

Minute of Meeting of Shetland Arts Development Agency Board of Trustees, Tuesday 24th March 2015, held at 6.00pm at Bonhoga Gallery, Weisdale.

Present:

Leslie Lowes (LL), Vice Chair, Shetland Arts
 Danus Skene (DS), Trustee, Shetland Arts
 Robin Sandison (RS), Trustee, Shetland Arts
 Olive MacLeod (OM), Trustee, Shetland Arts
 Steven Cheverton (SC), Trustee, Shetland Arts
 Alan Lindsay (AL), Trustee, Shetland Arts
 Veronica Rocks (VR), Trustee, Shetland Arts
 John Dally (JD), Trustee, Shetland Arts

In Attendance:

Graeme Howell (GH), General Manager, Shetland Arts
 Glenda Mackay (GM), Administrative Officer, Shetland Arts (Minute taker)
 David Taylor, Creative Scotland

Apologies:

Item	Topic	Action
1	<p>Welcome, Apologies & Declaration of Interest</p> <p>The Vice Chair welcomed everyone to the meeting.</p> <p>There were no declarations of interest expressed.</p>	
2	<p>Election of Chairman – CLOSED ITEM</p>	
3	<p>Minutes of previous meetings</p> <p>Meeting 26th February 2015</p> <p>The minutes are accurate subject to two amendments:</p> <p>Lorraine Hall should come under ‘In Attendance’ and remove ‘until May’ from the first paragraph of item 4.</p> <p>The Board agreed that these are accurate minutes subject to these changes.</p>	
4	<p>Finance</p> <p>Management Accounting</p> <p>OM explained that there is a surplus for January. The Café/bar income during this month was only 28K which is the lowest it has been the whole year. GH explained how it is quite a quiet period between New Year and Up Helly Aa and we should look at budgeting better for this. There is a deficit with the Garrison.</p>	

	<p>Cashflow position – CLOSED ITEM</p> <p>Preparation of Accounts</p> <p>We have received quotes from Baker Tilly and A9 for preparing our financial statements. The Board decided to go with Baker Tilly and OM will get back to them both to advise the Boards decision.</p>	<p>OM</p>
<p>5</p>	<p>General Manager’s Report</p> <p>GH highlighted some key points from his report:</p> <p>Estates</p> <p>Mareel – The Heineken venue bar will be installed in the last week of April. Garrison – GH explained that he would like the Board to consider the new pricing structure for the Garrison (all excluding VAT): £120 for 3 hours including a technician, £240 for a whole day including a technician, £18 per hour for a second technician, also +5% of Box Office for shows. The Board agreed that they were happy for GH to proceed with these price changes.</p> <p>Programming</p> <p>Shetland Youth Theatre have been invited to Inverness to take part in NT Connections Festival 2015 where they will be performing Remote.</p> <p>Staffing – CLOSED ITEM</p> <p>Funding</p> <p>Creative Scotland 1st quarterly review meeting is on 25th March. Shetland Charitable Trust - The heads of trusts meeting is being held on 2nd April. CCSkills are providing funding for a technical theatre apprentice which we’ll be committing to in May. This will be for a 16 – 19 year old. SADA have identified 4 other apprenticeships they’d like to deliver and are currently in negotiations with the Shetland College about how these would be delivered. The non-statutory training budget from HIE has been extended until December 2015. SADA have signed off all of the claims around change management. SADA are exploring an internship with Digital Scotland over</p>	

	<p>the Summer in the Marketing department to review our online presence and come up with a better strategy.</p>	
<p>6</p>	<p>Board Recruitment & Training</p> <p>LL referred to GH's report included in the Board pack. We currently have 8 trustees, but the admin regulations state that we should have a minimum of 10 and maximum of 13. The trust deed states that trustees can serve two 3-year terms. The Board discussed options around terms for trustees and options for the future of Shetland Arts Development Agency including moving to a community interest company or a company limited by guarantee. It was decided that a restructure at high level would be needed by end of financial year 2016.</p> <p>GH explained that he would be keen to advertise for new trustees and that the Board should aim to recruit at least 6 new trustees by December 2015. There was a discussion on how to go about recruiting. David Taylor mentioned that he would be happy to help advertise via the Creative Scotland opportunities website. GH mentioned how he would be keen to get some people based on the mainland to join the Board.</p> <p>LL reminded trustees that while we were recruiting board members we needed to ensure the SADA board reflected the diversity of the Shetland community.</p> <p>The Board discussed the frequency of meetings at the moment. GH suggested having meetings bimonthly instead of monthly. The Board also discussed having quarterly meetings which would mean having small working groups meeting regularly too. Bimonthly was the most favourable option but the Board decided to continue with monthly meetings at the moment and review the schedule again in May.</p> <p>GH explained that he would like to have an away day arranged for October for senior management and the Board.</p> <p>The Board agreed to meet in April, May and June and decided to make a decision on the meeting schedule at the May meeting. The Board agreed to advertise for Trustees from the Friday after Easter for 2 weeks. The Board also agreed to bring the names of prospective Trustees to the next meeting for consideration.</p> <p>OSCR have received a complaint that the Board does not have enough Board members to form a quorum. The trust deed specifies 6 to be quorate and 7 if there are 13 trustees. The Board is quorate, but does not have the minimum</p>	<p>Board</p>

	number of 10 Trustee, with 8 currently on the Board. OSCR are expecting a response by the end of March including details of all trustees and copies of minutes from January 2014 onwards. GH has agreed to telephone OSCR and also to respond to them by letter.	GH
7	Any Other Business as agreed by the Chair at the Start of the meeting Each of the Board members completed a Declaration of Interests form for our records.	
8	Future SADA Board Meetings:	
8a	The next meeting will take place on Tuesday 21 st April 2015 at 5.30pm in Mareel. The Board agreed that future meetings would begin at 5.30pm.	

Meeting closed at 8.07pm.

Minute approved:

Leslie Lowes
Vice Chair, Shetland Arts Development Agency