

Snowsport England Ltd

Minutes of a Board meeting held on Tuesday 17th November 2015

10.00pm – 1.00pm

Lord's Cricket Ground

Present:

JE	Jeremy Eaton	Chairman
BT	Bryan Thomas	Finance Director
TB	Tania Barton	Director
NO	Nick Ogden	Director
SM	Stuart Maclean	Director
EC	Elly Cockcroft	Director
AE	Alison Eyre	Director
TF	Tim Fawke	Chief Executive / Director
RT	Rory Tapner	Chair British Ski and Snowboard (for item 5)
DE	Dave Edwards	CEO British Ski and Snowboard (for item 5)

Apologies:

GW	Gareth Wynn	Director
JD	Jan Doyle	Head of Development

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

BT – Had taken on a temporary role as CESA treasurer while they are setting up the region with new chair Karen Conde.

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.

3. MINUTES OF MEETINGS HELD ON 3RD SEPTEMBER 2015

The minutes of the Board meetings held on 3rd September 2015 were agreed and signed as a true and accurate record of the meeting.

4. MATTERS ARISING FROM MEETINGS HELD ON 3RD SEPTEMBER 2015

The action log was updated by TF. The following items have been completed.

- 4.1 Action 3 deleted
- 4.2 Action 4 completed: Liaise with new and old committee members and then make public announcement regarding Alpine committees
- 4.3 Action 6 completed. Rewording of AGM invite
- 4.4 Action 7 completed. Discussion with Claire Pennell taking on company secretary role over next 12 months and getting trained up by Karen Richardson (current company sec)
- 4.5 Action 8 complete. TF to contact John Shedden regarding coaching rep role
- 4.6 Action 9 complete. TF to submit self-assurance documentation to Sport England
- 4.7 Action 10 complete. 2014 Audited Accounts submitted to Company House
- 4.8 Action 11 complete. Confirm costs of audit pack from Harrison Salmon and confirm auditor for 2015
- 4.9 Action 12 complete. Alpine clothing supplier details given to Ian Findlay for freestyle
- 4.10 Action 13 complete. Feedback on both DCMS sport strategy consultation and SE active people consultation
- 4.11 Action 14 complete. All directors to feedback on potential targets for commercial initiative to target
- 4.12 Action 15 ongoing. NO to take commercial initiative forward and get examples made up
- 4.13 Action 17 complete. Meet with Racer Ready to go through concerns raised on letter
- 4.14 Action 18 complete. 2016 board dates

5. BRITISH SKI AND SNOWBOARD – RORY TAPNER & DAVE EDWARDS

JE welcomed Rory Tapner and Dave Edwards to the meeting and thank them for coming and gave a brief introduction. TF outlined why he had invited RT along which was to help the SSE board's understanding of the vision that Rory has for BSS and to make sure we are working together to move the whole sport forward. TF then described the journey that SSE has been on over the last few year and the dramatic changes that this entailed. SSE is a very different organisation to the one it was but we do recognise we have significant challenges ahead to deliver.

JE outline the important changes in directors and the key appointments that had been made to strengthen the board and enable SSE to take on the challenges and move the organisation forward. He then invited RT to present his vision for BSS

RT gave a comprehensive view on what he would like to be able to be achieved with BSS. This starts with getting a clear plan not based on what funding money we do have but what we would do if we had the funds to develop the most talented athletes. His focus is very much across all disciplines and building a long term plan for success on the world stage. While this would not be a quick process he had set out with each discipline some quick wins that could be achieved in the short term. With the aim of getting partners to buy into to the plan of

producing a world class athletes and been part of that journey. RT was clear that to achieve this BSS and the HN's needed to work together to agree and be clear on the pathway in all disciplines and this was a key area that needed to be discussed further.

It was agreed that RT JE, TF, RT and DE would organise another meeting to follow up on the key points discussed.

6. CHAIRMEN'S REPORT

JE updated the board on his activity since the last board meeting which consisted of numerous items.

