

Minutes - September Board 2017

Date of Meeting	21/09/2017
Location	Eversheds
Present	Chair, P Abrahams, T Cadman, Campbell, C Oliver, G Palmer, B Speight, J Troiano, P Wedge,
In attendance	CEO, D Moseley, P Smith, Hays Macintyre (Part)

1. Introduction

The Chair welcomed Peter Smith, England Fencing Deputy President and EF Observer and Tom Wilson auditor from Haysmacintyre to the meeting.

The Chair presented Peter Smith with a silver medal awarded by the Honours Committee.

Apologies were received from Clare Halsted.

New Declarations of interest

JT declared his new club – the Lansdowne club

Chair summarised the Interim Board decisions since the last Board Meeting. The Board agreed:

- Updates to the Junior Selection Policy
- The Safety Guidelines update
- The Membership fee increase. The England Fencing Board also agreed the Membership Fee Increase

Chair summarised the Board actions:

- Board Evaluation will be covered under governance
- Duty of care review – Action on Board to look at the document
- Sustainability discussion – on the agenda today
- Peter Howes proposal on competition – update on section of the Agenda
- List of strategic objectives – discuss on agenda today
- Invite Events Manager to Board – postponed until November Board Meeting

2. Board Director Election Results

Chair congratulated Tom, Paul and Clare on their re-election.

Chair noted that election discussed at NomCom and agreed that there were no issues on the overall process.

AGM

AGM Papers circulated by email and available on the website.

Annual Accounts presentation will be presented by Chair as John Troiano will not be able to attend the AGM.

JT asked about the history of AGM changes to the BF articles and asked what the percentage is to get the changes passed by the members.

TC – 75% of the membership has to agree the changes.

No presentation on the Annual Report required at the AGM on the basis that it is the role of the AGRC to go through it.

3. Finance Part 1. 16-17 Year End

JT - we received accounts in detail before they were fully audited and the outcome is that they are where we expected them to be. Events is one area where we have not performed as well as we would have liked and we have taken action to correct that and there is every indication that it is improving now. In every other respect we have exceeded what we otherwise might have done. Solid set of results in target and in line with what we would expect. We have essentially broken even.

The reserves are more than adequate for what we need.

Auditor – we expect to sign a clean audit report.

The Board:

- a) Approved the Audited Accounts
- b) Approved the LOR
- c) Noted the Audit Findings Report
- d) Approved the Directors Report

The auditor left the meeting.

4. Board Priority Strategies & Tactics

Sustainability (inc Commercials)

CEO – Note the commercial slide in the balanced score card which is the Directors background to Q1. CEO, Chair and Finance Director met to go through where we are with different revenue streams based on the Board approved priority list products and services. Behind budgeted income but forecasting to come in on budget for Q3 and Q4. We have new sales branded collateral describing BF services. Looking at increasing number of corporate bookings. Two elements to the merchandising 1. Events and products that we sell, 2. club merchandising – where clubs can buy BF branded wear and put their own logo on it, which is producing a modest income but we are looking to grow it. Soft sell of the rules app which is going through improvements to coincide with the FIE congress in November.

Main commercial partners, PGL travel, Kingswood inspired learning and Premier Sport.

There then followed a conversation based on clubs and retaining membership of clubs.

Performance Pathway (inc Talent)

Last Board meeting Steve Garrett updated the Board on the Talent Programme.

[REDACTED]
[REDACTED] Draft Targets have been circulated to Board Directors. We are very close to agreeing with Sport England a final version of the target spreadsheet that Directors have been sent.

BF have held 2 talent camps which received good feedback but we have plenty of scope to improve. We have a Phd student to input into research changes. One of the first outputs is an athlete profile for sabre followed by a foil and epee profile allowing athletes, coaches and parents to see the expectation and requirements of fencers in the different stages of their development.

The senior sabre programme is being intergrated with the talent programme. Work is also being undertaken by the epee club to align the talent and senior epee programme.

CEO updated the Board on Cyril Tahon moving back to France.

We are considering putting together a job description for a volunteer performance manager whose job will be to work across the 3 weapons with the talent manager and weapon managers to give a sense of structure. 50% of this person's time would be spent looking after men's foil.

Chair - now the talent programme is starting to kick in we need to have a better idea of the performance pathway vision going forward. [REDACTED]

[REDACTED] We need to do work on it sooner rather than later. Without funding we need volunteer elements.

GP asked if any of the previously funded athletes have walked away. CEO - RK will not participate in the team events and will only fence in the individual events. There are some younger athletes who have dropped out of training since the funding decision but may return.

SE Funded Participation & Projects

Projects from Sport England (x-ref Balanced Scorecard). We have been strengthening university relationships, rolling out sabre lite. Looking to establish university fencing clubs to link up with sabre lite products. UFO's (University Fencing Organisations) training taken place. Agreed with BUCS to mandate membership with any fencers taking part in the BUCS events.

Maslaha – focusing on rolling it out in Birmingham. Comic relief gave the project £75,000 to keep going. We are addressing the delivery challenges by training more young coaches.

