



***BOARD OF TRUSTEES***  
***Wednesday 27<sup>th</sup> June 2018***

***RECORD OF MEETING***

***Present:***

Kevin Aitchison ('KA')  
David Pond ('CEO') (in attendance from item 5 onwards)  
Mary Daunt ('MD')  
Andrew Flatt ('AF')  
Simon Le Fevre ('SLF')  
Suzy Christopher ('SC')  
Michael Spence ('MS')  
Richard Allcroft ('RA')

***In Attendance:***

Fergus Gallagher ('FG') (Hogan Lovells)  
Russell Clay ('RC') (Hogan Lovells)

1. **Introduction and Declaration of Interests**
  - 1.1 KA opened the meeting and confirmed that the meeting was quorate and asked whether there were any declarations specific to the meeting. No interests were declared.
2. **Apologies**
  - 2.1 KA noted apologies from Margaret Moore who would not be attending.
3. **Minutes of Meeting dated 27 February 2018**
  - 3.1 The Minutes of the previous meeting of the trustees on 27 February 2018 were considered by the Board. The Board agreed that, subject to a number of minor amendments being made, 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:
    - (a) allocation of sponsor relationships to specific members of the Board;
    - (b) advertisement for a new National Development Director (the "NDDs");
    - (c) completion of the Sport England Financial Sustainability Plan;
    - (d) consider the Safeguarding Policy terminology; and
    - (e) produce annual report templates which local wheelchair rugby clubs would be able to use.
  - 4.2 MS highlighted that he had attended a training day in relation to item 4.1(d). He confirmed that the term "vulnerable adults" was not aimed solely at adults at risk but could extend

beyond this to include anybody at any point in time, and that the term "adults at risk" was replacing the term "vulnerable adults". MS noted that he had reverted to the member of GBWR who had originally raised this point.

5. **CHARITABLE DONATIONS**

5.1 The CEO joined the meeting.

5.2 The CEO confirmed that it was still possible to donate to GBWR through it's Just Giving webpage.

5.3 The Board discussed gift aid applications and how to increase the amount of donations including gift aid. The CEO noted that GBWR provide gift aid templates to potential donors and are able assist to donors as required. He believed the majority of donations are covered by gift aid but acknowledged it did not capture all donations. The CEO invited the Board for further suggestions on how to improve the number of donations containing gift aid. It was discussed and agreed that the Board would assess the proportion of donations currently not including gift aid.

6. **CEO REPORT**

6.1 The CEO report for March 2018 to June 2018 (the "**Report**") was taken as read.

6.2 Change to Saracens Partnership

6.3 SC asked how significant an impact would there be to the change in the Saracens relationship. The CEO did not believe there would be a significant impact but explained that he was continuing to evaluate this and there was a meeting planned with the Saracens Foundation to consider a different partnership model.

6.4 The CEO noted the significant amount of time that he is committing to the management of the partnership function.

6.5 The Board discussed the issues associated with attaining additional sponsorship and donations.

6.6 The CEO referred to the Chief Executives Review of 2017 and noted that he had sent this to certain sponsors which is helping to highlight GBWR's activities and encourage further support. He was, however, still looking to see how the management of this function could be improved. He noted the 3 areas requiring constant attention:

- 1) Securing new sponsors;
- 2) Agreeing partner rights and
- 3) The management of partners

6.7 The CEO explained that each of these areas needed to be addressed and dealt with going forwards. He noted that there is a large time commitment associated with engaging new sponsors in order for them to fully understand the GBWR business and for him to understand the partner's business and what the partner wants from a partnership with GBWR.

6.8 The CEO noted that UK Sport are currently leading an initiative to explore how NGBs might work together to secure new partners. He was cautious about GBWR sharing too much of its commercial data and network. The board agreed.

- 6.9 AF queried whether there were other sectors or groups GBWR could target for donations. The CEO confirmed there were other sectors and it would be important to identify and engage with these which he was working on.
- 6.10 AF asked whether it would be worthwhile for other members of the Board to attend sponsorship and donation meetings with the CEO. The CEO believed this would be useful for establishing an ongoing relationship and connection with the relevant sponsors and donors but probably after initial negotiations had been completed.
- 6.11 The Board discussed GBWR's approach to securing funding in the future. The CEO suggested that achieving year on year funding to the level GBWR required to meet its objectives will be one of the NGB's biggest challenges. SLF suggested that GBWR should remain aware of what other NGBs are doing to address these problems.
- 6.12 The CEO confirmed that he needed to do more work in Wales as there was still no core funding from Sport Wales or Disability Sport Wales. Current funding paid for an RDO position but this came from the Welsh Rugby Charitable Trust and so was not secure.
- 6.13 The CEO made reference to the organisation chart provided to Board. The Board confirmed the organisation chart was self-explanatory. The CEO noted his optimism in relation to working with the new National Development Directors and the opportunity for them to provide fresh perspectives and for him to learn from their experiences in the field.

