

MINUTES OF MEETING OF BOARD OF DIRECTORS OF HILLHEAD HIGH SCHOOL WAR MEMORIAL TRUST LTD HELD AT HGHENDEN ON MONDAY 06/12/21 at 1900

SEDERUNT:

AM Wilson (Chair), JM Blair, RS Bond, K Fowler G Kitchener, R Mohammed, SA Ross, GM Taylor, CA MacDonald

ELECTION OF CHAIR FOR MEETING:

Alan Wilson was elected Chair for this meeting. The Board then moved to the allocation of roles and responsibilities for the directors.

ROLES AND RESPONSIBILITIES:

Chairman	Alan Wilson	proposed GM Taylor, seconded R Mohammed
Deputy Chairman	Keith Fowler	proposed GM Taylor, seconded G Kitchener
Company Secretary	Christine MacDonald	
Finance Director	Alan Wilson	
Grounds Convener	Gary Kitchener	
House Convener	Keith Fowler, with support from all other directors when requested by Keith	(Ramzan to prepare list of duties for allocation)
Café Source Too	Keith Fowler, Richard Bond, Gordon Taylor, Alan Wilson	
External Hires	Gordon Taylor, supported by Shona Ross in her role as Community Sports Hub Manager	
Membership	Alan Wilson supported by Keith Fowler and Ed Gallagher as Membership Secretary	
Marketing and Social Media	Jillian Blair, Keith Fowler, Shona Ross	
Gym	Gordon Taylor, Shona Ross, liaison with Denise	
Insurance	Richard Bond	
Compliance	- Financial	Alan Wilson
	- Legal	Christine MacDonald, Alan Wilson
	- Health and Safety	Grounds Convener in relation to grounds House Convener in relation to house, both supported by Ramzan Mohammed in relation to H&S risk assessments
	- Child Protection	to be confirmed following clarification of what is required under latest guidance

Café Source:

Alan, Richard, Keith and Gordon had met Paul and Jacqui. Trading had been good over the summer but was now declining as we move into winter sports and more restrictions. They had managed to get some Covid related loans but unfortunately the rateable value had limited what they could access. Paul would like to try to get back to 2014-17 levels of turnover (£650,000 per annum). He thinks this is possible. They would update the menu, and get signs onto Hughenden Road; they would look at discount sites. For the time being, they would aim to get through the winter as well as possible under the present rules. They commented on problems with the attitude of some members, principally rugby players over behaviour, but

also lack of co-operation from tennis players over shoes. We will speak to the playing sections. **GK, KF**

One item agreed was a customer survey to be circulated round the membership. Alan and Keith will draft a survey and circulate round the Board for amendments or suggestions, also check with CST, and circulate to the membership as soon as possible. **AW, KF**

Follow up meeting to be arranged, ideally next week. **KF**

External Hires:

Shona said that we were getting back to the pre-pandemic level of usage without having to do any active marketing. Various groups from the past had kept in touch and were signing up for January bookings, also some Christmas events. She is hoping to get some fliers to circulate locally. Shinty and Frisbee have been keeping their winter sessions going, and Strathclyde University are using the tennis courts on a Wednesday afternoon. **SAR**

Shona and Gordon will look at prices for lets, both indoors and outdoors; they will consider possible discounted rates for local community groups. Once this is done, they will prepare an estimate of income from external hires to the end of April 2022 to give to Alan for forward planning. (Ideally, a “best case” estimate and a conservative one should be made.)

SAR, GMT

They will look at formalising the management of the gym and the lets for classes. This should be discussed with Denise to get a workable solution. **SAR, GMT**

House:

There are a number of items relating to problems in the building where we need to improve our response time to MGB. There are some estimates for work where we need to prioritise work into essentials and matters which can be delayed just now. Ramzan will provide a list of outstanding matters and their recommendations and Keith will look at these. All relevant e-mails to be forwarded to Keith. **RM, KF**

The MGB contract expired in the summer so we need to look at this. Alan will contact them to confirm formally that we are exercising the option in the contract to continue it for another year; we will consider our options over that time. Also we will check exactly what MGB are charging for work under the contract since this seems to be £38 per hour when the contract says £33 per hour. Alan will contact Hunter to check what has happened so far.

KF, AMW

The contract for the phones needs to be addressed. Keith is looking at various options including digital and analogue lines. **KF**

Grounds:

The work on the floodlights on the tennis courts has started and should be finished this week. The LTA have agreed we can use the tennis sinking fund for this work, along with the grant sourced by the Tennis section, and it should bring immediate savings on electricity costs.

The work by the tree surgeon on the trees around the courts should be done on 12 December.

The sand for use on the courts should be delivered soon, and we hope to do the moss treatment in the next few weeks, depending on weather. An additional ton of the sand has been ordered, which we hope should cover any future issues with supply.

Ramzan will look for the maintenance contract with the groundstaff for the tennis courts. Keith has spoken to Sport Ecosse about what exactly is required for this type of court surface, and if there are any changes which need to be made, these can be addressed. We need to discuss the whole contract, as Adam thinks the hours presently noted do not cover the amount of work required in a week. **RM, GK, KF, AMW**

The Cricket section have undertaken work to improve the wicket which will allow them to progress in their league system. They have lifted the artificial wicket, which was at the end of its useful life, and relayed the area as a grass wicket. Around £4,400 costs have been incurred and paid for by the Trust and these will be rebilled to the section as agreed with the former president.

