|  |  |
| --- | --- |
| HIGH LIFE HIGHLAND REPORT TO BOARD OF DIRECTORS28 October 2014 | AGENDA ITEM REPORT No HLH /14 |

## **BOARD WORK PLAN AND 2015 MEETING DATES - Report by Chief Executive**

|  |
| --- |
| **Summary**This report sets out the Board Work Plan for High Life Highland for 2015. It is recommended that Directors:-1. comment on and agree the Work Plan in **Appendix A**;
2. agree meeting dates and timings for the main company including overnight meetings and facility/programme visits as detailed in paragraph 4.1 and summarised in **Appendix B**;
3. note that the trading company will be considering meeting a minimum twice yearly to coincide with the six monthly joint dinner and tour of local facilities with the Main Board as detailed in paragraph 4.1 and summarised in **Appendix B**; and
4. agree meeting dates for the Finance and Audit Committee as detailed in paragraph 4.2 and summarised in **Appendix B**.
 |

|  |  |
| --- | --- |
| **1.** | **Business Plan Contribution** |
| 1.1 | This report supports the highlighted Business Outcomes from the High Life Highland (HLH) Business Plan 1. A positive company image
2. A growing company
3. **Delivery of the contract with THC**
4. Increased awareness of our products and services
5. Increased customer satisfaction
6. Increased financial sustainability
7. Increased internal collaboration
8. Increased staff satisfaction
9. Safety & environmental compliance
 |
| **2.** | **Background** |
| 2.1  | The current Board Work Plan agreed by e-mail following the cancelled 5 December 2013 meeting has been updated for the coming year to the end of 2015. Following a one year trial period of 6 meetings per year, agreed on 2 October 2013, it is now proposed to revert to 4 meetings per year of the HLH Board. The HLH Board and HLH Trading Board meetings on 21 August 2014 in reviewing the role and method of operation of the Trading Company agreed the frequency of Trading Board meetings may vary according to business at hand, but at minimum be twice a year, to coincide with the six monthly joint dinner and tour of local facilities with the Main Board.  |
| **3.** | **Work Plan** |
| 3.1 | 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). |
| **4.** | **Meeting Dates** |
| 4.1 | HLH Board meeting dates and times for 2015 are proposed, with all meetings commencing at 2pm. The trading company will also be considering dates for the bi-annual meetings. A summary of these dates is provided at **Appendix B**.* 19/20 March 2015 (usually 2 pm start, including overnight stay and facility visits – Lochaber. It is suggested that the Trading Company meeting will take place on 20 March at 1 pm).
* 18 June 2015 (2 pm start followed by Annual Staff and Volunteer Awards evening event).
* 20/21 August 2015 (2 pm start, including overnight stay and facility/programme visit –Inverness). Again, it is suggested that the Trading Company meeting will take place on 21 August at 1 pm).
* 2 December 2015 (2 pm start)
 |
| 4.2 | Finance and Audit Committee meeting dates for 2015 are proposed as follows and included in the summary at **Appendix B**:26 February 201526 May 20156 August 20159 November 2015 |
| **5.** | **Implications** |
| 5.15.25.3 | Resource Implications – there are no new resource implications arising from the recommendations of this report.Legal Implications – there are no legal implications arising from the recommendations of this report.Risk Implications – there are no risk implications arising from the recommendations of this report. |
| **Recommendation**It is recommended that Directors:-1. comment on and agree the Work Plan in **Appendix A**;
2. agree meeting dates and timings for the main company including overnight meetings and facility/programme visits as detailed in paragraph 4.1 and summarised in **Appendix B**;
3. note that the trading company will be considering meeting a minimum twice yearly to coincide with the six monthly joint dinner and tour of local facilities with the Main Board as detailed in paragraph 4.1 and summarised in **Appendix B**; and
4. agree meeting dates for the Finance and Audit Committee as detailed in paragraph 4.2 and summarised in **Appendix B**.
 |

Signature:

