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| HIGH LIFE HIGHLAND  REPORT TO BOARD OF DIRECTORS  13 December 2021 | AGENDA ITEM REPORT No HLH /21 |

## **BOARD WORK PLAN AND 2022 MEETING DATES - Report by Chief Executive**

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| **Summary** This report sets out the Board Work Plan for High Life Highland for 2022.  It is recommended that Directors:-   1. comment on and agree the Work Plan in **Appendix A**; 2. agree meeting dates and timings for the Charity Board as detailed in paragraph 4.1 and summarised in **Appendix B**; 3. agree meeting dates and times for the Trading Company 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**; 5. agree meeting dates for the Health, Safety and Environmental Compliance Committee as detailed in paragraph 4.3 and summarised in **Appendix B**; 6. note the scheduled dates for the Inverness Castle Project Delivery Group meetings as detailed in paragraph 4.5 and summarised in **Appendix B**; 7. note the provisional date for the VASALSA 2022 event; 8. note the position relating to Directors’ facility visits; 9. note the position relating to Local Government elections; and 10. agree the meeting format for 2022, subject to regular review. |

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| **1.** | **Business Plan Contribution** |
| 1.1 | This report supports the highlighted Business Outcomes from the High Life Highland (HLH) Business Plan   1. Sustain a high standard of health and safety, and environmental performance 2. **Implement the Service Delivery Contract with THC** 3. Improving customer engagement and satisfaction 4. Improving staff engagement and satisfaction 5. Enhance the positive charity image 6. Be a trusted and effective partner 7. Achieve sustainable growth across the organisation 8. Develop health and wellbeing across Highland communities 9. Develop and promote the High Life brand |
| **2.** | **Background** |
| 2.1  2.2  2.3 | The Board Work Plan for 2021 has been updated to the end of 2022.  The current pattern of four meetings per year for the Charity Board, the Trading Company, the Finance and Audit Committee and the Health, Safety and Environmental Compliance Committee has been maintained for 2022, with the latter two Committee meetings moving to take place on the same day following a request by Directors resulting in both time and environmental savings.  The Highland Council (THC) approved calendar of meetings for 2022 has been consulted in preparing the draft calendar for HLH to avoid clashes with known THC Director commitment. However, as local government elections will be held on Thursday 5 May 2022, these may change and in planning, THC meeting dates have been avoided as far as possible. |
| 2.5 | Consideration has been given to discussions at the August 2021 HLH Board meeting and the informal Directors meeting in October around the future format of meetings. Officers were asked to bring back further options to the December Board meeting for agreement. |
| **3.** | **Work Plan** |
| 3.1 | The Work Plan in **Appendix A** has been compiled taking account of the “Guidance Notes on Administrative Requirements” document used at the creation of HLH; the reporting requirements of The Highland Council; and the operational needs of HLH. |
| **4.** | **Meeting Dates** |
| 4.1 | Trading Board and HLH Board meeting dates and times for 2022 are proposed, commencing at 10.30 am for the Trading Board and 2pm for the HLH Board. A summary of all dates is provided at **Appendix B**.   * 31 March 2022 - HLH Trading Board 10.30am start; AGM 2.00pm start; HLH Board 2.10pm start * 22 June 2022 - HLH Trading Board 10.30am start; HLH Board 2.00pm start * 31 August 2022 - HLH Trading Board 10.30am start; HLH Board 2.00pm start * 14 December 2022 - HLH Trading Board 10.30am start; HLH Board 2.00pm start |
| 4.2 | Finance and Audit Committee and Health, Safety and Environmental Compliance meeting dates and times for 2022 are proposed, all taking place on a Monday, commencing at 10.00am for Finance and Audit and 2.00pm for HSEC. A summary of all dates is provided at A**ppendix B**:   * 21 February 2022 – F&A Committee 10.00am start; HSEC 2.00pm start * 16 May 2022 \*\* – F&A Committee 10.00am start; HSEC 2.00pm start * 8 August 2022 – F&A Committee 10.00am start; HSEC 2.00pm start * 14 November 2022 – F&A Committee 10.00am start; HSEC 2.00pm start   \*\* Due to the Local Government elections on 5 May 2022, it is unlikely that THC Directors will have been appointed and although the meeting can take place, it would be inquorate without THC Directors and, it should be noted no decisions can be taken. |
