



**SCOTTISH FENCING LTD**

Meeting of the BOARD of DIRECTORS of SCOTTISH FENCING LIMITED  
15 March 2018 at CALEDONIA HOUSE, EDINBURGH

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| Present       | George Liston<br>Sheila Anderson<br>Hugh Kernohan<br>Ross Morrison | President and Chair (GDL)<br>Director HR/Equality (SA) – via conference call<br>Director Governance/Performance (HK) – via conference call<br>Director, Safeguarding/Development (RM) |
| Apologies     | Martyn Foley<br>Gail Prince<br>William Steele                      | Director<br>Director<br>Director  |
| In Attendance | Vincent Bryson<br>Jennifer Griffin<br>Jacqui Dunlop                | Chief Operating Officer (VB)<br><b>sportscotland</b> Partnership Manager (JG)<br>Minute Taker   |

**Minutes**

|   | Item   | Action |
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| 1 | <p><b>Introduction</b></p> <p>1. Welcome, apologies for absence.</p> <p>Apologies were intimated on behalf of Gail Prince, Bill Steele and Martyn Foley.</p> <p>2. Declaration of conflicts of interest</p> <p>There were no new conflicts of interested declared.</p>   |        |
| 2 | <p><b>Minutes of Previous Meeting and Matters Arising</b></p> <p>2.1 <a href="#">Review of minutes of 24 January 2018 for accuracy</a></p> <p>Minutes were agreed as an accurate record of the meeting.</p> <p>2.2 Matters arising:</p> <p>There were no matters arising from the minutes of the meeting of 24 January 2018.</p> |        |

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| <p><b>3</b></p> | <p><b>Relationship with sportscotland and 18-19 Investment Outcomes.</b></p> <p>JG reported that SF will receive £78,000 investment from sportscotland for 2018/2019. This is broken down as:</p> <p>Effective Organisation £25,000<br/>Development £53,000</p> <p>The Development investment is split:</p> <p>£35,000 for staff<br/>£3,000 for coaching<br/>£15,000 for the development programme (this is a reduction of £8,000 compared to 2017-2018)</p> <p>JG noted that she felt it was a successful panel and she had explained that there is a positive relationship with SF. It was positive for the organisation that the COO was in post. Annual targets had been agreed; the investment was conditional upon the following being achieved:</p> <ol style="list-style-type: none"> <li>1. Costed development plan in place by 30 June 2018.</li> <li>2. Safeguarding Audit completed.</li> </ol> <p>JG noted that it had been challenging year for SF, but the recruitment of the COO was positive. A six-year strategy would be produced, and this was the year that SF needed to deliver on its outcomes in order for sportscotland to invest for longer than a year. She noted that the Board needed to consider the future-proofing of its staff team.</p> <p>SF is now no longer on quarterly investment from sportscotland and there would be one payment made in April. JG noted that that SF should not under-estimate how difficult it was to get this change in investment through the panel, but she felt strongly that the organisation needed to come off the quarterly payments in order to be able to plan. She noted that it was important that there was good financial planning in place for this year, that the funding remained vulnerable and restated that it was important that SF delivered against its targets.</p> <p>SA asked how SF sat against other sports. JG noted that some governing bodies have had their investment untouched, but overall investment had been reduced in 70% of sports. She did note that SF's investment was as a result of the strategic review and not a budget position. SF development funding had historically been high. JG explained that sportscotland couldn't reduce it further but the hope was that SF would provide solid data and work hard to ensure that the investment was kept at that level.</p> |  |
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| <p><b>4</b></p> | <p><b>Chair's Report</b></p> <p>GDL noted that there was an agreed Annual Plan and a known level of investment: now, SF needed to develop a budget that identified sources of income, financial commitments, then the financial impact of what we as a Board elected to do (eg propose and agree a level of funding for participation in Commonwealth Fencing Championships (CFCs) and Challenge Wratislavia, also budget for running the Scottish Open and holding any squad activities).</p> <p>The Board needed to outline the requirement for officials for the CFCs; for the Scottish Open we need to do similarly, especially if we wished to attract a stronger entry. If the schools' quadrangular match were to happen, SF would need to budget for costs for a Team Manager, welfare officer and coach. It may be that we could not address all elements of our Development Plan in year, or we may have to address some in less depth than we would wish. The need for funding to support talent-development activities was likely to be greater than for a typical year: we needed to prioritise our Plan, allocate available funds to the priorities and monitor accordingly.</p> <p>The Board needed to maintain a strategic focus. As, due to the high level of activity, it was anticipated that the coming year would see expenditure exceed income, how we could address this imbalance in future years had to be considered, in order to decide how much of an overspend compared to this year's income we would accept. This would determine our risk appetite, including how much of our reserves we wished to use; in turn, this would influence the Strategy being developed, as the financial element would influence the realism of what we intended to do.</p> <p>If the Board agreed a budget successfully, it would release individuals to plan, given the parameters within which to work. We would be prepared to plan and to respond to unforeseen events much better than of late.</p> <p>The Chair intended to lead work on this with the aim of agreeing a working budget for 2018-19 at the April 2018 Board Meeting.</p> <p>SA noted that there was potential to fund the CEO post for the following year and it was agreed that this needs to be considered and also if there is the risk appetite to do it.</p> <p>RM had prepared a good draft of the programme of development activities and this element of the budget process was probably further advanced than the rest; a decision would have to be taken on what activities were planned for the coming year and what SF could commit to from funding other than sportscotland's investment. It was agreed that budgets should be published to let people know what SF was working with and let team staff understand the impact.</p> <p>SA noted that SF should consider generating money itself this year and that consideration should be given to what results the development grant made this year. Consideration should also be given to how much SF wanted to change the focus of the coaching programme.</p> <p>RM agreed to compile statistics on the impact of Development Grants over the last two years. It was noted that for every £75 spent SF got a new member. VB noted that there were a lot of parameters around this figure with other residual benefits.</p> <p>GDL agreed to pull together a list of activities which would influence the Development investment and circulate these to the Board.</p> | <p><b>RM</b></p> |
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SA requested confirmation that SF would be working towards a 6-year strategy and this was confirmed with Year 2 being the current year, detailed work required for Years 3 and 4 and a clear direction of travel identified for the following four years.

