



## MINUTES

of the

Virtual Meeting of the Board of Directors

Tuesday 20 September 2022 – 12noon to 3pm

### Attendees:

Neil Davidson (Chair)  
Billy Downie (BD)  
Melanie Honnor (MH)  
Dame Katherine Grainger (KG)  
Lipa Nessa (LN)  
Joanna Coates (JC)  
Shweta Sharma (SS)  
Sajid Gulzar (SG)  
Claire Boakes (CB)  
Abi Misselbrook-Lovejoy (AM-L) – Observer

### In attendance:

Ali Oliver (AO)  
Peter Ellis (PE) – Co Secretary  
Surinder Sihra (SSS) – YST Exec Team  
Lisa McHendry (LMcH) - YST Exec Team  
Kay Batkin (KB) - YST Exec Team  
Emily Reynolds (ER) - YST Exec Team  
Jenny Rouse (JR) – YST Exec Team  
Julie Robbins (JR) YST inclusion and Diversity  
Lead – agenda item 3.1

### Apologies:

Dr Paula Franklin (PF)  
Belinda Richards (BR)  
Shaunagh Brown (SB) - Observer  
Valerie Copenhagen (VC)  
Will Roberts (WR) – YST Exec Team

<b>1. GENERAL</b>
<b>1.1. Chair's welcome</b>
The Chair welcomed the Trustees and thanked them for their presence at today's virtual meeting.
<b>1.2. Apologies for absence</b>
Apologies were received from Dr Paula Franklin, Belinda Richards, Shaunagh Brown, Valerie Copenhagen and Will Roberts (Exec Team).
<b>1.3. Minutes of the last meeting</b>
The minutes of the last Board meeting were accepted as a true and accurate record.

#### 1.4. Matters arising

An update was provided on matters arising:

1. Paper in relation to Transgender will be included in the November board pack for discussion at the board meeting.
2. The acceleration of the cost-of-living increase is included in the forecast included in the September board pack.
3. The board has been kept abreast of the due diligence carried out on an opportunity with a significant retailer.
4. A further iteration of the draft business plan is included in the September board pack.
5. A full strategy progress update will be provided at the November Board Retreat.

All other matters arising had been completed.

#### 1.5. Declarations of interest

No new conflicts of interest or any conflicts associated with today's agenda were declared.

#### 1.6. CEO Update & Executive Dashboard

AO supported by the executive team updated Trustees on key highlights from the CEO Report:

- It had been a very good summer of sport with the women's Euros and the Commonwealth Games taking place in Birmingham and the Women's hockey team winning gold. Both the England football and hockey teams have written to the two candidates for Prime Minister making the point about how important a legacy of their victory should be in terms of access to PE and Sport for children.
- There has been an increase in staff turnover since the last report.
- Staff have returned to the Loughborough office as part of the Hybrid working policy.
- ER updated the Trustees on the recent bid submitted to the DfE in relation to opening school facilities.
- KB updated the Trustees on another consortium bid to the DfE in relation to Primary Physical Education CPD (to improve the quality of Physical Education taught in English primary schools and contribute to greater recognition of the value of Physical Education as a subject).

Both the above bids are in accordance with our new strategy.

At this point in the meeting SG advised he had to leave the meeting to deal with an urgent school matter.

- JR provided an update on the bid to the LEGO Foundation which was not won but YST scored highly (86/100) with positive comments and feedback from the funder.
- AO updated the Trustees on the success of the 15<sup>th</sup> edition of the School Games National Finals which went smoothly and was a great success. While there is no confirmation of a future date for the next School Games, AO advised we are trying to be proactive on the future vision for the event by proposing a focus on bringing through talent from underserved/disadvantaged/more diverse communities.

**ACTION:** arrange a mutually convenient date for Trustees and SLT to discuss the future vision of what a sporting event like the School Games National Finals might look like.

SS referenced the update in the CEO report on the recent meeting with NFL advising that she has experience of working with them before and happy to connect.

**ACTION:** ER to connect with SS in relation to discussions with future partnership with NFL  
**(ACTION: ER)**

## 2. FOR APPROVAL

## 2.1. Forecast 2022/23

SSS provided an update of the latest full year forecast where there has been an improvement in the forecast deficit vs the budget. SSS explained the reasons behind the improvement. However, there is a risk that the forecast deficit could deteriorate as not all income that has been forecast has been secured.

## 2.2. Risk Register and Risk Procedure Review

SSS updated the Trustees on the structure of the risk register following suggestions by BR and JC at the previous Audit & Risk Committee meeting. The paper is now broken into two parts, an update on the risks as previously reported, and an update on risks that could impact the delivery of the strategic plan.

The major risks that have come to the fore since the last update include

- the vacuum caused by the resignation of the PM.
- the rise in inflation impacting the cost of living for staff members, schools and the general public.

## 2.3. Committee Papers

### 2.3.1. NGR Committee

The Chair advised that due to the NGR Committee not being quorate, the meeting did not go ahead and therefore a number of decisions are required from the main Board:

- Trustee Recruitment Update (Audit Committee Chair): Due to workload BR has chosen to step down once a replacement Chair of the Audit & Risk Committee has been recruited. The Board supported the NGR Committee commencing the search for a new Audit & Risk Chair.
- Chairs debrief on annual Trustee conversations: The Chair advised that all one to ones have been completed and found the process to be very useful.
- Annual Board Evaluation process 2023: This will be taken offline to discuss with BD as Senior Independent Director ahead of the November Board retreat.