| 4.3 | The HLH Board is represented at the Inverness Castle Project Delivery Group meetings by two nominated Directors and dates for 2022 meetings are as follows (with all meetings taking place on Fridays and commencing at 9.00am) and included in the summary at **Appendix B**:   * 4 March 2022 * 3 June 2022 * 2 September 2022 * 2 December 2022 |
| 4.4 | Directors are asked to note a provisionally scheduled date for October 2022 for the annual Volunteer and Staff and Long Service Awards (VASALSA). As long as UK/SG guidance permits, it is proposed to restart this event in 2022, with exact dates and further details to be confirmed in due course. |
| **5.** | **Meeting Format** |
| 5.1 | Views were sought from the HLH Board at the August 2021 meeting on the future formats of meetings and the blended meeting format was able to be tested at the board training and planning workshop held in October in order to be able to gauge feedback from those in attendance virtually. |
| 5.2 | Directors’ feedback received on the format of meetings is included at **Appendix C.** The current meeting protocols for the Chair, included at **Appendix D** and Board members, included at **Appendix E**, have been updated to include relevant points and will be circulated with each meeting invite. |
| 5.3 | Taking all feedback into consideration along with public health guidance, as the number of suitable venues with appropriate technology are currently limited, it is proposed for 2022 that HLH continue with virtual meetings for the Finance and Audit and HSEC Committees. For the HLH Board and Trading Board, it is proposed that the March, June and December meetings continue to be held virtually meantime with a proposal to aim to hold the August Board and Trading meetings in person with a hybrid option available. |
| 5.4 | All meeting arrangements will be reviewed regularly, monitoring developments, e.g. technology used by THC or other partners, and HLH formats can be adapted as needed in the post covid environment. |
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| **6.** | **Facility Visits** |
| 6.1 | Given the previously discussed diary challenges in arranging facility visits for Directors, it was agreed that future visits should be arranged around specific openings of buildings, either new or refurbished, or planned events. |
| 6.2 | It is suggested that in addition, Directors should aim to visit a minimum of 3 facilities/teams at any point in the year, letting the Chief Executive know in advance. Visits will be co-ordinated around current UK/SG operating requirements at the time. Directors will also be contacted seeking attendance at key events where this is possible. |
| 6.3 | If the proposed in person/hybrid meeting for both the HLH and Trading Boards takes place in August this will provide an opportunity to meet and hear from local area teams. |
| **7.** | **Implications** |
| 7.1  7.2  7.3  7.4 | Resource Implications – there are no new resource implications arising from the recommendations of this report.  Legal Implications – there are no new 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 Charity Board as detailed in paragraph 4.1 and summarised in **Appendix B**; 3. agree meeting dates and times for the Trading Company 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**; 5. agree meeting dates for the Health, Safety and Environmental Compliance Committee as detailed in paragraph 4.3 and summarised in **Appendix B**; 6. note the scheduled dates for the Inverness Castle Project Delivery Group meetings as detailed in paragraph 4.5 and summarised in **Appendix B**; 7. note the provisional date for the VASALSA 2022 event; 8. note the position relating to Directors’ facility visits; 9. note the position relating to Local Government elections; and 10. agree the meeting format for 2022, subject to regular review. | |

