

BOARD MEETING MINUTES 11th September 2012 – PART A

Title of Meeting	Suffolk Libraries IPS - Board Meeting
Date	11 th September 2012
Place	SALC, Claydon
Time	09.30 – 12.30
Attendees	Shona Bendix (SB)(Chair), Mike Hosking (MH)(Hon. Secretary & Treasurer), Colin Owens (CO), Alison Wheeler (AW)(General Manager), Sylvia Knights (SK), Robert Spivey (RS), Mike Readman (MR)
Invited	Richard Hunt (RH)(Observer) Ian Brookman (IB)(Finance & Resources Manager)

		Action
1.	<p><u>Declarations of Interest</u></p> <p>M Hosking declared his interest as a board member of CILIP and its continuing work on volunteering within library services.</p>	
2.	<p><u>Minutes of 26th July</u></p> <ul style="list-style-type: none"> • It was noted that the Board papers need to be numbered with versions. A document control system to be formalised by 17 October 2012. <p>Points of accuracy</p> <ul style="list-style-type: none"> • Item 7, last bullet point where it reads ‘a paper on file’. This should read ‘a paper on file and document management was circulated. • Item 9, Amended Risk Log – should read “this has been updated” • Item 9 – CO requested that this item be amended to list the items he requested be set out in full as follows: a monthly summary financial report, a copy of the arrangements for the management of financial risk, a copy of the risk log attached to the business plan and a copy of a 3 year financial forecast. • Page 5, Comms - the sentence commencing JP to organise - should read ‘JP to organise badges for the Board and all staff. Also balloons, letters and flyers with the new IPS branding for all libraries specifically for the ‘go live launch date’. • Item 11, Confidential section of the Board Meeting – it was agreed this section of the minutes should be entirely separate from the minutes of the first part of the meeting. It was agreed that to split the meeting into Part A and Part B, with Part B described as a “confidential session”. Part B 	AW

	minutes would only be distributed to board members.	
3.	<p><u>Matters arising</u></p> <ul style="list-style-type: none"> • Item 3, Minutes of 13th July, re-formatting of minutes - It had been agreed to reformat the minutes of 5th July and bring them to the next Board Meeting for sight on 11th September. AW stated that the minutes including the 5th July need to be redacted after checking with Birketts before making them public and this is ongoing work. • The Chair sought confirmation that the documents for each meeting are being filed with the relevant minutes in the current document management system. This was confirmed. • A record of actions not completed from previous meetings and carried out should be included in future Board papers. It was stressed that the Board 'must not lose sight of these'. • Summary of actions/processes to be put in place <ul style="list-style-type: none"> - document management system - clearly differentiate and separate out Part A and B meetings - clear naming of documents in the minutes - tracking, decisions and actions log 	<p>AW</p> <p>AW</p>
4.	<p><u>Staff Advisory Group</u></p> <p>Marion Harvey introduced the concept of the Staff Advisory Group and the proposal for it to meet 10 days prior to the monthly Board Meeting. Work on an application process is continuing to be available after the current staff consultation has finished.</p> <p>This group is very important for the Board to show at an early stage that staff are very much part of the future development of Suffolk Libraries and staff need to be positively encouraged to buy into this group. MH and CC were thanked for their excellent work.</p> <p>The Board was encouraged by the progress on the Staff Advisory Group and asked for an update at the next board meeting.</p> <p>The Board noted the decision to include the former staff directors as staff observers at the Board meetings until the staff advisory group is fully functioning.</p>	MH
5.	<p><u>Governance & The Guild</u></p> <p>It was agreed to accept the recommendation of the Governance Committee and request SCC write to The Guild (as the original contractor) informing them that Suffolk Libraries will cease using the Guild's services. SCC will arrange for the letter to be sent.</p> <p>Suffolk Libraries will inform potential members of this decision once the above letter</p>	<p>RH</p> <p>AW</p>

