

**MINUTES OF A MEETING OF  
THE BOARD OF THE SCOUT ASSOCIATION (TSA) HELD ON 22 JANUARY 2022  
AT GILWELL PARK**

**Trustees Present:**

Jennie Price, Chair  
Michael Ashley, Treasurer  
Nigel Ball  
David Branagh  
Craig Dewar-Willox  
Graham Haddock  
Carl Hankinson, UK Chief Commissioner  
Matt Hyde, Chief Executive  
Gareth Jones  
Sharon Lee  
Ella MacLeod  
Jake Myatt  
Peter Oliver  
David Sandall  
Busola Sodeinde  
Liz Walker  
Rhiannon Wells  
Ollie Wood, UK Youth Commissioner  
Michael Wood Williams

**Attendees:**

Yousif Eltom, UK Race Equity Adviser and Race Equity Project Sponsor<sup>1</sup>  
Joanna Gregson, Head of Equity, Diversity & Inclusion<sup>2</sup>  
Margaret Giles, Company Secretary  
Asa Gurden, Head of Scout Adventures<sup>3</sup>  
Mark Hislop, Director of Commercial Services  
Chloe Kembery, Director of Marketing and Communications  
Ross Maloney, Deputy Chief Executive/Chief Operating Officer  
Lisa McDonald, Governance Manager/Minutes  
Kris Murali, Director of Finance and Resources

**Apologies:**

Caroline Pearce

**1. Welcome**

The Chair welcomed everyone to the meeting, noting that a People and Culture trustee development session was planned for this meeting, but due to the Board being digital and a

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<sup>1</sup> In attendance for item 15

<sup>2</sup> In attendance for item 15

<sup>3</sup> In attendance for item 12

large volume of business on the agenda, the decision was taken to move the session to a more suitable date.

## **2. Trustees Prevented**

As noted above.

## **3. Declaration of any conflicts of interest**

Select Trustees declared a conflict on specific agenda items. The Chair noted that their involvement in the associated discussion will be limited and if a vote was needed they could be excluded.

## **4. Declaration of any other business**

This item was taken at the end of the meeting, but kept in agenda order for the minutes. Trustees were advised of relevant risks that needed their oversight.

## **5. Reflection**

The Reflection was led by David Branagh.

## **6. Minutes of meeting & Matters arising**

The minutes of the meeting held on the 16 October 2021 were approved subject to agreed amendments.

## **7. Action report: status of actions**

The Company Secretary briefly introduced the item, which was otherwise taken as read. It was noted that for AP5 Terms of Reference, the Scout Store Board had approved their revised terms of reference. The Unity Board were yet to approve theirs. The Company Secretary will follow this up.

### **AP1: Company Secretary to invite the Unity Board to approve their revised terms of reference.**

With AP1 it was noted that further work was to be done on understanding and identifying risk tolerance thresholds and when escalation to the Board is required. Greg Smith, who is an independent member of the Finance Committee has offered to assist with this and will be meeting with Kris Murali and Margaret Giles initially to further this work. The Board also noted that a new role had been added to the Governance Team to inject senior capacity in regards to risk management.

## **8. Board Monitoring Report**

The Company Secretary briefly introduced the report, which was otherwise taken as read. Trustees were invited to note the statistical updates for the safeguarding and safety

functions. It was highlighted that first aid training is reporting red in this quarter, with a lot of working being done to improve this which was noted as follows:

- Implementing a variety of delivery methods to support members with delivering first aid training in an efficient manner
- Audit to establish what plans counties have in place and ongoing work to support this dependent on their needs
- National support is being offered to those who are especially challenged by meeting the demand in their location

The Chair of the Safeguarding Committee advised the Board that when the pandemic hit us, a number of staff went on furlough, and as Scouting returned to face to face this brought an increase in referrals. Trustees noted that investment had been made into the management of the Safeguarding function centrally. The Committee had been discussing thresholds, with a suggestion of a pilot scheme where safeguarding matters were dealt with by properly trained and accredited individuals locally. This could be centrally co-ordinated but locally delivered. The risk appetite and how it's managed needed further consideration.

The backlog of cases presented to the Crown Court was noted as a concern in regards to the impact this has centrally.

The Chair of the Safety Committee advised the Board that the safety numbers are following the trend of people returning back to Scouting, which were noted as pre Covid figures. The central Safety team is coming together well with the new Head of Safety in post. The Chair noted that she was optimistic with the direction of travel, with a safe scouting strategic PID in place.

