

**Minute of a Meeting of Shetland Arts Development Agency Board of Trustees, held at 10.00am on Saturday 20<sup>th</sup> November 2010 at Shetland Arts Offices, Toll Clock Centre, Lerwick**

**Present:**

Jim Johnston (JJohn), Trustee/Chair, Shetland Arts (Chair)  
 John Dally (JDal), Trustee, Shetland Arts  
 Robina Barton (RB), Trustee, Shetland Arts  
 Joyce Davies (JDav), Trustee, Shetland Arts  
 James Sinclair (JS), Trustee, Shetland Arts  
 John Goodlad (JG), Trustee, Shetland Arts  
 Leslie Lowes, (LL), Trustee, Shetland Arts

**In Attendance:**

Gwilym Gibbons (GG), Director, Shetland Arts  
 Lynda Anderson, Office Administrator, Shetland Arts (minutes)

**Apologies:**

Mark Burgess (MB), Trustee, Shetland Arts

<b>Item</b>	<b>Topic</b>	<b>Action</b>
<b>1</b>	<b>Apologies and welcome</b>	
	Apologies were received from Mr Burgess. Mr Johnston welcomed everyone to the meeting.	
<b>2</b>	<b>Minutes of the last meeting</b>	
<b>2a</b>	Mr Dally noted that the venue of the meeting on 28/09/10 was incorrectly recorded as Bonhoga, instead of Shetland Museum & Archives.  Approval of the minutes was proposed by Mr Goodlad, and seconded by Mrs Barton.	<b>Admin</b>
<b>2b</b>	<b>Matters Arising that don't appear within the agenda</b>	
	Mr Dally asked about future site visits. Mr Gibbons noted that a more informal arrangement had been reached with DITT, and that himself or Mr Richard Wemyss can take up to 3 people with them, as and when they are visiting the site.  Mr Sinclair asked for an update on Bonhoga electricity. Mr Gibbons reported that money is still being held in reserve. The meter hasn't been read in 6 years.  Details of pension scheme underwriting from Charitable Trust have still to be requested. Mrs Barton and Mr Burgess have still to be officially documented as having Power of Attorney.  Endowment for the Arts – Mr Gibbons noted that work on this is continuing – conversations have been held with HI-ARTS on a regional endowment for the Highlands and Islands.	<b>Admin</b>

	<p>Mr Gibbons suggested that updates on Endowment for the Arts and other long-term projects be added as a long-standing Agenda Item. This would include updates on the Friends Scheme, which Mr Gibbons noted will be more closely considered once Mareel opens. He will delegate this to the Management Team.</p> <p>Mr Gibbons noted that he met with Mrs Florence Grains, the new Culture Spokesperson for Shetland Islands Council. Mr Johnston asked that Mrs Grains be sent an invite to all future Board Meetings.</p>	<b>Agenda</b>
<b>3a</b>	<b>Management Accounts</b>	
	<p>Mr Gibbons noted that a new column 'Revised Budget' has been added to the Management Accounts summary to better reflect the true end of the year budgets. Figures relating to the projected opening of Mareel in April have been removed.</p> <p>Mr Gibbons noted the need to work hard to make savings between now and Mareel opening.</p> <p>Mrs Barton asked for clarification on the figure of £4,135 remaining for other earned income. Mr Gibbons will check this with the finance team and report back.</p>	<b>GG</b>
<b>3b</b>	<b>Director's Travel Update</b>	
	<p>Mrs Barton expressed concern at the number of off-island trips. Mr Gibbons explained these trips were around establishing relationships to position Mareel as an international venue. Some of the trips were also to attend conferences, and for training.</p> <p>Mrs Davies asked if in the future, some of these events/meetings could be attended by the senior management team. Mr Gibbons noted that he combines a number of different meetings in each trip, and that this is more cost and time effective. He added that some senior managers do also attend meetings away, for example Mr Wemyss recently attended an events conference.</p> <p>Mr Johnston commented that the Board recognise the need for the Director's travel and that he should be left to manage this.</p> <p>It was agreed that proposed meetings to explore the possibility of major investment mitigates director's travel and that some information on these meetings should be included in the Director's Travel Update.</p>	
<b>4</b>	<b>Large Scale Projects Update</b>	
<b>4.1</b>	<b>Mareel Construction Update</b>	
	Mr Gibbons reported that a routine audit was carried out by	

