

MINUTES



Meeting **BOARD**
Location British Rowing, 6 Lower Mall, London W6 9DJ
Date / Time Monday 8 July 2019, 1 – 5pm

Present: Mark Davies (Chair)
 Kate O’Sullivan
 Liz Behnke
 Laura Lion
 Fiona McAnena
 Andy Parkinson (CEO)
 Simon Reeves
 Jonathan Vickers
 John Hinnigan

In attendance: H. Mosienko (Company secretary), C. Trenter (Minute secretary)

1	CHAIR’S INTRODUCTION The Chair welcomed everyone to the meeting and congratulated Jack Beaumont (JB) in his absence on his win at Henley Royal Regatta for the Queen Mother Challenge Cup.	
2	APOLOGIES FOR ABSENCE and quorum Jack Beaumont, Andrew Crawford and Huw Morgan.	
3	DECLARATIONS OF INTEREST A. Crawford – Sport Resolutions, Leeds Boathouse Trust and BUCS (Chair of events) and Management Committee Henley Royal Regatta. K. O’Sullivan – Coach Educator S. Reeves – Trafford Rowing Club Ltd	
4	APPROVAL OF MINUTES from the Board Meeting on 22.05.2019 Two minor changes were made to the previous minutes which were then approved by Board.	
5	MATTERS ARISING (not otherwise covered on the Agenda) The Board skills matrix needs to be updated. Chair will circulate a survey for all Board to update. Concerns were raised over increasing professional fee costs as this is something we are unable to manage, and questions were asked as to whether we have the correct policies in place to help clubs. H. Mosienko (HM) advised that our insurance does not cover professional fees, other than if there is a claim made against British Rowing (BR). Board were reminded that there is an insurance microsite (here) linked from the BR website advising on the insurance cover, but it was agreed that a closer look at the area was warranted. Action: HM to pull together a paper for November Board of where we are and what we are doing to mitigate the costs	Chair

DRAFT MINUTES



	<p>going forward. British Rowing (BR) have recruited a new Head of Governance, who will be joining us on Monday 5 August.</p> <p>The Chair said that he was keen for Board meeting minutes to be published in order to be transparent about Board activity. This was agreed. Confidential elements would be redacted if required.</p>	HM
REPORTS		
6.1	<p>CEO REPORT</p> <p>Paper noted and A. Parkinson (AP) advised he had added extra columns following comments from the last Board meeting under 2019/2020 Strategic priorities.</p> <p>The following points were made:</p> <p>Our plans for maximising the uplift in membership that is likely to follow Tokyo 2020 need to be prioritised and clarified. A paper for the Board that can be shared with the Regional Chairs needs to come to the next Board meeting.</p> <p>Defining and delivering membership growth strategy is about growing revenue/ maximising the value of the sport, not growing the number of people in rowing (since the largest potential audience to be targeted will not be active rowers, and attracting them requires none of the infrastructure such as coaching, competitions, and physical outlets that are needed if the number of active rowers were to increase significantly). It should therefore sit within point 4 and be moved from 1a.</p> <p>Huge opportunities exist within recreational rowing, and the area needs to be led by the business and not just the Recreation Committee if they are to be maximised.</p> <p>Coastal rowing was also listed under the wrong category, since converting coastal rowing members to become British Rowing members would not change the number of people actively taking part in the wider sport.</p> <p>There is a meeting with Sport England, British Rowing and the CPGA to discuss further and how we can be affiliated so both parties are in agreement and once we have progressed with this we can engage with other disciplines. However, it is a mistake to consider the CPGA in isolation when so many other forms of rowing exist alongside Cornish Pilot Gigs (and sliding-seat rowing). If we are to look at different disciplines within the sport, we need a strategy that captures all of them, rather than capturing large separate groups of members one at a time. There is some work to be done on this as our affiliations process is historical and needs to be brought inline. A club affiliation framework project is in progress to help with working with other fixed seat associations.</p>	AP

