

DRAFT MINUTES

Draft and to be approved at 25 July 2022 Board Meeting

Meeting BOARD

Location British Rowing National Training Centre, Caversham

Date / Time Monday 23 May 2022

Present: Mark Davies (MD) (Chair)
 Kate O'Sullivan (KOS)
 Liz Behnke (LB)
 Nick Hubble (NH)
 Simon Reeves (SR)
 Karena Vleck (KV)
 Martin Claxton (MC)
 Peter Milhofer (PM)
 Tina Kokkinos (TK)
 Alastair Marks (AM)

Apologies: Laura Lion (LL)

In attendance: Susan Lightman (SL) Genevieve Collett (GC, Minute Secretary)

For item 6.2: Jacqui Traynor; For item 6.3: Louise Kingsley

1	<p>CHAIR'S INTRODUCTION</p> <p>Mark Davies (MD) welcomed the Board to the meeting which was held in person at British Rowing's National Training Centre in Caversham.</p>
2	<p>APOLOGIES FOR ABSENCE and quorum</p> <p>The meeting was quorate. There were apologies for absence from Laura Lion.</p>
3	<p>DECLARATIONS OF INTEREST</p> <p>There were no new declarations of interest from the Board apart from Kate O'Sullivan (KOS) stating that she may be accepted as a Trustee for the Board of Chester Le Street Rowing Club.</p> <p>Action: An updated Declarations of Interest/Conflict Register to be brought to the next meeting.</p>
4	<p>APPROVAL OF MINUTES from the previous Board Meeting on 21 March 2022.</p> <p>The minutes of the above meeting were noted and approved by the Board.</p>

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5	<p>MATTERS ARISING (not otherwise covered on the agenda)</p> <p>All matters on the action tracker were completed apart from the following:</p>	
	<p>Action: The hire and appointment of the Athlete Director to be actioned and confirmed to the Board as soon as possible.</p> <p>Action: Policy Schedule list to be updated and brought to the next meeting.</p> <p>Action: 12-month Succession Plan to be updated and brought to the next meeting as a matter of urgency. Kate O’Sullivan (KOS) to alert the Regional Chairs of the imminent shortlist process.</p> <p>Action: Board Skills Matrix to be updated and circulated as a matter of urgency.</p> <p>Action: Insurance Policy to be followed up and circulated after the meeting and clarity on cover for key activity provided.</p> <p>Action: Action Tracker – the actions to be listed in numbered rows. The Board Evaluation action to be taken off as not required until September.</p> <p>Action: The approved Code of Conduct to be uploaded to the British Rowing website this week with an accompanying background narrative.</p> <p>Action: Remove the action to find a consultant to support the Independent Board review discussed in January.</p>	<p>SL</p> <p>SL</p> <p>SL/AM</p> <p>SL/AM</p> <p>AM</p> <p>AM</p> <p>AM</p> <p>AM</p>
6	<p>DISCUSSION ITEMS</p>	
6.1.	<p>FINANCE UPDATE</p> <p>Finance Committee’s Chairs Report.</p> <p>TK stated that at year end the current forecast is a small surplus of £24K for BR Ltd. In addition, there is approx. £50K loss at risk in BREL. This resulted from being below on sponsorship and low-ticket sales for the Coastal event. This would be reported in next FY when the event occurs as per Auditors guidance. TK noted that BREL was not a dormant legal entity anymore and is being used for the Coastal Rowing event in 2022. Its intended use was to separate and book major events and there is a historical loss in the legal entity in relation to the Power Eight event. PM made the point that</p>	

