



BRITISH FENCING

Minutes of the British Fencing (BF) Board meeting held at the BOA, London

Saturday 21st July 2012 at 11.30

Approved by the Board on 20th October 2012

Present		
David Teasdale	Director and Chair	DT/Chair
Piers Martin	Director and Chief Executive	PM/CEO
David King	Director	DK
Alp Orge	Director	AO
Libby Payne	Director	LP
Keith Smith	Director	KS
Penny Spink MBE	Director [by conference call]	PS
Mike Thornton	Director	MT

Also in attendance (non-voting)		
Jack Magill	Northern Ireland Representative	JM
Ray Stafford	England Fencing Representative	RS
Mike Townley	Legal Adviser	MTO

Apologies for absence		
Andrew Brannon	Director	AB
Murray Morrison	Director	MM
Chris Hyde	Scotland Fencing Representative	CH
Bob Turner	Wales Fencing Representative	BT
Louise Bond-Williams	Athlete Commission Representative	LBW

REF	MINUTE	ACTION
29.	<u>Chair's Welcome</u>	
29.1	The Chair welcomed all Directors, plus JM, RS and MTO to the meeting. He noted apologies as above.	
29.2	The Chair informed the Board that BT had given his apologies due to illness and the Board registered their best wishes to BT.	
29.3	The Board noted with sadness the passing of various key figures of British Fencing since the last Board meeting.	
30.	<u>Conflicts of Interest</u>	
30.1	The Chair noted no new conflicts and no conflicts in relation to the Agenda.	
31.	<u>Minutes of the last meeting</u>	
31.1	The minutes of the meeting held on the 19 th May 2012 were approved. KS asked questions about the forthcoming GM, but withdrew when advised this would be covered during the agenda.	
31.2	There were no matters arising.	
32.	<u>CEO Announcement</u>	
32.1	The CEO informed the Board that he had been discussing with the Chair how to achieve the Board's agreed governance changes including the transition to a new Board. Consequently the discussion had turned to succession planning. It had been agreed that PM would step aside from the CEO position during this financial year, in order to allow succession planning by the	

	new Board for the 13-17 funding cycle. It was likely that this would be in November.	
32.2	PM explained that his job had always been to be here for 4-5 years to focus on making essential but uncomfortable changes and to identify the right infrastructure for the sport long term rather than set up short term fixes. He added that he was pleased he had achieved this and attracted increased funding and sponsorship, setting up the sport for success in the future in a very short space of time.	
32.3	The Chair recorded his sadness at PM's decision and thanks for his hard work and significant contribution. The Board supported these sentiments.	
32.4	The Chair explained that the Board would now need to start the search for a new CEO; an appointment should be made in time for him or her to start by April 1 st 2013. This would allow the sport to be ready for the new funding cycle. He added that he had discussed this with PM and they both felt that if possible an appointment from within the fencing community would be ideal.	
32.5	The Chair explained that whilst the recruitment process was taking place, the sport would need an interim CEO with the skills, experience and gravitas to take on the short term project under challenging circumstances. The interim CEO would need to be assist him in inducting the new Board and to finalise funding negotiations – therefore needing to know their way around these processes.	
32.6	The Chair therefore proposed Peter King for this transitional CEO role. He reported that King was viewed as one of the most outstanding CEOs of his time after leading British Cycling from near bankruptcy to one of the World's leading governing bodies. He noted that King had focused on governance at Cycling, which had brought performance success and then increased participation as a result. PS gave her immediate support, from her own knowledge of King and his work.	
32.7	RS recorded his personal thanks and on behalf of England Fencing to PM for everything he had done, particularly in securing the Sport England funding for the sport. He added that whilst a new CEO from the fencing community would be ideal, he felt that it was more important to identify the best person for the role and balance the management team with fencers and non-fencers. LP supported this view.	
32.8	MTO explained that he had been involved in the appointment of Peter King at the beginning and that whilst he was a recreational club cyclist, that was not important to his recruitment. What was important was he had the skills to manage and lead the sport. He added that in the early days the management focused on getting the governing body fit for purpose rather than pleasing a minority of the membership.	
32.9	JM asked why a permanent appointment could not be made urgently. DT responded that it was firstly important to get the process and appointment right, which would take time. He added that it must be the new Board that leads the recruitment process.	
32.10	<u>The Board agreed the appointment of Peter King as interim CEO.</u>	
33.	<u>General Meeting (GM)</u>	
33.1	The Chair informed the Board that these changes impacted on how the Board handle the GM planned for October. He explained that he had met with funding partners who had agreed his proposal that it would be more appropriate for the new Board to review and move forward the changes required, taking them to a GM in 2013. This would give the membership plenty of time to be consulted.	
33.2	The Chair explained that this would not affect negotiations for funding so long as the sport could be seen to be making progress towards the standards, in particular with the restructure taking place. However it would not change the current rating, which was likely to return to Amber/Red.	
33.3	The Board discussed this and <u>agreed to postpone the changes to allow the new Board to take them on from October.</u>	
33.4	It was raised that this needed urgent communication to the membership to allow them to see that this was done in their interest. DT agreed to write a Chair note and publish on the website.	DT

