



***BOARD OF TRUSTEES***  
***Wednesday 20 February 2019***

***RECORD OF MEETING***

***Present:***

Michael Spence ('MS')  
David Pond ('CEO')  
Margaret Moore ('MM')  
Mary Daunt ('MD')  
Andrew Flatt ('AF')  
Simon Le Fevre ('SLF')  
Suzy Christopher ('SC')  
Andy Barrow ('AB')

***In Attendance:***

Lewis Fairfax ('LF') (Hogan Lovells)

1. ***Introduction and Declaration of Interests***

1.1 MS opened the meeting and asked whether there were any declarations specific to the meeting. No such declarations were made.

2. ***Apologies & Quorum***

2.1 MS noted that apologies had been received from Kevin Aitchison and Jon Nutman, but that all other members of the Board were in attendance, and that the meeting was consequently quorate.

3. ***Minutes of BOT Meetings***

3.1 The Minutes of the meeting of the Trustees on 12 December 2018 were considered by the Board. The Board agreed that, subject to a number of minor amendments being made, the Minutes of that meeting were approved.

4. ***Actions Arising***

4.1 It was noted that all actions highlighted at the last meeting of the Board on 12 December 2018 had been carried out or were otherwise on the agenda for today's meeting.

5. ***RECORD OF THE BOARD STRATEGY DAY ON 15 JANUARY 2019***

5.1 The record of the Board Strategy Day, which had taken place on 15 January 2019, was considered by the Board. The Board agreed that, subject to a number of minor amendments being made, the record was approved.

6. ***CHARITABLE DONATIONS SINCE LAST BOARD MEETING***

6.1 The Board reviewed and noted charitable donations received since the last meeting. The Board discussed the JustGiving page established for donations to GBWR and agreed that the page should remain open.

7. **CEO REPORT JANUARY - FEBRUARY**

- 7.1 The CEO presented his report on GBWR operations in recent months and invited questions from the Board.
- 7.2 The CEO stressed that the focus was on the Quad Nations international tournament which he would provide an update on at item 8.
- 7.3 Aside from the Quad Nations, the CEO provided an update on restructuring within GBWR, including the NDD role, which was currently split between two people. He said that GBWR was probably going to recruit an NDD to ensure there was a person accountable for the role, with assistance from a projects officer fitting into the existing team. He informed the Board that job descriptions for these roles were being prepared to ensure that the right people were recruited into the right places.
- 7.4 The CEO updated the Board on the budget for the Aspiration Fund which had been completed and was being submitted to UK Sport to a tight deadline. He agreed to share this budget with AF. He added that a social impact paper had to be provided shortly and that this was being worked on.
- 7.5 The CEO outlined discussions around reform of the domestic competition structure in light of views that the current structure had become unaffordable in its present form despite significant funding from GBWR. He informed the Board that the Domestic Management Group had been asked for its views on reform to the competition structure and some suggestions, such as regional tournaments at lower levels or clubs providing their own officials, had been put to them. He stressed that it would be important to make clear to clubs that engagement with any transition process would be expected of them, and that it would be in their interests to get involved in the debate around reforms to competition structure. He informed the Board that ensuring clubs were happy with reforms, which made competitions more feasible, was the priority and that he would be engaging the County Sports Partnerships and RDOs to ensure this.
- 7.6 The CEO informed the Board that a GBWR representative would be attending a fundraising dinner hosted by the Lord's Taverners on 27 March and that GBWR had been invited to pitch to the board of the Lord's Taverners for funding on 30 April.
- 7.7 The CEO reminded the board that Wilkins Kennedy would be carrying out a pensions' review on 13 March in Twickenham and invited any interested Trustees to attend.
- 7.8 The CEO informed the Board that he would be attending a sport governance review at Sport England on 14 March and would report back.
- 7.9 The CEO updated the Board on the partnership agreement with ISPS Handa and would provide the Board with the proposed press release in anticipation of the deal being signed.

8. **KITAKYUSHU & GBWR**

- 8.1 The CEO updated the Board on work to develop a partnership with the city of Kitakyushu in Japan. The city would be sending a delegation of five, including the mayor, to the Quad Nations in Leicester along with support staff. He outlined the plan for the dignitaries' visit, including a tour of Leicester, a meeting with the Lord Mayor of Leicester and attending the Japan v France and GB v France matches at the tournament, followed by dinner at the King

Power Stadium. The CEO suggested that having Trustees on hand at the Quad Nations to facilitate the visit would be helpful.

