

# Snowsport England Ltd

Minutes of a Board meeting held on Tuesday 12<sup>th</sup> July 2016

5.00pm – 8.00pm

Conference call

## Present:

JE	Jeremy Eaton	Chair
BT	Bryan Thomas	Finance Director
TB	Tania Barton	Director
CS	Chris Shelley	Members Director
GW	Gareth Wynn	Director (left 6.35pm)
SM	Stuart Maclean	Director
EC	Elly Cockcroft	Director
AE	Alison Eyre	Director
TF	Tim Fawke	Chief Executive / Director
JD	Jan Doyle	Head of Development

## Apologies:

NO	Nick Ogden	Director
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### 1. NOTICE, QUORUM AND CHAIR

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

### 2. DECLARATION OF INTERESTS

All other Directors 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.

JE confirmed that NO had confirmed in writing that he now employed Bernie Wright within his company group.

### **3. MINUTES OF MEETINGS HELD ON 3<sup>RD</sup> MARCH, 13<sup>TH</sup> JUNE AND 2015 AGM MINUTES**

The minutes of the Board meetings held on 3<sup>rd</sup> March and 13<sup>th</sup> June 2016 were agreed and signed as a true and accurate record of the meeting.

The AGM minutes were approved for publication and formal approval will be at the AGM

### **4. MATTERS ARISING FROM MEETINGS HELD ON 3<sup>RD</sup> MARCH AND 13<sup>TH</sup> JUNE 2016**

- Action point 1 – On- going TF updated on the latest information regarding Skiers trust. This seems to be coming to a resolution with HMRC. Whether the skiers trust will continue or be wound up is still to be confirmed.
- Action point 2 – on going – BT gave an update of his discussion ESSKIA. JE, BT and TF met with Mark Vernon. There was a wish from them that we need to work together and Mark is taking it to their board. BT is continuing to work on this with the Chair of the YD committee. CS noted that Schools skiing is an item that is continually commented by the members as an issue and that we need to progress. If the YD committee could put a proposal together on how this could work together and present this back to the board. Sarah Campbell Woodward will join YDC from Esskia
- Action point 3 – TF has been in touch with Glennis Dore but no agreement to date has been confirmed for her attendance at a board meeting.
- Action point 5 – complete – BT has communicated changes of Alpine committees
- Action point 7 – On going – TF update on agenda item
- Action point 10 – On going - Strategic template has developed a lot further and is bringing in the work from B-focused and HPNGB work and will linked in with our funding submission to SE.
- Action point 14 – On going - UKCP has continued to be developed with CTP and BSS
- Action point 15 – delayed - reorganisation of BSS structure and new reps will need to be appoint following BSS AGM
- Action point 16 – Complete – Dry slope ambassador programme launched early summer.
- Action point 17 – Complete – JE and TF attended Alpine meetings in Tignes
- Action point 18 – Complete- circulation of HPNGB diagnostic tool results
- Action point 19 – Complete – update on director recruitment on agenda
- Action point 20 – Complete - Club case studies circulated
- Action point 21 – Complete – club reports circulated
- Action point 22 – Complete and now removed following exit
- Action point 23 – Complete - JE has consulted Katie Legg on new SSE chair

### **5. SPORT ENGLAND**

#### **5.1 WSP report**

TF introduced 2 reports on the current funding which outlined what the team have been doing on local area engagement and sportivate funding. JD commented on the different structure of the reports and trusted this was easier for the directors to read and understand. TB said they were set out well and found the information really useful and easy to follow. Great to see the work being done at a local level.

## 5.2 Submission 2017 – NGB guidance document

TF confirmed the NGB guidance document was released by SE and that we had our first scoping meeting with SE on the 4<sup>th</sup> July. JD summarized the information in the document and at the meeting.

- This is the first guidance document of the 7 funding areas that we could potentially bid for. The other documents will be released over the coming months.

This guide is looking at the core market including Talent that currently engaged with sport and have a resilient habit. It has gone to all the NGB's that are currently funded through to March 2017

This will be a new way of working for NGB's and SE recognise there may be a transitional period for some NGB's to go through. There is an organisational neutral approach and it is based on what you can do not who you are. The process will be aligned to each NGB rather than a fixed 4 year funding period. Although talent will still be a 4 year cycle.

