



BRITISH FENCING

Minutes of the meeting held at APCO, London on Saturday 20th February 2010 at 11.00am
Approved by the Board on the 24th April 2010

Present			
	Keith Smith	President and Chair (part)	KS
	Tom Cadman	Director and Chair (part)	TC
	Ismay Cowen	Director	IC
	Penny Spink MBE	Director	PS
	Mike Thornton	Director	MT
	David King	Director	DK
	Murray Morrison	Director	MM

Also in attendance (non-voting)			
	Jon Milner	Technical Director	JM
	Bob Turner	Wales Representative	BT
	Ray Stafford	England Representative	RS
	Piers Martin	Chief Executive	PM
	Graham Watts OBE	Performance Director	GW
	Catherine Nicoll	Executive Director	CN
	Jack Magill	Northern Ireland Representative	JMa
	Hazel Herbert	Minutes	HH

Apologies for absence			
	David Sach	Director	DS
	Andrew Brannon	Treasurer	AB
	Chris Hyde	Scotland Representative	CH

Ref	Minute	Action
1.	<u>General</u>	
1.1	KS welcomed everyone to the British Fencing Board (the <i>Board</i>) meeting and thanked DK and APCO for the use of their offices.	
2.	<u>Apologies for Absence</u>	
2.1	Apologies were received from DS, AB and CH. Rodney Francis had resigned from the board – see below.	
3.	<u>Declarations of Interest</u>	
3.1	<ul style="list-style-type: none">▪ TC as an epee selector declared an interest in items 3.5 and 3.6▪ IC declared that as her husband was on the board of England Fencing and on the International Committee she had an interest in items 3.4, 3.5 and 3.6.▪ RS notified the Board that he had drafted item 3.4	
4.	<u>Presentation from Excalibur</u>	
4.1	David Hyett from Excalibur presented the latest version of the revised BFA web site. The Board approved progress so far. There was discussion on: <ul style="list-style-type: none">▪ operation of online membership▪ loading of results and ranking▪ security and access▪ provision of help page	

	<ul style="list-style-type: none"> ▪ feedback from membership ▪ data load. <p>An open invitation was issued to anyone who had further comments to meet with Excalibur and/or PM to discuss in detail.</p>	
4.2	The launch, including the phased introduction of on-line membership is planned by April 2010.	
5.	<u>Formally ratify the decisions of the emergency board meetings, approve the minutes and associated documents</u>	
5.1	KS read out the letter of resignation from RF. KS agreed to write a formal response on behalf of the Board, copying them in.	KS
5.2	KS then spoke to the Board regarding the Management Audit.	
5.3	KS reminded the Board that they had rejected the governance proposal put to the Board in December but that the audit report received from UK Sport and Sport England had effectively forced the acceleration of the process of change. Although he believed the World Class funding was not in jeopardy, without the speedy implementation of the changes recommended in the audit report, funding from Sport England was in danger. The main issue for today was the separation of the roles of President and Board Chair and the appointment of an independent Board Chair. KS outlined the challenges addressed during his role as President and Chair including doubling of membership, improved international results, increased funding, hosting world championship, improved international influence and appointing a chief executive, which had been his idea. He had enjoyed his role but did not intend to stand in the way of the changes needed nor do anything which would damage the sport. He had taken advice from the Honorary Legal Adviser (HLA) on how the changes should be effected and was advised that until an AGM or EGM approved changes to the articles he should stand down as chair and allow a temporary chair to be elected for each meeting, under Article 61. This he would do after the Management Audit actions had been approved.	
5.4	The Board expressed concern at the allegations of maladministration and blackmail contained in RFs letter of resignation and KS agreed to ask the HLA for advice. CN also agreed to advise from an insurance point of view.	KS CN
5.5	Minutes of BFA Board Meeting 26 th January 2010. Two versions of the minutes were available. The version highlighted in yellow contained comments from UK Sport and was for information only. A transcript of the recording of the meeting was available for clarification. Discussion covered this and the Emergency Board Meeting held on 19 th December 2009. The Board confirmed that, if it were agreed that the independent chair should be appointed, not elected, then it was for the Board to make the appointment. The Board agreed TCs request for an addition to the minutes recording the UK Sport statement that, in the event of the re-audit being unsatisfactory, and funding being withdrawn, BF would receive help in managing the 3 month running down period.	
5.6	The Board approved the minutes and ratified the decisions made by the meeting.	
6.	<u>Appointment of Interim Chair</u>	
6.1	The Honorary Legal Adviser (HLA) had advised that an interim chair would need to be elected at each meeting until the membership had endorsed the changes to the articles at an AGM or EGM.	
7.	<u>Appointment of an Independent Chair</u>	
7.1	The Board considered the draft Role Description for the Chairman of the Board of Directors and agreed it in principle.	
7.2	The Board then discussed whether the Independent Chairman should have a casting vote. Board members were asked to suggest suitable conventions from their own commercial or other experience and PM agreed to seek information from other NGBs for the meeting on the 24 th April.	ALL
	TC agreed to look at the required amendments to the articles with the HLA. Currently the	