Designation: Chief Executive

Date: 22 November 2021

**High Life Highland Board Annual Work Plan Calendar 2022 Appendix A**

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| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Formal bi-monthly meeting with THC | Bi-monthly | February 2022 (TBC) |  |  | Chair/Vice Chair |  |
| HLH Finance and Audit Committee (10.00am) | Quarterly | 21 February 2022 |  |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 21 February 2022 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 21 February 2022 |  |  | HLH Finance and Audit Committee |  |
| Report - Data Breaches | Quarterly | 21 February 2022 |  |  | HLH Finance and Audit Committee |  |
| Report on Risk Management and updates on substantial changes including quarterly review | Annual | 21 February 2022 |  | Governance | Finance and Audit Committee and HLH Board |  |
| Corporate Programme Board Reports | Quarterly | 21 February 2022 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| Health, Safety and Environmental Compliance Committee (2.00pm) | Quarterly | 21 February 2022 |  |  | HLH Board H&S Reps |  |
| HLH Trading Company (10.30am ) | Quarterly | 31 March 2022 |  | Legal | HLH Trading Company |  |
| Financial Performance | Quarterly | 31 March 2022 |  |  | HLH Trading Company |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Catering Strategy update | Quarterly | 31 March 2022 |  | LH HL | HLH Trading Company |  |
| HLH AGM (15 months max) (2.00pm) | Annual | 31 March 2022 |  | Governance  Articles of Association paragraphs 20-34 | HLH Board/ Member |  |
| HLH Board (2.10pm) | Quarterly | 31 March 2022 |  | Legal | HLH Board |  |
| Financial Performance | Quarterly | 31 March 2022 |  | Governance/Legal | HLH Board |  |
| Human Resources October-December | Quarterly | 31 March 2022 |  | Governance | HLH Board |  |
| Performance Report October - December | Quarterly | 31 March 2022 |  | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Approval of Budget | Annual | 31 March 2022 |  | Governance | HLH Board |  |
| Annual Review on Effectiveness of Internal Controls | Annual | 31 March 2022 |  |  |  |  |
| Review Insurance Cover | Annual | 31 March 2022 |  | Governance | HLH Board |  |
| Review Data breaches | Quarterly | 31 March 2022 |  | Governance | HLH Board |  |
| Health and Wellbeing Strategy Update | Bi-annually | 31 March 2022 |  |  | HLH Board |  |
| Chief Executive’s Performance Appraisal | Annual | March (tbc) |  | Governance | HLH Board |  |
| HLH Finance and Audit Committee (10.00am) | Quarterly | 16 May 2022 |  |  | HLH Finance and Audit Committee |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Financial Performance | Quarterly | 16 May 2022 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 16 May 2022 |  |  | HLH Finance and Audit Committee |  |
| Report - Data Breaches | Quarterly | 16 May 2022 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 16 May 2022 |  |  | HLH Finance and Audit Committee |  |
| Corporate Programme Board Reports | Quarterly | 16 May 2022 |  |  | HLH Finance and Audit Committee |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 16 May 2022 |  |  | Finance &  Audit Comm and HLH Board |  |
| Finance and Audit Committee – attendance report – action 2 AR and Assessment | Annual | 16 May 2022 |  | Governance | HLH Finance and Audit Committee |  |
| Health, Safety and Environmental Compliance Committee (2.00pm) | Quarterly | 16 May 2022 |  |  | HLH Board H&S Reps |  |