34.	<u>Elections</u>	
34.1	The Board discussed the electoral process in time for the GM. It was noted that 3 directors were due to stand down and that a further director had agreed to step down under the Board's agreed restructure. These directors were not to be seeking re-election and consequently elections were required for 4 new directors.	
34.2	The Board noted the Bye Law amendments in relation to the elections. LP proposed that the system used be moved from Single Transferable Voting (STV) to Multiple Non-Transferable Voting (MNTV).	
34.3	RS explained that EF used this system and that for larger elections it made absolute sense.	
34.4	<u>The Board approved the amendments to the Bye Laws in relation to elections and asked Teddy Bourne to make any relevant alterations for MNTV.</u>	
34.5	KS proposed that all directors should step down in October. The Board discussed this proposal and noted that the Auditors had highlighted the risks associated with this. RS said that he could see both points of view, they were evenly balanced; DT said he had preferred all eight leaving together, but now believed that with the changes ahead, and the auditors' advice, it would be prudent to stick to the four and four agreement already made by the Board. MT supported this view. The proposal was rejected by the Board.	
34.6	<u>The Board appointed Teddy Bourne as Electoral Officer for the 2012 elections and delegated him the authority to finalise the timetable with the Chair and CEO.</u>	
34.7	It was noted that the timeline must give the membership as much time as possible to nominate and vote. It was also urgent to fix soon the GM date and venue.	
35.	<u>Bye Laws</u>	
35.1	The Board discussed the proposed amendments to the Bye Laws, necessary to tidy up the existing version.	
35.2	It was specifically noted that the terms of the Honours Committee were superfluous and matters relating to this Committee needed to be considered as for other BF committees. Further that the Board expected to include the input of Vice-Presidents, along with fencers, coaches and volunteers to nominate for awards.	
35.3	KS informed the Board that he had already arranged a meeting of the Honours Committee in September. The Board agreed that he should continue with that meeting, taking into consideration input from others at the 'coal face' and propose nominations to the Board. Final decisions on the Committee would be taken by the new Board.	
35.4	The Board discussed the addition of the Bye Law on Honorary Presidents and <u>agreed the proposed Job Descriptions (including Vice Presidents and Associate Vice-Presidents)</u> . MTO advised the Board that there was no provision in the articles and therefore no mandate to either hold an election for or appoint a President. However, Article 75 was specific about the power to appoint an Honorary President.	
35.5	The Board agreed that it should be for the new Board to propose the Honorary President annually to the GM and therefore the Board requested the amendment to Bye Law V to read: "The Board may propose annually...". After considerable discussion of the various President options (given that the incumbent is due to stand down), in which all Directors offered views and arguments, <u>the Board agreed to leave this position vacant in the interim</u> , with the clear understanding that the new Board would then be free to put in place any of the options, eg. from an elected to an appointed President, with or without Director status.	
35.6	<u>The Board agreed the full Bye Laws amendments, requesting that Teddy Bourne finalise the amendments and circulate to the Board before publishing.</u>	
36.	<u>CEO Update</u>	
36.1	<u>FIE Dinner</u> PM updated on the British Fencing Dinner for the FIE, informing the Board that he had appointed Georgina Usher to help him manage the event. He explained that e-invites had gone out and formal invites would be given out by hand at ExCeL. He reminded the Board that they had been invited plus guest and that Beazley would unfortunately not be attending due	

	to their own hospitality arrangements on the same day.	
36.2	<p><u>London Pleasure Gardens</u></p> <p>PM explained that BF had undertaken a project with Sport England to pilot GO/FENCE come and try sessions and were looking at data capture and marketing to Games visitors. As part of this project BF had taken on an area of the London Pleasure Gardens, through which people would have to go to exit ExCeL at the Olympic Games. In addition to this, posters, postcards, inflatable swords and various marketing had been produced, the first two also available to clubs. RS informed the Board that EF had sent out posters previously and he recommended that a batch be sent out to clubs initially and then an administration charge was made for future requests. PM agreed, although added that during the Games he wanted to circulate as widely as possible. PM and DT thanked AP and DK for their input with this project.</p>	
36.3	<p><u>Staffing</u></p> <p>PM informed the Board that he had agreed for staff to volunteer as Games Makers and that Katie Dolan had started her secondment with LOCOG; all represented invaluable experience all round. He asked the Board to be aware that their shifts would mean that core services would be available during the Games and that during August and September he was arranging for further assistance to help with the, hoped for, increase in attention and contact. He noted that for any urgent matters he could be contacted during the Games.</p>	
36.4	<p><u>Finance</u></p> <p>PM informed the Board that the End of Year Accounts were being finalised by the Auditors and that the Finance Committee would meet soon to review these and the Q1 Management Reports. He informed the Board that he had received an e-mail from KS requesting specifics on various budget lines. He had discussed with AB who had requested that it was appropriate in future for such requests to go to him as Chair of the Finance Committee. <u>The Board agreed this was appropriate.</u></p>	
37.	<u>Ticketing</u>	
37.1	DK updated the Board on tickets. He informed them that on most days all tickets had gone, but on others plenty available. He added that he was holding back tickets for Directors, observers and workers at the Games.	
37.2	It was noted that tickets were specifically available for women's foil, women's foil team, women's epee and women's epee team. KS and AO agreed to contact the Epee Club and encourage them to take up these remaining places.	KS/AO
37.3	AO asked why we could not market these tickets. DK responded that we had to distribute them in accordance with the agreement with LOCOG.	
38.	<u>Chair Update</u>	
38.1	<p>The Chair points are reported elsewhere in these minutes. In addition he instigated a Board discussion about the recent appeals etc and lessons to be learned. The Board agreed that it was now vital for all Directors to encourage members to get behind the team and work for their success at the Games.</p> <p><i>[MTO left the meeting]</i></p>	
39.	<u>GREEN Update</u>	
39.1	<p><u>Management Audit</u></p> <p>DT informed the Board that the draft audit had been received and that it was showing a downgrade to Amber/Red which was disappointing and would make the battle for funding harder. The Board noted that the key reasons were the failure to change the articles at the GM and acknowledged this risk.</p>	
39.2	<p><u>Sport England Participation and Satisfaction Targets</u></p> <p>RS thanked the Development Team for achieving the Sport England Participation (Active People) and Satisfaction (Satisfaction with the Quality of the Sporting experience) 4 year targets after 3 years which greatly pleased the EF Board.</p>	

