

**DRAFT MINUTES OF A MEETING OF  
THE BOARD OF THE SCOUT ASSOCIATION (TSA) HELD ON 18 MARCH 2017  
AT BADEN POWELL HOUSE**

**Trustees Present:**

Ann Limb (Chair)	Hannah Kentish (UK Youth Commissioner - UKYC)
Gordon Boyd (Treasurer)	Tim Kidd (UK Chief Commissioner - UKCC)
Jack Bullon	John Kennedy
Byron Chatburn (Chair of Operations Committee)	Colin Lammey
Frances Craven	Kieron Moir
Gareth Davies	Ashley Russell
Nicola Gamlen	Lexie Sims
Nigel Hailey	(Chair of SSR Committee)
Stuart Howells (Chair of Risk Committee)	
Matt Hyde (Chief Executive)	
Liz Jack	

**In Attendance:**

Margaret Giles (Governance and Planning Manager)  
David Hamilton (Director of Communications)  
Ross Maloney (Director of Scouting Operations)  
Lisa McDonald (Governance Officer; Minutes)  
Yvonne Smithers (Chief Financial Officer)  
James Stafford (County Commissioner, Derbyshire)

**Trustees Prevented:**

Fi Durrant  
Jane Simpson

**1. Welcome, introductions and Good Governance Code**

The Chair especially welcomed Yvonne Smithers who was attending her first Board meeting since joining TSA as Chief Financial Officer and James Stafford, County Commissioner for Derbyshire, who was attending the meeting as an observer.

Trustees noted one tabled paper:

- Trustees' pre-submitted comments on papers with responses from paper authors. The Chair drew the Board's attention to this paper during the meeting at each point when relevant papers were discussed.

The Chair noted that instead of having six month performance appraisal meetings, she would like trustees to undertake a self-evaluation based on their individual objectives that were set at the beginning of the year. If trustees wish to have a conversation with the Chair they are to contact the Governance Officer to arrange a meeting.

**AP1: All trustees to do a self-evaluation against their individual objectives. Contact Governance Officer, Lisa McDonald, if a meeting needs to be arranged with the Chair.**

The Board was delighted to congratulate Tim Kidd on receiving his Wood Badge.

## **2. Trustees prevented**

As above.

## **3.&4. Declaration of any other business and of any conflicts of interest.**

Following brief discussion the Board **APPROVED**:

- Yvonne Smithers, Chief Financial Officer, as Interim Company Secretary for The Scout Association.

The Chair declared an interest in Item 11 Digital Update and advised the Board that she is joint Honorary Secretary of City & Guilds. It was recorded that she had no involvement in the recruitment of the Chair of the Digital Advisory Group, Alan Crawford, who is Chief Information Officer for City and Guilds.

## **5. Reflection led by Nicola Gamlen**

The meeting opened with a reflection on the positive impact Scouting has on young people.

## **6. Minutes of meeting held on 3 December 2016**

The Board **APPROVED**:

- The Minutes, including the confidential Minutes, and the Chair signed them as an accurate record of the meeting.

## **7. Action Report: status of actions from Board meetings in 2015 and 2016 and completed actions from December 2016 Board meeting.**

The report was taken as read.

AP9: The Director of Communications confirmed that the Council of The Scout Association had been consulted on the extension of Bear Grylls as Chief Scout to 2020. One hundred Council members had responded to the consultation with 4 objections received. The Chief Executive advised trustees that the objections were in relation to diversity and needing to enhance the image of Scouting as an inclusive Movement. Trustees noted that there is now much better diversity within the Scout Ambassador team particularly with more female representation. We therefore confirmed that Bear Grylls' term was to be extended to September 2020.

## **8. Key Performance Indicators – Q3 Update**

The Chief Executive briefly introduced this item, which was otherwise taken as read. Key points included:

- The census figures represented a 1.1% increase in youth membership and a 33% increase in adult volunteers. It was noted that The Scout Association had achieved growth in membership for the 12th consecutive year.
- Trustees noted that Jane Simpson had submitted a number of questions in relation to the high number of safety related serious incidents recorded in Q3, of which the Director of Scouting Operations had responded in full. The Chief Executive advised that the development session at the July 2017 Board will focus on health and safety and an update on progress with developing a longer term plan will be given.
- The Year to Date budgeted outturn was for a loss of £645k. The actual outturn is below that target at just over a million loss £1,037, £389k adverse. However due to a number

of upsides expected before the year end the gap is expected to close in full by the year end.

