



BOARD OF TRUSTEES
Wednesday 14th June 2017

RECORD OF MEETING

Present:

Kevin Aitchison, Chair (KMA)
Richard Allcroft (RA)
Suzy Christopher (SC)
Andrew Flatt (AF)
Mary Daunt (MD)
Michael Spence (MS)
David Pond (CEO)

In Attendance:

Fergus Gallagher (Hogan Lovells)
Chris Ladusans (Hogan Lovells)

1. ***Declaration of Interests***

- 1.1 SC declared that she was a trustee of The Lord's Taverners (see 11.1). In accordance with article 17 (2) of GBWR's articles of association, the interest did not preclude SC from attending the meeting.

2. ***Apologies***

- 2.1 Simon Le Fevre (SF) and Margaret Moore (MM) sent apologies for their absence.

3. ***Minutes of Meeting dated 14 March 2017***

- 3.1 The Minutes of the previous meeting of the trustees on 14 March 2017 were considered by the Board and approved.

4. ***Actions Arising***

- 4.1 It was noted that the following actions were carried over from the previous meeting:

5.1 Review of ToR for the CEO, Chair and Vice Chair

- 4.2 All other actions had been completed or included in the agenda.

5. ***CEO Report***

- 5.1 The CEO report for March-June (the "**Report**") was taken as read. The CEO provided the following updates on items set out in the Report.

- 5.2 ***Appointment of safeguarding rep.*** The CEO noted that a safeguarding representative had not yet been appointed. The CEO explained that two candidates had been interviewed, but unfortunately neither was considered suitable. The CEO noted that he had sent an email to Sport England with questions on a range of subjects, including safeguarding requirements. Receipt of the email has been acknowledged by Sport England but a formal response has not



been received. The CEO recognised that safeguarding is a potential risk area. The CEO noted that one of the challenges in the context of the recruitment process is that there is a relatively small pool of experienced safeguarding professionals and that many of these have already been employed by other sports. MD raised a concern as to whether GBWR was exposed by not currently having a safeguarding representative engaged. The CEO explained that GBWR was currently employing a consultant on a temporary basis to cover risks in the organisation, but they continued to search for a long-term solution.

- 5.3 Sponsorship. The Board discussed amounts received from sponsorship and donations. AF explained that management accounts for June 2017 would be circulated to trustees with a separate analysis of donations. MS commented that GBWR was in a better position than some other unfunded sports. The CEO commented that a significant number of sponsors had pulled out of funding other sports after the end of Rio 2016, even from successful sports. The Board acknowledged that fundraising was an on-going challenge.
- 5.4 GB squad. The CEO noted he was going to visit the GB squad the morning after the meeting. He reported that the squad was well prepared. He explained that the squad had been training without Jim Roberts, who would be unavailable for the final of the European Championship (if the team were to reach that stage of the competition). MS commented that by finishing as runners-up the team would still qualify for the World Championships just by being in the final. However, the CEO pointed out that being the number one team in Europe would make it easier to appeal for funding for the World Championships.
- 5.5 The CEO invited questions on the Report. SC asked whether there was a timeline for when GBWR would need to comply with Sport England's governance requirements. The CEO said this had not been confirmed, but that there would be a meeting with Sport England after the World Championships. MS asked for an explanation of the donation from the Welsh Rugby Charitable Trust (WRCT) as outlined in the CEO's report. The CEO explained that Kirsty Clarke had sought funding for the RDO position. The detail of the Board's further discussion is recorded in the Confidential Annex.

