

Minute of a Meeting of Shetland Arts Development Agency Board of Trustees, held at 1.00pm on Friday 7th May 2010 at Shetland Arts Offices, Toll Clock Centre.

Appendix: Note of Discussions by Shetland Arts Development Agency Board of Trustees. 6.00pm, Tuesday 4th May 2010 at Bonhoga Café, Weisdale Mill

Present:

Johan Adamson (JA), Trustee, Shetland Arts (Chair)
 John Dally (JDal), Trustee, Shetland Arts
 Joanne Jamieson (JJam), Trustee, Shetland Arts
 James Sinclair (JS), Trustee, Shetland Arts
 George Smith (GS), Trustee, Shetland Arts
 John Goodlad (JG), Trustee, Shetland Arts
 Robina Barton (RB), Trustee, Shetland Arts
 Mark Burgess (MB), Trustee, Shetland Arts

In Attendance:

Gwilym Gibbons (GG), Director, Shetland Arts
 Lynda Anderson, Office Administrator, Shetland Arts (minutes)
 Kathy Hubbard (KH), Arts Development Manager, Shetland Arts
 Mary Smith (MS), Westside Cluster Project Manager, Shetland Arts

Apologies:

Jim Johnston (JJohn), Trustee/Chair, Shetland Arts
 Joyce Davies (JDav), Trustee, Shetland Arts
 Leslie Lowes, (LL), Trustee, Shetland Arts

Item	Topic	Action
1	Apologies and welcome	
	Mrs Adamson chaired in Mr Johnston's absence. She welcomed everyone to the meeting.	
	Mr Gibbons explained that the scheduled Board Meeting of 4 th May was not quorate, and as a result it had been necessary to arrange this additional quorate meeting to make decisions on agenda items.	
2a	Approval of Minute for Accuracy (18/03/10)	
	The minute of the previous meeting was approved as an accurate record.	
3	Finance and Management	
3a	Management Accounts	
	Mrs Adamson asked that Trustees check through management accounts. No discussion was held and accounts were approved by Mr Goodlad, and seconded by Mrs Adamson.	
3c	Feedback from Arts Development Meeting format	

	discussions	
	<p>A discussion was held at the meeting on Tuesday 4th May around this item. Mr Goodlad summarised that after discussions between himself, Mr (Bryan) Peterson and Mrs Hubbard, they would like to see a move away from a formal agenda and minutes meeting structure, to more of a free-thinking day.</p> <p>This new structure is due to start Tuesday 11th May.</p> <p>Mr Dally noted he that is unavailable Tuesday evenings due to Fire Service training. Mr Sinclair added that he is unavailable the first Tuesday of every month. Mrs Hubbard suggested that meetings be rotated through Monday to Thursday evenings. All agreed.</p>	
3e	SADA Rate Card	
	Use of the SADA Rate Card was agreed, with recognition that rates could be revised down the line.	
5	Dates of future meetings	
5.1	Next SADA Board Meeting – Wednesday 16 th June 2010, 6pm. Venue to be confirmed.	
5.2	Next SADA Finance Sub-Committee – Monday 7 th June 2010, 4.00pm at Toll Clock Office.	
5.3	The meeting closed at 2.00 pm.	

CLOSED ITEMS HAVE BEEN REMOVED FROM THIS PUBLIC MINUTE

Note of Discussions by Shetland Arts Development Agency Board of Trustees. 6.00pm, Tuesday 4th May 2010 at Bonhoga Café, Weisdale Mill

Present:

Johan Adamson (JA), Trustee, Shetland Arts (Chair)
 Mark Burgess (MB), Trustee, Shetland Arts
 James Sinclair (JS), Trustee, Shetland Arts
 John Goodlad (JG), Trustee, Shetland Arts
 Robina Barton (RB), Trustee, Shetland Arts (from 6.15pm)

In Attendance:

Gwilym Gibbons (GG), Director, Shetland Arts
 Lynda Anderson, Office Administrator, Shetland Arts (minutes)
 Kathy Hubbard (KH), Arts Development Manager, Shetland Arts
 Mary Smith (MS), Westside Cluster Project Manager, Shetland Arts
 Rick Nickerson, Cultural Spokesperson, SIC

Apologies:

Jim Johnston (JJohn), Chair, Shetland Arts
 John Dally (JDal), Trustee, Shetland Arts
 Joyce Davies (JDav), Trustee, Shetland Arts
 Joanne Jamieson (JJam), Trustee, Shetland Arts
 Leslie Lowes, (LL), Trustee, Shetland Arts

