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**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS**

**23 September 2017**

**Hotel Indigo, Birmingham**

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| --- | --- | --- | --- |
| **Present:** | Catherine Wilson | CW | Independent Director |
|  | Erik Rowbotham | ER | Elected Director |
|  | Julie Ryan | JR | Elected Director |
|  | Lis Bellamy | LB | Independent Director |
|  | Lizzy Rees | LR | Elected Director |
|  | Mark Davies | MD | Chairman & Independent Director |
|  | Muriel Kirkwood | MK | Elected Director |
|  | Neil Armitage | NA | CEO |
|  | Pippa Britton | PB | Elected Director |
|  | Steve Tully | ST | Elected Director |
|  |  |  |  |
| Apologies | Bryan Woodcock | BW | Elected Director |
|  | Dave Harrison | DH | Elected Director |
|  |  |  |  |
| **In attendance:** | Bob McGonigle | BM | Company Secretary |
|  | Trish Lovell | TL | President |
|  | Sue Walford | SW | Board Secretary |
|  | David Tillitson[[1]](#footnote-1) | DT | Director of Sport, Archery GB |

Confidential items shown in red.

**Section A: Matters for note/approval not likely to require significant discussion**

**General**

## AG1: Chair’s Action, Opening Remarks, Apologies for Absence

* MD thanked the Board members for attending. Apologies were received from Dave Harrison and Bryan Woodcock.
* The Agenda order was changed to accommodate DT attendance

**Action 01: MD to update the Board on the External Investigation next week**

## AG2: Declaration of Interests

* PB advised that from 1 October she would become vice-chair of Sport Wales

## AG3: Approval of Minutes of 22 July 2017

* No comments had been received by the Chair

**Board Approved**

## AG4: Actions from last Board & Matters Arising not otherwise covered by the agenda

* Action 1 from the last Board meeting to indicate which industries were considered inappropriate to sponsor AGB as part of the Commercial Strategy had not been responded too. This was discussed and ER offered to write a paper and recommendation for the next Board meeting
* Action 13 relating to Board members feeding back to NA regarding the right metrics for KPIs, only one response had been received. PB had responded some time ago and would resend her email.
* LB advised that evidence relating to Director skills had not been received and she asked for ‘what and why’ to be completed for skill level 3 (expert level) by the end of September.
* Action 14 appointment of Athletes Welfare/Duty of Care Champion. PB noted that conversations with JR were ongoing, and there may be impact from the independent investigation results and responses from SE and UKS regarding the Duty of Care report.

**Action 02: ER to submit a paper and recommendation for suitable organisations to approach for sponsorship within commercial strategy**

**Action 03: All Directors to feedback evidence to LB relating to Director skills 3 by the end of September**

**Policy & Governance Matters**

## AP1: Code of Conduct – Smoking

* The Code had been re-written

**Board Approved**

**Sport Code Compliance**

All documents were taken as read

## AS1: Project Progress

* All papers were required as the Sport Code Compliance and an action plan attached for reference.

## AS2: Board Size and Membership

* The recommendations in the paper were discussed and point 3 was unanimously agreed – sticking to the Term Limits set by the Code for Sport Governance (and thus our contractual obligations to UKS and SE) and not putting forward any Director who would breach those limits by being elected, given that our Articles allow for only a 4-year term.

**Board Approved**

## AS3: Policy Framework

**Board Approved**

## AS4: Board Code of Conduct

**Board Approved**

## AS5: Declaration of Good Character

**Board Approved,** with the following amendments

* Point 2 – remove ‘sanction’
* Point 8 – remove

## AS6: SID Role Descriptor

**Board Approved**

## AS7: Annual Review of Risk Management & Internal Control

**Board Approved**

## AS8: Staff & Volunteer Survey

**Board Noted**

**Action 04: Directors to provide feedback to CEO on Staff and Volunteer Surveys**

## AS9: Diversity Plan

* Papers from UK Sport arrived too late for drafting for consideration. The Board were asked to delegate approval of the required action plan to the Chairman, Equity Champion and Good Governance Champion

**Board Approved**

**Action 05: The Chair, Equity Champion and Good Governance Champion to undertake the required action for the Diversity Plan**

Section B: Substantive matters for discussion and, where appropriate, resolution.

## BD 1 - Operation Budget

* NA advised that the spreadsheet was an illustration for 2017/18 and is relatively static.
* NA requested approval from the Board for £100K from the reserves. £50K was to retain RP to the end of the year and the remainder to employ a complaint ‘ombudsman’ to deal with the number of complaints and take the pressure away from staff trying to deal with the investigations on top of their normal duties.
* The ombudsman should be seen to have considerable independence from the Executive and there would be an open recruitment process. It would be important that the successful candidate have investigation experience and the mental resilience to cope with the demands of such a role.
* NA envisages the role as a contract to be reviewed after one year
* The funding was agreed but would be discussed again at the next meeting as more information would be available by then.
* ER raised a question around the big upswing in membership suggested by the figures – from a 1% drop this year to a 3% rise next. MD noted that the SMT had submitted the figures and that the Board was being asked to approve them, which suggested that the SMT was prepared to stand by its submission even in areas where it had made punchy forecasts. It would be the job of the Board to hold them to account on the numbers.

