|  |  |
| --- | --- |
| HIGH LIFE HIGHLAND  REPORT TO BOARD OF DIRECTORS  2 December 2015 | AGENDA ITEM REPORT No HLH /15 |

## **BOARD WORK PLAN AND 2016 MEETING DATES - Report by Chief Executive**

|  |
| --- |
| **Summary** This report sets out the Board Work Plan for High Life Highland for 2016.  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 as detailed in paragraph 4.1 and summarised in **Appendix B**; 3. note that the Trading Company will be meeting a minimum twice yearly as detailed in paragraph 4.1 and summarised in **Appendix B**; 4. agree meeting dates for the Finance and Audit Committee as detailed in paragraph 4.2 and summarised in **Appendix B**; and 5. consider the range of alternative facility visit options and agree a format for 2016. |

|  |  |
| --- | --- |
| **1.** | **Business Plan Contribution** |
| 1.1 | This report supports the highlighted Business Outcomes from the High Life Highland (HLH) Business Plan   1. To advance sustainable growth and financial sustainability 2. **Deliver the Service Delivery Contract with THC** 3. Improving staff satisfaction 4. Improving customer satisfaction 5. A positive company image 6. Services designed around customers and through market opportunities 7. Sustain a good health and safety performance 8. A trusted partner |
| **2.** | **Background** |
| 2.1  2.2  2.3  2.4 | The current Board Work Plan for 2015 agreed at the 28 October 2014 meeting has been updated for the coming year to the end of 2016.  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.  The HLH Board at its meeting on 20 August 2015 reviewed the format of the bi-annual HLH Board/Trading Board meetings including overnight stay and facility visits and agreed to hold one day events, with an early start, into which facility visits, a lunch with partners and a Board meeting could be scheduled. When the Board and Trading Board are meeting, it was agreed to hold one in the morning and one in the afternoon.  The Highland Council (THC) approved calendar of meetings for 2016 has been consulted in preparing the draft calendar for HLH to avoid clashes with THC Director diaries. |
| **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 2016 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**.   * 15 March 2016 – HLH Trading Board 10.30 am start. HLH Board 2 pm start. * 16 June 2016 (2 pm start followed by Annual Staff and Volunteer Awards evening event). * 23 August 2016 HLH Trading Board 10.30 am start. HLH Board 2 pm start. * 14 December 2016 (2 pm start) |
| 4.2 | Finance and Audit Committee meeting dates for 2016 are proposed as follows and included in the summary at **Appendix B**:   * 15 February 2016 * 27 May 2016 * 8 August 2016 * 14 November 2016 |
| **5.** | **Facility Visits** |
| 5.1 | Directors at their meeting in August 2015 expressed a preference to hold one day events, around the main Board meetings, into which facility visits, a lunch with partners and a Board meeting could be programmed. There would be no visits when the main Board and Trading Board were both meeting. |
| 5.2 | In planning the 2016 calendar, there are difficulties in achieving this preference in the normal meeting cycle:  March - Main Board/Trading Board meeting  June - Main Board meeting followed by annual staff and volunteer award ceremony  August – Main Board/Trading Board meeting  December – Board Annual Review and Assessment followed by main Board meeting |
| 5.3 | Directors are asked to consider the following range of alternative facility visit options and agree a format in principle for 2016, made up of one or more of the following:   1. as there are a number of new or refurbished facilities coming on board in 2016, e.g. Inverness Royal Academy, Wick High School, Thurso Pool, formal facility visits in 2016 to take place around the opening of these buildings with dates to be confirmed in due course; 2. Directors should aim to visit a minimum of 3 facilities/teams at any point in the year, as and when opportunities arise; 3. facility visits to be programmed as part of the induction process for new Directors; 4. visits to be undertaken as required by any Director taking a lead interest in a particular area of HLH operation; and 5. targeted invitations to be issued to Directors around key events. |
| **6.** | **Implications** |
| 6.1  6.2  6.3  6.4 | 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.  Equality Implications – there are no equality 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 as detailed in paragraph 4.1 and summarised in **Appendix B**; 3. note that the Trading Company will be meeting a minimum twice yearly as detailed in paragraph 4.1 and summarised in **Appendix B**; 4. agree meeting dates for the Finance and Audit Committee as detailed in paragraph 4.2 and summarised in **Appendix B**; and 5. consider the range of alternative facility visit options and agree a format for 2016. | |