	has been sent.	
6.	<p><u>Society Rules</u></p> <p>IB outlined the two major changes to the rules that had been agreed by the Governance Committee for recommendation to the Board:-</p> <ul style="list-style-type: none"> • Membership <p>Clarification of the definitions of membership and the legal entities entitled to membership. Making it clearer that un-incorporated entities are eligible for membership as community library groups.</p> <ul style="list-style-type: none"> • Directors, their appointment and ceasing to hold office. • A proposal that the balance between directors that can be co-opted from the members(3) and those that can be co-opted externally(2) is switched to 2 co-opted from the members and 3 co-opted externally to allow future boards more scope to bring in any missing expertise. • A proposal that a termination clause is added so that Directors who fail to attend a proportion of meetings in a set time period and their absence is not accepted by their fellow Directors, can have their appointment terminated unless there is a valid reason for the other directors not exercising this right. <p>In response to a question concerning the rules for General Meetings. IB explained that a quorum is 5 or 25% of members, whichever is the greater and a rule change needs a 75% majority of those voting. The proposals include introducing the use of proxies to help ensure decisions reflect the wider membership and not just those attending the general meeting.</p> <p>The borrowing limit in the rules had caused concern with potential members and the proposed changes include a reduction from £10 Million to £1Million.</p> <p>SB proposed that the Board accept the changes recommended by the Governance Committee and that IB be authorised to use SCC or an alternative legal provider to make the changes. All were in agreement.</p>	IB
7.	<p><u>Unincorporated local group constitution</u></p> <p>It was reported that a model constitution for small groups had been requested by a number of the groups at the recent Workshop.</p> <p>The draft constitution presented is based on the Small Charity option prepared by the Charity Commission. This constitution meets with the principles of the Board. It was noted it is a simple document for individual groups to use and would allow them to move forward very quickly which would help build the Suffolk Libraries membership. The Board considered that a majority of groups can use this model constitution with minimal support.</p>	

	<p>The Board accepted the recommendation of the Governance Committee to have this model constitution reviewed by Birketts to confirm that it meets all the legal requirements so that it can be used in line with the membership criteria.</p>	IB
8.	<p><u>Contract Summary</u></p> <p>At the Community Library Groups workshop a number of questions were raised about the contract with SCC. In response Suffolk Libraries stated that advice was being sought from Birketts and SCC about what could be published. Discussions with SCC have led to an initial view that nearly all of the contract will be available by FOI requests.</p> <p>The Governance Committee had considered a summary of the contract that could be provided to groups to help pre-empt FOI requests. This summary had been prepared in conjunction with SCC and if accepted by the Board would be subject to formal review by both SCC and the Board's lawyers.</p> <p>In response to a request if the Service Specification document could be released, AW explained that the Service Specification could be released but as it includes the performance measures, would want to ensure staff have sight of any information being made publically available.</p> <p>SCC confirmed they would need to sign off on the contract summary before it is used including the SCC communications team as well as SCC lawyers.</p> <p>Once this information is released there will be potential media interest and all Board members would need to understand how to deal with that and the Board would look to Andrew St Ledger to provide help and advice on this.</p> <p>The Board accepted the draft and agreed the reviews by Birketts and SCC.</p>	<p>RH</p> <p>AW/IB</p>
9.	<p><u>Standing Orders</u></p> <p>Standing Orders for the Board have been produced based on the Parish and Town Council's model and reviewed by the Governance Committee.</p> <p>Their recommendation is these Standing orders are adopted by the Board for the time being, subject to a further review by MH/IB and any amendments being considered at the next Board meeting.</p> <p>All the Board were in agreement with this recommendation</p>	MH/IB
10.	<p><u>Premises</u></p> <p>There are 4 library premises at Clare, Elmswell, Ixworth & Leiston where either the leases have expired or are about to expire.</p> <p>SCC has requested the Board to confirm that they wish SCC to proceed with negotiations for new head leases.</p>	

