

Snowsport England Ltd

Minutes of a Board meeting held on Wednesday 16th November 2016

4.00 – 7.00

Sportspark, Loughborough

Present:

JH	Jamie Horner	Temporary Chair
BT	Bryan Thomas	Finance Director
AE	Alison Eyre	Director
CTA	Chloe Target Adam	Director (co- opted at point 5.1)
ID	Ian Davies	Director (co-opted at point 5.1)
TF	Tim Fawke	Chief Executive / Director
JD	Jan Doyle	Head of Development

Apologies:

SM	Stuart Maclean	Director
EC	Elly Cockcroft	Director

1. NOTICE, QUORUM AND CHAIR

The Temporary Chair reported that due notice of the meeting had been given and that a quorum was present.

2. DECLARATION OF INTERESTS

Directors present confirmed that they had no direct or indirect interest to further declare as required by section 177 of the Companies Act 2006 and our Articles.

3. MINUTES OF MEETINGS HELD ON 13TH, 22ND SEPTEMBER AND 28TH OCTOBER 2016

The minutes of the above Board meetings were agreed and signed as a true and accurate record.

4. MATTERS ARISING FROM PREVIOUS MEETINGS

- Action point 1 – No further update had been received on the Skier's Trust (**ST**). As SSE has no connection with the ST it was agreed that no statement needed to be issued and any enquiries should be directed on to the trustees of ST.
- Action point 2 – Ongoing – see item 9.2 below
- Action point 3 – Complete - HN's committee met and appointed Tim Fawke and Wayne Glasse-Davies as pathway directors to BSS and put forward proposed names to the discipline committees. Also agreed to meet once a quarter to help a coordinated approach from all HN's.
- Action point 4 – Ongoing. Progressing well and will be overseen moving forward by the AGM working group task.
- Action point 5 – New governance code for Sport issued by the government (the "**Code**"). Gap analysis required and new board committees will be set up as required.

- Action point 6 – Response received from Esskia but relationship an ongoing challenge
- Action point 7 – Complete – Board induction days for new directors completed.
- Action point 8 – Complete - AGM working group set up.
- Action point 9 – Complete – Self-assurance signed off and submitted to SE.
- Action point 10 –Complete – Claire Pennell has been added as company secretary.
- Action point 11 – No longer applicable.

5. SSE DIRECTORS

5.1 Co-Opting of Directors

TF introduced CTA and ID and they both confirmed that they were happy to be co-opted onto the Board.

TF accordingly proposed a board resolution as per Article 14.1b in order to co-opt CTA and ID as NED's. This resolution was supported unanimously by all directors.

5.2 Director Roles

Following the recent changes to the composition of the Board, it was agreed that the board's composition was fully compliant with Sport England's latest Governance Code.

It was further agreed that JH would review with each director their specific role on the Board,

TF outlined the proposal to discuss further with Sport England their offer to consider additional funding for an in depth review of SSE's governance to ensure ongoing compliance with the Code. The Board wholeheartedly supported this approach.

6. TEMPORARY CHAIRS REPORT

The recent excellent results from elite athletes and especially Dave Ryding's 6th place in Levi were noted and congratulated.

JH expressed thanks to all of the SSE staff and volunteers for their hard work over recent months and, in particular, in relation to the ongoing delivery of the 2017-2021 funding submission.

JH reported on his recent and ongoing discussions with TF and BT about developing and implementing a membership engagement plan.

7. SPORT ENGLAND FUNDING SUBMISSION

JD updated the board with the proposed roles and future structure we would be implementing and the transition required over the next 4 years. The Board approved the proposed structure

which is subject to the required funding been achieved from SE. TF to work with BT on the financial profile for the period 2017-2021.

SSE's submission is due by 19th December 2016. A funding decision will be made at SE's February meeting.

8. AGM WORKING GROUP

TF confirmed the membership of this group (TF, BT, JH, CTA, CP) and set out a timeline and initial tasklist. TF to arrange an AGM working group meeting in next 2 weeks.

9. SOFTWARE

The decision to move forward with the Participant software company was agreed by the Board. Their proposal is subject to contract on which the Board await legal comment.

10. CEO REPORT

TF presented his report. There was a discussion around the membership profile and TF agreed to circulate to the Board the recent membership analysis completed by B-Focused.

10.1 Staff update

TF reported that Carrera Clarke is leaving SSE. The Board wished her all the best in her new role. It was agreed that Luke Williams contract would be extended through to March 2017.

10.2 SSE strategy

TF gave an update on the finalisation of the 2017-21 strategy.

10.3 Schools Technical Committee

The Chair Martin Tomlinson has decided to stand down as has Alan Cottle. The Board expressed their thanks to Martin and Alan for their hard work and invaluable input. The Board also welcomed Gerry Wigglesworth as the new chair and ratified this appointment.

10.4 BSS

TF gave a verbal update from the recent BSS board.

10.5 Risk Register

The updated Register was tabled and directors were asked to review closely and report back on any further concerns.

11. COMMITTEES

11.1 Chairs' Meeting 8th November

Minutes will be posted on the SSE website. The next meeting will be held on 9th May 2017.

11.2 Structure

The number and structure of the current committees was discussed. It was agreed as the next step that a working group should be set up to review this area. TF will action this.

12. FINANCE REPORT

12.1 2016 Q3 accounts & report

BT presented his report and statements, also confirmed that the finances are in a good state and the position is positive with additional unbudgeted expenses being set off in part by additional unbudgeted income.

12.2 2017 budget

The work on this has started with the committees and will be presented at the January board meeting. This will need to be based on our expected grant income from SE

13. AOB

CONFIRM DATE AND TIME FOR NEXT MEETINGS

2017 dates – this will be confirmed by Claire shortly.

Action Points from Board meeting

	Details	Action
1	Gap analysis on new governance code. Awaiting sheet from SE to use to detail each requirement.	TF/ID
2	SE submission when complete to be circulated to the board for approval	TF
3	Completion of all paper work for new directors	CP/CTA/ID/JH
4	JH to call all directors and discuss board roles	JH
5	JH & TF to work through membership engagement plan	TF & JH
6	Coordination of AGM working group meetings	TF
7	TF to submit legal frame work support to SE	TF
8	Circulation of membership data analysis to directors	TF
9	Update risk register	TF
10	Working group on committee structure to be set up	TF