

## **The Scottish Sports Council Trust Company**

**Company No. SC137068**

**Charity No. SC020175**

**Minutes – 05 August, 2021**

**SSCTC(BM)3/2021**

**Minutes of the Directors' meeting of the Scottish Sports Council Trust Company (the "Company") held on 05 August, 2021 via Microsoft Teams at 1000.**

### **Present**

Ms Jane Booth, Director ("Ms Booth")

Ms Kirsty Garrett, Director ("Ms Garrett")

Ms Kirstie Hepburn, Director ("Ms Hepburn")

Mr Iain Houston, Director ("Mr Houston")

Ms Kay Morrison, Director ("Ms Morrison")

Mr David Rhoney, Director ("Mr Rhoney")

Ms Susan Sandilands, Director ("Ms Sandilands")

Mr Dilawer Singh MBE, Director ("Mr Singh")

Mr Robin Strang, Director ("Mr Strang")

Ms Frances Wood, Director ("Chair")

### **In Attendance**

Mr Neville Cobb, Head of Finance and Governance, **sportscotland** ("Mr Cobb")

Mr Forbes Dunlop, Chief Operating Officer, **sportscotland** ("Mr Dunlop")

Mr Barry Fleeting, Head of Centre, Cumbrae National Watersports Training Centre and Inverclyde National Sports Centre ("Mr Fleeting")

Mr Shaun Roberts, Principal, Glenmore Lodge National Centre ("Mr Roberts")

Mr Ian Sherrington, Head of Training / Deputy Principal, Glenmore Lodge National Centre ("Mr Sherrington")

### **Secretariat**

Ms Jennifer Edmonstone, Senior Legal Officer ("Ms Edmonstone")

## Apologies

Mr Mark Gaffney, Director, (“Mr Gaffney”)

Ms Pamela Woodman, Director (“Ms Woodman”)

## 1. Chair

Ms Wood presided as Chair (the “Chair”) of the meeting as per Article 18 of the Company’s Articles of Association (the “Articles”).

## 2. Notice, Quorum and Apologies

The Chair reported that due notice of the meeting had been given and that a quorum was present, as per Article 34 of the Articles. Apologies were received from Mr Gaffney and Ms Woodman. Mr Singh would be in attendance later.

Accordingly, the Chair declared the meeting open.

## 3. Interests in Proposed Transactions and Arrangements with the Company

Each Director present confirmed that they had no direct or indirect declarations of interest to be considered at the meeting in accordance with the requirements of section 177 of the Companies Act 2006 (the “Act”) and Article 40 of the Articles of Association. It was noted that the Directors were entitled to attend and vote at this meeting and to be counted in the quorum.

## 4. Chair – sportscotland update

The Chair presented the main points from the previous **sportscotland** board meeting, including:-

- the partnership with Public Health Scotland;
- discussion round Tokyo Olympics and Paralympics 2020 (postponed to 2021) and Birmingham Commonwealth Games 2022;
- Tackling Racism and Racial Inequalities in Sport Review; and
- the Guidance for transgender inclusion in domestic sport for NGBs, commissioned by the home nations’ Sport Councils Equality Group (SCEG), was discussed. The home nations sports councils, together with UK Sport, have been asked to consider and approve the recommendations from SCEG. The **sportscotland** board members have recently attended CPD related to this area.
- The Board was informed of the planned Governance review of the Trust Company

## 5. Minutes of the Previous Meeting held on 13 May, 2021

The Directors **APPROVED** the minutes of the previous meeting held on 13 May, 2021.

## For Discussion

## 6. National Centre Quarterly Reports – Q1 2021

## 6.1 Glenmore Lodge National Centre - Mr Roberts

Mr Roberts noted the following:-

- there has been a modest, but focussed, throughput of students;
- income is doing well against the forecast;
- expenditure is a bit behind forecast, but this is expected to be a timing difference rather than savings;
- there has been much discussion around the First Minister's most recent guidance e.g. no self isolation required if you are double vaccinated and have had a negative polymerase chain reaction (PCR) test.
- CO2 monitors are likely to become common usage – further guidance on ventilation in facilities is awaited;
- the layout of the hospitality areas will require a review, together with the way food is served;
- Visit Scotland's new slogan is "Respect, protect and enjoy", which Glenmore Lodge is aligning with;
- water safety is a key topic at the moment for visitor management organisations;
- sector support piece – in depth conversations are being had with governing bodies about how the Company can support them; and
- the pandemic had resulted in more people holidaying in Aviemore, which has created some local access management challenges. There has been a lot more traffic from new users on the website, which may be indicative of a new audience enjoying the outdoors.

The Directors asked for more information about the governing body partnerships. Reference was made to the links being strengthened with Snowsport Scotland, Scottish Cycling, Scottish Canoe Association and Scottish Mountaineering, specifically around offering CPD for their workforce and developing qualifications.

The Directors **NOTED** the contents of the report.

## 6.2 Inverclyde National Centre – Mr Fleeting

➤ *Mr Singh joined the meeting.*

Mr Fleeting noted the following:-

- use of the Centre for the NHS Covid vaccination programme ended in June, 2021, but this service provision may be required in future again, albeit, the Weir 3G pitch would be employed to ensure residential stays could continue at the same time;
- Scottish Gymnastics and Boccia squads have returned to the Centre, which has been positive for customers and staff alike;
- an offer has been made to SGBs and Local Authorities to make use of the Centre, as part of their own recovery, to regroup, reset and plan for the future. To date, 14 SGBs have booked;
- 90% of the fitness membership has returned;
- the shooting range will close at the end of August, 2021. It was decided that it was not reflective of the business model and in addition noted that the clubs involved were not members of Scottish Target Shooting. The staff are working with the clubs impacted; and
- The new golf facility is having a soft launch. Directors are welcome to a tour.

