

# ENGLISH SKI COUNCIL LTD

(t/a SNOWSPORT ENGLAND)

Minutes of a Board meeting held on Tuesday 15<sup>th</sup> July 2014 at 8.00am to 11.45am.

At SportPark, Loughborough.

## Present:

JE	Jeremy Eaton	Chairman
BT	Bryan Thomas	Finance Director
GP	Geoff Parsons	Director
RR	Rob Robson	Director
TB	Tania Barton	Director
TF	Tim Fawke	Chief Executive

## Apologies:

KR	Karen Richardson	Director
CP	Clive Punter	Director

### 1. NOTICE, QUORUM AND CHAIRMAN

The Chairman reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the Chairman declared the meeting open.

### 2. DECLARATION OF INTERESTS

Each Director present confirmed that they had no direct or indirect interest in any way in the proposed arrangements to be considered at the meeting, which they were required by section 177 of the Companies Act 2006 and the Company's Articles of Association to disclose other than those recorded later in these minutes.

### 3. MINUTES OF MEETINGS HELD ON 15<sup>TH</sup> APRIL 2014

The minutes of the Board meetings held on 15<sup>th</sup> April 2014 were agreed as a true and accurate record of the meeting.

### 4. MATTERS ARISING FROM MEETINGS HELD ON 15<sup>TH</sup> APRIL 2014

The action log was updated. The following items were completed, no longer relevant or dealt with an agenda item

- 4.1 Info regarding Sports aid update and circulated
- 4.2 RR to provide short Biography and photo for website
- 4.3 BT circulated membership survey summary to membership and board
- 4.4 TF completed letter to Tony Willis thanking him for his work on AST

- 4.5 Info was published on how to join BSS and clarification on different membership types
- 4.6 Agreement was confirmed with Betony and SIGB
- 4.7 JE completed brief for School review
- 4.8 Key committee and regional meetings have happened in regards to Governance Review
- 4.9 TF started process for external support for Child Protection cases SSE are having to deal with
- 4.10 RR and Susie Moore linked regarding Equality

## 5. CHAIRMAN'S REPORT

- 5.1 HN's meeting with BSS Board  
This was the first meeting of all the CEO's and chairs of the HN's and BSS. It was a positive meeting. It was recognised that it is essential that the relationship between the organisations needs to develop and that this should be done on a regular basis.
- 5.2 Liaison with BSS re Chair AST  
JE explained the recent developments of the BSS AST chair election and the challenges around it and the support provided to BSS Chair.
- 5.3 Liaison with Tony Willis (Alpine Business Manager)  
JE gave an overview of the challenges with AST committee and the role Tony has taken on to get the back log of work up to date and put in place a clear pathway and alternative funding possibilities. TF and JE to meet Tony 16<sup>th</sup> July to discuss this further and how this links with the SSE representative role.
- 5.4 Recruitment of New SDO  
JE stated he was hugely impressed with the calibre of candidates interviewed and that the selected candidate had prepared extremely well for his interview and that he would be a good addition to the team.
- 5.5 Meeting with Betony and Victoria  
JE and TF had a meeting with Betony and Victoria looking at the communication team and how we can develop our communications strategy.
- 5.6 Planning of new website  
Jeremy has talked with Vitoria regarding the new website and will liaise with her as it gets developed over the next couple of months.
- 5.7 Need for regular communication and updating between directors. Between Board Meetings agreed actions, dialogue and updates to and from directors need to be more regular and achieved as agreed . The Chair understands that as volunteers all

have other commitments, but regular updating and meeting of deadlines needs to be adhered to

- 5.8 Liaison with RR re Schools  
JE had put together brief for RR and linked with him and BT to get the process of the Schools review started
- 5.9 Attendance of SE meeting with Chair Nick Bitel  
JE will be attending a meeting with Nick Bitel which will include chairs from Boccia, Wheel Chair rugby, Canoeing and goalball
- 5.10 Attendance meeting hosted by Malcolm Erskine  
JE attended the Alpine gathering coordinated by Malcolm Erskine. This was a positive meeting and ideas around fund raising were shared
- 5.11 Liaison with TF re letter to Sunday Times  
JE gave feedback to TF regarding a response to an article in the Times. JE has serious concerns with the letter to the editor and felt this was handled incorrectly. TF has made sure a process is in place in future.
- 5.12 Liaison with GP and attendance at Hemel meeting  
JE attended the Southern Governance review meeting

## **6 GOVERNANCE REVIEW – UPDATE**

- 6.1 JE made it clear that it was essential that we get this through at this AGM as he will be standing down as Chairman in a year's time and as such it would be unfair to leave it unfinished on a new chair. We can delay the AGM to November to make sure we have enough time to complete all the tasks.
- 6.2 GP meeting 2 clubs this week North Staffs and Norfolk. There is a need to meet 2 or 3 other clubs. TF to coordinate these asap. The main issue for the clubs would be 1 member 1 vote and we need to get a view back as to how acceptable this is.
- 6.3 GP to compile the feedback from the last 3 consultation meetings and distribute to the groups
- 6.4 GP to send out frame work document for TOR for KC to feedback on. The board will have the final say on what is included in the TOR for key committees and regions
- 6.5 GP will condense down the original 6 page document to a 1 pager
- 6.6 TF would list all the 7 categories of class and the info we have on each in regards to voting.
- 6.7 TF/GP to produce a key milestone to be achieved week by week

6.8 It was agreed the AGM would be on the 1<sup>st</sup> November which meant final notice documents needed to be ready and sent out by Friday 5<sup>th</sup> September.