Item	Topic	Action
1	Apologies and welcome	
	Mr Gibbons reported that apologies had been received from Mr Johnston, Mr Dally, Mrs Davies, Mrs Jamieson and Mr Lowes. He acknowledged that with only 5 trustees in attendance, the meeting was not quorate and so decisions could not be taken on agenda items. He proposed that the group in attendance proceed with discussions around these items, and that a follow up quorate meeting be arranged within the week for decisions to be made. All agreed. Mrs Adamson chaired in Mr Johnston's absence. She welcomed everyone to the meeting.	
2	Minutes of last meeting	
2a	Approval of Minute for Accuracy (18/03/10)	
	No items were raised. Minute could not be approved.	
2b	Matters Arising	
	Mr Sinclair referred to the proposed increase in time between SADA Board meetings. He noted that due to potential problems achieving quoracy, there is a risk of even longer periods between meetings. Mrs Adamson agreed that meetings should remain on the current schedule for now and this be reconsidered in the future. She added that the priority should be to have a sub-committee structure that works well.	

	Mr Gibbons noted that although Shetland Endowment for the Arts was due to be on this agenda, he felt there were more pressing items to discuss. This will be moved to a future agenda.	
3	Finance and Management	
3a	Management Accounts	
	<p>Mr Gibbons reported that Management Accounts show predicted surplus of £20,483 for the 2009/2010 financial year end, which may rise following audit. The target for surplus funds is £50,000.</p> <p>Mrs Adamson noted that the Mirrie Dancers project has made a difference to income and expenditure figures. She asked what was meant by 'restricted funds'. Mr Gibbons said that this is money ring-fenced for projects, some of which span the financial year end.</p> <p>Mr Sinclair noted that the Box Office income is lower than projected and asked if there is a reason for this. Mrs Hubbard replied that this was due to overestimation. Mr Gibbons added that it is characteristic of film exhibition for sales to fluctuate. In addition, we only show a limited number of films each month so are more vulnerable to such variability.</p> <p>Mr Gibbons reported that auditors have been secured for May this year, which is earlier than the usual June/July date.</p>	
3b	Directors travel update	
	Mr Gibbons noted that not much has changed since the last Board meeting. He recently met with Andrew Dixon, the newly appointed chief executive of Creative Scotland. Additional time on the Mainland due to disruption to flights by volcanic ash was used for a number of additional meetings, including with Gareth Hoskins Architects, architects for Mareel.	
3c	Feedback from Arts Development Meeting format discussions	
	<p>Mr Goodlad reported that he and Mr Burgess met with Mrs Hubbard and Mr (Bryan) Peterson to discuss the format of meetings between Arts Development Officer and trustees. Mr Goodlad had suggested looking at this because he felt the structure of current meetings were poor.</p> <p>Mr Goodlad suggested a significant change and felt that the current agenda/minutes structure was not needed because these are not decision-making meetings. He suggested one meeting per artform per yr, with one subject per meeting</p>	

	<p>and that the meetings be shorter and more focused. Bonhoga and Touring Exhibitions should be included. He suggested a format of 15 minute presentation by the Arts Development Officer (ADO) as an opportunity for them to share their passion for their subject, and provide a summary of their achievements. Trustees would have the opportunity to discuss and challenge ideas.</p> <p>Mr Burgess agreed and added that this should be an opportunity for trustees to become a resource, rather than a jury, and to provide access for ADOs to the wide range of interests, skills and experience available in trustees.</p> <p>Mr Sinclair agreed with the idea but thinks trustees should not be too intrusive, or micromanage ADOs.</p> <p>Mrs Barton said that artform should be the focus, rather than performance of the ADO.</p> <p>Mrs Adamson suggested reviewing annually.</p> <p>Mr Sinclair noted that he is unavailable the first Tuesday of every month. Mrs Hubbard suggested that meetings run on a Monday to Thursday cycle.</p>	
3d	Trustee Artform Interests	
	<p>Trustee Artform Interests have been uploaded to basecamp. Some trustees have responded to confirm and others have yet to. Everyone will check on basecamp.</p> <p>Mrs Barton will add Venues, to replace Mrs Jamieson.</p> <p>Mr Sinclair will add Film Exhibition.</p> <p>Lynda will check with all other trustees.</p>	<p>Trustees</p> <p>Admin</p>
3e	SADA Rate Card	
	<p>Mr Gibbons explained that the Rate Card sets out how much Shetland Arts consultancy time is worth, including all expenses such as rent of building, insurance etc. He added that Shetland Arts don't want to subsidise work - as a social enterprise we don't want to lose money.</p> <p>Rates vary between Commerical, Public Agencies and Voluntary/Charity/Community. We won't be unfair in competition, but can be competitive. There is potential to do consultancy work outside Shetland. There are currently three organisations in Scotland, of which we are one, offering consultancy as a social enterprise. A proportion of Shetland Arts time could be spent on consultancy work to raise income and help make up deficit.</p>	