### **Scoping meeting - 4<sup>th</sup> July**

SSE's were the first NGB to have a scoping meeting. The discussions were around:

Setting out the process in the NGB guidance document

SSE Strategy and where it may align with the Towards an active nation strategy. This was quite brief and will be discussed further at the following meeting.

Our understanding of Snowsport's different customer segments, their patterns of participation - what does regular mean, activity patterns of these people, numbers involved and our level of control / influence with them.

We will be developing answers to these and at the moment all they require is a one pager. We will be sharing this in advance of the next meeting with Katie to make sure we are on the right track so the next meeting can be as productive as possible.

SE confirmed that once scoping phase is completed we will have a funding range which we will be able to submit a business plan for. This is when we will need to get a detailed document together.

JE asked how the team was managing and the work load.

JD – team seem fine with the process so far and we are keeping on top of the work load but there is the day to day work that comes in. JD confirmed we are where we need to be at this point in the process. We did have positive feedback from the SE on the meeting but it is early days. In terms of insight we are pulling together the sources of information that we have and will know in 2-3 weeks' time if there are gaps in the insight.

Still difficult to gauge Sport England thinking and it is still early stages for SE and they are still learning through this process as it is all new to them and they don't have all the answers yet.

AE asked if the current changes in government have made any changes. JD stated at the moment they are carrying on as normal with the plans as set out.

SM seemed comfortable with what JD had outlined and from his knowledge of cycling we seemed to be in a good position.

## 6. CHAIRMEN'S REPORT

### 6.1 Board directors

Recruiting for legal and HR directors. Over 20 applications. Selected and interviewed 6 so far and 1 to still do. An extremely high calibre of applicant and so far there are 4 that we have interviewed that we would be happy to have on the board.

They are keen to attend a board meeting before they get co-opted onto the board. JE and TF to look at the process for how we can include all of these directors

All directors supported inviting along prospective directors to the next board meeting

### 6.2 Director roles

Not going to ignore all the recent emails that have gone on the last few days but don't feel it is appropriate to discuss without Nick present. It was noted that NO has now not attended the last 3 board meetings

CS said it is unsatisfactory to send these emails and then not come to a board meeting to be able to discuss the issues. Not appropriate to raise issues and then say he will talk to an open forum without using the proper process of discussing at board meeting to resolve issues.

CS – confirmed that as member's director the issues that have been raised with him are ESSKIA, Schools racing, Ski cross, calendar and events and not IT issues. He felt that the points NO was raising about IT did not reflect the views of the membership and these are not the primary concerns that the membership have.

AE – Asked how we are going to resolve this as there seems to be a stand-off and this can't be allowed to continue as NO seems to be playing a game.

JE to email NO and ask when he is available to discuss the issues he has raised so a meeting can take place.

GW – We need to be really clear on what the priorities for the team are and that nothing else should be allowed to get in the way of this.

There was unanimous support that the number one priority for CEO and team was to get the best submission into SE as possible and no other issues can be allowed to distract the team from this.

## 7. CEO REPORT

TF introduced his report to the board. One area that should be noted is that after years of decline the instructors and coaching numbers are starting to increase. This is a direct result of the work Claire and Ryan are doing on this and it should be acknowledged.

JE asked about Alpine competitor registrations which are showing a reduction. TF confirmed that after a number of years of been flat there has been a decline. B-focused has done some work on this but we need to understand why there is a drop. JE stated that there were some years of higher numbers and this is why this number may have dropped as these year groups moved through.

### 7.1 IT

NO informed Jeremy and I that Bernie would be taking a step back from the sport and that he would no longer be leading on IT. He recommended that we found someone else to do this work and that Bernie would do a hand over.

Website – the site that Vic and Bernie have developed has been circulated. There are a number of minor final changes to be made. The site is good and will soon go live. We have found someone who has experience on the Drupal platform. He has 10 years of experience and also managed NHS sites and is used to dealing with sensitive data. We are awaiting a price back of the work and looking to get the 3 sites SSE, Alpine Champs and Snowsports News merged into one site. As far as I am aware Bernie is handing over all the work he has completed. So I don't understand the comments regarding not using the work that has been completed. EC said Vic still needed to get in touch to go through final points on the site. TF to chase up.

