

The Scottish Sports Council Trust Company

SSCTC(BM) 2/2020

Company No. SC137068

Charity No. SC020175

Minutes – 14 May, 2020

Minutes of the Directors' meeting of the Scottish Sports Council Trust Company (the "**Company**") held on 14 May, 2020 via Microsoft Teams virtual meeting platform at 1030.

Present

Ms Jane Booth, Director ("**Ms Booth**")
Mr Mark Gaffney, Director ("**Mr Gaffney**")
Ms Kirstie Hepburn, Director ("**Ms Hepburn**")
Mr Iain Houston, Director ("**Mr Houston**")
Ms Kay Morrison, Director ("**Vice Chair**")
Ms Susan Sandilands, Director ("**Ms Sandilands**")
Mr Robin Strang, Director ("**Mr Strang**")
Ms Frances Wood, Director ("**Chair**")
Ms Pamela Woodman, Director ("**Ms Woodman**")

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**")

Secretariat

Ms Jennifer Edmonstone, Senior Legal Officer, **sportscotland** ("**Ms Edmonstone**")
Ms Tamsin Nankivell, Senior Legal Officer, **sportscotland** and incoming Company Secretary ("**Ms Nankivell**")

Apologies

Mr David Rhoney, Director ("**Mr Rhoney**")
Mr Dilawer Singh MBE, Director ("**Mr Singh**")
Ms Kirsty Garrett, Director ("**Ms Garrett**")
Mr Stewart Harris, Chief Executive, **sportscotland** ("**Mr Harris**")

Chair

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**”).

Business

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 Rhoney, Mr Singh, Ms Garrett and Mr Harris. 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. It was noted that the Directors were entitled to attend and vote at this meeting and to be counted in the quorum.

4. Change of Company Secretary

The Chair invited the Directors to appoint Ms Nankivell as Company Secretary in accordance with Article 30.

THE BOARD APPROVED the appointment of Ms Nankivell as Company Secretary.

5. Chair’s update

The Chair gave an update on the impact of Covid-19, making reference to the weekly updates received from **sportscotland’s** Chair, Mr Young and Chief Executive, Mr Harris. Confirmation was provided that both the **sportscotland** and Trust boards would continue to meet during the lockdown time, as would their audit committees, albeit virtually as all staff are working from home.

The Chair asked Mr Dunlop to provide the Board with an overview of the approach that **sportscotland** has been taking, Mr Dunlop updated that the focus was on the following:-

- The health and wellbeing of all staff as the organisation adapts to home working
- Initial investment to local and national partners to support staffing costs where we can
- A period of intelligence gathering to help understand the impact on partners and their clubs and communities
- An analysis of government guidelines and funding opportunities for partners, as well as ongoing access to the SGB expert resource
- Support and leadership to the sector as plans are developed for a phased return
- Ongoing communication with partners, Active Scotland and the Minister

THE BOARD NOTED the update from the Chair.

6. Minutes of the Previous Meeting

THE BOARD APPROVED the minutes of the previous meeting held on 06 February 2020. The minute was moved by Mr Houston and seconded by Ms Sandilands.

7. Matters Arising and Sector-Specific Training/Events of Interest

Actions outlined in the previous meeting were acknowledged.

There were no further comments from the Board.

For Discussion

8. National Centre Quarterly Reports

8.1 Quarter 4 2019-2020 Inverclyde and Cumbrae – Mr Fleeting

Mr Fleeting advised that 2019 -20 had been a very good year for Inverclyde. The Covid-19 situation did impact on the final month's trading but over all he was very pleased with how the centre had performed. Mr Fleeting updated that Cumbrae re-opened on 2 March following the winter shut down period. The centre then closed on 20 March due to Covid-19.

THE BOARD NOTED the contents of the report.

8.2 Quarter 4 2019 – 2020 - Glenmore Lodge – Mr Roberts

Mr Roberts updated that it had been a challenging year for Glenmore Lodge, however February had been a positive month and activity was looking strong for March and April before the Covid-19 close down. Mr Roberts updated that he was anticipating benefits from capital expenditure, such as the updated sea kayak equipment, refurbishment of Coire Lodge accommodation and upgrade of Instructor silos.

Mr Roberts updated that due to lockdown measures, it was decided that the **sportscotland** Avalanche Information Service (SAIS) public forecast be removed during the Government restrictions on outdoor activity.

Mr Roberts requested additional funding from the Winter Legacy Trust fund of £7000 to complete succession planning for SAIS. **THE BOARD CONFIRMED** that such requests would be dealt with via the delegated responsibility previously given to Ms Booth and Ms Woodman.

Mr Roberts advised of a significant data breach following a sustained cyber attack on the Glenmore Lodge website. Reassurance was given to the Directors that no financial information is understood to have been compromised. Data subjects have been notified, the Information Commissioner's Office engaged, a cyber security forensic team appointed and support provided by the **sportscotland** Data Protection Officer, ICT team and Legal team.

