



BOARD OF TRUSTEES
Wednesday 13th December 2017

RECORD OF MEETING

Present:

Kevin Aitchison ('KA') (in the Chair)
David Pond ('CEO')
Mary Daunt ('MD')
Margaret Moore ('MM')
Andrew Flatt ('AF')
Simon Le Fevre ('SLF')
Suzy Christopher ('SC')
Michael Spence ('MS')
Richard Allcroft ('RA')

In Attendance:

Fergus Gallagher (Hogan Lovells)
Tom Spooner (Hogan Lovells)

1. **Introduction and Declaration of Interests**

- 1.1 KA opened the meeting and confirmed that the meeting was quorate.
- 1.2 The CEO declared his interest in Canada Life (see item 13.1). In accordance with article 17(2) of GBWR's articles of association, the interest did not preclude the CEO from attending the meeting.

2. **Apologies**

- 2.1 KA noted that there were no apologies.

3. **Minutes of Meeting dated 20 September 2017**

- 3.1 The Minutes of the previous meeting of the trustees on 20 September 2017 were considered by the Board. SLF noted that there were some points to tidy up, but that his comments would be sent separately. The Board agreed that, save for a number of minor amendments, the Minutes of the previous meeting were approved.

4. **Actions Arising**

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

4.1 – Actions Arising- 6.2(g) – Complete board member appraisals by December '16. KA noted he had not yet met with all individual board members to conduct appraisals, but that half of the appraisals had been completed.

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



5. Charitable Donations

The CEO presented a list of charitable donations to the Board since June. The Board reviewed the list and discussed the list.

6. CEO Report

6.1 The CEO Report for September 2017 to December 2017 (the "**Report**") was taken as read. The CEO provided the following updates set out in the Report:

- (a) #saveGBWR campaign. The CEO explained that he had discussed the possibility of organising a joint fundraising event with Claire Williams, the daughter of a former Formula 1 driver. The CEO noted that Lucy Knight ("**LK**") will follow up this connection.
- (b) GB squad. The CEO explained that Aaron Phipps was a high functionality wheelchair rugby player who dropped out of the team previously and who the CEO was trying to reintegrate back into the squad.
- (c) Roger Alwen. The CEO noted with thanks the generosity of Roger Alwen ("**RA**") and Heather Alwen. The meeting discussed whether RA would be interested in becoming honorary vice-president of GBWR. The CEO suggested that RA would not want the position. The meeting further discussed if RA should be put forward for an honour through Sport England. The CEO highlighted RA's commitment in getting the Elite Team to Tokyo and noted the possibility of RA helping with future corporate fundraising. The CEO explained that GBWR's fundraising strategy would be discussed at the Board Development Day.

6.2 National Development Director. The CEO noted that Kirsty Clarke ("**KC**") had accepted position as Direct of Sport at Stonewall. The CEO explained that GBWR will advertise for the position of National Development Director in January 2018. The CEO noted that Simon Star ("**SS**"), who had previously been assisting GBWR on an advisory basis, would be brought in for an interim period.

6.3 The CEO stressed that the appointment could not and did not need to be rushed. GBWR must make sure they hire the right person and confirmed that GBWR could rely on SS in any interim period. Further KC would work for the full three months of her notice period. AF questioned how quickly a replacement would be able to start at GBWR as anyone hired from a similar role at a different organisation would have a three month notice period. The CEO noted that his preference was to follow the approach used when hiring KC and select someone from a less senior level who is enthusiastic and motivated. People at this less senior level tend to have one month notice periods.

6.4 The CEO explained that the recruitment process would initially be handled internally through existing sites such as RFU and Sport England. The CEO stated that at this stage GBWR did not want to use a recruiter.

6.5 KA highlighted the strong relationships that KC had developed during her time with GBWR. The CEO stated that he didn't expect to lose any RDOs as a result of KC leaving.



6.6 The meeting agreed that KC would need to work through her notice period. The meeting questioned whether the CEO had capacity to run the recruitment process. The CEO explained that KC and SS would assist with the recruitment process. KA noted that if there were lots of applicants, other members of the board would need to be involved in the process. KA suggested that the board should put together a list of criteria that candidates should satisfy. The CEO noted that he did not believe using a recruiter would be financially worthwhile or guarantee that GBWR would find the right person. The meeting agreed that for the moment a recruiter should not be used to find a replacement for KC.

6.7 The meeting noted its thanks to Daniel Hook (“DH”) for his work in respect of CEO Report.

7. **Budgets & Business Plans**

7.1 Q2 Business Plan Review. The CEO noted the slow start to the year due to Sport England's failure to release money at the beginning of the year but confirmed that the lost progress had been made up for during the latter half of the year.

7.2 SLF asked about the red KPIs against the Sport England in the Q2 Business Plan Review. The CEO explained that most of these will have moved on or are KPIs that Sport England have not agreed.

7.3 GB Elite Budget - Variation. The CEO explained that the initial budget had only been developed up to Euros in June. The latest budget took the budget through until the end of the year. The CEO thought it appropriate to bring this variation to the attention of the Board because there had been significant changes to the budget agreed in February.