**GDL**

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| <p><b>5</b></p> | <p><b>Priority Areas</b></p> <p>Strategy Sub-Group Report and Discussion</p> <p>VB circulated draft Strategy document and the Strategy Terms of Reference (copy on file) and sought the views of the Board. GDL noted that it provided good headlines for debate. There was a discussion around the number of coaches with the volume of coaching agreed to better indicator.</p> <p>HK felt that active functioning clubs were more important than the number of members as, if there were strong clubs, the membership numbers would follow. There were 200 volunteers included in the statistics.</p> <p>RM explained that the figure of performance fencers was taken from anyone in the top 20 for performance fencers and this came out at 45.</p> <p>HK asked what the planning assumptions were that the Sections would go live as these would determine how volunteers were mobilised across SF. He felt that sections should include not only geographical areas but also higher education, schools, veterans. He felt that the development of functioning sections should be an objective and not an assumption.</p> <p>SA felt that SF should not underestimate how it could mobilise volunteers and should find the most effective operating model for the mobilisation of volunteers. GDL explained that volunteers could not be pigeon-holed but that work would be done to understand SF's volunteer base.</p> <p>SA noted that the strategic plan was a good place to start. VB reported that sportscotland have offered a facilitated strategic planning session and it was agreed that it would be good to get the Board in a room to discuss strategy; it would also be beneficial to draw on other sports who have gone through a similar process.</p> <p>It was agreed that the Strategy Sub-Group would continue, and that VB would find a date for an appropriate facilitated strategic planning session with sportscotland.</p> | <p><b>VB</b></p>                  |
| <p><b>6</b></p> | <p><b>Record of Decisions made Outside a Board Meeting</b></p> <p>TM/WO Interviews</p> <p>HK reported that four interviews had taken place on Tuesday, 13th March, three of which were recorded. The Interview panel consisted of VB, HK, RM and SA. It was noted that the scoring was still being done, but that it would be possible to appoint from the candidates interviewed. It was hoped that this decision could be made on Friday, 16th March.</p> <p>It was agreed that the recording of candidates worked well, and that VB would check that the letters which were interviewed to ensure that they knew they were being recorded.</p> <p>The lead coach interviews were yet to take place, there were two candidates and it was agreed that they would be done on the same day. VB agreed to action the confirmation of the date of the interviews for the lead coach.</p>   | <p><b>VB</b></p> <p><b>VB</b></p> |