| HLH Trading Company (10.30am) | Quarterly | 22 June 2022 |  | Legal | HLH Trading Company Board |  |
| Financial Performance | Quarterly | 22 June 2022 |  |  | HLH Trading Company |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Catering Strategy | Quarterly | 22 June 2022 |  |  | HLH Trading Company |  |
| HLH Board (2.00pm) | Quarterly | 22 June 2022 |  | Legal | HLH Board |  |
| Financial Performance | Quarterly | 22 June 2022 |  | Governance/Legal | HLH Board |  |
| Annual review of HLH Vision and Priorities | Annual | 22 June 2022 |  | Governance – AR and Assessment Dec 16 Action Point 1. | HLH Board |  |
| Finance and Audit Committee – attendance report – action 2 AR and Assessment | Annual | 22 June 2022 |  | Governance | HLH Board |  |
| Human Resources January - March | Quarterly | 22 June 2022 |  | Governance | HLH Board |  |
| Performance Report January - March | Quarterly | 22 June 2022 |  | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Health and Safety Report | Annual | 22 June 2022 |  | Governance | HLH Board |  |
| Annual Review of Financial Regulations and Standing Orders | Annual | 22 June 2022 |  |  | Finance and Audit Committee and HLH Board |  |
| Review Data breaches | Quarterly | 22 June 2022 |  | Governance | HLH Board |  |
| Marketing and Communications Plan Update | Bi-annually | 22 June 2022 |  |  | HLH Board |  |
| Health and Safety Report | Annual | 22 June 2022 |  | Governance | HLH Board |  |
| Education Committee | 6 monthly report | 23 June 2022 |  | Governance | Education Committee |  |
| HLH Finance and Audit Committee (10.00am) | Quarterly | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Review draft Annual Report and Accounts | Annual | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| Annual Report on Restricted Funds | Annual | 08 August 2022 |  | 3rd meeting in annual cycle | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| Report - Data Breaches | Quarterly | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| Annual Statement – TECKAL | Annual | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 08 August 2022 |  |  | HLH Finance and Audit Committee |  |
| Corporate Programme Board Reports | Quarterly | 08 August 2022 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| Health, Safety and Env Compliance Cttee-2.00pm | Quarterly | 08 August 2022 |  |  | HLH Board H&S Reps |  |
| HLH Trading Company (10.30am) | Quarterly | 31 August 2022 |  | Legal | HLH Trading Company |  |
| Financial Performance/ Approval of annual accounts | Quarterly/Annually | 31 August 2022 |  |  | HLH Trading Company |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Catering strategy update | Quarterly | 31 August 2022 |  |  | HLH Trading Company |  |
| HLH Board (2.00pm) | Quarterly | 31 August 2022 |  | Legal | HLH Board |  |
| Financial Performance | Quarterly | 31 August 2022 |  | Governance/Legal | HLH Board |  |
| Review Data breaches | Quarterly | 31 August 2022 |  | Governance | HLH Board |  |
| Human Resources April – June | Quarterly | 31 August 2022 |  | Governance | HLH Board |  |
| Performance Report April – June | Quarterly | 31 August 2022 |  | Service Delivery Contract Schedule Part 2 | HLH Board |  |
| Report on Risk Management and updates on substantial changes | Annual | 31 August 2022 |  | Governance | HLH Board |  |
| Approval of Annual Accounts | Annual | 31 August 2022 |  |  | HLH Board |  |
| Health and Wellbeing Strategy Update | Bi-annually | 31 August 2022 |  |  | HLH Board |  |
| Chief Executive’s Performance – 6 month Review | Annual | August 2022 |  | Governance | HLH Board |  |