## **7 HEALTH AND SAFETY ADVICE**

TF gave an overview of the challenges in regards to Health and safety that SSE faced and the solution that KR has sourced from Peninsula. Peninsula currently provide HR cover for SSE. The board approved a 3 year contract of £128.11 per month plus VAT subject to final review and that it will cover abroad and volunteers. TF to contact Peninsula to arrange a meeting.

## **8 SCHOOL COMPETITION REVIEW**

JE gave an overview of why he had instigated the School review and the brief he had given RR. It was made clear that this was a start of a process which will take considerable time to complete due to the amount and complexity of the task. RR presented his report to the board.

The main aim of this review is to align all parts of school snowsports so that they are unified and a clear pathway through to schools racing. It was agreed that the three key elements were SSE, ESSKiA and the Schools and Youths Committee, but that the latter currently did not promote increased schools participation. Therefore there was general agreement that either a sub-committee or a new committee be formed to spearhead this programme. Starting point is for RR is to look at how SSE and ESSKiA can link together more productively and to lay out a way forward.

## **9 SELF ASSURANCE – SPORT ENGLAND**

TF outlined the new off line assurance process that SE had implement. TF would complete the template before the next board. If board members can make sure to review beforehand, we will need to go through it in detail and by the end agree any actions required and stated an assurance rating for each section. This will then be signed off by CEO and chair and submitted to SE along with the accounts and annual report. It is a simpler process but requires greater input from the whole board.

## **10 BSS**

TF reported he had feedback into the independent review of the Olympic selection process. This review was instigated by the BSS board to make sure it learnt any lessons it needed.

## **11 KEY COMMITTEE REPORT**

TF outline the new template that had been sent to all the KC to be completed in time for the board. He thanked Nordic, Schools & Youth and Coaching Technical panel for completing their reports, but unfortunately there was no report received in time from Freestyle or Alpine.

## **12 CEO REPORT**

TF presented his report to the board. He gave an update on staffing matters with the departure of Kirsty Nicol which had meant a challenging time in the office. He thanked all the

staff for stepping up and helping out. The implementation of the CRM was progressing and TF was confident that we would get a system that would deliver what we required but there was still a lot of work left to be completed.

### **13 FINANCE DIRECTORS REPORT**

- 13.1 BT presented his report and the accounts for the first Quarter which showed a £6,861 surplus( Budget was £3,505) which was mainly down to the Alpine Championships which made a very useful surplus. There had been an issue in terms of matching up income and expenditure for a number of events and courses that happened at the end of Q1 for which appropriate reserves had been made and the would balance in the second quarter..
- 13.2 BT informed the Board that the audit and production of the 2013 accounts was almost complete. He recommended to the Board that the full amount of the CRM and website exceptional Expenses should be written off in the 2013 accounts. This was approved. The only other change was that the VAT under-payment following the HMRC audit I should be included in the main accounts rather than as an exceptional item. From the draft 2013 Accounts seen by the Board at the last meeting, there was one other significant change in that certain deposits for the Alpine championships should have been carried forward to the 1<sup>st</sup> quarter 2014, this has been corrected.
- 13.3 The Endsleigh sponsorship received this year of £4,000 is held in a suspense account in the Balance Sheet, awaiting allocation.
- 13.4 The Financial Accounts summary for the year 2013 and 1<sup>st</sup> quarter 2014 presented reflected these changes.
- 12.5 GP asked about reviewing the Treasure Policy statement and had we been able to add any surplus back into the reserve. BT stated a review of this would be done for the September board meeting as previously agreed.
- 12.6 TF sort approval for BT and TF to start the budget process for 2015 and get first drafts back from the KC for September meeting.

### **13 RISK REGISTER**

The risk register was briefly reviewed and it was decided that it would be fully reviewed at the next board meeting and will be a standing item on every other board meeting.

### **14 AOB**

- 14.1 An advert would be put out for new directors this will be placed with SRA, UK Sport and Sport England. It was noted a succession plan was needed for GP who would leave after the next AGM and JE who would step down as chair at the following AGM.

### **DATES OF NEXT MEETINGS**

- 16<sup>th</sup> of September 4pm – 7.00pm
- AGM 1<sup>st</sup> November 2014
- 18<sup>th</sup> of November 2014 8am-11am

### **Action Points from Board meeting 15<sup>th</sup> July 2014**

	<b>Details</b>	<b>Action</b>
1	Details of ESC Skiers Trust to Jeremy & Geoff - TF to close Trust as Ski Trust GB will be used in future as more tax efficient	TF
2	Organising Peter Keen and Vice Chancellor Lunch	TF/GP
3	JE meet with directors individually regarding roles	JE
4	TF & CP to finalise collateral & progress with commercial strategy	TF & CP
5	TF to circulate review of the season	TF
6	RR to layout a way forward for integrating and developing the Schools programme within SSE and ESSKiA	RR
7	GP to arrange club meetings re Governance Review dialogue ASAP, TF and BT to support	GP/BT
8	TF to clarify 7 categories of membership together with confirmed no of votes within each category. BT to assist	TF/BT
9	GP to compile feedback from 3 consultation meetings with regions and KC chairs	GP
10	GP to send out TOR frame work for KC and regions	GP
11	TF/GP to produce milestone documents until AGM	TF/GP
12	TF to contact Peninsula regarding Health and safety cover	TF
13	Schools review – working group of RR, BT and SDO to map out next steps	RR
14	Self-assurance template – TF to complete before next board meeting	TF
15	The board agreed that BT and TF should start the budget process and circulate to the Key committees	TF & BT
16	JE to finalise advert for new board directors	JE