

# MINUTES

Approved at 13 July 2021 Board Meeting



**Meeting**                    **BOARD**

**Location**                Online (Google Meet)  
**Date / Time**            Wednesday 19 May 2021

**Present:**                Mark Davies (MD) (Chair)  
                              Kate O'Sullivan (KOS)  
                              Liz Behnke (LB)  
                              Nick Hubble (NH)  
                              Laura Lion (LL)  
                              Andy Parkinson (AP) (CEO)  
                              Simon Reeves (SR)  
                              Karena Vleck (KV)  
                              Peter Milhofer (PM)  
                              Tina Kokkinos (TK)

**Apologies:**            Jack Beaumont (JB), Martin Claxton (MC), Louise Kingsley (LK, Deputy Director of Performance Pathways & Paralympic Programme), Brendan Purcell (BP, Director of Performance)

**In attendance:**      Susan Lightman (SL, Deputy Director of Legal and Governance), Tatiana Doncaster (TD, Director of Finance), Genevieve Collett (Minute Secretary), Kenny Baillie (KB, Director of Partnerships & Communications), Helen Rowbotham (HR, Director of Rowing Community & Strategy)

	<p><b>WORLD ROWING COASTAL CHAMPIONSHIPS AND BEACH SPRINT FINALS</b></p> <p>Jeremy Wilton, Chair of Steering Group delivered an update to the Board. Simon Reeves (SR) had raised some questions on the World Rowing Coastal Championships and Beach Sprint Finals before the meeting.</p> <p><b>Action:</b> It was agreed that the Steering Group's answers to SR's questions would be circulated to the Board after the meeting by Andy Parkinson (AP).</p>
1	<p><b>CHAIR'S INTRODUCTION</b></p> <p>Mark Davies (MD) welcomed the Board to the meeting. Peter Milhofer (PM) and Tina Kokkinos (TK) were introduced as new Board members.</p>
2	<p><b>APOLOGIES FOR ABSENCE</b> and quorum</p> <p>The meeting was quorate. There were apologies for absence from Jack Beaumont, Martin Claxton, Louise Kingsley, and Brendan Purcell. Karena Vleck (KV) joined the meeting halfway through at 14:45 due to travel commitments.</p>

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3	<b>DECLARATIONS OF INTEREST</b> There were none.	
4	<b>APPROVAL OF MINUTES</b> from the previous Board Meeting on: 24 March 2021, Board The minutes of the above meeting were noted and approved by the Board.	
5	<b>MATTERS ARISING</b> (not otherwise covered on the Agenda) All other matters on the action tracker had been completed or were on-going. Susan Lightman (SL) clarified that ‘Company Policies’ was half-way complete and that her intention was to bring a completed timeline paper to the next Board meeting. It was noted that the Rules of Racing 2021-22 had been completed in January and could be taken off the action tracker. <b>Action:</b> SL to complete Company Policies paper and bring to the next meeting.	SL
6	<b>CEO UPDATE</b>	
6.1.1	<b>KPI STATUS REPORT</b> AP reiterated the Chair’s welcome to the two new Board members, PM, and TK. The uncertainty of the Tokyo Olympic & Paralympic Games remained of concern to British Rowing. The Games experience looked to be extremely different this year for both Olympic and Paralympic athletes. The Tokyo Activation campaign was being ably led by Kenny Baillie (KB). Nevertheless, Brendan Purcell (BP) was effectively implementing the new selection policy with the recently appointed external selectors. The robust system in place was working well. AP explained that the new system involved the prerequisite of all athletes being formally nominated by British Rowing to the British Olympic Association and the British Paralympic Association respectively. As the UK came out of lockdown and restrictions eased, AP reported a positive attitude amongst the rowing community who were enjoying being out on the water again. He and his team were continuing for the short term their regular COVID-19 Recovery Steering Group meetings. The Comms team continued to monitor and reflect HM Government’s guidelines in their published guidance.	

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Learning and Development for staff continued at pace. Management training was now in place and individual online coaching sessions had been made available for middle management.

AP was confident that the Hammersmith office could formally reopen in July and confirmed that an agile working policy had been finalised. This sat alongside the flexible working policy already in place and meant that employees could work flexibly without written approval whilst adhering to core hours of 10-4.

