

Minutes of the Meeting of Directors of the Scottish Orienteering Association, held on, 13th January, 2018 in AK Bell Library, Perth.

Present: Roger Scrutton(RS) - Chair, David Henderson(DH), Richard Oxlade(RO), Pamela Carvell(PC), Anne Hickling(AH), Fiona Keir(FK) - COO, Marsela McLeod(MM), Claire Macpherson(CMac), Pauline McAdam(PM) - minutes.

1. Welcome and Apologies for absence

Apologies from: Ross McLennan(RM), Dave Kershaw(DK), Terry O'Brien(TOB), Jane Scott(sportscotland) RS introduced the new COO, Fiona Keir to Board members and welcomed her to her first Board meeting.

2. Register of Interests & Key Dates

A paper copy of the register of interest was passed round for members to check, update and sign.

Key Dates document was checked. The date of the next meeting is shown as 17th March. This was the only event-free Saturday in late March but now clashes with a Junior coaching event that RS and MM have agreed to attend. PM will try to book accommodation for the 24th March. **Action 1**

3. Minutes of meeting on 30th September, 2017

a. matters arising and audit action sheet

Anything relevant was covered in Directors' reports.

b. PC pointed out that she had raised the General Data Protection Regulation (GDPR) at the previous meeting but this had not been minuted. PM apologised for failing to minute the reference to GDPR but the acoustics of the room had made it very difficult to hear everything that was said. Otherwise the minutes of previous meeting were approved.

PC also pointed out that the version of the minutes from 17/6/2017 on the website did not include her apology as she had requested. PM said that these minutes had been corrected and a request sent to Stef Lauer to have the corrected version put on the website.

A discussion on using Dropbox to store Board papers followed. **Action 2**

4. Chief Operating Officers Report (FK)

The Board discussed the paper submitted by Hilary Quick on the Volunteer Weekend. The Board felt that there were a number of issues that needed further explanation:

- reasons why the numbers attending have fallen off: cost? location?
- the budget
- Is the weekend a reward or is it education? If the former then participants shouldn't be charged, if the latter then it should be listed as a course and a charge could be made. **Action 3**

The request for a laptop from Colin Matheson is not Board business. The need for a National Centre budget was recognised. **Action 4**

Sarah Hobbs raised concerns that the company delivering the new website can no longer be contacted. **Action 5**

The number of SOA +club members continues to rise and is now around 170. This success means further insurance is needed.

Following on from a suggestion at the previous Board meeting, the Board discussed the appointment of Sarah Hobbs from Admin Assistant to a new post of SOA Membership and Communications Officer.

As Sarah has been managing the roll out of the SOA+club membership, this new post reflects more closely the demands on her time. RS stated that the work done by Sarah has been much appreciated. The Board agreed the terms and that Sarah be offered the post. She will now work for 3 days per week. **Action 6**

Concerns about IT and a further reminder from PC about the importance of being prepared for the introduction of GDPR prompted FK to request staff IT support.

Action 7

It was also recognised that the COO job description will need to be revised to integrate with areas covered by the new Membership&Comms post: SOA website and social media.

GDPR, the Annual Plan and Safeguarding Children would all be part of the COO remit.

Action 8

With respect to GDPR the need for a privacy statement is a priority.

Action 9

FK reminded the Board that Stef Lauer had requested that an overview of Child Protection be included in the remit of a new director to be appointed at the AGM in May.

Action 10

FK stated that in future reports to the Board from staff will reflect the Annual Plan.

5. Directors reports

a. President (RS)

Following Stef Lauer's resignation as COO, October, November and December were busy months with several meetings, some occasioned by Stef's resignation. The COO post was advertised. Interviews were on 14th December and Fiona was appointed.

Prior to this Board meeting a paper from the working group looking at the BO-SOA relationship was circulated. The conclusion was that the current situation is the best option for now and could evolve into a Service Level Agreement. The Board agreed that RS should inform sportscotland of this.

Action 11

A brief discussion on the future composition of the Board followed. Several Directors will be rotating off the Board at the AGM in May 2018. Without necessarily changing the number of directors, the areas identified as priorities for skills were: communications, equality and diversity, IT, HR, legal and operations. No decision was made on whether further Independent Directors would be desirable.

Action 12

b. Marketing & Communications (RM)

Board were updated on Score, Facebook and Twitter. The current situation with the website was discussed under 4. It was noted that there had been multiple delays caused by a lack of response from the developer. The situation is being urgently reviewed by Sarah Hobbs.

c. Development (AH)

- We are pleased to welcome Sarah Dunn who started as RDO North on 1st December.
- £3000 development funds were awarded to 4 clubs and one area junior squad.
- Anne attended BO Development Steering Group in October. Strong focus on youth recruitment and retention. Following up by keeping in contact with Phil Conway's work in this area in England. BO Development Conference planned for 2018.
- In discussion with Hilary Quick regarding future of the Volunteers weekend.
- Considering options for use of Orienteering Foundation funds ring-fenced for Scottish projects to support the 'developing orienteer'.

Board members were encouraged to submit nominations for the BO Volunteer Awards, closing date is 16th February.

There was a discussion around Focus clubs and RDO's. AH requested notes from meetings with Jane Scott at which these were discussed.

Action 13

d. Finance (DH)

Bank Mandate still not changed despite 3 attempts. Now have a named contact and hopefully the new forms can be signed at the next Board meeting.

The accounts handover remains problematic.

Action 14

The Board approved a request to explore moving the accounts to a cloud basing accounting system.

Action 15

Planning to budget for a sportscotland investment of £57k in 2018. The Budget is to be revisited at the next Board meeting to integrate with Annual Plan.

e. Operations (TOB)

A Controller is still being sought for the Scottish Championships.

