

Charity number: 1086915
Company number: 4180163

**Minutes of the
Meeting of
the YST Board of Directors
Tuesday 13 February 2024 12.00-15.00
ISH Venues, 1 Park Crescent, Regent's Park, London W1B 1SH**

- Attendees:** Neil Davidson (ND) - Chair
Claire Boakes (CB)
Dr Paula Franklin (PF)
Joanna Coates (JC) (virtual – to 14.00)
Shweta Sharma (SS)
John Gilligan (JG)
Valerie Copenhagen (VC)
Abhishna Yogarajan (AY)
Shaunagh Brown (SB) – Observer (virtual)
- In attendance:** Ali Oliver (AO) – Chief Executive Officer
Surinder Sihra (SSS) – Dir Finance & Governance
Emily Reynolds (ER) – Dir National Programmes
Nicola Boon (NB) – Chief Brand Officer
Peter Ellis (PE) – Company Secretary (virtual)
- BSL Interpreter 1 – Julie Turner
BSL Interpreter 2 – Laura Gilby
- Apologies:** Abi Misselbrook-Lovejoy (AM-L)
Dame Katherine Grainger (KG)
Billy Downie (BD) – Senior Independent Director
Fatou Jeng (FJ)

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1. GENERAL 12.00-12.30		
1.1. Chair's welcome		
The Chair welcomed the Trustees and thanked them for attending. The Chair also thanked many Trustees who had attended the Manifesto launch and Young Changemaker Awards.		
1.2. Apologies for absence		
AM-L, BD, FJ and KG sent their apologies. JC, SB and PE joined online.		
1.3. Minutes of the last meeting		
The minutes of the last Board meeting were accepted as a true and accurate record. They were approved by the Chair.		
1.4. Matters arising		
AO updated the Board on the matters arising from the previous Board meeting. Apart from the actions listed below, the other matters have been closed or are included within the agenda for this meeting.		
Agenda Item	Action	Action Update
3.1. Strategy Update	Record a webinar to show progress against the goals for the first phase of the strategy to 2025.	This was not recorded, and instead a presentation on this is included in today's agenda. Covered under item 3.2 Strategy Progress report – Tactics 1, 2 and 3.
1.5. Declarations of interest		
ND shared a potential conflict - he has been asked by Ortus to join their Board. ND stressed that further consideration of this will only be given once any outstanding payments have been made to YST. There were no other new declarations of interest.		
1.6. CEO Update & Executive Dashboard		
AO outlined the changes introduced to the Board pack following the discussion at the Board Retreat in November. She then provided an update on the work of the charity since then, covering: <ul style="list-style-type: none"> 1. The growing issue of persistent absenteeism in schools. YST is amplifying the role of its work and interventions on tackling the root causes of this. VC reflected on her experience of this and reinforced the scale of the challenge. ACTION: VC asked for further information on the YST response to both Mental Health and Absence issues. AO to ask ER and KB to forward relevant links and information (ACTION: AO, ER, KB) 2. Latest set of annual Active Lives Children and Young People data. Children's activity levels have stagnated - only 47% of 5–16-year-olds meet the CMO recommendations. YST's Manifesto for Action and Mo's Mission are both positioned as potential gamechangers. 3. 2023 YST Impact Report. This was published at the end of 2023 and shared with all key stakeholders. AO highlighted several key figures in the report. She also explained that the 144,000 total reach 		

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figure does not include the reach of our largest programmes, the School Games and the FA Girls Football School Partnerships, as our role is very much B to B.

JC challenged the decision to publish a lower reach figure. She highlighted the limitations of this as we attempt to grow our commercial activity and corporate partner engagement.

NB accepted this feedback and agreed to look at different ways to present our overall reach and the reach and deeper impact of our targeted interventions.

ACTION: AO & NB to reflect on JC feedback and consider how to present our reach publicly, in the most appealing way while also meeting our charity obligations. **(ACTION: AO & NB)**

4. The future of our school networks

AO invited KB to update Trustees on this work.