Signature:

Designation: Chief Executive

Date: 7 November 2015

**Appendix A**

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

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Task** | **Frequency** | **Board Meeting Date(s)** | **Deadline Date** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| HLH Trading Company (C.I.C.) Directors Review and Assessment | Annual | January 2016 - tba |  |  | HLH Trading Company Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | February 2016 (TBC) |  |  | Chair/Vice Chair |  |
| E-Mail to Directors | Between Board meetings | Mid February 2016 |  | Agreed communication with directors between Board meetings | HLH Board, HLH Trading Company Board |  |
| HLH Finance and Audit Committee (10 am) | Quarterly | 15 February 2016 |  |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 15 February 2016 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 15 February 2016 |  |  | HLH Finance and Audit Committee |  |
| Report on Risk Management , updates on substantial changes including quarterly review | Annual | 15 February 2016 |  | Governance | Finance and Audit Committee and HLH Board |  |
| Project Register | Quarterly | 15 February 2016 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| HLH Trading Company (10.30 am ) | Bi-annually | 15 March 2016 | 15 March 2016 | Legal | HLH Trading Company |  |
| HLH AGM (15 months max) | Annual | 15 March 2016 |  | Governance  Articles of Association paragraphs 20-34 | HLH Board/ Member |  |
| HLH Board (2 pm) | Quarterly | 15 March 2016 | 15 March 2016 | Legal | HLH Board |  |
| Financial Performance | Quarterly | 15 March 2016 | 15 March 2016 | Governance/Legal | HLH Board |  |
| Human Resources October-December | Quarterly | 15 March 2016 | 15 March 2016 | Governance | HLH Board |  |
| Performance Report October - December | Quarterly | 15 March 2016 | 15 March 2016 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Approval of Budget | Annual | 15 March 2016 | 15 March 2016 | Governance | HLH Board |  |
| Annual Review on Effectiveness of Internal Controls | Annual | 15 March 2016 | 15 March 2016 |  |  |  |
| Report on Risk Management and updates on substantial changes | Annual | 15 March 2016 | 15 March 2016 | Governance | HLH Board |  |
| Review Insurance Cover | Annual | 15 March 2016 | 15 March 2016 | Governance-delayed to 1 April 2013 at earliest when THC contract reviewed (see Minute F&A Committee 27.02.12) | HLH Board |  |
| Successes | Quarterly | 15 March 2016 | 15 March 2016 |  | HLH Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | April 2016 (TBC) |  |  | Chair/Vice Chair |  |
| E-Mail to Directors | Between Board meetings | Early May 2016 |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| ECAS Committee | 6 monthly report | 18 May 2016 |  | Governance | ECAS Committee |  |
| Chief Executive’s Performance Review | Annual | May 2016 |  | Governance | HLH Board |  |
| HLH Finance and Audit Committee (10 am) | Quarterly | 27 May 2016 | 27 May 2016 |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 27 May 2016 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 27 May 2016 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 27 May 2016 | 27 May 2016 |  | HLH Finance and Audit Committee |  |
| Project Register | Quarterly | 27 May 2016 | 27 May 2016 |  | HLH Finance and Audit Committee |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 27 May 2016 |  |  | Finance and Audit Committee and HLH Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | June 2016 (TBC) |  |  | Chair/Vice Chair |  |
| Business Update to HLH Trading Board | Quarterly between meetings | June 2016 |  | HLH Trading Board agreed 21/08/14 | HLH Trading Company Board |  |
| HLH Board (2 pm) | Quarterly | 16 June 2016 | 16 June 2016 | Legal | HLH Board |  |
| Financial Performance | Quarterly | 16 June 2016 | 16 June 2016 | Governance/Legal | HLH Board |  |
| Human Resources January - March  (including annual equality report) | Quarterly | 16 June 2016 | 16 June 2016 | Governance | HLH Board |  |
| HLH Successes | Quarterly | 16 June 2016 | 16 June 2016 |  | HLH Board |  |
| Performance Report January - March | Quarterly | 16 June 2016 | 16 June 2016 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Health and Safety Report | Annual | 16 June 2016 | 16 June 2016 | Governance | HLH Board |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 16 June 2016 | 16 June 2016 |  | Finance and Audit Committee and HLH Board |  |
| Marketing and Communications Plan Update | Bi-annually | 16 June 2016 | 16 June 2016 | 6 monthly update approved 20/06/13 HLH Board | HLH Board |  |
| HLH Staff and Volunteers Award Ceremony (evening) | Annual | 16 June 2016 | 16 June 2016 |  | HLH Board and HLH Trading Company Board |  |
| E-Mail to Directors | Between Board meetings | End July 2016 |  | Agreed communication with directors between Board meetings | HLH Board and HLH Trading Company Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | August 2016 (TBC) |  |  | Chair/Vice Chair |  |