**Board Approved**

**Action 06: The position of ‘Ombudsman’ to deal with investigations to be proceeded with**

## BD2: DoS – The new sport delivery structure (DT)

* DT gave a power point presentation outlining the new working streams under the Sports Team which will come into effect from 1 October 2017, with targets and measures and explained the funding allocations. KPIs were still being worked upon and will come to the next Board meeting. He added the need for Ambassadors and mentors to be done strategically in order to lead to good clubs.
* MD recommended that the slides be given a meaningful narrative which would bring them to life to explain the changes to members on the website, on the basis that DT’s presentation to the Board had been much easier to understand than the slides by themselves (as was apparent from the broad welcome that the Board gave the presentation). A suggestion included short video clips with DT being asked questions and answering them
* PB advised that Wales have a good Ambassador and Mentoring programme with a Youth Board underneath the main Board which had a big impact in schools and clubs.
* Coaching Strategy – DT advised the possible layout based on engagement with coaches and others
* SE Submission – DT advised that this was submitted on time and the result would be known early October. An SLT strategy day was planned for 9 October to discuss further once the outcome was known
* A scenario slide was shown at the end of the power point in the event that no funding was received from SE and that a prioritisation would take place. Some discussion took place but it was accepted that this was to be worked on at the SLT Strategy meeting on 9 October. An updated slide presentation would be sent to the Board following the meeting
* PB thanked DT for the presentation which showed a really good improvement. ST also commented favourably and MD noted that there was general approval around the table, to which those present indicated agreement.
* MD asked that the KPIs report going forward needed to be visually impacting for immediate analysis, showing if they are working or not
* DT gave a brief outline on the performance status and his confidence in various areas

## Action 07: NA to update Board post 9 October with updated slide presentation

## BS1: Risk

* CW requested that the risks should be shown as ‘hotplates’ at every meeting and ideally shown to the A&R one week before the Board meeting for discussion
* The Risk Register was required every quarter with a headline risk report in between
* NA agreed that this could be done

**Action 08: NA to arrange for hotplates to be included at every Board meeting and submitted to the A&R one week before the meeting, with the Risk Register submitted every quarter and a headline risk report in between**

## BS2: CEO Report

* NA wanted to show how all the work over the last months links back to the strategic objectives and if it did not, should we be doing it. He had been developing a structure to show how the operational documents related back to KPIs or strategy. This was to be an interactive live feed to be used at Board meetings and in-between.
* The demo KPI dashboard was shown, to general approval
* Following the demonstration, it was discussed if the dashboard should be kept as a Board document or added to the website for public use to show transparency.
* Public and memberships tabs were also discussed. ST commented that a lot of the data was very interesting and relevant, and that it should only be available to members.
* It was agreed that the dashboard should first be used by the Board and scrutinised, and discussed again with a view to seeing what could be made public.

### Verbal Updates:

Manifesto for Unfunded Sport

* NA recently attended meetings with the S&RA and the BOA and had beneficial conversations with Katherine Grainger (the new Chair of UKS). There would be a discussion at the next UKS Board meeting next week and challenged on their decision relating to taking away funding and how much it would cost to put back.

Sport NI

* Funding for £200k had been signed off. This would enable a new NI academy coach to be appointed and 2nd interviews were being held next week.

Commonwealth Games in 2022

* As Birmingham had been confirmed as the preferred City to hold the Commonwealth games, Birmingham City Council had been invited to the finals of National Series in order to bid for archery to be included.

Home Countries

* A meeting had been arranged to progress the above.

## BS3: Finance Report

* Questions were asked and answered relating to the finance report
* NA advised that the finances are healthy

ST asked about the deadline for the Range Registration, and about what would be done regarding those clubs that had not responded on the issue. NA agreed that he would look at the scale of registrations etc ahead of the deadline date and would have a plan to keep them in the sport. The important of this issue was underlined, and it was noted that it was not one that could be allowed to slip through the cracks.

**Action 09:** **NA to look at the scale of Range registrations ahead of the deadline date with a plan for those who had not been completed or responded to the request for registration**

Section C: Matters for report/information only

## C1 Board Meeting Dates

**Board Noted** with a request for 2018 dates.

## C2 Safeguarding report from FC (Membership Services Manager)

**Board Noted**

## C3 SE Funding Bid

* MD asked for questions relating to the SE Funding Bid Submission
* As there were none MD highlighted that paper C3g Membership Analysis made good reading and asked for it to be incorporated into the dashboard

The meeting closed at 17.03

The next meeting was on 25 November in Birmingham Library

**Actions**

|  |  |  |  |
| --- | --- | --- | --- |
| **Item** |  | **Action** | **Completed** |
| **1** | **MD to update the Board on the External Investigation next week** | **MD** |  |
| **2** | **ER to submit a paper and recommendation for suitable organisations to approach for sponsorship within commercial strategy** | **ER** |  |
| **3** | **All Directors to feedback evidence to LB relating to Director skills 3 by the end of September** | **All** |  |
| **4** | **The Staff and Volunteer Surveys to be progressed as the Compliance Action Plan** | **NA** |  |
| **5** | **The Chair, Equity Champion and Good Governance Champion to undertake the required action for the Diversity Plan** | **MD** |  |
| **6** | **The position of ‘Ombudsman’ to deal with investigations to be proceeded with** | **NA** |  |
| **7** | **NA to update Board post 9 October with updated slide presentation** | **NA** |  |
| **8** | **NA to arrange for hotplates to be included at every Board meeting and submitted to the A&R one week before the meeting, with the Risk Register submitted every quarter and a headline risk report in between** | **NA** |  |
| **9** | **NA to look at the scale of Range registrations at the end of the deadline date with a plan for those who had not been completed** | **NA** |  |

Archery GB is the trading name of the Grand National Archery Society, a company limited by guarantee no. 1342150 Registered in England.

1. DT attended for items BD2 DoS Report – The new sport delivery structure [↑](#footnote-ref-1)