MINUTES OF BOARD MEETING

27th February 2026

Board of Directors attending

Yvonne Emery **(YE)** – Chair
Phil Ingle (**PI**) – Finance Director
Alastair Greener (**AG**) – President
Denise Fay (**DF**) - Marketing Director / Vice President
Leon Bamforth (**LB**) - Membership Director (joining meeting later)
Patrick Mercie (**PM**) - Commercial Director
Olga Geidane (**OG**) - Director of Regions

Apologies : Michelle Mills-Porter **(MMP)** – Immediate Past President

Notes
1. WELCOME The Chair welcomed everyone to the meeting An additional note was made about the recent passing of Mal Budd – RP at East Midlands region. All Board were informed, RP's have been contacted and East Midlands members messaged. A message will go out today at 10.30 to inform all members. We will be kept up to date with funeral arrangements. **Actions** • Continue communications relating to the funeral of Mal Budd and support the East Midlands Region.
2. Apologies for Absence Michelle Mills-Porter
3. Potential Conflicts of Interest to be registered **YE** I work with Simon Zutshi, so I need to register that as a potential conflict of interest if he assists with Sponsorship of SBS26.

4. Minutes from December 2025 Board Meeting (YE) – approval

PI Proposer **PM** Seconder

Minutes were approved

5. Recruitment Programme

The Chair presented the developing succession planning and recruitment programme for Board and volunteer roles. It was explained that the organisation faced a significant volume of recruitment across both Board and non-Board positions over the coming years and that forward planning was intended to avoid annual uncertainty regarding appointments. A comprehensive recruitment timetable had therefore been developed extending through to 2029.

The Board reviewed the range of vacancies anticipated, including volunteer coordinator positions, scrutineers, representative roles, marketing responsibilities, Learning and Development, the Global Speakers Federation representative and the future Vice President. Members noted that several existing volunteers were carrying unsustainable workloads and that additional support would improve resilience across the organisation.

Discussion focused on whether all recruitment should commence simultaneously or be phased. Whilst members broadly supported announcing all opportunities together to provide transparency and enable applicants to consider the full range of roles, concerns were expressed about managing interviews and maintaining quality throughout the process. Several members suggested that interviews could be staggered across phases while still advertising all vacancies at the outset.

The Board also considered the importance of clearly defined role descriptions, eligibility criteria and interview processes before recruitment commenced. Members emphasised that recruitment should encourage wider participation within the membership while ensuring appropriate governance and consistency. There was discussion regarding whether different categories of Board and supporting roles might encourage a broader range of volunteers to become involved.

The recruitment timetable was reviewed. Members recognised that recent events meant the original timetable was no longer achievable and accepted that the programme should be revised. Whilst there remained urgency to recruit before the next operational year, the Board considered that a short delay would be preferable to rushing the process.

The Board acknowledged the considerable amount of preparation already undertaken and thanked the Chair for the work completed. An offer of practical assistance with recruitment was also made by one Board member based on previous recruitment experience.

🔴 **Actions**

- Revise the recruitment timetable to reflect current circumstances.
- Circulate draft succession planning documentation and role descriptions to the Board.
- Finalise recruitment criteria and interview process.
- Consider phasing interviews whilst advertising all vacancies together.
- Review classification of Board and supporting volunteer roles.
- Seek additional assistance with managing the recruitment process.

5.a Recruitment of the Next Vice President

The Board considered the recruitment process for the future Vice President/President, recognising that there are currently no serving Board members choosing to progress into the Presidency. It was therefore accepted that recruitment would need to be opened to the wider membership.

The Board discussed how this should be managed whilst maintaining appropriate governance and ensuring the successful candidate could develop into the Presidency.

Reference was made to an earlier governance paper prepared before the 2024 AGM which had proposed a broadly similar approach. Board Members reflected on previous AGM discussions and distinguished between an open election by the membership, and a Board-led recruitment process followed by member ratification. The Board generally supported retaining Board oversight throughout recruitment whilst allowing applications from across the membership.

It was agreed that the previously circulated paper should be reviewed before further discussion and prepare comments and suggestions for refinement at a dedicated meeting. Governance considerations would also be included within that future discussion.

