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| HIGH LIFE HIGHLAND  REPORT TO BOARD OF DIRECTORS  27 September 2012 | AGENDA ITEM 10 REPORT No HLH 23/12 |

## **BOARD WORK PLAN AND 2013 MEETING DATES - Report by Chief Executive**

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| **Summary** This report sets out the Board Work Plan for High Life Highland for 2013. It is recommended that Directors:-   1. comment on and agree the Work Plan in **Appendix A**; 2. agree meeting dates for the main company (meetings commence 2pm) and note that the trading company will be considering meeting on the same dates (meetings commence 10am) as detailed in paragraph 3.1; 3. agree dates for facilities / programme visits as detailed in paragraph 3.2; 4. agree meeting dates for the Finance and Audit Committee as detailed in paragraph 3.3; 5. agree meeting dates for the Funding and Sponsorship Committee as detailed in paragraph 3.4. |

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| **1.** | **Background** |
| 1.1 | The current Board Work Plan agreed at the 20 October 2011 meeting has been updated for the coming year to the end of 2013. |
| **2.** | **Work Plan** |
| 2.1 | The Work Plan in **Appendix A** has been compiled taking account of The “Guidance Notes on Administrative Requirements” document supplied by Burness LLP as part of the Transfer process; the reporting requirements of The Highland Council; and the operational needs of High Life Highland (HLH). |
| **3.** | **Meeting Dates** |
| 3.1 | HLH Board meeting dates for 2013 are proposed, with meetings commencing at 2 pm. The trading company will also be considering these dates with a 10 am start time:  28 March 2013  20 June 2013  26 September 2013  05 December 2013 |
| 3.2 | Facility/programme visits are proposed for both HLH Boards as follows, scheduled to take place one month following meetings:-  25 April 2013  18 July 2013  24 October 2013  16 January 2014  It is proposed that for 2013, separate full days are set aside for these visits which were previously scheduled for the afternoon following each Finance and Audit Committee meeting, as next year’s visits will be further afield. It is recognised that Directors diaries will not allow all to attend these days, but the provision of proposed itineraries in advance will enable Directors to prioritise those visits of particular interest to them. |
| 3.3 | Finance and Audit Committee meeting dates for 2013 are proposed as follows, scheduled to take place one month in advance of main Board meetings:-  28 February 2013  30 May 2013  29 August 2013  7 November 2013  The membership of this Committee is currently Linda Kirkland and Laurence Young. |
| 3.4 | Funding and Sponsorship Committee dates for 2013 are proposed as follows, scheduled to take place one week following main Board meetings:-  4 April 2013  27 June 2013  3 October 2013  12 December 2013  The membership of this Committee is currently Craig Ewan, Ken Nicol and John Watt. |
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| **Recommendation** It is recommended that Directors:-   1. comment on and agree the Work Plan in **Appendix A**; 2. agree meeting dates for the main company (meetings commence 2pm) and note that the trading company will be considering meeting on the same dates (meetings commence 10am) as detailed in paragraph 3.1; 3. agree dates for facilities / programme visits as detailed in paragraph 3.2; 4. agree meeting dates for the Finance and Audit Committee as detailed in paragraph 3.3; 5. agree meeting dates for the Funding and Sponsorship Committee as detailed in paragraph 3.4. | |

Signature:

