

**The Scottish Sports Council Trust
Company**

SSCTC(BM)2/2016

SC137068

Minutes – 14 April, 2016

Minutes of the directors' meeting of the Scottish Sports Council Trust Company (the "Company") held on 14 April, 2016 at sportscotland National Centre, Cumbrae, at 11.30am.

Present

Mr David Gass (Director) (the "Mr Gass")
Professor Grant Jarvie (Director) ("the Chair")
Ms Jane Kerr (Director) ("Ms Kerr")
Ms Jane Booth (Director) ("Ms Booth")
Ms Kay Morrison (Director) ("Ms Morrison")

In Attendance

Neville Cobb, Head of Finance ("Mr Cobb")
David Frame, Chief Instructor – Cumbrae ("Mr Frame")
John Kent, Principal, Inverclyde National Sports Centre ("Mr Kent")
Ms N McKeand, Planning and Improvement Manager ("Ms McKeand")
Stuart Ogg, Director of Corporate Services ("Mr Ogg")
Shaun Roberts, Principal, Glenmore Lodge National Centre ("Mr Roberts")

Secretariat

Ms Jennifer Edmonstone, Company Secretary ("Ms Edmonstone")

Apologies

Ms Mags Duncan (Director) ("Ms Duncan")
Mr Stewart Harris, Chief Executive ("Mr Harris")
Mr Ross McMillan (Director) ("Mr McMillan")
Mr David Rhoney (Director) ("Mr Rhoney")
Mr Dilawer Singh MBE (Director) ("Mr Singh")
Ms Pam Woodman (Director) ("Ms Woodman")

1. Chair

Professor Jarvie, 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 Ms Duncan, Stewart Harris, Ross McMillan, Mr Dilawer Singh MBE and Ms Woodman.

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. Minutes of the Meetings held on 01 October, 2015 and 25 January, 2016

Both sets of Minutes were approved by the Directors. The 01 October, 2015 Minutes had been updated as per the Directors’ request at the 25 January, 2016 meeting.

5. Matters Arising

- *Agenda Item 5 – Strategic statement for the Trust Company requires further development and time to be allocated at a future Trust Board meeting for final discussion and agreement.*

The Directors were keen for an update on the statement and it was suggested that this might come together on the back of the Memorandum of Understanding.

- *Agenda Item 7 – Check with Scottish Government whether external funding would affect the Trust Company’s grant in aid investment from sportscotland.*

Mr Ogg explained that we must keep the Scottish Government sponsor team up to date with any progress on this front and how any funding generated relates to the overall investment plans for the Centres and how these might affect retained reserves.

- *Agenda Item 8.4 – Disability access at Cumbrae to be reviewed.*

The internal assessment has been carried out and the directors asked that this be prioritised for review.

- *Agenda Item 8.4 – Links with John Muir Trust to be explored.*

Cumbrae is now a certified provider for the John Muir Trust.

- *Director terms of appointment*

Ross McMillan – His four year term comes to an end 16 August, 2016.

Professor Grant Jarvie – His eight year term on the sportscotland Board comes to an end in October, 2016. This will have an impact as he will no longer be eligible to be a non independent director of the Trust Company.

David Gass – His eight year term on the sportscotland Board comes to an end in Spring, 2017. This will have an impact as he will no longer be eligible to be a non independent director of the Trust Company.

Action:

- **Continue to develop the strategic statement for the work of three National Centres and the Trust Company.**
- **Arrange for the appointment of new Directors including assessing skills needed for the Board.**
- **Directors to comment on papers if unable to attend board meetings.**
- **Invite Mel Young to the October 2016 Trust Board meeting.**

For Discussion

6. Developing the Cumbrae programme for the 2016 season – Presentation by David Frame, Chief Instructor, Cumbrae

Mr Frame presented the plan for Cumbrae and identified that finding a solution to the breakwater was the priority. The directors were keen to know how Cumbrae quantifies its impact particularly internationally.

Actions:

- **Annually, a combined National Centre presentation should be given to the sportscotland Board.**
- **Contact to be made with Scottish Development International and Sail Scotland about Cumbrae.**
- **Develop materials to help explain international impact of Cumbrae.**
- **Continue to identify external funding opportunities for breakwater.**

7. National Centre Quarterly Reports

7.1 Trust Company Financial Overview Quarter 1 2015/2016 – Neville Cobb, Head of Finance

The directors commented on the good news stories across all the reports.

The reports had been produced on the basis of the eleven months until the end of February. Inverclyde and Cumbrae have come in ahead of budget. For

Glenmore Lodge, the last three months of the year are their busiest trading period and performance is ahead of schedule.

Further additional sportscotland investment will be made in Inverclyde to compensate for the loss of revenue from the closure of the gym, which has been required to facilitate elements of the reconstruction project. It was noted that sportscotland had been allocated £2m for capital investment by the Scottish Government for 2016/17. Of this £1m has been allocated to the Inverclyde Project and £600k allocated for works across the National Centres over the next 12 months. The remaining £400k is being invested in the rest of the sportscotland estate.