	<p>None of these locations were identified during the due diligence process as locations where moves were planned or requested.</p> <p>All the current leases other than Ixworth Library where there has been a 10 year lease, are relatively short leases or have break clauses and the request to SCC is to re -negotiate on similar terms and seek a similar 5 year break arrangement with Ixworth.</p> <p>In response to a question about the ideal length of a lease, IB replied that ideally the Board would want to achieve at least 3 years and no longer than 5 years before a break clause in a long lease.</p> <p>It was stated that this policy position matches with the contract from SCC.</p> <p>The Board was in agreement with the recommendation and this is to be confirmed to SCC.</p>	IB
<p>11.</p>	<p><u>Aldeburgh Library - Application to change opening hours</u></p> <p>AW highlighted two matters that need to be considered when looking at this proposal from Aldeburgh Library:</p> <ol style="list-style-type: none"> 1. The recommendation from the Aldeburgh Library group and their actual plans. 2. As this is the first proposal from a library group the Board has considered it needs to understand the process that needs to be followed for this and subsequent proposals. <p>It was confirmed changes to individual opening hours under the SCC contract is a decision for the Board.</p> <p>It was noted that it is right that local organisations do the preparatory work, ascertain views and make decisions subject to Suffolk Libraries senior management needing to manage risk to the local service and to its reputation.</p> <p>The risks around this proposal are adverse public reaction to the new opening hours which whilst there is an apparent improvement with the library open every day, some users may object to the removal of the afternoon sessions. The Aldeburgh group is proposing to mitigate this with limited self-service access.</p> <p>It was noted a significant proportion of the respondents to the surveys were 65 plus although all age groups were included. The Aldeburgh Library group was now having a further consultation for people under 18 and with the families of children at the primary school.</p> <p>The Board noted the amount of work the Aldeburgh Library group had put into these proposals and were encouraged that the flexibility the new structure provided had enabled these proposals to come forward.</p> <p>The Board concluded that it seeks more clarity on access to those who use the library in the afternoons, the impact on families and the communication of these changes to the community.</p>	

	<p>SCC asked that the Board ensure that any process in the contract has been completed to fulfill their responsibility to SCC.</p> <p>The Board agreed that in order to make a decision the plans for the following needed to be completed/ resolved:</p> <ol style="list-style-type: none"> 1. Under 18's Consultation and access proposals 2. Families and Children Consultation and access proposals 3. Communication plan to be reviewed by Andrew St ledger at SCC 4. That self-service access is sufficiently flexible to help those people that are losing their afternoon access. 	AW
12.	<p><u>Inter-library Loan Charges</u></p> <p>The British Library are increasing their charges for the inter-library loans from 1st August by about 27% from £11.15 to £14.10.</p> <p>Concerns about the impact on particular groups were raised as this is part of the service used by the public and may affect some people more than others i.e particularly those in vulnerable groups with little money.</p> <p>AW explained the numerous ways of getting books within Suffolk. The British Library has a charge per loan which SCC has historically subsidised albeit on a reducing basis. It was noted that the vast majority of inter-library loans come through the other networks and the proposal is to keep this subsidy at the same level of £5.75, which increases the cost by a relatively small amount to £5.85.</p> <p>The library managers present stated that users making use of the more costly British Library loan facilities are usually requesting specialist publications and appreciate either the high cost of the books requested or the difficulty in obtaining the books from other sources</p> <p>SCC has no significant concerns about the Board progressing the proposals subject to the addition of the volumes around British Library Loans.</p> <p>It was explained under the SCC contract the Board recommend these charges to SCC for approval.</p> <p>The Board agreed that subject to SCC approval, the recommendations in the Inter Library Loan Charges paper are adopted.</p>	AW
13.	<p><u>Budget and Performance</u></p> <p>It was explained that the planned financial summary was not available due to some initial teething problems with CSD producing the information.</p> <p>IB outlined to the meeting the key information as follows:</p> <ul style="list-style-type: none"> • SCC paid the first contract stage payment of £1.7 Million at the beginning of August and the transition funding for salaries. 	