Designation: Chief Executive

Date: 13 September 2012

**Appendix A**

**HIGH LIFE HIGHLAND BOARD ANNUAL WORK PLAN CALENDAR**

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| **Task** | **Frequency** | **Board Meeting Date(s)** | **Deadline Date** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Cultural and Leisure Scrutiny Sub-Committee | 6 monthly report | 26 September 2012 |  | Governance | Cultural and Leisure Scrutiny Sub-Committee |  |
| HLH Board Meeting | Quarterly | 27 September 2012 |  | Legal | HLH Board |  |
| HLH Trading Company Meeting | Quarterly | 27 September 2012 |  | Legal | HLH Board Meeting and Trading Company Directors |  |
| Submission of detailed budget and service delivery plans and associated performance targets | Annual | 27September 2012 | October | Service Delivery Contract Part 3 | The Highland Council |  |
| Appoint Chair and Vice Chair | Normally every two years | 27September 2012 | 27 September 2012 | Articles of Association and Board decision to make one year appointments initially | HLH Board |  |
| \*Annual Return (to be prepared by Company Secretary) | Annual | 27September 2012 | October 2012 (Within 28 days of the anniversary of Incorporation) | Legal | Companies House |  |
| \*Annual Accounts | Annual | 27September 2012 | 31 January (within ten months after the accounting reference date) | Legal | Companies House |  |
| \*Annual Return and Supplementary Monitoring Return | Annual | 27September 2012 | End December | Legal | OSCR |  |
| Performance Report April to June | Quarterly | 27 September 2012 | 27 September 2012 | Service Delivery Contract Schedule Part 2 | HLH Board. The Highland Council |  |
| Financial Performance | Quarterly | 27September 2012 | 27 September 2012 | Governance/Legal | HLH Board |  |
| Human Resources April to June | Quarterly | 27September 2012 | 27 September 2012 | Governance | HLH Board |  |
| ECS Committee Report | Twice per year | 27 September 2012 | December 2012 | Service Delivery Contract Schedule Part 2 | HLH Board  ECS Committee |  |
| HLH Funding and Sponsorship Committee | Quarterly | 04 October 2012 |  |  | HLH Funding and Sponsorship Committee |  |
| E-Mail to Directors | Quarterly between Boards | Mid October |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| Chief Executive’s Performance Review | Annual | Proposed 5 and 9 November tbc |  | Governance | HLH Board CE Performance Review Sub-Committee |  |
| HLH Finance and Audit Committee | Quarterly | 6 November 2012 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 6 November 2012 |  |  | HLH Finance and Audit Committee |  |
| Facility visits (North) – venues to be confirmed | Quarterly | 16 November 2012 |  |  | HLH Board and HLH Trading Company Directors |  |
| Annual General Meeting | Annual | 6 December 2012 (after 8 September) | First AGM must be within 18 months of incorporation (20 September 2012) | Governance  Articles of Association paragraphs 20-34 | HLH Board |  |
| HLH Board | Quarterly | 06 December 2012 |  | Legal | HLH Board |  |
| HLH Trading Company | Quarterly | 06 December 2012 |  | Legal | HLH Trading Company |  |
| Review Directors’ Register of Interests | Annual | 06 December 2012 | 06 December 2012 | Legal | HLH Board |  |
| Performance Report July to September | Quarterly | 06 December 2012 | 06 December 2012 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Financial Performance | Quarterly | 06 December 2012 | 06 December 2012 | Governance/Legal | HLH Board |  |
| Human Resources July to September | Quarterly | 06 December 2012 | 06 December 2012 | Governance | HLH Board |  |
| HLH Funding and Sponsorship Committee | Quarterly | 13 December 2012 |  |  | HLH Funding and Sponsorship Committee |  |
| HLH Trading Company (C.I.C.) Directors Review and Assessment | Annual | January 2013 - tba |  |  | HLH Trading Company Board |  |
| Nominations Committee | Annual | January 2013  (exact date tbc) |  | Governance | Nominations Committee |  |
| E-Mail to Directors | Quarterly between Boards | Early February |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| HLH Finance and Audit Committee | Quarterly | 28 February 2013 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 28 February 2013 |  |  | HLH Finance and Audit Committee |  |
| HLH Trading Company (10 am) | Quarterly | 28 March 2013 |  | Legal | HLH Trading Company |  |
| HLH Board (2pm) | Quarterly | 28 March 2013 |  | Legal | HLH Board |  |
| Approval of Budget | Annual | 28 March 2013 | 01 April 2013 | Legal | HLH Board |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 28 March 2013 | 28 March 2013 |  | Finance and Audit Committee and HLH Board |  |
| Report on Risk Management and updates on substantial changes | Annual | 28 March 2013 | 28 March 2013 | Governance | HLH Board |  |
| Health and Safety Report | Annual | 28 March 2013 | 28 March 2013 | Governance | HLH Board |  |
| Review Insurance Cover | Annual | 28March 2013 | 28 April 2013 | Governance-*delayed to 1 April 2013 at earliest when THC contract reviewed (see Minute F&A Committee 27.02.12)* | HLH Board |  |