CRM/ Database – We have got 2 companies coming in on the 10<sup>th</sup> August and presenting to Claire Pennell, TF, EC and CS. The 2 companies are Tahdah and Participant. We have had more contact with Tahdah and they have come back on the spec document we have produced. Confident they can deliver what we require, they have stated some elements would need development but most of these are not essential so I would hope there would be limited additional development costs. In terms of on-going costs this would be cheaper than the current fees we are paying. There has been less contact with Participant but they do support the Norwegian ski Federation and seem to tick all the boxes we require. They have also been sent our spec document and will be bringing along their technical person for the presentation.

TF asked for this group to be given the authority to make a decision on the system to go with subject to the finance being acceptable and agreed with BT.

### 7.2 Club Data

It has been a challenge to get the clubs to send in the data from their clubs. All the meetings I have had have all been very positive and were well worthwhile but the clubs do take a bit of convincing. All the clubs I visited in the end agreed they would share their data but some need more time to get their process in place and also get

their committee to agree. As this meant putting additional information onto the registrations forms.

Overall though I think we have made really good progress but we need to keep the momentum going so we do get to all clubs sharing their data. EC asked how the data was being used and was there a comms plan. TF said that we have split the lists we have in mail chimp and do target information to different groups. However, this links to the new system we will be putting in place and will be a key element in deciding which system we should use. So we do encourage engagement with the membership.

TB suggested that each director should take on 2 clubs to call to support this process.

TF agreed this would be a good idea but would need to put together a crib sheet of the key points to get across. All the clubs would appreciate a call from a director and it would be a good learning curve for all directors and the conversation should also see how they are doing as a club and if there was anything else they would like to see SSE doing. It was agreed this should go ahead. TF to supply contacts to directors to action.

### 7.3 BSS

TF had attend the BSS board meeting earlier in the day and gave a verbal update from this meeting. Key points

The acceptance by the charity commission and HMRC of the foundation as a charity is a positive development and the industry initiative which has now progressed and key funding blocks BSS are putting in place. These will be launched in September. There is considerable work to be done on how these funds will be distributed but Rory Tapner (RT) is keen to strengthen the link between the HN's and BSS as the sport needs to speak with one voice. I am due to meet Su Moore who is in charge of the charity and how it will link with HN's.

RT is in the process of reorganising the structure of BSS. TF went through proposed structure and that this would go to the BSS membership when finalised for the BSS AGM in September.

OQS – there was a good discussion on OQS and the challenges around what the BOA will accept. It was very much this is what we will accept and was not a negotiation. However, all the discipline committees are happy with the OQS agreed. Next steps are to put this into a selection document for circulation.

Alpine Championships – They are still awaiting responses to be able to make a decision on this and Dave Edwards will be circulating a document for approval once further information has been received.

### 7.4 AGM

The AGM is planned for the 17<sup>th</sup> September at Chill Factore. It will take place at the

end of the first day of the coaching conference and before the awards dinner in the evening. It is hoped that this will engage the instructors and coaches that would not normally attend the AGM.

There will be an advert going out shortly to help promote the AGM and get more people along to the dinner. The official notice will not go out until 28 days before.

The online voting system was discussed and it was decided that it would not be used due to the concerns raised last time about been able to validate who was voting and if they were voting members of clubs or not.

We now have a good amount of data from clubs and if there are other proxy votes that come in we will then cross check them with this information and if required contact the club to confirm if they are a member.

JE asked if we should consider delaying the AGM as we won't know the position we are in with SE at the time of AGM. If JD and TF felt it would be beneficial to delay it was agreed that we should keep this option to defer open.

#### 7.5 B-focused / Commercial

In the board papers there was a report from Vic on the work completed. She has taken on the work from when we got Tirol as a partner and taken this forward with new partnerships. This includes Equity, Visit Andorra, Ambition and travel club elite. The work b-focused has also help us structure this better but there is further work we need to do on this area. She has also progress to a final stage with a deal for the Alpine Champs which if comes off will be a big step forward. Vic should be acknowledged for the work she has done on this and supporting the partners once in place.

