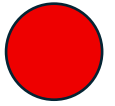


LIVE BORDERS

Minutes of a Meeting of Live Borders held on Tuesday 7th October 2025
At 5pm in the Discovery Room at the
Great Tapestry of Scotland



Item 3

Present: Bill Douglas (Chair) Paul Smart, Caroline Cochrane, Marshall Douglas, Kirsty Kiln (online), Sam Eccles, John Bathgate, Neil Richards, Jen Knox (staff rep), Duncan Rollo (online) (Staff rep)

Apologies: Ugo Mbaezue

In Attendance: Catriona McAllister (CEO), Graeme McMurdo, Ross McNay, Shona Dougall, Jenni Craig (online), Suzy Douglas (online), Sheila Brodie (notes)

| 1. | Welcome & Apologies | Resp |
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| | Chair welcomed everyone to the meeting and introduced the new elected Member, John Bathgate, to the board. Formal apologies were received from Ugo Mbaezue. | |
| 2. | Board Administration | |
| | No declarations of interest were made. Catriona McAllister was approved as a Director of BSLE. Caroline Cochrane was confirmed as Trustee Director of BSLE (ToRs delegated approval) All appointments were unanimously supported. | |
| 3. | Adoption of minutes of Board Meeting | |
| | Minutes of the meeting held on 18 th August 2025 were approved as accurate. | |
| 4. | Matters Arising | |
| | A number of items were proposed for closure. Items still open: <ul style="list-style-type: none">• Museums charging paper – to December Board• Accounting policy on grants and donations• Detailed P&L for Tennis Centre to be brought to December Board• Trustees to verify their identity with companies House and confirm to Sheila Brodie No questions were raised. | |
| 5. | Committee Structure | |
| | <p>The Chair presented the Terms of Reference paper covering the ToR for Audit & Risk Committee, Finance Committee and Nominations & Change Committee. Bill noted that Jenni had provided constitutional contextual information re the articles of association in regard to the Nominations Committee. Based on this, Bill proposed that the Nominations and the Change Committees be split. The ToR for the 'Change Committee' requires a change of title to reflect that Nominations will sit as a separate committee and remain as defined in the Articles.</p> <p>PS raised an issue where the content of the Audit & Risk Committee ToR was slightly different from the Finance Committee ToR. The A&R ToR contained the requirement to produce an annual report for Board on the work of the Committee, but this was not included in the Finance Committee ToR. Paul asked Board whether this requirement should be included in all committee ToRs. Board agreed.</p> <p>5.1) Nominations Committee to remain as prescribed in Articles of Association. 5.2) Change Committee to be established as a separate committee. 5.3) Recommendation to include annual review clauses in all committee ToRs accepted.</p> | SB |

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| 6. | Bridging Plan Update | |
| | <p>The Chair opened discussion on the Bridging Plan. He stated that Board members will have read the Bridging plan update paper and asked whether there was anything that Board members wanted to add or question. CM then took Board members through the project plan and slides for the Bridging Plan</p> <p>The Bridging Plan is a 2-3 year transitional change programme structured under 6 strategic themes agreed at the Board strategy day in June. CM covered some of the specific areas in the Bridging Plan including Organisational Restructure, Staff survey. Budget and Partnership working. The progress to date made against the plan was discussed and ongoing progress will be reported to Board at each meeting.</p> <p>KK commented that the Bridging Plan was quite inward in focus and proposed a 7th 'P' for promotion. CM advised that in these early stages the inward focus was intentional as the priority is to establish what the issues are, where the organisation is, what the gaps are and what needs to be done to move forward positively. However, areas of the Bridging Plan, such as the Marketing Strategy, do include outward-facing elements.</p> <p>PS remarked that the Bridging Plan was a comprehensive document but raised a concern about the organisational capacity to deliver. Board discussed this. Both CM and JC commented that it is important that LB and SBC work jointly to, in collaboration. This is a joint transformation programme and with the support and assistance of SBC, transformational change can be delivered. JC commented that both LB and SBC are cognizant of capacity and that CM is working with a number SBC directors and is attending SBC Corporate Management Team and where there are gaps in Live Borders resource, there may be scope to free up SBC resource - obviously also taking account of the resource demands of Council services as well. There is a clear financial driver that plays a part in terms of the speed of delivery.</p> <p>The Chair acknowledged the challenges it presents, noting that the Board members are here to support.</p> <p>6.1) Board noted the Bridging Plan</p> | |
| 7 | Review substance of report to Council | |
| | <p>The Chair introduced Item 7: 'Substance of the Council report'. CM spoke to a power point slide-deck and Live Borders staff members attending the Board meeting were advised that this section, whilst not taken in private business, is strictly confidential at this time and that CM will deliver a briefing to all staff on 22nd October. The presentation:</p> <ul style="list-style-type: none"> • Outlined Live Borders organisational areas of concern/areas for development. • restated the key elements of the Integratis proposals. • Proposed an alternative approach of growth, with rationalisation based on feedback from the consultation process recently undertaken with the public versus managed decline. • Proposed a roadmap to financial sustainability over 2-3 financial years, building on the themes of Integratis, but shaped and changed by the public consultation. This requires ongoing additional revenue to Live Borders for 2-3 years and capital investment to improve facilities and services. <p>SD commented that £250k savings has been delivered by Live Borders, that the Council has provided permanent funding for real living wage pay increases, that the Council financial plan assumes that Live Borders can operate within the current management fee, that there is currently no additional funding available and that when proposals for additional funding go to Council, the Elected Members will need to prioritise where funding is allocated, across a range of</p> | |

