



# Minutes – June Board 2015

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| <b>Date of Meeting</b> | 18/06/2015  |
| <b>Location</b>        | Beazley   |
| <b>Present</b>         | Chair, P Abrahams, T Cadman, J Campbell, C Halsted, A Orge, C Oliver, G Paul, B Speight, J Troiano, W Pitt (Video link) |
| <b>In attendance</b>   | CEO, D Moseley, K Robinson, J Magill, David Sales.  |

## 1. Introductions & Apologies

The meeting started with a showing of the Beazley video, in support of BF's future sponsor proposals. All Directors were impressed and the Chair put on record the Board's thanks to Beazley.

There were apologies from GPalmer – Director - and from Hilary Philbin/President, Marie Liston/England Fencing.

The Chair welcomed David Sales, attending by invitation to observe the Board meeting. Chair also welcomed J Magill and DM.

## 2. New Declarations of Interest/Urgent catch up items/Actions from last meeting (non exec)/Interim Decisions approved/New Risk Management Items

There were no new Declarations of Interest, no new Actions from last meeting. There were no Interim Decisions and no new Risk Management items.

## 3. Financial Update

It was noted that JT would have to leave the meeting early. JT, speaking as AGRC Chair, noted that DM had sent around the financial report, which showed (subject to audit) a small surplus as was hoped. The coming year will be difficult as we will not have the Beazley sponsorship. BF will need to find a sponsor or change the way our business is structured.

DM confirmed that we had hoped to break even and the final result was a small surplus of £2190, being a small improvement. The results are largely made up of Development, Events and Corporate Services costs. WCP and Talent always show as break even. In Development the commercial side ie courses and Achievement Awards etc made a surplus. We have been





able to carry forward an amount of £35,378 which will help in the 2015-2016 year and which will go towards replacing the sponsorship income. Events show the costs for the event plus 75% of the Event Manager costs. The improvement is due to non payment of referees at the BYCs. The negative swing is due to the inability to raise the entry fees at the Eden Cup, which is governed by the FIE. Events still have a large deficit but it is an improvement on last year. Corporate Services show a surplus of £2,190. The reason for the variance against budget was legal fees (budget not used). Other variances were UK Sport – IR budget and the S England Governance grant. We budgeted to have higher membership income but did not achieve it.

In Board discussion, JT asked why we have not recognised England Fencing income. DM explained that we have not spent any of the England Fencing income (with their knowledge/approval); therefore it is carried forward to next year. CH asked where the interest showing came from; DM replied, a government bond. The redeemed investment that was in Guernsey is now sitting in the bank. These make up the interest received. JT confirmed that AGRC is to discuss investment and then advise the Board. He reiterated that the financial situation was dependent on replacing the sponsors. PA asked about membership fee increases, CEO stated there is a proposal to put up the levy, of which Home Countries are aware.

Concluding the discussion, the Chair thanked the AGRC and DM for all the work and effort to bring the accounts to the Board at this stage and said that the Board's goal was sustainability, for which there is much work to do. Chair also informed the Board that as well as the UK Sport and Sport England reviews there will now be a DCMS review which may make sustainability a little more difficult. GU added, the Board must be in agreement on the figures and the message to give to the membership at the AGM. Chair stated that as last year JT will report to the AGM on the audited figures, it will be an opportunity to advise members on what we can and cannot financially do next year.

#### 4. Governance update

##### ***Board and Chair Evaluation***

CEO announced that the Nominations Committee approved the templates and evaluation processes for the Board and Chair evaluations; both are based firmly on the processes followed last year. JC will again manage the Chair evaluation, the Chair will manage the Board evaluation. Both evaluations will now be in line with the financial year. The aim will be to complete the evaluations before the BF self assurance is finalised. For the Board Evaluations Chair will write to Board members and send through forms to be completed – there will then be one to one interviews.

##### ***Succession Planning***

Board discussed the Board succession plan and noted that AO had decided to step down in September. Because AO is stepping down early, JT will remain on the Board and GPaul will have the option to stand again for election. There will be two Board vacancies available.



JT asked AO why he was stepping down; AO replied that he does not have enough time currently and is concerned that he may miss too many meetings next year.

### ***Diversity/Equality/Skills Reflections***

The CEO summarized the discussions that had taken place at NC . The NC had reflected on the current structure of the Board in terms of size, number of independent directors and number of women on the Board. The NC noted that all was good practice and only recommended that attention should continue to be paid to having women on the Board.

The NC had reviewed in detail the results of the Board Equality Survey, which was not for distribution to the Board due to the sensitive and personal data involved. The NC noted that the Survey showed the current Board did not reflect the makeup of the membership community, notably age - a lack of 18-40 years old - and in the ratio of women to men. The recommendation of the NC was that the Board needs to encourage more women and young people to stand. The Board should also monitor progress in engaging with younger members through initiatives such as the Youth Panel.

JC said the Board should make clear that it encourages 18-40 years olds as well as women, when the elections are announced. CEO said we should also consider how BF matches the community's religious base in light of the expected 2015 Equality Survey and the possible effect some of the community participation work and membership structure may have on the membership base.

The Board noted that NomCom will do a review of current Board skills against our 2024 Objectives, Strategies and Tactics as defined in the BF VMOST. NomCom will also review the election documents to propose a format that encourages candidates to reflect on the skills that are needed in light of BF's current objectives and places more emphasis on the Governance work done by the Board.

