

ENGLISH SKI COUNCIL LTD

(t/a SNOWSPORT ENGLAND)

Minutes of a Board meeting held on Tuesday 13th January 2015 at 8.00am to 11.00am.

At SportPark, Loughborough

Present:

JE	Jeremy Eaton	Chairman
BT	Bryan Thomas	Finance Director
KR	Karen Richardson	Director
TB	Tania Barton	Director
GW	Gareth Wynn	Director
NO	Nick Ogden	Director
EC	Elly Cockcroft	Director
SM	Stuart Maclean	Director (attended from point 4)
TF	Tim Fawke	Chief Executive / Director
JD	Jan Doyle	Head of Operations
IF	Ian Findlay	Talent Officer (attended from point 9)

Apologies:

RR Rob Robson 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. FINANCE & ADMIN (POINT 9 ON AGENDA)

~~3.1~~ BT gave an overview of the accounts process for all new directors and the fact we now only produce quarterly management accounts as the business cycle does not justify the work and expense,

- 3.2 BT confirmed the timeline for the 2014 accounts and that these would be available for the March board meeting. First quarter accounts will be available at the end of April.
- 3.3 BT was confident that the year-end accounts would be in surplus and in the region of 12.5K. The only uncertainty is the final legal cost for the governance review as still waiting on the invoice from Brabners
- 3.4 The treasury policy will be reviewed quarterly to make sure the organisation has sufficient reserves in place after the investment in the new CRM/website and governance review
- 3.5 We do have a 5 year rolling forecast and which is a Sport England requirement and this is reviewed annually
- 3.6 The audit is being put out to tender to make sure we are getting value for money. This would be for the 2015 accounts.
- 3.7 The agreement for our book keeping and management accounts to be completed by Harrison Salmon for 2015 has been signed and is on the same basis as 2014.

4. MINUTES OF MEETINGS HELD ON 18TH NOVEMBER 2014

SM arrived at meeting confirmed he had completed (Declaration of interests paperwork)

The minutes of the Board meetings held on 18th November 2014 were agreed as a true and accurate record of the meeting.

5. MATTERS ARISING FROM MEETINGS HELD ON 18TH NOVEMBER 2014

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

Items completed listed below

- (a) TF and BT to meet and agree staff remuneration
- (b) Directors to feedback on annual plan and events calendar
- (c) Contact successful candidates for director roles
- (d) Paper work to be sent out to successful candidates
- (e) TF, BT and TB to meet up 25th Nov and go through next steps on Governance

6. NEW DIRECTOR INTRODUCTIONS

- 6.1 JE explained the process that had been carried out in the search for new directors and the calibre of applicants that we received was incredible high and thanked all the new directors for going through the process which had taken 6 months. We had wanted to complete the process of changing the articles before appointing the new directors and due to a couple of directors leaving it has meant we needed to recruit 4 at one time. Due to this there will be staggering of terms to make sure directors rotate each year when ratified at the next AGM.
- 6.2 JE then asked each new director to give a 5 minute presentation regarding their background and what they could bring to Snowsport England.
- (a) Elly Cockcroft
Graduated in America with a Sports Marketing degree. Started at MCC in 2005 when they had no marketing team. Set up the marketing/brand team and now head of marketing. Overseen a big change in the MCC and how they have modernised the organisation. Keen to broaden her knowledge within in other sports
- (b) Stuart Maclean
Runs a film production company and specialises in social media. Was short listed for a Bafta last year. Has been involved in a number of sports and recently very involved in women's cycling. Helped develop a 10 year road map, which meant engaging with ; TV, health and fitness and moving the sport professionally.
- (c) Nick Ogden
Has a son that has got into the sport and he has become very passionate about it. Not personally sporty and has a commercial background and is a director of a number of companies. An entrepreneur and founder of a number of companies within the financial sector, where Governance is absolute key and will bring this knowledge into snowsport. Is also keen to see how additional revenue can be brought into the sport to help support athletes on the talent pathway.
- (d) Garth Wynn
Day job is at EDF energy and working on the building of 2 new nuclear power stations. Also volunteers as a trustee with an energy charity. Has had a lot of sponsorship experience and led on the EDF sponsorship of the London Olympics but also involved in other events and sports. Has worked as a ski club rep and has done some instructor courses. Is keen to help the sport make the most of its opportunities and punch above its weight as has a passion for snowsports.
- 6.3 All current board members gave a brief overview and JE described RR role and link with ESSKIA.
- 6.4 The communication officer (Victoria Crampton) will be in touch regarding putting a PR out introducing the new directors to the membership.