- In response to a question received concerning line 4 “Scouting will be present and sustainable in 200 most deprived areas of the UK” the Chief Executive explained that the definition of sustainable was the same as that used by the Youth United Foundation (i.e. that it was still running two years later).
- Trustees were delighted to note the increase from 92% to 98% of the work force feeling proud in their roles.

**Agenda item 9 is strictly confidential to Trustees and Senior Leadership Team (SLT) and Minutes are recorded separately in Appendix 1.**

#### **10. Governance Matters**

**Agenda items 10a and 10b are strictly confidential to Trustees and Senior Leadership Team (SLT) and Minutes are recorded separately in Appendix 1.**

##### **10c. Board Committee Terms of Reference**

The paper was taken as read. The Board **APPROVED**:

- Two revisions to the Terms of Reference of each of the Finance, Operations, Risk and SSR Terms of Reference as follows:
  - a) To define “independent” as someone who “is not at date of appointment, or at any time during his/her term of office, a member of the Board of Trustees, SLT or Team UK” – to recognise that adult volunteers in Scouting may display sufficient independence of thought and perspective; and
  - b) To provide that a person who is aged 24 or under when appointed to a Committee may (subject to appraisal) serve a full three- year term.

##### **10d. AGM & Trustee Succession 2017**

The report was taken as read. The Board **APPROVED**:

- The recommendation of the Nominations and Governance Committee that the specific trustee skills gaps to be highlighted in trustee election documentation this year should be fundraising, digital, communications or legal and regulatory expertise.

The Board **AGREED**:

- That the Elected Members of the Council (as listed in the report) should be invited to stand for re-election to the Council.
- That, in light of the forthcoming review of Elected Members, no additional individuals or organisations should be invited to stand for election to the Council this year.

**Agenda item 11 is strictly confidential to Trustees and Senior Leadership Team (SLT) and Minutes are recorded separately in Appendix 1.**

#### **12. World Scout Conference & World Scout Youth Forum – UK Delegations**

The UK Chief Commissioner briefly introduced the item, which was otherwise taken as read.

The Board **APPROVED**:

- The Scout Association’s attendance at the World Scout Conference and World Scout Youth Forum in Azerbaijan this year.
- The delegations as noted in the report.

The Board **ENDORSED**:

- Craig Turpie's bid for re-election to the World Scout Council.

**AP6: Governance Officer to note a summary of learning from the World Scout Conference and World Scout Youth Forum on the Board forward planner for October 2017 Board.**

### **13. 2018 Board Calendar**

The Board **NOTED:**

- That the calendar has been amended since it last came to the Board in December 2016 for comment. This is because it was noted that the Board meeting proposed for April was scheduled too late to allow the budget for 2018-19 to be approved. Therefore it was suggested that this meeting is moved to March. New dates have therefore also been proposed for the meetings of the Operations Committee, Portfolio Management Group, Scout Shops Ltd and Scout Insurance Services Ltd meeting.
- That the Chairs Consultative Group (CCG) currently shown as 27 March needed to move to an earlier date. The Governance Team aim for the CCG to be 4 weeks before the Board, therefore this meeting has been moved to the 26 February to avoid half term.
- That the AGM and Reunion will take place over the weekend of the 7, 8, 9 September and not on the date currently shown on the calendar.

The Board **APPROVED:**

- The 2018 Board calendar subject to the above changes being made.

**AP7: Governance Officer to incorporate the changes to the 2018 Board calendar as noted above and to ensure that when dates are circulated in future to trustees it is made clear which dates have changed.**

### **14. Development of 2018-23 Strategy**

The Chief Executive and UK Chief Commissioner gave a presentation on the development of the 2018-23 Strategy. It was noted that the presentation will be delivered to participants at Summit17. Key Points included:

- The planning process
  - In-depth consultation:
    - Adult volunteer survey (October-December 2016)
    - Regional Nations consultation (January – March 2017)
    - Public focus groups (January – March 2017)
    - Opinion former research (February – March 2014)
    - YouShape (February 2017)
    - Opinion former consultation (May – October 2017)
    - Young person consultation (May – October 2017)
    - Internal Scouting consultation (May – October 2017)
- The world around us:
  - Five key themes were highlighted impacting on Scouting and where Scouting could play an important role:
    - Social integration