| HLH Finance and Audit Committee | Quarterly | 8 August 2016 | 8 August 2016 |  | HLH Finance and Audit Committee |  |
| Review draft Annual Report and Accounts | Annual | 8 August 2016 | 8 August 2016 |  | HLH Finance and Audit Committee |  |
| Annual Report on Restricted Funds | Annual | 8 August 2016 | 8 August 2016 | 3rd meeting in annual cycle | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 8 August 2016 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 8 August 2016 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 8 August 2016 | 8 August 2016 |  | HLH Finance and Audit Committee |  |
| Project Register | Quarterly | 8 August 2016 | 8 August 2016 | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| HLH Trading Company (10.30 am ) | Bi-annually | 23 August 2016 | 23 August 2016 | Legal | HLH Trading Company |  |
| Approval of Annual Accounts | Annual | 23 August 2016 | 23 August 2016 |  | HLH Trading Company |  |
| HLH Board (2 pm) | Quarterly | 23 August 2016 | 23 August 2016 | Legal | HLH Board |  |
| Financial Performance | Quarterly | 23 August 2016 | 23 August 2016 | Governance/Legal | HLH Board |  |
| Human Resources April – June (including annual review of Service Equalities) | Quarterly | 23 August 2016 | 23 August 2016 | Governance | HLH Board |  |
| Performance Report April – June | Quarterly | 23 August 2016 | 23 August 2016 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| HLH Successes | Quarterly | 23 August 2016 | 23 August 2016 |  | HLH Board |  |
| Approval of Annual Accounts | Annual | 23 August 2016 | 23 August 2016 |  | HLH Board |  |
| Review method of operation of trading company | Annual | 23 August 2016 |  |  | HLH Board |  |
| E-Mail to Directors | Between Board meetings | End September 2016 |  | 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 2016 | October 2016 (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 2016 | October 2016 (Within 28 days of the anniversary of Incorporation) | Legal | Companies House |  |
| Formal bi-monthly meeting with THC | Bi-monthly | October 2016 (TBC) |  |  | Chair/Vice Chair |  |
| ECAS Committee | 6 monthly report | 9 November 2016 |  | Governance | ECAS Committee |  |
| Chief Executive’s Performance – 6 monthly Review | Annual | November 2016 |  | Governance | HLH Board CE Performance Review Sub Committee |  |
| HLH Finance and Audit Committee (10 am) | Quarterly | 14 November 2016 |  |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 14 November 2016 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 14 November 2016 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 14 November 2016 |  |  | HLH Finance and Audit Committee |  |
| Project Register | Quarterly | 14 November 2016 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| Business Update to HLH Trading Board | Quarterly between meetings | December 2016 |  | HLH Trading Board agreed 21/08/14 | HLH Trading Company Board |  |
| HLH Board Directors Annual Review and Assessment (am) | Annual | 14 December 2016 |  | Governance | HLH Board |  |
| HLH Board (2 pm) | Quarterly | 14 December 2016 | 7 December 2016 | Legal | HLH Board |  |
| Financial Performance | Quarterly | 14 December 2016 | 7 December 2016 | Governance/Legal | HLH Board |  |
| Human Resources July – September | Quarterly | 14 December 2016 | 7 December 2016 | Governance | HLH Board |  |
| Performance Report July – September | Quarterly | 14 December 2016 | 7 December 2016 | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| HLH Successes | Quarterly | 14 December 2016 | 7 December 2016 |  | HLH Board |  |
| Marketing and Communications Plan Update | Bi-annually | 14 December 2016 | 7 December 2016 | 6 monthly update approved 20/06/13 HLH Board | HLH Board |  |
| Review Directors’ Register of Interests | Annual | 14 December 2016 | 7 December 2016 | Legal | HLH Board |  |
| Formal bi-monthly meeting with THC | Bi-monthly | December 2016 (TBC) |  |  | Chair/Vice Chair |  |
| \*Annual Accounts (High Life Highland and High Life Highland (Trading) C.I.C. | Annual | 27 September 2016 | 31 December 2016 (within 9 months after the accounting ref date) | Legal | Companies House |  |
| C.I.C. Annual Reporting | Annual |  | 31 December 2016 | Legal | Companies House |  |
| \*Annual Return and Supplementary Monitoring Return | Annual | 27 September 2016 | End December 2016 | Legal | OSCR |  |
| E-Mail to Directors | Between Board meetings | Late January 2017 |  | Agreed communication with directors between Board meetings | HLH Board, HLH Trading Company Board |  |
| Chief Executive’s Performance Review | Annual | Due February |  | Governance | HLH Board |  |
| Annual General Meeting | Annual | March 2017 |  | Governance  Articles of Association paragraphs 20-34 | HLH Board |  |

