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Minutes of the CGLMC Ltd Full Meeting Held in the Greenkeeping Sheds on Monday 15th January 2018

Present: P Sawers (Chairman), C Yule, J Gilbert, G Paton, G Murray, T Healey, K Fraser, D Cheape, A McColgan, I Frier, L Gordon

In Attendance: M Wells (Chief Executive), D McDonald (Finance Manager), C Sinclair (Head Professional)

The meeting began at 1856 hours.

1. Apologies:

A McArtney, B Myles, J McLeish, A McKeown

a) Any Additional Agenda Items

i) K Fraser asked for it to be minuted that he had asked for a discussion on the following prior to the elections of office bearers;

- Roles and responsibilities of directors
- Reporting and review of board expenditure (financial year 2016-17 or calendar year 2017)
- Reviewing and assessing board performance

The Chairman indicated that the above was being included within a broader review of governance and that workshop sessions were planned soon on these subjects. Given the significance of the governance review it was felt that such matters required input from the executive and merited dedicated time and consideration from the board, rather than added into the agenda at short notice.

ii) The Chief Executive presented a list of proposed sub-committees for 2018 as discussed at the Full Board meeting of 11th December 2017.

The Trustees approved:-

- i) The 2018 sub-committees as listed, Finance, Greens, Community Benefits, Tournament and Disciplinary.

c) Declarations of Interest

There were none.

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2. Election of Office Bearers

Chair: P Sawers

Nominated: C Yule

Seconded: G Murray

There being no other candidates, P Sawers was duly elected as Chairman for 2018.

Vice Chair: C Yule

Nominated: P Sawers

Seconded: G Murray

There being no other candidates, C Yule was duly elected as Vice-Chairman for 2018.

Finance Convenor: G Murray

Nominated: P Sawers

Seconded: J Gilbert

There being no other candidates, G Murray was duly elected as Finance Convenor for 2018.

Greens Convenor: J Gilbert

Nominated: P Sawers

Seconded: L Gordon

There being no other candidates, J Gilbert was duly elected as Greens Convenor for 2018.

Tournament Convenor: A McArtney

Nominated: P Sawers

Seconded: G Murray

There being no other candidates, A McArtney was duly elected as Tournament Convenor for 2018.

Community Benefits Convenor: G Paton

Nominated: P Sawers

Seconded: C Yule

There being no other candidates, G Paton was duly elected as Community Benefits Convenor for 2018.

The Disciplinary Convenor is the Vice Chair, so 2018 will be C Yule.

3. Approval of the Minutes of the CGLMC Full Meeting of Monday 11th December 2017

Amendments:

- i) K Fraser said that his amendment in Section 16 in the Minutes of 6th November 2017 had not been altered. This was regarding a Code of Conduct for Season Ticket holders and not Terms and Conditions as stated. The executive committed to altering the minute.
- ii) C Yule said that his question regarding access to the Golf Centre during The Open had been omitted from the minute. It had been confirmed that there would be no access to the Golf Centre during the Open Championship week for Trustees or

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Season Ticket holders who were not entitled to access to undertake a job of work.

Approved: G Murray

Seconded: T Healey

Matters Arising Therefrom:

K Fraser asked about the progress of the Code of Conduct. C Yule indicated that himself and C McLeod are currently reviewing the code of conduct with a view to publishing an updated version. K Fraser said that there should be a code of Conduct for everyone, not just golfers. The Chief Executive confirmed that a Code of Conduct will be developed in due course to cover Caddies, Staff, Trustees and any other party it was felt appropriate.

4. Greens Business

There was no business.

5. Finance Business

G Murray said that the Management Accounts had been circulated prior to meeting, but would welcome any questions the Trustees may have to himself or D McDonald.

A McColgan said he was nervous about cash flow and asked for assurance that recent expenditure remained affordable and sustainable for the organisation. The Chief Executive explained that projections for the following year were closely monitored in collaboration with CGL accountants Henderson Loggie and he was satisfied that expenditure remained affordable. He added that budgets for the 2018 / 2019 financial year were currently being prepared and these included the addition of a contingency fund to subsidise the new bar and restaurant operation, should this be required.