7.2 Glenmore Lodge – Shaun Roberts, Principal, Glenmore Lodge

The final quarter has been very good and more income has been brought in than budgeted, with more students on the higher value courses. Changes are being made to the current employment structure with some services being brought in-house and more internships being offered. Mr Roberts noted that the north wing has now completed.

From a health and safety perspective, there have been a few minor injuries (e.g. broken ankle, sprains and strains).

Following other developments Mr Roberts noted that the Mountain weather information will, in future be provided in partnership with the Met Office.

Glenmore Lodge was shortlisted for the National Adventure Award, which the sportscotland Avalanche Information Service won.

Modern apprenticeships were discussed in relation to all three centres.

7.3 Inverclyde – John Kent, Principal, Inverclyde and Cumbrae

There were two near misses which have been handled on the ground.

Some areas of the centre are still operational. The directors commended the staff for what was being achieved under the circumstances.

Action:

Provide an update report on Project Inverclyde for the August meeting.

7.4 Cumbrae – John Kent, Principal, Inverclyde and Cumbrae

Mr Kent noted that the outturn was within 1%-2% of the year end budget, a facility and disability audit has been carried out, services were being shared with Inverclyde and more online training was now being used.

8. Mountain Weather Information Service (MWIS) Research and Appraisal Short Report September, 2015 – Shaun Roberts, Principal, Glenmore Lodge

Mr Roberts noted the key points from the report indicating that the experience of the avalanche service will inform the development of the partnership with the Met office.

9. Corporate Parenting, Children and Young People (Scotland) Act 2014 – Shaun Roberts, Principal, Glenmore Lodge

Mr Roberts presented the paper on Corporate Parenting. Ms Morrison was keen to offer support in this area as someone with experience from her local authority role.

10. Equality and Sport Research Project – Nicola McKeand, Planning and Quality Improvement Officer

Ms McKeand presented the findings from the joint EHRC / sportscotland equalities research.

For Decision

11. Dr Wilson's bequest (cash or shares) – Shaun Roberts, Principal, Glenmore Lodge

Following discussions between Mr Roberts, Ms Woodman, Mr Cobb and colleagues directors it was proposed that accepting a cash bequest from Dr Wilson's estate was the best option as this provided the greatest flexibility. This was agreed unanimously. The Head of Communications will be invited to identify how best to promote the bequest.

12. National Centre Business Plans 2016/2017

The principals outlined their respective business plans for the Board. As a result of the discussion it was suggested that the language used to describe the core functions of the centres should be reviewed especially with regard to Inverclyde. The Board asked for additional information on the Glenmore campus development proposals.

Action:

- **Future presentation to be provided on the Glenmore Lodge campus.**

13. Updated Memorandum of Understanding – Stuart Ogg, Director of Corporate Services

This final draft of the Memorandum of Understanding between sportscotland and the Trust Company was approved by the directors.

For Information

14. Letter of Appointment for Non Executive Director – Jennifer Edmonstone, Legal Officer

15. Any Other Business

Due to Louise Martin's term as **sportscotland** Chair coming to an end, the directors formally offered thanks for her help in the development of the Trust Company.

The directors also congratulated Mel Young on his appointment as the new Chair of **sportscotland**, with the Trust Company looking forward to working alongside him.

It was noted that this would probably be Ms Edmonstone's last meeting prior to maternity leave and she was thanked for her support.

16. Dates for future meetings

- 02 August, 2016 – Glenmore Lodge at 1000
- 03 October, 2016 – Inverclyde at 1000

17. Close of Meeting

The Chair noted there was no further business and the Chair declared the meeting closed.


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Chairperson

ACTION LIST

Item	Who is responsible?	Action	Comments
5	Shaun Roberts / John Kent	Continue to develop a strategic statement to provide context for the three National Centres and Trust Company	In progress – to be picked up within the National Centre meetings. Next meeting has “contribution to impact measures” as a key agenda with support from the Strategic Planning Team.
5	Stuart Ogg	Arrange for the appointment of new directors following an assessment of the skills required for the Board	In progress in discussion with Mel Young sportscotland Chair
5	All	Directors to comment on papers if unable to attend board meetings	Complete
5	Jennifer Edmonstone	Invite Mel Young to October 2016 Trust Board meeting	Complete as per email to Patricia Lombardi dated 05 May 2016
6	Shaun Roberts / John Kent	Annual presentation to the sportscotland Board on National Centres	To be reviewed against in relation to contribution to impact measures
6	John Kent	Speak to Scottish Development International and Sail Scotland about Cumbrae	Complete – opportunities for growth of international markets for Cumbrae
6	John Kent	Develop materials to explain international impact of Cumbrae	In progress, with partners and Marketing Manager
6	John Kent	Continue to identify external funding for breakwater	Complete – working with North Ayrshire Council.
7.3	Inverclyde Project Team	Provide update report on Project Inverclyde for August meeting	Complete – as per Alison Gardiner’s paper
12	Shaun Roberts	Future presentation on the Glenmore Lodge campus	Presentation at August meeting