- 6.1 We are making progress but it is challenging – a number of directors are putting in some exceptional effort and we all need to keep clarity of purpose
- 6.2 Continued support to directors and staff as required
- 6.3 Attended b-focused workshop
- 6.4 Liaised/assisted TB and attended Alpine Squad weekend at Brize Norton – enormous steps have been achieved this year with both BSS and England U14 squad, it is key this is locked down and we learn from the success and build for the future
- 6.5 Attended BSS AGM
- 6.6 Attended Key Committees meeting
- 6.7 Managed SSE AGM with TF – basic lessons learned re coffee/refreshments, continued discussions re location for next year event.
- 6.8 Introduced Leadership Team to a HR mentor and advised accordingly
- 6.9 Advised and assisted CEO as required.
- 6.10 Attended two ESSkiA events

7. REPORT'S TO THE BOARD

7.1 Governance subcommittee (JE,BT,TF,TB & EC)

A decision on whether a governance meeting would be held before each board meeting would be made depending on the number of items that need to be dealt with.

An overview of some of the recent changes and challenges were outlined for EC to bring her up to speed.

A discussion around the changes to staff structure and how this was working and if new staff were settling in okay or not. TF outlined how staff were doing and highlighted that both Claire and Holly had fitted in well. The Leadership Team is starting to take shape with a number of meetings taking place. This work has been supported by Steve Rowlands an HR consultant and BT. There was a session which focused on the wider strategic areas and to make sure that this group took on the leadership role and dealt with longer terms issues as well as the immediate day to day operational issues which we are dealing with. The report from Steve Rowlands would be circulated to the board once completed.

TF reported back that there had only been 1 nomination received for members director. TF had spoken to 4 interested members and they had said they would completed the nomination forms but none of them did so. TB had some interest from an-ex athlete and a form was sent out to her but this was not completed either. In view of this TF was to contact Chris Shelley and confirm he was happy to take up the appointment of member's director.

Further discussion was had around Gareth Vogan starting at the end of the month and his work focusing on the communications and commercial work and how this will link with Victoria and the challenges to make this work effectively.

Glennis Dore from Nordic was invited to the next board meeting but she is unable make it. TF will send her all the dates for the rest of the year and see which one she can make and provide some guidance for her on what to deliver.

7.2 **Leadership Team report**

In future there will be a report which will come from the Leadership Team which will cover all the key areas of interest the board. This report will report against KPI's 4 times a year. We are in the process of producing a document that sets out the KPI's for each strategic area. This template will be presented at the January board for board approval. The detail and numbers will then be worked on with the whole team. Behind this document will be the action sheets which will be the day to day working documents. The aim of this is to get clarity of purpose for all members of the team and the board to check and challenge what the leadership team is proposing. Once agreed this will then be delivered until it is reviewed again. The on-going work with Steven and BT will fit in with the HPNGB work which has just been sent out for quote and will start shortly.

7.3 **CEO Report**

TF presented the CEO report to the board. There were no questions regarding this report.

7.4 **WSP Report**

The Whole Sport Plan progress report to the board. There were ~~no~~ questions regarding the report.

7.5 **Finance**

BT presented the Financial Report and 3/4 year 2015 Accounts to the board and there were no questions or queries raised. BT highlighted the unbudgeted costs for agency staff due to the loss and replacement of office staff, the shortfall of courses by the Schools Advisory Committee and the additional costs related to staff training. This will mean that the profit for the year will below budget by between £5,000 and £7,500.

The 2016 Budget has not been finalised, but a draft 2016 budget was with the board papers and it would be finalised shortly. Increased costs anticipated will reduce our profit level further if we do not increase revenues, in particular from our commercialisation project. Add to this the need for a provision for further IT work which as yet has not been documented.

Company reserves and cash are at a satisfactory level, but profit levels must be maintained as there is a continuing need to strengthen the resources in areas such as alpine and commercialisation.

BT confirmed that Clement Keys will be appointed as the new SSE auditors.

7.6 **Committee reports**

There was no outstanding items from the other committees. There was a successful Committee Chairs meeting the minutes of which summarises the key points. The chairs had requested that there should be 2 meetings a year which was readably agreed and would be coordinated.

TB gave an update on the Alpine Squad. The last of the ACE weekends had been completed. A thanks to the RAF who had hosted the testing and TB was very impressed with their facilities and staff. JE thanked TB for all her work in regards to the squad as it had been a huge undertaking and had been received very well by the athletes. Planning for next year was well under way.

