

Fife Sports and Leisure Trust

Record of the Meeting of the Board of Directors for Fife Sports and Leisure Trust
held on Thursday 20th June 2019 at 3.30pm in
the Corporate Training Room, Cowdenbeath Leisure Centre

Present: R Campbell (Chair)
J Hamilton (JH)
K Caldwell (KC)
A Suttie (AS)
E Wallace (EW)
D Lothian (DL)
L Erskine (LE)

In Attendance: E Watson (CEO) Chief Executive
W Watson (WW) Chief Operating Officer
L Turnbull (LT) Human Resources Manager
V Wyse (VW) Head of Finance & Business Development
S Aldred (SA) Company Accountant
C Bowman (CB) Personal Assistant (Minutes)

ACTION

769. Welcome and Apologies

The Chair welcomed everyone to the meeting. Apologies were received from Carolyn McDonald, Darren Watt, Neil Mitchell and Neil Crooks.

The Chair informed Directors that Neil Mitchell is unable to attend Board Meetings for the next six months due to business commitments out with FSLT and has requested a leave of absence during that time. Directors were happy to accept this request and for Neil to be kept informed of FSLT business.

770. Declaration of Interests

There were no conflicts of interest declared.

771. Minute of the Board Meeting held on 21st March 2019

The Minute of the Board Meeting held on 21st March 2019 was approved and the Chair was authorised to sign it.

772. Matters Arising

740. Ongoing Fraud Investigation

WW advised Directors that she had Chaired a Disciplinary Hearing following an investigation into alleged fraud. Directors

were advised that the matter is now concluded and the employee who was under investigation has resigned.

Fife Council has been engaged to provide FSLT with internal audit support. The Council has committed to providing FSLT with 30-40 working days' free of charge for this work to be undertaken. The first centres to be audited will be Cowdenbeath Leisure Centre and Michael Woods Sports and Leisure Centre.

Following further consideration of this matter Directors agreed to a longer term Audit Plan (three-five years) to be developed and it was remitted to the EMT to progress matters. This item will be discussed further by the Audit, Finance and Compliance Committee at its next meeting.

**EMT
VW**

762.3 Review of Committee Functions

The CEO provided a further update on the work taking place to review the Committee functions and advised that a Briefing Note has been prepared for the Chair and Vice Chair's consideration. It was confirmed that Directors will be given an opportunity have an input to the review at a later stage.

CEO

762.4 Loss of Income Correspondence with Fife Council

The CEO advised that FSLT's claim for loss of income has unfortunately not been successful despite attempts to put forward a supporting case for the claim. The CEO further advised that advice from Burness Paull LLP had been given but the process had now come to an end.

Directors agreed that many of the buildings are not fit for purpose and that there is a need to revise the Services Agreement to recognise that unexpected closure of facilities due to substandard building work creates an unanticipated loss of income to FSLT for which it must be recompensed.

It was agreed that the CEO would raise this matter with the Chief Executive of Fife Council at a forthcoming stakeholder meeting.

CEO

764. 2019/20 Budget Report

Directors were advised that the matter of the renegotiation of the Management Fee for 2019/20 was ongoing and that Fife Council had requested end of year budget information for the previous year. VW confirmed this information would be submitted very shortly.

VW

765. Health and Safety

The CEO advised that there were no health and safety matters to report to the Board. It was noted that the Health and Safety Policy continued to be reviewed, albeit the work is now at a final stage. Directors were advised that minor adjustments had been made to the “Do Not Attempt Cardio Pulmonary Resuscitation Policy” following dialogue between EW and Martin Rae.

766. Board Training Day

The CEO advised that following contact with Directors the next FSLT Board Away Day will take place on Tuesday 10th September 2019. Details of the programme and the venue will be submitted in due course.

CEO

773. Chairman’s Report

The Chair reported that since the last Board Meeting he had met with the CEO on several occasions to discuss various items of Board business including the fraud investigation, strategic planning, the outcome of the Appointments Committee and a meeting with Neil Mitchell. He had also met with Alain Sommerville, an external Consultant who is assisting the EMT with the Committee functions review.

Directors noted the report.

774. CEO’s Report

The CEO updated Directors on the following items of business:

774.1 A Review of Performance for 2018/19

The CEO referred to the Review of Performance 2018/19 infographic brochure which summarises the work undertaken by the company to deliver programmes and services during the year. The Chair commended the hard work of staff and the Executive Management Team in delivering services despite the cut in the Management Fee and requested that a formal thank you be delivered to staff in the next Staff Newsletter.

CEO

Following consideration of this agenda item it was agreed that Donna Milne, Director of Public Health, should be invited to a future Board Meeting.

CEO

774.2 Fife Council and Trusts' Management Working Group Briefing Note

The CEO advised Directors that a first meeting has taken place between Fife Council's Head of Communities and Neighbourhoods and the CEOs from the four Fife Trusts to discuss key strategic planning matters. A copy of the Terms of Reference for the meetings was circulated for Directors' information. The CEO agreed to provide further updates on the business of the group at future Board Meetings.

