Check scheme of delegation to confirm the amount of debt that can be written off without authority of the Board

Action: Debt recovery policy - 2.3 Disputes to be rephrased to ensure accountability

7. Risk Report

KK provided an overview of the risk report highlighting the ability to return to trading solvently along with the risk and mitigations associated with this.

BL asked if our venues will be able to cope with hosting vaccines centres and being open for business as usual. KK noted that some of our venues are also being used for voting for the upcoming elections. MK advised that for our trading activities this may act in our favour, the areas that are being used for vaccines have been ringfenced and will not impact on venue operations and flow of customers.

FQ asked about the scoring on some of the risk areas particularly around technology solutions and voluntary severance and how even after mitigation the risk score was still high. KK noted that this was due to some of the elements involved being outwith the control of FCSTL therefore we are unable to influence these.

8. FCT/FCSTL MOU

KK provided an overview of the MOU paper that recently went to the Finance and Audit Committee. KK provided details around the cost for support and library service and the discussions around the level of authority for FCSTL. BL noted that understanding the support costs allow us to understand what the actual costs are and how much we should be charging for items to ensure a full cost recovery.

Further details were provided around the MOU areas the Finance and Audit Committee has agreed on:

Method for calculating Service Fees to be charged to FCSTL – The committee agreed to implement the suggested method for calculating service fees (based on percentage of time spent supporting FCSTL by FCT team members) with a view to review this on a quarterly basis throughout 2021/22.

Allocation of library payroll costs to be charged to FCSTL – The committee agreed to proceed with this charge following a review of the Tier 1 services provided. KK will follow up via email with committee members about what this charge will be

Occupation fees to be charged to FCSTL – The committee agreed that a licence to occupy is to be used instead of a rental lease and that occupation fees calculated on a similar basis to FCT and it's landlord be applied, i.e. only £1 per annum are to be charged to FCSTL.

FCSTL's level of authority and associated business planning process – It was suggested that common practice should be followed and perhaps Burness Paull could help guide this based on business standard. It was also noted that to ensure ongoing levels of authority were appropriate the articles of association for FCSTL could be changed to give a new 'split' on the Board, making it a 50/50 membership between FCT representatives and external Board members.

BL suggested that the MOU paper being taken to the Board is circulated to JS and LB.

Action: Board MOU paper to be circulated to JS and LB

9. Workshop Outcomes

JR outlined the topics covered at the recent FCSTL Board workshop on 28th January, the feedback and discussion that was shared and the subsequent outcomes.

SS noted that some of the 'R's seemed to be missing from RACI model, KK confirmed and agreed that an updated version will be sent after the meeting.

Action: Updated version of Appendix 1 - RACI model & FCSTL, to be shared with Board

10.AOB

There was no other business.

11. Chairs Business

Chair Business was held in a closed session.

Date of Next Meeting: 25th May 2021