DRAFT MINUTES



	<p>Action: AP will report back on Sport England/CPGA meeting.</p> <p>Action: The Chair and AP will sit down and look through the priorities to ensure they are sat under the correct title.</p> <p>A question was asked around the School online platform, is it a training tool and app and will there be a safeguarding aspect. AP advised it is an online platform to support School Indoor Rowing activity.</p> <p>Action: AP to look into the safeguarding aspect for the platform.</p> <p>AP advised the team are in good shape preparing for World Cup III, and that we remain comfortable about reaching our qualification target for the Olympics and Paralympics at August's World Championships in Linz.</p> <p>The position of Multi Lane Umpire panel chair is open as a result of J Hedger resigning. It was agreed that in line with all future positions as they arise, the role should be advertised, with its required skills posted on the BR website. All applications (for this and future roles) should be considered by the relevant committee's current Chair, who would then make a recommendation to the Board at the next meeting or via email.</p> <p>6.1.1 Management Accounts The difficulty of having interim accounts offering a true reflection of the management accounts was discussed, with full year variances often marked as zero even when current variances existed which are not expected to reverse. Future management accounts should either leave full year variance blank, or roll forward the year-to-date variance, as the Financial Director considers more appropriate to the figure in question. The accompanying commentary could emphasize any additions/highlights.</p> <p>6.1.2 Membership Figures May 2019 Paper noted. K. O'Sullivan (KOS) to discuss membership by regions (page 6) with the Regional Chairs.</p> <p>6.1.3 Home countries coach development strategy (2019 – 2023) Paper noted. KOS advised that the paper was being worked on with Amanda Cobb and Helen Tan. Next steps were for them to get together, with AP to join. KOS advised she was happy to</p>	<p>AP</p> <p>Chair/ AP</p> <p>AP</p> <p>HM/ AP</p> <p>HM</p> <p>AP</p>
--	--	--

DRAFT MINUTES



	<p>circulate the paper if any Board members were interested in seeing it.</p>	
6.2.	<p>COMMITTEE</p> <p>6.2.1 Finance Committee Minutes Paper noted. J. Hinnigan (JH) commented that there had been an investment meeting prior to the Finance Committee meeting with Killick & Co, where we advised them to start looking at liquidating part of our portfolio so we have enough working capital to run the business over the next year. The Investment mandate and reserves policy were also discussed in that meeting (see 8.3 below).</p> <p>The Finance Committee had discussed Parkwood and agreed not to go ahead with the project at this time as it would have tied up the Boathouse into a long-term venture. The Board agreed, with the exception of AP who felt the venture would have helped with raising unrestricted income and modernising the workplace.</p> <p>The Chair said that while many people had raised the option of selling the building at 6, Lower Mall, his personal view was that doing so was akin to selling the family silver and that it would represent a failure of the Board as Trustees of the sport to address financial problems in this way, rather than addressing underlying structures. AP asked the Board what should be done with the building as it was meant to have been looked at by the Facilities Panel, but no panel had been convened. S. Reeves (SR) agreed to pick this up with A. Meegan.</p> <p>6.2.2 Nominations Committee The Chair to pick up this agenda item and come back to the Board.</p> <p>6.2.3 Chair of Sport Committee Election Process A decision needs to be made by email before the AGM on Saturday 12 October with regard to who the recommended successor is to Andrew Crawford for this role, which is appointed by the sport. See 6.3.1 below.</p> <p>6.2.4 Event Committee British Rowing Senior Championships No paper was provided.</p>	<p>SR</p> <p>Chair</p> <p>Chair</p>
6.3	<p>GOVERNANCE</p> <p>6.3.1 Governance Review Update L. Behnke (LB) gave a presentation to the Board updating them on where they have got to with the review, looking at what Committees British Rowing have, what they have been doing, reviewing minutes, agendas, attendance and how they operate. KOS has been engaging with the Committees, volunteers and</p>	