6. **Finance & Governance**

- 6.1 March management accounts (end of year). AF noted that there was a budget surplus for the period ending 31 March 2017 of £156,000, which was achieved by expenditure cutbacks, in particular in relation to the World Class Programme and other savings made from the Development and Corporate Budgets. Income was £26,000 better than the previous year, while the reserves to carry forward were around £190,000. AF reported that GBWR should receive a rebate from HMRC in relation to a VAT declaration issue, but this would not be booked in the accounts until the cash had been received. AF confirmed that an audit was scheduled for 5 September 2017 and noted that the auditors have not proposed an adjustment before. An issue that the auditors need to consider is whether GBWR would be able to continue as a going concern. AF explained that the auditors would need to look one year ahead from the date of their report. AF did not think there would be a problem, even though the team was due to play in Australia during the course of the financial year. There were no questions on the finance update.
- 6.2 End of year business plan review. The CEO was asked to comment on items in the review that were given red status in the RAG report:
- (a) Objective 2.2 (achievement of a recognised quality standard): The CEO explained that this had not been achieved because there were outstanding points yet to be agreed with Sport England. The CEO noted that GBWR currently applies its own quality standard,



but also wanted to achieve an accredited standard. The CEO noted that this item was primarily red for reasons outside GBWR's control.

- (b) Objective 3.4 (meet deadline for 2017 European Championships bid by March 2017): The CEO reported that GBWR had held back on its bid. March 2017 had been a self-imposed deadline, so the fact that this item was marked red was not significant at this stage. RA noted that there would not be a bid for 2017, but there would be a bid for 2019.
- (c) Objective 4.2 (achieve UK sport agreed performance target, Sep 16): It was noted that this was red because GBWR did not medal in Rio 2016.
- (d) Objective 4.4 (development of elite chair): The CEO noted that this was marked red because there was not enough interest from players in developing this product, but that this was nonetheless an on-going project. MS commented that Roma had provided a lot of help for GBWR in relation to this project.
- (e) Objective 5.3 (classification database): The CEO stated that he was scoping the work to develop an interactive database to slot into the system. It was noted that currently membership documents are held in paper form and that significant efficiencies could be achieved by having an integrated system to manage this. This project is currently on hold but will be part of a larger piece of work to be carried out at a later date, which it is anticipated will create long-term efficiencies. RA noted that IWRF was developing an online system which might also cover GBWR's needs. The Board acknowledged that data protection was an important consideration when managing databases containing personal information and that this was an area on which staff required more training.
- (f) 5.4 (volunteer strategy): The CEO noted that the volunteer strategy was on hold and will fall under the responsibility of a new role being created.
- (g) 6.14 (complete board member appraisals by Dec 16): The CEO noted that this was the responsibility of the Chair.
Action: Chair

6.3 Budget 2017-18. The detail of AF's budget report is recorded in the Confidential Annex.

6.4 The CEO envisaged that there would be a need to use some of the reserves in the next year to make up for the loss of funding from UK Sport and to ensure that the Elite team would be competitive at the World Championships. The CEO commented that a strong performance at the World Championships would provide the best chance for a long-term competitive future for GBWR and represented an opportunity to push for more funding on the back of this success; if the team won a medal it would be difficult for UK Sport to refuse funding. The CEO noted that the loss of funding could put additional pressure on the athletes, many of whom are vulnerable, and that this would need to be managed carefully. Following the discussion the Board approved the 17/18 budget.

6.5 2017/18 Business Plan (the "Business Plan"). The Business Plan was taken as read. The CEO noted that the Business Plan incorporated some of the Sports England governance objectives, regarding which GBWR was still awaiting clarification from Sports England as to how the objectives should be implemented. The Plan was approved by the Board.

6.6 2017-21 4 Year Budget (the "4 Year Budget"). The details of the CEO's explanation of the 4 Year Budget are recorded in the Confidential Annex.