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6.1.1	<p>the current thinking is that potentially only profitable events should go through BREL for tax efficiency but more work is underway to confirm this as part of the year end audit process. TK stated that future FC agenda included a deep dive on events profitability later in the Summer. BRCF had not broken even, with a loss of £14K and had an additional £15K risk loss being reviewed. Included in their BS is a £50K intercompany debt in relation to the launch of the BR Charitable Foundation as well as a £100K loan made by BRL to the LRCF to support start-up costs. The finance team had made excellent progress with reconciling £300K of UK Sport funding down to practically zero and we wanted to thank them for all their efforts.</p> <p>Action: Discussion offline on events with Nick Hubble (NH) and AM to investigate the retail opportunities at events.</p> <p>Investment Mandate Annual Review and Board Approval The Board noted that the portfolio was up by £64K as of today's date, having previously been up by £250K at the end of the financial year. Changes to the Investment mandate allowed for agility while preserving a cautious risk policy. Killick would be more closely managed going forward as the FC looked to formalise their engagement model with them. PM asked for clarity on liquidity profile of the Investment Portfolio and what were the future for how might the investment portfolio be used. TK responded that the purpose of the investment portfolio is for was a question that needs to be discussed further by the Board in the future and is linked to the Transformation Strategy execution and future demands for investment e.g., digital.</p> <p>Decision: The Board approved the updated Investment Mandate annual review giving the Finance Committee a mandate to make changes with Killick having directed them on their overall appetite for risk rather than coming to the Board for approval at each juncture. Any desired change to risk appetite would require full Board approval. A separate discussion on the purpose of the portfolio should be tabled in the future.</p>	NH/AM
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6.1.2	<p>End of Year Accounts 21/22</p> <p>These were noted by the Board.</p>	MD/AM
6.1.3	<p>World Coastals Finance Update</p> <p>The Chair noted that this event was currently showing a £72K deficit. The Board briefly discussed whether events such as these should be viewed as a form of marketing or whether they should only be considered viable if they are zero cost to British Rowing, and agreed that while it merited wider discussion, it seemed likely that they have a value to the sport because many members want to see international events on home water. It was also noted that in the case of Coastals, they could be a way to introduce a wider group of people into the sport.</p> <p>Action: AM to create a ‘press’ book to illustrate the positive aspects of the World Coastals and to illustrate the local traction. This would be circulated to the Board.</p> <p>Action: The Executive team to consider the true value of events to be brought back to the board for discussion.</p>	AM AM
6.2	<p>Transgender Policy Update (with JT in attendance)</p> <p>6.2.1 Draft Transgender Policy</p> <p>6.2.2 Draft Club Guidance</p> <p>Jacqui Traynor (JT), British Rowing’s Anti-Doping and Integrity Manager, joined the meeting.</p> <p>After the discussion of broad principles at the last Board meeting, further work had been done. A provision to allow young people over the age of sixteen who wished to compete in the women’s category would require the same compliance and eligibility as those over eighteen, but – as the effect of puberty and growth hormones might</p>	

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	<p>not so prevalent – with an expert panel judging on a case-by-case basis.</p> <p>A transgender guidance policy and a separate policy for competition eligibility would assist those clubs wishing to assist young transgender people lower down in the competition echelons who wanted to enjoy the sport but might not be rowing competitively either at national or international level.</p> <p>The updated guidance was a significant improvement on the 2016 guidance, but it was acknowledged that this was a fast-changing landscape and that a review was required at a minimum annually.</p> <p>A recommendation that a teacher could countersign the competition eligibility document in place of parents was discussed and rejected.</p> <p>Decision: The Board agreed that a formalised pack could be completed for final review and sign off over the next three weeks, which would include the policy and guidance as discussed, along with the comms that would need to accompany them.</p> <p>Action: The above to be distributed by email in the form of a pack over the next three weeks with a view to then publishing it live on the British Rowing website.</p>	<p>AM/JT</p>
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6.3	<p>Performance Strategy Update</p> <p>Louise Kingsley (LK) British Rowing’s Performance Director joined the meeting to give a verbal update on previously submitted written report.</p> <p>LT stressed the cohesiveness and commitment of the team working at Caversham. The restructure had gone well, and she had been pleased to see the athletes collaborating well with the new team. LT informed the Board that they had appointed new athlete representatives this week. The Culture Health Check in conjunction with UK Sport would commence in June which would include three staff forums, the first time that this had happened in Sport. Within the newly appointed Leadership team there had been timely progress with the ‘What it takes to Win’ model.</p> <p>LK outlined the balance between short (2024) and longer term (2028) objectives. Lack of money in the core budget remained a challenge. LK acknowledged that engagement with Sport England was critical to funding British Rowing’s pathways. She stated that HPP programmes and Start Programmes were critical to the future success of the sport beyond Paris. HPP programmes with their existing club programmes (athletes currently out in US universities who then returned to Caversham) provided 85% of athletes in the Senior team and Start provided only 15%. HPP were seen as for the privileged and as such</p>	
	<p>lobbying is necessary to get right outcome. BR’s pathways were serially successful, and, in this way created opportunities for people wherever they come from. Lobbying hard in this area was necessary to get the right outcome. The Chair asked LK what help the Board could give. She stated that a) by providing proactive, flexible sponsorship opportunities and b) by continuing the positive messaging that the training was back on track at Caversham. Regarding point (a), AM confirmed that agency support was on the way and the commercial propositions were nearly ready for circulation. The Board noted that there was a long-term challenge with investment in this area.</p> <p>Decision: It was agreed that Sponsorship and funding would be picked up later.</p> <p>Action: LK to provide a written list of desirables to the Board</p>	LK
7	ITEMS REQUIRING BOARD APPROVAL	