Designation: Chief Executive

Date: 7 October 2014

**Appendix A**

**High Life Highland Board Annual Work Plan Calendar**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Task** | **Frequency** | **Board Meeting Date(s)** | **Deadline Date** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Chief Executive’s Performance Review | Annual | February 2015 |  | Governance | CE Performance Review Sub-Committee/ HLH Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | February 2015 (TBC) |  |  | Chair/Vice Chair |  |
| E-Mail to Directors  | Between Board meetings | Mid February 2015 |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| HLH Finance and Audit Committee (10 am) | Quarterly | 26 February 2015 |  |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 26 February 2015 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 26 February 2015 |  |  | HLH Finance and Audit Committee |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 26 February 2015 |  |  | Finance and Audit Committee and HLH Board |  |
| Report on Risk Management and updates on substantial changes including quarterly review | Annual | 26 February 2015 |  | Governance | Finance and Audit Committee and HLH Board |  |
| Project Register | Quarterly | 26 February 2015 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| HLH AGM (15 months max) | Annual | 19 March 2015 | 19 March 2015 | Legal | HLH Board/ Member |  |
| **HLH Board Meeting, Facility Visits and Trading CIC Board Meeting detailed below include evening meal and overnight stay in Lochaber**  |
| HLH Board (2 pm) | Quarterly | 19 March 2015 | 19 March 2015 | Legal | HLH Board |  |
| Financial Performance  | Quarterly | 19 March 2015 | 19 March 2015 | Governance/Legal | HLH Board |  |
| Human Resources October-December | Quarterly | 19 March 2015 | 19 March 2015 | Governance | HLH Board |  |
| Performance Report October - December  | Quarterly | 19 March 2015 | 19 March 2015 | Service Delivery Contract Schedule Part2 | HLH Board |  |
| HLH Successes | Bi-annually | 19 March 2015 | 19 March 2015 |  | HLH Board |  |
| Approval of Budget  | Annual | 19 March 2015 | 19 March 2015 | Governance | HLH Board |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 19 March 2015 | 19 March 2015 |  | Finance and Audit Committee and HLH Board |  |
| Annual Review on Effectiveness of Internal Controls | Annual | 19 March 2015 | 19 March 2015 |  | HLH Board |  |
| Report on Risk Management and updates on substantial changes | Annual | 19 March 2015 | 19 March 2015 | Governance | HLH Board |  |
| Health and Safety Report | Annual | 19 March 2015 | 19 March 2015 | Governance | HLH Board |  |
| Review Insurance Cover | Annual | 19 March 2015 | 19 March 2015 | Governance-*delayed to 1 April 2013 at earliest when THC contract reviewed (see Minute F&A Committee 27.02.12)* | HLH Board |  |
| Facility Visits – Lochaber area (am) | Bi-annually | 20 March 2015 |  |  | HLH Board and HLH Trading Company |  |
| HLH Trading Company (1 pm ) | Bi-annually | 20 March 2015 | 20 March 2015 | Legal | HLH Trading Company |  |
| Post Board meeting web update | Quarterly | End March 2015 |  |  |  |  |
| Formal bi-monthly meeting with THC | Bi-monthly | April 2015 (TBC) |  |  | Chair/Vice Chair |  |
| E-Mail to Directors  | Between Board meetings | Early May |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| ECAS Committee | 6 monthly report | 20 May 2015 |  | Governance | ECAS Committee |  |
| HLH Finance and Audit Committee (10 am) | Quarterly | 26 May 2015 | 26 May 2015 |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 26 May 2015 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 26 May 2015 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 26 May 2015 | 26 May 2015 |  | HLH Finance and Audit Committee |  |
| Project Register | Quarterly | 26 May 2015 | 26 May 2015 |  | HLH Finance and Audit Committee |  |
| HLH Trading C.I.C. Retiral of Directors | Three Yearly | Due 3 yearly – need to check timescale with HLH Board | May 2015 check what needed to be reported to HLH Board | Extension 1 year confirmed June 2014 |  |  |
| Formal bi-monthly meeting with THC | Bi-monthly | June 2015 (TBC) |  |  | Chair/Vice Chair |  |
| Business Update to HLH Trading Board | Quarterly between meetings | 18 June 2015 |  | HLH Trading Board agreed 21/08/14 | HLH Trading Company Board |  |
| HLH Board (2 pm) | Quarterly | 18 June 2015 | 18 June 2015 | Legal | HLH Board |  |
| Financial Performance  | Quarterly | 18 June 2015 | 18 June 2015 | Governance/Legal | HLH Board |  |
| Human Resources January - March(including annual equality report) | Quarterly | 18 June 2015 | 18 June 2015 | Governance | HLH Board |  |
| Performance Report January - March  | Quarterly | 18 June 2015 | 18 June 2015 | Service Delivery Contract Schedule Part2 | HLH Board |  |
| Marketing and Communications Plan Update | Bi-annually | 18 June 2015 | 18 June 2015 | 6 monthly update approved 20/06/13 HLH Board | HLH Board |  |
| HLH Staff and Volunteers Award Ceremony (evening) | Annual | 18 June 2015 |  |  | HLH Board and HLH Trading Company Board |  |
| Post Board meeting web update | Quarterly | End June 2015 |  |  |  |  |
| E-Mail to Directors  | Between Board meetings | End July 2015 |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | August 2015 (TBC) |  |  | Chair/Vice Chair |  |
