



CONFIDENTIAL DOCUMENT

SCOTTISH GYMNASTICS ASSOCIATION

MEETING: SGA BOARD OF DIRECTORS
WHEN: THURSDAY, 20 DECEMBER 2012 AT 5.00 PM
WHERE: SGA OFFICES, AIRTHREY CASTLE, UNIVERSITY OF STIRLING

1. PRESENT:

1.1 Scott Harper, President (SH): Neil Logan, General Director (NL): Philip Langstaff, General Director (PL): Adele Tolometti, Finance Director (AT): Stuart Ferrier, Partnership Manager, sportscotland (SF).

1.2 VIA TELEPHONE CONFERENCE

Oliver Barsby, General Director (OB): Keir Stewart, Vice-President (KS):

1.3 APOLOGIES:

Caitriona O'Shea (CO).

1.4 IN ATTENDANCE:

Christine Davies (CD) Minute Taker

SH opened the meeting and welcomed AT and PL to their first Board meeting as directors of SGA.

Apologies were received from Caitriona O'Shea (CEO).

2. APPROVAL OF PREVIOUS MINUTES

2.1 The Directors discussed action 1 from the previous meeting. SH pointed out that the existing Board structure is in an interim position until the new Board structure, approved at the AGM In November 2012 is fully implemented.

Following the meeting of 05 December 2012 the SGA board had agreed through written process to proceed with AT's appointment in the position of Finance Director.

KS is working on action 2 from the previous minutes. Further information will be posted on the SGA website tomorrow.

SF stated that there were a series of recommendations from the Fit for Purpose Audit and handed out a template which may help in the preparation of the action plan. **Action No. 1: SH to meet with senior managers to start this process.**

3. BOARD SCHEDULE

3.1 SH asked the meeting to agree future Board dates. The next Board meeting will include the 6 month financial plan. Suggested dates are:

Wednesday, 30 January 2013

Wednesday, 27 February 2013

Wednesday, 17 April 2013
Wednesday, 29 May 2013
Wednesday, 28 August 2013
Wednesday, 30 October 2013*
Wednesday, 11 December 2013

* This will serve as the Board meeting prior to the 2013 AGM.

OB joined the meeting via telephone-conference.

Action No. 2: SH asked CD to circulate the Board dates to all Directors.

SH enquired about the 2013/2014 funding bid deadline. SF will find out the sportscotland Board dates. A discussion followed on what information will be required from SGA and other sgb's. SF outlined the criteria for the funding bid, for example, performance plans, development plans, strong partners etc. These plans will be taken to an internal panel for discussion then to the sportscotland Board for approval. **Action No. 3: SF to provide a list of sportscotland Board dates.**

SH outlined the proposed process for future Board meetings: his view is that senior managers should attend these meetings in future. He further stated that he would like to organise a Board Induction training day with input from sportscotland. Senior managers should also attend this: OB stated he is not available on 23 March. **Action No. 4: SF to source a few dates for discussion with the SGA Board.**

4. FINANCE SITUATION

4.1 SH stated that he attended the recent sportscotland Board meeting on 13th December 2012 and had provided a progress update. Following the Sport Scotland Board Meeting an offer of funding was made. Following discussion, the Board authorised that the forms should be signed and returned to sportscotland. **Action No. 5: SH to sign off funding application forms and return to Sport Scotland.**

AT distributed up-to-date cash flow figures, prepared by the Finance Manager. The cash flow and forecast figures to end of January were discussed by the Board, in particular the exceptional cost items incurred this year to date. SH raised the question of the office moving premises as the lease expires in August. Costs for this could be in the region of £30K - £40K. A discussion followed on facilities and a facilities strategy. SH further added that he would like to take into account the views of staff in the selection of new office premises and suggested a survey. He also asked that facilities strategy be added to the Board Induction training day.

AT will be working with the Finance Manager on revised budget figures. AT stated that with our improved relationship with sportscotland the remaining funding to the year-end would hopefully be forthcoming. **Action No. 6: AT to email cash flow/forecast figures to OB and KS and meet with the Finance Manager on revised budget figures.**

Action No. 7: SH to review office availability in the New Year and to commence a survey of staff on this. Facilities Strategy to be added to the Board Induction agenda.

5. STRATEGIC OVERVIEW

- 5.1** SH proposed that a strategic review be undertaken, and that it should be aligned with the current Sport Scotland development strategy and that we should undertake a meaningful consultation with the membership. SF added that this was an opportune time to review the SGA structure and to have plans in place prior to the funding submission for 2013/14 and beyond. SH further stated that there were significant gaps in the staffing plan and where the job role would not be affected by and review, existing staff vacancies need to be advertised as soon as possible. **Action No. 8: SH to meet with senior managers to start this process. Strategic Review to be added to the Board Induction agenda.**

KS joined the meeting via telephone-conference.

6. POLICIES AND PROCEDURES

SH confirmed that a number of SGA's policies are due to be reviewed and updated. Those due for review can be identified by senior managers. SH further proposed that an audit committee be established to review the implementation of policies and procedures and to set a forward programme of audit activity. Following discussion, the Board agreed that this committee should be set up and the membership would consist of AT, OB, our Finance Manager plus 2 other members, who would be recruited through an open process from the SGA membership. The first task of the group would be to agree terms of reference for the committee. SF gave a brief outline of why sportscotland implement the governing body review and audit process. **Action No. 9: AT to arrange a meeting of this committee and to start this process.**

7. HR/LEGAL ISSUES

- 7.1** This was discussed privately and minuted by NL.

8. AOCB

- 8.1** KS stated that the Articles of Association need to be fundamentally reviewed. SH replied that this could be part of the strategic review. A discussion followed on the formula and how the Board move forward with this.

PL queried the amount of money budgeted to update HR policies and procedures. SF replied that sportscotland have a contract with Gravitare on this area of expertise for sgb's.

SF raised the current SGA position in terms of Equality and confirmed that sportscotland employ consultants to assist sgb's with the "National Equality Standard". Information on this was recently emailed to SH and KS. SF also added that, at present SGA have not achieved the intermediate standard but sportscotland will work with SGA on this. He suggested that the Board survey their members on how to move forward on this, for example, in identifying inequalities. PL volunteered to work with sportscotland on this project.

9. DATE OF NEXT MEETING

The next Board meeting will take place on Wednesday, 30th January 2013 at 5.00 pm at Airthrey Castle.