

**Minutes of the CGLMC Ltd Full Meeting Held in the Boardroom, Links House on Monday
25th March 2019**

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

In Attendance: M Wells (Chief Executive), A Simpson (Finance Director), C Boath (Links Superintendent)

The meeting began at 1730 hours.

1. Apologies:

B Myles, T Healey

a) Any Additional Agenda Items

The Chief Executive explained that the proposed Re-Structure would be covered under Finance along with the budget. This would also include discussion on bonus/incentive & CPI. He also commented that additional documents namely: Statement of General Duties of Directors and Guidance Notes to Trustees, had been added at the beginning of each Trustees' agenda and would be included as a constant feature going forward.

c) Declarations of Interest

None.

2. Approval of the Minutes of the CGLMC Ltd Full Meeting of Monday 7th January 2019

Amendments

I Frier said that on Pg 4 under costs, it should read, 'final consultant costs associated with The Rookery' rather than building of Links House.

23.

I Wilson queried the description of the minutes relating to a question raised by A McCartney relating to The Rookery expenditure to the Finance Director, which was clarified by The Chief Executive.

Approved: G Murray

Seconded: C Yule

3. Health and Safety

The Chief Executive presented a Health & Safety report as a new addition to the board agenda and it was the executive's intension to include similar reports in future agenda papers. The paper will continue to evolve to provide the Trustees with an overview of the organisations H&S operations. It was agreed this was a useful addition to the board pack.

The Chief Executive explained that over the last few months there had been two minor workplace accidents which had occurred, which had been logged in the appropriate way and refresher training had been given. K Fraser asked if a Riddor reports had been completed, which the Finance Director confirmed.

D Cheape asked where H&S lay if there was no HSE position within the company. The Finance Director explained that each employee has a responsibility to H&S and each head of department are holding monthly Health & Safety meetings, reporting to a quarterly high-level Health & Safety review. The Trustees were informed that the Finance Director would hold line-management responsibility for this area, reporting to the Chief Executive.

4. CE Report

The Chief Executive introduced his report and invited questions from the board.

I Wilson enquired about the cost of the Burnside box improvements. The Finance Director confirmed this can be provided for from budgeted operational expenditure.

J Gilbert asked for the other toilets at the tea hut and on the course to be looked at for upgrading. The Finance Director agreed that they would be looked at and costed.

Clarification was made regarding entry to Links House via the South entrance by people with golf clubs.

J McLeish asked for clarification on the locker room contracts for Season Ticket Holders. The Finance Director explained that it was for a rolling annual contract and no one would be asked to clear their locker after 12 months on the provision that a further year was subscribed to.

J Gilbert asked for some cycle racks to be placed out side Links House. The Chief Executive agreed that this would be investigated.

I Frier asked if a more recent quotation from an Open winner at Carnoustie could be included in the Experience Carnoustie brochure, which the Chief Executive confirmed would be investigated.

Sederunt: A McKeown and A McColgan entered the meeting at 1750hrs.

i) Board Report - SeedSniper

The Chief Executive summarised the report he had prepared in the agenda, regarding SeedSniper, and asked for the board's approval to support the product on a non-for-profit basis.

The Trustees supported this recommendation. K Fraser asked that a contract or agreement be put in place to ensure clarity on the relationship between the product and Carnoustie Golf Links. The Finance Director confirmed that a Heads of Terms would be issued.

The Trustees approved to:

- i) Support Blair Young's SeedSniper product and give it Carnoustie Golf Links' endorsement on a non-for-profit basis.

ii) Performance Review & Action Plan

The Chief Executive thanked the Trustees for feedback given during the recent Trustees Strategy day and would include suggested additions and amendments to be added to the 19/20 and 20/20 review and action plan. The final draft will be issued to the full board for information, prior to submitting to Angus Council.

iii) Expression of interest

Contained under a Private and Confidential Minute.

5. Risk Register

The Finance Director provided the Trustees with an overview of the risk register.

The Trustees reviewed the appropriateness of items on the risk register, agreeing that current items remained relevant, with appropriate control measures in place, re-iterating that the risk register required monitoring on a regular basis reducing risk where possible.

25.

