



**One Linlithgow: Minutes of Board meeting**  
 WEDNESDAY 15<sup>TH</sup> JANUARY 2020, 6:00PM  
 LINLITHGOW CANAL CENTRE

**Present:** Evelyn Noble (*Chair/Lilypond Crafts & Gifts*), Tom Conn (*WLC: Elected Member*), Mark Darragh (*Playbugs*), Katie Hainey (*Sainsbury's*), Tom Kerr (*WLC: Elected Member*), Mike Smith (*Linlithgow Canal Centre*), Ron Smith (*Linlithgow Burgh Trust*), David Tait (*WLC: Elected Member*), Jill Wardrope (*Network Promotions*)

**Attending:** Eddie Linton-Smith (*One Linlithgow*), John Smith (*One Linlithgow*)

**Apologies:** Liam Maguire (*Linlithgow Golf Club*), Sally McIntosh-Anderson (*One Linlithgow*), Diana Kelly (*Specsavers*), Zibah Kilbride (*One Linlithgow*)

Item	Start date Action by End date
<p><b>1. Welcome &amp; apologies</b></p> <p><i>See above.</i></p> <p><b>2. Approval of minutes</b></p> <p>TK proposes, JW seconds.</p> <p><b>3. Review of actions</b></p> <p><i>Actions not discussed below are either complete, or have been transferred to "project report", circulated with these minutes.</i></p> <p><b>D001:</b> ELS reports that Companies House rejected the new Articles of Association, stating that the minutes of the relevant meeting were titled "One Linlithgow" rather than "One Linlithgow Ltd.". Action ongoing.</p> <p><b>D002:</b> ELS explains that he has produced a financial report using a direct P&amp;L extract from Quickbooks.</p> <p>SMA will <b>produce an example financial report using the Sage software</b> preferred by the outgoing Mill Road BID.</p> <p><b>D003:</b> As agreed, EN and MD have finalised job specifications for ELS and SMA, both of whom have indicated they are happy with the terms and agree to be bound by them.</p> <p><b>D004:</b> ELS has now been asked to take advice from OL accountants. Action complete.  <b>ELS will ask OL accountants for advice on IR35 rules and their application in OL's case.</b></p>	<p><b>D018</b></p> <p><b>D019</b></p>



**D005:** ELS has contacted the Chief Executive seeking approval for Elected Members to continue as Directors of One Linlithgow. His assistant Caitlin Hirst advises that she is looking into the matter and will revert at her earliest opportunity.

**D006:** WLC Revenues advise that levy invoices will be issued during the last week of January. Latest update states that the “mailing agent” has raised queries regarding amendments and Mhairi Welsh will discuss on 16/01.

**D009:** Ongoing. Text content to be signed off via email to avoid waiting until next Board meeting.

**D014:** Most Directors have not sent a headshot and ask ELS to use images found online.

**D015:** The Board discusses that the action was not necessarily to consider anything to do with the marquee, rather to be aware of the Civic Festival event and consider ways for One Linlithgow to support member businesses by getting involved.

The Board discusses the possibility of inviting coach operators from cruises as part of a networking event, noting that any expenditure towards Civic Festival should be of direct benefit to levy payers.

#### **4. Finance**

The Board chooses the “Quickbooks Profit & Loss report” format over ELS’ manual finance reports as the preferred format for monthly financial review. ELS should continue to provide a manual forecast, since entering hypotheticals into the accounting software would be a waste of time.

ELS will ask SMA to **itemise expenditure from MRBID account**, which OL is to pay back: a small amount for security kits and SMA’s own December 2019/January 2020 service invoices.

**D020**

The Board discusses engaging a local accountant at a cheaper rate than Campbell Dallas, the current accountancy firm engaged by OL.

DT declares an interest in Board selection of accountant, where Campbell Dallas is an involved party.

ELS will **approach local accountants (ideally in the BID area) for quotes** to provide OL with annual accounting services, as well as support in producing comprehensive financial reports, software guidance etc.

**D021**

#### **5. Governance**

##### **a. Job specifications**

EN and MD circulate the Manager and Project Manager job specifications for Board approval. Both ELS and SMA are happy with them and the documents will be considered approved unless any queries raised on or before Friday 24<sup>th</sup> January 2020.

##### **b. Levy collection report**



ELS acknowledges that, even if levy bills were to be issued tomorrow, some businesses may be unhappy about receiving two full-year bills within an approximate six-month period. The Board may wish to review billing schedule for Year 2, delaying that payment to soften the blow (depending on internal finances at the time). WLC Revenues, specifically Mhairi Welsh, advises that the last week of January will see invoices being issued.

**6. Activity**

**a. Welcome packs for new businesses**

*See Item 3: review of actions.*

**b. CCTV**

ELS reports that Virgin Media advise complete installation before end January and activation early February. After this, FPG will require an unspecified length of time (hopefully a week or two) to calibrate cameras.

**c. Potential office move**

TC informs the Board that it's possible to apply to use vacant Network Rail property: community groups can qualify for grants to achieve this.

**d. BID website**

ELS updates the Board that last week's meeting between himself, Jim Edgar (by phone), EN and representatives of Linlithgow Community Development Trust (LCDT)/MyLinlithgow went well. Mr. Edgar agreed to sign over ownership of the old "linlithgow.info" domain, so that the old, conflicting website can be taken offline and the domain redirected to the current site. This was actioned immediately – ELS now technically owns "linlithgow.info" because trying to register it to One Linlithgow as a company did not work – and the MyLinlithgow team has been provided access to activate a "401 redirect" to the current site.

**e. Visitor guide 2020/21**

ELS has invited a collaboration of community groups to attend an initial meeting, with a view to putting finance together for a new visitor guide. It is scheduled for Wednesday 5<sup>th</sup> February and an update will be given at the next Board meeting.

**f. Activity to initiate (signage, lamppost banners, security kits, market)**



ELS reports that he is working to update mall board signage and hopes to have the updated map produced and installed at Regent Centre by end February. ZK has been tasked with organising lamppost banners (participation, scheduling and physical rotation). Security kits are available but more UV lamps need to be purchased before advertising to all businesses. SMA will provide a report on reinstating the Linlithgow Market at the next Board meeting.

#### **7. AOCB**

ELS circulates a funding application from Burgh Beautiful, stating that no decision is expected at the current meeting but noting that the expenditure is shown in the OL business plan.

The Board discusses that it would be inappropriate to approve funding while RS is in attendance and before Year 1 funds are collected and available in the current account.

EN will **discuss with RS updating sponsorship plaques to read "One Linlithgow"** and their positioning throughout town.

Following agreement to review the continued engagement of ZK beyond December 2019, the Board discusses terms. While there was no provision in the business plan for the position, ZK was instrumental in securing success at ballot and is keen to continue her involvement for the benefit of the town. Until the post-ballot dust settles and more projects are established and running, there may not be much for ZK to do, but if she is content to work approximately 20hrs per month for the time being, until more activity can be delegated, then the Board would be grateful for her continued service.

#### **8. Next meeting date/time/venue (inc. ongoing schedule)**

*Next meeting: Wednesday 19<sup>th</sup> February, 18:00, Linlithgow Canal Centre*

*Meeting ends.*

**D022**