

# Snowsport England Ltd

Minutes of a Board meeting held Tuesday 27<sup>th</sup> June 2017

3.00pm – 6.00pm Arden, Banbury

**Present:**

JH	Jamie Horner	Chair
BT	Bryan Thomas	Finance Director
AE	Alison Eyre	Director
SM	Stuart Maclean	Director
ID	Ian Davis	Director
CS	Chris Stroud	Members Director
MD	Mike Danbury	Members Director
TF	Tim Fawke	Chief Executive / Director
JD	Jan Doyle	Head of Development
CP	Claire Pennell	Operations Manager

**Apologies:**

EC	Elly Cockcroft	Director
CTA	Chloe Targett-Adam	Director

**1. NOTICE, QUORUM AND CHAIR**

JH reported that due notice of the meeting had been given and that a quorum was present.

**2. DECLARATION OF INTERESTS**

Directors present confirmed that they had no direct or indirect interest to further declare as required by Section 177 of the Companies Act 2006 and our Articles.

All directors need to complete declaration of interest forms following AGM.

**3. MINUTES OF MEETINGS HELD ON 16<sup>TH</sup> MAY 2017**

The minutes of the above Board meeting were agreed and signed as a true and accurate record.

**4. MATTERS ARISING FROM PREVIOUS MEETINGS**

4.1 Action 1: On going – update on measurement and targets. On agenda

- 4.2 Action 2: All paper work completed for directors with one exception, CP to follow up
- 4.3 Action 3: Membership engagement plan – document on calls circulated and plan for once a month opportunity for clubs to have a call with chair and CEO if requested.
- 4.4 Action 4: Working group committee structure – On agenda
- 4.5 Action 5: Revised 4-year company forecast - Completed
- 4.6 Action 6: Remuneration committee TORs – On agenda
- 4.7 Action 7: Action plan on diversity within the sport – On agenda
- 4.8 Action 8: Publication of new safe guarding statement and policy – 1/07/17 for publication
- 4.9 Action 9: Scheme of delegation – On agenda
- 4.10 Action 10: Circulated document outlining Olympic initiative - Completed
- 4.11 Action 11: SM to support Gareth and report back at each board meeting – On agenda
- 4.12 Action 12: Update board on IT issues – On agenda
- 4.13 Action 13: Plan board away day – on going
- 4.14 Action 14: Update risk register -completed
- 4.15 Action 15: Induction day for CS, MD and access to board documents - Completed

## **5. CHAIRS REPORT**

JH focus had been the AGM, new articles and code of governance compliance. He will now target the key areas of communication and commercialisation /sponsorship.

JH attended the commercial strategy meeting with Victoria Crampton (VC), BT, EC, TF and EC will take the lead supporting VC.

JH thanked everyone involved for their considerable effort and professionalism prior to and at the AGM. The organisation can now move forward positively with new compliant articles and tackle the key issues in hand.

JH also express our condolences to Frank McCusker's family and the Ski Club GB following his sad and unexpected death.

## **6. IT UPDATE**

Following the challenges with the current CRM system being down TF updated on the progress to date. No further action was required from the ICO report and the case was closed. A couple of areas were highlight which will be followed up on.

TF thanked the office and especially Gareth Vogan for the temporary system that he put in place with minimal disruption and helping to cleanse the data. We are now looking at moving to the new IT system with Participant in the next 2 weeks.

Once complete TF will terminate any outstanding agreement with Vital.

## **7. AGM FOLLOW UP**

### 7.1 **Membership rules & Regulations**

A working group of JH, CTA, BT, MD, CP, TF was agreed to finalise the membership rules and regulations before being circulated to the membership. The initial structure was approved by the board.

### 7.2 **2018 AGM date**

There was a detailed discussion regarding the date for next year's AGM. It was agreed that it would be at beginning June. The OT would look at 2 options of weekday or weekend and then seek membership opinions.

## 8. **SPORT ENGLAND**

### 8.1 **Measurements & Targets**

JD stated that we had nearly completed the process on the measures and targets with Sport England as their executive had recommended them to the CEO for sign off. This has been a lengthy process with a number of challenges to deal with. We did receive positive feedback that our measures and targets flowed through well from initial submission and that it had been well structured. A considerable number of sports are not being put forward for sign off.

Once we get the sign off this will allow us to finalise the targets across the organisation and align with the SSE strategy. We will report back in September with an updated dash board.

