

Board Meeting Minutes
Minutes of the Board Meeting held at 10am on 23 August 2020, Zoom
Present

Graeme Marchbank (GM)	Chair
Euan Lowe (EL)	Chief Executive
David Beattie (DB)	Board Director
Kerry Christie (KC)	Board Director
Jackie Davidson (JD)	Board Director
Andrew Dunlop (AD)	Board Director
Andy Figgins (AF)	Board Director
Caitlin McClatchey (CM)	Board Director
Moraig Macdonald (MM)	President
Ian Fleming (IF)	Vice President

In Attendance

Sharon MacDonald (SM)	Director of Development
Deborah McGinniss (DM)	Finance Manager/Company Secretary
Elaine Mackenzie (EM)	Director of Services
Ally White (AW)	Director of Performance
Helen Plank (HP)	Head of Marketing
Kevin Reynard (KR)	Chair Audit and Risk Committee
Kelly Fraser (KF)	Minute Taker
Barry Cook (BC)	sportscotland partnership manager

Item No.
Action
1. Chair's Address

The Chair welcomed everyone to the Meeting and started by welcoming BC from **sportscotland** and KR from Audit and Risk Committee (ARC). The biggest news recently is the Scottish Government's announcement on the re-opening of pools and gyms – the Chair congratulated EL and the rest of his team, in particular SM and her RSDMs in engaging with the Scottish Government.

The Chair advised the Meeting that he attended the Club Chairs meeting along with the President and members of the Management Team and the Chairs expressed their appreciation for the work being undertaken by Scottish Swimming (SS). However, a few individuals have been critical of SS on social media and the Chair commented that this is a small number in comparison with our wider membership – he considers that we should continue to work together as a group of engaged, committed and experienced individuals. Overall, the feedback from those who joined the Club Chairs meeting and Districts' meetings attended by the President has been very positive.

While the re-opening of pools and gyms is positive, there are a number of challenges in the long-term, particularly regarding pool stock sustainability and the Chair noted the need for a more active 'trade association' for Scottish sport due to the difficulties in asking **sportscotland** to challenge the Scottish Government as its funder.

The Chair concluded his address by confirming that a major area of focus for SS needs to be around welfare protection with reference to the recent Athlete A documentary. The Chair expressed the opinion that we need to accelerate our efforts in this area, particularly to ensure that COVID does not distract us from our obligations in this area.

2. Declarations of Interest

The President declared an interest with her son being a member of the Scottish Swimming Senior Gold squad.

AF declared an interest due to his position as a tutor and coach.

The Chair declared an interest due to his position as a member of the British Swimming (BS) board and being a close family friend of one of the individuals mentioned in the SMT report.

3. Apologies for Absence

None.

4. Minutes of Previous meetings: Board & Council Meeting, 21 June 2020

The minutes of the previous Board & Council meeting held on 21 June 2020 were agreed as a true record.

5. Actions from previous meeting: Board & Council Meeting, 21 June 2020

EL updated the Meeting on the following actions, which were all as read in the paper and SM provided an update on the coaching framework (item 6) by confirming that a recent session took place with 100 participants and the feedback has been taken on board for the framework. EM also confirmed that risk will be included in the induction pack for new Council and Board members (item 7.4.1).

The President referred to item 7.1.5 on the action to hold a further meeting with Council and Board and confirmed that the decision on holding the AGM virtually had been taken and so no further meeting will be held. EL confirmed the position will be clarified with the Council. EM advised that she will issue an email confirming the Board's recommendation that SASA hold the AGM virtually and ask for any objections – the President and Vice President were both content with this approach.

EM

6. Items for Decision

6.1 **Review of Annual Business Document & Annual Report**

EM asked for any comments or amendments to the document by 27 August, after which the document will be locked down and issued to the membership on 1 September. Any further amendments after that date will be added to the agenda for the AGM.

The President highlighted a typo in EL's name in the Chair and CEO's address. The Chair confirmed that he will review the Chair and CEO's report. The President was keen to set the right tone and welcomed any comments on her report.

The Chair encouraged all Board members to review and provide comments by 27 August, particularly in respect of any items that they are proposing or seconding.

All

KR highlighted a reference in the Masters report that should be removed from the public document.

6.2 **Board's Risk Appetite around Commercial Opportunities**

DB emphasised that it is a difficult time for the business world and so a flexible approach is required.

DM proposed to amend the Board's appetite for risk from high to low or medium and work with DB to set down a list of principles to work against. KR advised that the paper has achieved what ARC was seeking in clarifying risk and the detail is pitched at the appropriate level in order to give the Management Team proper guidance.

