

## GOVERNANCE & FINANCE SUB COMMITTEE (GFSC)

### Meeting Minutes – 3<sup>rd</sup> September 2014

**Present:** Simon Le Fevre (SLF) in the chair  
 James Madden (JM)  
 David Pond (DP)  
 David Gibbs (DG) notes of the meeting

**Apologies:** Kevin Aitchison, Andrew Flatt.

**In attendance:** Not Applicable

Item	Minute	Action
1	<p><b><u>Opening Remarks and Quorum</u></b></p> <p>SLF welcomed everyone to the meeting and advised that David Pond would join the meeting on his arrival from a previous engagement at Twickenham. The meeting was quorate.</p> <p>SLF asked whether there were any declarations of interests to be made. There were none advised specific to the business of the meeting.</p>	
2	<p><b><u>Minutes of the GFSC Meeting on 4 June 14</u></b></p> <p>SLF advised that action points would come up under items on the current agenda or had already been actioned.</p> <p>There were no comments on the previous minutes; and the GFSC approved the Minutes of the 4 June 2014 accordingly.</p>	
3	<p><b><u>Action Points not otherwise covered on the Agenda</u></b></p> <p>All items were covered by the agenda.</p>	
4.	<p><b><u>Reporting to Stakeholders</u></b></p> <p>The GFSC noted that the Q1 2014/15 Business Plan Review would be covered at the Board meeting on 16 September.</p> <p>DP briefly presented the Q1 UK Sport Expenditure versus Budget Update.</p>	

<p>5.</p>	<p><b><u>AGM</u></b></p> <p>DP reported that he was preparing the relevant notifications, agenda and resolutions for the GBWR AGM in Leicester on 8 October.</p> <p>JM reminded the meeting that the proposals for changes to GBWR's Memorandum &amp; Articles would be classified as Special Resolutions and would need the relevant notice period.</p>	<p>DP</p>
<p>6.</p>	<p><b><u>Progress Checks on Finance Matters</u></b></p> <p>DP reported that Mazars, GBWR's external auditors, were having a second partner sign off GBWR's 2013/14 Annual Report &amp; Financial Statements, as the original partner had been absent for a period on maternity leave. DP is to advise the Board once the AR &amp; FS is posted on the GBWR website.</p> <p>DP provided an update of the current financial position, the key points of which are as follows;</p> <ul style="list-style-type: none"> <li>• As of the 31<sup>st</sup> July 2014 there was £185,000 cash in the bank;</li> <li>• Sport England Reward Grant: SE have agreed to pay out reward money of £29,000 in order to continue support of GBWR's programmes;</li> <li>• SE has also indicated that an £80,000 Major Events Legacy Grant has been allocated (although this is subject to final confirmation) to help with community engagement and develop a community programme surrounding WWRC 2015.</li> <li>• A further £90,000 for deficit funding has been agreed by UK Sport as World Class Events Grant for WWRC15. £45,000 can be drawn down now and the remaining monies provided on a requirements basis.</li> </ul> <p>In summary DP advised that financially GBWR is currently in a healthy position.</p>	<p>DP</p>
<p>7.</p>	<p><b><u>Progress Checks on Governance Matters</u></b></p> <p><b>(i) Full application to the Sports Councils for NGB Recognition</b></p> <p>SLF is to contact Sport England to enquire whether they have any further queries regarding GBWR's application from the Sports Councils' Joint Panel.</p> <p>SLF advised that we are unlikely to hear back from the 5 Sports Councils with a final decision until at least November 2014, after their autumn round of board meetings.</p>	<p>SLF</p>