More generally, he reported that the KPIs agreed at the last Board meeting had landed well with the wider team and he was encouraged by this. AP's focus remained on the strategic goals set for the next four years.

AP was pleased to confirm a break-even position for the organisation for the last financial year.

He also acknowledged that the Strategic Risk Register was now a standing item as requested by the Board. Laura Lion (LL) stated that the risk register was a statement on where the team were in their planning and that more reporting on the actual information would be beneficial.

AP stated that if the goal of 100,000 members by 2024/25 were to be achieved then it was critical that we get our coach education programme aligned to support this (and commented that this would be discussed in more detail as an agenda point later in the meeting).

AP summarised that there were two goals in place for membership.

- 1) The immediate goal was for membership to get back to 31,000 in the next financial year.
- 2) The second was the target of 100,000 members by 2024/25.

His team had been revisiting the research work done in late 2019 to see if this was still relevant. AP was planning to sit down with his operational team and to come the next Board meeting with a workable plan in place of what was needed to meet the 2021/22 target and drive towards 100,000 members in the medium to long term. TK noted that it would be useful to see the trends in the metrics along with a detailed executive plan.

Simon Reeves (SR) asked why the research was only just being reviewed and why this had not been looked at earlier. AP acknowledged his question whilst noting that the pandemic had posed limitations on what could realistically be achieved during successive lockdown periods.

It was also noted by the Board that the Adaptive Strategy was not on the agenda and they asked for an update on what the situation was with the CPGA's outstanding debt. Tatiana Doncaster (TD) confirmed that the organisation had taken it against their bad debt provision and that it

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<p>had been written off. Kate O’Sullivan (KOS) requested that this matter be reported in an update to the Regional Chair, Jane Perry.</p> <p>PM asked for a baseline overview, expressing that there was a need to consistently track year by year, not month by month. That way a more complete picture would be understood and not just individual experiences. There was a definite need to discuss the barriers to success and what was needed to attract funding. TK put forward the view that the Executive needed first to bring a set of options to the Board and then a top-level strategy could be agreed.</p> <p>KB stated that he was aligned with the comments made by the Board on reporting, noting that the reporting had been effectively stripped back due to some erroneous data cropping up in January 2021. They were now returning to a more detailed level of reporting. He agreed that there needed to be a guiding philosophy around reporting and shared that there had been far less negativity around the comms published. PM commented that as a Board there was a need for them to see overall trends and not just pure day to day data which was not meaningful for them to interpret.</p> <p>KB reported that having dropped back to just under 12k members in March from a peak of 33k, membership had started to see strong signs of recovery over the last couple of months. As of today, 17.5k people were on-water members of British Rowing which was an improvement on 12k but only just over half-way to the KPI target of 30,140.</p> <p>KB noted that that were strong indications that membership sales would spike across May and June and then again in the Autumn. He saw that there were greater opportunities this year due to (a) much greater flexibility in the competition calendar and (b) the Olympic and Paralympic Games which would attract people’s attention over the summer months.</p> <p>MD noted that there was pent up demand to join back and that promising figures were not necessarily illustrative of the wider picture as numbers could plateau after the initial surge. Nick Hubble (NH) agreed, noting that memberships from July onwards would be the real test.</p> <p>MD gave an update on Zoom Ergos and on the agreement reached between ZoomErgos and the CEO about how the relationship would be managed in the future. The Board noted that the matter had been satisfactorily resolved and that updates would be brought to it as appropriate.</p> <p>KB gave a short update on Indoor Rowing noting that they had high performance objectives and that partnerships were very important. Their value could be seen from the indoor rowing subscriptions. Since July 2020, the organisation had sold around 1,000 subscriptions with 60% coming from commercial partnerships with asensei and ROWBOTS. He stated that events and campaigns were necessary to</p>	HR
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	<p>drive the organisation's own organic sales but when there were quiet periods it would be the partners who would deliver.</p> <p>Nick Hubble (NH) confirmed that competitions were filling up at the front end but that generally competitions were showing a reduced level of entry due to COVID limitations. If a good announcement on 21 June, NH forecasted that competition would go back to normal levels quickly.</p> <p>Helen Rowbotham (HR) updated on the school's strategy. The state schools rowing group was proving a proactive process and there was an action plan in place for this to continue. SR had several questions on the school's strategy.</p> <p><b>Action:</b> An update on the Adaptive Strategy to be provided at the next Board meeting.</p> <p><b>Action:</b> It was agreed that Helen Rowbotham (HR) would provide background commentary on the unpaid CPGA payment to Jane Perry.</p> <p><b>Action:</b> It was agreed that an operational plan focused on membership growth would be brought to the next meeting.</p> <p><b>Action:</b> It was agreed that SR would take up the questions with AP on schools' strategy after the meeting and he would send out the points separately.</p>	
6.1.2	<p><b>FINANCIAL COMMENTARY</b></p> <p>TK stated that she thought the Financial Commentary TD had written to be a good, solid report, whilst recognising that the final accounting had to be done in June and would be brought to the next (her first as Chair) Finance Committee. In this way they would be in a better position to explain a final definitive position from the papers. TD noted that, despite not being able to define a final position quite yet, it is likely that British Rowing would break-even, which would take the organisation into the new financial year with a clean slate.</p>	
6.1.3	<p><b>STRATEGIC RISK REGISTER</b></p> <p>PM noted that TD had now put this into a revised format, and it was appropriate to review. He noted that it was his intention to allocate some of the risks therein out to the relevant committees they related to. He asked TD to work out how to do that effectively and then bring a plan to the Board and have a more in-depth conversation. TD said she was supportive of this approach. TD also confirmed that this was now technically possible to show overall trends on the risk register.</p> <p><b>Action:</b> TD and PM to agree how best to delegate risks to Committees.</p>	TD