| \*Annual Return for main (Charitable) Company (to be prepared by Company Secretary) | Annual | 08 September 2022 | October 2022 (Within 28 days of incorpor anniversary) | Legal | Companies House |  |
| \*Annual Return for Trading C.I.C. (to be prepared by Company Secretary) | Annual | 23 September 2022 | October 2022 (Within 28 days of incorp anniversary) | Legal | Companies House |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| PROVISIONAL TBC - HLH Board Directors Review and Assessment / Governance Training | Biennial | October 2022 |  | Governance | HLH Board |  |
| PROVISIONAL TBC - Staff and Volunteers and Long Service Award Ceremony | Annual | October 2022 |  |  | HLH Board and HLH Trading Company Board |  |
| HLH Finance and Audit Committee (10.00am) | Quarterly | 14 November 2022 |  |  | HLH Finance and Audit Committee |  |
| Financial Performance | Quarterly | 14 November 2022 |  |  | HLH Finance and Audit Committee |  |
| Internal Controls | Quarterly | 14 November 2022 |  |  | HLH Finance and Audit Committee |  |
| Report – Data breaches | Quarterly | 14 November 2022 |  |  | HLH Finance and Audit Committee |  |
| Review Risk Register | Quarterly | 14 November 2022 |  |  | HLH Finance and Audit Committee |  |
| Corporate Programme Board Reports | Quarterly | 14 November 2022 |  | Review and agree HLH Project Register | HLH Finance and Audit Committee |  |
| Health, Safety and Environmental Compliance Committee (2.00pm) | Quarterly | 14 November 2022 |  |  | HLH Board H&S Reps |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| Education Committee | 6 monthly report | 1 December 2022 |  | Governance | Education Committee |  |
| HLH Trading Company (10.30am) | Quarterly | 14 December 2022 |  | Legal | HLH Trading Company |  |
| Financial Performance | Quarterly | 14 December 2022 |  |  | HLH Trading Company |  |
| Catering strategy update | Quarterly | 14 December 2022 |  |  | HLH Trading Company |  |
| HLH Board (2.00pm) | Quarterly | 14 December 2022 |  | Legal | HLH Board |  |
| Financial Performance | Quarterly | 14 December 2022 |  | Governance/Legal | HLH Board |  |
| Review Data breaches | Quarterly | 14 December 2022 |  | Governance | HLH Board |  |
| Human Resources July – September (including annual review of Service Equalities) | Quarterly | 14 December 2022 |  | Governance | HLH Board |  |
| Approval of Annual Gender Pay Gap Report | Annual | 14 December 2022 |  | Legal | HLH Board |  |
| Performance Report July – September | Quarterly | 14 December 2022 |  | Service Delivery Contract Sched Pt 2 | HLH Board |  |
| Marketing and Communications Plan Update | Bi-annually | 14 December 2022 |  |  | HLH Board |  |
| Review Directors’ Register of Interests | Annual | 14 December 2022 |  | Legal | HLH Board |  |
| \*Annual Accounts (High Life Highland and High Life Highland (Trading) C.I.C. | Annual |  | By 31 December 2022 (within 9 months after the accounting ref date) | Legal | Companies House |  |
| **Task** | **Frequency** | **Meeting Date** | **Deadline** | **Requirement/Reason** | **Stakeholder** | **Lead** |
| C.I.C. Annual Reporting | Annual |  | By 31 December 2022 | Legal | Companies House |  |
| \*Annual Return and Supplementary Monitoring Return | Annual |  | By 31 December 2022 | Legal | OSCR |  |
| Chief Executive’s Performance Review | Annual | Due March 2023 |  | Governance | HLH Board |  |
| Annual General Meeting | Annual | March 2023 |  | Governance  Articles of Association paragraphs 20-34 | HLH Board |  |