DRAFT MINUTES



	<p>staff and having general conversations. LB passed the update over to KOS when she left the meeting at 3.05pm (8 Board members remaining).</p> <p>Next steps are for LB & KOS to attend the Sport Committee meeting on Sunday 28 July. They will be following up their discussions and coming back to Board in September. Discussion took place around whether making a four-year appointment for the Chair of the Sport Committee (se 6.2.3 above) would hamstring any possible recommendations made by Governance Review. It was agreed that an appointment for a shorter period, which H. Mozienko confirmed was allowable under the Articles, would be explored. The Chair to pick up this agenda item with Andrew Crawford and come back to the Board.</p> <p>Action: The Chair to discuss with AC and put together a description of the role and next steps including if we were to elect someone for a 12-month.</p> <p>It was also agreed KOS to have discussions with the Board and to share the questions so they can give their point of view. KOS also asked if Board have anyone they think should be approached please let her know.</p> <p>6.3.2 Strategy Approval Process The process for approving documents such as the recently-published Schools Strategy was questioned. Clarity around Board involvement was requested.</p> <p>Action: AP to look at a process map to allow the Board to understand the purpose of initiating any strategy development and the role of the Board at its various stages.</p> <p>J. Vickers (JV) left the meeting at 3.30pm (7 Board members remaining)</p>	<p>LB/ KOS</p> <p>Chair/ AC</p> <p>KOS Board</p> <p>AP</p>
DISCUSSION		
7.1	<p>STRATEGIC VISION & PLAN</p> <p>A morning session had taken place prior to the Board meeting between the Board and the Executive management team, discussing the purpose of the National Governing Body.</p> <p>Action: AP to progress the work related to the development of a new Vision.</p>	AP
7.2	<p>MEMBERSHIP GROWTH STRATEGY</p> <p>This paper was not discussed, because the Board was not quorate by the time that it came up for discussion.</p>	
7.3	<p>DIVERSITY ACTION PLAN</p> <p>The Chair noted the paper and asked the Board for comments. The need for positive action to address existing imbalances was discussed. This is enshrined in the Equalities Act but is not currently explicitly referenced in the Action Plan. It was</p>	

DRAFT MINUTES



	<p>agreed that it would be better for the selection process actively to take into account existing imbalances, and that a line should be added to the paper that reflected that.</p> <p>Action: The Chair to add a line to the paper: ‘We will assess the need for positive action in the organisation and if necessary implement a positive action policy’.</p> <p>The proposal that there should be a Champion for Diversity was agreed. Liz Behnke (LB) will take up this role.</p> <p>Paper approved by Board Change: Four independent directors not three.</p>	Chair
8.1	<p>GOVERNANCE 8.1.1 Draft AGM Agenda Paper noted. Board asked if the AGM can be streamed. Action: AP to discuss with K. Baillie.</p>	AP/ KB
8.2	<p>FISA 8.2.1 FISA Delegates for Congress (September 2019) Board to approve the Chair and AP to attend congress plus one other. The Chair and MD are discussing an additional delegate to attend. Approved by Board</p>	Chair/ AP
8.3	<p>FINANCE POLICIES The Investment policy had been reviewed by the Finance Committee, and left unchanged bar some minor alterations to paragraph 1. Killik and Co.’s mandate had been brought up to date. Both were presented to the Board and approved.</p> <p>The Reserves Policy, last reviewed in 2018, had been breached, and discussion occurred around the level of financial risk to the organisation. The current minimum level of reserves of £3.7m had been considered the ‘worst-case’ scenario of winding up the organisation due to a complete cessation of income.</p> <p>The Board noted the Reserves policy and, despite being aware that it had been breached, left it unchanged on the basis that it had already approved this year’s deficit budget, and there was no appetite for changing the budget mid-year. However, with reserves now below policy requirements, it was discussed and agreed that clearly the Board will be not able to approve a similar budget for the next financial year. Budget discussions will begin no later than November, and unless there are clear signs of improved revenues through the membership growth plan, it is evident that cuts will have to be made to costs.</p>	
8.4	<p>AFFILIATION & RESIGNATION</p>	

DRAFT MINUTES



	Paper noted and approved. The tracker requested in the May board meeting will be coming to the September Board meeting.	
9	ANY OTHER BUSINESS JH left the meeting at 4pm, leaving only 6 Board members present. The Board showed a desire to discuss the progress on the membership review but were unable to due to the meeting not being quorate and the Chair announced the meeting closed.	
10	DATE OF NEXT MEETING – Current date Wednesday 11 September and the Chair has asked for a new date which can be followed by dinner. C. Trenter to circulate a Doodle Poll and the new Board meeting date is Tuesday 17 September, Di Ellis Room, 6 Lower Mall, 12.30pm lunch with a 1pm start and will be followed by dinner.	

Thank you to Board and Chair announced meeting closed at 4pm.