

**A MEETING of the LIVE ACTIVE LEISURE LIMITED BOARD
will be held in the Hay Suite, Dewars Centre, Glover Street, Perth
on Thursday, 25 October 2018 at 5.15 pm**

A G E N D A

1 Apologies

2 Declarations of Interest

Directors are reminded of their statutory duty to declare any financial and non-financial interests they may have in the items of business for consideration, identifying the relevant agenda item and the nature of their interest, in accordance with the Conflict of Interest Policy.

4 Annual Accounts and Report by Chairman

Approval of financial report and abstract of accounts for year to 31 March 2018 incorporating the Treasurers Report, Auditors Certificate and Chairman's Report (copy enclosed).

5 Live Active Leisure Board – Retiral of Independent Directors

The non-Council Members are Mr M Robinson who was re-appointed to the Board on 27 October 2015, Mr C Allan who was appointed to the Board on 23 June 2016, Mr D Longmuir who was re-appointed to the Board on 27 October 2016 and Mrs M Colvin who was appointed to the Board on 27 October 2016, Mr G Bannerman who was re-appointed to the Board on 26 October 2017, Mr I Collins and Mr D MacLehose who were appointed to the Board on 13 February 2018 and Mrs L Scott who was appointed to the Board on 30 August 2018.

In terms of Article of Association 54, two Independent Directors shall retire at each Accounts Sign-off Board Meeting, but each of them shall, providing he/she is willing to act, be eligible for re-appointment. In terms of Article of Association 55 the Independent Directors to retire at each Accounts Sign-off Board Meeting, shall be those who have been longest in office since they were last appointed or re-appointed, if three or more Independent Directors were last appointed or re-appointed on the same date, the question of which of them are to retire shall be determined by some random method. Mr M Robinson and Mr C Allan will therefore fall due to retire by virtue of their seniority. They are eligible for re-election.

Note:

1. The Council Members of the Board appointed by Perth and Kinross Council being Councillors G Laing who was reappointed to the Board on 17 May 2017 and W Robertson who was appointed on 17 May 2017 and B Brawn on 21 June 2018.

6 **Appointment of Chairman***

The Board is required to appoint a Chairman of the Board in terms of Articles of Association 62-64.

7 **Appointment of Vice Chair***

The Board is required to appoint a Vice-Chairman of the Board in terms of Article of Association 62.

Note: *The Chairman and Vice Chair appointed above will also serve as the Chairman and Vice Chair of the Live Active Leisure Trading Board.

8 **Appointment of Auditors**

It is recommended that Campbell Dallas Audit Services, 5 Whitefriars Crescent, Perth be re-appointed Auditors to the Company.

9 **Minutes**

- (i) Board Meeting of 30 August 2018 (copy enclosed)

10 **Matters Arising**

- (i) Matters Arising Update/Actions Report (enclosed)
- (ii) Any Other Matters Arising

11 Reports for Information:

- Company Business Plan – 6 Monthly Progress Report
- Property & Environment Committee Meeting Update
- Finance & Governance Committee Meeting Update – **Late Report**

12 2019/20 Revenue Budget Presentation

13 Catering Provision - Report No LAL/18/19

14 AOCB

- Festive Operating Hours 2018/19
- Breadalbane Swimming Pool Closure
- PH₂O Market Reappraisal
- Company Development Day
- Board Committees & Director's Portfolios

15 Date of Next Meeting – Thursday, 13 December 2018

LIVE ACTIVE LEISURE LIMITED

MINUTES OF THE MEETING OF THE BOARD OF LIVE ACTIVE LEISURE HELD IN THE HAY SUITE, DEWARS CENTRE, GLOVER STREET, PERTH ON THURSDAY, 25 OCTOBER 2018 AT 5.15 PM

Present:

Mr M Robinson, Mr G Bannerman, Mrs L Scott, Mrs M Colvin, Mr D MacLehose, Mr I Collins, Mr C Allan and Councillors W Robertson, G Laing and B Brawn.

Mr P Cromwell (Chief Executive), Mrs F Cameron (Director of Finance), Mr G Watson (Director of Operational Services), Mrs K Nichol (Head of Business Planning & Development), Mrs D Gaffney (Head of Corporate Support Services), Mr A Brown (Head of Contracts & Compliance), and Mrs H Fairweather (Board Administrator).

In Attendance: Ms F Robertson - Head of Culture & Community Services, PKC

Mr Robinson in the Chair

1 APOLOGIES

Apologies were received on behalf of Mr D Longmuir.

2 DECLARATIONS OF INTEREST

There were no other declarations of interest.

3 ANNUAL ACCOUNTS AND REPORT BY CHAIRMAN

The financial report and abstract of accounts for year to 31 March 2018 incorporating the Treasurer's Report, Auditors Certificate and Chairman's Report were approved.

