

**CILIP in Scotland  
Minute of the Trustee Board Meeting  
1<sup>st</sup> September 2016**

**Present:** Anne-Louise Anglim, Richard Aird, Keith Fraser, Carole Gray, Craig Green (Chair), Rebecca Gunn, Ian McCracken, Liz McGettigan, Ken McKinlay, Helen Robinson, Ewan Scott, Audrey Walker (Honorary Treasurer) and Duncan Wright.

**In attendance:** Catherine Kearney (Director, CILIPS), Sean McNamara (Policy and Digital Officer, CILIPS), Nick Poole (CILIP CEO) and Martyn Wade (CILIP Board Chair)

**Apologies:** Theresa Breslin, Jeanette Castle, Andrew McAinsh, and Jane Sandell.

Craig opened the meeting by welcoming everyone to Robertson House, in particular, Ken McKinlay who was attending his first Board meeting. Nick Poole, and Martyn Wade, who were also in attendance.

- 1. Declarations of interest:** None
- 2. Minute of the meeting held on 21<sup>st</sup> April 2016**

The Minute of the meeting held on 21st April was agreed as a true and accurate record of business conducted on that date.

**2.1 Matters arising**

a) *The CILIP Action Plan:*

Nick advised that the plan had been published on the CILIP website and distributed printed copies to members.

**3. Finance**

**3.1 Financial update**

Audrey spoke to the previously circulated reports. In response to a query regarding VAT, she clarified that CILIP in Scotland shared a VAT number with CILIP and submitted

quarterly VAT returns to them. CILIP in turn issued CILIP in Scotland with a VAT invoice.

In response to a second query, she advised that Tayside Branch continued to hold a high balance in their account but were planning a programme of CPD activity.

### **3.2 CILIPS Financial Reserves**

Audrey provided Board with a short verbal report which highlighted the poor rates of interest being earned on CILIP in Scotland reserves. Following discussion, the Board required the Finance T&F Group to explore opportunities for a better return on investment.

### **3.3 OSCR: submission of 2015 annual accounts**

The Board agreed to note that the 2015 annual accounts had been submitted to OSCR.

### **3.4 Professional Development Fund (PDF): Disbursement Report**

Audrey updated the Board on the recent decision of the Finance T&F Group to fund two awards of £600 each for attendance at the CILIP Conference. She reminded Board that the Professional Development Fund was available for any CPD event, including IFLA, up to a maximum of £600 per single award.

Sean then summarised action taken by officers to improve awareness of the Fund:

- Advice on how to complete the application process had been updated and published to the website;
- The fund was being actively promoted via both the website and newsletter and;
- Delegate event reports (a condition of funding) were being featured on the website.

### **3.5 Professional Development Fund: Review of 1<sup>st</sup> year of operation**

Audrey introduced the previously circulated report. Following discussion the Board agreed that:

- The Professional Development Fund would continue in 2017 as a CILIP in Scotland member benefit;
- The Finance T&F Group would develop a draft sponsorship policy for consideration by Board at the January 2017 meeting; and
- A separate funding stream would be identified for sponsorship.

## **4. Governance**

### **4.1 Outcomes of the AGM**

Cathy reminded the Board that the CILIPS AGM 2016 had taken place on 7<sup>th</sup> June alongside an EGM. In the absence of Craig, Richard had chaired both meetings. Board agreed to note the outcomes of the AGM:

- Approval of the 2015 Annual Report and Accounts;
- Approval of amendments to the Rules and Regulations; and
- Approval of recommendations for Honorary Membership.

### **4.2 SCIO progress update**

Board agreed to note the resolution passed at the EGM with regard to CILIPS' application to become a SCIO:

*“That the existing organisation, CILIPS, is dissolved and its assets and liabilities transferred to the CILIPS SCIO subject to any changes as OSCR may require and which are agreed by the Board of CILIPS.”*

Cathy informed members that, in preparation for dissolution of the organisation’s current legal form and reconstitution as a SCIO, arrangements were underway to ensure that CILIPS was in a position to transfer promptly all assets and liabilities to the new organisation.

#### **4.3 Arrangements for President and Trustee elections**

Cathy reminded members of the procedures for CILIP in Scotland elections. Board agreed to note:

- that nominations would open on 2<sup>nd</sup> September; and
- Elections would take place between 11<sup>th</sup> and 28<sup>th</sup> October.

Cathy then outlined changes to Board composition from 2017 as a consequence of amendments to Rules and Regulations agreed at AGM. These were that:

- The President, VP and Immediate Past President would cease to be Trustees of CILIPS and become ex officio Board members without voting rights; and
- The total number of Trustees (including the separately elected Honorary Treasurer) would reduce to ten.

Members agreed to note the changes.