There was a short discussion of how BF can encourage appropriate candidates to stand. GPaul pointed out that the Board can nominate. CO felt that there was a lack of understanding of what the Board does and the seriousness of it. If BF could communicate more about what the Board does, that might help. Other Directors agreed, and there followed a discussion about ways to better brief the membership, with ideas like Sword features, website stories, giving more experience on committees and Ofcom's one minute interviews - all aiming to highlight the Board Director role. Chair summed up saying that he will ensure such thoughts and others were considered, and advice brought back to the Board.

**Action:** NomCom to review Board skills, election documents and ways to inform member views.

## **5. Break**

There followed a break at 18:15 where JT left the meeting.



## 6. Events Strategy & 2016 Nationals Proposal

CEO talked through the Events Strategy presentation circulated to the Board. The first slide was a reminder to the Board of the VMOST agreed at the Board away day in January; the second slide looked at individual departments; the third pulled options together. The objective was to deliver high quality BF run events and to give some support to competitions not run by BF. GU noted that there are gaps in team events; we do not run enough team competitions; there were also gaps in epee international events. But we have an even spread of age group competitions and are positive about the U23 Championships.

The recommendations of the Exec team were:

- retain the U23 Nationals
- investigate viability of BYC 'Club Team' event
- get on the FIE 'list' for a (preferably Women's) Junior Epee World Cup supported by the Epee Club
- investigate viability of hosting a FIE Men's Epee Satellite.
- move Satellites 'in-house' in a sustainable way, look at attaching mass participation events
- BF to work through President/EFC/FIE to ensure it is positioned as 'THE' FIE fencing event delivery 'agent'.

In Board discussion, JC asked how the high/low level of impact was measured; CEO explained that the measures were the view of her and the Events Manager, based on financial data and experience. The CEO noted she has already spoken to the Epee Club about the possibility of setting up a fund so that resources could be available for BF when opportunities might arise to host an FIE event. It was noted that attaching a satellite event to a World Cup competition might generate more money.

CEO asked for Board approval for the Events proposals recommended by her and the Events Manager; this was agreed. Chair noted that other issues had been raised, during a lengthy discussion, which he asked GU to consider with her team over the coming months.

### **Nationals Proposal**

GU then asked for Board comment on, and support for, the Nationals proposal also circulated before the Board meeting. The following points were raised in discussion:-

- AO was concerned that the split of individual and team could have a negative impact and that plate competitions historically do not work well, in his experience. CEO responded that plate events work well in other places; JC said they are popular in other sports, why not trial it for one year? AO was concerned at the possible loss of team events;
- there is a need to run events in ways that attract sponsors; WP noted that Beazley has always "brought the competition to us";
- GPaul felt that it was wrong to give people byes, and also proposed no cuts;
- CH requested a cadet competition alongside the senior team championships;



- AO said the awards night/dinner was a good idea but its cost should be separate to the entry fee.

The Board agreed the exec team proposal for the 2015-16 Nationals, and asked the team to reflect on some of the discussions in the detail of the execution.

## 7. Disciplinary process review

TC confirmed that the process continued, some feedback has been received, he had a further meeting with the CEO scheduled and should be able to report to the next Board meeting.

## 8. CEO Report/Update

### **Sponsorship**

GU reported that work continued with the consultants, despite difficulties at the last meeting. She remained confident that they will deliver. PA asked if formally the AGRC had responsibility for the sponsorship process. Chair replied that this was a Board responsibility, only the risk was reported to the AGRC. CEO confirmed the delivery date was mid July. She has also met with sponsorship consultants. WP suggested that there might be value in finding friendly journalists to do a story on the process of seeking a sponsor as this would spread the word that BF is looking for sponsorship.

### **International Relations Strategy**

The strategy sets out the international goals we are working towards other than athlete performance and results. The submission has been fully funded by UK Sport.

### **Monthly Report**

TC asked about item 1.4 Welfare Safeguarding and Equality – he expected that the numbers would be higher. CEO explained that many of the cases were closed off after a review was carried out.

Chair asked for any further questions to be taken offline.

PA asked about the update on the membership scheme. Chair explained that it was covered at the last Board so should be taken offline.

## 9. 2016 Work Plan

CEO asked the Board to note the 2016 work plan and requested a decision on framework - ie the number and spread of Board meetings. There would be four Board meetings all aligned with the availability of financial data, one strategic session, one Directors only budget meeting and the AGM (where there was not a proposal for a Board Meeting but all Directors should attend the AGM). CO asked if the months where there was not a meeting would be a problem? Chair confirmed that he and CEO did not think so, but there was always the possibility to add



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more meetings if needed. AGRC and NC meetings would be scheduled alongside and between these meetings.

The Board agreed the framework of the schedule of Board meetings proposed. CEO will work with KR to get a set of exact dates and times sent around to the Board for agreement.

**Actions:** CEO and KR to send dates and times around to the Board for agreement.

## 10. Any Actions Off Line

It was noted that Linda Strachan had received the BEM for services to community sport.

CH asked about the new BF staff members. CEO confirmed that Gabby Williams is working on an announcement.

## 11. AOB

Concern was raised about a Forum announcement purporting, falsely, to be from the Board. CEO said a statement could be put out to say that the forum was not the BF message board. We have a complaints procedure that all complaints should be put through. This line was agreed, CEO to action.

There was a statement released by the FIE covering 3 items of equipment being banned; the LP epee blade stamped 2013-15; earlier versions of the PBT sabre mask and the body wire with bayonet connection. The FIE did not clarify which version of the PBT mask had been banned or why the bayonets and blades had been banned. CEO noted that the issue was being discussed with the Safety Committee. BF has taken no immediate action but will await the response of the Safety Committee.

*Chair and Directors then had an informal ten minute discussion of issues of concern to Board members. D Sales gave Directors his comments on the Board's performance and development.*

**The meeting closed at 8:08.**