

Board Meeting – Approved minutes

4pm, Thurs 15th May 2025 – The Granary and online via Zoom

Directors: Anne Butler (President); Alistair Todd (Vice Chair); Ilona Turnbull; Fiona Bennett; Andrew Tait; Stephen Johnson; Andrew Walker; Pete Crane; Brendan Hughes, Hugo Allan,

CEO & Company Secretary: Stuart Younie.

Observers: Derek O'Riordan (sportsotland); Fiona Kerr

1.0 Welcome and Apologies

- Present: (In person): SY, AB, ATodd, SJ, HA (Online): D'OR, PC, IT
- Apologies: ATait, FB, AW

2.0 Declaration of Interests

To be updated annually; SY to circulate new forms.

3.0 Draft Minutes of the Full Board meeting of 13th February 2025

With a minor amendment to attendance the minutes were approved

4.0 Actions and matters arising not tabled elsewhere in the agenda.

- Fire doors – AT reminded the meeting that the current doors are not compliant, one door easily replaced, but the other is more complicated due to being listed building. But there are other exits so AT will organise an inspection to obtain if that is sufficient.

ACTION – AT to progress

5.0 Call for AOCB

- Staff pay award to add at 7.2
- Additional update regarding PVG legislation at 9.3.2

6.0 CEO & Operational report

- Staffing: Charmaine Duthie has started and is settling in well and getting up to speed. Probationary review complete for Megan Murray who is also settling in well to the team. Thanks to AT and PC for help in recruiting Catriona Davies who starts in June.
- Mountain Training review – neither BMC or MScot been invited to discussions. SS have made some funding available to support an external person to support the review but details TBC.
- Winter meet was a huge success despite conditions and thanks to all involved.
- SY and DB recently attended Labour party conference, and it was proposed to also share a stand at SNP conference with Ramblers to promote shared objectives. Will cost £1500 each.
- The CEO forum executive group are working on a campaign to highlight the failure of current administration to fulfil the manifesto promise of doubling sports funding.

- In DB absence, SY has submitted two planning objections to the Fearn Pumped storage scheme and the Highland Windfarm in the Monadhliath Mountains.
- SY noted he is going to consult with the team and look at making the operational report more accessible and welcomed feedback from directors.

7.0 Finance Report

7.1 Financial Report Q4 2024/25

FK ran through the Q4 and year end position and summarised that the full year surplus currently showing at £24k which is £73k better than the budget for the year (and a £21k increase on the previous year). Reduced salary costs account for £45k of the budget variance with additional significant factors being increased membership income and ClimbScotland competition income. However, at this stage there are still a few factors to be confirmed which may affect the final position.

Regarding accumulated IT accruals- HA confirmed that in Scots Law debts prescribe after 5 years so it had been agreed by the FAG that accruals older than that could be written off.

ACTION - SY will inform Image Scotland and the accruals older than 5 years will be reversed in year-end accounts

7.1.1 sportscotland investment 2025-29

Investment approved and first payment received.

7.1.2 Annual staff increase award (FK and SY left the room)

The proposed 3% as included in the budget was approved. This confirmed final approval of the 25-26 budget.

8.0 Governance

8.1 Strategy 2025-29 – Final Version

SY had shared the final version of the strategy. Positive feedback was received and AB thanked everyone involved.

8.2 Review of Articles

As previously agreed work is ongoing to formally split the President and Chair roles and also add an additional director position. Harper Macloed are assisting with amending the articles and an EGM is planned for formal approval of the changes.

8.3 Membership Strategy

SY had circulated the draft strategy and approval in principle is sought as a working document for the team with full approval when AW returns.

All present gave full approval.

8.4 Policies and Procedures Review Schedule status report

SY wished to note 3 points:

- IT and Cyber security policy has been drafted and hopefully BH can assist.
- Policies schedule and the policies needs streamlined to make them more manageable

- HR policies and procedures need reviewed including contracts, company manual, pay grades and salaries. SY questioned if board were happy to source external support and this was approved.

ACTION: SY and AB to seek external consultants to support an HR review and IT and HA to assist or provide possible contacts

9.0 Standing Agenda Items

9.1 Risk Register

Updates include: removal of COVID risk, cyber security upgrades, and inclusion of vulnerable adults in safeguarding.

AT – highlighted the current cyber issues in large companies and queried staff training and also GDPR. SY confirmed that all staff complete cyber training as part of insurance requirements but there is no GDPR training.

HA suggested that membership records should also be backed up in case the database held with the current provider is compromised. This should be addressed in any new IT and cyber security policy.

ACTION: AT to speak to BH about basic GDPR training or ask SS or HG

Proposal to rename group to Finance and Risk Advisory Group (FRAG).

ACTION: Move Risk Register to FAG for next meeting

9.2 Health & Safety

9.2.1 Incidents and near misses

SY informed of a fatal accident of a club member who had attended the winter climbing meet. Insurers had been notified.

9.3 Child Wellbeing

9.3.1 SY provided a brief summary of the investigation and subsequent complaints which have been received. The level of staff time and resourcing to deal with this issue as noted.

9.3.2 Directors PVG Registration

A session took place recently with a representative from Volunteer Scotland around PVG changes for clubs.

All directors will also require PVGs due to being in a position of influence and SY will circulate the forms.

ACTION: SY / JS to progress the registration of all Directors on the PVG scheme

AOB

- SY gave an update regarding the Case Management support service- in order to access it a data sharing agreement was needed and is now drafted. An IT and Cyber security policy is also required under this agreement.
- DO'R highlighted the GDPR requirements and gave a reminder to be mindful of what data is shared.
- AB gave thanks to all staff and SY and to DO'R for support.

10.0 Future meetings 2025

- 7th Aug FAG
- 14th Aug Board
- 30th Oct FAG
- 6th Nov Board
- 29th Nov AGM
- 11th Dec Board & Staff Christmas social

Draft issued 01/08/25

Approved 14/08/25