The Chair advised Trustees that there will be a moment for Safety and Safeguarding at each Board, the Committees have been asked to consider what is needed to be raised at each meeting.

## **9. Baden Powell House Proceeds Utilisation**

The Chief Executive briefly introduced the report, which was otherwise taken as read.

A report outlining the principles for utilisation of the funds realised from the sale of Baden-Powell House was presented to the Board at its meeting in October 2021. The Executive Leadership Team (ELT) had set out the recommendations and the Board agreed the broad principles to be applied in using the funds and also the specific allocations, along with a timetable for deployment of the funds.

The proposals were evolving at that stage and Executive Leadership Team have now worked on these principles and the proposals brought forward for approval are on the basis of principles agreed at the last meeting. They are now firmed up with clarity and business cases will be brought back to Finance Committee and/ or Board as appropriate on a case by case basis.

## **10. 2022-25 Business Plan and Operating Model**

The Director of Finance and Resources introduced the report. He explained to the Board that the report outlines the ongoing sustainable business model for TSA and provides details of the proposed optimum staffing and resourcing model in order to deliver the organisation's activities and the Skills for Life strategy.

The paper provided a three year outline indicative budget, underpinned by assumptions on the income from membership fees as well as commercial activities.

The three year outlook indicates that the finances will recover and we will reach a marginal surplus position in the year 2024-25 with assumed healthy growth in membership numbers. The report noted the total staffing costs and related headcount to support the resurgence following the pandemic, emphasising the need to have a fit-for-purpose staffing structure both now and in the future. Detailed Organograms of each function had been provided to highlight the investment needed in vital areas of safety and safeguarding as well as delivering the digital strategy. This optimum structure is built on the need to ensure that the charitable purpose is delivered, the charity fulfils its legal and regulatory responsibilities (and in doing so ensuring that risks are appropriately managed within appetite) and responds to the demand from the movement for services that support the safe and impactful delivery of Scouting locally.

The ELT had developed these proposals for the sustainable business model and optimum staffing levels, which have been discussed in detail at the Finance Committee meeting in December and comes with the recommendation of the Committee.

A question was raised concerning the membership fee assumptions and the confidence the executive team had in the projected increase in members. The Chief Executive explained that we will be in a better position in a months' time when the census figures will be clearer, we were at 90% headcount we have chased those who are outstanding. Some sections have closed, some are wanting to reopen, and the Skills for Life fund will support those groups to return to Scouting.

**The Board APPROVED the operating model and finance envelope as part of the annual budgeting process.**

## **11. World Scout Jamboree**

Liz Walker in her capacity as Contingent Leader led a presentation to the Board on the World Scout Jamboree, the following key points and next steps were noted as follows:

- World Scout Movement (WOSM) Commissioned Event organised by a chosen National Scout Organisation (NSO) for 14-18 year olds from all NSOs globally
- 25th World Scout Jamboree hosted by Scouting Korea in SaeManGeum with 4,575 from UK (3,240 young people & 1,335 adults)

The Trustees noted the position with the World Scout Jamboree event. Communication was noted as crucial to be prioritised as part of the event planning. A note of the insurance costs and the time they fall to be included for future board presentation.

The Chair thanked Liz/Carl/Mark Hislop for their exceptional efforts with the work that has gone into where we are today.

## **12. Scout Adventures Strategic Direction and Capital Investment**

The Board noted that Scout Adventures forms part of our core charitable activities directly delivering Skills for Life to young people and adults and contributing to the current strategic plan through;

- Programme – supporting a return to face-to-face scouting and the continued support for camping and outdoor/adventurous activities, a core part of the Scout program.
- People – Through the provision of activity training for adults and through the provision of fully programmed and resourced residential experiences to support leaders in the delivery
- Perception – each year over 100,000 external people (teachers, young people and their parents) engage directly and indirectly with Scouting through Scout Adventures acting as a shop window for how we develop skills for life in our participants.
- Inclusion – In 2019 22% of groups visiting Scout Adventures came from communities in areas of deprivation (IMD 1-3). We believe Scout Adventures can help drive our inclusion work learning from our experiences delivering the Generation Green funded project. Our target is to reach 30% of all participants coming from communities in IMD 1-3. This will be done through exploring future funding opportunities, better access to/funding for transport and ways to better reach communities not within easy reach of our current provision.

The Board was pleased to note the inclusion work and that Scout Adventures was working to make it more accessible.