| Performance Report October - December | Quarterly | 28March 2013 | 28March 2013 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Financial Performance | Quarterly | 28March 2013 | 28March 2013 | Governance/Legal | HLH Board |  |
| Human Resources October - December | Quarterly | 28March 2013 | 28March 2013 | Governance | HLH Board |  |
| HLH Funding and Sponsorship Committee | Quarterly | 4 April 2013 |  |  | HLH Funding and Sponsorship Committee |  |
| Facility visits (Skye) – venues to be confirmed | Quarterly | 25 April 2013 |  |  | HLH Board and HLH Trading Company Directors |  |
| Cultural and Leisure Scrutiny Sub-Committee | 6 monthly report | 26 September 2012 |  | Governance | Cultural and Leisure Scrutiny Sub-Committee |  |
| E-Mail to Directors | Quarterly between Boards | Mid May |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| HLH Finance and Audit Committee | Quarterly | 30 May 2013 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 30 May 2013 |  |  | HLH Finance and Audit Committee |  |
| HLH Trading Company (10 am) | Quarterly | 20 June 2013 |  | Legal | HLH Trading Company |  |
| HLH Board (2pm) | Quarterly | 20 June 2013 |  | Legal | HLH Board |  |
| Performance Report  January – March and annual report | Quarterly/ Annual | 20 June 2013 | 20 June 2013 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Financial Performance –annual report | Quarterly/ Annual | 20 June 2013 | 20 June 2013 | Governance/Legal | HLH Board |  |
| Human Resources  January – March and annual report | Quarterly/ Annual | 20 June 2013 | 20 June 2013 | Governance | HLH Board |  |
| Annual Review of Business Plan | Annual | 20 June 2013 | 20 June 2013 | Governance | HLH Board and HLH Trading Company |  |
| HLH Funding and Sponsorship Committee | Quarterly | 27 June 2013 |  |  | HLH Funding and Sponsorship Committee |  |
| Facility visits (Lochaber)– venues to be confirmed | Quarterly | 18 July 2014 |  |  | HLH Board and HLH Trading Company Directors | Facility visits – venues to be confirmed |
| E-Mail to Directors | Quarterly between Boards | Mid August |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| HLH Finance and Audit Committee | Quarterly | 29 August 2013 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 29 August 2013 |  |  | HLH Finance and Audit Committee |  |
| HLH Board Directors Review and Assessment | Annual | tbc August 2013 |  |  | HLH Board |  |
| HLH Trading Company (10 am) | Quarterly | 26 September 2013 |  | Legal | HLH Trading Company |  |
| HLH Board (2pm) | Quarterly | 26 September 2013 |  | Legal | HLH Board |  |
| Performance Report  April – June | Quarterly | 26 September 2013 | 26 September 2013 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Financial Performance | Quarterly | 26 September 2013 | 26 September 2013 | Governance/Legal | HLH Board |  |
| Human Resources  April - June | Quarterly | 26 September 2013 | 26 September 2013 | Governance | HLH Board |  |
| HLH Funding and Sponsorship Committee | Quarterly | 03 October 2013 |  |  | HLH Funding and Sponsorship Committee |  |
| E-Mail to Directors | Quarterly between Boards | Mid October |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| Facility visits – venues to be confirmed | Quarterly | 24 October 2013 |  |  | HLH Board and HLH Trading Company Directors | Facility visits – venues to be confirmed |
| Chief Executive’s Performance Review | Annual | Due November date tbc |  | Governance | HLH Board |  |
| HLH Finance and Audit Committee | Quarterly | 7 November 2013 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 7 November 2013 |  |  | HLH Finance and Audit Committee |  |
| HLH Trading Company (10 am) | Quarterly | 05 December 2013 |  | Legal | HLH Trading Company |  |
| Annual General Meeting | Annual | 05 December 2013 (to be confirmed) |  | Governance  Articles of Association paragraphs 20-34 | HLH Board |  |
| HLH Board (2pm) | Quarterly | 05 December 2013 |  | Legal | HLH Board |  |
| Performance Report  July – September | Quarterly | 05 December 2013 | 05 December 2013 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Financial Performance | Quarterly | 05 December 2013 | 05 December 2013 | Governance/Legal | HLH Board |  |
| Human Resources  July - September | Quarterly | 05 December 2013 | 05 December 2013 | Governance | HLH Board |  |
| Review Directors’ Register of Interests | Annual | 05 December 2013 | 05 December 2013 | Legal | HLH Board |  |
| HLH Funding and Sponsorship Committee | Quarterly | 12 December 2012 |  |  | HLH Funding and Sponsorship Committee |  |
| HLH Trading Company (C.I.C.) Directors Review and Assessment | Annual | January 2014 - tba |  |  | HLH Trading Company Board |  |
| Facility visits – venues to be confirmed | Quarterly | 16 January 2014 |  |  | HLH Board and HLH Trading Company Directors |  |
| Committees-member re-election | 2 year cycle | October 2013 |  |  | HLH |  |
| Appoint Chair and Vice Chair | Normally every two years | September 2014 | September 2014 | Articles of Association and Board decision to make one year appointments initially | HLH Board |  |
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\* Legal Requirement