The Chair confirmed that it would be a Board decision to reduce the risk appetite level and wanted to clarify certain language to confirm that it will come back to the Board – DM confirmed that she would add wording to cover this. Further, the level should be changed in the short to medium term as may need to be changed again post-COVID. DM advised that policy is reviewed every year.

DM

The Board agreed to change the risk appetite level to low.

The President wanted to comment on the sponsorship approach and previous requests at some events to remove banners associated with club sponsors to ensure that nothing infringed on clubs' ability to obtain their own sponsorship. This was noted as a point for HP's team when entering into discussions with potential sponsors.

HP

6.3 **Back to Water Progress update**

SM introduced the paper to the Meeting and highlighted the following:

- pool operators – the guidance has now been published and they had already seen this in draft format before publication. SM wanted to mention Gordon Hunter (GH) who has led this piece of work and continues to do an excellent job in this area;
- people development – all face to face education courses are still suspended until 30 September with future delivery being reviewed again around that date. The priority should be the re-opening of facilities at this stage, although there are lots of learnings from SS Connect, which will form key part of the support that we provide;
- aquatic participation – GH pulled together the guidance and SM highlighted that there has been some criticism from private providers / operators from lack of engagement but we have now taken steps to address.
- club management – guidance has been produced with credit to Sean Dawson and Paul Donald (PD) for their work on this. We have kept in contact with clubs throughout the pandemic and learned that the virtual chairs events are the way forward due to the increase in participation and positive feedback; and
- club training – guidance has now been published for general training, open water and land training. AW and his team did a lot of work progressing a return for performance. Our approach was to contact providers to get information around pool operation, thereafter the Regional Team set up meetings where appropriate and Appendix 2 provides further details of the position as at 12 August. There are still certain challenges around timings of pools re-opening and school facility access, although our key message has been around collaborative working to ensure access to facilities.

AW updated the Meeting on the performance aspect as we are now moving into a transition period with the recent announcement and pool providers are taking on responsibility for pool programmes

moving forward. On competition, AW highlighted the spreadsheet that has been circulated to the Board and work has begun on getting guidance published on the competition schedule. AW advised that there is unlikely to be the resumption of any normal competition schedule until the start of 2021. The start of the new formal schedule is likely to be September 2021.

The Chair extended his thanks to AD for his support to EL and the team on engaging with the Scottish Government and the Meeting was opened up to questions.

AF commented on the positive work and direction of travel for the competition framework; asking if there are any of our young volunteers on the competition review group and if the map in appendix 2 (6.2.3) was available in tabular form to see specifically what pools are included.

AW advised that PD is on the review group and he is the direct link into the young volunteers group. There are other groups and the athletes group includes a member from the young volunteers group. AW also confirmed that behind the map there is a list of all pools, which will be circulated (although SM advised that it should not be shared more widely).

SM

AD queried if there has been any engagement with the Scottish Government regarding financial support and the prospects of competition re-starting, particularly in renewing membership and engaging focus. EL advised that an informal group of SGB CEOs has been established and discussions from that group include an appetite to understand the true consequence on sport through loss of access to facilities, particularly the financial impact and the need to capture the detail around this.

There was a discussion around the access risk and financial consequences of the same directly to clubs with increased pool fees being rumoured, with consideration required on what SS can do to facilitate income streams.

EL

BC advised the Meeting that there will be an updated Government statement in the next few days, which will point to the current support available to businesses, including sports and leisure operators. BC commented on the vital work being done by the SGB CEO group and that despite challenges of sportscotland's position, the SGB CEO group is being proactive in this area regarding support and BC is happy to take back EL's comments in respect of the wider sports piece.

There was a further discussion on identifying loss of income streams, with DB advising that local authorities have been reporting to COSLA on this already, and pools re-opening. In particular, the Meeting considered what information should be shared by SS to ensure a consistent approach and avoid any criticism of specific operators with SM confirmed that a representative of each club will be aware of what is proposed for their area.

AW answered the competition query from AD by confirming that the proposed approach is to get athletes back in the water and used to training initially for their enjoyment and then considering virtual meets, while ensuring that we are managing expectations in the first instance. We have tried to keep the door to competition open for as long as possible but need to be realistic.

The President queried the position on overseas training camps and AW confirmed that no licenses were previously issued due to travel restrictions. However, while our advice remains not to travel for training camps, AW does not think that we would refuse a license where there is no travel restriction, although we would want to have a discussion beforehand.

CM commented on, and supported, the approach within the paper regarding the focus on engagement first and then considering competition later on, which is reflective of other sports.

