

**BOARD MEETING HELD AT GEAN HOUSE, ALLOA  
ON WEDNESDAY 26 OCTOBER 2011**

Present: George Lawrie (Chair)  
Robert Balfour  
John Boswell  
Pat Somerville  
Keith Irving  
Rich Mitchell  
James Fowlie  
Simon Rennie  
Douglas Brotherston [Items 5 and 9 to 11]

In attendance:  
Paths for All Partnership: Ian Findlay (IF)  
Rona Gibb (RG)  
Frances Bain (FB)  
Fiona Kelsall (Minutes)

SNH: Ron McCraw

Funding Ideas: Sue Newberry

NHS Scotland: Maureen Kidd

**ITEM 1 – APOLOGIES**

Apologies had been received from John Lauder, Bruce Logan and Sheila Dawson.

**ITEM 2 – DECLARATION OF INTERESTS**

No Declarations of Interest.

**ITEM 3 – MINUTES OF THE BOARD MEETING HELD ON 29 JUNE 2011**

The Minutes of the Board meeting held on 29 June were accepted as an accurate record of the meeting. Proposed by Robert Balfour, seconded by Pat Somerville.

**ITEM 4 – ACTION POINTS AND MATTERS ARISING – Paper 5(11)1**

There were no comments regarding the Action Points from the Board Meeting on 29 June and these have either been discharged or are on the agenda.

**ITEM 5 - FINANCIAL MATTERS - Paper 5(11)2**

**5.1 Finance Sub-Group Meeting On 14 October**

**Directors noted the agenda for FSG meeting on 14 October and endorsed the APs.**

**5.2 Financial Report June - September 2011**

Balance Sheet

IF reported on the Balance Sheet which demonstrates that overall PFA is in a healthy financial situation.

The Unrestricted General Fund is the financial reserve which PFA aims to increase to

£230,000 to cover 3 months running costs or cover any SPF liability. It is intended to investigate the amount needed for 3 months running costs to ensure that £230, 000 is sufficient.

An analysis of the Restricted Revenue Reserve Funds is required to better understand the funding split.

Douglas Brotherston (DB) suggested PFA investigates and better understands definitions and running costs in order to gain clarity on exactly what PFA's reserves are and how much we need.

***AP1 - IF and SD to review the sum required for 3 months running costs***

***AP2 – IF and DB to meet to discuss funds identified in the Balance Sheet***

#### Summary Board Report

IF talked to this report.

The report now includes a column for the Approved Budget for the whole year (this is a deficit due to funds received last year which are being spent this year – designated funds). The Projected Outcome column takes into account the first 6 months and looks at the position to the end of the year. The difference between the two columns is due to the extra £26,000 income from CSGN and partly due to the £33,000 under spend, most of which relates to timing issues.

The Finance Sub-group would like PFA to aim to have only £60,000 in designated funds at the end of this financial year. When this is combined with the £131,454 surplus in creditors equating to the surplus from 2010-11, the overall projected surplus is approx £80,000. DB stressed that the Projected Outcome column is unlikely to be an accurate projection of out-turn as it is based on a mechanical exercise. DB suggested that he and IF meet to discuss how to refine this process further.

**Directors noted the Balance Sheet and Board Summary report.**

***AP3 – IF and DB to meet to discuss refining the process for projecting a year-end out-turn.***

### **5.3 Update on Annual Accounts 2010-11**

The accounts have been signed off and are ready for the AGM.

Decisions need to be made regarding the audit process which was long and convoluted this year resulting in the Auditors doubling their original fee.

The FSG view this as an opportunity to look at how PFA's financial support is provided and to see if more can be done in-house. There was also discussion around the need to use two separate bodies for the audit process. There is no requirement to use a separate body for accounting and audit purposes and it may be simpler to use one body.

For the annual accounts 2011-12 it was proposed to ask the auditor to tender for preparing and managing the changes to the statutory accounts.

It was also proposed that a brief should be prepared to put out to competitive tender

for accounting, audit and payroll for 2012-13 onwards.

**Directors noted and agreed with FSG's advice in relation to the surplus, management letter and the audit and financial management procedures for future years.**

***AP4 IF and DB to meet to discuss actions relating to the surplus, management letter and the audit and financial management procedures for future years***

#### **5.4 Contracts Report 1 July to 30 September 2011**

There were no items in the report requiring discussion.

**Directors noted the contents of the Contracts Report.**

### **ITEM 6 – FUTURE FUNDING – Paper 5(11)3**

#### **6.1 Update on Fundraising Strategy and Action Plan**

Sue Newberry spoke to this report.

The Board noted that Sue and Rona are in the process of submitting £274,000 of funding bids to a range of sources with the anticipation that this will secure £130,000 of income. The above figure does not include a potential bid to the BIG Lottery Community Spaces Fund.

It was pointed out that decisions relating to most of these bids would not be made for approximately 6 months.

**Directors noted the contents of the progress report.**

#### **6.2 Future Funding and Scenario Planning**

IF updated Directors on dialogue with the Scottish Government and NHS Health Scotland. He informed Directors that discussions have been positive and that we can expect clarity about future funding by the end of December 2011. Directors requested that IF keep them informed on any significant developments.