7. CHAIRMAN'S REPORT

7.1 JE set out the 3 main challenges that we have as an organisation, Governance, Communication and Commercial.

- (a) Governance – It has been a lengthy process which was started 24 months before the AGM. It has been a challenging time and while the AGM was not the easiest the new articles were passed and we can move to the next stage of implementation of the changes. This will still take time to complete and a starting point is this weekend with the regional and committee chairs to set the structure out.
- (b) Commercial – We haven't achieved as much progress on this as we would have liked due to a director leaving (job move to New York). This is a key focus over the next 6-12 months
- (c) Communication – There are huge changes in the world of communication and SSE is playing catch up. We now do have a communications officer and have made big steps forward over the last 6 months but the pace of change will only quicken and we need to make sure we are able to manage this effectively

7.2 Director Roles – All the director roles will be looked at over the next 2-3 months with the new directors officially be assigned roles at the next board meeting. JE outlined the initial areas we believed would suit each director and asked for directors to feedback over the coming months especially once they had a greater knowledge of the organisation.

8. GOVERNANCE REVIEW

TF went through a presentation regarding the governance review. This included information regarding the reasons for the change, the key issues and the work that still needs to be done.

9. CEO REPORT

TF presented his CEO report to the board and the HO report.

There was discussion around understanding of why members and clubs renew or not and making sure we fully understand the reasons if clubs or members do not renew.

TF presented the draft budget for 2015 which should make a surplus of approximately 10K. The only area to clarify is Alpine as there is still on-going discussion regarding the summer calendar and this needed to be finalised to confirm the 2015 budget.

10. SPORT ENGLAND

10.1 Jan Doyle gave a presentation on the Sport England grant and the process we go through and are required to deliver for the funding we receive. We have had a successful 2nd year of funding and over delivered on all our targets. The challenge is how we keep the momentum going from Sochi.

10.2 JE commented on the positive relationship we have with Sport England and the fact that this is in a very good position. Staff have done a good job of building individual relationships within Sport England and can only be a positive with whatever the next administration puts in place.

10.3 Ian Findlay gave a presentation showing the different freestyle disciplines and the pathway that has been put in place for park and pipe which is the discipline funded by Sport England and the skills based selection process that has been developed.

11. BSS

TF explained the history of BSS and its predecessor SSGB and the challenges they have faced in setting up a new organisation which hasn't been easy. The relationship between BSS and SSE has developed considerably over the last 12 months. It is essential for the sport that we continue to work with them to get clarity on the pathway in all disciplines and look to see how additional funds can be brought in the sport.

12. COMMITTEE REPORT

No additional committee reports. The Committee Chair meeting on the 18th Jan will work through the TORs. There are challenges within the Alpine Race Committee that JE is working to resolve.

13. RISK REGISTER

The risk register will be reviewed at the next board meeting

14. AOB

Feedback from the new directors regarding their involvement and the areas they feel they could make a difference. In regard to roles the following was suggested EC – Marketing & Branding (initial focus Coaching), SM – whole sport plan and communication, GW – Commercial and NO – Governance. Directors to feedback on these suggested roles.

DATES OF NEXT MEETINGS

19 th March 2015	8.00 – 11.00 SportPark
5 th June 2015	8.00 – 11.00 EDF (TBC)
3 rd September 2015	4.00 – 7.00
17 th November 2015	8.00 – 11.00 LORDS (TBC)

Action Points from Board meeting

	Details	Action
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	JE meet with directors individually regarding roles post AGM	JE
3	TF progress with commercial strategy	TF

4	Esskia/Schools review – Sub group to take this on and report back	RR, TB, BT, JE
5	Change of Board meeting date – new meeting info circulated	TF
6	PR introducing the board members to membership	TF/VC
7	New directors to feedback on suggested roles	EC/NO/SM/GW