🔴 **Actions**

- Review the circulated Vice President recruitment paper.
- Prepare comments and suggested amendments before the dedicated governance meeting.
- Develop the recruitment process for presentation at the follow-up meeting.

6. Governance discussion

This was postponed due to the circumstances and will be picked up in another meeting.

The Board acknowledged the difficult circumstances surrounding the meeting and considered whether the planned agenda remained appropriate. It was recognised that several significant papers had only recently been circulated and that, because of both the bereavement and reduced attendance, sufficient time had not been available for proper consideration of a number of governance documents. It was therefore considered preferable to focus only on essential business and defer more substantial governance discussions until a dedicated meeting could be arranged.

Concern was expressed that decisions should not be taken where key directors were absent or where the board had not had adequate opportunity to review supporting papers. The discussion reinforced the importance of robust governance, allowing appropriate consultation and avoiding situations where decisions could be perceived as having been reached prematurely. The Board also reflected on previous occasions where decisions had felt rushed and agreed that greater care should be taken in future where conflicts of interest or incomplete attendance might affect Board deliberations.

The Board also recognised that communication between meetings could be improved. It was suggested that making greater use of the Board WhatsApp group to discuss issues in advance, enabling more informed debate during formal meetings.

🔴 **Actions**

- Arrange additional Board meetings to consider governance matters separately.
- Make greater use of Board communication channels between meetings.
- Ensure conflicts of interest are actively managed during future discussions.

7. Risk Register discussion

The Board undertook a detailed review of the developing PSA risk register. It was noted that considerable work had already been undertaken to improve the document, but board members agreed that further simplification was required if it was to become a practical tool for regular Board oversight. The Finance Director advised that several risks currently listed separately under finance were, in effect, different causes or consequences of inadequate cash flow and could therefore be consolidated. External and internal fraud should remain separately identified, together with risks associated with banking arrangements.

There was a discussion which considered the appropriate level of detail, recognising the need to retain sufficient information to identify different causes and mitigations without creating an unmanageable document. Particular concern was expressed about the IT section, which contained approximately 40 individual items. The Board considered that these should be consolidated into broader risk categories, including cybersecurity. It was also noted that, because much of the PSA's technology is provided through third-party cloud services such as Sport80, responsibility for some technical risks sits primarily with the supplier rather than directly with the PSA.

The recent attempted fraud following the compromise of the President's email account was considered as a practical example of the interaction between financial, fraud and cybersecurity risks. A fraudulent request for payment of approximately £20,000 had appeared credible and had specifically targeted the President and Finance Director. The attempt to secure funds by a third party had been identified before any funds were transferred. Board Members noted that the incident demonstrated both the importance of appropriate systems and the continuing role of individual judgement and verification in mitigating risk.

The Board reviewed the remaining sections of the register, including Board and governance, regions, events, systems and compliance. Questions arose to consider whether matters such as lack of robust policies and reputational risk were themselves risks or, alternatively, causes or consequences of other risks. It was suggested that reputational damage would generally arise from a failure to manage another underlying risk effectively. The forthcoming governance review was also expected to inform several items currently included within the compliance section.

Consideration was given to combining the regions and events sections because of similarities in areas such as health and safety. However, it was also recognised important distinctions: regional activity was central to attracting and retaining members of the association, whereas national events served a different purpose and carried different operational risks. No definitive conclusion was reached on whether these categories should ultimately remain separate. The Board also identified significant dependency upon key individuals and suppliers, including My Management Company (HQ) and specialist technical support, as matters requiring appropriate recognition within the register.

The Board discussed the wider risk that excessive governance and administrative processes could themselves impede the organisation's effectiveness. Examples were given of decisions and operational changes taking an extended period to complete. Whilst there was debate as to whether this should itself appear as a specific risk, there was agreement that the PSA needed proportionate controls which enabled the organisation to operate efficiently. The risk register should therefore remain sufficiently concise to be reviewed and used regularly rather than becoming an exhaustive document which the Board could not realistically maintain.