CEO

774.3 GDPR

VW advised that a new Data Protection Officer has been appointed to work with FSLT on matters relating to GDPR. A further progress report will be given to Directors at the August Board Meeting.

VW

774.4 Investigation

It was noted that this item had been discussed under Matters Arising, Item No.740.

774.5 Business Development Initiatives Briefing Note

The CEO updated Directors on income generated within on-site advertising, the Leisure Active Membership Scheme, the Learn to Swim Programme and the removal of wet side Quid-a-Kid at weekends for the months of April and May.

774.6 FSLT Fundraising Initiatives

The CEO advised Directors that a fundraising initiative had been launched in April and had raised £1,800 with all monies being re-invested back into the Health and Wellbeing Team. Directors suggested writing to local companies to encourage them to advertise their business within FSLT and promote that they are investing in the health and wellbeing of the community.

WW

774.7 Review of FSLT's Corporate Strategy

The CEO reminded Directors that the current Corporate Strategy will come to an end at the end of the current financial year and that work will commence shortly on the development of a new Strategy. Directors were further advised that a meeting has taken place with the Chair and Vice Chair to discuss key elements of the document and it had been agreed that Dr Alaine Sommerville, who has previously provided support and advice to FSLT, would be engaged to provide support to the CEO and Executive Team. Directors agreed that a budget would be required for this work.

774.8 Health and Safety

There were no health and safety issues of significant note to report at Board level.

774.9 Outcome of the CEO's one-to-one meeting with Paul Vaughan, Head of Communities and Neighbourhoods

The CEO advised on the discussions that had taken place at a recent meeting with PV. Matters covered included the future of ALEOs, finance, business planning initiatives and Fife Council's desire to see the activities of the Fife Golf Trust merged with FSLT. The CEO advised that no further progress had been made with persuading Fife Council to integrate its Sports Development Team and Active Communities Team with FSLT. The Board will receive future updates as and when information becomes available.

775. FSLT and FGT Merger Report

Directors were advised on the current status with FSLT's proposed merger with Fife Golf Trust (FGT). Following consideration of this item the CEO was requested to seek confirmation from Fife Council as to their preferred operating model. Following an agreement of the model (which would also involve discussions with FGT) it was agreed that OSCR would require to be consulted on the merger proposal.

CEO

During the course of discussions the Chair advised Directors of the content of an email which the CEO received from Neil Crooks. Following consideration of its content Directors agreed that the CEO should continue dialogue with Council Officers to bring to a conclusion early matters which require clarified. Directors did acknowledge the need for joint working with FGT during the due diligence period.

It was remitted to the CEO to discuss the merger at a forthcoming stakeholder's meeting with Fife Council's Chief Executive.

CEO

776. Redesign of Services Report

The CEO presented a report which provided Directors with an update on the work involved with the Redesign of Services following confirmation of the reduced Management Fee from Fife Council for financial years 2019/22. LT provided an update on the work involved with the Managing Change projects. Following consideration of the report it was agreed that the CEO/Executive Management Team would provide further updates at future Board Meetings.

Directors noted the content of the report.

777. Finance Report

SA presented the report which was considered by the Audit, Finance and Compliance Committee at a meeting 12th June 2019.

The report outlined the Provisional Out-Turn position as at 31st March 2019, the cash flow forecast for the year to 31st March 2020 and the outstanding debtors balance as at 6th June 2019. It was noted that VW will ask Fife Council to change the date it pays FSLT its Management Fee to ease the cash flow position.

VW

In response to a question from the Chair, VW clarified the position on the pension deficit and the unexpected payment of voluntary VAT.

Directors agreed to write off a number of small debts to the value of £7,837 and were advised that Fife Council's Debt Recovery service will continue to pursue the remainder of outstanding debts.

Directors noted the report.

778. Appointment of Independent Director Report

Directors were given an update on the recruitment and selection process for an Independent Director following the resignation of Tom Norris. The Chair and Vice Chair provided an overview of a meeting with Mr Peter Gulline who has expressed an interest to join the Board. Directors were asked to endorse the Appointments Committee recommendation that Mr Gulline be appointed to the Board. The endorsement was approved.

It was remitted to the CEO to write to Fife Council in their capacity as Sole Member to finalise the appointment arrangements.

CEO

779. Committee Business Report

The CEO referred to the Minutes of the recent Committee meetings - Health & Physical Activity, Human Resources Audit and Finance & Compliance.

It was noted that Health & Physical Activity Committee was not quorate for its meeting.

Directors approved FSLT's Job Appeals Procedure which had previously been considered and endorsed by the Human Resources Committee.

780. AOB

The Chair enquired as to the position with the company's subsidiary company 'Be Active Fife – CIC'. VW advised that there is still work to

be done, however the company should be in a position to start trading in the near future.

781. Date of Next Meeting

Thursday 8th August 2019 commencing at 3.30pm in the Corporate Training Room, Cowdenbeath Leisure Centre.

Signed _____
Chair

Date _____