(mixing with different people, instilling values, relational skills and international experiences, community engagement)

- Wellbeing  
(Scouting has demonstrable benefits to wellbeing, Scouts are 15% less likely to suffer from anxiety or mood disorders by the age of 50)
- Social mobility  
(Employability skills, targeting areas of deprivation, white working class boys, ethnicity)
- Dominance of digital  
(Digital resilience, using digital tech to get outdoors, Digital skills for young people, being better at using digital to make life easier for volunteers)
- Generational differences (older volunteers, seizing the interest in youth volunteering and social change, inter-generational mixing)

- A potential way forward:

<b>Troubled times:</b>	<b>Scouting Offers:</b>	<b>Better Futures</b>
Social divisions	Character skills, community social	Better social integration mixing
A crisis of wellbeing	Fun, happiness, friendship	Better health, happiness and resilience
Lack of social mobility	Employability skills	Better employment prospects
Digital risks, digital opportunities	Balanced programme and digital skills	Better balance of screen time and 'green time'
Different deal for different generations	Shared experiences	Better cooperation between generations

The Board commended the presentation. During discussion key points included:

- It was noted that it is important to make expectations clear early on to get a sense that we are building this strategy together.
- One trustee suggested more information was needed in regards to what digital Scouting is, details will be fed through to the Chief Executive.
- The opportunity to reference the Association's commitment to delivering young leaders was noted.
- Presentation process: There was a suggestion that the emphasis on credentials did not need to appear before the inspirational section. It was noted that there is an opportunity to reference back to social impact and what we are measuring.
- Appendix 4: There was a view that the language to describe the wellbeing outcomes needed explaining.

**Agenda item 15 and 16 are strictly confidential to Trustees and Senior Leadership Team (SLT) and Minutes are recorded separately in Appendix 1.**

### 17. Annual Census

The UK Chief Commissioner gave an update on the Association's Census figures for 2017. Key points were noted as follows:

- As of 18 March 2017 100% returns have been received.

- Returns represented a final position of:
  - 1.1% increase in 5-18 year olds
  - 1.6% increase in 5-25 year olds
  - Network + 40% (2017=7,500)
  - Leaders + 6.5% (2017=97,500)
  - Support + 132% (2017=56,500)
- The large increase in adults we anticipate is mostly due to the inclusion of executive members and also partly due to the change in membership fees.
- Explorer Scout section shows a loss of 1.4%. This was predicted as it reflects the drop in 13 year olds last year.
- Explorer Scout numbers notwithstanding the number of Young Leaders contained within that figure is showing increase +2.4%.

It was noted that there will be a comprehensive discussion of the final census at the July 2017 Board.

**AP8: Governance Officer to note Annual Census on the Board Forward planner for July 2017 Board.**

**18. Report against annual objectives from UK Chief Commissioner, UK Youth Commissioner, Chief Executive and the Chair**

The Board

- **APPROVED** The Chief Executive's and UK Chief Commissioner's objectives for 2017/18

**(see confidential appendix)**

The UK Youth Commissioner highlighted that Frankie Smith had been appointed as Deputy UK Youth Commissioner. Recruitment will shortly begin for a team of Assistant UK Youth Commissioners to take on specific strands of the youth shaped strategy.

**19. Portfolio, programme and project management report, including report on progress against Portfolio Plan**

The paper was taken as read. There was some concern that the presentation of columns on the Portfolio Plan is not right as trustees are not able to compare original overall budget to predicted final spend. It was noted that the use of core budget does not give true transparency of potential issues with the projects.

**AP9: Governance and Planning Manager to amend the Portfolio Plan to address concerns as noted above.**

**20. Feedback and evaluation of the effectiveness of this meeting**

The Chair invited trustees and attendees to rate the meeting's effectiveness on a scale of 1-5, in which 1 could be considered "outstanding" and 5 being in "special measures". From a total number of trustees and attendees who took part in the meeting and exercised a judgement, the meeting was rated with an average score of 1.97 as follows:

Score of 1x1

Score of 2x20

Score of 2.5x1

Score of 3x0

Score of 4x0

Trustees commented favorably on the timeliness of the pre-meeting paperwork. Others commented that the Executive Summaries needed to be more concise and contain sufficient detail for an outsider to read and completely understand the report purpose and content.

#### **21-26. Starred Items**

The starred items (other than the portfolio, programme and project report) were taken as read without discussion.

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