4 LIVE ACTIVE LEISURE BOARD – RETIRAL OF INDEPENDENT DIRECTORS

In terms of Article of Association 54, two Independent Directors shall retire at each Accounts Sign-off Board Meeting, but each of them shall, providing he/she is willing to act, be eligible for re-appointment. In terms of Article of Association 55 the Independent Directors to retire at each Accounts Sign-off Board Meeting, shall be those who have been longest in office since they were last appointed or re-appointed. Mr M Robinson and Mr C Allan therefore fell due to retire by virtue of their seniority. They were eligible for re-election.

Resolved:

- (i) Mr Robinson and Mr Allan were re-elected as Directors of the Company.

5 APPOINTMENT OF CHAIRMAN

The Board were required to appoint a Chairman of the Board in terms of Articles of Association 62-64.

The Chief Executive Officer reported Mr Robinson had confirmed his willingness to stand for Chairman. No other nominations were received for consideration.

Resolved:

Mr Robinson was re-elected as Chairman of the Board.

6 APPOINTMENT OF VICE CHAIR

The Board were required to appoint a Vice-Chairman of the Board in terms of Article of Association 62.

Resolved:

No nominations were received for consideration.

It was noted the Chairman and Vice Chair appointed would also serve as the Chairman and Vice Chair of the Company's Trading Board.

7 APPOINTMENT OF AUDITORS

The Chairman recommended the re-appointment of Campbell Dallas Audit Services as Auditors to the Company.

Resolved:

- (i) The Board agreed the re-appointment of Campbell Dallas Audit Services as the Company's Auditors.
- (ii) The Board agreed a re-tendering process be undertaken prior to the next re-appointment of Auditors.

8. MINUTES

8.1 Minutes of the Board Meeting of 30 August 2018

The Minutes of the Board Meeting of 30 August 2018 were submitted, approved as a correct record and authorised for signature.

9. MATTERS ARISING

- 9.1 Matters Arising Update/Actions Report
All relevant actions appear on the Agenda for the October Board Meeting for discussion.

- 9.2 Any Other Matters Arising
There were no other matters arising.

10. REPORTS FOR INFORMATION

10.1 COMPANY BUSINESS PLAN – 6 MONTHLY PROGRESS REPORT

A report by the Chief Executive Officer was submitted and noted for information to provide Directors with a 'high level' six monthly update on progress in relation to the Company's Business Plan.

The next update report will be presented to the Board at the end of the financial year.

10.2 PROPERTY & ENVIRONMENT COMMITTEE UPDATE

A report by the Chief Executive Officer was submitted and noted for information to provide Directors with an update to the Board on the Property & Environment Committee Meeting held on Thursday, 4 October 2018.

The Property & Environment Committee discussed and considered the following matters; PH₂O Project, Bell's Sports Centre Feasibility Study and Property Asset Management.

10.3 FINANCE & GOVERNANCE COMMITTEE MEETING UPDATE

A report by the Chief Executive Officer was submitted and noted for information to provide Directors with an update to the Board on the Finance & Governance Committee held on Tuesday, 23 October 2018.

The meeting covered a number of matters with actions resulting from the meeting to be taken forward. The key areas discussed were Asset Management Survey Funding Approval, FOI (Scotland) Act 2002 – Annual Progress Report, PKC/LAL Contract and the 2019/20 Revenue Budget Presentation.

11. CATERING PERFORMANCE REPORT

A report by the Chief Executive Officer (LAL/18/19) was submitted and noted to provide Directors with an update on the catering provision arrangements at Perth Leisure Pool, Bell's Sports Centre and Live Active Loch Leven.

The Director of Operational Services reported a full Catering Review on Company provision is to take place and to include operating models, hours of opening, staffing, vending, lay out/ presentation and food costs, etc.

Resolved:

- (i) Directors agreed a detailed review of the Company's catering provision be carried out and points highlighted within the report investigated with a view to improving overall financial performance
- (ii) Directors agreed the Finance & Governance Committee be remitted to consider recommendations of the review and approve as appropriate

12. 2019/20 REVENUE BUDGET PRESENTATION

PRIVATE & CONFIDENTIAL ITEM

13. ANY OTHER COMPETENT BUSINESS

13.1 Festive Operating Hours 2018/19

The proposed Festive Operating Hours for 2018/19 were circulated for information.

13.2 Breadalbane Swimming Pool Closure

The Chief Executive Officer reported works will take place to replace the swimming pool wall liner at Breadalbane Community Campus from 30 November until 24 December 2018, which will be communicated to all members and customers.

13.3 Company Development Day

The Company Development Day entitled 'Making a Difference' will take place on Monday, 17 December 2018 at the Dewars Centre. All Directors are welcome to attend.

13.4 Board Committees & Directors Portfolios

The Director of Finance stated Board Committees & Directors Portfolios are normally re-issued at this time of the year but due to a number of recent changes on the Board, it will be reviewed and re-issued to Directors at the December Board Meeting.

13.5 Meeting with PKC Chief Executive

The Chairman reported he had met with the new Chief Executive of PKC and felt that it had been a positive meeting with the Chief Executive very interested in the issues affecting the Company.

14. DATE OF NEXT LAL BOARD MEETING

Thursday, 13 December 2018 at 5.00 pm