	AGM was set for September but the Board felt the proposal should be put to the membership earlier than this, either at an EGM or by bringing the AGM forward. It was agreed that recruitment could not proceed until the changes are endorsed by the membership. UK Sport has offered to come to the AGM/EGM to explain the changes to the membership and it was agreed that this would be useful.	
7.3	Given the decision of Board, under Article 61, KS then declared that he was unwilling to chair the meeting and stood down. The Board elected TC as Chair for the remainder of the meeting.	
8.	<u>Minutes of the Meeting 05.12.2009</u>	
1.51	The minutes were approved subject to correction of minor spelling errors. The minutes of the meetings on 19 th December 2009 and 26 th January 2010 were also formally signed off.	
9.	<u>Actions and Matters Arising from the Minutes not Covered by the Agenda</u>	
9.1	From meetings on 19/12 and 26/1: <ul style="list-style-type: none"> ▪ Risk Management Strategy was being dealt with by RF. CN and MT agreed to help DK with this. ▪ The Board assured GW that the comment on his contract in the minutes of the meeting on 26th January did not imply any irregularity. The arrangements had simply been described as complex. ▪ Contracts for the Word Class Programme would be reviewed and completed by end of this March. ▪ Board asked HLA to report on any substantive points on each contract. ▪ All other action points were agreed. 	CN MT DK
10.	<u>Correspondence Received</u>	
10.1	Letter of resignation from RF had been covered under 2.11	
10.2	The Board had received a request from the UK Baseball/Softball team asking for funding. The Board agreed that this was not in line with the activities of British Fencing.	PM
10.3	The Board had received a complaint from Nigel Ridgeon about cost of international trip for his daughter. The Board agreed that the only discretionary cost was the team jacket and that the issue seemed to be the way the costs had been presented. The cost of international competition is high and the BF does not have the funds to support GB team other than entry fees. If a squad member is unable to pay unfortunately they will need to relinquish their place.	
10.4	The Board had received a letter from Alexander King alleging racism. This was a complex series of complaints including letters to the Ealing Southall MP and England Fencing. The matter was with HLA for advice. DK offered to help in drafting reply to the MP and RS will refer any enquiries to England Fencing to PM.	
11.	<u>Any Other Relevant Business not covered by the Agenda</u>	
11.1	The Board gave formal permission for CN to use her professional judgement in appointing an insurance broker for the coming year. Her recommendation was to continue with the present broker, Towergate and the Board approved this.	CN
12.	<u>Audit Recommendations and Management Response Actions</u>	
12.1	Report on audit recommendations not already approved (reference points in brackets): <ul style="list-style-type: none"> ▪ Committee review and open recruitment for all committee chairs and members – approved ▪ Terms of reference for committees – approved ▪ Delegation schedule – approved ▪ (6) Management and reporting line for Performance Director approved as the CEO – GW to produce revised JD for PM. ▪ (7) Terms of Reference for Board – approved ▪ (8) ToR and Code of Conduct will be circulated with nomination papers ▪ (9) Self declaration – draft to be submitted to April meeting 	GW KS

17.	<u>Disciplinary and Grievance Procedure and Protocol for legal advice</u>	
17.1	The Board approved the Penalties document, subject to an additional note on how to appeal. Consequential amendments to the disciplinary rules will be made and published.	TC
17.2	The Board approved the Code of Conduct and agreed for TC to provide a final copy for publishing on the website after 11 days (03.03.10).	TC
17.3	The Board approved the Grievance Procedure and agreed for TC to provide a final copy for immediate publishing on the website.	TC
17.4	DK raised the issue of a complaint from a parent about material on youtube relating to a Millfield Fencing Camp. The board noted that the Camp was not delivered by British Fencing and the material was several years old. IC will reply appropriately.	IC
17.5	The Board agreed the Protocol for seeking legal advice.	
18.	<u>British Fencing Brand and Guidelines</u>	
18.1	The Board agreed the proposed brand guidelines and noted that guidelines on affiliates/associates/partners would need to be added at a later stage.	
18.2	The Board approved the proposal to PM is pursuing open tender for a single supplier of branded kit and will report back at the next meeting.	PM
19.	<u>UK Border Agency NGB recognition</u>	
19.1	The Board delegated authority to TC, Libby Payne, the HLA and the CEO to develop UKBA rules and submit proposals urgently.	PM
20.	<u>Logistics and Travel Coordinator</u>	
20.1	The Board approved the proposal and future appointment of a Logistics Coordinator.	PM
21	<u>Agreement with England Fencing</u>	
21.1	The agreement was approved. The Board noted that the CEO was drawing up a contract with the Honorary Legal Adviser (HLA).	
21.2	It was noted that the other Home Countries may wish to consider any knock on effects on their arrangements.	BT
22.	<u>Team for European Cadet Championships</u>	
22.1	The Board ratified the decision of the IC (International Committee) on the team	
23.	<u>Team for World Cadet and Junior Championships</u>	
23.1	The Board ratified the decision of IC on the team subject to any appeals being received by 22 nd February.	
23.2	The Board delegated authority to PS, KS and MM to decide on any appeals on their behalf.	
24.	<u>Allocation of Sponsorship Funds</u>	
24.1	DK circulated a proposal on the allocation of sponsorship income for information.	
25.	<u>Other Board Business</u>	
25.1	The Board discussed the fact that RF's letter had been posted on the Fencing Forum. The Board agreed to ask the Forum to remove the letter.	
25.2	In response to this, DK agreed to produce a draft a code of conduct for all communication channels for consideration by the Board.	
25.3	It was raised by the Board that RF's letter could have legal implications. The Board also agreed to take legal advice as to the appropriate public response (to the published resignation letter of RF).	TC
	<i>PM left the room for the duration of 25.4</i>	
25.4	The Board discussed the statements made in RF's letter and formally agreed that the CEO has the full public support of the Board and would make statements to this effect.	DK

26.	<u>Dates of Next Board Meeting</u>	
26.1	The following dates were agreed for 2010: <ul style="list-style-type: none">▪ April 24th▪ June 26th▪ August 7th▪ AGM 11th September▪ October 30th▪ December 4th	
26.2	The meeting closed at 5.00	