\* Legal Requirement

**HIGH LIFE HIGHLAND – SUMMARY KEY MEETING DATES 2022**  **Appendix B**

**Apart from August 2022 HLH Board and Trading Board meetings, all meetings will continue to be held virtually**

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| **DAY** | **DATE** | **MEETING/EVENT** | **START TIME** |
|  |  |  |  |
| Monday | 21.02.22 | Finance and Audit Committee | 10.00 am |
| Monday | 21.02.22 | Health, Safety and Environmental Compliance Committee | 2.00 pm |
|  |  |  |  |
| Friday | 04.03.22 | Inverness Castle Project Delivery Group | 9.00 am |
|  |  |  |  |
| Thursday | 31.03.22 | HLH (Trading) C.I.C. Board Meeting | 10.30 am |
| Thursday | 31.03.22 | AGM | 2.00 pm |
| Thursday | 31.03.22 | HLH Board Meeting | 2.10 pm |
|  |  |  |  |
| Monday | 16.05.22 | Finance and Audit Committee | 10.00 am |
| Monday | 16.05.22 | Health, Safety and Environmental Compliance Committee | 2.00 pm |
|  |  |  |  |
| Friday | 03.06.22 | Inverness Castle Project Delivery Group | 9.00 am |
|  |  |  |  |
| Wednesday | 22.06.22 | HLH (Trading) C.I.C. Board Meeting | 10.30 am |
| Wednesday | 22.06.22 | HLH Board Meeting | 2.00 pm |
|  |  |  |  |
| Monday | 08.08.22 | Finance and Audit Committee | 10.00 am |
| Monday | 08.08.22 | Health, Safety and Environmental Compliance Committee | 2.00 pm |
|  |  |  |  |
| *Wednesday* | *31.08.22* | *HLH (Trading) C.I.C. Board Meeting (aim to meet in person)* | *10.30 am* |
| *Wednesday* | *31.08.22* | *HLH Board Meeting (aim to meet in person)* | *2.00 pm* |
|  |  |  |  |
| Friday | 02.09.22 | Inverness Castle Project Delivery Group | 9.00 am |
|  |  |  |  |
| TBC | November | Annual Staff and Volunteer Award Ceremony |  |
|  |  |  |  |
| Monday | 14.11.22 | Finance and Audit Committee | 10.00 am |
| Monday | 14.11.22 | Health, Safety and Environmental Compliance Committee | 2.00 pm |
|  |  |  |  |
| Friday | 02.12.22 | Inverness Castle Project Delivery Group | 9.00 am |
|  |  |  |  |
| Wednesday | 14.12.22 | HLH (Trading) C.I.C. Board Meeting | 10.30 am |
| Wednesday | 14.12.22 | HLH Board Meeting | 2.00 pm |

**Appendix C**

Meeting Format – Director feedback:

1. General support for resuming some face to face meetings, one in three suggested;
2. Consideration to rotate meeting locations, dependent on available technology;
3. Vital that opportunity to join virtually is maintained.
4. Preference if hybrid meeting that Chair is physically in attendance but retaining flexibility;
5. Agreement the saving in travel and time achieved by virtual meeting was beneficial and should be considered in future formats;
6. Feasibility of hybrid meetings not seen to be an issue;
7. Increased challenges in chairing could be mitigated with training and having meeting protocols in place
8. Inability to attend virtually could deprive Directors of a voice;
9. Agreement to hold same day meetings of benefit allowing F&A and HSEC members to attend both if wished;
10. Loss of board dynamic with virtual only meetings;
11. Vital new board members are able to get to know fellow directors and have wider conversations and develop opportunities to work together.

Specific feedback from remote attendance:

1. It was hard to hear from some people at the far end of the room
   * Around 80% of the time I understood the point but not the detail
   * Around a quarter of the time I had no idea what the far end of the room were saying, particularly if people spoke quietly, quick jokes etc
   * The microphone was at full stretch so this couldn’t be changed during the event
2. The camera was facing the right direction, then was moved just before the meeting began, so I had to ask for it to be returned to its original position to see the room. The quality was good though and it worked fine in the end, I believe a few attendees remained out of shot (including the facilitator)
3. Not being advised of slide changes made it harder to follow and causing a reliance on listening to the content
4. Not always invited in, it is definitely harder to naturally join in, particularly if the topic moves on without a pause that is needed to ask to come in without causing an interruption. Perhaps a “ping” sound for a hand raise for example would help the Chair/Speaker to be aware of the request
5. I would say it worked ok but there were times it was tricky juggling the various apps on screen including;
   * Vscene
   * The presentation PowerPoint
   * Note taking app (OneNote)
   * The questionnaire’s for reference/the business plan full/the business plan summary
6. My suggestion is if you could share a presentation and a camera from the room through Vscene this removes the “what slide” issue and an additional app to juggle on screen
7. It may be worth turning the camera off during the breaks, avoiding “fly on the wall” feeling during breaks when able to watch everyone, while not restarting my own camera to avoid being a face on screen while everyone was across the room
8. Email support with HLH team worked well, although again writing an email was another competition for app space on the screen
9. I would describe the trial hybrid meeting as functional with room for optimisation. Being relatively IT literate, I suspect some may struggle more with the basics of this format. Happy expand on this or answer any specific questions you may have if it would be useful.

