



SCOTTISH FENCING LTD

Meeting of the BOARD of DIRECTORS of SCOTTISH FENCING LIMITED
12 FEBRUARY 2020 at CALEDONIA HOUSE, EDINBURGH

Present	George Liston	President (GDL)
	Sheila Anderson	Director of Operations (SA)
	Ross Morrison	Director of Safeguarding (RM)
	Martyn Foley	Director of Events (MF)
	Hugh Kernohan	Director of Governance (HK) – by Conference Call
	Gail Prince	Independent Director, Strategy (GP)
	Paul Vaughan	Director of Talent and Performance (PV)
	Morven Shaw	Commercial Director (MS) – by Conference Call
	Adam Szymoszowskyj	Director of Development (AS)
David Carson	Finance Director (DC)	

In Attendance	Vincent Bryson	Chief Executive Officer (VB)
	Barry Cook	Partnership Manager, sportscotland (BC)
	Jacqui Dunlop	Minute Taker

	Item	Action
1	<p>Introduction</p> <p>1. <u>Welcome and Apologies for Absence.</u></p> <p>The Chair welcomed everyone to the meeting.</p> <p>2. <u>Declaration of conflicts of interest</u></p> <p>There were no new conflicts of interested declared.</p>	
2	<p>Minutes of Previous Meeting and Matters Arising</p> <p>3.1 <u>Review of Minutes of 20 November 2019</u></p> <p>It was unanimously agreed that the minutes of the meeting of 20 November 2019 were a true record.</p> <p>3.2. <u>Matters Arising from Minutes of 20 November 2019 but not on the Agenda</u></p> <p>There were no matters arising from the minutes of 20 November 2019.</p>	
4	<p><u>Chair's Update</u></p> <p>GDL reported that work had been carried out by the Chair on the Finances and the Board Away Day scheduled for March.</p>	
5	<p>Priority Areas</p> <p>Safeguarding Update – RM and VB provided a Safeguarding update.</p>	

2020-2021 Budget

DC noted strong concerns about the financial position of Scottish Fencing (SF). He cited two problems: one a short-term problem, where the cash flow forecast to year end 31 March 2020 projected a cash balance of somewhere between £12-14K; the second instalment of the sportscotland investment was due in 2020/21 and if there were any delay to this payment this could result in a delay in the payment of salaries. The medium-term problem was the continuing use of reserves which was unsustainable. If this continued at the same pace, there was a chance that cash would run out as soon as December.

There was a tele-conference of the Finance Subgroup (DC, GDL and VB) to discuss cash flow forecasts, ahead of the Board meeting and the undernoted actions were proposed:

Short term:

Conduct a critical review of current expenditure to defer any spend possible into 2020/21 beyond the receipt of the next investment instalment from sportscotland. This included the planned Forte spend, development and office spending.

Implement the sharing of office space to reduce costs.

VB to look into when the next tranche of investment from sportscotland was likely to be received.

LA would scrutinize all upcoming expenditure on the basis of necessity or, if vital, ascertain whether payment could be delayed, with final decisions being taken by the Finance Subgroup.

LA would provide a monthly detailed cashflow report and DC would report progress to the Board. The aim was to have £20,000 to carry forward into 2020/21 as a buffer.

Longer term:

Directors to explore other sources of income.

Expenditure on chargeable activities not to exceed income. If breaking even was not guaranteed, then the event would be cancelled.

All income-generating activities to stipulate deadline for receipt of fees ahead of the date of the activity.

No inflation uplift for payroll.

DC to review accountant costs and reduce.

Review Microsoft costs; consider possible Google-Suite replacement.

No upgrade to staff computers or smartphones.

Continue cashflow monitoring with initial quarterly meetings of Finance Sub-Group with subsequent reports to the Board. At the half year (September) the Board will meet to agree further actions depending on the status of the cash flow.

	<p>For the 2021/22 investment cycle Scottish Fencing would enter early discussions with sportscotland for increased investment.</p> <p>GDL noted the DC's figures had been based upon an expenditure forecast and the projections may change. VB confirmed that two geographical areas of the Forte project were not in a position to take full payment currently so this could be deferred. It is hoped that by the year end with the necessary actions that the figure could be £19,000. Work is being carried out on the necessary spend. AS, BCremin, LA and VB are working on the Development Budget and will meet fortnightly and will escalate any issues to DC. VB noted that the message regarding income generation is loud and clear and the Board agreed that this is critical. GDL noted that the organization is still in a much stronger position that it was two years ago and has achieved a reasonable amount. VB confirmed that all the sportscotland targets, apart from membership, had been achieved.</p> <p>It was agreed that there would be no Club Grants this year, that for areas such as the Pathways Squad there may be an increased cost to participants. MF asked if some existing contracts, such as storage, could be negotiated and VB confirmed that this would be looked at. AS noted that suggestions such as moving Board meetings to virtual meetings and a behavioral change within the organisation was required.</p> <p>BC updated the Board on the investment process as it had changed slightly. All investment applications are now in and are being reviewed internally. Scottish Fencing will go to the investment panel scheduled for 26 March. The investment letter should follow in early April and then requires to be signed and returned ahead of payment. There may be an issue if something comes out off the Panel Meeting as the next Panel would not be until mid-April.</p> <p>GDL asked if any delay in the Scottish Government budget would affect the payments and BC noted that they have already had the update from the Scottish Government, so no delay is expected. There will be a discussion of finances at the sportscotland Board meeting on 26 February.</p> <p>PV noted that the reserves policy should be enough to cover 3 months running costs. DC confirmed that until recently there was more in the reserves which would have covered 3 months running costs. SA felt that £25,000 was required to ensure that there was 3 months running costs and VB explained that LA will be looking to have a revenue target for competitions and it was agreed that SA, VB and LA would have a discussion about this.</p> <p>It was agreed that sponsorship opportunities should be looked at and that the Pathway Squad may attract sponsorship and it was agreed that PV, BCremin and VB would have a discussion on this.</p> <p>GDL note that it was important that competitions were publicized early and that the Youth Home Nations may have an opportunity for income generation.</p> <p>MS agreed to form a Commercial Sub-Committee to look at income generation and AS agreed to be on the Committee. It was agreed that Board members would contact MS by Monday, 17 January if they wished to be on the sub-committee.</p>	<p>SA/VB/LA</p> <p>PV/BC/VB</p> <p>All</p>
6.	<p>sportscotland Update</p> <p>BC reported that GDL and VB had been invited to the UK Anti-Doping meeting taking place at Hampden on 4 March. VB noted that SF had provided input to the original study.</p>	