	<p>Mr Goodlad noted that we could be disadvantaged in providing work outside Shetland because of the added expense of travel. On the whole, he thinks this is an excellent idea – being proactive in the face of cutbacks.</p> <p>It offers an excellent form of professional development. We can provide good consultancy work because we are rooted in practical delivery of our services. John Haswell, for example, is known nationally as a director.</p> <p>Mrs Adamson asked if we have the appropriate paperwork in place for this. Mr Gibbons said yes. Mr Gibbons reported that the Rate Card will now be used as is.</p>	
4	Mareel Project	
4a	Construction Update	
	<p>The project is on time and on budget.</p> <p>The building is due to be watertight by 5th July. Mr Gibbons reported that he had walked round the second floor of the building. Next week will see the arrival of air conditioning units which will be craned onto the second floor plant room. They are the first piece of kit to arrive in the building. The ventilation system is high spec so as not to interfere with acoustics.</p> <p>Mr Gibbons reminded everyone that all reports relating to Mareel are available on basecamp.</p> <p>Mr Goodlad proposed that Trustees not attend every Construction Board meeting. Mrs Adamson suggested that the Cost Report be left out of Board pack because it is available on Basecamp. Mr Gibbons agreed.</p>	
4b	Operational Update	
	<p>The minutes of the last operations meeting are not included, but will be uploaded to basecamp. Operations plans are moving ahead. Mr Gibbons reminded everyone that there is a request on basecamp for information from each of the trustees to the lawyers R & J M Hill Brown in Glasgow.</p> <p>Mr Goodlad asked if the initiative lies with trustees. Mr Gibbons said yes, that trustees need to contact the lawyers. Trustees will be named on the deed for the building.</p> <p>Mr Nickerson asked if a change in trustee necessitates a change in the license. Mr Gibbons said no, that once the initial application is accepted there is a procedure to change listed names.</p>	<p>Admin</p> <p>Trustees</p>

	<p>Mrs Adamson asked if there is an operations plan on basecamp. Mr Sinclair noted that it is still a work in progress, as it needs to be.</p> <p>A meeting due to take place between Neil Grant and Total was cancelled due to flight disruptions by volcanic ash. Mr Gibbons would have been unable to make this original date but hopes to attend the rescheduled meeting to discuss Mareel with Total. Mr Gibbons noted that it is a bit too early to have these conversations around deals for Total workers, until we have a product.</p>	
4c	Hansel of Light	
	<p>Mr Gibbons met 2 weeks ago with the cultural programmers. He reported that the meeting had not gone well, and that they are concerned about funding. There is an ongoing dispute over their initial piece of work, which another consultant was brought in to work on. Their work has been disappointing.</p> <p>A decision on this will be made at the end of the year.</p>	
4d	Mirrie Dancers	
	<p>Mrs Hubbard reported that the installations are over and that the project is into the home run. There will be an exhibition in June at Bonhoga, and a touring exhibition of photos.</p>	
4e	Creative finance/Creative Credit Union	
	<p>Mr Gibbons reported that the aim of the Creative Credit Union is to set up a financial institution that loans small amounts of money to creative people. SAC/HIE are funding a feasibility study and will also pay for management, given that Shetland Arts would be unable to invest management time in this. There is UK wide interest in this project.</p>	
5	AOB	
	<p>Mr Nickerson reported that the removal of free music tuition from schools by Shetland Islands Council will be discussed at a Council meeting next Thursday. There will be an economic impact assessment, and discussion of possible instruction charges.</p>	
6	Dates of future meetings	
6.1	Next SADA Board Meeting – Meeting of quorate group to be arranged by 7 th May 2010.	
6.3	The meeting closed at 8.40 pm.	

CLOSED ITEMS HAVE BEEN REMOVED FROM THIS PUBLIC MINUTE