

The Scottish Sports Council Trust SSCTC(BM)1/2018
Company

Company No. SC137068

Charity No. SC020175

Minutes – 14 February 2018

Minutes of the Directors' meeting of the Scottish Sports Council Trust Company (the "**Company**") held on 14 February 2018 at sportscotland Stirling Institute of Sport, Stirling, at 11:00a.m.

Present

Ms Frances Wood, Director ("**the Chair**")
Ms Jane Kerr, Director ("**Ms Kerr**")
Ms Kirsty Garrett, Director ("**Ms Garrett**")
Ms Pam Woodman, Director ("**Ms Woodman**")
Ms Jane Booth, Director ("**Ms Booth**")
Ms Kay Morrison, Director ("**Ms Morrison**")
Ms Mags Duncan, Director ("**Ms Duncan**")
Mr David Rhoney, Director ("**Mr Rhoney**")

In Attendance

Mr Stewart Harris, Chief Executive ("**Mr Harris**")
Mr Stuart Ogg, Director of Corporate Services ("**Mr Ogg**")
Mr Neville Cobb, Head of Finance and Governance ("**Mr Cobb**")
Mr Shaun Roberts, Principal, Glenmore Lodge National Centre ("**Mr Roberts**")
Mr Barry Fleeting, Principal of Inverclyde & Cumbrae National Sports Centres ("**Mr Fleeting**")

Secretariat

Ms Micheila West, Company Secretary ("**Ms West**")
Ms Aini Ghafoor, Legal Officer ("**Ms Ghafoor**")

Apologies

Ms Kelsey Blemings, Director ("**Ms Blemings**")
Mr Dilawer Singh MBE, Director ("**Mr Singh**")

1. Chair

Ms Frances Wood presided as Chair (the "**Chair**") of the meeting as per Article 18 of the Company's Articles of Association (the "**Articles**").

It was noted that Ms Kerr was stepping down from the Board. The Chair thanked Ms Kerr for her contribution to the Board over the last four years.

Action: The Chair noted at the outset of the meeting that a programme for discussion points for the Board meetings throughout the year was being produced by Mr Fleeting and Mr Roberts with input from the Chair. All members were asked if they could notify her or the Principals of any topics they felt should be discussed by the Trust Company Board.

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 Singh and Ms Blemings. Kay Morrison and Mags Duncan attended the meeting by way of phone and video conference respectively. 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 Meeting held on 2 November 2017

The Board confirmed that the minutes of the meeting held on 2 November 2017 were approved subject to minor amendments noted and updated on the document.

5. Matters Arising

Actions outlined in the previous meeting were acknowledged by the Chair and it was confirmed that actions to be relayed at the current meeting had been added to the agenda.

4.1 Actions carried forward from August 2017 meeting:

Item 5, Cumbrae Centre Review: the Board noted that they would like to see firm recommendations in respect of the Cumbrae Centre Review following on from last meeting's minutes and it was confirmed that the action would follow on from the meeting.

Item 9, Corporate Trust Company Risk Register: on agenda for this meeting.

4.2 Actions from November 2017 meeting:

Item 4, Equalities and Inclusion and Corporate Parenting Update: the Board noted that corporate parenting would be added to the agenda for a future meeting. The Board noted that audit will be on the agenda for the next board meeting.

Item 7, Board input to business targets: to be addressed by Board Members as and when input is required.

Item 7, Joint Marketing between National Centres: to be addressed at a future Trust Company Board meeting when all the appropriate staff will be available.

Item 8, Data Profiling Update: updates on data profiling have been added to regular reports, and will form new exec reporting summaries FY2018-19

Item 9, Civil Service business for Inverclyde Centre: update to be provided at meeting.

Item 11: Draft Business Plan 2018-2019: update to be provided at meeting.

Item 12, Corporate Sponsors: It was noted that discussion of corporate funders was to be put on hold given availability of the Chair of the Financial Resources Committee.

Ms Kerr noted that as she was stepping down from her position on the Trust Company Board. A replacement Board member would be needed for the Trust Company Audit Committee and the **sportscotland** Financial Resources Committee.

It was agreed that Ms Morrison would be appointed as the replacement Board representative for the Financial Resources Committee and that the replacement Board representative for the Audit Committee would be decided at the next meeting.

Action: The nomination of a Audit Committee Trust Company Board representative to be added to the agenda for the next Board meeting.

There were no further comments from the Board.

For Discussion

5. Strategic Update – Stewart Harris, Chief Executive

Mr Harris presented a strategic update in respect of the **sportscotland** group with particular reference to the Trust Company. He highlighted in particular:

- Scottish Ministers understand the issues **sportscotland** is experiencing due to the financial position. Mr Harris confirmed that the Scottish Ministers have offered an additional £2 million towards the Grant in Aid funding plus £3.4m to underwrite the decrease in National Lottery income. While the Scottish Government funding works on one year cycles, **sportscotland** is maintaining a robust, long term financial plan.
- A 5 year overview for the Board is to be produced, which will outline the high level strategy that is to be used for the corporate plan for 2019-23. By doing so, it will produce a partner friendly approach, and allow for robust business plans to be used to implement the corporate plan.