TF presented the B-Focused summary presentation for the board which outlines their findings and recommendations. A discussion on the document and some really useful information and the context of other sports and where we fit in. One of the key points was around the SSE and GSGB brands and TF was seeking further funding from SE to help with this piece of work.

#### 7.6 Comms / PR plan

We have developed a more comprehensive comms and PR plan. Betony is looking further ahead and been more proactive in the work she is doing.

JE and TB both supported the work Betony had been doing and asked JD to pass on their thanks to her for the work she is doing.

TB – asked about changing the weekly mailer and getting it designed so there is a clearer template. EC agreed it does need an overhaul. TF confirmed this was on the list to do and we will get round to it.

## 7.7 Safeguarding report

TF highlight the report that our LWO Bridget Owen had produced for the board and that she would do every 6 months. While this had stated there was no safeguarding cases currently running there has been one come in since this report which will need investigating.

## 8. FINANCE REPORT

BT presented his papers to the board and there were no questions

### 8.1 2015 audit

This has almost been completed and final accounts for approval will be circulated shortly. BT suggested Joe Bates from PKF should attend the AGM and the dinner. This was approved. Final figure for the year was £2392 which was lower than budgeted but there were considerable costs in the changes to the office staff through the year.

### 8.2 2016 accounts

The Q1 accounts still have some slight discrepancy on the Alpine discipline and is not showing the surplus which we are expecting and we are investigating this and will have a clearer picture with Q2 accounts. There has been issues with matching income and expenditure in the right quarter which has entailed quite a bit of work to resolved. We have changed the system which will hopefully resolve this issue

If there are any directors that have any questions on the accounts, then do get in touch with BT

JE asked if AE would link with Bryan on the accounts so there were 2 board directors who had detailed knowledge of all the accounts. AE agreed to this and date to be set ASAP

## 9. GOVERNANCE

### 9.1 Governance eligibility criteria

TF highlighted the document that confirms all the governance criteria set out by SE have been met and that this is one of the eligibility criteria to be able to apply for funding from SE.

### 9.2 Sport England self-assurance process

The assurance process will be an off line one as last year. TF stated this would go through the LT first and make sure we are addressing any areas that need to be dealt with before going to the board governance committee.

## 10. AOB

Disciplinary process - There had been an issue with an athlete on the dry slope ambassador programme and there was a concern that we needed a similar process across disciplines and that we aligned policies. JD suggested Bridget should be involved as this was her area of expertise.

TB gave an update on the Alpine ACE weekend which had recently happened and which was a big success. The board thanked TB for all her work on squad which takes up considerable amount of time.

Proposal for the development of Instructing and coaching pathway which TF outlined. Board agreed that further discussions should take place but more details and key questions needed to be answered before this could be agreed.

Governance meeting to be set up and if needed separate from the board meeting to make sure any items are processed. TF to put a clear TOR together for this committee.

### CONFIRM DATE AND TIME FOR NEXT MEETINGS

13th September 2016 10.00 – 13.00 Loughborough  
 17th September 2016 4.45 – 6.15 AGM Coaching conference Manchester  
 16th November 2016 16.00 – 19.00 Loughborough

### Action Points from Board meeting

Action Log – priorities are in **bold**

	<b>Details</b>	<b>Action</b>
1	Decision on ESC skiers trust to be followed up once position of GB skiers trust has been clarified. Still with HMRC for decision	TF
2	Strategy document development - Bring B-focused work and HPNGB work all together.	Leadership Team
3	Appointment of SSE rep on BSS committees following re organisation at BSS and mechanism of communicating information back.	TF & JE
4	Feedback from next SE scoping meeting on 3 <sup>rd</sup> August	TF, JD
5	JE to contact NO and get a date to go through his concerns	JE
6	Database / CRM system	TF, EC, CS,
7	Club Data collection – crib sheet for directors to follow with 2 clubs to contact.	TF
8	Circulation of audit accounts for approval	BT
9	Governance committee and TOR	TF
10	Circulation of the UK Sport and SE governance charter	TF

11	YDC to link with ESSKIA to appoint person to committee	YDC
12	YDC to put proposal back to the board on how to progress relationship with ESSKIA	YDC
13		
14		
15		
16		
17		