Mr Fleeting also noted, with regard to Cumbrae, that:-

- Senior staff continue to engage with the community group who intend to lease the site; and
- the redeployment of Cumbrae staff across the business, has generally been successful. Mr Roberts and Mr Cobb agreed relative to the staff redeployed in their teams.

The Directors **NOTED** the contents of the report.

### 6.3 Trust Company Financial Overview Quarter 1, 2021 – Mr Cobb

The key points from the finance paper are as follows:-

- more green than red – a good start to the year;
- from an income point of view, the Company is ahead of budget, bearing in mind, that budgeting is incredibly difficult in these circumstances;
- the forecast investment required this year has been reduced due to the extension of the furlough scheme to the end of September 2021 ;
- relative to the furlough scheme, a total of £1.4m will have been claimed by the end of September 2021;
- there is a positive variance of c. £80,000, but noted that Glenmore Lodge requires to complete some maintenance tasks; and
- there are also costs relating to Cumbrae, which relate to salaries and voluntary severance.

The Directors **NOTED** the contents of the report.

### 7. Trust Company Risk Register

Mr Dunlop presented the paper:-

- Three changes were proposed:-
  - A reduction in the impact score due to Financial impact on National Centres / Trust Company from Covid-19 shut down; the reduction recognised the range of mitigating factors which were now established.
  - A reduction in the likelihood score associated with; Loss of protected information and failure to comply with information management requirements (FOISA and GDPR) leads to fines and/or loss of confidence in the Centre; the reduction recognised the implementation of a number of recommendations and actions associated with the Glenmore Data Breach and the general upgrades and changes made to the sportscotland ICT infrastructure
  - To consider the removal of the risk associated with the; Implementation of the Cumbrae Review not being appropriately progressed; this change recognised that the actions and recommendations from the Cumbrae review were complete with the exception of the long term plan for the site

The Directors asked for clarity around the Cumbrae site and the Trust Company's responsibilities for the site. It was understood that the site was owned by **sportscotland** and leased to the Trust Company but now that the site is no longer utilised by the Trust Company the responsibility lies with **sportscotland**.

Following the meeting further conversations have taken place with the legal team and an update will be provided to the Board in due course.

## 8. Review of Trust Company Status – Forbes Dunlop

Mr Dunlop introduced the paper and explained that reviewing the legal and financial structure of the Company (not the delivery), would ensure that the benefits are being maximised and that the current structure is the correct fit for the Company.

A working group will be set up to include the Chair, Mr Strang and Ms Campbell from the **sportscotland** Board with the hope of coming to a conclusion in early 2022. A further report would be made to the Company Board in November.

The Directors **SUPPORTED** the paper.

## 9. Glenmore Lodge Employee Dismissal – Lessons Learnt – Shaun Roberts

Mr Roberts reiterated that this was one individual's actions, outside of the workplace. An update was provided and specific reference was made to keeping up to date with social media activity policies to ensure professional / social boundaries are not blurred, and an individual's right to be forgotten.

The Directors thanked Mr Roberts for his thoughtful paper and **NOTED** the contents of the paper.

### For Approval

## 10. Trust Company Year End Accounts for 31 March, 2021

- Wylie and Bisset Audit Report for year ended 31 March 2021
- Annual Accounts for year ended 31 March 2021
- Letter of Representation for year ended 31 March 2021

Mr Cobb presented these items to the Directors, along with the draft Audit Committee minutes.

The new auditors are Wylie and Bisset. Azets had to stand down as external auditors as they are now sportscotland's internal auditors. The external auditors have given an unqualified audit opinion on the accounts.

Cumbrae is now shown as a discontinued operation.

There are two ongoing litigation matters which are included in the Contingent Liabilities note.

The Chair confirmed that the Audit Committee was content with the Accounts and Letter of Representation and recommended that they be approved by the Board.

The Directors **APPROVED** the documentation and the signing of the year end accounts and the Letter of Representation, and **NOTED** that the draft Audit Committee minutes will be approved by the Audit Committee at its next meeting.

### For Information

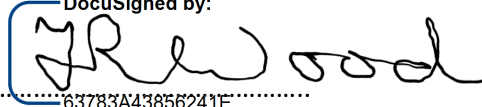
## 11. Draft minutes of Audit Committee meeting, held on Wednesday 1 July 2021

The Directors **NOTED** the contents of the minutes.

### 13. Date of Next Meeting

The next meeting will be on 11 November, 2021, at Inverclyde National Centre.

DocuSigned by:



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Chair

### ACTION LIST

Item	Responsibility	Detail	Progress
7	Forbes Dunlop	Further clarification required around responsibilities associated with the Cumbrae site	
10	Neville Cobb	Arrange with the auditors for the Accounts and Letter of Representation to be signed via Docusign	<b>DONE</b>
13	Jennifer Edmonstone	Liaise with Siobhan Harkin to arrange Inverclyde meeting in person on 11 November, 2021	