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| 7 | <p><b>Chief Operating Officer’s Report</b></p> <p>VB circulated the Flash Report, with the monthly summary noted as:</p> <ul style="list-style-type: none"> <li>• Investment process 18-19 complete.</li> <li>• TM/WO interviews Tuesday 13 via GoToMeeting.</li> <li>• Membership currently 955 (Monday 12th).</li> <li>• Strategy Sub-group deployed – first session Friday 9th PM.</li> <li>• AGM completed— verbal feedback received was positive.</li> <li>• CDM interviews scheduled for Friday 16th.</li> <li>• Initial proposal received from Jennifer Sancroft to take ownership of refereeing (similar concept to Phil Carson and coach development role).</li> <li>• 42/77 Coaches on BF register – 54.5%</li> <li>• Office now cleared and majority of items in storage at WFFC.</li> <li>• Pentathlon now launched Fife Hub at WFFC – Mike O’Donnell facilitating (SF put WFFC and Pentathlon together).</li> <li>• Office connectivity updated – mobile broadband as opposed to Copper ADSL.</li> </ul> <p>Points which arose:</p> <p>VB reported that 30 March would be Alex Pearson’s last day, and there may be a gap to two to three weeks before the new CDM was appointed.</p> <p>The main priorities over the next few months would be to ensure that SF was compliant with the new GDPR legislation (one of sportscotland’s targets). VB noted that SF was sharing good practice.</p> <p>The other priority was to ensure the completion of the Safeguarding Audit, which had to be returned by 23rd March. There was potential to work with other governing bodies to part fund a Child Protection resource; SA noted that she did not understand why there was the need to fund this and it was agreed that VB and RM would discuss this further.</p> <p>VB reported that Pam would be at the April Board meeting and if there were any questions for her they should be sent to VB in advance.</p> <p>The Staff holiday year end had changed to the end of March.</p> <p>GDL asked why there was a reluctance coaches to register with BF? VB noted that this was due to apathy and coaches didn’t see how being on this register helped them.</p> | <p><b>VB/RM</b></p> <p><b>VB/SA</b></p> <p><b>All</b></p> |
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| 8 | <p><b>Submitted Papers</b></p> <p>1. <b>Sections Proposal</b> The Chair submitted a paper on Section Review. It was proposed that this would form a small part of the CDM role and that it aligned to stated aims in the Annual Plan. SA noted that she recognised that it had been a busy month for VB and that the level of work was appreciated. She thought that getting the sections up and running would be a massive change. If the CDM could get the clubs to communicate with each other that would be a good first step, and she agreed that it would be part of the role. She felt it was important that a person in each of the sections who would be the focal point.</p> <p>HK noted that he felt that implied sections was a good idea and would be a task of the CDM once appointed. He felt that it was important that SF thought about and defined the relationship between the Sections and SF Board as there was a governance element to this. HK agreed to take an action to look at this relationship.</p> <p>SA noted the importance of telling members about what the plan was and state what the objectives were.</p> <p>The Board agreed progress with the development of Sections as outlined in the Report and the COO would task the CDM accordingly.</p> <p>2. <b>Patch Design</b> The Chair submitted a paper on the proposal for the design of a Scotland “patch”. It was agreed that the patch would be the dark blue pennant and manufactured so that it could sit over the GB patch. SA suggested that it should be in the form of a rectangle. It was agreed that GDL and VB would work on a design proposal and come back to the Board for final clarity. It was agreed that the design would include the trigraph “SCO”.</p> <p>3. <b>Changes to Pensions Regulation</b> VB submitted a paper on changes to pensions legislation. Due to a conflict of interest, VB took no part in the discussion. It was noted that the Finance Director would be best placed to provide guidance to the Board; however, as legislation dictates that there should be a 3% contribution from employers, this Board approved this increase. It was agreed that the Finance Director and SA would discuss further to see what other governing bodies were doing and see if there was scope to increase the contribution further.</p> | <p><b>GDL/VB</b></p> <p><b>DC/SA</b></p> |
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| <p>9</p> | <p><b>AOB</b></p> <ol style="list-style-type: none"> <li>1. <b>Challenge Wratistavia</b> RM noted that he was hoping to encourage more athletes to travel with the team. However, if the costs per individual were reduced and more fencers travelled, this would mean a bigger support staff. It was noted that there should be two years' worth of data on the costs and this would allow SF to make projections. It was agreed that LA would be asked to produce comparative figures for 2016 and 2017 for Challenge Wratistavia.</li> <li>2. <b>Fencing and Autism</b> RM noted that the training required was relatively expensive. It was agreed that, as the pilot project was in the business plan, it would be run for one year, with the intent to extend it in subsequent years. It was noted that, if work was done with schools, cost savings could be made and it was agreed that VB and RM would discuss this further.</li> <li>3. <b>Foundation for Scottish Fencing (F4SF)</b> RM noted the importance of producing a coherent set of parameters for the relationship. It was agreed that there should be a broad-brush development of lines in the budget which would be managed carefully. The Relationship with F4SF would be addressed within the governance work.</li> <li>4. <b>SportsAid Scotland</b> HK reported that six athletes had been nominated for a SportsAid Scotland Grant with all six being successful. Five athletes would receive £600 and one athlete would receive £700. SportsAid Scotland would make a formal announcement on 16th March and SF would promote through their social media channels.</li> <li>5. <b>Director</b> SA noted that SF could appoint an Additional Director to address diversity, which would be separate from the two Independent Directors. SA agreed to look at this and report back to the next meeting.</li> <li>6. <b>Performance</b> SA noted at the Strategy meeting that there should be a group to take forward Performance and VB agreed to action. She also noted that it would be difficult for the Calendar Group to meet until the Performance Group had met. However, it was noted that some work could be started on the calendar working with what was already known.</li> <li>7. <b>Commonwealth and Junior CFC</b> VB reported that he has still to input to the report and as soon as this is done it will be circulated.</li> </ol> | <p><b>LA</b></p> <p><b>VB/RM</b></p> <p><b>RM/HK</b></p> <p><b>VB</b></p> <p><b>SA</b></p> <p><b>VB</b></p> <p><b>VB</b></p> |
|          | <p><b>Calendar</b></p> <ol style="list-style-type: none"> <li>1. <a href="#">Board Meetings</a></li> </ol> <p>Next Board meeting:</p> <ul style="list-style-type: none"> <li>• 18 April 2018</li> </ul>   | <p><b>VB</b></p>   |