**ACTION:** SSS to arrange a meeting with BD to discuss results (**ACTION: SSS**)

- Staff remuneration – cost of living contribution: Due to the continued increase in the cost of living the Executive Team have proposed a further one off, non-consolidated payment to all staff in November. The Board approved this request.
- Diversity and Inclusion Action Plan: This is a discussion item on the main board agenda.

### 2.3.2. Audit & Risk Committee

SS (in the absence of BR) updated the Board members on discussions that took place at the Audit & Risk Committee:

- Management accounts: The impact of change of government to be factored as risk when looking at the investment of reserves.
- Forecast: Strategic projects are forecast to underspend and a discussion took place to explore what the impact would be on the strategic plan if these projects were accelerated.
- Risk register: A discussion took place to identify high risk vs low risk using a RAG status to illustrate the most material risks and the need to focus on mitigation plans for these. It was agreed a Risk and Controls Matrix (RACM) will be developed which will be reviewed annually by the Audit and Risk Committee.
- Investment of cash reserves: Suggestions were made to revisit the Sarasin & Partners LLP proposal with a view to investing some unrestricted reserves in low-risk products.

### 2.3.3. Fund Development Committee

JC updated the Trustees on further due diligence carried out on a significant partnership agreement with a retailer to alleviate the concerns raised by the Board regarding the reputation of the retailer. AO expressed her desire (from a CEO perspective) to have mutual benefit from the relationship especially in terms of shared values.

The Trustees were happy with the due diligence work carried out to date but urged caution not to restrict YST's freedom to operate and ensure any agreement includes clauses which allow the charity to walk away should any reputational risk arise.

The terms of the agreement are to be presented to the board at a special meeting for final decision.

**ACTION:** JC/JR to arrange an extraordinary meeting of the Trustees for a final decision pending negotiation of a contract with the retailer. **(ACTION: JC/JR).**

### 2.3.4. Youth Board

LN summarised recent activity around the Youth Board. This included the celebration of achievements of the Youth Board, experiences of volunteers at the SGNF and the group revisited the expectations of the Roundtable discussions with the Children's Commissioner's office.

### 2.3.5. Carbon Reduction Plan

Due to the time available, no discussion took place on this agenda item. This will be considered at a future meeting following approval by the NGR committee

## 3. FOR DISCUSSION

### 3.1. Further iteration of draft Business Plan Model

AO provided Trustees with an update of the proposed investment plan investment. The Trustees have approved the investment of £1.3m unrestricted reserves to support essential activity or charity building activity in support of the strategic plan.

These investments should be game changing for the charity and should focus on one of three outcomes:

- place-based investment to give impact directly on young people, but also to leverage new relationships and new fundraising pipelines.
- develop YST owned assets.
- investment into making the charity more productive, more efficient, and more sustainable.

SS suggested that each investment must have an ROI either financial or non-financial to achieve the Trust's strategic goals.

### 3.2. Diversity and Inclusion Action Plan (DIAP)

Julie Robbins (JR) (Inclusion and Diversity Lead YST) attended the board meeting and provided responses to questions raised at the previous NGR Committee Meeting on the DIAP. She also provided an overview of how we are embedding the DIAP into the organisation and leading the way on producing a comprehensive DIAP.

JR advised that Sport England have now revised the date for publishing DIAP's to 12 months from when support is put place by them.

SS suggested a short 10-point plan is provided to employees so that they can recite the values of the DIAP so that it becomes a lived experience for them.

**APPROVAL:** The Trustees approved the version of the DIAP be published on the YST website with the recognition a review process with Sport England will take place next year.

#### **4. INFORMATION**

##### **4.1. Management Accounts 2022/23 to Period 4**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.2. Regulatory and Compliance**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.3. Safeguarding**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.4. Place Based working**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.5. Sport England System Partner**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.6. Gender identity in PE and School Sport**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.7. Measurement and Accountability in our Strategy**

The Trustees noted the information contained in the paper and no questions were raised.

##### **4.8. Move and Groove**

The Trustees noted the information contained in the paper and no questions were raised.

#### **5. AOB**

- The Trustee annual evaluation survey will be sent out on 7<sup>th</sup> October with the aim for it to be completed and returned by 24<sup>th</sup> October with results being circulated week commencing the 7<sup>th</sup> November ahead of the annual Board retreat on 17<sup>th</sup> November 2022 when the results will be reviewed.

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Date of next meeting – 16<sup>th</sup> November (dinner in Loughborough) and 17<sup>th</sup> November (Board meeting)

<b><u>Agenda Item</u></b>	<b><u>Action</u></b>	<b><u>Responsible/Lead</u></b>
1.6 CEO Update	Arrange a mutually convenient date for Trustees and SLT to discuss the future vision of what a sporting event like the School Games National Finals might look like.	AO/WR
1.6 CEO Update	ER to connect with SS in relation to discussions with future partnership with NFL	ER
2.3.3 Fund Development Committee	JC/JR to arrange an extraordinary meeting of the Trustees for a final decision pending negotiation of a contract with significant retailer.	JC/JR
3.2 Diversity and Inclusion Action Plan	The Trustees approved the version of the DIAP to be published on the YST website with the recognition a review process with Sport England will take place next year.	SSS

Chair: .....

Date: .....