- The payroll costs were just under £300,000 which is inside the budget, although this doesn't include the relief hours for August which are paid one month in arrears but would even with these be within budget.
- Cash-flow – Approximately £3 Million at the bank which includes the VAT element of the monies received.
- The Chair of the Finance and Audit Committee assured the board that there are early issues with finance.

CO reminded the Board that monitoring the financial situation continuously, whether or not you are the financial director is a key part of directors' responsibilities and that the Finance and Resources Manager had at previous meetings stated that Suffolk Libraries will have to be careful with expenditure and monitoring in the first four to six months.

CO requested that it be minuted that he would like to see a monthly financial summary of some description to meet his director's responsibility as recommended, starting this month. A simple format for this summary is acceptable and he can accept and understands that for some figures we are working on putting the processes in place to report them.

It was agreed that this will be progressed.

Finance Regulations

The Finance and audit Committee have reviewed the draft financial regulations.

It was noted the Board need to see the updated risk log as required by the finance regulations.

CO asked if there was a three year forecast as required under regulation 2.5 and IB explained that forecasts until 31 March 2014 had been discussed by the board during the contract negotiations and that medium term forecasts would be developed alongside Suffolk Libraries business plan. CO would like a further copy.

The Board agreed to adopt the Financial regulations as presented.

Bank Mandate

It was agreed that the cheques from CSD only require AW's lithographed signature on them.

The Board also agreed for the general bank mandate that:

- a. Graham Watson - is removed
- b. Marion Harvey - is removed
- c. Sylvia Knights - is added
- d. Shona Bendix - is added

IB

IB

IB

<p>14.</p>	<p><u>Community Contribution</u></p> <p>To assist the Finance and Audit Committee to consider a proposal at the September meeting the Board had a discussion around the subject of the Community Contribution.</p> <p>The allocation of the Community Contribution originally proposed by SCC was based on the salary costs at individual libraries but an alternative approach may be a system of banding.</p> <p>It is understood that the Finance & Audit Committee will look at a more rounded contribution and this has already been discussed with SCC.</p> <p>The Board considered it would need a cash contribution as part of the process whilst appreciating that there are some difficulties but that we can look to County Councillors locality budgets.</p> <p>SCC reiterated the key point is the Board need to be able to raise this money or achieve a similar amount of savings.</p>	<p>MH</p>
<p>15.</p>	<p><u>General Manager's Update</u></p> <p>Mobile Library Services</p> <p>The decision taken by SCC last year to reduce the frequency of visits from 4 weekly to 2 weekly will begin on 24th September. The mobile library service has been reviewing the stops so that new routes can be planned for implementation In January 2013.</p> <p>It was noted that communication with users was a vital part of implementing these proposals especially where stops are being removed and AW will seek guidance from the Chair on how to communicate with the parish councils affected.</p> <p>SK reported that at the mobile manager's meeting on 10 September, the managers had developed proposals for the stops that should be retained, those to be deleted and for one additional stop to be added. SK considered that the Board should allow the mobile library service to carry out these changes on the basis of the detailed work completed gave the justification for the proposed routes.</p> <p>The Board was in agreement with this proposal.</p> <p><u>Transition Plan</u></p> <p>There have two meetings between IB, AW, RS and the Projects Officer to agree the overall structure of a plan through to the AGM next year. The main headings and sub-headings are agreed and the plan now needs the detailed planning to be completed including decision and risk logs. AW & IB will work on this with a view to having a plan for the next Board meeting.</p>	<p>AW</p> <p>AW/IB</p>