7.4 The CEO noted that the budget presented to the meeting did not include income raised during the year, it only include the £74,000 shown in the management accounts. The CEO also reminded the board that they had already agreed to a significant call on the reserves, which the CEO would not need to use.

7.5 KA asked if the budget should be increased. The CEO noted that Paul Shaw was not asking for more funding and note that the team had enough to get to where he need to be. The CEO explained he was giving the squad a lot of challenge on the strength and conditioning side but if this did expand it would not require a significant adjustment to the budget.

7.6 The CEO explained that the medical insurance set out in the budget was only for three months and that it amounts to £1,600 per year per athlete. The CEO also clarified that “Performance Management” refers to the CEO's expenses relating to the GBWR programme.

7.7 The Meeting acknowledged that the CEO was not obliged to bring the budget to the Meeting. The Meeting noted the budget.

7.8 18/19 Budget Planning Process. KA asked for confirmation that the dates were achievable. The CEO confirmed that they were.

The Meeting noted the Business Planning Process.

8. **Governance & Finance**



- 8.1 Oct Management Accounts. AF explained the management accounts and noted the strong position of GBWR. He also highlighted the money raised by Lloyd's and the VAT refund, which were not included in the management accounts. AF noted that GBWR were ahead of budget in all the core areas.
- 8.2 AF elaborated that the accrued income of £155,000 was almost all money owed from Sport England. This sum comprised of talent money and monthly payments. AF noted that there was no valid reason for the delay in payment by Sport England but did acknowledge that most of the money came in in November. AF suggested that the delay was mainly due to poor management rather than a conscious decision on the part of Sport England. The CEO confirmed that Sport England were still working out their operational model and how they will operate. He did not think this would settle down until the end of the year. He confirmed that Sport England were not deliberately withholding money. The CEO further noted that there were notable amounts of money, such as the RFU donation, that is yet to come in.
- 8.3 Chair GFC Update Report. SLF highlighted the key points from the previous GFC meeting. These were:
- (a) Ms Suzy Christopher has been registered at Companies House.
 - (b) The reserves position needs to be updated to align with Annual Report and Accounts. The updates to the policy were approved.
 - (c) The potential need to promote a new person to the board of GBWR Trading. SLF highlighted that this person may take the chairman role and emphasised that this could be used as part of the succession planning for the main board.
- 8.4 Compliance Action Plan: Code for Spots Governance. SLF noted that this document is as up to date as it can be and that no further information had been received from Sport England. The CEO and SLF confirmed the need for them to make sure that all updates are sent in.
- Item 7.0 – as part of work between AF, SLF and the CEO to look at the high-level review of the risk management, DH is proposing to create a spreadsheet which will be used to track the regular monitoring and reporting requirements under the various compliance issues. This will help the board stay aware of any significant reporting requirements. AF confirmed that this would be an extremely useful document once prepared.
- 8.5 Statutory/Regulatory Compliance Matters. SLF explained to the board that the GFC was working to stay on top of the Data Protection Regulations and the Criminal Finance Act. MM explained that the important thing for compliance with the new General Data Protection Regulations, which will be enacted in Spring 2018, is knowing what data GBWR has and why GBWR holds it. MM noted that given a lot of the fundraising has started since the DPA was on the horizon, it should not be too onerous to comply with. MM confirmed she had spoken to LK, and she believes GBWR is compliant. SLF stated that one of the advantages of the new membership system is that it is designed to help ensure GBWR remain compliant with regimes coming in. The CEO noted that LK will be presenting on governance requirements at the away day.
- 8.6 Risk Management Matrix. SLF explained the annual requirement for the board to review the risk management matrix. The CEO noted it was important to be looking ahead to next year as GBWR wants to be prepared for the risk that they might lose funding support.



8.7 AF raised the question of whether the audit should be put out to tender. He explained that good governance says it the audit should be put out to tender but noted that the process is burdensome and would be unlikely to save GBWR any money. The Meeting discussed tendering the audit and considered the following key factors: (1) risk/reward benefits; (2) the desire to ensure continuity; (3) the fact that the contact partner at the auditor has changed; and (4) the good job done by the current auditors. Following consideration of these factors, the Board agreed to retain the auditors for another year but noted that the audit will need to be put out to tender next year.

9. **Board Self Evaluation Process**

9.1 KA noted that the evaluation would be a lot of work for Manchester Square Partners (“MSP”) and that they would have to do it pro-bono. KA was worried that if they were asked to do the evaluation again this year, they would not be willing to do it again in subsequent years. SLF noted that an external assessment is only required every four years. KA suggested that last year’s Board Evaluation Questionnaire be used as the basis of the evaluation. SLF confirmed that this would be in line with good governance requirements for the assessment process, which require the Chair to conduct an evaluation once a year and that there needs to be a written record. MD noted that she would use the report from MSP to do a report at the strategy day. The Board agreed with this evaluation plan.

10. **Quad Nations Plan & Budget**

10.1 The CEO confirmed that GBWR have had acceptances from the top 3 nations and the venue has been contracted. Ticket have just gone on release and the CEO confirmed that ticket sales are going well so far.