Ms Woodman enquired about the overall investment available and how this will be apportioned to sports.

Mr Harris advised that the new budget and corporate plan will be available in March 2019. This will reflect the funding available and at this stage the level of funding available to each centre will be known.

It was noted that the corporate plan strategy for 2018-19 would include a more informed analysis of each Centre based on improved information from the booking system and the apportionment of investment and income.

The Board queried whether the research carried out in advance of creating the budget would be done by **sportscotland** staff. Mr Harris confirmed that budget drafting would be an in-house exercise while Mr Ogg confirmed that independent evaluations were being

undertaken on the main sports development programmes. The findings from these would inform future investment decisions.

The Board noted that there would be a holistic approach to the review of the corporate plan with both the **sportscotland** and the Trust Company Boards working together. Mr Harris and the Chair confirmed that this would be a sensible approach.

Action: The Chair, Mr Harris and Mel Young (Chair of the sportscotland Board) will discuss the planning of a joint session involving both Boards as part of the corporate planning process to take place over the summer.

The Board thanked Mr Harris for his presentation which had provided a full understanding of the current financial picture and the proposals for the forthcoming corporate planning process.

6. Trust Company Update, presentation – Shaun Roberts, Principal/Barry Fleeting, Principal

Mr Roberts and Mr Fleeting presented the Trust Company Update and highlighted in particular:

- The National Centres will join up their corporate and strategic planning cycle where possible, and coordinate their approach to costing, taking into account the reduced **sportscotland** budget and using the information gathered from the booking system and investment segmentation.
- The Principals noted that they are also continuing to raise the profile of the National Centres by coordinating strategic discussions across the Centres.

The Board queried whether the cost analysis would split activities into those requiring investment and those that are self sustaining. Mr Roberts advised that the centres are modelling activity based costing which will highlight areas of income generation, investment and subsidy. Mr Roberts also noted that the modelling will take some 'trimming out' to be confident in the accuracy of the segmentation.

Mr Fleeting explained that Inverclyde expected to generate 50% more revenue compared to the previous year.

It was confirmed that all Centres were working towards providing segmented information on income streams in order to provide analysis of commercial and investment activities and that this would be available to inform the 2019-23 investment cycle.

In response to Ms Woodman's enquiry, Mr Fleeting advised that monthly figures are available if she wanted to see these.

Action: The Board noted that the Chair will discuss how to improve data reporting to the Trust Company Board with Mr Fleeting and Mr Roberts including other methods of presentation.

7. National Centre Strategic Reviews Process, Presentation – Shaun Roberts, Principal/Barry Fleeting, Principal

Mr Fleeting and Mr Roberts presented on the National Centre Strategic Review process, noting in particular:

- The Cumbrae Centre review is ongoing with service delivery being refined; Inverclyde Centre is undertaking a review of the first year of trading with the new facilities; and Glenmore Lodge is reviewing stakeholder engagement and core functions.
- In terms of next steps, the National Training Centres Management Group will be helping to join up the strategic discussions.

8. Finance Report- Budget 2018/19, Neville Cobb, Head of Finance and Governance

Mr Cobb presented the National Centre Business budget for 2018/19. He highlighted the budget figures and variances from the previous financial year.

Mr Cobb further noted:

- The golf course contractor at Inverclyde had gone into administration and a new contractor had been appointed to complete the work.
- The current analysis will be used to help determine when staff are required relative to the pattern of demand for services as a way of helping manage staffing costs which represent a significant proportion of the Centres' overall running costs.

The Board asked the Principals if they felt comfortable with the proposed budget for 2018/19. They confirmed that the budget proposal was achievable.

The Chair queried whether the variance figures in respect of income and expenditure could be presented slightly differently to the Board.

Action: Mr Cobb to consider the way variances against income and expenditure are presented.

9. Trust Company Risk Register, Mr Shaun Roberts, Principal/Mr Barry Fleeting, Principal

The Board agreed that the Joint Management Team would finalise the risk register for the next Board meeting in May.

Ms Woodman requested that the Board be kept updated if any risks change significantly. It was agreed that this was to be put on the agenda for the next meeting and the most significant risks, or significant variations would be highlighted within quarterly reports.

Action: Completed Risk Register to be added to Agenda for next Board Meeting.

10.1 Executive Summary – Glenmore Lodge- Mr Shaun Roberts, Principal

Mr Roberts presented the Executive Summary for Glenmore Lodge and drew attention to the fact that bookings had now recovered.

Mr Roberts explained there had been a fire in one of the bedrooms in the south wing at Glenmore. Mr Roberts noted the fire had been caused by a head-torch battery which had overheated and exploded when on charge. He advised the Board that the premises are self-insured in accordance with the Scottish Government's guidelines.