KB confirmed the 20 Growth Areas (a key move within the strategy) are now identified - Regional Managers have been allocated 6 areas each. Across these areas 120 school visits have now been completed as part of a 'listening exercise' to help us understand the issues faced by schools and young people. The school visits include schools we haven't worked with before.

5 Well Schools from the 20 Growth Areas were also selected and brought together in Loughborough for a co-creation session on 'Beacon School status' and the Well School Accreditation. This group, supported through funding included within the Investment Plan, will hopefully become pioneers for YST, bringing to life our strategy commitment to start locally and grow momentum.

ER emphasized the point that we haven't previously worked with many of these schools, but our engagement has been viewed positively, with many energized and engaged by the visit.

5. Internal climate and turnover.

AO referred Trustees to the data dashboard on 'Our People' in the Executive Team's Report which revealed turnover was high in the second half of last year, but that overall, we reflect national averages.

JG highlighted the discussion about this at the Audit & Risk (A&R) Committee, and the concern that people may have to change jobs due to the cost of living - we need to have succession planning in place.

AO referenced similar discussions at the NGR Committee – and the importance of a strong focus on pay, benefits, culture and purpose, to help the charity recruit and retain the best staff.

JC added that recruitment in the sector is struggling - people are not necessarily chasing a higher salary but a better working context.

ACTION: Consider talent retention and succession planning for key roles, as required **(ACTION: AO/HS)**

2. FOR APPROVAL 12.30-13.15

2.1. Full Year Forecast 2023/24

SSS provided an update to Trustees on our anticipated year end position.

The current full year forecast is considerably better than both budget and the last forecast.

Income is down on the previous forecast, with reduction in Membership, partly offset by improvements in funding from Sport England, commissioned development work, and an increase in bank interest.

Total unrestricted and designated reserves at 31 March 2024 are currently forecasted at £5,595k against a budget of £5,038k. This is significantly above the minimum reserves policy of £3.0m.

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Income secured to date is at 93% (previously 83%) of forecast income - including income that is deemed as confident to be received, this is 97% (previously 93%).

VC raised a concern over membership income. SSS responded by saying that it is similar to last year, but we are aware of the decline in income, and this is part of KBs approach to understanding our market and the development of the new school network plan.

The Chair enquired how the £3m reserves are currently invested. SSS said they are in 1-year fixed accounts - £350k per month is being invested in deposit accounts.

The Chair asked the Board if they were happy to approve the investment of the £3m reserves into suitable, low risk accounts. This was approved.

The content of this paper was approved.

ACTION: Ensure the £3m minimum reserves are in low-risk accounts (**ACTION: SSS**)

2.2. 2024/25 Budget

The Chair asked SSS to take the Board through the 2024/25 final budget for approval by members.

SSS presented an overview of the 2024/25 budget, including:

- Confirmed income is 67.5% and the “confident” element is 14.4%, giving a total confirmed and confident income of 81.9% of total budgeted income.
- Unrestricted and designated reserves are budgeted at £4,197k which are above the £3m minimum reserves policy.

JG confirmed that the 2024/25 budget was approved at the A&R Committee earlier in the day.

The Chair asked the Board if they were happy to add its approval to that of the A&R Committee.

This was approved.

2.3. Risk Register

The Chair passed on to AO in WR’s absence.

AO explained that the biggest strategic risk remains the future of Sport England’s (SE) Delivery Funding beyond 2025. She updated the Board on a recent conversation with Tim Hollingsworth (CEO of SE) which suggested Delivery Funding is not necessarily ceasing, but a) SE wanted to be able to see and evaluate the impact of the first phase of Delivery Funding and b) until the next spending review they will not have a line of sight on their overall income, which is why they can only confirm Systemic Funding until 2027.

AO also reported that pressure on schools and their bandwidth to engage with us and in our interventions is a growing risk.

AO flagged the risk around future policy change (with the election ahead) which may affect the charity.

