

# **Board of Directors Note of Meeting**



**Leisure**

**Thursday 13<sup>th</sup> December 2012**

# West Dunbartonshire Leisure Trust

## Minutes of Board Meeting 13 December 2012

Present: Councillor David McBride (DMcB) Partner Director (Chair)  
 Kenny Clark (KC) Independent Director (Vice Chair)  
 Councillor William Hendrie (WH) Partner Director  
 Councillor Kath Ryall (KR) Partner Director

Jim Gunn (JG) Independent Director  
 Denise Laverty (DL) Independent Director  
 David Smith (DS) Independent Director  
 Tony Waclawski (TW) Independent Director  
 Joanne Harkin (JH) Employee Representative Director

Apologies: There were no apologies

In Attendance: John Anderson (JA) General Manager (WDL)  
 Fiona McGuigan (FMCG) Senior Leisure Trust Officer (WDL)  
 Bobby Kerr (BK) Development Officer (WDL – Minutes)  
 Gillian McNeilly (GMcN) Manager of Accounting (WDC)

Item	Subject	Action
1	<b>Welcome and Introductions</b>  Chair David McB welcomed everyone to the meeting.	
2	<b>Declaration of Interest</b>  No declarations of interest were declared	
3	<b>Minutes of meeting 12 September and 15 November 2012</b>  The minutes were accepted as an accurate record and agreed for both meetings.	
Item	Subject	Action
4	<b>Financial Reports</b>  <b>Revenue</b> - Report 008 period 6 to 30 September 2012 and period 7 to 31 October 2012 – Gillian gave a detailed synopsis of the financial reports. Jim suggested producing a forecast for the next 3 months. Gillian said that she would produce a template for a 3 month forecast. Jim asked to meet with Gillian to discuss and John agreed to arrange a meeting with himself, Jim and Gillian.  Gillian said that the year-end accounts for the Council would be produced by the end of June and suggested that W.D.L.'s be produce by the end of July. Gillian then discussed W.D.L.'s position in respect of reserves. She said that it is prudent to have funds in reserve and she would come back to the next meeting with information for the Board to consider.	<b>JA</b>  <b>GMcN</b>

	David McB thanked Gillian for her detailed account of W.D.L. financial position.	
<b>5</b>	<p><b>Provision of Company Audit</b></p> <p>Fiona gave a verbal report for the provision of auditors, points highlighted included:</p> <ul style="list-style-type: none"> <li>• The specification was prepared with the assistance of the Council's procurement section and a small team including Gillian, Fiona, and other Finance Officers.</li> <li>• Return date for tender submissions was 7<sup>th</sup> Dec.</li> <li>• 8 returns have been received, all of good quality with a range of experience with charitable organisations and leisure trusts, none have failed to provide the required information.</li> <li>• A scoring mechanism had been developed by the procurement team within financial expertise provided by Gillian.</li> <li>• Each submission will be independently scored by the team. Meeting next week to agree a consensus and narrow down to three preferred bidders.</li> <li>• Intention is to call the preferred bidders to interview with the team and Board Audit Sub group in early January. Advised that a partner director required to be selected for the audit sub group.</li> <li>• Fiona asked that the board decide on interview process, presentation plus questions or interview process.</li> </ul> <p>David McB agreed to represent the Partner Directors.</p> <p>There followed a short discussion on the interview process. Tony felt the Independent Directors would benefit from meeting with the Finance team before the interviews. It was agreed that the bidders would give a presentation followed by questions. Fiona to keep audit sub group advised of progress</p>	<b>FMcG</b>
<b>6</b>	<p><b>Business Case Key Risks and Actions</b></p> <p>John discussed report 010 and said that all but one of the risks had been completed. The outstanding risk concerned the concessions scheme. John said that it would be discussed at a forthcoming W.D.L. / W.D.C monitoring meeting and that a review of the scheme would take place next year. John added that there would be a risk analysis carried out each year with a Risk Management section highlighted in the Business Plan with a Risk Register compiled with all risks aligned to the strategic outcomes. It was agreed to note the report.</p>	<b>JA</b>
<b>7</b>	<p><b>Gym Equipment / Refurbishment</b></p> <p>John referred to report 012 previously circulated. There followed a discussion on the points raised. John explained the procurement process that had been followed by W.D.L. and the comments made by the Council's Legal Manager.</p> <p>The report contained a series of options for the Board to consider. The report also highlighted tables containing potential additional income to accompany each option.</p>	

