

GOVERNANCE & FINANCE COMMITTEE (GFC)

Meeting Minutes – 19 September 2017

Present: Simon Le Fevre (SLF) in the chair
 Margaret Moore (MM)
 David Pond (DP)

In attendance: Ross King (Hogan Lovells)
 Axel Delaud (Hogan Lovells)

Item	Minute	Action
1.0	<u>Introduction & Declaration of Interest</u>	
1.1	SLF welcomed everyone to the meeting and asked whether there were any declarations of interests specific to the meeting. No interests were declared.	
1.2	SLF confirmed that the meeting was quorate.	
2.0	<u>Apologies & Quorum</u>	
2.1	SLF noted apologies from Andrew Flatt.	
3.0	<u>Minutes of the GFC Meeting on 6 December 2016</u>	
3.1	The minutes of the previous meeting were approved with no comments.	
4.0	<u>Actions Arising & Identification of AOB</u>	
4.1	4.1 - DP noted that there was still information missing from the Solent Sharks in order to allow him to write up a note relating to the club's affiliation.	DP
4.2	4.4 - MM discussed the Recruitment Policy with SLF and DP. The Committee noted that the Recruitment Policy had been approved by the board. MM agreed to look at any further enhancements needed for the next review of the policy.	MM
4.3	6.1 - It was noted that the RAG status in the Business Plan has now been dealt with.	
4.4	MM mentioned the status of the company and queried whether possible status as a charitable incorporated organisation had been considered. SLF responded that for the time being GBWR will remain a company limited by guarantee without share capital, as had been previously considered and decided by the Board.	
4.5	All other actions were complete or covered by the agenda.	

5.0	<p>Finance Q1</p>	
5.1	<p>DP reported that as at the end of July there remains £45,000 from the budget in the July 2017 accounts. He added that the company held a reserve of £294,000 and cash in the bank of £393,000 at the end of July 2017. The company expenditure is currently £60,000 under budget.</p>	
5.2	<p>DP noted that the BT contract (worth £300,000) was due to end in December of this year and had not been re-negotiated.</p>	
5.3	<p>DP reported that the accounts for first quarter showed a strong position especially as some income had not yet been recorded.</p>	
5.4	<p>DP concluded by stating that he was comfortable with the accounting position.</p>	
5.5	<p>VAT DP explained that GBWR is expecting a VAT rebate, the final detail of which is as yet unconfirmed.</p>	
5.6	<p>Athlete Grants DP explained that the grant review process had been completed and that he and AF had agreed the grants for individual athletes. DP reminded everyone that only the 12 selected athletes were eligible for grants. The grants contain two elements (1) money to cover expenses and enable the athletes to train and (2) an allowance to assist the athletes in financial difficulty.</p>	
5.7	<p>Audit Update DP reported that the field work had been completed by the auditors and that they were still within the timeline to complete the audit.</p>	
6.0	<p>Diversity Action Plan Requirement</p>	
6.1	<p>SLF reminded everyone that the Diversity Action Plan ("DAP") had to be implemented pursuant to the Code for Sport Governance ("CSG"). SLF also pointed out that NGBs were still waiting for details for implementation (even though it was anticipated that it was to be implemented by 31 October 2017). SLF expressed concern about the speed at which information for the implementation of the CSG has been made available.</p>	
6.2	<p>The first document received for implementation of the CSG is the DAP. SLF explained that the DAP contained a template for implementation.</p>	
6.3	<p>It was concluded that DP would reach out to Inclusive Boards to assist with implementing the DAP.</p>	<p>DP</p>
6.4	<p>SLF noted two points: (i) it is not clear how the DAP integrates with the Equality Standard for Sport and (ii) factors such as cultural and social background are now part of the DAP.</p>	

	DP noted that there was supposedly an online portal which GBWR should have access to, however, it was unclear how this was to be accessed.	
7.0	<u>Risk Management Policy</u>	
7.1	SLF presented the draft Risk Management policy, which was discussed and supported by the GFC.	
7.2	SLF concluded that the draft Risk Management Policy would be presented to the board of trustees meeting	SLF/DP
8.0	<u>Remuneration Committee TOR</u>	
8.1	DP presented the draft remuneration policy to the GFC.	
8.2	SLF explained that the draft remuneration policy could be simplified and tailored to GBWR and also include details of the persons that would sit on the remuneration committee (i.e. the finance INED, the chair and one other). SLF explained that this would be mentioned at the board of trustees meeting.	DP
9.0	<u>Governance Action Plan</u>	
9.1	SLF asked if the Governance Action Plan ("GAP") had been signed off by Sport England. DP responded that he had been informed that the GAP had been signed off but that they would not be able to implement it before 31 October 2017 unless they received further information.	
9.2	SLF, MM and DP reviewed the outstanding actions in the GAP and concluded that all steps that could be taken with the information provided had been taken.	
10.0	<u>Proposed amendments to GBWR Articles</u>	
10.1	SLF explained that the GBWR Ltd Articles had to be amended to bring them in line with the CSG.	
10.2	SLF presented draft thinking on amendments to the articles. MM and DP agreed with the proposed thinking amendments.	
10.3	SLF concluded that the GFC recognised the need to amend the articles and would bring the changes to the attention of the board of trustees.	SLF
11.0	<u>Club Affiliation Update</u>	
11.1	DP reviewed the Affiliation Summary and pointed out that some process issues had been identified. SLF explained that there were no new affiliation requests to review and that the GFC would make relevant recommendations to the board of trustees to formally confirm the affiliation of 6 clubs . The affiliation requests from Solent and the Hawks remain pending.	SLF

12.0	Rolling Review of Policies General Data Protection Regulation ("GDPR")	
12.1	MM explained that the GDPR was a new development from the Data Protection Act on the subject of consent. SLF said it was important that GBWR made sure it complied with the GDPR.	
12.2	MM explained that the Information Commissioner's Office had published a "12 steps to take" checklist to comply with the GDPR. There is also a checklist published by the Charity Commission.	
12.3	SLF said the board of trustees would be alerted to the checklists at the next meeting.	SLF
12.4	Fundraising Regulator's Code of Practice MM explained that the Charity Commission and the Fundraising Regulator had published checklists to comply with the Code of Practice.	
12.5	SLF said the board would be alerted to the checklists at the next meeting.	SLF
12.6	MM explained that it was possible to register with the Fundraising regulator. DP said that GBWR should register.	MM/DP
13.0	AOB None	