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6.2

## **LEARNING, EDUCATION & DEVELOPMENT UPDATE**

Kate O'Sullivan's (KOS) observation was that the paper did not address how the organisation would train sufficient coach educators that were desired and needed to reach their 100,000-membership target.

Liz Behnke (LB) stated that although excited about seeing this item on the agenda she was underwhelmed and disappointed by the paper's ambitions. She did not understand what it was trying to achieve but appreciated the work that had gone into it by HR.

AP and HR acknowledged that the paper in some ways fell short but that it was very much a working paper and not one for external use. It was best viewed as a paper outlining what the current barriers were in British Rowing having a 'best in class' education and training programme. AP stated the organisation had had a lot of different groups all wanting a slightly different direction of travel. The document gave a starting point and clearly the next step was to deformalise the education training. HR shared that the document had been borne of extensive consultation processes and that their job now was to develop this into an operational plan.

LB stated that there was an issue of a lack of hard evidence and a surfeit of 'waffly theory' within the update paper. She felt more could have been achieved from UK Coaching.

TK agreed with LB's verdict and felt that the document needed to be developed into a proper project plan and then brought back to the Board.

Laura Lion (LL) observed that staff could be disappointed by the lack of progress on coaching and that evidence from the staff survey indicated that the organisation was not agile enough responding to members' needs. PM agreed, but noted that a lack of resource was partly due to this. Within the four barriers scenario outlined in the paper he would have liked to have seen four corresponding proposed solutions to these barriers.

NH stated that there was a need for the organisation to sell the ideas and aims to the coaching community far better. It was imperative to get them on board. The last year had made things difficult in terms of active education but during the next few months a lot was planned. Nevertheless, writing and delivering relevant content was a resource issue.

It was agreed by all that education needed to be a priority and that courses should also be financially realistic. SR commented that Scottish Rowing courses were considerably cheaper than the ones on British Rowing's website. KOS commented that the costs of running a course in Northern England were far lower than those in Southern England and course prices had to reflect this.