	<p><u>Health & Safety</u></p> <p>CO reminded the Board that the plan was to implement a bespoke Suffolk Libraries Health & Safety Management System for 1st November. Health and Safety Consultants had been appointed to prepare the system and develop the training matrix necessary to support this.</p> <p>The Projects Officer will be involved in advising the consultants on operational matters within Suffolk Libraries and assist CO in presenting this paper to the Board on the 17th October.</p> <p>A training session on safety management for the Board will follow at a later date and this will be funded from the training budget.</p> <p><u>Property Issues</u></p> <p>AW reported that the project to relocate Newmarket Library had identified a potential site and that the Project Officer was attending a meeting next week about co-location in Newmarket</p> <p>It was reported that there is a proposal for SCDC to co-locate a public access point and the tourist information service in Woodbridge Library.</p>	CO
16.	<p><u>Inter action with County Councillors</u></p> <p>The Chair reported that a County Councillor was upset to hear that a meeting was taking place between Suffolk Libraries and representatives of a community in their division.</p> <p>Councillor Terry has been very supportive of Suffolk Libraries IPS and has invited the particular County Councillor to attend the next meeting with the board Chair.</p> <p>The Board was very clear Suffolk Libraries are an independent organisation and have every right to talk about libraries, what they are set up to do and how we work with them. If there are issues where Suffolk Libraries consider it appropriate to involve the County Council or a County Councillor, Suffolk Libraries will communicate with them. The Chair will convey this very positive message through to the Councillor.</p> <p>It was also agreed AW or IB should manage Suffolk Libraries involvement with communities as they are responsible for delivering the service to communities at present. Board members will work with them but must not be seen to be acting independently as this will cause confusion.</p> <p>Richard Hunt for SCC noted that developing relationships between Councillors and Suffolk Libraries will be a learning curve for both the board members and local politicians. The management of Suffolk Libraries will need to understand the degree of involvement all councillors want and this is especially true where there are co-location projects.</p>	SB

<p>17.</p>	<p><u>Google-Docs</u></p> <p>It was reported that the IT security employed by SCC and CSD had prevented the use of Google-Docs. This had prevented the launch of the intranet and the more general use of Google as the boards preferred platform.</p> <p>SCC and CSD are planning a project to investigate the use of Google apps and Stephen Taylor had been very helpful in ensuring that Suffolk Libraries are part of the conversation around the Google platform.</p> <p>It was agreed as an interim measure to set-up a staff blog. This can be done using a Google platform and AW will put some control measures in place to filter out the use of bad language etc and moderate inappropriate content.</p> <p>SCC will report back on the decisions by Mark Adams- Wright at SCC surrounding the Google project to assist Suffolk Libraries with planning.</p>	<p>AW</p> <p>RH</p>
<p>18.</p>	<p><u>Stradbroke Library</u></p> <p>MR made a short presentation on the Stradbroke Library project to bring the full Courthouse building back into use. It was noted by the Board that this project showed the impact that can be achieved with the community, councillors, Suffolk Libraries and SCC officers all working together.</p>	
<p>19.</p>	<p><u>CSD Services</u></p> <p>The Board noted there will be the need to ensure that the quality of the provision of support from CSD is properly monitored until ending of the contract in 2014. The Board agreed to raise this with SCC noting the services must be supplied to an adequate standard and that Suffolk Libraries is part of any contingency arrangement and that any cost implications are covered.</p> <p><i>Redacted</i></p>	
<p>20.</p>	<p><u>Forward Agenda</u></p> <ul style="list-style-type: none"> • Always include the dates of future meetings • IT Strategy • Health & Safety Management Plan • Working Groups • Update on Spydus from General Manager • Board Away-Day 25th October • Forthcoming library events - Agreed that Board members should ensure a 	<p>AW</p>

	<p>Board presence at these if possible. The offer of a Board member to attend local library events should be communicated to library managers. attend events.</p> <p>Future Board meetings:</p> <ul style="list-style-type: none">• 26th November• 19th December• 24th January• 28th February • 29th March	
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