Board Record

Great Britain Wheelchair Rugby



- 6.7 The detail of the subsequent discussion by the Board is recorded in the Confidential Annex.
- 6.8 The CEO explained that a number of sponsorship initiatives with RFU were being considered. The CEO's goal was for all Premiership clubs to have one home fixture a season where they raise money for GBWR. The CEO also briefed the Board on a plan to meet with the RFU to ask for upfront funding for the World Class Programme next year, with GBWR fundraising to repay the RFU, but with RFU ultimately assuming the risk that fundraising targets are not achieved. MD commented that the success of this strategy would depend on the team's performance in upcoming competitions. SC raised some concerns as to whether there was any issue with raising funds which would be used to repay RFU. The CEO said that the idea is to keep the purpose of fundraisings as unrestricted as possible and that GBWR would have to clearly state the use to which funds were put. AF thought it was unlikely that the RFU would agree to the proposal but suggested they might be more amenable to guaranteeing to top up a funding shortfall. The CEO noted that there seemed to be strong feelings among the rugby community for supporting GBWR.
- 6.9 On the whole, the CEO thought that if GBWR could obtain additional sponsorship then its outlook was promising. For the GB Elite programme there was a projected spend of £100,000 in Competition for 2018/19. The CEO hoped the programme would include getting a number of teams to come to the UK for a tournament before playing in Japan and then the World Championships in Australia. In addition there would be domestic training camps. The CEO considered that there were sufficient funds for a cost-effective preparation programme that could produce a competitive team.
- 6.10 RA queried what was covered by 'Athlete Support' in the 4 Year Budget. The CEO commented that more needed to be done on this as GBWR had athletes in need of support. GBWR was no longer in receipt of an Athlete Performance Award, which it had previously received for the benefit of three squad-members. GBWR has its own Athlete Support fund which athletes can claim for under needs based criteria. The CEO also thought it might be possible to get individual athletes sponsored in their own right to act as an ambassador and be available for marketing events. The CEO said the focus should be on athletes who are most in need.
- 6.11 The CEO invited questions on the budget. MD asked why 'equipment' was included in 2017-18 but not in 2016-17. The CEO explained that GBWR made a bid for £26,000 for equipment from Sport England - this was included in the Sport England grant. RA asked whether the Sport England money still derived from Exchequer Funding. The CEO explained that he had only just received a letter explaining the breakdown of the origin of funding and noted that one third was from the Exchequer and two thirds were from the National Lottery split over four years.
- 6.12 AF commented that the most at risk item in the budget was sponsorship. He also raised the importance of inflation. The CEO explained that inflation had already been built in to the budget year-on-year.
- 6.13 The Board discussed the potential governance challenges raised by the financial projections. The details of this discussion are recorded in the Confidential Annex.
- 6.14 Audit/AGM. The CEO confirmed that the AGM had been booked for Wednesday 18th October 2017 at Twickenham.
- 6.15 Code of Governance Action Plan. The CEO explained that he had taken the actions from the Governance Action Plan, combined this with outstanding actions from elsewhere and created a



single action plan for governance. The CEO noted that point 011 of the Plan related to the Sport England Grant Funding Agreement. The CEO explained that anything identified as not meeting a requirement should be captured here. The CEO noted that he had been informed that Sport England's main focus was on the Governance Code and so GBWR would also focus on this. The CEO noted that he had asked Sport England about the meaning on a number of points in the Code. The CEO would spend time on the Governance Plan and then this would be picked up by the Governance Committee.

Action: CEO and Governance Committee.

6.16 MD asked whether there were any particular governance concerns regarding GBWR. The CEO explained that there had been some small matters that had been dealt with but there were no particular concerns that he was aware of. The CEO commented that GBWR had a good staff but that care should be taken to make sure coaches are properly accredited. The Board agreed that safeguarding was a particularly important issue and this would be reviewed again at the next meeting in September 2017. The Board approved the Code of Governance Action Plan.

6.17 Minutes of Development Day. The CEO raised a suggestion from SF that the minutes from the Development Day should go on the GBWR website. MD raised concern that people might look at the minutes and think that GBWR's future was in doubt. The Board agreed that it was not necessary to publish records of board development days the purpose of which in part was to allow for 'blue sky' thinking and discussion.