**TEAMS MEETING PROTOCOL - CHAIRS/VICE CHAIRS Appendix D**

**BOARD/COMMITTEE BUSINESS**

**(Chair/Directors/Company Secretary**)

Join TEAMS Meeting at least 15 minutes before the meeting is due to start in order to address any technical issues.

**(Company Secretary)**

Set up a TEAMS ‘Instant Message’ conversation with the Chair – this will be specifically for the purpose of communicating directly with the Chair as and when required and will be a separate conversation from the one used for the meeting.

**(Chair and Company Secretary)**

Can control whose microphone is muted or unmuted at any time to ensure no unnecessary background noise disrupts the meeting.

**AT THE START OF THE MEETING**

**(Chair)**

“Welcome to the Board/Committee.

If any Member loses connection or has any technical issues during this meeting, support will be available from Susan Menzies who will email you direct with contact details beforehand..

Please can Directors ensure that they have activated their cameras and muted their microphones – it is essential that you use both throughout the meeting.

However, in the event that use of your camera affects your connectivity, you can turn off the camera after confirming your attendance at the start of the meeting and only use it when you wish to contribute to the debate, move or second a Motion or Amendment and vote. You will also need to remember to unmute your microphone when you want to speak and to turn it back to mute thereafter.

If a Director wishes to ask a question or enter the discussion on an item, please activate the ‘electronic hand’ at the top of your screen. Your requests are being monitored and at the appropriate time I will invite you to speak.

The ‘electronic hand’ procedure also applies to Declarations of Interest and I will be asking for those in the next few minutes.

In relation to your Declarations of Interest - you need to ensure that if you have made a declaration which would normally require you to leave the Room (such as a financial interest), you should turn your camera off and mute your microphone when we come to that item. You will still be able to hear the discussion but not take part in any way. At the end of item, you can turn your camera back on and return to the meeting as normal.

If you have made a non-financial declaration, or any other declaration where you would not normally leave the Room, then you can leave your camera on if you wish and either take part (or not) in line with the terms of your declaration.

If a Director wishes to raise a Point of Order, this should be done by unmuting the microphone to interrupt proceedings and gain the attention of the Chair (as is the current practice).

The Conversation Line can be activated by clicking once on ‘conversation’ which you will see on the task bar at the top of your screen – this will have the effect of displaying the ‘conversation’ in the right-hand margin of your screen.

Please note that the Conversation Line should only be used to type in Motions and Amendments. Despite the name, and this is mainly for Board and Committee meetings, it is not actually to be used for conversation as this could be disruptive to the smooth running of the meeting and not least the debate on each item.

Finally, if we need to adjourn the meeting for any reason, you will be required to disconnect from the meeting at the point of that adjournment. A time will be given for the meeting to recommence and you will then just need to join the meeting again as normal. This will ensure that everyone is aware of the re-start time.

Breaks during meeting; a comfort break will be planned for at any meeting that is scheduled to last longer than 2 hours. A break will be scheduled every 2 hours, but may be taken slightly before/after depending upon any natural breaks in progressing through the agenda. Usual meeting adjournment protocols will be followed for each break. This should alleviate the need for anyone to leave for an unscheduled break, but should anyone need to do this then please note in conversation line “away from meeting” followed by “returned to meeting”.

**(Company Secretary)**

Roll Call for Sederunt to be undertaken.

**(Chair/Company Secretary)**

Declarations of Interest to be sought.

**MOTIONS AND AMENDMENTS/VOTING**

**(Chair/Directors/Company Secretary)**

Any Motions and Amendments being put forward should have been typed into the Conversation Line by Directors.