	<p>the Scottish Government for Mareel European Regional Development Fund funding on 9<sup>th</sup> November and that this had gone well. This involved a full day of questions and providing evidence. Mr Gibbons clarified ERDF funding for Mareel is £8.5M.</p> <p>Mr Gibbons reported that construction of Mareel is still on time, and on budget. A discussion was held around the completion date. Mr Gibbons explained there is likely to be a phased handover with certain areas of the building being closed off for DITT to continue working while Shetland Arts enter completed areas. He noted that large parts of the building are already being plastered.</p> <p>Mr Gibbons reported that the large timber beams had arrived and were now in place. These areas will be glazed next week.</p>	
<b>4.2</b>	<b>Operational Update</b>	
	<p>Mr Gibbons reported that most of the Operations work recently had been around recruitment, and multiple meetings off island to establish relationships around Mareel as a live broadcast venue.</p> <p>Mr Dally suggested arranging corporate deals for visitors' travel to/from Shetland. Mr Gibbons said that these conversations will begin soon.</p>	
<b>4.3</b>	<b>Opening Events</b>	
	<p>Mr Gibbons reported that a formal reception would first be held, involving builders, funders, elected members, politicians etc. Decisions on the format of this event have still to be made.</p> <p>A discussion was held around other options for opening events.</p> <p>Mr Lowes said as Mareel's opening was such a significant event for SADA and so important for the future, he hoped SADA would commission a documentary film-of-record about Mareel, which might be screened as part of the opening celebrations.</p>	
<b>4.4</b>	<b>Between Weathers LLP</b>	
<b>4.1</b>	<p>Mr Gibbons proposed establishing a limited liability partnership (LLP) with B4 Films, called Between Weathers LLP. The aim of this partnership would be to retain as much intellectual property (IP) of the film as possible, including the soundtrack. Post- production work would take place in Mareel. The film is due to be shot May, June, July 2011.</p> <p>Mr Gibbons explained that rather than charge full rates for the</p>	

	<p>use of Mareel, it would be provided at a reduced rate in return for a share of intellectual property (IP) of film. This represents an investment of time rather than money. Mr Gibbons added there is added PR value in Mareel being used for post-production work.</p> <p>A new body called Shetland Arts CIC will also be established with a view to recommendation to the Board at a special Board meeting in mid January 2011.</p> <p>Mr Dally asked if the LLP would create a lock between Shetland Arts and B4Films. Mr Gibbons reported that there will be a 3-year lock on Between Weathers profits with B4Films given first refusal for investment in another project. Mr Gibbons added that he has received approval in principle from Creative Scotland for funds to establish the LLP.</p>	
<b>4.2</b>	Mr Gibbons referred to the document outlining the mechanism for crowd-sourcing as a means to attract investment in the film. This would be the first time an online networking system of this kind had been used for a large commercial venture. Mr Lowes noted this has worked well for small independent films.	
<b>4.3</b>	<p>Approval for Shetland Arts to instruct lawyers to form an LLP with B4Films to deliver the Between Weathers Project was proposed by Mr Goodlad and seconded by Mr Lowes.</p> <p>Approval for Shetland Arts to instruct lawyers to prepare paperwork for a new body called Shetland Arts CIC was proposed by Mr Dally, and seconded by Mr Sinclair.</p>	
<b>4.5</b>	<b>Westside Cluster</b>	
	Mr Gibbons referred to the attached Micro-Hydro Feasibility Study and reported that grants of up to £160,000 are available for the hydro scheme. Purchase of the land could be matched against this grant. The report was noted by the Board.	
<b>5</b>	<b>Dates of Future Meetings</b>	
<b>5a</b>	<b>SADA Board Meeting</b> – 16 <sup>th</sup> December 2010. Mr Johnston asked that this meeting be held at Bonhoga. All agreed.	
<b>6.0</b>	<b>AOB</b>	
<b>6.1</b>	Recruitment – a discussion was held around the announcement of new posts and that trustees were not informed immediately. It was agreed that in future a confidential email would be sent to all trustees, informing them of such decisions.	
<b>6.2</b>	Tall Ships – Mr Dally asked on behalf of the Tall Ships Committee of confirmation that Mareel would be operational in July 2011 for the Tall Ships visit. Mr Gibbons said that	

Shetland Arts Board Minutes 20<sup>th</sup> November 2010

	everyone is now working towards the building being open by then, and that if anything changes he will notify the committee immediately. He reiterated that the booking was made on a provisional basis. Mr Gibbons will continue to communicate with the Tall Ships Committee.	
<b>6.3</b>	The meeting closed at 12.30pm	

CLOSED ITEMS HAVE BEEN REMOVED FROM THIS PUBLIC MINUTE