7. *Manifesto for Unfunded Sports*

7.1 The CEO explained that he and the CEO of GB Badminton had been approached by Ed Warner and asked to consider a new campaign targeted at Dame Katharine Grainger, the new head of UK Sport, regarding a new approach to funding. Under Mr Warner's leadership, the CEOs of all unfunded sports came together and have had six meetings since March 2017 to agree an approach. The CEO explained that Dame Katherine Grainger was due to take office on 1 July 2017 prior to which UK Sport would have a board meeting on 28th June 2017, which would be attended, but not chaired, by Dame Grainger. The plan was to call Dame Grainger immediately after the meeting, explain the manifesto to her and inform her that the manifesto has been shared with the mainstream media. Publication would be embargoed for the night to allow Dame Grainger some time to formulate a response. The CEO noted that journalists had been approached and were in place to assist. The CEO explained that the manifesto would call for a different approach to funding and would propose a revised model stating that it is not appropriate to pull funding from sports as this causes them to fail.

7.2 SC raised concern that this proposal was aggressive, and that Dame Grainger might be collaborative whereas this could make her defensive. AK suggested that the second bullet point of the letter should refer to the fact that a number of the 16 sports being funded for Tokyo 2020 have a number of governance issues. The CEO noted that the main unfunded sports had already agreed to sign. The CEO confirmed that SF and MM had been informed about the plan but had not provided comments. The Board agreed with the proposed method and timing of the plan and agreed that GBWR would be a signatory to the letter.

Action: CEO

8. *Risk Appetite Paper*

8.1 As this item is SF's responsibility the Board agreed that it would be carried forward and would need to be considered outside of the meeting.



9. **Succession Plan**

9.1 The CEO noted that this was a first attempt to put the Board's succession discussions in writing. The plan set out trustee timelines. There was also a narrative paper to explain the funding position for some of the issues. The Board discussed whether the plan met corporate governance requirements. AF raised concern that good governance recommended a maximum term of nine years but that some members would be in office longer than this according to the timetable. The CEO explained that with some trustees there was a need to stagger their retirement. If there were any governance questions about the Board's composition these would be answered when they occurred. The CEO noted that the plan focused on the position of Chair, especially if a decision was to be made to consider external candidates. The internal candidates could only be MS, MM, SC and they would only be able to serve one term as chair. The CEO noted that at some point the Board would need to consider the 2020 timeline for recruiting a new Chair.

10. **Key Risks**

10.1 The Board discussed the risks that had been identified by the CEO and agreed their classification as to their likelihood, impact, and overall risk.

11. **AOB**

11.1 Lord's Taverners. SC asked about the status of discussions with The Lord's Taverners. The CEO noted that Kirsty Clarke was due to a meet with The Lord's Taverners the following week. She has been asked to present the GBWR youth programme. The CEO thought that Sport England would fund this, but noted that their funding is only partial and there is a gap to fill. The Lord's Taverners appear to be interested in filling this gap.

11.2 Ambassador Appointments. The CEO proposed to make Rupert Moon an ambassador of GBWR. The Board was in favour of the appointment. KA agreed to give him a call and follow up with a letter. The CEO also noted that the Board would need to consider a new ambassadorial appointment for a current international. The Board discussed the idea of appointing a young high-profile player as an ambassador.
Action: KMA

11.3 Changing of Signing Authority. The Board noted that Daniel Hook had left GBWR and had been replaced by Leigh Boswell. The Board resolved that Leigh Boswell should be given signing authority.

12. **Summary of Actions**

Item:	Action:	Person Responsible:
4.1	Review of ToR for the CEO, Chair and Vice Chair	KMA Development Day
6.2(g)	Complete board member appraisals	KMA
6.15	Code of Governance Action Plan	CEO and Governance Committee
7.2	Further action re Manifesto for Unfunded Sport	CEO
8.1	Risk appetite paper	SF
11.2	Appointment of Rupert Moon as ambassador	KMA

Board Record

Great Britain Wheelchair Rugby



11.3	Preparing board minute for change of signing authority	Hogan Lovells
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Dates of next meetings:

- 7th September, Governance and Finance Sub-Committee (GFC)
- 21st September, BoT (note: the Chair may be unable to attend this meeting due to business commitments).
- 18th October, AGM (to be held at Twickenham)
- 5th December, GFC
- 13th December, BoT