	<p>A training opportunity was being offered on how to access sportscotland's data applications, and this would include access to the Active Schools statistics. VB confirmed that he would be attending the training session.</p> <p>sportscotland's Young Persons' Panel was recruiting, with applications open for 14-23-year olds, closing on 24 February. Sportscotland would be grateful if governing bodies could publicised this through social-media channels.</p> <p>BC would be attending a Project Forte learning event.</p>	
7.	<p>Record of Decisions Made Outside a Board Meeting</p> <p>There were no decisions to record.</p>	
8.	<p>CEO's Report</p> <p>VB submitted a flash report. The two-month summary was noted as:</p> <ul style="list-style-type: none"> • Equalities submission completed. • Investment application submitted. • Draft 2020-2021 budget proposed. • Scottish Open delivered. • AGM completed November 30th 2019. • Annual report issued. • Home Nations completed. • Membership number 898. • Resolution of some IT migration issues with new website. • Performance principles session completed with PD @ Scottish Gymnastics. <p>It was agreed that there would be a deeper presentation of the membership figures at the Board Away Day on 15 March. The 3-month membership was still affecting the membership numbers. AS sought clarification from BC on "reach" figures and whether SF could demonstrate those who were taking part in fencing in Scotland but were not part of the core membership. BC noted that the Scottish Government had a clear definition of these figures and that reach was harder to record. It was noted that there were regular participants who engaged with the sport such as Active Schools and AS noted it would be useful to record these to see who transitioned to core memberships. It was agreed that this could be a potential topic for discussion at the Away Day. VB agreed to produce a paper on Membership ahead of the Away Day on 15 March.</p> <p>SA noted that she felt it was important that SF concentrated on increasing membership.</p> <p>Youth Five Nations Standard Operating Procedure (SOP): SA produced draft SOP for the Youth Five Nations and PV agreed finalise the document.</p> <p>SA noted that it was important that SF understood the cost implications of hosting the Youth Five Nations. Consideration should be given to whether it was sustainable, how it fitted into SF's strategy and what the implications were for SF if it could not organise hosting the event. It was noted that there had been a lack of conversation with the other Home Nations regarding the organisation of events. It was agreed that PV, AS and VB would discuss the competition and formalise where it fitted within the SF Strategy.</p>	<p>PV</p> <p>PV/AS/VB</p>

	<p>VB noted that Commonwealth Games Scotland offered £5,000 investment for governing bodies attending Commonwealth Championships.</p> <p>It was noted that Scotland would be responsible for hosting the Senior Five Nations' Match in 2021 and the Youth Five Nations' Match in 2022, with 2023 being the Centenary of SF.</p> <p><u>Website</u> – VB noted that the website was almost at the position where it could go live.</p> <p><u>Board Away Day</u> – this would take place on 15 March from 10.00 – 5.00 pm at Caledonia House Edinburgh. It was agreed that all Board members and staff would be involved. SA had issued a paper and it was agreed that the 6 topics could be covered:</p> <ul style="list-style-type: none"> • Relation with British Fencing • West Region Development Strategy • Structure Review • Volunteers • Junior Commonwealths • Increasing Membership <p>GP confirmed that she would be happy to Lead the day and would also lead the Volunteer Section with support from PV. GP noted that it would be useful to have papers on each of the subjects issued ahead of the day and will issue a timeline for when papers should be distributed.</p>	GP
9.	<p>Submitted Papers and Areas for Discussion</p> <p>Future Relationship with British Fencing – RM issued a paper and it was agreed that it would form part of the Away Day.</p> <p>Feedback on Scottish Open – views of Directors had been compiled and circulated. It was agreed that those who had yet to submit feedback could still do so and this would feed into the wider discussion for the 2020 event. It was agreed that the 2020 Scottish Open would go ahead and that advertising for this would be issued as soon as possible.</p>	
9.	<p>Calendar</p> <p>The dates of future Board meetings and the format they would take would be agreed at the Board Away Day on 15 March 2020.</p>	