Action 16

The Board reviewed the decision to remove the Scottish Score Championships from the calendar after 2018, following the vote at the 2017 AGM and found it adequate. A proposal to reverse this decision could be put forward at the 2018 AGM. As it is, RR have agreed to hold the final event at Elibank in 2018.

Mark Nixon was asked to conduct a review of competitions proposed by the previous Operations Director but has been proving difficult to contact.

f. Partnership (CMac)

Board received a breakdown of how the £3,338.75 claimed in Gift Aid in 2017 was distributed.

PM volunteered to look at taking over the Gift Aid checks for 2018.

g. Performance (MM)

Board members congratulated the 9 seniors and 11 juniors selected for the respective British Squads.

- Attended meeting of BO Talent and Performance Committee
- Junior Open Coaching weekend on 17/18th March in Deeside now full. 24 places for non ScotJOS juniors. Led by Suzanne Robins-Bird.
- SEDS squad selected. Good calendar of training planned.
- Progress made on allocation of an organising club for the Jamie Stevenson Trophy

h. Strategy (RO)

Board members agreed with the suggestion that there be an SOA Board presence at major events. RO stated that he planned to do this at the Edinburgh Big Weekend (19th-21st January). Other Board members attending the event offered to help. A draft questionnaire which might be used to canvas members views was distributed and Board members were invited to complete it. It was suggested that the final questionnaire go on-line. 28th April has been identified as a provisional date for a workshop/club conference.

6. Major Events Update

The only event discussed was the WOC Sprints, 2022. At present there is no SOA involvement in the bid process but that could develop. Deadline for bids is 31st March, 2018 and the cost of the bid will be covered by Event Scotland. The 6-Day has been invited to run the event. They are interested but not yet committed. It is proposed that the event be held in Edinburgh in early July. RS has been investigating the feasibility of the bid with Stuart Turner and Craig Cunningham (Event Scotland), David Wardrop (City of Edinburgh), Bob Dredge (BO) and SOA Event Manager, Colin Matheson.

7. Risk Register (RS)

This has been neglected and needs to be restructured with risks and mitigations linked to the Annual Plan. PC suggested that a reference number be given to each point enabling it to be cross-referenced with the Annual Plan and the Board meeting Action list and that each point be assigned to the relevant Director and becomes part of the Board reporting process. A model that demonstrates good structure is needed.

Action 17

8. sportscotland Investment Application and Target Tracker (RS)

Jane Scott, FK and RS completed this. It was agreed that it should be noted that the membership figures in the Progress Tracker are based on 2015. It will be reviewed by sportscotland this month.

9. Annual Plan 2018(RO)

There was not much time available for discussion about the recommended principles outlined for the Annual Plan. They were generally well accepted and it was agreed that they be used to move things forward and that FK take ownership as soon as possible. The aim is to have the 2018 Plan and the 2018 budget finalised and approved at the March Board meeting.

10. Proposed Best Practice Workshop

PC and RO had attended a SSA Best Practice Workshop and presented some slides following on from that and highlighting areas where SOA might improve its governance practices. PC asked PM to distribute a sportscotland document: "SGB Governance and Framework" to Board members along with the minutes. There was some discussion around the proposals and the following were agreed:

- Board members should only be co-opted if the position has been widely advertised and no suitable applicant found.
 - Reports for Board meetings to be circulated 1 week before the meeting.
 - Maximum term of office on the Board - 2x3 years. No return within 4 years.
 - Exit interviews to be offered but not compulsory.
 - The roles of Chair and President were clarified and it was agreed that a Chair and President to be appointed at the 2018 AGM.
 - It was agreed that the process for recruitment of new board directors, the Chair and President should start immediately.
- Action 18**

11. Report from 6-Days Co (DK)

This report was circulated prior to the meeting.

12. AOB

A request from FK for money for staff kit was approved.

New Actions from meeting

No	Item	Action	By	Due Date
1	2	Determine if possible to book meeting room at library for 24 th March and move Board meeting to that date on key dates.	PM	ASAP
2	3	Explore options (e.g. Dropbox) to store Board papers	FK	24/3/18
3	4	Feedback to Hilary Quick details of Board discussion on Volunteer Weekend	AH	24/3/18
4	4	Discuss with staff at National Centre and create NatCen budget	DH	24/3/18
5	4	Contact Harper McLeod for legal advice on how to progress with Rock Solid	FK	ASAP
6	4	Inform Sarah Hodge of the Boards offer of new post and terms of employment	FK	ASAP
7	4	Check if IT support is among services offered by Scottish Sports Association(SSA)	FK	24/3/18
8	4	Change COO job description to include GDPR, website and social media	RS	24/3/18
9	4	Produce an SOA Privacy statement as a first step to prepare for GDPR	FK	ASAP
10	4	Draw up new Skills Matrix for future Board members	RS &FK	24/3/18
11	5a	Inform sportscotland that at present the status quo with BO is the best option for SOA	RS	24/3/18
12	5a	Liaise on preparing a recruitment strategy for new Directors, President and Chair to be appointed at 2018 AGM	RS&FK	24/3/18
13	5c	Provide AH with notes from meetings with Jane Scott around Focus Clubs and RDOs	RS	24/3/18
14	5d	Obtain accounts still with previous Treasurer	DH	24/3/18
15	5d	Explore options for moving accounts to cloud-based accounting system and present to Board	DH	24/3/18
16	5e	Phone Rob Hickling to discuss possible Controllers for SOC	TOB	ASAP
17	7	Identify a good structure for the Risk Register, discuss with PC	RS	24/3/18
18	10	Check whether the Governance proposals listed require changes to SOA Articles and Bye-Laws and if needed initiate process for any changes at 2018 AGM	CM	24/3/18