| HLH Finance and Audit Committee | Quarterly | 6 August 2015 | 6 August 2015 |  | HLH Finance and Audit Committee |  |
| Review draft Annual Report and Accounts | Annual | 6 August 2015 | 6 August 2015 |  | HLH Finance and Audit Committee |  |
| Annual Report on Restricted Funds | Annual | 6 August 2015 | 6 August 2015 | 3rd meeting in annual cycle | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 6 August 2015 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 6 August 2015 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 6 August 2015 | 6 August 2015 |  | HLH Finance and Audit Committee |  |
| Project Register | Quarterly | 6 August 2015 | 6 August 2015 | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| **HLH Board Meeting, Facility Visits and Trading CIC Board Meeting detailed below include evening meal and overnight stay in Inverness** |
| HLH Board (2 pm) | Quarterly | 20 August 2015 | 20 August 2015 | Legal | HLH Board |  |
| Financial Performance  | Quarterly | 20 August 2015 | 20 August 2015 | Governance/Legal | HLH Board |  |
| Human Resources April – June | Quarterly | 20 August 2015 | 20 August 2015 | Governance | HLH Board |  |
| Performance Report April – June  | Quarterly | 20 August 2015 | 20 August 2015 | Service Delivery Contract Schedule Part2 | HLH Board |  |
| HLH Successes | Bi-annually | 20 August 2015 | 20 August 2015 |  | HLH Board |  |
| Approval of Annual Accounts  | Annual | 20 August 2015 | 20 August 2015 |  | HLH Board |  |
| Facility Visits – Inverness (am) | Bi-annually | 21 August 2015 | 21 August 2015 |  | HLH Board and HLH Trading Company |  |
| HLH Trading Company (1 pm ) | Bi-annually | 21 August 2015 | 21 August 2015 | Legal | HLH Trading Company |  |
| Approval of annual accounts | Annual | 21 August 2015 | 21 August 2015 |  | HLH Trading Company |  |
| Post Board meeting web update | Quarterly | End August 2015 |  |  |  |  |
| Chief Executive’s Performance – 6 monthly Review | Annual | September 2015  |  | Governance | HLH Board CE Performance Review Sub Committee |  |
| HLH Board Directors Annual Review and Assessment  | Annual | 11 September 2015 (10 – 3 pm) |  |  | HLH Board |  |
| E-Mail to Directors  | Between Board meetings | End September |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| \*Annual Return for main (Charitable) Company (to be prepared by Company Secretary) | Annual | 8 September 2015 | October 2015 (Within 28 days of the anniversary of Incorporation) | Legal | Companies House |  |
| \*Annual Return for Trading C.I.C. (to be prepared by Company Secretary) | Annual | 23 September 2015 | October 2015 (Within 28 days of the anniversary of Incorporation) | Legal | Companies House |  |
| Formal bi-monthly meeting with THC | Bi-monthly | October 2015 (TBC) |  |  | Chair/Vice Chair |  |
| HLH Finance and Audit Committee (10 am) | Quarterly | 9 November 2015 |  |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 9 November 2015 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 9 November 2015 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 9 November 2015 |  |  | HLH Finance and Audit Committee |  |
| Project Register | Quarterly | 9 November 2015 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| ECAS Committee | 6 monthly report | 11 November 2015 |  | Governance | ECAS Committee |  |
| Business Update to HLH Trading Board | Quarterly between meetings | 2 December 2015 |  | HLH Trading Board agreed 21/08/14 | HLH Trading Company Board |  |
| HLH Board (2 pm) | Quarterly | 2 December 2015 | 1 December 2015 | Legal | HLH Board |  |
| Financial Performance  | Quarterly | 2 December 2015 | 1 December 2015 | Governance/Legal | HLH Board |  |
| Human Resources July – September | Quarterly | 2 December 2015 | 1 December 2015 | Governance | HLH Board |  |
| Performance Report July – September | Quarterly | 2 December 2015 | 2 December 2015 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Marketing and Communications Plan Update | Bi-annually | 2 December 2015 | 2 December 2015 | 6 monthly update approved 20/06/13 HLH Board | HLH Board |  |
| Business Update to HLH Trading Board | Quarterly between meetings | 2 December 2015 |  | HLH Trading Board agreed 21/08/14 | HLH Trading Company Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | December 2015 (TBC) |  |  | Chair/Vice Chair |  |
| Post Board meeting web update | Quarterly | Mid December 2015 |  |  |  |  |
| \*Annual Accounts (High Life Highland and High Life Highland (Trading) C.I.C. | Annual | 27 September 2015 | 31 December 2015 (within 9 months after the accounting reference date) | Legal | Companies House |  |
| C.I.C. Annual Reporting | Annual |  | 31 December 2015 | Legal | Companies House |  |
| \*Annual Return and Supplementary Monitoring Return | Annual | 27 September 2015 | End December 2015 | Legal | OSCR |  |
| E-Mail to Directors  | Between Board meetings | Late January 2016 |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| Chief Executive’s Performance Review | Annual | Due February |  | Governance | CE Performance Review Sub Committee/ HLH Board |  |
| Annual General Meeting | Annual | March 2016  |  | GovernanceArticles of Association paragraphs 20-34 | HLH Board |  |