## 7. UK SPORT CONSULTATION

- 7.1 The CEO noted several points in relation to the UK Sport Consultation:
- (a) Need to respond as a sport: The Board discussed GBWR's proposed response in relation to the UK Sport Consultation.
  - (b) Preparation of a formal response by a Board member: The CEO believed GBWR should produce a very considered response on this ahead of the deadline on 19 August 2018. The Chair asked if there were any volunteers to prepare this response. AF, MS and MD agreed to draft the initial paper for wider consideration.
  - (c) SLF noted that it would be the DCMS who provided the government policy input into this consultation rather than UK Sport and follows previous models they have used for processes such as basketball and cycling. It was noted that the Exchequer funding levels around the 2012 Olympics were a one-off rather than an ongoing process.
  - (d) The CEO proposed that GB repeat the Every Sport Matters position that it had been part of lobbying for. This called for a base level of sport for all Paralympic and Olympic sports. The response should also make clear that for GB to maintain a competitive team it would require a minimum of £500,000 per year though it would be reasonable for a proportion of this to come from sponsorship.
- 7.2 The Board discussed how best to promote base level funding and the points the sport should focus on being:
- 1) a sport for quadriplegic; and
  - 2) the human endeavour of the individuals in the team and the fact that they are examples of what disabled individuals can do rather than what they cannot. The GBWR position

should be that it is not just medals that inspire and the fact that GB athletes are consistently being used to speak in schools and different communities gives weight to this argument.

### GOVERNANCE AND FINANCE

#### GBWR Annual Report & Accounts 2017-2018

- 7.3 AF noted the annual accounts were not available before this meeting due to time constraints. AF confirmed that he would circulate these over the course of the next week to allow the GFC. It was noted that the Board of Great Britain Wheelchair Rugby Limited ("**GBWR Trading**") would need to meet to approve these accounts once finalised. AF confirmed that any profits of GBWR Trading would be gifted to GBWR.
- 7.4 He summarised the position by noting that GBWR trading is reporting a profit for the year of £33,000 and a balance sheet of roughly the same as cash. AF explained this would be gifted to the charity at the end of the year.
- 7.5 The Board continued to discuss the profits of the charity. AF noted the group profit being £293,000 with the group having net assets of about £568,000.
- 7.6 The CEO noted that these figures included underspend that would need to be utilised this year (he believed it was approximately 50,000 this year). The CEO noted that these funds would effectively be drawn from reserves. AF noted that GBWR had applied the code of sports governance here which has required them to split the figures a 3<sup>rd</sup> way to demonstrate the source and application of funds and publish attendance records of board meetings and similar events.
- 7.7 AF noted there were requirements in the Code for Sports Governance which would affect GBWR. He highlighted certain new policies the Board would be required to adhere to (such as the need to publish the list of attendees at Board meetings).
- 7.8 The Board discussed the key points of the accounts and annual report. The Chair asked, and AF confirmed, that the only point outstanding in relation to the accounts is that, following their circulation to the Board, the accounts would need to be approved by the GFC. The Board acknowledged this.

#### 7.9 Management Accounts as at May 2018

- 7.10 AF confirmed the management accounts for the 2 months were satisfactory showing a loss of £20,000 against a budgeted loss of £22,000. He noted that while income was below budget, expenditure was also below budget by a similar amount. The board noted and discussed the shortfall in fundraising against budget. AF noted the impact of the very tight manning levels, especially at a senior level, on the ability to identify and pursue sponsorship and fundraising opportunities.

#### 3 Year Budget

- 7.11 The Chair made reference to the 3 year budget. The CEO elaborated on the assumptions and key points associated with this. He noted this now allowed the Board to review which funds had already been committed in respect of each of GBWR's targets allowing the Board to assess any gaps in the funding (where present). It was highlighted that the expenditure figures would be open for discussion by the Board each year.