39.3	<u>Risk Management Strategy/Business Continuity Strategy</u> PM informed the Board that they had previously approved the Risk Management Strategy and Business Continuation Strategy by e-mail but it had not been minuted and this had been noted in the Audit. <u>The Board approved the Risk Management Strategy and Business Continuation Strategy.</u>	
39.4	<u>British Fencing Team Officials Delegated Authority</u> PM explained that Teddy Bourne and Clare Halsted had proposed a more comprehensive delegation of authority for Team Officials managing training camps, teams and trips abroad. This was to remove any doubt that these officials had been given the authority and the support of the Board to do their job. <u>The Board agreed the British Fencing Team Officials Delegated Authority.</u>	
40.	<u>Any other business</u>	
40.1	<u>Abusive statements on Social Media</u> DK informed the Board that he had received complaints about Daniel Parr, a member, posting abusive comment on social media. DK read out these statements to the Board. The Board agreed to suspend Mr. Parr's membership and make a formal complaint under the disciplinary process.	
40.2	<u>FIE and EFC Nominations</u> It was raised that there had been people nominated for FIE and EFC positions who had not been asked for their consent, including MT and DK. These Directors specifically had requested the right to vote, having been originally viewed as conflicted. Additionally it was argued that the same candidates had been put forward by the IRC, who had been in such positions for some considerable time – surely it was time to look at succession planning. It was noted that this was the purpose of the UK Sport Funding. Also there were no nominations for some FIE positions. However some Directors were concerned that we should not lose the opportunity to lobby on BF's behalf at the Games. <u>It was agreed that the IRC be asked to consider more widely and look again at their list the Board</u> but it was also agreed that lobbying could continue for the FIE candidates as currently listed. DK raised that he was already discussing the European block vote with Frantisek Janda. KS offered to write to Peter Jacobs however the Board agreed it was for the Chair, CEO and DK to do this.	DT/PM /DK
	<i>[DK and KS left the meeting]</i>	
40.3	<u>Porec/Moscow Review</u> MT and PM reported to the Board on the Review process for the Youth GBR teams to Porec and Moscow for the Europeans and Worlds that, along with KS, they had been asked to oversee. PM reported that the International Youth Committee (IYC) had undertaken a comprehensive review process with the Team Management and taken into consideration feedback from a range of areas, acknowledging lessons for the future. They noted that two parents had specifically contacted the Board with comments, but felt that all feedback had been covered fairly. They agreed with the IYC and Team Management that confusion was caused by parents feeling they could contact individual Board Directors. MT informed the Board that he had been at the event and that Peter Jacobs had noted to him how parents and non-accredited personnel had been piste-side, which had been detrimental. RS told the Board that this had needed tackling by EF as it had become a problem and that there was often a clear gap between the aims and aspirations of parents and those of the NGB. PM explained that the purpose of the Performance Parents' Group (PPG) had been to ensure that the support of the parents was effective and he agreed to work with the IYC and the Chair to ensure this happened. <u>The Board approved the Review and agreed with the points moving forward.</u>	
40.4	<u>Letter from Northern Ireland Fencing</u> JM spoke to a letter received from the President of NI Fencing, Chris Gill, regarding eligibility for the British Championships. The Board agreed to take written advice from MTO and to come to a solution with NI Fencing. It was stressed that the Board of BF valued its relationship with NI Fencing and was keen to ensure that the two bodies sorted this out together.	DT

41.	<u>Date of the next meeting</u>	
41.1	The date of the next Board meeting would be agreed by e-mail, after the Olympic Games.	
42.	<u>Close</u>	
42.1	The Chair wished all of the Team GB fencers well on behalf of all of the Directors and closed the meeting at 16.00.	