

CILIP in Scotland
Minute of the Trustee Board Meeting
14th September 2017

Present: Richard Aird, Carole Gray, Kirsten McCormick, Margaret Menzies, Penny Robertson, Helen Robinson, Ewan Scott, Audrey Walker (Chair) and Duncan Wright.

In attendance: Catherine Kearney (Director, CILIPS), Sean McNamara (Policy and Digital Officer, CILIPS)

Apologies: Theresa Breslin, Craig Green, Liz McGettigan, Heather Marshall and Jane Sandell.

1. Declarations of Interest

None

2. Minute of the meeting of 23rd March 2017

The minute of the meeting of 23rd March was agreed as a true and accurate record of business conducted on that date with one correction to add Ewan Scott to the attendance list.

3. Matters arising

The Chair advised that the VAT bill from CILIP had now been settled.

4. Finance

The Honorary Treasurer outlined the contents of her previously circulated financial report and informed members of decisions made by the Finance Committee related to Professional Development Fund (PDF) awards. Four applications had been received, three of which had been approved for funding: Iona McFarlane: £275 to cover registration fees for a PGCE course (distance learning); Patricia McParland: £180 towards attendance and overnight accommodation for Autumn Gathering; and Valerie Black: £100 towards attendance at Autumn Gathering. Audrey requested homologation of the 2016 Annual Report and Accounts which had been submitted to and accepted by OSCR.

Members of Trustee Board agreed to:

- 1) note the report from the Honorary Treasurer;
- 2) homologate the 2016 Annual report and Accounts;
- 3) endorse the Finance Committee decisions on PDF awards

5. Governance

5.1 Arrangements for President, Honorary Treasurer and Trustee elections 2017

The Director provided details of the arrangements for election of President, three Trustees and Honorary Treasurer. Audrey, Craig, Jane and Carol were due to conclude their terms of office as Trustees. Cathy advised that the call for nominations would open on Monday 18th September and close on 10th October with elections, if necessary, taking place immediately after and all results known by 24th November.

Members of Trustee Board agreed to note the contents of the Director's report.

5.2 AGM Outcomes

The Chair reported that the AGM had taken place in Dundee on 6th June. The meeting had approved Honorary Memberships for Theresa Breslin, Immediate Past President, Fred Guy, (CIGS) and Elspeth Scott, (SLA). Members had passed a resolution to amend the constitution to introduce a new member category (Friend and Supporter of CILIPS).

Members of the Trustee Board agreed to:

- 1) note the contents of the report;
- 2) require the Director to include plans for launch of the new member category in the 2018 draft delivery plan.

5.3 Scheme of Delegation and Standing Committees Terms of Reference

The Director spoke to the previously circulated proposal seeking to establish a Scheme of Delegation for the Trustee Board and create two related Standing Committees. She explained that the Scheme of Delegation was intended to provide clarity on who has decision making authority within the organisation. The Executive Committee had been functioning as the CILIPS negotiating committee while the Finance and Staffing Committee was currently operating as the Finance Committee but in anticipation of added responsibilities would require new terms of reference.

Following discussion members of Trustee Board agreed to:

- 1) Note the contents of the Director's report;
- 2) Approve the Scheme of Delegation;

- 3) Agree the formal creation of an Executive Committee;
- 4) Approve the terms of reference for the Executive Committee;
- 5) Agree the formal creation of a Finance and Staffing Committee;
- 6) Approve the terms of reference for the Finance and Staffing Committee;
- 7) Require the Director to ensure that final drafts of all three documents use gender neutral terminology.

5.4 CILIPS/CILIP MoU

The Chair spoke to the previously circulated paper which had comprised:

- An introductory section reminding Board of developments to date;
- A revised version of the MoU signed off by CILIP Board and passed to CILIPS “for review and signature”;
- A recent email exchange on the matter between CILIPS and CILIP; and
- A set of questions raised by members during the CILIPS consultation on the MoU.

Audrey reminded members that an additional paper on the outcomes of the consultation exercise had been circulated separately. During discussion members expressed the need for absolute clarity in the final version of the MoU, a definitive legal opinion on whether TUPE would operate and further consideration of the liabilities and risks associated with staff transfer before the MoU was signed off.

Members of Trustee Board agreed to:

- 1) Note the contents of the report;
- 2) Require the Chair to seek further legal advice on whether TUPE would apply;
- 3) Require the Chair to write to CILIP Board Chair advising her of the outcomes of discussion;
- 4) Revisit the MoU at the November meeting for a final decision

6. Advocacy

6.1 Annual Conference Report

The Director introduced the previously circulated report. She highlighted excellent feedback on the event and venue. The only negative feedback had been for a “business breakfast” seminar organised independently of CILIPS which had suffered from non-appearance of a speaker. The exhibition, which had sold out, included strong local supplier presence resulting in a slight increase in profit margins. Members suggested that officers include 3D printer suppliers on the list of prospective exhibitors for 2018.

Following discussion members of Trustee Board agreed to note the contents of the report.

6.2 Conference 2018 Dates and venue

Sean summarised a conference venue proposal from Edinburgh EICC which members were invited to consider during discussion on arrangements for the 2018 event.

Following discussion members of Trustee Board agreed to:

- 1) Reject the EICC proposal;
- 2) Approve the Apex Hotel, Dundee as the Conference location for 2018;
- 3) Confirm conference dates as 4th and 5th June (with AGM on 5th June)
- 4) Require staff to meet with the incoming President to plan the Conference theme and programme

6.3 Advocacy Report

The Policy and Digital Officer introduced the previously circulated report on activity since the previous meeting. He outlined Scottish Government plans to put in place a national school library strategy and introduce a school library improvement fund. He highlighted advocacy activity including the *Libraries Matter* campaign, the health libraries campaign, *The Right Decision* and the Edinburgh Libraries led *Make it Count* campaign. Sean concluded his report by providing members with an update on the forthcoming *Autumn Gathering*, the *Scotland's Library and Information Professional of the Year* award, and the new CILIP membership model and website which was due to launch in November.

Members of Trustee Board agreed to:

- 1) note the contents of the report;
- 2) require officers to bring forward a report on the CILIP 'Your Membership' software for consideration at the November meeting

7. AOB

CILIP/CILIPS Relationship

In an extended discussion Board reflected on the tone of the email from CILIP CEO circulated as part of item 5.4 which suggested a deteriorating relationship between CILIP and CILIPS. Members agreed that Board's first priority was to finalise the MOU. Once the MOU was in place, CILIPS Board Chair would seek a meeting with CILIP Board chair to discuss ongoing communication concerns with a view to building a positive and respectful future relationship

between both organisations. Board agreed that Board to Board meetings/discussions should be established.

8. Risk Management – risk issues to be considered as a consequence of the consideration of the above agenda

Members noted that uncertainty over the applicability of TUPE to the proposed transfer of staff exposed the Board to risk but had agreed the mitigating action of seeking further legal advice .

9. Equalities Management – equalities issues to be considered as a consequence of the consideration of the above agenda

Members noted the decision to use gender neutral language in documents considered under item 5.3.

10. Date of next meeting

November 30th 2017 at 11.30am (Edinburgh Quaker Centre)