



Minutes – May Board 2015

Date of Meeting	20/05/2015
Location	Ofcom
Present	Chair, P Abrahams, T Cadman, J Campbell, C Halsted, A Orge, G Palmer, B Speight, J Troiano.
In attendance	CEO, K Robinson, P Smith Asantewaa Brenya, Governance Manager, UK Sport.

1. Introductions & Apologies

The Chair welcomed everyone to the meeting and introduced Asantewaa Brenya from UK Sport, responsible for NGB governance.

There were apologies from CO, WP, GPaul – Directors and from Hilary Philbin/President, Marie Liston/England Fencing, Jack Magill/Northern Ireland Fencing.

The Chair confirmed that David Sales is expected to attend the meeting in June.

2. New Declarations of Interest/New Risk Management Items/Urgent catch up items

There were no new Declarations of Interest.

There were no Risk Management items.

Urgent Catch up items:

It was noted that the Board had approved the following items offline (via email) since the last Board Meeting. The Board had no resulting queries.

1. Minor changes to the Disciplinary and Grievance Code
2. BF Fire Protection Policy.

CEO confirmed that all outstanding executive actions will be covered in the CEO Report Agenda Item and noted that completed actions from the last meeting have been and will continue to be marked 'Done' in red on the agenda.

The Board also noted that:-

All Board Member Induction Checklists had been returned.



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All Board members must complete the Equality Survey. (**Action All**)

3. Election Briefing

The Chair had sent around a summary of key points affecting the sport & leisure sector, from the Conservative Party election manifesto. It was clear this document would influence heavily the new Government's plans. The Chair asked the Board for any observations or queries on the document. There were none.

Chair also stated that UK Sport had been through a strategic review and it is anticipated that UKS will continue assessing the roles of NGBs as partners. Sport England has also started a review; given these uncertainties, as considered at the Board's Awayday, British Fencing is right to think hard about sustainability as we go forward. JC pointed out that whilst the future has uncertainties nothing had changed in terms of strategies BF have set in place – they are still very valid.

It was agreed that the Chair and Exec team will continue to monitor funding and strategic trends and advise the Board as appropriate.

4. Financial Update

JT explained that there was not a financial update before the Board because we do not yet have a new set of accounts; and thus there has been no preparatory discussion by the AGRC. It is still anticipated that last year's outcome will be a break even. There will be a full report after the next AGRC, in time for the Board's next meeting. JT added that he is due to meet with the CEO and David Moseley to go through the items pointed out by the auditors after last year's audit.

Once prepared, the same process for year-end accounts will be followed: they will be considered by AGRC, who will then report to Board.

CEO informed the Board that this year concludes the first full year of the Board Work Plan – next year the intention is to push this quarterly meeting back to allow additional time for preparation of end of year accounts.

BS asked what the situation was with regards to sponsorship. CEO confirmed that the sponsorship issue would be covered later in the CEO report.

CEO also requested that in future Board Directors must submit their expenses (at the latest) within two weeks of the end of the financial year or these would not be payable. The CEO requested that all expenses should be submitted in a timely manner and not stored up – the executive team cannot produce accurate financial reports if expenses are not submitted properly. The Board noted and agreed. (**Decision**)



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PA asked if we have a sense of where the Nationals came in. JT replied that there was likely to be a deficit but it will be addressed in the next financial report.

5. Risk Log Report

JT reported that the Log was fully reviewed at the most recent AGRC meeting and a number of changes were made, in particular:

- Lack of sponsorship is now a reality and no longer a risk. The new risk is the inability to find a new sponsor
- Political uncertainty resulting in reduction in funding was raised to “high probability” before the General Election
- A number of other risks have been turned to “medium probability”, ie Membership services, core communications, Legal, the risk with suppliers and loss of executives.

It was agreed that the Risk Log items are to be re-ordered by impact followed by probability and columns changed to that order of appearance. (**Action CEO**)

The Board agreed that the risk log was representative and accurate (**Decision**).

CH asked if the lack of communications between the Home Countries should be medium risk. CEO responded that, prior to her coming into the post the risk was low, but now we have a Grow Group and monthly Home Country telephone meetings.

The Board approved the latest version of the Risk Log (**Decision**).

The Chair thanked JT, CEO and the AGRC.

6. Governance

Asantewaa Brenya thanked the Board for the invitation to the Board meeting and stressed that her attendance at the meeting was not to be seen as an “assessment”. She began by giving her background in Governance, then set out the approach followed by UKS and SE, and their agent, Moore Stephens. Key points are below:

- Better governance is a “journey”, with many sports trying to up skill the sports sector
- There is now a strong framework for measuring sports, with the last two funding cycles heavily based on this
- UKS/SE look to see how the journey with each sport continues
- SE/UKS invest in sports that they believe have real potential
- In the last few years BF had an onsite audit and provided assurance through the online assurance portal which required BF to upload and evidence how it met required governance standards. This year, BF will be required to provide offline self-assurance which means that the board is asked to assure itself that there are appropriate systems



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and processes in place to ensure good governance in the organisation. The move to self-assurance is recognition of BF's maturity in terms of governance and that UKS is pleased with the progress BF has made

- CEO has done an excellent job in leading the BF and has proactively worked with UKS to address governance concerns which has resulted in BF being taking off 1 year funded and there is now a commitment to fund the sport until Rio.