- 7.12 The Chair asked whether GBWR could invest in employing an assistant for the CEO given GBWR has £500,000 in reserves. The Chair believed this would improve GBWR's ability to manage day-to-day activities and focus more on increasing sponsorship and donation proceeds.
- 7.13 AF noted that, should GBWR only achieve its current funding budgets, its finances would only cover it up to January 2020 as its finances stood at this time and highlighted that GBWR should continue to adopt a prudent mentality as the budget factoring that in is a best case scenario and the committed funds would be the worst case scenario.
- 7.14 The Chair highlighted the value of employing an assistant for the CEO to ensure that GBWR is able to continue in the event of the CEO was unable to work for GBWR. MD suggested GBWR almost consider somebody to take on a COO role at GBWR to ensure that the Paralympic team is able to put its best foot forwards ahead of the world championship and the Olympics.
- 7.15 The CEO believed the Board needed to consider how they wish to progress over the next 2 years as well as the longevity of GBWR going forwards. The Chair acknowledged this but noted that the Board should seek to make the most of the opportunities available to GBWR ahead of the Paralympics and believed that if this included looking into attaining an assistant then this would make a difference to the sustainability of GBWR. MD believed GBWR had 18 months to push GBWR forward as the GBWR team continues to remain in medal contention. SLF highlighted that, in his experience, similar sports can miss out on opportunities and funding by not making the most of their chances at similar times.
- 7.16 The Board discussed GBWR's priorities between focussing on medal contention and developing both the sport and the team going forwards. The Chair reiterated that GBWR need to either push the sport forward or instead focus on the sustainability. The Board noted that employing a COO could create an internal candidate option to replace the current CEO when he retires.
- 7.17 The CEO considered there to be 2 issues with employing a COO:
- 1) Affordability as GBWR would need to pay a respectable salary to attract the right person to the role; and
  - 2) Attracting the right person who is effective in the position of COO.
- 7.18 The Chair suggested that the Board discuss succession at the next Board meeting in September following the conclusion of the IWRF Wheelchair Rugby World Championship as they will then have more information available.
- 7.19 FG asked whether the Board had spoken to any succession planning consultants about whether they offered pro bono services for such things. The Board acknowledged this and agreed to speak to a contact in this area.
- 7.20 MS noted the IRIS budget in the 3 year budget was incorrect and agreed to send the CEO an updated version.

#### Charity Regulations & Code for Sports Governance

- 7.21 SLF noted that GBWR need to update their policies given the recent changes that had taken place in relation to the Charity Regulations & Code for Sports Governance.

- 7.22 SLF noted that the Diversity Action Plan would need to be developed and the Board would need to update it to reflect this. MD confirmed she would be going to the diversity session and would report back to the Board afterwards.
- 7.23 SLF noted the Board's Code of Conduct and Ethics needed to be updated. He highlighted they were sufficient to be code compliant but noted it was fairly sparse compared to similar organisations.
- 7.24 The Chair asked if SLF had circulated the Trustees Engagement Paper. SLF confirmed he had not but would do so following the meeting. The Chair explained the background to this document and noted how trustees would attend GBWR events at least once a year in order to be more visible to the membership and other key stake holders.

## 8. AGM PREPARATION

- 8.1 The CEO noted that the Midlands was the preferred location of Members for the AGM.
- 8.2 The CEO believed the Board needed to consider where they would host events going forwards. He felt GBWR should decide whether to use 1 or 2 reliable spots or move around the country to attract more clubs. The Board discussed the location of the AGM and where it should be located. SLF noted that the Board should continue to consider how best to satisfy members in this respect given the additional requirements necessary for members' accommodation.
- 8.3 The Board acknowledged that GBWR had continued to pursue events and award ceremonies to make the AGM more appealing to local clubs, as well as providing members with longer notice ahead of the ceremony. The Board discussed whether it should continue to pursue awards and acknowledgements such as player of the year.
- 8.4 The Board acknowledged that it had discussed how to improve the location of the AGM and agreed it would continue to pursue ways to improve this.

## 9. GDPR COMPLIANCE

- 9.1 The Board discussed GBWR's GDPR policy. The CEO explained that Daniel Hook ("DH") had continued to attend training on this for 1 day each month for the last 5 weeks and would be taking an exam on GDPR in a months' time. He noted that DH would be offering a 1 hour training course in relation to how this is applicable within GBWR. It was noted that DH is continuing to utilise various templates. The CEO explained how GBWR are developing this process and noted its progress in this respect having almost finalised its new website, which shall be GDPR compliant. He noted concern of the extent to which the clubs are each compliant and felt GBWR should follow up with the clubs to offer support to assist with compliance with the templates and policies.
- 9.2 SLF noted that the key with GDPR is to ensure that, in the event an issue arises, that GBWR has a process in place to address this and that they can adhere to the relevant templates available to GBWR. MS noted that he had previously received training in relation to data and how this was handled. He asked whether GBWR are obligated to ensure information cascades down to the clubs. The CEO explained that GBWR are addressing this and intending to make this part of the accreditation process for the clubs and incorporate this into annual checks. He suggested GBWR should focus on offering guidance rather than requirements for each of the clubs as this would become too much a burden and risk where GBWR could be held

accountable for each of the clubs. SLF highlighted that GBWR's goal should be for the clubs to understand their obligations and what GBWR's obligations are.