**Appendix B**

HIGH LIFE HIGHLAND – SUMMARY KEY MEETING DATES 2015

|  |  |  |  |
| --- | --- | --- | --- |
| DATE | MEETING/EVENT | LOCATION | START TIME |
|  |  |  |  |
| 26.02.15 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 19.03.15 | AGM  | Fort William – venue tbc | 2.00 pm |
| 19.03.15 | HLH Board Meeting | Venue tbc | 2.15 pm |
| 19.03.15 | Dinner and Overnight stay (Fort William) – HLH Board and HLH (Trading) C.I.C. | Venue tbc | 7.00 pm |
| 20.03.15 | Facility Visits - HLH Board and HLH (Trading) C.I.C. (Lochaber Area) | Venue tbc | 8.30 am |
| 20.03.15 | HLH Board and HLH (Trading) C.I.C. Directors Lunch | Venue tbc | 12.15 pm |
| 20.03.15 | HLH (Trading) C.I.C. Board Meeting | Venue tbc | 1.00 pm |
|  |  |  |  |
| 26.05.15 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 18.06.15 | HLH Board Meeting | Venue tbc | 2.00 pm |
| 18.06.15 | Annual Staff and Volunteer Award Ceremony | Venue tbc | 6.30 pm (tbc) |
|  |  |  |  |
| 06.08.15 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 20.08.15 | HLH Board Meeting | Venue tbc – Inverness | 2.00 pm |
| 20.08.15 | Dinner and Overnight stay - HLH Board and HLH (Trading) C.I.C. (Inverness Area) | Venue tbc | 7.00 pm |
| 21.08.15 | Facility Visits - HLH Board and HLH (Trading) C.I.C. (Inverness Area) | Venue tbc | 8.30 am |
| 21.08.15 | HLH Board and HLH (Trading) C.I.C. Directors Lunch | Venue tbc – Inverness | 12.15 pm |
| 21.08.15 | HLH (Trading) C.I.C. Board Meeting | Venue tbc - Inverness | 1.00 pm |
|  |  |  |  |
| 11.09.15 | HLH Board Annual Review and Assessment | Old Library, Dingwall | 10 am – 3 pm |
|  |  |  |  |
| 09.11.15 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 02.12.15 | HLH Board Meeting | Old Library, Dingwall | 2.00 pm |