GPalmer asked what was UK Sport's perception of British Fencing. AB said, UKS recognised some sports needed more support than others, but there were no "bad guys". Fencing was previously on a one year award; because all the checks and balances are in place BF now has a four year award.

JC stated that in the offline self-assurance template there were elements not applicable to BF. AB confirmed that the template was used across sports so some parts may not be applicable to BF. How BF responded to the last self-assurance was good, we should use that as a guideline.

JT asked how UKS sees the overall environment. Will there be a diminishing pool of resources? AB responded, obviously UKS cannot continue towards Tokyo on the same levels of funding. NGBs have to focus on sustainability. The issue is not always just about the size of the pot of money but also about new sports coming through.

GU confirmed with the Board that they have all received the assurance template. The proposed approach we should take would be to follow the same process as last year. The Exec will be responsible for completing the detailed report for presentation. The Board will be presented with the latest Exec view section by section. The AGRC will assist in ensuring that any outstanding actions required by the Board or Executive are dealt with. The AGRC will then be presented with the final full version and arrange for a deep review. The AGRC will make its outcome recommendations and this will be presented to the Board. The document has to be signed off and submitted back to UK Sport by end October.

The Board approved the self-assurance process. **(Decision)**.

Chair confirmed that the Board and Chair Evaluation Process would be overseen by NomCom who will then report back to the Board. **(Action NomCom)**

The Chair thanked AB for joining the Board meeting and for her very helpful advice.

7. Break

There followed a break at 15:30 where PA left the meeting.

8. Disciplinary



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CEO thanked the Board for approving (via email, in writing) minor clarification updates to the documents that supported the Disciplinary process. In enacting the new Disciplinary Code there were a few issues that has arisen - the new process allowed the CEO (or representative) to attempt resolution, however more clarity was required to ensure that this would be suitably transparent for those involved in that process.

In addition, the CEO and Disciplinary Chairs have requested template letters that can be used to communicate with participants in various stages of the process.

TC will review the feedback of the Disciplinary Chair and CEO and document a more structured process. The CEO asked the Board to note that the Disciplinary Chair, Deputy Chair and CEO would not be involved in the drafting of the document, that would be solely down to TC; who noted that it was always the plan to review the disciplinary code six months after the initial changes.

It was also noted that we did not have a fast track summary procedure for black cards which allowed BF to suspend the automatic 2 month suspension which is the published sanction for Black card offence. Peter Smith mentioned that we had a version of the Code that dealt with black cards, he will check with the Rules Committee then report back to CEO/TC who will advise the Board. (**Action PS, TC**)

CH asked if CEO was happy that the Disciplinary Chair and Deputy Chair would have time to deal with any disciplinary issues. CEO confirmed that she now holds monthly telephone calls with the chair and deputy chair to discuss any issues, which meant that the relationship and system is working much better.

9. CEO Report/Update

Sponsorship Update

The Chair explained that there were now a number of activities in place. Sport England is providing financial and other support for a commercial consultancy project with Havas, designed to identify the commercial assets that BF can take to market, the type of sponsorship market that BF can target, how these assets could be improved, and how to create a marketable package based on the needs of the likely target audience.

In response to questions, CEO explained that Havas has helped us with objectives and the market and they are looking to “package” us - based on seeing what we can offer, how we present ourselves. We are now looking at the bigger picture, looking at how we can sit besides someone’s brand, how we position our sport. Beazley is being very helpful, for example with a video on the success of our partnership. The specific advantage of working with Havas lies in its experience of working with major companies and the marketplace.



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AO said he was uncomfortable with the approach, mainly because it sounded as if BF was to opt for seeking just one big sponsor, rather than offering a multi-tiered approach. CEO assured him no such decisions had been taken, we were reviewing options. JT agreed that we have to keep options open; until we go through the process of looking we have no idea of what the BF “product” might be. GPalmer noted the whole point must be to make BF and the package professional. Agreeing with this, CEO said we must also work on how we take our product to the market. Havas will help us target companies that have a match through the work we have done. Beazley has offered to assist in brokering introductions.

Competitions

AO asked if the Board could review what it wants the Nationals to be in future. CEO was asked to put the Nationals strategy on the next Board agenda. JT said the Board should discuss this at a future date, but in the context of the whole events calendar, not just the competitions that we run. CH agreed the competitions topic was important for the Board to discuss.

GPalmer left the meeting at 16:32.

The Board agreed to this future discussion - for which, CEO noted that we have also agreed certain competitions with our funding partners; and there exists a Events Strategy as an outcome of the Away Day, which will be circulated. (Action CEO)

CEO Report

CEO reminded the Board that her report was not intended to be read cover by cover, but to be a source of latest data for Board members to monitor. Board members should use the operational data as a basis to make strategic decisions. The best use of each Director’s time was to focus on areas of interest and then deploy his or her specific skills.

Actions from last meeting:

These are now marked as done on the agenda.

10. CEO Performance Review

This item was Directors only (all others present left the meeting); the Chair briefed them in strict confidence.

11. Any actions offline

CH asked for an update on the new recruits, CEO will take this offline.

12. AOB

There were no AOB items.

The meeting closed at 5pm

Date of next meeting – 18th June 2015, 5pm at Beazley