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7.1	<p>Resignations & Affiliations</p> <p>Decision: All Resignations and Affiliations were approved.</p> <p>Decision: It was agreed that unless the articles required it, it was not necessary for the Board to approve each affiliation going forward. The Board asked for a trend report over a long-term period with commentary to illustrate the level of affiliated clubs pre and post Covid.</p> <p>Actions: SL to check articles to see it is a necessity for re-affiliations to come to the Board for approval. If so to make a recommendation to change the articles at the next AGM.</p> <p>A trend report on affiliations to come to the next Board meeting – going back to 2018/19. NH confirmed that Jeff Elms had already done work in this area.</p>	SL AM
7.2	<p>Chester Le Street Final Recommendations</p> <p>The Board discussed the recommendations laid out in the paper in detail. It was noted that regular activity reports were submitted to British Rowing from the Club to demonstrate their compliance. The Chair asked if there were any concerns in the activity report that he and the CEO be made aware of them.</p> <p>Decision: The Board approved the recommendation not to disaffiliate Chester Le Street Rowing Club (CLSARC) from British Rowing at this time due to their compliance with the Investigation Panel recommendations by the 30 April 2022 deadline. However, CLSARC should continue to engage with British Rowing and provide regular activity reports for at least the next 12 months – that period to be extended on a rolling basis as the Board deemed necessary. CLSARC's affiliation with British Rowing could be reviewed at any</p>	
	<p>stage during the ongoing monitoring period, based on the requirements set out.</p> <p>Action: CLSARC to be informed of this decision.</p>	SL

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8	<p>ANY OTHER BUSINESS</p> <p>Nike Gift of Kit</p> <p>Decision: This was approved.</p> <p>Fulham Reach Use of Hammersmith</p> <p>It was agreed overall that taking Fulham Reach BC as tenants for the boathouse in Hammersmith would open the sport to a wider group of people but safeguarding and safety principles needed to be adhered to and checks were required before any tenancy could start. The Board stated its desire to see a pay and row scheme operating in parallel.</p> <p>Decision: The Board approved British Rowing working with Fulham Reach to use the Hammersmith HQ Boat House for specific parts of their programme during term time, Monday-Friday during the day only. Fulham Reach would be investing £100k to this end, to make the landing stage safe. The Board's approval was given on the basis that British Rowing would in the agreement have a break clause under which it would refund pro rata the £100K investment, which could be invoked on a twelve-month basis, rather than agreeing a 5-year firm commitment. All requirements and procedures expected of any boat club would need to be in place for the Hammersmith boathouse prior to commencement.</p> <p>Action: AM to proceed with the agreement based on the above changes being made.</p>	AM
	<p>The Board noted the following papers:</p> <p>A1. Membership KPI Status Report</p> <p>A2. Partnerships & Marketing Report</p> <p>A3. Performance Directorate Report</p> <p>B1. Finance Committee Minutes</p>	
9	<p>DATE OF NEXT MEETING – 25 July 2022, 12:30 – Hammersmith/Online</p>	