The Board approved the paper.

6.4 Scenario Plan update

DB introduced the paper and commented on the structure set out therein. He then handed over to DM who reminded the Meeting of the previous discussion on impact and advised that the Management Team have commenced work on our 21/22 projections in order to understand the impact of COVID on our activities, particularly the bottom line for the Board.

SM advised that we have reviewed education in order to generate some additional income from virtual level 1 and 2 coaching courses. A survey was undertaken on the teaching qualification and this unlikely to be delivered until January 2021, which means that it will have been nine months of no income from this. However, SS Connect has had a great deal of engagement. To date this has been free for SS members but we will review this in due course in order to determine a cost model. There has not been a full review of the National Framework as yet but we have sent out invoices and a number have come back asking for flexibility around payment.

DM confirmed that the next step is to review membership and sponsorship – the numbers are down around 23% to the end of July but we are keen to get to the end of September with pools re-opening before doing so. DM wanted to congratulate HP and her team for getting the sponsorship contract extended for another year and confirmed that the aim now is to consider what opportunities are available thereafter.

The Chair queried the Education figure of £225k within the paper and DM confirmed that was the original budget and was reduced to £100k. DM advised that we were anticipating that this figure will reduce further to c£70k however SM was keen to wait until end of the next quarter (6 months position) before making any decision on future direction.

The Chair suggested that the figures are linked to our RAG ratings in order to consider the impact of these figures and assist with the budget process for next year. DM advised that the numbers reflect our worst case scenario with the uncertainty beyond March 2021, which is why the Management Team is currently working through the 21/22 projections. **DM**

The Board approved the paper.

6.5 Statutory Accounts For Year Ending 31 March 2020

DB thanked DM for finalising the accounts during this time and drew Board Members' attention to the letter of representation to be signed by the Chair, which is a warranty on behalf of the Board.

DM highlighted the letter as well in respect of the wording around a going concern to be added following KR's suggestion. KR has read the accounts and paper and is happy with content, together with the addition of the going concern wording. DM will then file with Companies House. **DM**

KR confirmed that these are reviewed accounts, not audited, although the Board may want to consider in the future whether to move to audited accounts.

BC advised that the **sportscotland** budget confirmation process will be slightly different this year regarding timings given potential liabilities of SGBs.

The Board approved the paper.

6.5.1 Statutory Accounts

As above.

6.5.2 Letter of Representation

As above.

6.5.3 Review of our Accounting Policies

As above.

6.6 Appointment of the Editorial Board

AD referred to the paper with the key issue being around succession planning – keen to secure the President's participation following her stepping down. EM reiterated AD's comments, in particular, regarding the huge contribution of Blair Prentice to date and the recognition that this amount of work is too much for one person.

There was a discussion around presidents becoming part of the Editorial Board after they step down and EM advised that the first step would be the update the vice president's skills matrix and noted that this may not be an attractive or indeed appropriate role for every past president. The Vice President suggested having a co-opted member option.

The Board approved the paper.

6.7 Approval of Discipline Fees

EM advised the Meeting of an update from the STO Committee who are proposing an increase in the fees for judges and coaches from £8 to £10 as their levels are set by British Swimming.

AF queried why there is no late withdrawal fee for diving but there is for synchro and EM advised that the committees set these fees but all committees have sight of the others' fees. AW advised that this could be considered for consistency for the following years and EM confirmed that she will add this to the agenda for the next discipline chairs meeting. **EM**

The Board approved the paper.

6.8 Approval of Co-opted members

The Board approved the paper.

7. Items for Discussion / Information

7.1 **Finance Report (Quarter 1)**

DM advised the Meeting that the projected losses of around £30k has reduced to £13k due to the cancellation of the Awards Dinner, however, we anticipate that this will change in the next quarter. DM confirmed that the **sportscotland** variance of £40k is not a reduction as this reflects what we have invoiced and the office overhead change reflects the Awards Dinner cancellation. DM flagged that membership income is made up of four different elements, which is the same as education, and so will refer to this in the paper going forward for clarity. DM and the Management Team are quite happy with the figures and **sportscotland** has just released the second set of funding.

DM

The Chair queried the full year income projection and whether this incorporates the impact of COVID and DM confirmed that this is correct with reference to previous projections – the Chair requested headings for pre and post COVID, which KC agreed with, and also forecasts being included within the graphs.

DM

7.2 **ARC minutes**

KR introduced the minutes and highlighted item 3 being a very positive piece of work and the crisis management policy with a review on the effectiveness being required in the future – while some tweaks to the policy are necessary, overall the process worked.