	<p><b>(ii) Equality Standard Action Plan (Preliminary Level)</b></p> <p>The meeting noted the "Equality Actions Review under GBWR 8 Strategic Aims for 2013/17 Rio Cycle" drafted by SLF, and encouraged its further development for the Board with input from DP (e.g. regarding project work with Stonewall).</p> <p>The meeting noted that Liz Davidson, the advisor allocated to GBWR on equality matters, had indicated that the timetable for completion of the Preliminary Standard could be extended towards the end of the calendar year. With current GBWR commitments, (e.g. to the Invictus Games), it was agreed to confirm this extension.</p> <p><b>(iii) GBWR Membership &amp; Club Affiliation Proposals</b></p> <p>SLF requested feedback regarding the proposals and stated that it is not the intention to create an administrative burden on clubs, but rather to provide necessary guidance and support.</p> <p>JM advised that under the section "Club Corporate Development Pathway" there should be a prior explanation of the different concepts, as the current wording may be unclear to a new reader.</p> <p>Regarding the section: "What Happens if an Affiliated Club does not meet GBWR governance requirements?", the first paragraph should begin by making it clear this is seen as an unlikely event.</p> <p>JM also commented that the By Laws section was very good, but added that under 1.3.4 there should be a point 1.3.4.1.7 stating "Further policies adopted by GBWR from time to time."</p> <p>SLF is to update the document accordingly.</p> <p>SLF reminded the meeting that there are a number of associated documents (e.g. affiliation application form) that will be needed and that Kirsty Clarke has already developed a number of administrative documents to support the proposal.</p> <p><b>(iv) Risk Management</b></p> <p>SLF asked DP if there were any key risk issues to highlight since the previous meeting's review of the Risk Matrix. DP advised that apart from recruiting a resource to run the "legacy" operation there is nothing new.</p> <p>With reference to recent activities brought to the GFSC's attention, JM expressed his concern that a third party doing business for personal pecuniary advantage, or someone promoting our sport without the requisite standards, could be a risk to the reputation and aspirations of GBWR, as the NGB, and for the sport as a whole.</p>	<p>SLF/DP</p> <p>SLF/LD</p> <p>SLF</p> <p>SLF/KC</p>
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	<p>After discussion, the GFSC agreed to recommend to the upcoming Board meeting that the relevant risks could be mitigated by either:</p> <ul style="list-style-type: none"> <li>• seeking a working relationship with the parties concerned to ensure that they have the requisite knowledge and experience, are appropriately structured and insured, and have the necessary governance policies in e.g. Health &amp; Safety and Child Protection / Safeguarding;</li> </ul> <p>or</p> <ul style="list-style-type: none"> <li>• if the parties are not willing to have such a working relationship, then to ensure it is made clear that they are not part of, or endorsed by, GBWR.</li> </ul> <p>DP is to report further on this matter to the Board.</p> <p><b>(v) Safeguarding</b></p> <p>DP advised that we are currently working hand –in – hand with the Child Protection in Sport Unit (CPSU), and GBWR is on target with our work and comfortable that we will attain the Intermediate Level.</p> <p>DP raised a confidential issue which was discussed by the GFSC.</p> <p>DP further advised that Jo Arnold (GBWRs Safeguarding Officer) is to inaugurate a Safeguarding Case Management Group.</p> <p>JM offered to support the group on a case-by-case basis, if needed.</p> <p><b>(vi) Updating GBWR Articles of Association.</b></p> <p>DP reported that he was about three quarters of the way through drafting the update, with relevant advice from Farrers.</p> <p>JM advised that the most appropriate way to ask the AGM for the authority to change GBWRs Article of Association is to present only the changes as required to the Articles in a separate document. In addition as this is a Special Resolution, it will require 75% of the votes at the meeting for the resolution to pass.</p> <p><b>(vii) Preparation for Annual Self Assurance</b></p> <p>The GFSC noted the decision from the previous Board meeting, and after DP's consultation with Sport England, for GBWR to move to the internal management of the Self Assurance process for 2014. SLF offered to join DP for a working day to conduct the relevant internal checks.</p>	<p>DP</p> <p>JA/JM</p> <p>DP</p> <p>DP/SLF</p>
<p>8.</p>	<p><b><u>Progress Checks WWRC 2015</u></b></p> <p>DP reported that the GBWR subsidiary company for WWRC 2015 was now</p>	

	<p>up and running. We have applied for VAT registration, and the RFU has confirmed that it will include WWRC 2015 in its financial administration support under the SLA with GBWR.</p> <p>Following on from the status of the funding previously discussed, DP also advised that he had a meeting arranged with the GLA to request funding and resources and that there are still many corporate organisations which he will target for funding (e.g. Coca Cola).</p> <p>DP advised that tickets for the RWC 2015 will go on sale on the 12<sup>th</sup> September 2014; and ticketing arrangements for WWRC 2015 are currently being worked out.</p>	<p><b>DP</b></p>
<p><b>9</b></p>	<p><b><u>Any Other Business</u></b></p> <p>The next meeting of the GFSC is scheduled for Wednesday 26 November at Nabarro's new offices on London Wall.</p> <p>The meeting finished at 18.15.</p>	