10. **RISK PAPER**

10.1 The Chair left the meeting.

10.2 The CEO took the board through the Risk Paper analysing GBWR's top 10 risks.

10.3 SLF suggested the risk of losing key partners should be raised as certain key partners are conducting large redundancy programmes at the moment, which may affect GBWR, should such organisations then review their pro bono position.

10.4 AF asked how closely the RDOs were involved in the safeguarding process as GBWR had limited control of this. The CEO believe this continued to be a low risk but acknowledged it would always be a risk in some form. He believed that GBWR and the associated clubs have done all they could to put safeguards in place. MS noted that he had attended the welfare officer training in March and that he believed GBWR had done everything it could to educate the officers of potential welfare issues to enable them to address safeguarding issues.

10.5 The Chair re-joined the meeting.

11. **Safeguarding**

11.1 The CEO explained that he and Julie Bunnage had met with the CPSU and had undertaken a successful annual review process. He explained that there were some follow up actions being progressed but that the Advanced Standard achieved last year had been forrmed for the current year.

11.2 The CEO proposed that a slot in the Board strategy day programme should be given to updating the board on their safeguarding responsibilities and any changes to practices and procedures.

11.3 The Board agreed and invited the CEO to take the necessary action.

12. **INTERNATIONAL**

12.1 RA explained that he had sent a paper out at the end of May. He noted the positive reception his campaign had received so far. RA confirmed that he was the only candidate running for the position.

12.2 RA highlighted that he had received support from the 11 members nations prior to publishing his manifesto.

12.3 SLF asked whether the process allowed for nominations to be made on the floor of the meeting? Richard confirmed it did not and that no further nominations would be accepted.

12.4 RA highlighted that he had met with World Rugby and had a very positive discussion with them on these partnerships. He believed there was a consensus that the partnership would remain strong.

13. **Ancillary Matters**

- 13.1 The Chair noted the Board would need to consider replacements for MS and RA. RA and MS explained that they had already met with potential candidates to fill their roles who might put themselves forward as candidates.
- 13.2 MS explained that he had also spoken to a number of candidates and that there was some interest which he hoped would result in an application.
- 13.3 RA confirmed the election for the IWRF President for which he was a candidate would take place on 12 August 2018 and at which point GBWR could begin to seek a replacement. If he was successful then he would stand down from the Board, at which point GBWR could begin to seek a replacement. The CEO suggested that RA brief the DMG on the new opportunities that were to become available for elected representatives on the Board. The Board agreed with this proposal.
- 13.4 FG highlighted that there were a number of teams in Bristol with a charitable foundation and asked if the Board would consider looking there to establish a wheelchair rugby team given the community centred there. The CEO explained that there was already work going on in Bristol and also in Bath.

14. **AOBs**

- 14.1 The Board agreed to authorise the change of signing authority from Leigh Boswell to Daniel Hook for Great Britain Wheelchair Rugby Limited's bank account with NatWest; with reference to NatWest's 'Change of Signing Authority for Company or Limited Liability Partnership Mandate' document it was resolved that the authorised signatories in the current mandate, for the accounts detailed in section 2, be changed in accordance with section 5, and the current mandate will continue as amended.

15. **Summary of Actions**

Item:	Action:	Person Responsible:
5.3	Review the proportion of charitable donations not including gift aid	AF
7.1(b)	Prepare a response in relation to the UK Sport Consultation	AF, MD and MS
7.19	Consider the possibility of a succession planning consultant on a pro bono basis	All
7.22	Report back to the Board following the upcoming diversity session	MD
8.1	Circulate GBWR's annual accounts.	AF
8.13	Consider the appointment of a COO to assist the CEO	CEO, KA
8.19	Circulate an updated version of the 3 year budget with the correct IRIS figure	CEO
11	Update the Risk Paper to reflect the points discussed at item 11.	CEO

14.3	Brief the DMG on Trustee/Director opportunities.	CEO
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