EL

7.3 **Wellbeing & Protection update**

EL referred back to the Chair's address highlighting the continued importance of this area. EL advised the Meeting that W&P has been included within our COVID related guidance, together with enhanced training, which has seen positive response and attendance. There was a backlog on PVGs being processed as essential workers were given priority. We have done a lot of work in this area, including online applications, and Disclosure Scotland has advised that the process is now back to normal. EL advised that we are prepared to prioritise applications for COVID officers.

In relation to the recent documentary, EL advised that having a good system in place is important but a key factor is how the system is embedded throughout clubs. The Senior Management Team have met to consider areas that we need to look at and identified the need to spend some time with those who apply our policies in practice. We may also need to look at constitutional changes in the future – the question needs to be, are we insisting that something is in place or will we accept 'working towards'. The working group will help this process, although it will take time to put in place.

The Chair suggested that the Board considers how we can facilitate this and agreed with EL's comments in feedback coming from our swimming community. The President advised that this area was highlighted at a recent Council meeting and it raised the question of capacity. It was also discussed at length at the Editorial Board, although there has been no agreement yet on formalising the WPO position on club committees as not all clubs have athletes. The President's view is that we need to be more proactive.

KC echo'd the President's comments and considering a change in focus. EL focused on the educational approach being important, which will be informed by further engagement with WPOs.

The Chair summarised the discussion on the importance of the WPO review in order to identify the key areas and what SS can do to make members feel safe. The Chair wanted EL to consider timescales. EL advised that potential WPOs who could help inform change are currently being identified and the Chair asked for a report from focus group for the November Board meeting.

EL

7.4 **Equality Action Plan update**

EL advised the Meeting that the paper provides the Board with an update of where we are with the plan, including identifying the areas that have not been progressed by EL and recognised that progress in this area is required, which we can aim to progress.

KR queried if further content on diversity is needed given the media coverage on this area recently. EL advised that gender, age and disability are the areas in which the Board have identified as focus for the time being. The Chair queried if further consideration on these characteristics for focus is required in a further paper.

EL

8. Reports from the Company

8.1 **Management Report**

Services

EM confirmed to the Meeting that there is a visit to the University on 9 September to complete a risk assessment, which will be shared with University and staff, in order to look at phased return for staff to the office. We will also review the new National Centre on 9 September. EM advised that it will not be possible for all staff to be in the workplace at the same time due to social distancing

requirements and so we will engage with staff on the proposal to have a blended approach in order to identify any risks / concerns and implement a rota.

EM also advised that virtual Board meeting options are being considered, as well as going paperless for Board papers. EM suggested that if any Board Member would like to receive a paper copy then they can email EM separately – the Chair recommended all Board packs are electronic, unless specifically requested.

EM also confirmed that she has set up three staff dates for wellness training and it was agreed that this training for the Board will be tied in with the other Board training in January 2021. The Chair asked if the Board had any objection to convening at least one Board meeting per year virtually and there were no objections – EM suggested the August Board which was agreed.

EM

The Chair also commented on whether there will be virtual meeting capabilities within the new office facilities and requested a conversation with the University on this.

EM

Finance

DM had nothing to add and no questions.

Marketing and Communications

HP advised that the focus will be on the Save Leisure campaign over the next few weeks and she is meeting with AD to consider long-term sustainability. HP wanted to highlight the work of Kirsten Phillips in this area.

Development

SM highlighted the mental health strategy in order to bring this to the Board for approval in November.

SM

Performance

AW advised that the Games Village is not going to be built for the next Commonwealth Games and athletes will stay in University accommodation within Birmingham – we hope that this will have an impact on the total number of athletes and present opportunity to increase the number allowed to go as there was a reduction from the Gold Coast.

8.1.1 Legal Items – verbal

None.

9. Directors' Reports – verbal

None.

10 British Swimming Update – verbal

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The Chair reflected on the recent press coverage of the return of Olympic and Paralympic athletes' training but there has not been a BS Board meeting since our last Board meeting and he confirmed that there was nothing to add regarding the Memorandum of Understanding situation.

11 AOCB

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JD queried the position on strategic / recovery planning for the next 18-20 month period following COVID and the Chair suggested a new Corporate Plan strategy timeline update for the next Board meeting.

EL

12 Date of Next Meeting(s):

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AGM – 26th September 2020 (virtually)

Wednesday 18th November 2020 – Board meeting 6pm (will consider if physical meeting is possible but will give at least three weeks' notice and understand if preference not to attend physically)

cc	Board & Council Barry Cook, sportscotland	Editorial Board National Chairs	Harper Macleod Kevin Reynard
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