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	<b>Action:</b> It was agreed that a coach education plan would be brought a future Board meeting.	HR
6.1.5	<b>UK ANTI-DOPING ASSURANCE FRAMEWORK</b> The paper was noted as information. There were no comments or questions from the Board.	
7	<b>DECISION ITEMS</b>	
7.1	<b>AFFILIATIONS AND RESIGNATIONS</b>  TK asked why this was on the Board agenda. SL confirmed that the Board was required to approve of affiliations and resignations. MD noted that it would be useful to see the trends in both the affiliations and resignations, which SL confirmed would be the case as had previously been.  <b>Action:</b> SL agreed to look at the trends data and the introduction the relevant information into the paper for July.	SL
7.2	<b>GOVERNANCE AUDIT ACTION PLAN</b>  SL introduced the paper and explained that it was written two weeks ago. She was hopeful that the outstanding matters would be resolved by the next meeting.  <b>Action:</b> An updated Audit Action Plan version of the plan would be brought to the next meeting.	SL
7.3	<b>GOVERNANCE REVIEW</b>  The Board noted that this paper was not completed, and SL was asked for a timeline as to when completion be expected. SL stated that there had been a hiatus because various members of the governance review group had issues outside of their Board commitments. The group was assembled from a mixture of Executive and Board. SL was hopeful that the review would be in a completed state by the next meeting, pressures notwithstanding.  <b>Action:</b> An updated version of the review to be brought to the next meeting.	SL
7.4	<b>AFFILIATED COMPETITION APPROVAL PROCESS</b>	

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	<p>The papers were accepted and approved by the Board taking the process up to September 2021. AP noted that the next proposal would grant delegate authority up to a certain amount.</p> <p><b>Action:</b> The papers were accepted and approved by the Board. AP to bring the next proposal in by September 2021.</p>	AP
7.5	<p><b>SAFEGUARDING CHILDREN AND YOUNG PEOPLE POLICY</b></p> <p>SL agreed to share an updated version of the policy by email to the Board.</p> <p><b>Action:</b> SL to distribute an updated version of the policy by email to the Board in the first instance. If further discussion were needed this could be arranged by a short telephone meeting.</p>	SL
7.6	<p><b>EXCLUSIVE PARTNERSHIPS</b></p> <p>Karena Vleck (KV) gave a legal perspective on the two proposed partnerships. She explained firstly that these types of exclusive partnerships were increasingly common in NGBs. In terms of the solicitor deal with Irwin Mitchell she stated that she found the deal to be a good one, and that she was generally comforted by the terms set out within their contract. She also recognised that good deals like this were hard to get. She expressed that the webinars and the soft skills training that legal firms such as Irwin Mitchell gave for free were of great value. She suggested that the organisation should maximise their value as much as possible in the future.</p> <p>KB explained that legal costs at British Rowing had historically been very expensive. Rocket Management who had helped the organisation find suitable sponsors had suggested Irwin Mitchell as a good solicitor in terms of size, experience, track record, rate card, added value, access to partners etc. The criteria which were used most strongly to measure their suitability were their financial costs. Irwin Mitchell had offered a very competitive tender. In addition, they came with a strong recommendation from the RFU. KB was now seeking final approval from the Board as it was an exclusive arrangement. SR raised doubts about whether they were the right legal provider for British Rowing and asked it to be noted that he accepted the Board's decision to approve them but wanted it to be recorded in the minutes that he did not support their appointment.</p> <p>KB outlined the partnership with Pulseroll, a company that produced vibrating massage rollers for sports people use.</p> <p>KB explained that both multi-year deals would support the GB Team and the wider NGB as well as British Rowing's members and clubs through discounts and added value services.</p>	



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	<p><b>Decision:</b> The Board approved the two new exclusive commercial partnerships in the legal (Irwin Mitchell) and muscle recovery (Pulseroll) sectors. Both would be formally announced in the next three to four weeks.</p>	
7.7	<p><b>APPOINTMENT OF SENIOR INDEPENDENT DIRECTOR</b></p> <p>LB confirmed that she was happy to take on the role of Senior Independent Director with the proviso that KV would support her by covering the role until September 2021.</p> <p><b>Decision:</b> LB would take over as Senior Independent Director with support from KV. The Board approved this decision.</p>	
8	<b>DISCUSSION ITEMS</b>	
8.1	<p><b>SPORT ENGLAND INVESTMENT 2022/25</b></p> <p>AP introduced the paper, noting that it was helpful to start a conversation with the Board and get their feedback on the alignment of Sport England's strategy and goals with British Rowing's strategy and goals. He also welcomed their input at this stage on the focus of British Rowing's 2022/2025 funding application.</p> <p>He reiterated that Sport England's NGB funding had followed a four-year cycle previously reflecting the Olympic and UK Sport funding cycles. This had changed in 2020 due to COVID-19, with Sport England providing all NGBs with a one-year funding extension through to the end of March 2022. AP anticipated that the next funding cycle would be for three years from April 2022 to March 2025, but this was yet to be confirmed.</p> <p>AP commented that Sport England were impressed that British Rowing had endeavoured to put some markers down and had clearly recognised what needed to be done in terms of actively encouraging diversity and inclusion. He emphasized that it was critical to demonstrate progress in this area. Similarly, Sport England were looking for NGBs to demonstrate a positive social change/impact at both an individual and societal level.</p> <p>Sport England also encouraged a greater emphasis on partnership working and collaboration. British Rowing would therefore need to work with the wider rowing community (including the coastal community as earlier referred to).</p> <p>Finally, continued recognition of the critical governance role played by NGBs and promoting good practice in this space was of critical importance to Sport England.</p>	