- 8.2 He informed the Board that he was very positive about the Memorandum of Understanding that had been agreed with Kitakyushu, and the involvement of Dentsu (who had partnered with GBWR to facilitate dealings in Japan). He outlined the terms of the MOU, which included support for GBWR attending the World Cup and Paralympics and using Kitakyushu as a base. The GB team would, in return, work with local schools and participate in a corporate day while out there, and the public would be able to watch training.
- 8.3 AB suggested that GBWR's work with Kitakyushu could be an interesting case study and it could be worth committing additional manpower to carry this out. The Board agreed that the deal's value as a case study should be borne in mind closer to the time of the events in Japan.
- 8.4 MS expressed the thanks of the Board to the CEO for his hard work on the partnership with Kitakyushu and on the Quad Nations tournament.

9. **GOVERNANCE & FINANCE COMMITTEE REPORTS**

**Commentary Management Accounts as at 31 December 2018**

- 9.1 AF and the CEO summarised the management accounts to December. The CEO stated that he was comfortable with the position shown in the accounts, save for some sponsor commitments which he would be chasing up. He was forecasting a positive variance of about £13,000 on the corporate budget and some savings against development.
- 9.2 The CEO stated that his focus was on detailed analysis of the accounts for submission to Sport England as he predicted that the year would end with an underspend against budget in some areas.
- 9.3 Given the Aspiration Fund income from UK Sport in the coming year, and the good financial position of the trading subsidiary, the CEO stated that he was comfortable with the financial position but would not get complacent in terms of fundraising next year. AF agreed with this analysis.
- 9.4 The issue of investing part of GBWR's cash reserves had been discussed at the previous GFC meeting. AF explained that as Trustees, the Board had a duty to make sure that the charity's funds were used wisely and prudently. He suggested that investing the money in a prudent investment vehicle designed for charities could result in some positive returns. AF confirmed that all cash was currently held with NatWest bank and that hard copy bank statements were seen regularly by GBWR officers.
- 9.5 The Board discussed investment options and agreed to grant authority to the GFC to find a prudent investment option for up to £250,000 of the charity's cash reserves, with a view to making a short- to medium-term investment.

**Planning for 18/19 Annual Report**

- 9.6 AF explained that he, Chris Conway (as a GFC Member) and GBWR's accounting services provider would meet with Mazars on 22 March to start the process of compiling the 18/19 annual report.

**Reporting by GBWR Trading Ltd**

- 9.7 The CEO informed the Board that a report on GBWR Trading Ltd was not yet prepared. The CEO said he would speak to Anthony Manos, a director of GBWR Trading Ltd, and report back.

**2018/19 Q3 Review Business Plan**

- 9.8 The CEO presented the Q3 review which included a 'red-amber-green' status on various operational tasks currently underway, and tracked the status across the four quarters of the year. The CEO explained that it was his hope that more tasks would turn green as the year went on.
- 9.9 The CEO explained that any points of concern raised by this review document had already been discussed as part of his CEO report at item 7. He reiterated that his main concern was the review of the domestic competition structure.

**Code for Sports Governance Update**

- 9.10 SLF provided an update on efforts towards ensuring compliance with the Code for Sports Governance. He explained that the review document showed compliance with principles of the Code as well as the last review date of compliance status. He stressed that the Code was a "living code" and it was therefore important to regularly review compliance.
- 9.11 SLF explained that the priorities included reviewing the "matters reserved for the Board", having Trustees sign off that GBWR was Code-compliant and to clarify roles and 'board champion positions' to allow members and stakeholders an easy point of contact.
- 9.12 Other important points included the Nominations Committee reviewing the skills matrix to take account of new Trustees on the Board, establishing a clear description for the Chair role and preparing structure charts to for the website to enable stakeholders to understand how everything fits together.
- 9.13 It would also be important for the whole Board to review the Register of Interests so that Trustees were generally aware of other Board members' interests when making decisions. It was agreed that this could be done by providing the register to Trustees by email. Any points arising from the review could be raised at the next meeting.

**9.14 Review Financial Management Policy**

- 9.15 AF explained that he and the CEO had reviewed the Financial Management Policy as part of the ongoing review of GBWR policies and presented the amended policy.
- 9.16 The Board discussed the amended policy and specifically discussed lines of authority and authorisation limits, as well as the fact that CEO had accountability for finances delegated to him by the policy up to a sole authorisation of £5,000. SLF explained that the Policy, in line with the Code, separated financial functions between the Chair, the CEO and the Board to ensure that no one element was able to onerously bind the organisation without Board approval.
- 9.17 The Board approved the Financial Management Policy as amended.

