

Approved minutes of a meeting of the RCOT Board of Trustees

Held on 2 October 2025, via Teams

Council members present	
Name	Position
Aisling Durkin	Trustee, Northern Ireland
Jackie Gordon	Trustee, England
Neil Carnegie	Trustee, Scotland
Cathryn Holding	Trustee, Industrial relations
Paul Dunning	Trustee, Wales
Janine Hackett	Trustee, Learning and Development
Odeth Richardson	Trustee, Chair
Also in attendance	
Regular attendees (attended all items except confidential items)	
Satvinder Reyatt	Interim CEO
CJ Odeleye	Interim Associate Director of Finance
Clare Cochrane	Director of Brand and Marketing
Karin Orman	Director of Practice and Innovation
Kate Monro	Head of Governance and Compliance
Rob Smyth	Director of Strategy, Technology and Transformation
Angela Daniel	Senior Business Support Partner, minute taker
Other attendees	
Thea Healy	Head of Profile and Campaigns
Nikki Daniels	Head of Professional Development
Observers	
Gary Waltham	Incoming CEO
Robert Workman	
Hadas Reshef	
Apologies	
Dr Sureshkumar Kamalakannan	Trustee, International Affairs
Dr Anita Atwal	Trustee, Research and Development

Please note: Items are recorded in agenda item order rather than the order in which they were taken.

Item	Main point
1.	Meeting business Introductions are given for observers and apologies made.

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1.1	Declaration of conflict of interest No declarations were made.
1.2	Approval of RCOT Board of Trustee minutes An error was noted in the reserves figure, which incorrectly stated 396 instead of the correct amount of 696. This discrepancy arose due to a change in the way reserves were being reported. The figure will be amended from three to six before the final version is issued. Resolution Board approved the minutes of 17 July 2025 RCOT Board minutes subject to the amendment, and approved the forward planner. [#8142385275] Action KM/AD to amend RCOT minutes [#10788407130] AD to circulate the joint RCOT-BAOT minutes for review and approval. [#10788425272] CC to circulate member value proposition summary document. [#10788455419] Key factors discussed / taken into account Updates were provided on the following actions: Sustainability plan – a report outlining planned actions would be brought to the next meeting, with a focus on supporting members in their sustainability journey. The update will include actions already underway and those aligned with the workforce strategy and community initiatives. Organisational performance report – future presentations would interactive data visualisation tools such as PowerBI. While static reports will continue to be shared via OnBoard, Members interested in accessing live dashboards outside of meetings could be provided with RCOT profiles and licences to enable secure access. Member value proposition – a deep dive session would be scheduled for a future meeting. Research by Design, a specialist agency with experience in similar membership and health sector projects, had been contracted to run focus groups followed by a wider member survey with findings supporting an internal model for future use across membership categories. Additionally, a strong engagement plan was in place to support new member benefits such as communities, the CPD tool, and the library, with ongoing efforts to ensure members gain full value and engagement remains high. A query was raised regarding the documentation of the decision to reduce OT News to six issues, which was discussed at the July meeting. It was confirmed that this decision was made during the joint meeting focused on financial planning. The minutes from that meeting were recorded separately and had not yet been circulated. These will be shared via email for review and approval.
2.	Standing management reports Purpose / issue for consideration The interim CEO presented the standing report to ensure the Board was abreast of key developments and achievements since the last meeting. Key points highlighted were: Financial position

