

# Minutes - July Board 2017

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<b>Date of Meeting</b>	04/07/2017
<b>Location</b>	Eversheds
<b>Present</b>	Chair, P Abrahams, T Cadman, C Halsted, B Speight, J Troiano, P Wedge
<b>In attendance</b>	CEO, D Moseley, K Robinson, J Magill, P Smith, S Garrett(Part)

## 1. Introduction

The Chair welcomed Steve Garrett, BF Talent Pathway Manager and Peter Smith, England Fencing Deputy President and EF Observer to the meeting.

Apologies received from Janet Campbell, Caryl Oliver, Anne-Catrin Sallaba, Gill Palmer.

There were no new Declarations of Interest.

Chair summarised the Interim Board decisions since the last Board Meeting. The Board:

- agreed to drop the sport resolution appeal
- approved the nomination of Hilary Philbin to the EFC
- approved the remaining BF EFC nominations (May )
- agreed the AGM Date
- agreed to put BF's name to the Manifesto for Unfunded Sports
- approved the 2017-18 Senior and Junior Selection Policies

Chair summarised the Board actions:

- 4 year financial plan is carried forward
- Tracking of KPI's on score card will be finalised once Sport England Targets and Measures have been finalised - carried forward
- Director Code of conduct - deferred to next meeting
- Election announcement - done
- Board strategy communication on the performance pathway - done
- Principle for events next year - carried forward
- Election process, NomCom and other Governance items will be covered later in the meeting

## 2. Performance Pathway - The Senior Selection Structure 2017-18

The current status was summarised - Junior and Senior Policies have been approved, Discretionary Selection Forms, Senior Selection Forms and Appeals Policy and Process published on website. List of selectors and weapon managers published

Chair - going into volunteer led environment we have the policies at Board level and the CEO has set up a selection structure which removes CEO and Board largely from the process once the policy is agreed.

CEO note for the first time we have published an appeals process for European and World Championship Selection. Athletes will have to decide if they will take up the selection after being selected and we now have a process in place (in the same way we have for FIE Satellites) that means they will have to complete and sign an application form before we enter them. This is to avoid incurring fines.

CEO - AN left on Friday 30th as the last staff member on the WCP. We are putting together final accounts for UK Sport transition funding to be discussed with AGRC and reported back to UK Sport.

PW and CEO will share team manager job at the World Championships. PW was team manager for the European Championships.

From September 2017, the move is to a new era.

[REDACTED]

[REDACTED]

### 3. Performance Pathway - The SE Funded Talent Pathway Programme 2017-21

Steve Garrett presented a video on the Australian institute of sport explaining the FTEM framework. He then talked the Board through the BF Talent Programme with a series of slides.

There then followed a discussion on the Talent Pathway and the practicalities of it.

CEO noted that the SE targets and measures were not yet finally agreed with SE and these would be shared as soon as available.

The Board noted the progress of the Talent Pathway.

The Chair thanked SG

### 4. Performance Pathway - Discussion Paper

Chair – if we look at Performance Pathway as a whole are there highest priority items that we need to put in place?

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

CEO – the priorities right now for the organisation over the next few months should be delivering the SE funded Talent Programme. Anyone under 23 competing at Senior Level will get the opportunity to be part of the Talent Programme, and senior squad athletes will have the chance to integrate into training opportunities.

The Board agreed that this should be the operational priority

## 5. Break

## 6. Finance

Q4, continued in the same vein as the rest of the year. The final result for the year end 31<sup>st</sup> March 2017 is a deficit of £6,000 which is a positive variance against budget of £33,000 a good year based on a number of things.

WCP broke even. With WCP we have deferred a large amount of the revenue at the end of the year which is the underspend from the WCP planned termination activities. This is to be added to the transition funding for 2017/18 thus ensuring there are no outstanding financial liabilities to BF as a result of the closure of the WCP.

Talent and Development both broke even.

Commercial – has a surplus of £71,000 which is a positive variance of £25,000, explained by:

1. The release of other education income that was done at the end of Q2, and
2. Admin fees (including DBS, FIE licences).

Events – one event since Q3 accounts. The school teams has a surplus of £3,000 against the previous year's deficit of £3,000 largely due to the support of Millfield School. That aside the year has finished with a deficit of £50,000.

Chair asked about Q1 events.

DM - In 2017/18 the senior nationals are looking better than budgeted. BYC's has not made as much of a surplus as expected. There is a small surplus expected in the Junior and Cadet championships.

Returning to Q4,

Corporate Services - ends the year on a deficit of £29,000 against a budgeted deficit of almost £69,000.

Variance for membership smaller than expected due to the annual income deferral required for statutory accounts.

Deferral sitting on balance sheet as deferred income but this is money we have already received and will release into the following year.

The intention is to do monthly management accounts from July.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Chair – suggest that we ask Amy Grant present at the September Board with regards to the implementation of the previously agreed action plan.

The Board approved the Q4 accounts

The Board noted the provisional financial Year End position subject to audit.

