

**Minutes of the CGLMC Ltd Full Meeting Held in the Boardroom, Links House on Monday
2nd July 2018**

Present: P Sawers (Chairman), C Yule, K Fraser, G Murray, A McArtney, L Gordon, D Cheape, J McLeish, J Gilbert, G Paton, I Frier, A McColgan, A McKeown, B Myles

In Attendance: M Wells (Chief Executive), A Simpson (Finance Director)

The meeting began at 1900 hours.

1. Apologies:

T Healey

P Sawers welcomed A Simpson, the new Finance Director to the meeting.

a) Any Additional Agenda Items

There were none.

c) Declarations of Interest

There were none.

2. Approval of the Minutes of the CGLMC Ltd Full Meeting of Monday 21st May 2018

Approved: G Paton

Seconded: C Yule

a) Matters arising therefrom

P Sawers confirmed that a Register of Interest document had been produced and circulated to all Trustees. She asked that responses be directed to Karen Perrie.

M Wells advised that he met with K Fraser to discuss Health and Safety procedures and qualifications within the organisation and that a review of existing compliance documentation and Health & Safety culture within the organisation is being carried out.

M Wells advised that he had written to local club captains in order to host an informal get-together to discuss how local clubs and Carnoustie Golf Links can collaborate more effectively going forward, exchange ideas and speak about how Links house could support clubs of required.

M Wells advised that the official opening of Links House will take place on Monday 16th July at 5pm. This will include as many past Carnoustie Open Champions as possible along with the Carnoustie Craws (juniors). A plaque will be produced post open to be placed in Links House, which in addition to key golfers will also acknowledge the Carnoustie Junior golfers. M Wells hoped that this could attract reasonable interest from the worlds golfing press who would be present in Carnoustie during Open week.

3. Greens and Environment Business

(a) Approval of Minutes of the Greens Meeting of Thursday 21st June 2018

Approved: I Frier

Seconded: C Yule

(b) Matters arising

J Gilbert advised that normally the Winter Works schedule is approved by the full board, prior to the works starting, however, as the next greens meeting is taking place on 1st October, and the next full meeting is not until 19th November, J Gilbert asked for approval from the board that the Winter Works schedule approval be delegated to the Greens Sub-Committee. J Gilbert highlighted that the only major works planned at this time were to the 5th Green on the Burnside course. The committee agreed to allow final approval to be delegated to the Greens Sub-Committee.

J Gilbert indicated that the format of the new scorecards had been raised at the Greens sub-committee as being sub-standard to the old style. M Wells advised that this had been brought to his attention and that the scorecards will be replaced in a format like that of previous versions.

A McCartney advised that the toilets on the 5th of the Burnside required some remedial work to bring them up to a more acceptable standard. M Wells advised that this would be looked at.

4. Finance Business

(a) Approval of Minutes of the Finance Meeting of Monday 18th June 2018

Approved: K Fraser

Seconded: D Cheape

(b) Matters arising therefrom

G Murray asked for approval of the green fee's board paper for 2019/20, this was approved.

G Murray asked for retrospective approval for additional insurance cover that was purchased for 12 months. A McArtney enquired to whether this is something that should be

invoiced to The R&A. M Wells advised that this was cover for Carnoustie Golf Links specifically and not for the Championship itself, he advised that The R&A may pick up 50% of the cost and that this will be looked in to. After some discussion, the board approved the additional expenditure on additional insurance cover and that this should be added to the 2019/2020 budget accordingly.

G Murray asked M Wells that the full committee be supplied the figures from the Finance meetings.

M Wells advised that he was in the process of producing an amended proposal for the HR role. This will be re-submitted to the Finance committee in due course.

5. Tournament Business

A McArtney advised that June was a very busy month for tournaments, including the Links Championship, the Ladies Links Championship, the Northern Ladies tournament and the Gary Player Salver.

A McArtney updated the committee on the winners of each event.

A McArtney thanked C Yule and L Gordon for their time refereeing these events. He also thanked P Sawers and M Wells for hosting the presentations for the winners and C McLeod for his time collecting the scores during the qualifying rounds.

A McArtney advised that the annual course inspection with Angus Council had taken place over the Championship Course, which resulted in a win for the Council.

6. Community Benefits Business

G Paton advised that cheques for charitable donations were handed out on 19th June.

A McArtney enquired to whether Letham Grange requested any grants this year, he was advised that they did not.

