

## CONFIDENTIAL DOCUMENT

### SCOTTISH GYMNASTICS ASSOCIATION

**MEETING:** SGA BOARD OF DIRECTORS  
**WHEN:** WEDNESDAY, 26<sup>TH</sup> FEBRUARY 2014  
**WHERE:** CALEDONIA HOUSE, EDINBURGH

#### 1. WELCOME AND APOLOGIES:

##### 1.1 PRESENT:

Scott Harper, Chair (SH): Keir Stewart, Philip Langstaff, Oliver Barsby, Adele Tolometti, Patricia Swan, Kevin Pringle, Brian Samson, Stuart Ferrier, sportscotland Partnership Manager, Lorna Bruton, Finance Manager.

##### 1.2 APOLOGIES:

No apologies were received.

##### 1.3 IN ATTENDANCE:

Christine Davies, Executive Officer.

#### 2. NOTIFICATION OF CONFLICTS OF INTEREST

2.1 There were no notifications submitted to the Chair.

#### 3. PREVIOUS MINUTES / MATTERS ARISING NOT ON THE AGENDA

3.1 The Board agreed that the minutes dated 11 November and 16 December 2013 were a true record of the meetings.

3.2 Director remuneration was discussed and the following agreed:

**Action 1: The Board must make it clear to the members that membership income has not been used to pay the director's remuneration.**

There were no other matters arising that were not on the agenda.

#### 4. FINANCE

4.1 SH introduced LB to the Board. The 2013-14 forecast and 2014-15 budget papers were distributed to for discussion.

The income figures for the 2013-2014 forecasts were discussed in some detail as were the expenditure figures. SH stated that the membership income had been amended to show 9 months income. It was agreed further information would be provided for the next Board meeting on 24 April.

The Board discussed the 31/03/2015 budget which showed a balanced budget. However, this was subject to further analysis of income and expenditure. The Board approved the budget and LB indicated she would be uploading this into the Sage system.

The Fitness Scotland (FS) budget was discussed at some length. LB confirmed a lot of work had been done to clarify the income and expenditure figures from the current invoicing system that was in operation. LB advised that along with other financial processes and budget areas this was being improved for 2014-2015. It was agreed that PS in her role as Director would support the Fitness

Scotland staff and that further background information should be sent to her by BS/CC. The Board further agreed that comprehensive market research of the fitness market to guide future policy and direction should be undertaken.

**Action 2: BS/PS to progress FS market research.**

**5. EGM – 05 APRIL 2014**

**5.1** BS advised that the legal advice from Harper Macleod to introduce proxy voting at the forthcoming EGM had been received. The paperwork including the proxy voting forms and procedures would be circulated to the membership and the following agenda items from the AGM carried forward:

1. Board appointments
2. Proposed new memorandum & articles of association
3. Technical & Gymnastics Panel paper
4. Proposal to increase membership fees

The Board discussed the SG/BG Fee Comparison paper. It was clarified that subject to the EGM's approval, this was to be effective from 01/10/2014. It was felt important to clarify how SGA is going to utilise the additional membership income along with other key questions around independence, Scottish data, dual membership costs, incremental increases to match BG and additional member benefits. It was agreed to establish a FAQs section on the website to answer member concerns.

SH confirmed that the Board would work towards the business agreement with BG but SH proposed signing a joint subscription agreement with BG ahead of this given the time and detail required to establish this. This was agreed.

There was further discussion surrounding the fee structure and its implications for some clubs and disciplines. PL stated that the rationale to support the subscription increase would have to be very solid and fact-based, and SH agreed to issue a rationale paper with the EGM proposal to increase subscriptions.

OB asked if sportscotland's views had been sought on this subject. SF replied that they and the government would be very interested in this approach. SF asked if the SGA fees would follow the same incremental basis as BG. SH confirmed this would be the case.

**Action 3: SH to draft the rationale paper for the EGM.**

**6. REMUNERATION & NOMINATION COMMITTEE**

**6.1** PL presented PowerPoint proposals to the meeting on the role, responsibilities, meeting frequency and proposed membership of the R&N committee.

It sets the remuneration for the executive directors and the Board. Best practice recommends that only non-executive directors sit on the committee and that the remit should include the monitoring and remuneration packages of senior managers who are not executive directors. The Nominations Committee undertakes the selection of all new board appointments. Once the recruitment and selection process is complete the committee will recommend new appointments to the Board. The proposals agreed and PL, AT and OB were nominated as Chair, Financial and non-exec Director members respectively.