In the event of a vote, the Chair will ask the Company Secretary to read out these Motions and Amendments in order to provide transparency for the webcast of the meeting.

The Company Secretary will then take the vote by calling the roll and Directors will be asked to confirm support for the Motion, Amendment or whether they wish to Abstain.

**PRIVATE/ CONFIDENTIAL BUSINESS**

**(Chair)**

To ask Directors and Officers to confirm that they are in a private location with no-one else present.

**Appendix E**

**TEAMS MEETING PROTOCOL**

**BOARD/COMMITTEE BUSINESS**

**(Directors)**

* You are required to join the TEAMS Meeting for the Board/Committee at least 15 minutes before the meeting is due to start in order to address any technical issues.
* If you lose connection or have any technical issues during the meeting, support will be available from Susan Menzies who will email you direct with contact details beforehand.
* You must activate your camera and mute your microphone – it is essential that you use both throughout the meeting. However, if use of your camera affects your connectivity, you can turn it off once you have confirmed your attendance and only use it again when you wish to contribute to the debate, move or second a Motion or Amendment and vote.
* Please unmute your microphone when you want to speak and turn it back to mute when you have finished speaking.
* If you wish to ask a question or enter the discussion on an item, please activate the ‘electronic hand’ which is on your task bar towards the top of your screen. Your requests will be monitored and at the appropriate time the Chair will ask you to speak.
* The ‘electronic hand’ procedure also applies to Declarations of Interest -

In relation to your Declarations of Interest - you need to ensure that if you have made a declaration in respect of an item on the agenda which would normally require you to leave the Room (such as a financial interest), you should turn your camera off and mute your microphone when that item is being discussed. You will still be able to hear the discussion but not take part. At the end of the item, you should turn your camera back on and return to the meeting.

If you have made a non-financial declaration, or any other declaration where you would not normally leave the Room, then you can leave your camera on if you wish and either take part (or not) in line with the terms of your declaration.

* If you wish to raise a Point of Order, this should be done by unmuting your microphone to interrupt proceedings and gain the attention of the Chair (as is the current practice).
* The Conversation Line can be activated by clicking once on ‘conversation’ which you will see on the task bar at the bottom of your screen – this will have the effect of displaying the ‘conversation’ in the right-hand margin of your screen.

Please note that the Conversation Line should only be used to type in Motions and Amendments.

Despite the name, and this is mainly for Board and Committee meetings, it is not to be used for ‘conversation’ as this could be disruptive to the smooth running of the meeting and not least the debate on each item.

* Finally, if there is a need to adjourn the meeting for any reason, you will be required to disconnect from the meeting at the point of adjournment. A time will be given for the meeting to recommence and you will then just need to join the meeting again as normal. This will ensure that everyone is aware of the re-start time.
* Any Motions and Amendments being put forward should be typed into the Conversation Line when they are moved. This is the responsibility of the Director moving the Motion or Amendment.
* At the time of the vote, the Chair will ask the Company Secretary to read out these Motions and Amendments in order to provide transparency for everyone at the meeting.
* The Company Secretary will then take the vote by calling the roll and you will be asked to confirm support for the Motion, Amendment or whether you wish to Abstain. You will require to unmute your microphone to confirm your vote and then immediately afterwards ensure that it is muted.
* If the meeting requires to consider private/confidential items, you will be asked at that point to confirm that you are in a private location with no-one else present.
* Breaks during meeting, a comfort break will be planned for at any meeting that is scheduled to last longer than 2 hours. A break will be scheduled every 2 hours, but may be taken slightly before/after depending upon any natural breaks in progress through the agenda. Usual meeting adjournment protocols will be followed for each break. This should alleviate the need for anyone to leave for an unscheduled break, but should anyone need to do this then please note in conversation line “away from meeting” followed by “returned to meeting”.