# Trustee Meeting Agenda

# 22 July 2024

## Attendance

Claire Stevens

Andrew Lindsay, Epilepsy Scotland

Ewan Dale, ME Association

Morna Simpkins, MS Society

Iain McWhirter, MS Revive Support

James Jopling, Parkinson’s UK

Jenn Hall, Alzheimer Scotland

Alice Struthers, NAoS

Hester Lee, NAoS

## Apologies

Alistair Haw, Scottish Huntington’s Association

Ron Culley, Quarriers

Avril McLean, Action for ME

Steve Portelly, FND Hope UK

Leigh Ann Little, Oxygen Works

## Chair’s welcome

Morna announced retirement as chair and opportunity for new chair to be elected at the AGM in September.

**Actions and approval of minutes from the May meeting:**

* Funding update from Alice and Morna. Meeting with Scottish government to confirm funding and to follow up on NCS questions from members’ meeting.
* Morna and Iain to meet to finalise accounts.
* Alice gave update on response from the letter to the First Minister, John Swinney about financial sustainability of third sector. Response from Jenni Minto’s private secretary was that she would like to speak to NAoS ahead of our AGM about social support. Meeting to be arranged.
* Financial procedures will be put in place once the bank account is open
* Discussion of outstanding actions on cyber security

**Scot Govt update (NACNC/S10)**

No meeting until end of August.

## Actions:

* Morna to follow up with English Alliance to touch base about DSIT.
* Trustees to send cyber security policies to NAoS once they are developed.
* Morna to ask Chair of Scotland council, who works in cyber security, if they would do a short session for members.
* Hester to share SCVO resources on cyber security
* Hester to call Lorna about temporary admin freelance work and ask her to remove herself as Admin of WhatsApp group
* Morna to send an update after executive from last NACNC meeting.

## Financial update

Iain McWhirter gave a financial update:

* Draft accounts being prepared and will be sent to independent examiner. Looking set to be ready for AGM. Trustee report is the only outstanding item, needs to be completed prior to sending to accounts to independent examiner.
* Expenditure slightly ahead of budget but this will be balanced against reductions in summer holidays. Slightly behind on membership but this is due to the 6 month grace period we’ve granted members.
* Iain has sight of bank statements which all look to balance.
* Accounts are looking healthy going into the next period if we get Scottish Government funding which is still to come, still have reserves for the subsequent period.

## Risk Register update

Alice gave overview of risk register. Three risks have been elevated, mainly regarding capacity to achieve our aims.

Discussion on the valuing process of risk register. Currently the risk register suggests as a charity we’re currently at major risk of not delivering our work. This may be a temporary feeling and not reflective of a longer term risk as there is a degree of variability as the year passes. The risk register should be reflective of current situations, but with mitigations taken into account. The value is the risk after mitigations.

Important to consider change of chair and what risks are inherent in this- reflect this in risk register.

## Actions:

* Iain, Alice, Morna and Jenn to meet to discuss register and update register to include mitigations.
* Risk register to be circulated in full so that mitigations can be seen by trustees.

## Draft 2024-7 KPIs

Alice gave update on KPIs and outstanding KPIs which need actioning. The excel sheet has both 1 and 3 year KPIs in line with our strategy.

Sustainability is a priority for NAoS. Work outlining sustainable options for NAoS beyond 2025 will be presented to trustees by next executive meeting.

Discussion from trustees on how the KPIs are valued, recommendation to change the colours to reflect that likelihood of these KPIs being completed rather than a status update. Reds should indicate items which look highly unlikely we’ll deliver between now and 2027. Decision will then be made whether to take out of KPIs or to make a priority. Some items may be red for a long while, because they are intractable and dependent/affected by external circumstances.

Jenn Hall went to the Sustainability of the Third Sector meeting with Scottish Government in May.

## Action:

* Morna, Iain and Alice to re-evaluate KPIs alongside risk register in meeting

## 2024/5 Objectives

Discussion on Objectives – having financial sustainability as number one of objectives too inward looking and not prioritising those we’re here to help. Suggestion to move it to last item so that it is underpinning all our work.

**New subgroups:**

Keith Park’s guidance of the Mental Health subgroup showed the value of someone else leading subgroups. Two new subgroups we hope to set up- Holyrood election/ manifesto and Brain Awareness Week- we will need new leads. These groups will feed into policy group.

Alice asked trustees who may have interest being on the groups to let her know. Ideally these groups will be set up by end of September.

## Action:

* Change financial sustainability from position of first to last item on objectives for Scottish Government
* Hester to send out mailshots advertising new groups to members anyone who is interested should get in touch.

## Constitutional change

**Trustee terms:**

Last executive meeting, trustees agreed to propose constitutional change to have a maximum of three terms, with a break of a year if trustees wish to continue.

Trustees agreed to propose as amendment to go out with the AGM papers.

**Frequency of member meetings:**

Discussion around frequency of trustee and members meetings – One of the ways we can increase capacity is by reducing the number of meetings. Suggestion to propose dropping from 6 per year to 5.

Query on what the perception from members would be if we reduced meetings in terms – would they feel less value for money? Further suggestion that we may have lost momentum with smaller member organisations. A special members meeting to engage these smaller organisations may be advisable.

Trustees happy to propose the amendment in the AGM.

**Frequency of trustee meetings:**

Based on income and expenditure, a lighter touch may be proportionate. However, the trustees seem to hold a more operational/ management role considering only two paid freelancers. Important to have frequent meetings to keep trustees feeling involved.

General agreement to hold a planning meeting once a year so not squeezed into executive meeting agendas. Suggestion to hold 5 meetings – 4 quarterly which are overview and operational and one planning.

It was noted that trustees are involved in the subgroups which do a lot of the work behind the scenes. Suggestion for more trustees to get involved in subgroups to support in this capacity.

Discussion whether the length of executive meetings need to be extended given the role the trustees have, especially if meetings are to be reduced. Need to be mindful of perception of governance for funders and bodies e.g OSCR.

It was noted that the chair and VC meet with Alice and Hester weekly when possible.

Agreement trustees are happy to have 5 meetings, quarterly (2 hours) and one dedicated to planning. See if anyone might want to volunteer to support planning and delivery of members meetings.

Action:

* Morna to raise question of reducing members meetings in upcoming members’ meeting to hear opinions

## Membership update

Membership update given by Hester, see paper for details.

## Overview of Member’s Meeting on Weds 24 July

Discussion on what to include in members check in:

* Frequency on members meeting
* Check in with smaller organisations to see if we’re meeting their needs
* Suggestion to extend the policy and My Neuro Survey updates and reduce members check in.

## External Events

Carers parliamentary reception attended by Steve. Event summary form for this event is saved in the folder for trustees to view.

No updates from other external events.

## Actions

* Morna to do an update on NACNC and Jenn will do update on intermediaries group.

## AOB

Discussion on the process for when the Chair steps down:

* Need to elect four new trustees. Anyone coming in as a trustee can stand as chair but we would need to know two weeks before the AGM to circulate applications to all members.
* If there are more applications in than spaces then it will be a vote at AGM. Chair is elected by trustees not by members.
* If no chair elected, decision would have to be made whether VC steps forward as interim or Morna continues as Chair.
* Detailed job description of Chair will be circulated.
* Useful to have knowledge from trustees if they would like to step forward as Chair.

Suggestion from Ewan Dale, education and research- are these focuses NAoS could take on board and develop a subgroup for? This could be discussed by new trustees after the AGM.

The next Exec meeting will be held after our AGM, on Wednesday 25 September 2024 as a hybrid event at the Alzheimer Scotland Edinburgh offices