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	• Staff engagement • Memcom awards The following standing reports were also presented: • Membership growth • Organisational performance report • Strategic programmes update • Risk report • Finance report Resolution The Board approved the proposed KPIs for 2025-26. [#7188907137] Actions • Feedback from the Board to be shared with staff regarding the Memcom awards and wider gratitude for all the hard work staff are doing for RCOT. [#18094056713] • CC to address new learners as part of future deep dive and include how many new learners convert to full membership. [#18094091233] Key factors discussed and taken into account by the Board CEO report – presented by the Interim CEO Overall, positive progress is being made across interim priorities. Financial recovery is on track, with improved management of expenditure and income, and reduced reliance on reserves. Additional income is expected from finalising a fourth-floor contract and new partnership. Staff engagement remains a focus, with efforts to boost morale including continued work with the colleague forum and cross-directorate groups, alongside one-to-one meetings to strengthen internal connections. MyRCOT engagement has increased, and member feedback is informing improvements. External recognition from the Memcom Awards was also noted, contributing positively to staff morale. Board members expressed their appreciation for the leadership provided during the recent transitional period, highlighting the focus on psychological safety and financial stability. Council also asked that their gratitude and recognition of staff dedication and hard work be shared with the wider team. Membership growth reports – presented by Director of Brand and Marketing August closed with 37,624 members, this included financially inactive members who were later removed following a final ‘Red Button’ event. Net growth stood at 1,609 members, exceeding the target by nearly 500. Positive movement was observed in the newly qualified category, though student numbers remained relatively static. Engagement efforts included targeted webinars, a refer-a-friend pilot, and events promoting membership benefits. Work continues to improve the join journey and member experience, with additional support being considered for the renewals period. Despite being behind budgeted income, there is cautious optimism for continued improvement. The board discussed ongoing efforts to engage new learners and non-members, including the development of a repurposed newsletter and video resources aimed at onboarding students. Learner ambassador coverage was growing with analysis underway to assess their impact. Engagement with universities is being strengthened through a fully recruited
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	education enhancement team, with plans to tailor resources regionally. Positive student membership trends were noted. A temporary issue with the payments page was acknowledged, with assurances that it is being addressed as a priority. Additionally, caution was advised regarding membership spikes linked to HCPC audits, as these may not reflect sustained growth..
2.3	Performance report – presented by Director of Strategy, Technology and Transformation The overview of RCOT's operational performance for June and July 2025 showed positive results with the majority of key performance indicators meeting or exceeding expectations.
2.4	Strategic programmes update – presented by the Director of Strategy, Technology and Transformation RCOT's strategic programme delivery was outlined including the transition to a focused interim priority approach during leadership change. While the four strategic programmes (digital transformation, membership growth, commercial income, and professional leadership) remain in place, the organisation is currently concentrating on 56 core priority actions from July to December 2025. These actions span financial recovery, governance, member engagement, and digital transformation, with progress tracked bi-weekly and managed via Monday.com.
2.5	Risk report – presented by Head of Governance and Compliance - Financial risk remained high but are improving, with a revised deficit on track and cost reduction plans underway. - Risks related to organisational culture and colleague retention are elevated due to low colleague engagement scores, though mitigating actions are in progress. - Member value perception remained a moderate risk, with strong retention but concerns following the vote against increased member fees at the AGM. Data protection risk has been downgraded due to improved frameworks. - Governance risk had also reduced following significant progress with reforms. It was noted that the heat map used to visualise risk may not fully capture the nuance, and it is accompanied by a narrative to reflect that improvements do not equate to the absence of risk.
2.6	Finance report – presented by the Interim Associate Director of Finance Patricia McClure joined the meeting. An update was provided on the financial position to the end of August, indicating that the organisation was on track to meet its revised deficit target, with potential to exceed expectations once September figures were finalised. Positive developments included: - confirmed partnership contracts contributing an additional £40K in income, - progress toward securing a long-term tenant for the fourth floor, - a shift toward a more pragmatic and cautious approach to financial planning, aiming for achievable targets while maintaining ambition. The value of constructive challenge from AIRC, particularly in balancing realism with aspiration, was also acknowledged as a key factor in refining the organisation's planning approach.
3.	Approval of RCOT budget and plan

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	Purpose / issue for consideration The Board was asked to review and approve the proposed budget and plan for 2025-26. The budget reflected a strategic shift towards long-term sustainability, with a focus on balanced investment, cost control, and income risk management. Although a nominal £15K deficit was projected, additional partnership income was expected to offset this. Resolution The Board reviewed and discussed the contents of the proposed budget for 2025-26 and approved RCOT's budget and plan for 2025-26, as represented in the income and expenditure budget. [#8142264348] [Information redacted due to commercial sensitivity] The Board approved the proposed plan to be submitted to its parent company – The British Association of Occupational Therapists (BAOT) to request for provision of funding required towards the delivery of the plans presented in the budget pack. Actions • KO, CC and CJO to consider introduction of sustainability and carbon offsetting factors into decision-making with regards to travel and events. [#18094382165] • CJO to consider improvements in graph design in future materials to enhance readability and distinguish key financial indicators more effectively. [#10788738127] • SLT to consider and plan careful communication to members about changes to the reserves policy. [#18094293835] Key factors discussed and taken into account by the Board An overview was provided of the budget planning process, highlighting its iterative nature and the collaborative efforts between the AIR Committee, Council, and Board. Key structural changes were noted, including clearer differentiation between RCOT and BAOT, and the inclusion of a five-year financial plan. The organisation was transitioning from a high-growth strategy to a more pragmatic, cost-neutral approach, aiming to rebuild reserves and streamline operations. Future plans included moderate growth, targeted investments, and improved member engagement. The financial strategy also included a potential member fee uplift to support sustainability. Feedback on the budget presentation was positive, with appreciation for the clear structure outlining the organisation's financial journey which helped contextualise decision-making for Board members. Concerns were raised about how the reserves policy might be perceived externally, it was emphasised that communication around this should be clear and aligned with Charity Commission guidelines to avoid misinterpretation. The discussion explored the integration of environmental sustainability into RCOT's operational planning, with a proposal to establish a carbon footprint budget alongside financial considerations. Patricia McClure left the meeting Observers left the meeting.
4.	RESTRICTED: CEO onboarding [information redacted due to confidentiality]
5.	RESTRICTED: Casson Lecture [information redacted due to confidentiality]