It was agreed that the next stage should involve individual Board members undertaking an initial review of sections relevant to their areas of expertise, after which the complete register would return to the Board for collective scrutiny. It was emphasised that allocation of the initial work did not transfer ownership of individual risks to those directors; the full Board remained responsible for reviewing and monitoring the risk register. Whatever governance structure was ultimately adopted, and there was agreement that maintaining an effective risk register remained an essential Board responsibility.

Actions

- Review and simplify the financial section of the risk register – **PI**
- Review and simplify the systems and IT risks – **LB**
- Review the regions and events sections – **AG and OG**, with the appropriate division of responsibilities to be agreed.
- Review the Board/governance section – **YE**
- Allocate and review the compliance section - **YE**
- Circulate the bow-tie risk methodology/example to support the review process - **YE**
- Seek an example risk register from CAPS for comparison -**YE**
- Bring the revised sections back to the full Board for collective review and ratification - **ALL**

Decisions

- The Board agreed that the risk register should be substantially simplified to create a practical and regularly usable governance tool.
- The Board agreed to divide the initial review between directors according to relevant expertise, whilst retaining collective Board responsibility for the complete risk register.
- The Board agreed that a functioning risk register was required irrespective of the outcome of the wider governance review.

8. Reinstatement of a previous Fellow

The Board considered the position of a former Fellow seeking to rejoin the PSA and reviewed the current policy relating to returning Fellows. It was recognised that previous cases had been handled differently, creating uncertainty regarding the correct process. The discussion focused on balancing fairness and consistency with the desire to encourage experienced members to rejoin the Association.

Different approaches were explored, including requiring returning Fellows to re-enter at Professional level before regaining Fellowship, allowing a shortened qualification period, or creating a distinct policy for returning Fellows. The Board acknowledged that any revised approach should be consistently applied to avoid perceptions of unequal treatment whilst also recognising the strategic value of encouraging experienced speakers to return to membership.

The discussion also highlighted broader questions regarding the ongoing value of Fellowship, expectations placed upon Fellows and whether current membership structures continued to meet the Association's needs. The Board recognised that these wider policy considerations extended beyond the immediate case.

🔴 **Actions**

- Review the policy relating to returning Fellows.
- Consider whether a specific policy should be created for returning Fellows.
- Bring revised policy proposals to a future Board meeting.

9. Finance Update (PI)

The Finance Director provided an update on the Association's current cash position and presented the cash flow forecast for the remainder of 2026. Approximately £94,000 was held in the Metro Bank savings account, with further funds in the current account and approximately €13,000 held separately. Total available funds were therefore in excess of £100,000. The Board noted that the deposit protection limit had increased to £120,000, reducing the immediate concern previously identified regarding the concentration of funds within one banking institution.

The Finance Director advised that consideration would nevertheless be given to whether some funds could earn a better rate of interest elsewhere. The level of euro reserves would also be reviewed, as income and expenditure denominated in euros were broadly balanced and it might not be necessary to retain the full amount currently held. Options included transferring funds to the Wise account for operational payments or converting an element into sterling. These matters were not considered urgent.

The cash flow forecast indicated that the Association remained able to meet its planned commitments throughout 2026, including Impact! and SBS, although the board recognised that the position remained relatively tight. Forecast cash reserves later in the year remained positive and were expected to be approximately £55,000 around November. The Chair emphasised that the Association should continue pursuing growth and additional income to create greater financial headroom rather than regarding the current position as comfortably sustainable.

Board members noted that recent cash generation had been supported substantially by event ticket sales, courses and regional activity. The Finance Director advised that the most effective way of materially strengthening the longer-term financial position would be to increase membership, which would generate additional subscription income while also potentially increasing participation in regional events and Conferences. This was consistent with the Board's wider growth strategy.

The Board scrutinised variances between forecast and actual membership and regional event income. Concern was expressed that some variances appeared significant and might indicate either weaker-than-expected sales or weaknesses in the forecasting methodology. The Finance Director acknowledged that forecasting could be improved but explained that some differences arose from timing and from the difficulty of accurately separating membership and event income following the migration to Sport80. Consequently, some reported figures remained indicative rather than exact.