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| <p>services. For Live Borders the timing/phasing of when Live Borders can achieve financial stability needs to be considered, as the Council would need to fill that financial gap over the period.</p> <p>CM noted that the Integratis report was written early 2025 and published in April, so already we are six months in which also has an impact on financial delivery.</p> <p>JB asked about external funding, CM explained that this is not possible to use external funding to 'plug' public services, as funding received is generally for specific programmes/activities/events.</p> <p>JC noted that the level of external funding has been challenged by Elected Members and that this challenge is likely to continue. A realistic position on achievability of external funding needs to be established, including 'myth-busting' and a more joined up discussion on funding such as funding availability from sources such as SOSE.</p> <p>SE responded to JC's comment regarding external funding, explaining that, as a Cultural and Leisure Trust operating at arm's length from the Board, funding options are inherently limited. These options are further constrained by the charity's high level of annual turnover and income.</p> <p>SE highlighted that most external funding is restricted and cannot be used to support activities considered to be statutory services. Due to legislation prohibiting double funding, it is unlikely that fundraising activity could be used to finance many existing services. However, there remains scope to apply for grants and foundation funding to support new activities identified in the recent strategic plans, as well as initiatives proposed by staff. SE noted that through full cost recovery, contributions could be made towards existing contracted time where appropriate. SE further noted that, until recently, LIVE Borders did not have a comprehensive business plan or service-led strategies, which had made it challenging to align fundraising efforts effectively, assigning activity against needs. However, with the new plan, and the team skills, there are good opportunities to increase income in the future - but within the parameters set out.</p> <p>SE commented that there is strong knowledge in the team, but there is a current lack of underpinning strategy, such as Marketing Strategy, Sports Strategy & Cultural Strategy. One avenue to explore would be working in partnership with communities to support them to make grant applications.</p> <p>PS commented on the Borderlands Inclusive Growth Fund, which has significant levels of capital funding and spoke of the importance of developing partnerships not just for revenue funding but also capital funding. And whether there are opportunities to collaborate between Councils (cross-Border) to develop propositions that can access capital funding to upgrade and improve the facilities we currently operate.</p> <p>The Chair summarised that when the strategies are in place it is important for the organisation to have a clear fundraising policy built around these. Bill also noted capacity once again and role of the Bridging Plan in helping to prioritise. A fundraising strategy is important, but so are a number of other deliverables and it will not be possible to do everything at once.</p> <p>JC advised that the Cultural Strategy had been approved by Council in draft and was now out for consultation.</p> <p>JC commented that the 'roadmap' financials are being jointly worked through and that a lot of the financial projections and forecasting are being done on limited information but that Council will be expecting to see evidence that the plan is being pushed hard to deliver.</p> <p>The Chair commented that the alternative plan may take longer to get to the same place as proposed by Integratis, therefore communication is key particularly when the financial projections need to be firmed up. The Chair then asked for views of the Employee Representatives on the Board.</p> | <p>CM</p> <p>CM</p> |
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| | <p>Both JK and DR expressed support and optimism for the plan, noting that it places staff first and foremost; that it has been the lack of clarity that has been one of the main issues for staff and a clear plan will help to address this.</p> <p>SE described the plan as a message of consolidation and enhancement of services and of being a much more positive message than one of closures and redundancies.</p> <p>CM confirmed that the cultural services will get the same degree of attention as the sporting side of the business. The hard work of LB officers was recognised by Board.</p> <p>7.1) Board noted the update and slides.</p> <p>7.2) Board agreed that the proposals to grow the business (as an alternative to extensive facility closure) should form part of the Council report.</p> <p>7.3) Board agreed that Live Borders would lead on defining and delivering the alternative proposals.</p> <p>7.4) Board agreed that Live Borders works with Scottish Borders Council to firm up on the alternative proposals and to access the Change Fund, should this be approved by Council.</p> | CM |
| 8. | Finance Committee Update | |
| | <p>CC provided an update on the Finance Committee meeting of 25th September 2025. She reported that the £1m loan from SBC (equivalent to £167k per month from October to March) was approved by Council – the repayment terms/timescale continues to be discussed. The £1m loan still leaves a potential £250k gap for the 2025/26 financial year. CC went on to tell the board that the finance Committee recommends that Live Borders should request a letter of comfort from SBC to allow the current reserve of £250k to be used to close the gap.</p> <p>The Chair thanked CC for the report and recommendation and commented that Live Borders has circa £250k in the general reserve which is an insufficient amount for the reserves policy to be met. It is the norm and expectation that charities hold reserves of equivalent to three month's costs. This is around £3m for Live Borders. Faced with the challenges reported in the Bridging Plan, trying to build the reserve by £2.75m would be a monumental challenge. Equally, leaving £250k aside serves no purpose so the proposal seemed to be a way forward that used to best effect.</p> <p>SD commented that she wasn't aware of the proposal to use reserves to fund the £250k gap in 2025/26 and had therefore not had a chance to consider this and that progressing options to deliver the £250k permanently in-year would be preferable. SD raised concerns that if reserves are used in the way proposed is there a risk that the permanent savings gap is pushed into future years and that if £250k cannot be delivered in year then effectively the overall gap (over the next few years) increases by another £250k permanently. A second concern was in regard to the risk of Live Borders operating with no general reserve if in theory this resulted in even a small movement of financial position requiring Live Borders to urgently seek financial assistance from the Council.</p> <p>The Chair commented that he understands Suzy's reservations in the regard to the reserves proposal but that Live Borders and SBC have a close working relationship and he would not expect any surprise requests for emergency funds.</p> <p>CM commented that Live Borders did ask for £1.25 million, but that £1m was agreed. There are no 'magic wands' to deliver the £250k gap and a risk of holding back expenditure this financial year could be detrimental to the delivery of future income and efficiencies.</p> <p>The Chair commented that he is aware that Suzy did not have prior sight of this proposal for reserves and that Board is not seeking an answer at this meeting. The proposal from the Finance Committee is that a request is made to Council for a letter of comfort and that discussion on utilising the £250k reserve progress.</p> | |

