

CONFIDENTIAL DOCUMENT



SCOTTISH GYMNASTICS ASSOCIATION

MINUTES OF BOARD MEETING

HELD ON WEDNESDAY, 26TH NOVEMBER 2014 AT 5:00 PM

AT CALEDONIA HOUSE, EDINBURGH

PRESENT: Scott Harper (SH): Oliver Barsby (OB): Keir Stewart (KS): Phil Langstaff (PL): Kevin Pringle (KP): Adele Tolometti (AT): Patricia Swan (PS): Euan Lowe (EL): Stuart Ferrier – sportscotland representative (SF).

IN ATTENDANCE: Christine Davies (CD) Lorna Whyte (LW).

ITEM NO.	AGENDA ITEM / DISCUSSION
1.	WELCOME AND APOLOGIES SH welcomed everyone to the meeting.
2.	NOTIFICATION OF CONFLICTS OF INTEREST No notifications were intimated to the Chair.
3.	PREVIOUS MINUTES & ACTIONS: 24 SEPTEMBER AND 04 OCTOBER 2014 Minutes dated 24 September 2014: These minutes were an accurate and true recording of the meeting. Minutes dated 04 October 2014: These minutes were an accurate and true recording of the meeting. Ongoing Action no.1: Audit sub-committee - SH to circulate a proposal paper to the Board entitled "Audit Governance". Ongoing Action no.2: BG coaches/judges membership fees - EL to contact clubs regarding coaches' dual membership.
4.	CONFIDENTIAL ETHICS & WELFARE MATTERS Discussion: The Ethics, Welfare & Conduct paper was discussed and privately minuted. <i>Conduct In Sport Panel:</i> LW updated the Board on the processes and workings of the panel following its first meeting. The early indications are that this is an effective panel in thoroughly reviewing conduct issues. LW noted that developing the case review files for the panel is a lengthy process. To support this LW has been working with the CEO, Head of Development, Head of Education & Pathways on an informal basis both to knowledge share where appropriate and to inform the development of the case file. The Board discussed the relationship and

function of the CISP and SG Board in recommending and implementing sanctions. Following discussion of this topic, it was agreed that the SG Board will implement any sanction with recommendations from the Conduct in Sport Panel. SH asked that a list of sanctions be created so that directors and members are clearly informed of the process and also that the procedure is more clearly defined including how LW works with others to develop the case files.

SF commented this was a very positive move forward for the Board. The directors also thanked the Ethics, Welfare & Conduct Manager for all her hard work in bringing this together.

Action no.3:

EL/LW to create a flowchart, terms of reference, list of sanctions & decision making responsibilities.

5. REMUNERATIONS & NOMINATIONS REPORT

Chair & CEO scorecards:

PL updated the Board on today's meeting announcing that the Chair and CEO scorecards had been officially implemented. SH/PL reviewed SH's 360 report and the committee propose to repeat the same process in one year's time. From a governance perspective only results from the scorecard will be entered in personnel files. SH added that it was a fair and honest review and proposes to meet with each director and CEO over the next two months. The directors approved this process and the outcomes.

Auto-enrolment:

PL updated the Board on the first stage implementation of the new pension scheme and regulations: for SG this will be 01st June 2015. The Remunerations & Nominations Panel met today and discussed the IFA overview stating that the Board must decide on the type of scheme and provider that SG will engage with. A discussion ensued on better negotiating terms, implementation costs and whether any other SGB's preparing for their auto enrolment staging date. EL stated he had contacted the sportscotland Payroll Manager and was awaiting information on any plans they have in supporting SGBs in managing pension contributions. SF said he would contact the sportscotland Payroll Manager to move this forward on behalf of SG. PL also advised that there will be two written submissions from IFA's for the Board to consider in the near future.

Board Appointments:

PL advised that at today's Remunerations & Nominations meeting the panel identified the skills for the two elected general director vacancies and will provide a recommendation for the Chair and Board to discuss with the aim of filling these vacant positions. Additionally the panel reviewed the feasibility of undertaking a Board skills audit. Following discussion it was agreed that OB would create a Survey Monkey questionnaire mid-December, ask the Board to review and make recommendations, with the results available mid-January 2015. The Remunerations and Nominations panel would then finalise the details and skills audit with the Board agreeing a proposal on how to generate interest in these Board vacancies.