No additional risks were identified to be added to the Trustee's strategic risk register.

6. Companies House

P Sawers explained that A McKeown would be leaving the board and the new Angus Council representative would be Mark Armstrong. Companies House would be advised accordingly.

7. Greens and Environment Business

a) Approval of Minutes of the Greens Meeting of Wednesday 6th March 2019

Approved: L Gordon

Seconded: I Frier

8. Finance Business

a) Approval of Minutes of the Finance Meeting of Monday 11th March 2019

Approved: A McKeown

Seconded: J McLeish

b) Matters Arising Therefrom

G Murray asked the Board for approval of the Budget 2019/20, including; Bonus/ Incentive budgets, the proposed treatment of CPI and budget surrounding the Reorganisation Structure.

K Fraser asked about any decisions that came from the Trustees Strategy meeting. The Chief Executive explained that the conversations during the strategy day had been positive on the proposed reorganisation and that he had provided further explanation and justification for new senior positions. He also confirmed that 2 positions proposed within the re-organisation proposal document (HSE role and Finance Controller), would be held until a later date.

I Wilson asked for clarity regarding the CPI and bonus structure which was addressed by the Finance Director explaining that the decision on CPI and Bonus would be for 2019 only. Future treatment of CPI would be reviewed by the finance committee on an annual basis.

The Trustees approved:

- i) Budget as presented for 2019/20
- ii) No CPI increase in staff salaries for 2019/20. Bonus & incentive paid to staff based on performance appraisals
- iii) Reorganisation structure as described in Project Drive report

Proposed: A McKeown

Seconded: C Yule

G Murray confirmed that the Finance committee had supported a board report regarding a proposed Elite Ladies Tournament as being affordable.

The Trustees approved:

- i) The affordability of the Ladies Elite Tournament for 2019

Proposed: A McKeown

Seconded: P Sawers

9. Tournament Business

a) Approval of Minutes of the Tournament Meeting of Wednesday 30th January 2019

Approved: J Gilbert

Seconded: P Sawers

b) Matters Arising Therefrom

A McArtney asked the board for approval of the Elite Ladies Tournament to be played in 2019. J Gilbert asked for K McNicoll to liaise with C Boath with regards to the course layout and daylight for the competition. It was also noted that this tournament would be for 2019 only.

The Trustees approved:

- i) The Elite Ladies Tournament in 2019 as described in the report provided.

Proposed: P Sawers

Seconded: L Gordon

A McArtney thanked Keir McNicoll for presenting the rules evening to Season Ticket Holders, which was a great success.

10. Community Benefits Business

a) Approval of Minutes of the Community Benefits Meeting of Monday 21st January 2019

Approved: I Wilson

Seconded: C Yule

b) Approval of Minutes of the Community Benefits Meeting of Wednesday 6th March 2019

Approved: P Sawers

Seconded: J McLeish

c) Matters Arising Therefrom

Donation of Open Merchandise

D Cheape explained that the metal Open merchandise which had been kindly donated to Carnoustie Golf Links to donate, was almost sold out. K Perrie confirmed that the current figure was £1012 which would be donated to Golf Memories.

World Parkinson's Day

D Cheape explained that Links House would be illuminated in blue lighting from dusk to midnight on the 11th April for World Parkinson's Day.

Community Benefits Review

D Cheape explained that the Community Benefits review had been carried out and thanked Karen Perrie and Donald Archibald for their help with this. A McKeown commented that it was a very good review.

The Trustees approved:

- i) The Community Benefits Review as stated in the paper provided.

11. Any other Competent Business

A McKeown

P Sawers stated that this was A McKeown's last meeting and thanked him for all his help and support over the years. She said that he had worked tirelessly in all areas in the run up and during The Open and thanked him for this.

D Cheape also explained that he had worked for 2 years with A McKeown and he would be a huge loss to the Council and wished him all the best.

Caddie Master

The Finance Director passed on a message from the Caddie Master, Ailsa Roy, extending her thanks and appreciation to the Board for all the support that she had received in recent months reviewing various processes and help with implementing new caddie uniforms for the 2019/2020 season.

There being no further business the meeting closed at 1945 hours.