10.2 The CEO confirmed that the event would be an internationally sanctioned event. He noted that an international classification panel will be at the tournament and this will ensure that Stuart Robinson hopefully gets his classification assessment. The CEO noted the panel was a significant cost but it was one that they felt worth paying.

10.3 The CEO noted that the BBC will be televising the livestream. He further noted he had an appointment to speak with ITV after Christmas. SC highlighted that the BBC were sometimes difficult with sponsors, and that ITV may be easier from a branding perspective.

10.4 The CEO explained that relationships were being developed in the local area around Leicester. He noted that the relations with Leicester football and rugby, Loughborough University, the Peter Harrison Centre for Disability Sport, and a number of other local institutions.

10.5 The CEO explained the budget to the board. He noted that there were areas of flexibility in the budget – the only fixed commitments were the venue and the officials. The CEO confirmed that the maximum likely cost of the event to GBWR in a worst case scenario would be £20,000.

10.6 The CEO confirmed that UK Sport would not be sponsoring the event.

10.7 MD asked how the budget differed from the previous tournament. The CEO noted that the venue was significantly cheaper in Leicester than London. He stated that the target was to break even at the event. The CEO further noted that it would cost £20,000 - £40,000 to attend a comparable event internationally. The CEO explained that it previously cost £40,000 to go

Board Record

Great Britain Wheelchair Rugby



to the Canada Cup and therefore should the Quad Nations cost less than £40,000 it would be a worthwhile expenditure for GBWR.

- 10.8 SLF clarified that the event would be operated through GBWR Trading Limited and what GBWR's responsibilities were in respect of GBWR Trading Limited.
- 10.9 It was confirmed that the budget included the cost of event insurance.
- 10.10 AF queried where cost could be reduced if required. The CEO walked the board through the budget and explained that to have this competition opportunity other than through the Quad Nations they would have to spend money next year in any event. The CEO reminded the board that it had agreed to go all out with the Worlds and stressed that this was part of it. SC noted that having a competition here brought benefits that wouldn't be available if the team went abroad. The CEO agreed and emphasised the difficulty of getting sponsors without similar events. The CEO stated that his strategy would be to have a tournament every year if it is successful. SC emphasised the importance of an annual event for building public interest in the sport.
- 10.11 MD noted that the ticket site is too complicated and there were too many variables and that it should be simplified. MD agreed that she would give feedback on this point. The CEO and RA confirmed that they were using an in-venue ticketing service.
- 10.12 The meeting agreed that GBWR would agree to take on a potential liability of up to £40,000 in respect of the Quad Nations event.

11. Board Strategy Day Agenda

- 11.1 The meeting discussed the agenda. The CEO confirmed that the fundraising strategy going forward beyond this cycle would be covered. AF stated the importance of developing a strategy that gets GBWR back on the funding ladder for UK Sport. The meeting agreed that the strategy discussion would cover the next six years.
- 11.2 It was noted that the agenda would have to be finalised by the end of the week.

12. International

- 12.1 RA asked the board about what would be useful for him to share at the Strategy Day. RA agreed that he would share how he saw the IWRF's future going forward. RA agreed to talk at the away day on issues such as retaining involvement in the Paralympics, variations of the game, integrated national governing bodies and IWRF's strategy going forward. RA agreed to circulate IWRF's strategy, the mandate and a paper which seeks to address the questions asked before the board strategy day.
- 12.2 The CEO confirmed he will arrange a room for an hour for the board to convene and discuss IWRF before dinner on Monday night.

13. AOB

- 13.1 Group Life Cover. The board approved the Canada Life cover.
- 13.2 Meeting Dates. The dates were confirmed for next year's meetings, as set out in Annex 1.

Board Record

Great Britain Wheelchair Rugby



13.3 Kirsty. The Board formally recorded their thanks to KC.

13.4 Hogan Lovells. The Board formally recorded their thanks to Fergus Gallagher and his team at Hogan Lovells.

14. Summary of Actions

| Item: | Action: | Person Responsible: |
|--------|---|---------------------|
| 3.1 | Further amendments to meeting of 20 September 2017 | SLF, Hogan Lovells |
| 4.1 | Complete board members appraisals for 2016 | KA |
| 6.2 | Advertise for a new National Development Director | CEO |
| 8.3(b) | Update the reserves position | SLF |
| 9.1 | Complete board member appraisals for 2017 | KA |
| 10.11 | Give feedback on the ticketing service for the Quad Nations | MD |
| 11.2 | Finalise Board Strategy Day Agenda | KA |
| 12.1 | RA to brief the board on the IWRF | RA |

Board Record

Great Britain Wheelchair Rugby



ANNEX 1

Confirmed Dates of 2018 Meetings

| | |
|-----------|---------------------------|
| 29/30 Jan | Annual Board Strategy Day |
| | Start 1800, 29 Jan |
| | End 1600, 30 Jan |
| 20 Feb | GFC |
| 27 Feb | BOT |
| 19 Jun | GFC |
| 27 Jun | BOT |
| 25 Jul | AGM |
| 18 Sep | GFC |
| 25 Sep | BOT |
| 5 Dec | GFC |
| 12 Dec | BOT |