7.6 Alpine Strategy & Planning/Events Committees.

BT gave an overview of the first meetings of the reshaped committee and felt they had gone ahead successfully. NO raised some concerns, following which a robust discussion took place and it was agreed that at all future meetings conference call facilities would be made available. BT asked to be given time to manage forward these two committees with Lloyd Jenkins and at which time the measure of success could be assessed productively.

Minutes of the first formative meetings were in the dropbox, the next meetings are on Sunday 6th December with a full agenda and hopefully with a full attendance,

There was discussion around one of the member of the committee who had resigned. It was decided that BT would get back in touch and see if he was interested to be considered by the committee to continue on the committee.

JE also noted that the new committees had not been promoted and announced fully. BT to liaise with Betony to get a press release put out aimed at the membership to help them and clubs understand the changes better that have taken place.

8. IT STRATEGY

JE stated that there was a number of issues on the IT side and that TF and NO had produced papers for the board but he felt it was best to have a discussion on it rather than circulate the papers first.

NO gave an overview of where we were & what we needed to do with the IT. There are many challenges and it is not going to be easy to work through. There was a detailed discussion around what the IT strategy needs to be and what needs to happen to move this along. The end result being one core platform that everything will link off but it will take time to achieve this and we need to manage expectations of when things can be delivered.

A concern was raised about the use of a volunteer to complete the work and the risk of them walking away. NO stated that the work would all be done in open sourced software so someone else would be able to pick it up and we would not lose what work had been completed so far. The other option of paying for it was not possible as we did not have the funds required to deliver what was needed. The system was based on an amazon cloud server and it was confirmed that this would be put into SSE name and billed to SSE. NO was happy to take a lead on it if everyone agreed to the strategy he had outlined. The board approved this.

It was agreed that NO and TF would work together to deliver the strategy and this would include key SSE personnel include Claire to move this along as well Victoria.

9. SPORT ENGLAND

The relationship with SE is progressing well and we have secured funding for the reward and incentive fund and the HPNGB.

The HPNGB work will commence in December and JE, TF and BT will have a kick off meeting once the consultancy contract has been confirmed. This work will involve all the board taking part in an online diagnostic and a work shop.

10. COMMERCIAL

The work with b-focused is progressing and there is a report from them within the commercial report. JD and TF will have an interim meeting with b-focused on the 1st December. TB was concerned that they hadn't fully appreciated the Alpine Squad weekends and what this entailed. TF said this would be reinforced at the interim meeting what these weekend entailed.

JE asked if we were clear on what we were going to get out of the process. TF stated this was set out in the original documentation but he would go through the items at the interim meeting

11. RISK REGISTER

The risk register was discussed and no additional items where added.

12. AOB

Code of conduct – Section 2.5 was to be reviewed and the wording on the alcohol consumption

There was some discussion around further directors as there is still space on the board. This needs to be based on the skills required and further consideration regarding this was needed and JE and TF would discuss further.

JE thanked EC and Lords for hosting the meeting and there hospitality.

DATES OF NEXT MEETINGS

19th January 2016 Loughborough 4pm – 7pm

3rd March 2016

10th May 2016

5th July 2016

13th September 2016

16th November 2016

AGM Date – Possible Coaching conference 17th & 18th September

Action Points from Board meeting

	Details	Action
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	Development of Schools skiing and link with Esskia – meeting with Mark Vernon	TB, BT, JE, TF
3	GW to pass on example risk register to TF to add new column to current register	GW
4	Leadership team report to be circulated to the board once complete	TF
5	Agree board meeting date with Glennis Dore and provide guidance	TF
6	NO and TF to liaise to move IT strategy forward and engage Claire in the process	TF & NO
7	BT to link with Betony and get PR out to promote the changes with ARC Committees to the membership and clubs,	BT
8	BT to link with committee member and see if he would like to be considered to re-join the committee	BT
9	BT to ensure conference call facilities will be available at future Alpine Committee meetings	BT
10	Revised code of conduct and circulate	TF
11	HPNGB work - Confirm consultancy and set up initial meeting with JE, TF & BT	TF
12	JE & TF to consider skill requirement for additional board members	TF & JE