Board members were advised that the principal measure for Board oversight should be the **total cash position**, rather than individual monthly variances viewed in isolation. The actual cash position at the end of February was expected to exceed the forecast, providing some reassurance despite variations within individual income and expenditure lines. Nevertheless, it was acknowledged that repeated variances of 40–45% would require further examination and that forecasting should continue to improve.

The Chair also noted that membership figures might be distorted by the Sport80 migration, with some members appearing to have lapsed despite not necessarily intending to leave the Association. Further work was required to identify and contact those individuals and support them through the renewal process. The Board therefore recognised the close relationship between membership recovery, growth and the Association's longer-term financial sustainability.

🔴 **Actions**

- Investigate alternative banking arrangements offering improved interest returns on surplus cash.
- Review the level of euro reserves and consider transferring or converting funds where appropriate.
- Update the 2026 cash flow forecast as further actual information becomes available.
- Continue improving the accuracy of financial forecasting and reporting following the Sport80 migration.
- Progress work to identify and contact members whose memberships have lapsed during the Sport80 transition.
- Continue focusing on membership growth as the principal means of strengthening recurring income.

🟦 **Decisions**

- The Board noted that the Association's current and forecast cash position remained sufficient to support planned operations during 2026.
- The Board agreed that the total cash position should be treated as the principal high-level indicator when reviewing the cash flow forecast.

10. Impact! and SBS26 Update (AG)

A brief events update was provided. Impact! had recorded 55 purchased tickets, with a further 19 potential attendees identified at that point. No substantive review was taken of the event programme during this section, as the principal focus moved to the financial implications of forthcoming events.

During the finance discussion, the Board noted that both Impact! and SBS represented significant forthcoming expenditure and that their financial performance would therefore remain important to the PSA's overall cash position.

The Finance Director had reviewed the Impact! budget following a request to consider paying expenses for Regional Presidents attending and staffing the event. Initial calculations suggested that meeting those expenses could move Impact! into a loss.

🔴 **Actions**

- Continue monitoring ticket sales and the financial position of Impact!

11. Sport 80 update (LB)

The Board received a brief update on implementation of Sport80. It was reported that the back-office team was becoming increasingly familiar with the system and had begun identifying workable solutions to a number of earlier difficulties. The approach remained to work, wherever practicable, within Sport80's standard functionality rather than creating unnecessary bespoke arrangements.

The board nevertheless acknowledged that the platform had been designed principally for sporting organisations and that some processes did not translate naturally to the requirements of a professional speaking association. The recently introduced events module remained heavily orientated towards sporting competitions, creating potentially confusing terminology and processes for PSA members. An example was given of spectators being prompted to "enter" a competition when obtaining spectator tickets. The Board noted that these issues were being managed operationally and that members were being supported through the process.

A further issue arose during the subsequent financial discussion concerning the way Sport80 and Stripe aggregate membership and event income. This made accurate and efficient bookkeeping more difficult because individual payments could contain income from different sources. Sport80 had been asked whether membership and event receipts could be separated. In parallel, work on the API could potentially provide reporting capable of breaking aggregated payments down into their constituent transactions.

The Board also recognised its reliance upon specialist technical support during the migration and implementation process. This reinforced the earlier risk-register discussion concerning key-person dependency and the importance of maintaining constructive relationships with those providing essential operational support.

🔴 **Actions**

- Continue resolving outstanding Sport80 operational issues with the back-office team.
- Ask Sport80 whether membership and event receipts can be separated within Stripe payments.
- Include improved financial reporting and transaction breakdowns within the requirements for the Sport80 API development.

12. Proposal from a Member – PSA WhatsApp group

A proposition was received from a member to set up a WhatsApp group that was one way only for getting quick messages across when required.

The Board reviewed this and the history of why this doesn't happen at the moment. We have significant drift of members in and out at the moment and it has been agreed that this won't be set up at the moment.

This can be reviewed when we have a robust membership system that can integrate with the group.

🔴 **Actions**

Chair to message the member

The meeting closed at 1.00pm