**The Board APPROVED the investment to progress the work to improve and maintain our assets as outlined in the presented report.**

## **13. Skills for life Fund – Outline and approach**

It was noted that The Scout Association has a unique opportunity to invest £8m+ into the Scout movement, transforming our ability to deliver our Skills for Life 2018-25 strategy, and set ourselves up for the next strategy, particularly in relation to supporting volunteers to achieve sustainable growth and ensure Scouts is diverse and inclusive. This fund will be known as the 'Skills for Life Fund.'

A group of volunteers and staff met on 21 December and discussed the best way to deploy the Skills for Life Fund in order to best:

- Make a major contribution to young people's life chances post-pandemic

- Advance the Skills for Life strategy – especially the growth and inclusion strategic objectives
- Deliver the best financial and social return on investment
- The group felt that there needs to be further consultation on how best to invest the £8m+, but believed that there is an immediate need to allocate funding (£1.5m) in 2022-23 in order to:
  - Support the c. 1000 sections that closed during the pandemic that counties are seeking to revive through additional staff support and resources, in conjunction with the Regional Services Team in England (£1m)
  - Pilot work to achieve growth in underrepresented communities (£500k) from which we can learn before deciding on wider investment

Match funding by counties or districts will be sought where possible.

In terms of the next steps the Strategy and Delivery Committee will be engaged and the Scouts Grants Committee who have the expertise on how to distribute funds back out to Counties. A comment was made by the Chair of the Strategy and Delivery Committee that on reflection when considering cash grants vs support he wasn't sure that there was a lack of cash throughout the structure, adding that that there isn't an equitable spread. He wasn't sure cash grants will help, but it could in some areas. This may need to be considered in regards to the deliverable model and what the split may be. In response the UK Chief Commissioner added that with the knowledge we already have in growing the membership money isn't always the answer, a development officer who directs at Headquarters level could be the answer and this can be determined. Some County's don't have financial reserves for example. This will be worked through and brought back to the Board following consideration by the Strategy and Delivery Committee.

A suggestion was made by the Chair of the People and Culture Committee (P&C) that the race equity project needed to determine next steps before money is deployed. A comment that the work needed to be supported and informed by evidence was noted. The UK Chief Commissioner noted that the balance needed with alignment to the Race Equity work and the immediate need to get struggling groups back up and running. The Chair of the P&C Committee urged the Board not to spend on the inclusion work until a clear direction had been identified in terms of who would benefit the most from the financial support. The Chief Executive agreed that work should start with the race equity action plan, now we have that intelligence it will be fed into learning going forwards. As a principle he added that he didn't see it as a top down solution he suggested that it needs to be co-produced.

The Chief Executive noted that there was two parts to fund the million 1) to target sections that were closed and Counties want to come reopen, and 2) what resource capacity is it people need, that funding will assist. He added that it may be better for the paper to come back to the Board in July to ensure proper buy in around what Counties want and will value.

A comment was made that this may appear more favourable to the membership if it was seen as 'doing with them' rather than 'to them'. A suggestion was made that this piece of work needed to complement the strategy and ensure the priorities are where they need to

be. A slight concern was raised concerning the burden this may have locally. In response the UK Chief Commissioner noted that this was a tactical response to an immediate need borne from the impact of the pandemic, and it has to be in response to what people are asking for.

A question was raised in regards to what level locally the Skills for Life fund will be available. The Chief Executive noted that the fear is that we will spend too long considering how to spend and when, whilst some sections are closing and losing their 3<sup>rd</sup> party meeting space and might not get that back. A target needed to be those sections that want to rebuild back.

The Chief Executive added that if the Board agree the approach in principle, it talks to the operating model and links to headcount and 2 out of the 4 strategic objectives. The next stage will be to engage with the County Commissioners via webinars as soon as possible. A trustee suggested doing so in an agile way, as it felt like a learning opportunity in terms of targeting areas of deprivation, she further suggested that 1 or 2 Counties could be engaged to help us learn more of the EDI agenda.

The Chair of the Strategy and Delivery Committee advised the Board that the delegated bottom line proposal for investment will go to the SDC Committee. The Chief Executive added that with the level of engagement needed, the report will be more suited to come back to the Board in July, via the SDC in April. The £1m for the replacement of sections is where the urgency is and this will be a consideration of the SDC. When consideration has been given to the Race Equity report the inclusion work will come to the Board in March. Further thought is needed in regards to the pilot approach that was suggested, this was be reported back to the Board in terms of how it might develop.

**AP2: Governance Manager to add Skills for Life to the SDC forward planner for April and to the Board forward planner for July. The Race Equity Report to be lined up for the Board in March.**

**The Board ENDORSED the approach in principle with a detailed paper about the £1.5m investment to come back to the March Board for approval.**

#### **14. Youth Membership Data Solution**

The Director of Commercial advised the Board on the latest explorations for a data solution for youth members, which was discussed by Board members.