The Chair requested that a paper be provided to the Board with an explanation of the insurance status of the Trust Company and the Scottish Government requirements in respect of insurance.

Action: Note for next Board meeting on insurance.

Mr Roberts noted that it would be useful to have two Board members supporting decision making with regard to the Winter Sports Legacy Fund.

Ms Woodman and Ms Booth confirmed they would be happy to support decision making with regard to the Winter Sports Legacy Fund. Mr Roberts confirmed with the Chair that these nominated board members in conjunction with himself, would have the authority for decisions relating to legacy fund investment on an on-going basis, with awareness being brought to the board as information.

Mr Roberts also noted that the current Chair of the Snow and Avalanche Foundation of Scotland ("SAFOS") was stepping down. The SAFOS governing documents dictate that the Chair of the Trust Company Board would provide a recommendation for the new SAFOS Chair. Mr Roberts requested that a Board member support the selection process, which would be managed by himself and the Board. Ms Booth confirmed she would be happy to support the selection process.

10.2 Executive Summary – Inverclyde Centre and Cumbrae Centre- Mr Barry Fleeting, Principal

Mr Fleeting presented the Executive Summary for Inverclyde and Cumbrae. Mr Fleeting noted that Inverclyde is currently recruiting a new business development manager.

Mr Fleeting advised the Board that Inverclyde had recently hosted various groups, including the Manchester United u23 squad and has various groups booked in across the next few months, including Worldstride Excell, an organisation which brings college students from the USA to visit Scotland.

For Information

11. Health and Safety Arrangement Update

The Board noted the health and safety arrangement update, as tabled and thanked Mr Ogg for his work on the health and safety update.

12. Mountaineering Scotland, Winter Legacy Request

The Board noted this had been discussed during the presentation of the Glenmore Lodge Executive Report.

Other

13. Any other business

No other business was raised.

14. Date of Next Meeting

The Board agreed that the date of the next meeting will be 3rd May 2018 at Inverclyde Centre.

15. Dates of 2018 Meetings:

Board agreeing that the next meetings will take place as following;

3rd May 2018 – Inverclyde Centre

16th August 2018 – Glenmore Lodge

8th November 2018 – Cumbrae Centre

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



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Chairperson

ACTION LIST

Actions Carried Forward from the August 2017 Meeting			
Item	Who is responsible?	Action	Comments
5.	Mr Cavanagh	A report will be produced for the Board which outlines the options arising from the strategic review of Cumbrae Centre once this has been completed.	To be completed when strategic review has been concluded.
Actions Carried Forward from the November 2017 Meeting			
4.	Mr Ogg	Equalities and Inclusion and Corporate Parenting to be included on the agenda for the January Board.	The Principals propose the presentation and discussion on equalities and corporate parenting is held over to November 2018.
7.	Mr Roberts / Mr Cavanagh	The Chair noted that the joint marketing activities between the National Centres' should be discussed at a future Board meeting.	Joint marketing will be on Trust Company Board agenda for May 2018.
Actions from February 2018 Meeting			
1	The Chair, Mr Fleeting, Mr Roberts.	The Chair confirmed a programme of discussion points was to be drafted for the Board meetings and requested that all Board members think about topics for discussion.	Programme of discussion points included below.
2	Mr Ogg	Financial Resources Committee representative to be invited to the May Trust Company Board meeting.	Will be invited to a future meeting
3	The Chair, Mr Harris and Mel Young	Arrange meeting to discuss joint sportscotland and Trust Company boards for corporate plan review.	Due to logistics/timings this will not be arranged in time for August meeting
4	Mr Fleeting, Mr Roberts, the Chair	Reporting figures presented to the Board to be revised and consider other presentation methods to meet Trust Company Board needs.	This has been considered and will be addressed in May meeting

6	Mr Cobb	Review way in which income and expenditure variances are reported.	New document format: colour coded.
7	Mr Fleeting, Mr Roberts	Completed risk register to be added to Agenda for next Board meeting	Still being finalised and will be presented in August.
8	Ms West, Mr Ogg	Insurance note to be tabled at next Meeting	This has been tabled and included in the May meeting pack.

Proposed topics for future Trust Company Board Meetings

	Date	Venue	For Discussion	For Information	Paper	Presentation	Lead	Comment
1	3 May	Inverclyde	Cumrae review - recommendations		Yes	Yes	BF	
2			Marketing plans – joint / individual		Yes (brief)	Yes	VS / VN	
3	9 Aug	Glenmore	Strategic plan – Trust Co. contribution		Yes (brief)	Yes	BF / SR	Facilitated evening discussion (8 August)
4				Data project – reporting format 2018/19	Yes (brief)	No	JC / ??	Reporting format in Q1 exec summary reports
5			Trust Co. Capital Plan – 5 year		Yes	No	GC	
6	8 Nov.	Cumrae	Equality and Inclusion (plus Corp Parenting)		Yes	Yes	IS / ??	Head Office presentation followed by Trust Co. contribution presentation