**Appendix B**

HIGH LIFE HIGHLAND – SUMMARY KEY MEETING DATES 2016

|  |  |  |  |
| --- | --- | --- | --- |
| DATE | MEETING/EVENT | LOCATION | START TIME |
|  |  |  |  |
| 15.02.16 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 15.03.16 | HLH (Trading) C.I.C. Board Meeting | Old Library, Dingwall | 10.30 am |
| 15.03.16 | HLH Board and HLH (Trading) C.I.C. Directors Lunch | Old Library, Dingwall | 1.00 pm |
| 15.03.16 | AGM | Old Library, Dingwall | 2.00 pm |
| 15.03.16 | HLH Board Meeting | Old Library, Dingwall | 2.10 pm |
|  |  |  |  |
| 27.05.16 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 16.06.16 | HLH Board Meeting | Highland Archive Centre | 2.00 pm |
| 16.06.16 | Annual Staff and Volunteer Award Ceremony | Highland Archive Centre | 6.30 pm (tbc) |
|  |  |  |  |
| 08.08.16 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 23.08.16 | HLH (Trading) C.I.C. Board Meeting | Old Library, Dingwall | 10.30 am |
| 23.08.16 | HLH Board Meeting | Old Library, Dingwall | 2.00 pm |
|  |  |  |  |
| 14.11.16 | Finance and Audit Committee | HLH Meeting Room, Ardross Street, Inverness | 10.00 am |
|  |  |  |  |
| 14.12.16 | HLH Board Annual Review and Assessment | Old Library, Dingwall | 9.30-1.00 pm |
| 14.12.16 | HLH Board Meeting | Old Library, Dingwall | 2.00 pm |