SSS then outlined the operational risks - staff retention and wellbeing being the biggest risk, due to ongoing challenges in cost of living (mitigating activity includes the 5% cost of living increase this year and addressing the uplifts in the Minimum/Living Wage), followed by the income risk within the budget this year and next year.

2.4. Stakeholder Engagement Plans

The Chair introduced this item reminding Trustees that it is an expectation of the Code for Sports Governance that we have a clear and regularly updated Stakeholder Engagement Plan.

NB reminded Trustees of a paper at the September Board meeting, outlining the proposed approach but that this is the first time the new stakeholder maps and engagement plans have been

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formally shared.

There are 3 stakeholder maps/engagement plans reflecting the 3 pillars of the charity (see below), reviewed termly by the Executive team alongside the Horizon Scan - last updated in December.

Resourcing the Mission

NB explained the mapping matrix and highlighted examples of stakeholders mapped in each quadrant.

SS asked if we have mapped key statistics for each stakeholder group, so we can then identify the top three stats we should include in our pitch to/engagement with each stakeholder group.

NB responded by saying we have an elevator pitch for corporate partners that JC and JR worked on 2 years ago, but at this time we haven't gone as far as SS suggested.

ACTION: NB to circulate to Trustees the elevator pitch for corporate partners (**ACTION: NB**)

SS was also keen to know about the ease of win/execution. Could/should these stakeholder maps include those partners we don't currently talk to, but would like to?

NB responded that the Exec Team had tried this, but the maps became too crowded and lost their value. However, she accepted the challenge and indicated this was work in progress and we will reflect on this.

Leading the Mission

Stakeholder Map for political engagement and influencing.

There were no questions from the Board on this map or engagement plan.

Delivering the Mission

Stakeholder Map for existing and potential delivery partners, and their quality of delivery and track record.

JC asked if we could state who owns each stakeholder relationship, as that would help with succession planning.

ACTION: Add who owns each stakeholder relationship to the Engagement Plan (**ACTION: NB**)

Beneficiaries of the Mission

Stakeholder Map capturing our relationship with the charity's beneficiaries – essentially different groups of schools and young people.

There were no questions from the Board on this map or engagement plan.

The Chair asked the Board if they were happy to approve this set of Stakeholder Engagement Plans.

The Board agreed and the plans were approved.

2.5. Committee Reports

2.5.1. NGR Committee

The Chair highlighted the key information from the NGR Committee earlier in the day.

SportWales Governance Audit report was received, reviewed and relevant actions will be included within our Governance Action Plan.

National Minimum Wage Implications. ND invited AO to articulate the committee's approval of an uplift to the starting salary of our lowest salary band in response to changes in the National Minimum Wage and the Living Wage.

Staff remuneration was discussed - the 2024/25 budget approved today includes a 3% cost of living contribution payable in October 2024 (subject to the charity's financial performance and the rate of inflation at this time).

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The Chair asked the Board to approve the remuneration recommendations. These were approved.

The Chair asked the Board to approve the NGR Committee's recommendations to approve the following updated policies: Safeguarding Children & Young People, Safeguarding Adults at Risk, and Whistleblowing. These were approved.

2.5.2. Audit & Risk Committee

The Chair invited JG to update on the Audit & Risk Committee meeting that morning.

JG confirmed that all the items had already been covered earlier in the meeting.

2.5.3. Youth Board

The Chair expressed his gratitude to the Youth Board for their presence and role in the Manifesto Launch, Young Changemakers Awards and the Roundtable with the Children's Commissioner.

AY thanked everyone for the Youth Board's involvement at the Board Retreat and the above. The Youth Board Members took a lot from these experiences - she highlighted how empowered they felt sharing their own personal stories at the roundtable hosted by the Children's Commissioner.

AY responded to the item included in matters arising from the last meeting - 1 Youth Board member would like to shadow the A&R Committee and 2 members would like to shadow the NGR Committee.

