

Joint Board and Council Meeting Minutes

Minutes of the Joint Board and Council Meeting held at 10am on 25 November 2018 Stirling Court Hotel

Present

Graeme Marchbank (GM)	Chair
Forbes Dunlop (FD)	Chief Executive
Kerry Christie (KC)	Board Director
Caitlin McClatchey (CM)	Board Director
Jackie Davidson (JD)	Board Director
Andrew Dunlop (AD)	Board Director
Andy Figgins (AF)	Board Director
Alison Low (AL)	President
Ian Fleming (IF)	Vice President 2
Richie Metcalfe (RM)	East President
Les Rodger (LR)	East Vice President
Fiona Crawford (FC)	Midland Council Member
Janice Morgan (JM)	West President
Derek McGown (DMC)	West Vice President

In Attendance

Deborah McGinniss (DM)	Finance Manager/Company Secretary
Sharon MacDonald (SM)	Director of Development
Elaine Mackenzie (EM)	Director of Services
Ally White (AW)	Director of Performance
Blair Prentice (BP)	Editorial Board
Kelly Fraser (KF)	Minute Taker

Guest

Ewen Cameron (EC)	sportscotland Partnership Manager
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Item No.

Action

1. Chair's Address:

The Chair welcomed everyone to the Meeting and thanked attendees for accommodating the change in date to allow attendance at British Swimming (BS) meetings, including the BS AGM and Awards. The Chair acknowledged our successes at the BS awards, expressing his congratulations to Duncan Scott, Toni Shaw and Lucas Thomson, and the **sportscotland** coaching awards, expressing his congratulations to Anne Dickson, Gregor McMillan, Kirsty Ewen and all coaches recognised in the Duncan Scott 'Coaching Chain' award.

The Chair welcomed JD and CM to their first Board Meeting and introduced AD to the Council members. The Chair also welcomed BP and EC to the Meeting.

The President extended her welcomed to everyone and her congratulations to those recognised through the various awards evenings and to all those who continue to give their time and effort on a day to day basis. The President reflected on the ongoing and positive work around clubs working together and how our Districts can support this.

2. Declarations of Interest:

AF declared interest in relation to item 7.3 on the Club Model Constitution due to his position within a club and DMC and RM also declared the same interest. AL queried whether she had an interest in item 7.7 regarding Office Holders Honorarium but the Chair confirmed that no decision was being taken on this item.

3. Apologies for Absence:

Apologies received from Moraig Macdonald (MM), David Beattie (DB) and John Rough (JR).

4. Minutes of Previous meetings:

The Minutes from the Board meeting held on 5 September 2018 were agreed as true record, subject to the clarifying the reference to 13 'medallists' rather than 13 'medals' in the Chair's welcome.

The Minutes from the Council meeting held on 29 September 2018 were agreed as true record.

5. Actions from previous meetings:

FD advised the Meeting as follows:

Board Item 6.3 - this request came from DB and the format of the reports is currently being considered.

Board Item 7.1.3 - the training for the Board meeting in January will be focussed on welfare and safeguarding.

Council Item 7 - the District meeting has now taken place.

Council Item 14 - following clarification that the reference to 'FC' is to Francesca Carlo (FCA) LR advised that Francesca Carlo has sent out an email regarding committees' use of personal email addresses and this is still being considered. FD confirmed that it is becoming increasingly important for club email addresses to be put in place and EM wanted to reinforce the importance of this regarding regular requests coming into SS for access to personal data under the GDPR. The Chair suggested querying levels of requests across other SGBs to see if we are receiving more than others.

6. Performance Update Presentation

AW introduced his presentation which covers the updated performance plan, the 17/18 season and why we do what we. The review of the performance plan confirmed that we are on the right track but improvements are still required. AW touched on the philosophy which sits behind the plan, that being that we want to empower people and then provide support and challenge as they progress.

AW presented on the four central lanes in performance plan: effective athlete development; technical excellence; quality coaching; and performance development environments. AW then covered progress against the KPIs and finished with the results from the year. AW concluded his presentation reflecting on the importance of creating history at both a sport and athlete level and recognised that the level for all athletes will be different but equally important.

AF asked how the KPIs had been set and what they are based on? AW confirmed that the underpinning KPIs were derived from reviews and trends, setting reasonable and realistic targets that give us room to breathe and make decisions in order to impact throughout the pathway.