### 8.2 **Governance – Diversity**

ID presented his report on the next stages of the diversity action plan. This was approved by the board. JH reported having links with Chris Grant (SE board member) and Wasim Khan and both of these individuals would be helpful in developing our diversity action plan. JH to make introductions to ID.

**9. COMMUNICATIONS STRATEGY**

SM as yet had not followed up with Gareth Vogan but would instigate a regular call with Gareth alongside the weekly comms call. SM to contact Gareth.

**10. NATIONAL PATHWAY**

TF presented the concept paper to help the directors understand outline plan. TF may need formal approval before the next board meeting.

**11. COMMERCIAL STRATEGY REPORT**

The first face to face meeting of the board commercial sub group reviewed the positive progress being made but much more needs to be done. EC is the key direct link to support VC on the commercial strategy. MD asked to join this sub-group.

There will be a monthly updated commercial report circulated to all directors.

**12. BSS & HN'S REPORT**

TF presented notes from the BSS & HN strategy meeting. This was a positive meeting and looked at ways the HN's and BSS could work together better to help the pathways. SSS very much felt there was a need to look at the governance aspect to make sure decisions were dealt with in the best way possible. BSS were keen that we looked immediately at how we could work together better and if there were governance issue that got in the way we would deal with these as when they came up. So a twin track approach. The board approved the TOR for the governance review within this approach.

**13. CEO REPORT**

TF presented his report and highlighted the following areas for approval.

**13.1 Remuneration TOR**

The TOR were approved by the board

**13.2 Scheme Delegation**

This was approved subject to TF and BT clarifying a few points on the document. To ensure appropriate safeguards are in place, clear authorisation levels needs to be set out and where appropriate authorisation should not be left to one individual.

## **14. SAFE GUARDING**

No further cases reported

The re-write of Snowsafe has been completed and TF thanked Bridget Owen for the great job she has done.

## **15. COMMITTEE & REGIONS**

### **15.1 Committee Structure review**

The board has requested a review of the Committee Structure and their TORs with particular attention to Alpine and Schools. The aim is to keep the number of committees to the minimum required and to ensure that they meet supporting SSE's key aims and objectives. The OT will carry out the initial review co-opting as needed and then report at the September board meeting. CS will assist with the review.

## **16. FINANCE REPORT**

### **16.1 2017 Q1 Accounts & Report**

There was a slight delay in production of the Q1 accounts for which BT apologised. The new accounts package, completing the year-end figures for Sport England and the additional work the AGM required caused delays.

BT's Financial Report and Accounts Summary we taken as read.

The forecast is for a break-even result for 2017 but to achieve this at least £10,000 of additional revenue/sponsorship will be required. With the reduced SE grant as from 1<sup>st</sup> April 2017 and significant legal costs leading up to the AGM, close cost control will be required.

### **16.2 Treasury Policy-2017**

BT presented this updated treasury policy for approval. TF requested actual figures to be added for the required cash reserves policy and to amend the wording that we should plan for all events to break even.

### **16.3 4-year forecast**

BT presented the 4 year forecast and highlighted the challenge to bring in additional income if the organisation is to have the same structure and achieve at least a break-even. This will be reviewed annually and amended accordingly. The forecast shows 2017 to 2020 as the current SE funding will stop in March 2021.

## 17. RISK REGISTER

The risk register was reviewed and a number of amendments made in the light of current circumstances.

## 18. AOB

### CONFIRM DATE FOR NEXT MEETINGS

- 26<sup>th</sup> September 2017, Loughborough, Sportpark 10.00
- 22<sup>nd</sup> November 2017, Banbury, 10.00

### Action Points from Board meeting

	<b>Details</b>	<b>Action</b>
1	Populate strategic target sheet to be completed in line with SE strategic outputs deadline August	TF/JD
2	Set up mechanism for future club calls and communicate with clubs	TF & JH
3	TF to coordinate AGM working group to look at membership rules and regulations with addition of MD and circulate to membership before next board meeting	TF
4	AGM 2018 – OT to select two possible dates and consult with membership on preferred option	OT
5	OT and CS to work through possible options with committees with input from staff and chairs.	OT
6	JH to introduce Chris Grant and Wasim Khan to ID	JH
7	SM to set up regular call with Gareth Vogan	SM
8	TF to progress with National pathway and report to board as required	OT
9	TF & BT to finalise Scheme Delegation	TF & BT
10	Update treasury policy	BT
13	Plan board away day	TF, JH

14	Publish new safe guarding policy (Snowsafe)	BO
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