#### **4.4 UK decision to leave the European Union (BREXIT)**

The Board discussed the previously circulated paper on potential issues for CILIPS arising from the recent UK referendum outcome. They agreed to note that:

- Scotland had voted to remain with all 32 local authority areas returning a remain vote;
- as a charity there were unlikely to be major upsets for CILIP in Scotland on a legal or regulatory front;
- there had been a negative impact on CILIP in Scotland finances as a result of interest rates falling and the introduction of banking charges;
- the campaign and vote had led to an increase in xenophobia elsewhere in the UK;
- the lack of a UK Government structured economic plan made it difficult to fully articulate risks at this juncture;

The Board agreed to retain BREXIT as a standing item on future agendas

#### **4.5. Web redesign and visual identity**

Sean updated Board on web redesign work being undertaken by CILIP in Scotland and outlined simultaneous work by CILIP to refresh visual identity. Following discussion the Board agreed:

- CILIP in Scotland should have distinct web branding;
- The uniqueness of CILIP in Scotland as an organisation should be highlighted on the website by featuring both its history and future outlook as part of a joint membership organisation;
- CILIP in Scotland should consider potential alignment with CILIP visual identity refresh proposals on the proviso that proposals recognise CILIP in Scotland is registered as both 'CILIPS' and 'CILIP in Scotland'.

## **5. CILIP**

### **5.1 CILIPS/CILIP Proposed Financial Settlement 2017**

Nick introduced his presentation. He clarified that the CILIP proposal for a 2017 financial settlement with CILIPS was linked to neither membership income nor

numbers but represented a standalone proposal offered without prejudice to future negotiation on a defined financial framework between both organisations. He explained that the proposal comprised a 'grant' of £22,000 for running costs plus a sum of £109,000 (retained by CILIP) to cover staff salaries and on costs. The 'grant' included a sum representing consolidation of annual 'core' offer costs previously recharged to CILIP for supporting PKSB activity in Scotland i.e.

- 1 x mentor training workshop;
- 1 x mentor exchange of experience; and
- 2 professional registration workshops

Craig thanked Nick for his presentation and, following discussion, the Board agreed to accept the proposal.

## **5.2 CILIPS/CILIP MoU**

Nick advised that the previous draft had been updated following the April meeting of the CILIP in Scotland Board. The revised document was now with Craig who confirmed that a date would be set for negotiation with CILIP. The Board agreed that a full discussion on the outcome of negotiations should take place in an extended closed Board meeting on 10th November.

## **5.3 CILIP Audit Arrangements 2016**

Audrey reminded Board that CILIP in Scotland annual accounts were included in the CILIP annual accounts and therefore subject to audit by CILIP appointed external auditors. She explained that CILIP had recently moved to a new set of auditors whose methodology required access to all bank accounts held by CILIP in Scotland. Following discussion, the Board approved the previously circulated letter to be sent to all CILIPS and Branch bank accounts to facilitate this.

#### **5.4 Consultation on new membership offer**

Nick advised Board that online consultation, now concluded, on the proposed revised model, had shown strong member support for the planned revisions. The Board agreed to note Nick's report.

#### **5.5 CILIP visual identity refresh**

Nick updated the Board on the recent CILIP exercise and explained that the refresh was not a rebrand but an attempt to bring the identity of the organisation up to date. It had been soft trialled at CILIP Conference where it was well received. The Board agreed to note the report.

### **6. Advocacy**

#### **6.1 CILIPS Conference 2016**

Cathy introduced the previously circulated evaluation report. The Board noted the positive comment and high satisfaction rating for the Conference programme and event overall, before discussing the disappointing rating for catering. They noted proposed actions by the venue to address this matter. The Board agreed, that given the assurances and concessions offered by the venue, the 2017 Conference should return to the Apex Hotel, Dundee

#### **6.2 Conference Dates 2017**

The Board agreed 5<sup>th</sup> and 6<sup>th</sup> June 2017 for the annual Conference.

#### **6.3 Advocacy Report**

Board discussed the previously circulated report, in particular the ongoing issue of removal of school librarians in Argyll and Bute. Members commended President Theresa Breslin on her work to draw attention and support to the situation and agreed that:

- The November Board agenda should include a substantive item on the situation in Argyll and Bute; and
- Officers should seek to secure a meeting between Board representatives and the Cabinet Secretary for Education on the issue.

#### **6.4 Autumn Gathering 2016**

The Board agreed to note a verbal update on programme development and booking numbers for the 20<sup>th</sup> October event.

### **7. For noting**

#### **7.1 CILIP UK Policy Committee Meeting June 21<sup>st</sup>**

In the absence of Jeanette, CILIPS representative to the Committee, Martyn provided an update on current work, highlighting schools, further education and privacy in libraries.

### **8. Equalities and Risk**

Board reviewed their decisions and discussions and noted that they had avoided the risk of uncertainty regarding 2017 finances by discussing and accepting the CILIP interim offer; had reduced future risk to the organisation by taking steps to continue affiliation with CILIP via joint negotiation on a MoU. In terms of equalities the Board had considered some negative outcomes on society of BREXIT and agreed to be guided by the CILIP Code of Professional Ethics.

### **9. Date of next Meeting**

10<sup>th</sup> November 11 - 1pm Robertson House (closed meeting)