AD asked for further information on the development of female athletes and the ancillary support for all athletes. AW updated on Project Ailsa which was developed to identify and support the development of female athletes. At this stage AW noted that we are retaining a group of good female swimmers and are now entering the phase of transitioning to senior / performance athletes. AW discussed the support received through the service level agreement with the **sportscotland** Institute of Sport. The support to athletes is on a sliding scale, with senior performance athletes receiving tailored support and younger developing athletes receiving more basic packages of support based on their age and stage of development. AW did note that securing the levels of service from the Institute is getting harder with both increased demand and reducing budgets.

There was a discussion around athlete development and ensuring that there is a balance to athletes' activities both in and out of the pool, together with assessing numbers of athletes coming through from club level. The meeting also discussed the development and support for coaches and the importance of Scottish swimming continuing to progress in this area.

DMC queried support for 14-16 year olds who are undertaking exams at SQA level, particularly in relation to timing of events and AW agreed that more may be able to be done around managing timing of events during the last few days of term time. The Chair asked AW to consider with the Swim Committee. **AW**

The Chair commented on the indication that UK Sport is going to look at the broader impact of support, at this stage there are no further details but it is expected that we will need to do a greater job about showing the wider impact of sport both on those 'performance' athletes, but also on the many others who take part in the sport along all stages of the pathway.

There was a discussion around how Millennial's priorities are changing and how we adapt to this – AW confirmed that this is a big challenge in order to engage with Millennials and maintain our core values.

The Chair thanked AW for his presentation and asked that the slides be circulated. **AW**

7. Items for Decision

7.1 AGM

7.1.1 Proposed Alterations to Governance Document (Council and Board)

The Chair asked BP to talk to the alterations. BP advised that the majority of the changes this year are around the awards and proposed to work through each of the proposals as follows:

Proposal PC1:

This follows on from the 2017 AGM and the wording has been agreed with Lynn Alderton, who is the proposer. The Meeting agreed the proposed change.

Proposals PC2 & PR1 Combined:

These have been agreed by MM with FC proposing and BP confirmed we need a seconder from the Council.

The Meeting agreed the proposed change and DMC agreed to second the proposals.

Proposal PC3:

This relates to the issue around clubs not registering life members so the alteration is to clarify that they should be registered by clubs.

FC queried whether this should also be clarified for District life members and BP confirmed that District life members do not need to be life members of a club. There was a discussion around registering non-active life members with reference to insurance requirements and the Chair advised that non-active life members are no longer life members and do not need to be registered. FC suggested that it needs to be explicit that life membership will be lost if not re-registered and queried if insurance issue around District life members having vote at District level but not being registered.

BP queried the Council's decision and FC confirmed no issue with the proposal but suggested a briefing note is issued to AGM with proposals and then issued to the clubs following the AGM.

The Meeting agreed the proposed change but said education for clubs around life membership is required. FC agreed to propose and JM agreed to second the proposed change with BP to **BP** update the briefing note.

Proposals PC4 & PR2:

These proposals are to change the rules regarding two categories of membership. RM queried 'not a competitor' in C3.3.3b(i) and BP confirmed that this is to be deleted.

The Meeting agreed the proposed change. JM agreed to propose and RM agreed to second the proposed change, once updated by BP.

Proposal PC5:

EM advised that this proposal relates to the change in membership year to have everyone registered by 31 March through online membership. The President requested clarity regarding swimmers coming for trials before registering and EM confirmed that such individuals are insured during trials.

The Meeting agreed the proposed change. DMC agreed to propose and LR agreed to second the proposed change, once updated by BP.

Proposal PC6:

This proposal is to delete historic references and FC queried people who are second claim members. The President advised that if an individual is still member of club then they can represent the club.

The Meeting agreed the proposed change and LR agreed to second the proposals.

Proposal PC7:

This proposal related to approval of awards and there was a discussion around requiring the Board to approve any new awards. The Meeting did not agree the proposal and it was removed.

Proposal PC8:

This proposal relates to the awards panel and the Chair requested that C11.1.5 is amended to refer to the "Board or Council, as appropriate..." in the last sentence.

The Meeting agreed the proposed change. KC agreed to propose and FC agreed to second. [

Proposal PC9:

This proposal adds the 'club of year' to governance documentation.

The Meeting agreed the proposed change. KC agreed to propose and FC agreed to second.

Proposal PC10:

This proposal changes wording regarding the John and Margaret Bell award. The Meeting agreed the proposed change.