## 7. Board Sub-Committee Items Part 1 AGRC Items

JT reported on the outcome of the AGRC meeting.

JT - At the AGRC we went through the risk log and made a number of adjustments that are in the revised risk log that all Directors should now have. The AGRC is satisfied that the risk management structure is appropriate for the organisation and being operated correctly including in the day to day operation of British Fencing

The Board noted the AGRC presented Risk Log as an accurate record of the major Risks facing BF and the mitigation plans in place.

The Board noted that the AGRC on behalf of the Board had conducted a satisfactory annual review of the effectiveness of BF's risk management and internal control systems and noted the outcome that they provide reasonable and appropriate assurance.

JT - We reviewed the AGRC and NomCom Terms of Reference and discussed the changes to the Governance structure following the discussions with Sport England. The result is that we will need to go to the membership at the AGM with two proposals to change the articles.

The Board approved the revised Terms of Reference for AGRC and NomCom, subject to confirmation from

TC - CEO, Chair and I met with Sport England to discuss where we need to be in terms of constitution amendments in order to release the SE funding – there are three main areas; one is the Board size currently we allow a maximum of 13 Directors, Sport England have said it should be a maximum of 12 which is a straight forward amendment to the articles to address that. The second one is the interval between appointments to the Board, presently we operate that a Board member can be elected or appointed for 2 consecutive terms of 4 years and they must be 1 year away from office before they are eligible for reelection. Sport England are requiring a 4 year interval once you have reached your term limit. This will again be an amendment to the articles. The final amendment is in relation to skills based recruitment to the Board. Sport England are strong on there being suitable skills on the Board to satisfy skills and matrix. We will deal with it in the Nominations Committee moving forward, has a role in assessing applications for election to the Board and issuing a statement against the set of objective criteria as to whether that application on the face of it meets the requirements of the Board or not. That is done by way of an amendment to the Bye Laws. If there is identified a skills shortage we propose to use the additional Director criteria in addition to make up an equality imbalance which we could possibly use to make up the skills imbalance, but only use the appointed Director role if there is less than 12 Directors on the Board.

The Board agreed that subject to Sport England being content with the proposals the proposal will go to the AGM.

The Board agreed that subject to proposed changes, the Memorandum and Articles continue to:

- meet the needs of the organisation
- allow for open recruitment to the Board.

## **8. Board Evaluation Output**

Chair – the highlights that came out of the Board evaluation exercise (April /May 2017)were:

- Strong in most areas
- Some Board members felt there should be more focus on monitoring strategic priorities
- There are no individual development plans for Directors
- Most Board members felt we could improve our communications to members

It was suggested that the Chair on behalf of the Board send around a note after each quarterly Board meeting to give members insight into strategic items.

After a short discussion it was agreed that PA would help with the communication with the Chair putting out the quarterly statement in his name.

There then followed a discussion on inappropriate content on social media.

It was agreed that the Board would not respond to individual comments on social media.

It was also agreed that the draft communication strategy should be updated to reflect the growing membership figures.

The Board thanked PA for the work done on the communications strategy.

## 9. Board Sub-Committee Items Part 2 NomCom Items

The Board approved the Honours award nominations as recommended by NomCom.

Further to the Nomcom agreed re-appointment of Janet Campbell, the Board agreed the re-appointment subject to the approval of the AGM.

[REDACTED]

[REDACTED]

[REDACTED]

The Board noted the Chair appraisal had been completed by Nom Com.

## 10. Duty of Care Review

Board noted the recommendations and contents from the Duty of Care review.

CH left the meeting

## 11. Board Priority Strategies & Tactics

### Governance Action Plan

We are on track. No concerns, we are progressing against meeting the requirements.

### Events Recommendations

Already covered.

### Sustainability (inc Commercials)

We have not focused for the last few meeting it is something we would like to focus more on into September.

We have a new partnership with Premier Sport to create more introductory fencing experiences for children in Primary Schools.

[REDACTED]

We have a patron sponsor who will cover men's foil team and men's sabre team entry fees for Senior's up to Tokyo2020

### SE Funded participation & Projects

We have not had the agreed targets and measures – these will be discussed at the next meeting.

[REDACTED]

[REDACTED]

## **Performance Pathway (inc Talent)**

Covered earlier in the meeting

Chair circulated the list of Board agreed strategic objectives showing 3 areas as high priority – sustainability, Talent and SE Projects & Programmes - and asked Board Directors to look at it and come back with any comments.

## **12. CEO Information Items**

CEO- Q4 balanced score card is in the Board pack. We are reviewing the contents of the balance score card we are now going to report on our strategy going forward plus the agreed SE measures when they come through.

## **13. AOB**

The Board noted the items that needed reviewing and approving and noted the new Whistleblowing policy.

The Board agreed to put out a final statement stating how much each athlete received from crowd funding.

GDP – CEO and TC will be attending a seminar on Thursday then will report and brief.

**The meeting closed at 20:09**