Action no.4:

SH to meet with directors and CEO over next two months regarding the Chair's scorecard.

Action no.5:

PL/EL to arrange a meeting with SSA.

PL to email SF with history of implementing auto-enrolment for SGA.

SF to contact sportscotland Payroll Manager to discuss implementation of the pension scheme.

Action no.6:

Skills identified at RemNom meeting. Skills questionnaire to be completed mid-December. Board of Directors to be surveyed on the skills audit with results by mid-January 2015. RemNom committee to finalise skills requirements and advertise posts.

6. DEPARTMENTAL REPORTS

The Board discussed and approved the new format of departmental reports. PL suggested that questions arising from the reports could be sent to EL in advance of any board meeting to focus necessary discussion.

PL requested a brief update on sponsorship with SH stating the CEO and he would be meeting SG's sponsor on 07 December and had asked the Marketing Manager to review the delivery model prior to the meeting.

The Board discussed part of the Development report. After discussion it was agreed that the Development team would target clubs that have a certain growth capacity. Regional management CPD opportunities was also discussed with SF advising that sportscotland can help with this if training needs can be identified.

Fitness Scotland Position Paper:

PS informed the Board she had met with the Head of Education & Pathways (H of E&P) and the Fitness Scotland Programme Manager earlier today. The H of E&P and CEO are working closely with the FS Programme Manager to focus on more attainable mainstream income and CPD opportunities. However, KS commented that the fact the new website was now 10 months behind schedule had adversely affected income opportunities. A round-table discussion followed on the Fitness Scotland position paper, opportunities to offer CPD to SG coaches, and stabilising income and expenditure. The Board agreed this review, business plan and analysis of overhead costs to be completed by end December 2014.

Action no.7:

Questions on departmental reports to be emailed to EL in advance of board meetings.

Action no.8:

Marketing Manager to review sponsorship delivery model.

Action no.9:

Fitness Scotland Position Paper – PS/ H of E&P to finalise business plan & overhead costs and submit to Board for discussion.

7. Finance: 2014 – 15 Budget

Andrew Cassel, Finance Manager joined the meeting at this point. AT and AC presented the second quarter management accounts for board discussion. The detail and quality of the information provided was acknowledged by the board. Questions were raised over expenses and events expenditure; noted that much of this is attributed to CWG activity. In general it was discussed that the procedures and practices in claiming expenses should be reviewed. Variances across all budget areas are high evidencing the need to re-profile the budgets to the end of the year.

Action no.10:

AC to re-profile quarter 3 & 4 budgets

8. Sportscotland Investment

EL summarised the investment application and presentation to sportscotland. SF informed the Board that the presentation and clarity of information provided to sportscotland was of a good standard. SF also made the Board aware that there is less financial support

available in the system to support all SGB's and their aspirations. The sportscotland Board will meet in mid-December to review potential SGB investment levels with formal confirmation over funding available from government expected in February 2015.

9. BG Update

SH presented a number of financial models to clarify the cost implications of venturing into a partnership with BG. There are a number of key questions for the Board to consider in assessing the value and affordability of a BG deal including what is the SG reserves policy going forward and should we continue with our own insurance policy or move to the BG insurance?

A number of option and variables were discussed along with the need to find savings within central overheads. The option over insurance needs further information before a decision can be reached. SH/EL will be meeting with BG on the 6th December to continue discussions. SH/EL to rework the figures to suggest a phased level of membership share with BG over a three year period for the meeting with BG on 6th December.

Action no. 11:

EL to gather further detail around insurance costs and benefits to inform the insurance decision

Action no. 12:

SH/EL to rework financial models to propose a phased investment share to BG.

10. AOCB:

Approval granted for EL to send a letter to an SGA member who has verbally abused a member of staff.

DONM:

To be discussed at the next board meeting.