Proposal PC11:

The Chair highlighted a typo in briefing note and queried the exclusion of open water and masters swimmers. The Meeting agreed to change the wording to delete 'swimmers' and replace with 'performance' and move performance to before "open water" and "masters" - the Swim Committee will action the award.

The Meeting agreed the proposed change and LR agreed to second the proposal. BP will confirm change with Lynn Alderton. **BP**

Proposal PC12:

The Meeting agreed the proposed change and JM agreed to second the proposal.

Proposal PC13:

There was a discussion around the proposal with reference to the other disciplines. The Meeting agreed the proposed change.

Proposal PR3:

The President queried the reference to '2 times in the month' in the briefing note and the Meeting agreed to change this to '2 times in the year'. There was a discussion around when the company is deemed to have received the information.

The Meeting agreed the proposed change, subject to BP considering revised wording with EM, and JM agreed to second the proposal. **BP / EM**

Proposal PR4:

This proposal relates to the expansion of international permits. The Meeting agreed the proposed change. AF agreed to propose and FC agreed to second.

BP worked through the Editorial Board amendments to correct wording in the constitution. KC queried EB4 wording 'except as permitted in R5.1.6(b)' regarding club swimmers who are members of universities and BP confirmed that rule covers to allow such individuals to compete. AL queried reference to 'Swimmer' and BP confirmed defined term to cover all disciplines.

BP queried role of Editorial Board generating wording and the Chair confirmed he is content with this approach and thanked BP.

7.1.2 General Fees (Board)

DM advised the Meeting that the proposal is to retain current fees and the Board approved the paper.

A paper outlining the changes to the Swimmer Fee was tabled, the Chair added that while there was support for an inflationary increase to swimmer fees this would be for two years, aligned to the current Corporate Plan. New fees should then be proposed at the AGM in September 2020 which would be aligned to the new Corporate Plan, starting April 2021.

7.1.3 SASA Appointments 2019 (Board)

Subject to the correction of the medical advisor's appointment to expire in September 2022, the Board approved the appointments within the paper.

7.1.4 SASA Life Membership Award (Council)

The President referred to the paper and supplementary information. The Council discussed the awards and agreed to award life membership to John Mason and Maureen Campbell

The Council agreed to prepare more detailed guidelines in advance of next year with reference to other award proposals that were voted on by the Council but did not receive a majority vote in favour.

7.1.5 Any other AGM Business

None.

7.2 Annual Review of National Committee Regulations

BP introduced the paper and drew the Meeting's attention to the water polo changes that were drawn up in February 2018. The Board approved the paper.

7.3 Club Model Constitution

BP introduced the paper and advised that a review was undertaken regarding the mandatory terms and reflect other changes deemed necessary, such as replacing references to 'child protection' with 'wellbeing'. The proposed amendments are primarily to tidy up the text and bring clarity around life members.

FD queried C5.3.1 in respect of giving life members the right to call an EGM, particularly around whether they are active or non-active, and there was a discussion regarding the wording and rights of life members. The Council agreed to remove the reference to life members in C5.3.1.

FC queried reference to 'shall' in BL5.1 and this was changed to 'may' and the reference to '10' members in BL1.1 suggesting this is too large, even though it is options and the Council agreed to change this to six.

The Council approved the recommendations within the paper.

7.4 UKCC Members becoming Associate members of the Scotswim Club

EM introduced the paper with reference to current administration issues and confirmed that there are no insurance issues here. The Chair asked for clarification around any Welfare or Child Protection matters, FD confirmed that this had been considered and for example employers / facility managers were responsible for ensuring PVG is in place.

The Meeting approved the paper.

7.5 Proposed Awards Dinner Venue

EM introduced the paper with reference to the commitment three years ago to host the 2019 dinner in the Midland District. The paper details the venues considered by EM but none have the required capacity so the date has been provisionally held at the Radisson in Glasgow.

There was a discussion around some potential other venues within the Midland District and considering a venue for 2020 with it being an Olympic / Paralympic year. FD highlighted the burden on staff and put forward his support for Glasgow 2019, which was endorsed by the Chair and agreed by the Meeting.

7.6 British Swimming / Home Countries Memorandum of Understanding

FD advised that this was not a paper for decision but said he would be happy to answer questions. AF queried the drop in SwimEngland contribution and FD confirmed that this had been increased again.

7.7 Office Holders Honorarium

The Chair apologised to the Meeting for not producing a paper and advised that, if required, a formal paper would be prepared for the Council's approval.