#### **15. Race Equity Report and Response**

Scouts Race Equity Adviser briefly introduced the item, which was taken as read.

The Board noted that a race equity review was carried out between December 2020 and June 2021 and made a range of recommendations to address racism and racial inequality within the movement. The paper set out proposals for taking forward the findings of the report in the form of a race equity project, overseen by a project board, responsible for developing, consulting on, and implementing a vision and action plan for race equity at the Scouts.

A trustee praised the Race Equity Advisor, the Head of EDI and CEO for their leadership to get us to this point.

A question was raised concerning whether any learning had been factored in from other comparable organisations. The Head of EDI advised that they are sharing learning with informal groups.

In response to a question raised concerning communication, Trustees noted that the consultation is in progress with the Movement and then the UK Leadership Team and Board will be consulted.

The Chair of the Strategy and Delivery Committee added that to embed the work the Board will approve an EDI programme mandate which will encompass a breath of work with allocated resource. The UK Chief Commissioner added that today the Board are accepting the report and now work can continue at pace.

**The Board:**

**APPROVED the race equity review**

**APPROVED the proposed approach and governance for a race equity project**

The Vision for race equity will come to the Board in March for approval.

**16. UK Chief Commissioner Early Reflections**

The UK Chief Commissioner gave his early reflections, which focused on the turbulence of transition; the need to engage and mobilise the membership and capacity for success. The key points were noted as follows:

- A focus will be building capability across UK Headquarters and the Movement. The UK Chief Commissioner noted that he was hugely proud of the impact Scouts have and what's been achieved. He touched upon the fragility within the membership, the capacity in the membership is significant but not the right capabilities in some of the leadership roles. There are some gaps in the England team – filling vacancies and cohesion in teams requires attention.
- Operational pivoting – thinking ahead now there is enthusiasm and people are coming together has made a big difference, it is important for us to paint that bright picture.
- UK Headquarters interaction with the membership and creating a peer of support. The National event (Basecamp) will be used to reenergise the movement.

**17. Feedback and evaluation of this meeting**

The Chair invited trustees and all 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".

**Trustees**

Score of 1x6

Score of 2x12

**Staff**

Score of 1x

Score of 2x6

Score of 3x                      Score of 3x  
Score of 4x                      Score of 4x  
Score of 5x                      Score of 5x

Trustees thanked the Executive Leadership Team for a very helpful discussion on Friday evening in relation to the Scouts organigram which assisted to better inform Board discussion.

### **18. Starred Items**

#### **18) Report against annual objectives from: Chair, UK Chief Commissioner, UK Youth Commissioner, Chief Executive**

No discussion to note.

### **19) Data Protection Policy**

The Data Protection Policy will come back to the Board in March and will include an additional statement about the circumstances in which young people's data will be processed.

#### **AP4: Company Secretary to bring the revised Data Protection Policy to the March 2022 Board.**

### **20) Legacies**

There are currently three bequests which require consideration by the Board.

**The Board APPROVED the following recommendation:**

- 1. Frost – The fund to be paid to the Southend-on-Sea districts which encompasses Southend Estuary and Southend West, with the suggestion of using for the project mentioned above. Although, this would be at their discretion on how best to use it.**
- 2. Collins – The fund to be paid to the Blackdown district which encompasses 21 groups in the area, following confirmation of the solicitor's notes.**
- 3. Ash – The fund to be allocated to the county of Leicestershire.**

### **21) Charity Commission Annual Return**

No discussion to note.

### **22) New Year Honours**

The Board were delighted to note those members of the Movement who had been honoured by Her Majesty the Queen in her New Year Honours 2022.

A letter of congratulations will be sent to the award recipients.

### **23) Overseas Branches Update**

No discussion to note.

### **24) UK Youth Commissioner Succession Planning**

The Board approved the selection panel for the UK Youth Commissioner role and the revised role description.

### **25) AGM Minutes**

The Board APPROVED the AGM 2021 minutes.

#### **Minutes of Meetings**

**26) Nominations and Governance Committee Minutes**

**27) Finance Committee Minutes**

**28) People and Culture Minutes**

**29) Safeguarding Committee**

**30) Safety Committee Minutes**

**31) Strategy and Delivery Committee**

**32) Scouts Northern Ireland Board Minutes**

**33) ScoutsCymru Board Minutes**

**34) Scouts Scotland Board Minutes**