10. **SAFEGUARDING**

10.1 Safeguarding matters were discussed by the Board.

11. **BOARD ACTION PLANS**

**Diversity**

11.1 SC explained that she and SLF had spent some time going through the Code and the Equality Standard for Sport and updated the Diversity Action Plan. Most of the updates were to the 'action plan' section.

11.2 SC said that as part of ongoing monitoring of the action plan she would aim to check in with relevant GBWR staff in advance of each Board meeting to be able to more fully update the Board on progress. She explained that another short-term action point was the 'progressing talent from within' survey which was now scheduled for May 2019.

11.3 SC said she would update the Board on any other ongoing tasks, such as engagement with the diversity action plan and promotion through social media or other channels, and any actions required of it to comply either with the plan, the Code, or the Equality Standard for Sport.

11.4 SC and the CEO agreed to review the job description for the NDD role to ensure its compliance with the Plan and associated rules.

11.5 SC agreed to make minor amendments to the Diversity Action Plan and email it to Daniel Hook to be placed on the website.

**Engagement**

11.6 SLF explained that as part of compliance with the Code, the Engagement Strategy would need to be reviewed. He explained that the priorities for engagement were to raise visibility of Trustees and of key Board decisions and to encourage candidates from within the player and participant community to stand for election to the Board. While the Board had taken actions on these points it was important to keep up with them.

11.7 The Board discussed how to encourage those from the playing side of the sport to get involved. The CEO suggested that athletes could be invited to speak to the Board or organising pre-AGM events to encourage people to attend the AGM. Arranging for name badges at events to make the Trustees clearly identifiable would also be useful.

11.8 The CEO explained that a full telephone survey of the GBWR membership was scheduled, including diversity questions, to gauge the feelings of the membership and to allow them to express any concerns.

11.9 SLF stated that he would continue to review the Engagement Strategy and provide an update at the next meeting.

12. **QUAD NATIONS UPDATE INCLUDING BUDGET**

12.1 The CEO presented the latest Quad Nations budget to the board. He explained that the aim for an event such as the Quad Nations was to break even and he hoped that GBWR would do so. He advised that he did not forecast any variance against the budget.

12.2 MD asked if there was any plan for additional signage, given the fact that the Quad Nations venue was somewhat out of the way and attendees unfamiliar with Leicester might struggle to find it. The CEO agreed to speak to the Council's chief operating officer about potential signage.

13. **AOB**

13.1 The CEO agreed to speak to KA about the composition of the Nominations Committee in advance of the recruitment process for the next Chair of GBWR.

13.2 MS informed the Board that he had recently attended the Super Series event in Stoke. It had been a great competition with a good standard of play and an encouraging atmosphere. He had been asked at the event whether there was any guidance on the transition from youth to senior wheelchair rugby and suggested that members would find any guidance on this topic useful. Other questions had been asked about classification.

13.3 SLF explained that there was an ongoing review, being undertaken by the Sport & Recreation Alliance, of recognition of NGBs by the Sports Councils; which the GFC was monitoring. He would provide an update once the outcome of the review was known.

13.4 It was noted that the next meeting of the Board of Trustees was scheduled for 26 June 2019.

14. **Summary of Actions**

<b>Item:</b>	<b>Action:</b>	<b>Person Responsible:</b>
7.4	Share Aspiration Fund budget with AF	CEO
7.7	Trustees to indicate any interest in attending Wilkins Kennedy Pension Review	All
7.8	Report back on sport governance review with Sport England	CEO
7.9	Provide Trustees with ISPS Handa press release	CEO
8.1	Trustees to indicate attendance at Quad Nations Tournament.	All
8.3	Consider Kitakyushu Case Study in due course	AB/CEO
9.5	Consider investment opportunities for part of GBWR cash reserves	GFC
9.7	Discuss GBWR Trading Ltd Report with Anthony Manos and report back	CEO
9.13	Provide Register of Interests to Trustees for their review	SLF/DH/All
11.4	Review NDD job role description against diversity criteria and guidance	SC, CEO
11.5	Amend Diversity Action Plan and provide it to be uploaded onto the website	SC

11.9	Provide update on Engagement Strategy to next Board meeting	SLF
13.1	Discuss composition of the Nominations Committee	CEO/ KA
13.3	Provide update on SRA Review of NGB Recognition Policy	SLF