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| | 8.1) Board agreed that a letter of comfort be sought from SBC. 8.2) Board agreed that discussions continue with SBC re utilisation of general reserve. | RM RM |
| 9. | Audit & Risk Committee update | |
| | <p>The Chair asked PS whether there was anything he wanted to raise in addition to the Audit and Risk Committee update.</p> <p>PS raised the Risk Strategy/Risk Register and proposed that both of these be items be on the agenda for the next Board. PS asked what the latest position was with the Internal Audit. RM responded that the audit is complete and is being reviewed. The auditors appear content with the information, they have a couple of changes to make based on the pension and that Live Borders requires a letter of comfort from the Council as per previous years.</p> <p>9.1) Board agreed that Risk Register and Risk Strategy be discussed at the next Board meeting</p> | |
| 10. | Q1 Performance Report and Complaints/Compliments report | |
| | <p>The Chair asked for comment on the performance report and the complaints/compliments report. Board members commented that it was useful to see the performance reporting presented so clearly, noting that it was enriched with detail, giving the Board context, highlighting cultural and community engagement activities.</p> <p>10.1) Board noted the reports</p> | |
| 11. | AOB | |
| | None | |
| 12. | Private papers – Organisational Restructure | |
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Meeting closed at 6.45 with private business extending after this.

Action Log – 7 October 2025 Board Meeting

| No. | Action | Owner | Due Date | Status |
|-----|--|-------------------|--------------------|-------------|
| 1 | Amend committee ToRs to include annual review clause | Sheila Brodie | Next Board Meeting | In Progress |
| 2 | Establish separate Change Committee and Nominations Committee and finalise ToRs for these. | Board Secretary | October 2025 | Approved |
| 3 | Request letter of comfort from SBC to release £250K reserves | Finance Committee | October 2025 | Approved |
| 4 | Schedule Board workshop on Risk management | Sheila Brodie | November 2025 | In Progress |

17th December 2025

Signature: W G Douglas
W G Douglas (Dec 17, 2025 16:48:35 GMT)

Email: bdouglas@liveborders.org.uk







Minutes Board Meeting 7 October

Final Audit Report

2025-12-17

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| Created: | 2025-12-17 |
| By: | Sheila Brodie (sbrodie@liveborders.org.uk) |
| Status: | Signed |
| Transaction ID: | CBJCHBCAABAAxngMTIU5eZVJV8vmOLQnZLNWWGTuzW0u |

"Minutes Board Meeting 7 October" History

-  Document created by Sheila Brodie (sbrodie@liveborders.org.uk)
2025-12-17 - 4:42:01 PM GMT
-  Document emailed to Bill Douglas (bdouglas@liveborders.org.uk) for signature
2025-12-17 - 4:42:06 PM GMT
-  Email viewed by Bill Douglas (bdouglas@liveborders.org.uk)
2025-12-17 - 4:47:26 PM GMT
-  Signer Bill Douglas (bdouglas@liveborders.org.uk) entered name at signing as W G Douglas
2025-12-17 - 4:48:33 PM GMT
-  Document e-signed by W G Douglas (bdouglas@liveborders.org.uk)
Signature Date: 2025-12-17 - 4:48:35 PM GMT - Time Source: server
-  Agreement completed.
2025-12-17 - 4:48:35 PM GMT