Mr Roberts concluded by updating the Board on a recent staffing matter which resulted in dismissal. He undertook to update the Board, as appropriate, if there were any further repercussions.

THE BOARD NOTED the contents of the report.

8.3 Trust Company Financial Overview 2020 Q4– Mr Cobb

Mr Cobb noted that the **sportscotland** budgeted investment was ahead of target prior to the end of March, but lost bookings due to COVID-19 resulted in the investment of £3.2m being in line with budget at the year end. He advised that capital expenditure funding of £0.6m was also put into the Company to enhance the centres and create revenue opportunities for them. The overall investment for the Company was £4.1m, in line with the previous year. A further requirement for up to £2m may be required this year due to loss of commercial income depending on lockdown timescales.

The trust Company audit has continued as planned. Discussions are being held as to whether the external audit can be completed remotely.

It was confirmed that the higher than budgeted ‘non-salary costs’ at Glenmore Lodge relate to marketing costs and purchasing of equipment earlier than planned.

THE BOARD NOTED the contents of the report.

9. Business Continuity

9.1 Inverclyde

Mr Fleeting provided an update as to the current situation with Inverclyde. At this time security is on site full time, together with a small facilities and estates team, who all adhere to social distancing rules. This workforce is required for essential maintenance checks and surveys.

A variation to normal terms and conditions, has been agreed to cancellations and refunds, with full refunds being provided to customers. This has been a large administrative task and the lost income is at least £650,000.

Inverclyde has been identified as a surge site to support the NHS during the pandemic and to be operated by North Ayrshire Council. The anticipated users would be those with no medical need to be in a hospital, but for whatever reason, are unable to return home or enter the care home sector at that time. **sportscotland** is ready to mobilise at one week’s notice and the current proposed entry date is 01 June, 2020. The Chair thanked all staff involved in such an important, reactive, project.

9.2 Cumbrae

Mr Fleeting updated that all courses have been cancelled until the end of June, 2020. It was recognised this would need to be extended and that discussions were ongoing as to how we manage this situation taking account of Government guidelines.

Mr Dunlop explained to the Board that there had been further discussions through the recognised trade union, PCS. The Union had presented a paper which outlined further thoughts and considerations from staff. Mr Dunlop explained a range of the ideas from within the paper and in particular that the inclusion of watersports as part of the Inverclyde schools programme was part of ongoing considerations. He also updated that work would continue with the Union to ensure the appropriate support package was put together for staff and that this would include careful consideration of any new roles created within RYAS.

The Board recognised the additional paper that had been presented by staff but concluded that it did not change the original decision to shut the centre. The Board did ask that careful consideration was given to the implementation of the decision and in particular to the support package for staff.

9.3 Glenmore Lodge

Mr Roberts updated that 80% of Glenmore staff are able to work from home, with a further 20% (e.g. catering etc.) unable to. The Facilities technician is the only staff member who lives onsite and is able to attend to critical maintenance. Mr Roberts explained that a number of his staff team continue to support SGBs with both the development of education resources and planning for activities re starting..

Glenmore course have been cancelled until at least August, 2020 and like Inverclyde and Cumbrae this will be kept under review

9.4 Financial Projections for 2020-21

Mr Cobb highlighted to the Board that the Trust Company would require significant additional investment in 2020-21 due to the impact of operating conditions associated with COVID-19, A number of scenarios were set out in the paper showing a potential additional requirement of £1.1m-2m.

Confirmation was given that it is possible to furlough **sportscotland** staff based at the National Centres, in line with the Government's Job Retention Scheme. If this is to go ahead, it would be at a salary rate of 80% from the Government and topped up to 100% by **sportscotland**. Consideration should be given to rotational furloughing which may be better for staff morale.

THE BOARD NOTED the contents of the reports.

Other

10. Any Other Business

No other business was raised.

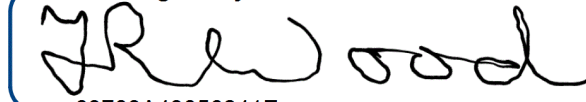
11. 2020 Meeting Dates

- 19 June, 2020 (Audit Committee, likely virtual meeting)
- 6 August 2020 (Glenmore Lodge but likely virtual meeting)
- 12 November, 2020 (Inverclyde but likely virtual meeting)

ACTION LIST

Item	Date	Who is responsible?	Action	Comments
8.3	14 May, 2020	MrCobb	Revisit whether the Company is eligible for any other funding streams	

	08 August, 2019	Mr Roberts and Mr Fleeting	Equalities and Inclusion update	This will now be considered as part of the overall sportscotland Equalities work
	14 November, 2019	All Directors	Visit local sporting initiatives. Complete and return pro forma to company secretary	
	14 November, 2019	Mr Fleeting / Mr Randall / Mr Turner	<p>Provide an update on Inverclyde Schools and Education Programme with specific reference to:-</p> <ul style="list-style-type: none"> • Higher education; • SIMD areas; • ASN schools; and • Specific local authorities. 	November, 2020

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Chair