**Action. 4: The committee to begin working on the performance management and appraisal processes for the Chair's post.**

**6.2 Behaviour In Sport**

The Board has agreed to establish Behaviour in Sport panel and the following actions are being

undertaken. The following was identified as the key tasks:

- Meet Scottish Sports Association to review procedures, guidance etc that other governing bodies already have in place.
- A review and update of the Disciplinary Code of Practice
- Review the mechanisms to appoint individuals to the new Behaviour in Sport Panel
- Establish the revised Code as a policy within the new Memorandum and Articles of Association (subject to approval at the forthcoming EGM).
- Produce a paper providing recommendations and next steps for the Board to consider.

**Action 5: The E W&C Manager and BS to progress.**

**7. STRATEGY UPDATE**

**7.1** BS updated the Board members on the strategy plans and workshops. All workshops have now taken place (TeamGym, Formers, Disabilities and Schools workshops will take place in March). There is a need for better identification of regional performance coaches in clubs that can be fast-tracked; an example of this would be Tumbles. What was made very clear from the feedback was that the sport requires professional clubs, managers and facilities.

The final strategy will be completed by June and we will then build this around our 4-year strategy plan for submission to sportscotland by September/October 2014.

SH added that the feedback and comments from the technical panels was very similar to the first round of workshops.

**Action. 6: BS to finalise feedback on workshops, distribute and complete the strategy process.**

**8. STAFFING**

**8.1 Head of Education & Pathways / Head of Development posts:**

BS thanked PL and SF for their advice and support throughout the recruitment process. The posts have been filled with the successful candidates starting early May.

BS advised the Board that SGA's P/T book-keeper is leaving on 06/03/2014 due to personal reasons. An advert for this vacancy has been uploaded to the S1 jobs website this week.

**9. DEPARTMENTAL REPORTS**

Board had already read the departmental reports. SH added that he had asked our Marketing Manager to think about revamping the SGA logo.

**10. ANY OTHER BUSINESS**

**10.1 Club Managers' Course 19 – 23 May 2014**

This is a 5-day residential course and two of the RGDMs attended the first sportscotland course which was considered excellent.

BS and SH have developed the selection process with the Assistant RGDM West. Income from the Best International travel sponsorship will be used to subsidise the cost of the individual places for clubs. The information would be finalised and invitations distributed to the first tranche of clubs. The course will be run annually or twice yearly depending on demand and budgets.

**10.2 Action 7: BS and Asst RGDM West to progress.**

### **10.3 2015 World Championships: Update**

BS updated the Board on the World Championships. The committee now meets monthly, it is well organised and will be a great extension to the 2014 CWG. BS will be chairing the legacy development team meeting and also advised that BG would be seeking our volunteers for this event.

### **10.4 Commonwealth Games: VIP/Hospitality**

BS updated the Board on this and advised that we have the opportunity to invite 30 guests and that work had to commence on this very soon.

**Action 8: BS to progress with SH and KS.**

### **10.5 Anti-Corruption Policy**

The purpose of this workshop was to share the new policy documentation with sgb's. Sportscotland will provide initial guidance to establish rules and regulations regarding sports betting rules. Sportscotland will require all sgb's to have an anti-corruption policy in place – this will be one of the conditions of the investment criteria. They also expect all 2014 sports to have this policy in place ahead of the CWG in August. Our partnership manager (SF) will also work with SGA to finalise this policy.

**Action 9: BS and CD to finalise policy and roll this out to Directors, staff and members through the HR department. This project will be reviewed at the next Board meeting.**

### **10.6 Honours Award**

The Board asked BS to write to Maggie Bisset of Meadowbank GC to congratulate her on being awarded the British Empire Medal.

**Action 10: BS to write to Maggie Bisset.**

## **11. 2014 AGM**

It was agreed a provisional date of Saturday or Sunday, 30<sup>th</sup> or 31<sup>st</sup> August 2014 be set aside for the AGM. SF suggested utilising a specific time at the AGM and to organise a mini-conference where experts would be invited to speak at the conference. The directors accepted this would be a viable option and it was suggested that a BG representative would speak at the mini conference especially on the proposed business model between SGA and BG. Following discussion it was suggested that Tony Stanger be invited to speak at a mini-conference prior to the AGM.

**Action 11: BS to progress.**

## **12. DATES OF BOARD MEETINGS**

The following dates have been agreed for Board meetings.

23<sup>rd</sup> April 2014

28<sup>th</sup> May 2014 (provisional)

25<sup>th</sup> June 2014

## **13. E & W CONFIDENTIAL MATTERS**

Having distributed and reviewed this paper the Board were asked to email any comments or views to BS.

The meeting closed at 8:50 pm.