	<p>Following consideration by the Board option 4.2. was agreed.</p> <p>With regards to timescales John said that he would work closely with the procurement team to work towards an installation date of mid to late July which, along with December, is one of the quietest periods for gyms.</p>	<b>JA</b>
<b>8</b>	<p><b>Vending Provision</b></p> <p>John gave a verbal report on the recent tender exercise for the vending provision at the main leisure centres and Community Facilities. He said that Coca Cola Enterprises had won the contract in a recent competitive exercise.</p> <p>Tony asked if there was a choice of healthy options available, John confirmed that there was. Kath asked that W.D.L. take the lead in following an ethical procurement policy. John said that he would take this into consideration for future tenders and take a lead from the Board of Directors.</p>	<b>JA</b>
<b>9</b>	<p><b>Trade Unions Meetings</b></p> <p>John referred to report number 011. It was agreed to change point 2.2. of the report to read “<i>the Board agree to a two tier meeting structure with Trade Unions; Tier 1 (JCF) – 3 Board Members; General Manager; and a HR Advisor meet with (Trade Union Convenors) instead of full time Trade Union Officers on a 6 monthly basis</i>”.</p> <p>Following a short discussion it was also agreed that a shop steward from each of the trade unions plus the Convenors attend the 1st tier meetings. It was also agreed that the minutes from the 2<sup>nd</sup> tier meetings would be distributed to the Board Directors who attend the 1<sup>st</sup> tier meetings.</p> <p>The three Directors appointed to meet with the Trade Unions were William, Jim and David S.</p>	
<b>10</b>	<p><b>Public Access to W.D.L. Board Activities</b></p> <p>John said that he had received nine responses from other Leisure Trusts around Scotland regarding publishing Board minutes. Six said they did not publish minutes and three said they did. Many of the Leisure Trusts published annual reports on their web sites.</p> <p>It was agreed that some issues would be so sensitive that they could not be published but an extract could be published.</p> <p>David McB said that he was keen that the Board was seen to be transparent and that the public see agendas, minutes and decisions.</p> <p>In conclusion David McB said that it was still early days and suggested that the status quo continue for the next few meetings where upon the position will be reviewed.</p>	

<p><b>11</b></p>	<p><b>Annual General Meeting and Board Meetings for 2013 / 2014</b></p> <p>John referred to the proposed dates previously circulated. The dates were agreed and it was also agreed to keep the meeting day to a Thursday. The dates for 2013 / 2014 would therefore be:</p> <ul style="list-style-type: none"> <li>• 29 August 2013 (Review of 1<sup>st</sup> Quarter: April – June)</li> <li>• 28 November 2013 (Review of 2<sup>nd</sup> Quarter: July – September)</li> <li>• 27 February 2014 (Review of 3<sup>rd</sup> Quarter: October – December)</li> <li>• 29 May 2014 (Review of 4<sup>th</sup> Quarter: January – March)</li> </ul> <p>It was also agreed that the venue remain the W.D.L. Head Office.</p> <p>Tony felt that there a long gap between the March 2013 meeting and the next proposed meeting in August 2013. It was agreed a decision for a meeting before August will be taken at the March meeting.</p> <p>With regards to the annual general meeting, it was agreed that it would be held in the month of September 2013, dependant on the completion date of the company accounts. Date to be confirmed.</p>	
<p><b>12</b></p>	<p><b>Sports Show 2012</b></p> <p>John gave a brief overview of the recent very successful Sports Shows that were held at the Meadow Centre and Play Drome. A two minute DVD was broadcast to the Board.</p>	
<p><b>13</b></p>	<p><b>Any Other Business</b></p> <p>A copy of Active Schools Annual Report 2011/12 (Academic Year) was circulated to all Board Members.</p> <p>Board members were reminded to send their biography details to Bobby.</p>	<p><b>ALL</b></p>
<p><b>14</b></p>	<p><b>Date of next meeting</b></p> <p>The next meeting will be held at the W.D.L. Head Office on Monday 18 March 2013.</p>	

Signed:



David McBride (Chair)