Events Recommendations

Finance for this year has been better than in previous years. [REDACTED]
[REDACTED]

[REDACTED] e have had increased entries and the awards dinner sold out of all tickets. Eden Cup lost men's team and gained women's individual. The Leon Paul cup was the biggest satellite tournament that we have ever hosted.

All dates for the Nationals have been released. With the new schedule we cannot run the U14 event that runs alongside. Awards dinner will remain with the Cadet and Junior National Championships.

Event Licensing Scheme – launched. Part of that process is the automated rankings process. New competitions points system will be pushed out to the community to gain their views. We would like to recruit a UK competitions manager who would start by implementing the 'Super Series' – that person would report to the events manager. GB Cup progressing and is in consultation with the regions.

Governance Action Plan

Chair - we had external Board review to meet one of Sport England's requirements. Board agreed proposal acceptable and will implement it- we will do it at our January session.

[REDACTED]

Agreed to do Board communication after last Board meeting – had some feedback. We will repeat the process after this meeting.

Fund raising – had a meeting to discuss interaction between BF and BF charity to discuss how we move forward on fund raising.

PA made his apologies but noted his approval for all the governance items before leaving the meeting.

5. Break

6. Board Sub-Committee Items AGRC Items

Risk Log – there were two related risks identified, one on safeguarding and the other on security. CEO working with BF security advisors to write security policies. The Board is being noted the AGRC presented Risk Log as an accurate record of the major Risks facing BF and the mitigation plans in place.

The Board approved the AGRC TOR and NomCom TOR, reviewed on behalf of and recommended to the Board by the AGRC and NomCom in light of the recent Governance Code.

Managing Declaration of Interest and Conflict. JT – one of the things we discussed at the AGRC was what constitutes a conflict. Agreed that it is the responsibility of each Board Director to inform the Board when a matter is being discussed where they have an interest and recuse themselves. Anything from an interest in selection decision for example or a donation to a fencer. Directors need to be thoughtful of the indirect involvement.

Gift & Hospitality – All gifts should be logged with Head Office in accordance with the relevant section in the Bribery Policy.

7. Finance Part 2. 16-17 Q1 Managements Accounts

DM – finance – we are implementing a new finance system, have outsourced the finance function. Jockey club dealing with finance services. As part of moving to the system have re written a nominal to work better with our department structure. [REDACTED]

[REDACTED] Budget not under new nominal so have to break down into its new form. Front page has time adjusted result against budget. Accounts are until the end of August. [REDACTED]

CO asked if the intention is always to break even or to ultimately make a profit.

JT – you want to have financial security for the organisation so you need a level of financial reserves. We should have somewhere between 6 months to a year of the operating expenses in our reserves. We have reserves that are above the prudent level for an organisation. Once reserves are adequate it does not make sense for us as a membership organisation to run surplus and accumulate reserves. We have always said we should look to reinvest that money back into the organisation. The only way we would run a surplus is if the reserves became depleted.

Chair – looking forward we want to try and increase membership, sponsorship and commercial income.

DM – Due to the ongoing reduction in grant funding, we are looking to replace one revenue scheme with another.

JT – reserves stable for the last 3 years.

The Board approved the Q1 Accounts.

8. Diversity and Equality (GAP requirement)

JC – NomCom had a look at the diversity survey and discussed the results in terms of diversity of the sport and the governance structure. NomCom and recommend that the Board approve the report and recommendations noting the commendation around women participating. We do recognise that there is more work to be done.

Also we should consider how we get more young people onto the Board structure. The youth panel will be helpful in that regard. It is recommended that Board approve the statement and policy.

The Board approved the Board Diversity Statement and Objectives 2021
The Board approved the Equality and Diversity Policy v2.0

9. Board Responsibilities (GAP requirement)

The Board approved the previously circulated changes to the documented Board Responsibilities to ensure compliance.

- Board Responsibilities Delegated Authority and Matters Reserved
- BF Board Director Code of Conduct v2.0
- BF Board Director Responsibilities v1.1
- BF Chair Responsibilities v1.3

10. Board Director Induction (GAP requirement)

The Board approved the previously circulated changes to the documented Board Induction process and note the previous AGRC approved checklist

- BF Board Induction Process v1.2
- Board Induction Checklist v1.3

The Board agreed:

That all elected and re-elected Board Directors go through the revised induction process.

The Board agreed to the Directors attending the Director training being arranged through the Sport and Recreational Alliance.

11. Director Induction (GAP requirement)

The Board noted the changes to the following documents:

- Appointment Letter - Directors Duties Declaration
- BF Board Declaration of Interests Form
- BF Board Skills Matrix Blank 20170803
- BF Declaration of Good Character
- Companies Act Directors Duties

12. CEO Information Items

All exec items covered. CEO noted that we should flag progress to be GDPR compliant on future Board agendas.

13. AOB

Auditors

[REDACTED]

Board agreed the reappointment of the auditors.

Safeguarding

CEO updated the Board.

Board endorsed proposals on safeguarding put forward by the CEO.

The meeting closed at 19:30

Date of next meeting 22nd November 2017