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	<p>The Board asked if there were any to link the funding cycles to things that the organisation wanted to do within the clubs to encourage diversity. It also strongly recommended that there was a need to:</p> <ul style="list-style-type: none"><li>a) Map British Rowing's strategy to Sport England's strategy</li><li>b) Collaborate with development charities and then link with rowing clubs to create opportunities.</li></ul> <p>AP summarised that funding from Sport England for 2022/24 was expected to be the same or less. It was of concern that financial pressures would lead to reduced funding but at the same time Sport England recognised the role NGBs played in the health of the nation. Although British Rowing had a good relationship with Sport England, they could not reasonably expect an increase in funding.</p> <p>Action: HR to map British Rowing's strategy to Sport England's strategy</p>	HR
<b>9</b>	<b>REPORTS &amp; INFORMATION</b>	
<b>9.1</b>	<b>COMMITTEES</b> <ul style="list-style-type: none"><li>9.1.1 Audit &amp; Risk Committee Minutes (from 26.04.21 meeting)</li><li>9.1.2 International Relations Steering Group Minutes (from 30.03.21 meeting)</li><li>9.1.3 Sport Committee</li></ul> <p>The above papers were both noted by the Board.</p>	
<b>9.2</b>	<b>LOVE ROWING</b> <p>HR updated the Board on progress with Love Rowing had now formally appointed the role of Foundation Manager, and that former Olympian, Cath Bishop, had taken on the role of Chair of the Trustees. She also advised that registration for the fundraising initiative 'The Big Row' had launched that day.</p> <p>KOS asked whether Love Rowing was a subset of British Rowing or a separate charity. SL clarified that she had had a meeting with the Trustees of Love Rowing last week. She explained from a legal perspective, Love Rowing trustees could do whatever they liked but British Rowing overall retained a loose control. British Rowing was a member of Love Rowing and could approve appointments of trustees and prevent it changing its constitutions. It could also stop changes to memorandum and articles. It therefore retained a very high level of control which being compliant with Charity Commission legislation.</p> <p>PM acknowledged the importance of making Love Rowing's independence to British Rowing real but also warned against British Rowing losing control as Love Rowing became larger in size. SL reassured the Board that they were now starting conversations on how</p>	

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	to formalise the relationship and what to do as it got bigger. She stated that it would be astute to sign a 'pre-nup' type of agreement now to prevent misunderstandings or challenges later down the line.	
9.3	<b>WORLD ROWING COASTAL CHAMPIONSHIPS AND BEACH SPRINT FINALS</b> The paper was noted. There were no comments or questions from the Board.	
10	<b>ANY OTHER BUSINESS</b>	
	<b>BOARD STRATEGY AWAY DAY</b> The forthcoming Board Strategy Day was discussed by the Board. KOS strongly expressed that this should go ahead as planned on 27 May but had been made aware that some of the Board were not in agreement with this. KOS noted the requirements of the Governance Audit requirements and the criteria for funding from UK Sport. <b>Decision:</b> It was agreed that members of the Board and the Executive team would go back to KOS individually by email within 24 hours. They should indicate whether they would like the meeting to go ahead as planned or be postponed to a later yet to be confirmed date.  <b>DUTY OF CARE</b> The Duty of Care document was an explanatory summary of what LL had done this year. There were no questions or comments from the Board. The meeting ended at 4pm.  <b>Action:</b> It was agreed that draft minutes would be circulated before the next meeting.	AP
	<b>DATE OF NEXT MEETING</b> The next meeting would take place on 12 July 2021, by Google Meet at 12:15pm for a 1pm start.	