ACTION: LS to work with JM and SSS to ensure briefing meetings are set for the Youth Board members ahead of the next committee meetings, and they are included on the distribution list for meetings and committee packs **(ACTION: LS, JM, SSS)**

SS asked AY how often the Youth Board review YST programmes. AY responded that it's a constant feedback cycle, with annual input. SS asked if the Youth Board could identify any gaps in the market.

ACTION: To reflect with the Youth Board if they identify any gaps in the market for the YST **(ACTION: AY)**

VC asked if there were opportunities for the YST to support EDI more widely in the sector given what other Youth Boards are experiencing.

ACTION: Explore EDI opportunities by seeing what other Youth Boards are experiencing **(ACTION: AY)**

COMFORT BREAK/LUNCH 13.15-13.30

3. FOR DISCUSSION 13.30-14.30

3.1. Board Retreat follow-up – Trustee Business Plan Working Group Update/Next Steps

The Chair introduced this item by picking up on the action agreed at the Board Retreat – to establish a working group to support AO in the development of the business model for the charity going forward.

The group has met, with ND and JC having two initial meetings with AO before Christmas, followed by two smaller group sessions with SS & JG and also CB.

ND explained that the evolving model is a new way of delivering on the current strategy rather than a new strategy. Its aim is to harness the unrestricted reserves (equity) of the charity to achieve increased sustainability and generate a longer-term plan for the delivery of the charity's mission.

At this point in the meeting the Board had a closed session.

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When the Exec Team returned, ND invited AO to outline the business model based on the input from the working group and the further work of the Executive. AO gave a short presentation.

The Trustees asked several questions, which AO responded to.

AO concluded her presentation by outlining a proposed timeline for the phasing of the transition to this new business model

ACTIONS:

This item closed with AO setting out the next steps ahead of the 1 May Board meeting:

- Exec Team to focus on completing the Commercial Scoping for Well Schools, Healthy Movers and Back in the Game
- AO to work on the role/responsibilities of a Chief Revenue Officer
- The Board working group to provide check and challenge on both of these.

(ACTION: AO & ND)

3.2. Strategy Progress Report – Tactics 1, 2 and 3

This item was held over from the November Board Retreat. It was held over again to the next meeting/recorded webinar.

4. FOR INFORMATION 14.30-14.50

4.1. Management Accounts 2023-24 to Period 9

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

4.2. School Games National Finals

The Chair invited AO to talk to this paper.

AO contextualised the importance given the size of the budget and YST’s safeguarding and welfare responsibilities for young people at the event (1,500 young people will be on-site) - it is essential that Trustees have thorough oversight of the planning, budget and associated risks and crisis planning.

She asked for a small number of Trustees to be part of a crisis response group should there be any major incidents or major issues arising at the event. KG, BD and ND offered to play this role – JC also indicated she would support if needed.

ACTION: WR to prepare an update paper covering these aspects of the event for the April (1 May) and July Board meetings **(ACTION: WR)**

ACTION: AO to contact KG, BD and ND with further information about how the crisis response group would work.

4.3. Equality, Diversity and Inclusion

VC had left the meeting ahead of this item.

ND outlined the discussion at the NGR meeting this morning regarding the publication of the charity’s diversity stats which include the leadership team, the employees and the beneficiaries.

ACTION: NB to prepare a report/deck using this brief and share with the Chair and VC as the Board EDI Champion prior to publication **(ACTION: NB)**

4.4. Welfare & Safety

AO reported that there are no outstanding safeguarding issues to report.

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

AO reminded Trustees of the need to complete the bespoke YST Safeguarding Training.

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ACTION: AO to resend the email to Trustees with the link to the training module. Trustee to complete the training at the earliest opportunity. **(ACTION: AO & Board members)**

4.5. Regulatory and Governance

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

5. AOB 14.50-15.00

There were no items of other business.

ND closed the meeting reminding Trustees of the date of the next meeting.

Date of next meeting – Wednesday 1 May 2024 12.00-15.00 (virtual)