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6.	SLT rejoined the meeting. Purpose / issue for consideration The Board were presented an update on the relaunch of recruitment for four lay trustee roles, reflecting recent governance and structural changes. The Board needed to decide on role specifications, including potential internal appointments and adjustments to skill requirements, while ensuring the process remained transparent, inclusive, and aligned with Charity Commission guidance on board independence and diversity. Resolution The Board approved: [#9826877720] • [Information redacted due to confidentiality] • Proposed adjustment in focus of skills for two of the roles – digital/marketing adjusted to technology and cyber security, membership/volunteering adjusted to membership; and • Role profiles for all four roles. Actions None. Key factors discussed and taken into account by Board Recruitment for four lay trustee roles would launch before the end of the year. The recruitment aligns with Charity Commission guidance on board independence and diversity, and the roles would be essential for managing conflicts between RCOT and BAOT under the pending Articles. The campaign would run this year, with appointments effective from February 2026. Previous recruitment efforts for Committee roles were robust, involving external agencies, though current budget constraints mean the lay trustee process would be managed in-house. The recruitment strategy included inclusive outreach beyond traditional platforms, and the roles were set for an initial three-year term, subject to review.
7.	Thea Healy and Nikki Daniels joined the meeting. Purpose / issue for consideration The Board received a for information update on plans for professional development and events, focusing on alignment with the Workforce Strategy (2024–2035). Resolution None. Actions None. Key factors discussed and taken into account by Board The approach to professional development and events focused on retention and career development. It aimed to support all occupational therapy practitioners through a tiered CPD offer, a revised Professional Development Framework, social learning via RCOT Communities, quality assurance through CPD design principles, and strategic

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	partnerships. The events strategy complements this by fostering inclusive, insight-led engagement that supports lifelong learning and organisational sustainability. The Board discussed the planned refinements to RCOT's professional development offer, focusing on a tiered model: • Universal: Accessible resources and community engagement. • Targeted and Specialist: Advanced activities, potentially involving external experts or monetised events. The Board emphasised the importance of: • ensuring quality assurance through updated design principles, evolving from a previous complex framework. • member-driven content, especially in-person events, and exploring partnerships with regional venues to support this. • clarity in terminology and the need to balance strategic planning with member expectations, particularly regarding the 70:20:10 model and the loss of previous community structures. Commitment to aligning development opportunities with member needs and commercial strategy was affirmed. Thea Healy and Nikki Daniels left the meeting.
8.	Policy approval: RCOT Scheme of Delegation Purpose / issue for consideration The policy outlines a new governance framework designed to clarify and formalise decision-making responsibilities across the organisation. It replaces the previous 'Matters Reserved for Council' policy and introduces a structured approach to delegating authority from the Board to Committees and the CEO, while maintaining oversight and accountability. The Scheme supports compliance with Charity Commission guidance and includes financial, strategic, operational, and people-related decisions. It also proposes the creation of a new Conduct Committee and the formalisation of the Fellowship and Merit Awards Committee. Feedback from AIRC and PNC have been incorporated, and the Scheme will be reviewed annually. Resolutions The Board approved the Scheme of Delegation. [#9948461719] Actions None. Key factors discussed and taken into account by Board A recommendation of scheduling an early review of the new process to assess its effectiveness in practice. An earlier review will help determine whether the process is working as intended and allow for timely adjustments if needed.
9.	RESTRICTED: Open letter from the UK Health Professionals Petition to the Royal Colleges (UKHPRC) re Gaza [information redacted due to confidentiality]

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10.	RESTRICTED: Property update [information redacted due to commercial sensitivity]
11.	AOB [Information redacted due to confidentiality] Thanks to Interim CEO Appreciation was expressed to Satvinder Reyatt for her efforts and flexibility during a challenging transition period, acknowledging the extra responsibilities taken on to cover gaps within the team. The message was delivered on behalf of Board, thanking her and SLT for their hard work and adaptability.
	These minutes are agreed by the Board of Trustees as a true record of the meeting. Signature: <u>Odeth Richardson</u> Odeth Richardson (Feb 10, 2026 13:33:17 GMT) Minutes signed by: <u>ODETH RICHARDSON</u> (name in capital letters) Date: <u>10/02/26</u>

Action summary table

Item	Action	Owner
1.2	Amend RCOT minutes	KM/AD
1.2	Circulate the joint RCOT-BAOT minutes for review and approval.	AD
11	Contact Board members to get availability for an online BAOT meeting in January and confirm dates for a 2 day meeting in April.	AD
3	Consider introduction of sustainability and carbon offsetting factors into decision-making with regards to travel and events.	KO, CC and CJO
3	Consider improvements in graph design in future materials to enhance readability and distinguish key financial indicators more effectively.	CJO