Ron McCraw updated Directors on SNH's funding position and the new grant scheme that will be introduced in April 2012. The grants scheme will be open to applications soon with a closing date before Christmas and decisions by February 2012. The criteria will be similar to the existing scheme and so PFA will be eligible to apply. Again, Directors requested that IF keep them informed on any significant developments.

***AP5 IF to keep Directors up-to-date on developments with the Scottish Government and SNH***

***AP6 IF, FB and RG to complete a SNH grant application when it is available***

### **ITEM 7 – BUSINESS PLAN 2011-12 Q2 Reports – Paper 5(11)4**

IF introduced this report noting that there are no 'reds' and only a couple of 'ambers'. In terms of our overall target for Scottish Government, after the six month period we are already at 65%, rather than 50%.

The Headline Statistics Paper, Q2 reports to SNH and SG and consultative response

to the Finance Committee on preventative spend were circulated for information.

FB and RG reported on the organisational highlights, the number of which confirms that a lot is going on and shows that PFA is at capacity.

FB confirmed that the Scottish Government has agreed to the step count challenge. It was suggested that PFA also approach the journalists that cover Scottish politics inviting them to take part as this would ensure maximum coverage.

**Directors noted and approved progress.**

***AP7 FB to approach journalists regarding step count challenge***

## **ITEM 8 – STAFFING MATTERS – Paper 5(11)5**

IF spoke to this paper, essentially a report from the Staffing Sub-group meeting on 19 September.

### **8.1 Staffing Sub-group meeting on 19 September**

Everything covered by the Staffing Sub-group (SSG) is in the paper apart from the Draft Capability Procedure which the SSG proposes not to make into a separate procedure, but rather cover any potential capability or performance issues through the Performance Development Review (PDR). Performance is also covered within the Disciplinary process.

**Directors noted and approved the agenda and action points**

### **8.2 Review of Working at Home Policy**

The current Working at Home policy is designed for occasional and informal home working, where it fits with other duties and/or personal circumstances. A staff consultation followed requests for a more formalised and regular home working arrangement with the result that a small number of staff expressing a potential interest.

The SSG's view is not to develop a new policy, but to build more flexibility into the existing Working at Home and Flexi-time policies.

The SSG also came to the view that a further matter regarding a compressed working week, which would allow staff to work longer hours and fewer days, would be best dealt with through the Flexi-time policy.

The point was raised regarding some staff's ability to take advantage of elements of these policies. It is therefore important that management are aware of potential and discrimination and strive to avoid it.

**Directors approved the changes to the Working at Home and the Flexi-time policies**

### **8.3 Review of HR Policies**

Following a review of four HR policies by PFA's HR Advisor Linden Stables it was agreed to accept the proposed changes and to combine the Conduct & Behaviour and Code of Conduct policies.

**Directors approved the revised Disciplinary Policy, Grievance Procedures Policy and Code of Conduct Policy.**

#### **8.4 Review of Contract of Employment**

Linden Stables was also asked to review the Contract of Employment to ensure that it is up to date in terms of legal compliance and best practice.

A decision needs to be made regarding who the new contract will apply to i.e. only new members of staff or also existing members of staff. It was agreed that IF and SD should seek further advice on this matter.

In answer to a query regarding the absence of use of social media in the contract, Linden has advised not to put too much policy in a contract so that if policy changes occur, the contract does not have to be re-written. Instead, Linden advised that the contract should make reference to the Staff Handbook. Social Media is covered in PFA's IT Policy.

#### **Directors approved the revised Contract of Employment**

***AP8 IF and SD to seek further advice from Linden Stables regarding the circulation of the new contract to existing staff.***

#### **8.5 Update on Strathclyde Pension Fund**

Refer to confidential Staffing Matters Minute.

#### **8.6 Draft Anti-bribery and Corruption Policy and Draft Equality Policy**

**Directors approved the draft Anti-bribery and Corruption Policy and draft Equality Policy**

The Directors wished to record their thanks to Sheila Dawson for producing and updating the various policies

***AP9 SD to incorporate revised Working at Home Policy, Flexi-time Policy, Disciplinary Policy, Grievance Procedure, Code of Conduct Policy, Anti-bribery and Corruption Policy and Draft Equality Policy into Staff Handbook and inform staff***

#### **ITEM 9 – APPLICATION FOR MEMBERSHIP FORM WOODLAND TRUST SCOTLAND – Paper 5(11)6**

RG spoke to this paper. PFA has been working with Woodland Trust Scotland (WTS) over the past 18 months and there are a number of opportunities for joint working. PFA is currently in discussion with WTS regarding a jointly badged page within the Visit Woods website which would direct users to PFA's Walking for Health schemes.

**Directors approved the Woodland Trust Scotland's application for membership of Paths for All.**

***AP10 RG to inform WTS of Directors decision to approve their application for membership of PFA and arrange an induction meeting***

#### **ITEM 10 – AGM ARRANGEMENTS**

A late nomination for a Director was received but was not accepted on the grounds of it being late and the precedence it would have set if PFA had not kept to the requirements in its Memo and Arts.

One Director vacancy therefore exists and so there is an opportunity for co-option. Directors agreed that the skills audit should be reviewed before seeking suitable candidates for co-option.

***AP11 IF and GL to review skills audit before January 2012***

**ITEM 11 – AOCB**

The Chairman proposed that a letter be written to Bruce Logan to recognise his contribution to PFA over the years.

***AP12 IF and GL to write to Bruce Logan***

Paths for All

October 2011