The Chair provided background on honorarium payments to Board Members and claiming of out-of-pocket expenses. There have been discussions regarding HMRC's position for Board Members being deemed as employees and not entitled to claim commuting expenses, which has implications for a number of Board Members.

The Chair had hoped to have a solution today but time has not allowed for this so wanted to check that the Council is aligned with the principle that no Board Member should be out of pocket and the Council confirmed.

8. Items for Discussion

8.1 Corporate Plan 6 month Review

FD introduced the report by explaining the format and speaking to some of the red targets and considerations going forward, particularly around the swimming members' target and SwimMark Plus. FD also mentioned the balanced budget target, which DM will speak to later.

The Chair queried if we had any understanding of **sportscotland's** position regarding the missed targets and EC advised that track record of SS is very good regarding governance and due to strong

performance elsewhere, although it is recorded it is not a great concern. EC did ask SS to consider future progression under the plan.

AF queried the swimming members' target around whether there are any budgetary issues regarding a reduction in income and DM confirmed that have been aware of missing target for a while so financial budgets have already taken this into account.

8.2 Audit & Risk Minutes

FD introduced the paper around continuing discussions regarding staff continuity and keeping on top of governance items through internal audit in advance of upcoming KMPG audit. KC has had a discussion with Kevin Reynard with good outcomes and AD confirmed that there is a robust process in place and he was reassured following his first meeting.

8.3 Wellbeing & Protection Update

FD advising the Meeting that the virtual classroom for the safeguarding course had been a success and we hope this will have a positive effect on red numbers within the report. FD also advised the Meeting that LB's contract has increased to two and half days a week to recognise the volume and complexity of the work.

DMC raised the issue of clarity around who needs a PVG and who needs a self-declaration and requested specific guidance on what is a protected role. FD advised that there is a list of regulated roles and confirmed that STOs do not need to be PVG checked, however there have been discussions with the STO Committee who are open to moving towards STOs being PVG checked if it is thought that this would reflect good practice, FD updated the meeting that more than half of the current registered STOs already have a PVG check in place. EM will circulate a link to the regulated roles, any inconsistencies or questions should then be directed back to EM or FD

EM

AL raised a concern regarding the number of clubs without a WPO and KC requested clarity regarding the trends / numbers and the reason for the turnover.

FD/

LB

9. Management Team Report from the Company

Services

EM requested formal approval of the Board for the National Chairs for two years within the report and the Board approved the National Chairs.

Finance

DM had nothing to add her report.

Development

SM had nothing to add to the report but the Chair requested consideration of economic impact assessments on a national basis, alluding to recent examples from Glasgow Life and there was a discussion around other examples from SFA and British Golf.

SM /
FD

10 Directors Report

None.

11 British Swimming Update

The Chair advised the Meeting of the recent BS Board Meeting and Awards Dinner, with reference to the media coverage around the International Swimming League and the belief that there is a need for evolution within the sport. BS intends to work with FINA, LEN, athletes, etc. in order to take this forward given the challenges in this area.

BS discussed the Jess Varnish case and if successful and then subject to appeal this would result in athletes being classed as employees in the interim, which would have significant implications regarding athlete funding for sports governing bodies.

There was an interesting presentation for national performance director for diving at the BS Board Meeting which was very engaging and demonstrated high quality of facilities in the UK noting Aberdeen in particular with reference to challenges regarding coaching, AW acknowledged the quality set up at Aberdeen and Edinburgh and suggested that the level of coaching needed to evolve and develop in line with the centres and athletes.

SwimEngland and BS have achieved their advanced equality standard and BS is carrying out an analysis on board skills, including reaching into the national body boards. The Chair has agreed to be the board liaison for para swimming on GB perspective.

12 Council Business

12.1 Business in accordance with Paragraph C.7.1.3 of the Constitution

12.1.1 Approval of club constitutions by the Districts

Covered above.

13 AOCB

LR referred the Meeting to the Club Support document for Open Water and requested something similar for **SM** Districts. SM advised that this will be progressed.

IF took opportunity to thank AL for carrying out duties over the past year and commented on AL being very good at covering across disciplines.

The Chair on behalf of the Board expressed his thanks to all Council Members.

14 Date of Next Meeting(s):

Board: 26/27 January 2019

Council: 10 March 2019

Cc	Board & Council Ewen Cameron, sportscotland	Editorial Board Harper Macleod	National Chairs District Secretaries
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