8. Chief Executives Report**(i) Board Report – Green Fees 2019/20**

This was approved earlier in the meeting.

(ii) VAT Reclaim Letter

M Wells advised that a letter to HMRC from Henderson Loggie on behalf of Carnoustie Golf Links was attached within the appendix. He advised that he had worked with Henderson Loggie to produce the response advising that they do not agree with the position which HMRC had arrived at. M Wells advised that Henderson Loggie are confident that CGLMC Ltd will be able to negotiate a fair position in term of the model used to calculate VAT contributions. He advised that A Simpson (Finance Director) will take the lead on this matter going forward.

K Fraser thanked the Chief Executive for negotiating this matter on behalf of the Trust. He also highlighted a reference within the letter to HMRC relating to Season Ticket Holders being member of local clubs which should be considered for any future communication with HMRC. This was noted.

(iii) Board Report – Additional Insurance

This was approved earlier in the meeting.

HR Role

This was discussed earlier in the meeting.

Commercial Partnerships

M Wells advised that CGLMC Ltd currently have no commercial partnerships in place and that this was an area that was being looked at by the executive. He advised that he had been in contact with Hunter in US at a senior level and that there have also been discussions with Toro, both regarding official supplier status. M Wells advised that any partnership agreements would have to make sure that it did not interrupt the relationship between these potential partners and the greenkeeping department at CGL. M Wells is in discussions with Foresight Golf for their use of CGL's Intellectual Property. Discussions are also being held with Loch Lomond whiskies and corporate golf opportunities are being considered for the Buddon and Burnside courses.

(iv) Dunhill Email

M Wells advised that Dunhill are keen to extend their association with Carnoustie Golf Links to host the Alfred Dunhill Links Championship. An agreement is already in place up until 2020 and they would like to extend this by another 5 years. M Wells response letter highlighting the extra benefits that CGL could offer as part of a host venue agreement was attached as an appendix.

(v) Risk Register – First Draft

M Wells summarised the draft risk register which had been attached to the board agenda for information and to indicate that this was a live issue within the senior management team at CGL to adopt a register and embed the use of one within the organisations culture. M Wells advised that going forward, the board will only be provided with a summary document of the register, rather than the whole working document. M Wells advised that he would be happy to go through the document in detail with any individual Trustee if required.

K Fraser advised that he welcomed this piece of work and congratulated the executive for getting it to this stage.

Course Update

M Wells advised that he is in conversation with A Reid on almost a daily basis and would like to confirm that the course is in excellent condition. He advised that A Reid and his team have done an outstanding job. The greenkeepers were rewarded with a day of golf and dinner on Saturday 30th July once the course had closed. M Wells advised that The R&A are very pleased with the condition of the course and were looking forward to The Open being played on a course in such excellent condition. M Wells thanked all the greenkeeping staff for their hard work, along with all the CGL staff members and the Trustees. P Sawers agreed that the course was looking pristine and thanked the CGL staff, greenkeepers and Chief Executive for their commitment to presenting Carnoustie as a World Class venue for the Open. A McKeown agreed with P Sawers comments and praised collaborative efforts from the staff and the board of Trustees that has made the progress to date so successful.

Links House During The Open

M Wells advised that all the players and their families will be looked after exclusively in Links House, which constituted of approximately 600-700 covers per day required to be catered for. This will all be done with an in-house Carnoustie Golf Links team. P Sawers enquired to whether this would mean taking on lots of agency staff, M Wells advised that this is the case, but was confident that the CGL team, assisted by our catering consultants experienced in large scale events would provide a significantly enhanced experience for the players and their entourages.

M Wells advised that after each Open Championship, the host club will report back to The R&A advising of their experience of the event. He advised that this can often be a very basic word-processed report and suggested that he would like CGL to produce something much more vibrant and interesting, underlining the significant support and benefits of Carnoustie as an Open venue. This will require a small budget to be allocated towards it, which would be scoped by the Chief Executive.

9. Health and Safety

M Wells confirmed that he and K Fraser had met to discuss health and safety procedures within the organisation. It was found that CGLMC Ltd have an amount of systems and policies in place, but they may not be adopted by all of the staff as fully as would be desired by the board. He confirmed that plans were being put into place to review policies and adopt a broader health and safety culture across the organisation. K Fraser advised that in his experience, this is not an uncommon situation for many organisations.

10. Companies House Matters

There were no matters.

There being no other competent business, the meeting was then closed at 1948 hours.