6. Pro Shop Business

I Frier gave an update on the sales of the Golf Performance Centre membership for use of the new golf simulators. He indicated that the 12-month membership was almost sold out and a 3rd of the 6-month membership was sold.

7. Remuneration and Reward Business

There were no matters.

8. Major Projects Business

P Sawers said this would be covered in the Chief Executive's report.

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9. Tournament Business

In the Convenor's absence, the Chairman provided an update on the Tassie and Senior Open sales. The Tassie once again proved to be particularly popular with all entries filled within a few minutes of the entry being made public.

10. PR Business

There were no matters.

11. Season Ticket Business

There were no matters.

12. Community Benefits Business

G Paton said that a meeting to discuss the application form was taking place on 24th January 2018.

13. Environmental Business

J Gilbert said that the first meeting had taken place regarding the Landscape Character Assessment and that this assessment would help to shape Carnoustie for the future and add further credibility to Carnoustie Golf Links already established practice of sustainability and commitment to ecological and environmental matters.

14. Health & Safety Business

T Healey confirmed that a meeting had taken place in December and that staff would be offered a place on a first aid training course. The Chief Executive added that he has asked for a minimum of one first aider in each department and was championing a general collective responsibility within the organisation for H&S and wellbeing.

15. Chief Executive Report

Golf Centre Update

The Chief Executive gave a summary of the status of the Golf Centre build and the excellent response to the position of F&B Manager role which had been advertised.

IT and Digital Development

The Chief Executive summarised his report contained within the agenda, which outlined 1). The requirement for upgrading of the organisations IT hardware following two independent evaluations and 2). Investment in the improvement of CGL's digital offering covering the on-line booking system and customer experience, as well as providing means by which to develop data acquisition mechanisms and customer analytics.

A McColgan asked what the strategy for development was and if this would entail purchasing existing systems or developing bespoke software similar to the existing system. The Chief Executive explained that final solutions would be decided upon after further evaluation and business requirements had been fully considered. He added that where possible, purchasing existing systems would be favoured over development, but that development could not be ruled out. K Fraser asked what the position was with resilience and security and that he was not aware of a report coming to the board.

The board agreed that an annual budget should be given consideration by the executive to accommodate development of the organisations digital offerings. The Chief Executive agreed to evaluate this. K Fraser said that he would welcome an approach such as this which would anticipate future requirements. He also added that the board required assurance that the proposal from the favoured supplier offered value for money. The Chief Executive explained that two proposals had been considered and that the proposal from Tec Software Solutions had been favoured to provide further evaluation and development of CGL's digital offerings.

I Frier asked if the Finance Convenor was happy with the spend. G Murray confirmed he was. D Cheape stated that there were savings being made in other areas.

K Fraser said that he was supportive of the Chief Executive and his decisions but asked how the Board was supposed to scrutinise if strategy reports are not brought to them. The Chief Executive offered to send the favoured proposal to the board for information.

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The Trustees agreed that:-

- i) A budget of £54,000 be set aside for the IT and digital development.

Proposed: P Sawers

Seconded: T Healey

Restaurant Update

The Chief Executive summarised his update included within the Chief Executives report. He indicated that our Consultant Executive Chef had been out to look at local suppliers and meetings had taken place with regards to opening events taking place in April. He also explained that he is agreeing a 6-month contract with the appointed Mechanical & Electrical contractors to provide support to a CGL member of staff who it is proposed will take a greater role in facilities management when the new golf centre is open.

The Open Ticket Sales

The Chief Executive commented that he had attended a marketing meeting recently with The R&A and that Open weekend ticket bundle sales are excellent and many hospitality packages are sold out over the weekend. D Cheape noted that Scotrail have recently announced that they will enhance their services during The Open.

16. Golf Services

No matters.

17. Risk Register

T Healey said that there is to be a meeting in February, which will be attended by C Sinclair, K Fraser, T Healey and M Wells.

18. Companies House Matters

No matters.

There being no other business the meeting closed at 2000 hours.