Membership:

Eddie has supplied membership numbers to the end of November -858 as compared with 869 at the start of September. This is broadly 500 adult active members, 260 under 18 active members and 90 non-playing members. We will see if it is possible to break it down by section for the next meeting. **AMW**

Keith asked about the review of the membership structure. Alan said that this had been deferred for the moment and would be undertaken as part of the development of an overall strategic plan for the club.

Marketing and Social Media:

We need to have a clear policy on how we use social media to communicate with the members. Directors and sections should pass items to Jillian and these can then be posted, broadly using Facebook for internal items and Twitter for external messages. Keith noted that it had been difficult to use e-mail to communicate with the members over the new CST menu; he is working with Eddie to establish a data base covering our members, plus an additional list of people who have expressed an interest in our newsletters. **JMB, KF, SAR**

Vodafone:

The original agreement with Vodafone from 2009 expired in 2019; it is our understanding after advice from consultants that it continues in place under tacit agreement, which brings us £4,000 per annum as agreed at the start. We believe this to be below market value, although there has been a recent change in legislation which gives the telecoms companies an advantage in negotiations, so there is a risk that the rental could fall below the current level. lower figure. Since Vodafone have not responded to our requests to discuss a change in the rental, our consultant has suggested that we should move to arbitration under RICS. Ramzan and Alan will take this forward. **RM, AMW**

Governance:

We need to ensure that our Memorandum and Articles of Association comply with recent changes in legislation, particularly regarding equality and dissolution of the body. Chris and Gordon will look at this. **CAM, GMT**

Chris will also check changes in the PVG procedures to see that we comply with these. Once we know current requirements, we will look at let agreements and check that they cover all requirements. CAM

Finance:

The October management accounts showed the YTD profit before depreciation of £38k after Covid grants of £25,700 – so around £12k surplus without the grant – primarily due to CST summer trading and lower maintenance and heat and light costs.

There were also grants/HJRFC contribution towards the training pitch of £17,940 (Viridor grant £10,040 and HJRFC/SRU £7,000); however this simply reimbursed additional costs incurred by HSC on the pitch.

Current cash position and short term cash flow – cash position is reasonably healthy with £102k unreserved cash (adding back the £50k put aside for repayment of the bounce back loan given it can be repaid over up to 10 years with interest at 2.5%), plus £40k reserved cash (tennis court sinking fund £36k, Glasgow Life Hub Budget £3k and restricted donation £1k).

However initial draft of a short term cash flow to 30 April prepared by AW shows potential outflow of £42k taking balance down to £60k.

£21k from operating activities – assuming CST turnover at £25k per month until recovery in March/April combined with higher gas and electricity costs over the winter and payment of maintenance cost recently undertaken on ventilation and other items

£7k on capital expenditure – BLR floor

£14k on bounce back loan repayments, tennis court loan repayments and tennis court sinking fund

Reserved cash also falls from £40k to £18k due to use of the sinking fund for the purchase of the tennis floodlights (net of the £6k grant)

Alan will circulate cash flow for comment once updated. AMW

Key risks are CST trading

External hires – BLR/MFR/functions in particular – increasing as quickly as possible

Further maintenance costs – MGB’s list of recommendations

Delegation of authority policy and approval levels – contracts/invoices/payments to be put in place and agreed by the Board AMW

Strategy and Five Year Financial Projections:

Five year projections being prepared by Alan with list of assumptions; this will be circulated once updated for discussion at a future meeting. AMW

Keith asked about the offer from Glasgow Life of putting us in touch with a consultant to assist in this area. We had done this in 2017 and it proved very useful. It was agreed that we should contact Vicki to say we would like this to be set up. SAR

Christmas Opening Hours:

CST have said they will be closed for four days each weekend over Christmas and New Year. Shona will check with them their closing time on Christmas Eve and Hogmanay. We would prefer the club only to be closed for two days each time so that members can use the gym and courts. Once Shona has the CST details, they will be circulated round the Board and we will

decide on exact club opening hours over this period and then communicate it with the membership.

SAR, Board

Community Groups:

Shona said that she has been discussing with various community groups their needs for meetings. It was agreed that we would try as far as possible to accommodate them, but that this could not be at cost of full lets. As a result, the club bar is not available on Monday evenings to them. She had offered the Board room to the Community Council and it was agreed that they could use this as long as they accepted that it is at their own risk because of the limited ventilation at present. On a longer term, we hope to put in an extractor fan beside the window.

SAR

Mail to Hughenden:

Shona agreed to keep looking at the box at the CST reception desk to check any mail which is coming to the club.

SAR

Cleaning Contract:

Richard has been looking at our present arrangements with Spotless over cleaning, and opening the club. There have been various problems recently and he thinks we should now be looking at other options, including going out to tender, although this is difficult under present ever changing circumstances. He will discuss options with Keith and report back to the Board.

RSB, KF

Date of Next Meeting:

Wednesday 12th January 2022, and thereafter the second Wednesday of each month.