

BOARD OF TRUSTEES

Minutes of a meeting held on Tuesday, 7 June 2022

Present Andrew Burns (Convener), Debbie Adams, James Adams, Jonathan Christie, Fiona Gillespie, Manish Joshi, Adam Lang, Pauline Lunn, Janette Mitchell

Apologies Sean Duffy, Ashley Ryan, Anna Fowlie

In attendance

David McNeill, Tim Hencher

1. Welcome and apologies

The Convener welcomed everyone to the meeting and noted Sean and Ashley's apologies. He also welcomed the Board's two new co-opted trustees, Janette Mitchell and Jonathan Christie to the Board and to their first meeting.

2. Conflicts of interest

None declared.

3. Minutes of the last meeting

- Subject to a spelling correction on page 2, Trustees approved the minute of the meeting on 5 April 2022
- Trustees approved the public version of the minute for publication on the website
- There were no matters arising not covered on the agenda or in the action logs
- Trustees noted the Board Action Log. As part of this, the Board discussed the merits and implications of greater external financial transparency. The Board agreed that no changes were needed at present.

4. Membership update

Trustees welcomed the membership report, noting that membership numbers had increased by 133 since the last report and that SCVO now had 3,055 members. The net annual income increase due to membership growth for this period was £14,194.

David noted that with the annual review of membership now underway, the number of small members may reduce as we discover that some organisations are no longer active.

5. Governance

Andrew Burns thanked Pauline Lunn, James Adam, and Livingston James, the recruitment consultants, for their work in recruiting the two co-opted trustees. The independent chair of the panel had to withdraw due to a change in circumstances, so the Convenor stepped in to replace her. Andrew again welcomed Janette and Jonathan to the Board.

Andrew noted that there had been many good applications and confirmed that skill gaps had been discussed as part of the process.

The Board discussed this year's trustee elections and that SLT would confirm those who are due to stand down from the Board. The Board also discussed succession planning for the 2023 AGM, when Andrew and Adam are required to retire from the Board.

Actions:

SLT to confirm which Trustees are due to stand down at the 2022 AGM.

AF/TH/DM

At the October meeting the Board to discuss succession planning for the role of Convenor.

AF

6. Update from the Strategic Resources Committee

Fiona introduced the papers from the Strategic Resources Committee meeting on 26 May, and **noted** that:

- the meeting had focused on longer term forecasting and how to develop this work
- the new auditors, Cheine & Tait, had been in attendance and discussed the importance of evidencing governance decisions, particularly financial ones
- the Committee had discussed the cost-of-living award for staff. And that a balance between a desire to help staff and affordability had to be found.

Trustees noted the update and agreed that addressing long-term financial pressures would be a priority this year.

7. Staffing Matters

Tim informed the Board that he and David had meet with the Trade Union on 1 June to present the Board's revised cost-of-living offer.

Tim noted that the revised offer had been received well by the Trade Union and that they would put the offer to their members on 9 June.

The Board further discussed the effect of high inflation on staff salaries, particularly those on lower grades, as well as affordability.

Actions

The Board asked to be informed of the outcome of the Trade Union vote when known.

TH

8. Update from the Strategic Development Committee

David introduced the papers from the Strategic Development Committee meeting on 6 June, and **noted** that:

- the Committee had discussed service income targets and the need to provide better growth tracking against targets, as well as margins
- the Committee would deep-dive into the potential to develop and grow Goodmoves at its next meeting
- the Committee was still to discuss large member recruitment but that this would be added to a future SDC agenda.

9. Risk

The Board spent some time discussing possible implications of the Scottish Government's Resource Spending Review. In particular, how Scottish Government funding is distributed and might change, and the possible impact this might have on SCVO and the sector in general. The Board agreed it was too early to be

sure of direction of travel but that this should be kept under review by the Senior Leadership Team.

No new or changed risks were identified in the meeting.

10. AOCB

Andrew asked that next year's calendar of meetings be developed in time for the next Board meeting.

AF

11. Next meetings

The next meeting will be held on Tuesday, 4 October at 1.00 pm in the Mansfield Traquair Centre.