

MINUTES

In Attendance:

John Coyne CBE (JC)	Chair and Independent Director
Richard Boreham (RB)	Vice Chair and Independent Director
Greg Smale (GS)	Director nominated by English Council
James Fry (JF)	Independent Director
Mark Bache (MB)	Independent Director
Bronagh Kennedy (BK)	Independent Director
Steve Linksted (SL)	Director nominated by SCA
Stephen Craig (SC)	Director nominated by CANI
Clare Dallaway (CD)	Director nominated by English Council
Dee Paterson (DP)	Director nominated by English Council
David Wakeling (DW)	Director nominated by Canoe Wales
David Joy (DJ)	CEO

Also In Attendance:

Ivan Lawler MBE (IL)	President
Susan Hicks (SH)	Head of Finance
Urvasi Naidoo (UN)	Head of Governance and Compliance
Charmaine Gawler (CG)	Executive Assistant to the CEO
Sam Rankin (<i>partial attendance</i>) (SR)	Head of Membership
Gemma Wiggs (<i>partial attendance</i>) (GW)	International Affairs Manager
Gareth May (<i>partial attendance</i>) (GM)	Business Development Manager
Paul Ratcliffe (<i>partial attendance</i>) (PR)	Performance Director

1. Chair's Welcome and Opening Remarks

The Chair (JC) welcomed all to the meeting and wished everybody a belated Happy New Year.

JC noted the full agenda and the intention to take the papers as read and to focus on questions and discussion areas. The Chair confirmed that Sam Rankin (SR), Gemma Wiggs (GW) and Gareth May (GM) would each deliver their own respective reports in person. Paul Ratcliffe (PR) would join in the afternoon to present the World Class Performance Report.

2. Apologies

None received

3. Declarations of Interest

Greg Smale (GS) declared a personal interest in the agenda item on Awards and Nominations.

4. Minutes of FB61

The minute within Item 12 (Performance Report), was adjusted to better reflect the discussion around the resignation of a member of the Sprint International Panel. It was felt the original minute had underplayed the concerns that had been raised.

The Minutes of FB61 were then approved as a fair and accurate record of the meeting.

5. Matters arising not covered by the Agenda

The CEO (DJ) reported on the two meetings he had held with Albert Woods, since the last meeting of the Board, to discuss the content of the letter sent by the Chair on behalf of the Board.

DJ and AW had discussed the requirement to work together to bring about change and modernisation within the ECA and had agreed that British Canoeing should submit motions to the ECA by 05 January 2019, to be considered at the ECA Congress in March. It was noted that changes to the ECA Statutes needed support from the Members at the Congress and that we could not hold AW responsible for decisions of ECA Congress in this regard.

It was also confirmed that should AW be elected as President, he would be invited to meet and review progress annually with the British Canoeing Board.

It was confirmed that British Canoeing's International Relations Group will be responsible for establishing our international succession plan to enable individuals already in the ICF and ECA committees to develop and progress. It was identified that there were a number of forthcoming opportunities to informally connect with ICF Committee members.

The Chair thanked DJ for the information and suggested regular updates were incorporated into the CEO Report in the future.

6. Membership and Staff Satisfaction Surveys

The Chair welcomed SR, GW and GM to the Board meeting.

Susan Hicks (SH) presented the Staff Satisfaction Survey results. SH outlined the key findings from the third staff survey which had taken place in November 2018. There had been an 80% completion rate. The results had generally been very positive with year on year progression in key areas. Particularly pleasing was the high % recognition of the organisation's purpose and vision, clarity in individual roles, gender equality, feeling valued and overall satisfaction.

The key actions for 2019 were to further strengthen communication; improve staff development opportunities; assess and monitor workload, embed values and behaviours and to resolve some operational matters such as car parking.

There was a discussion around workload and how senior staff could lead by example to ensure that working long hours did not become embedded within the culture of the organisation. It was also noted that positive, proactive collaboration and a sense of fairness was key to ensuring that workload pressure was successfully managed.

It was confirmed the staff survey including all of the individual comments, anonymised, would be shared at the February staff meeting.

It was suggested that ahead of the 2019 survey, progress over the year should be reported. It was also suggested that attempts ought to be made to benchmark the results against other employers both in the sector and regionally.

The Chair invited SR to present the Membership Satisfaction Survey. There had been 1026 responses received in September 2018. Improvements had been seen on the previous year's results across all the KPIs measured within the Stronger Together strategy. There were several comments which needed consideration including; making less change around coaching and allowing recent changes to bed in; improving the competition experience; greater focus on volunteers and communication levels.

SR revealed that 90% of members who had completed the survey intended to renew their membership (general overall renewal rate 70%) and that satisfaction around the membership package had improved.

There was a discussion around the speed of change and how this was perceived by members and coaches. It was reiterated that 2019 would be a year of embedding existing projects and that this message would be reinforced to our members.

SR confirmed that she would be attending the NGB forum in February to explore how our membership survey and results compared across the sector. It was agreed that we should explore the format and timing of the survey for future years to try to encourage more members to respond and engage.

The membership survey results, including a summary of all of the data, would be published in February for members to review.

The Board noted the survey results and thanked SH and SR for the presentations.

7. 2019 ICF Slalom World Cup Update

The Chair introduced Gemma Wiggs (GW) to present the update for the Slalom World Cup which is to be held in June 2019.

GW highlighted the significant progress and milestones achieved in the Slalom World Cup preparations. These were summarised as follows;

- Good relationship building and reputation with Lee Valley Recreational Park Authority (LVRPA)
- Appointment of key contracts in areas including event infrastructure and site management (MLS), transport and accommodation (CSE), Sports Presentation Company, Ticketing and the Event Technical Manager
- Excellent relationship had been established with ICF, to the point that they did not feel the need to undertake a technical delegate visit
- Positive volunteer recruitment with over 350 applications received, many from experienced event backgrounds. Around 250 would be confirmed in early February.
- Over 1600 tickets had been sold in the 4 week priority window with general public ticket sales scheduled to launch on 28 January
- Official sponsorship with Jaffa scheduled to launch on 28 January
- Milestone tracker showed green in all areas

GW also highlighted the key challenges;

- Finalising the competition schedule (Extreme Slalom would most likely take place on Saturday afternoon)
- Tight budget - still the possibility of a small budget deficit but some costs could still be reduced and some further commercial income is possible
- Extreme Slalom ramp design was proving challenge

GW outlined the following immediate priorities;

- Finalise competition schedule, requiring BBC sign off
- Liaison with Hit the Roof over TV production
- Ticket sales on public sale
- Health and Safety contract appointed by end of February
- VIP invites
- Second event bulletin out to teams
- Readiness exercises and testing

It was confirmed that appropriate focus is being given to both the 2019 World Cup and 2020 European Slalom Championships.

The Board noted the report and were impressed with the progress made and the detail in the information provided and congratulated the team on the exceptional work produced.

8. Commercial Strategy

The Chair introduced Gareth May (GM), Business Development Manager and invited him to provide the commercial strategy update.

GM confirmed details of the Jaffa sponsorship as British Canoeing's principle Partner for both the 2019 World Cup and 2020 European Slalom Championships. Leach and Peak UK had also

been secured as the official venue dressing partner and bib supplier respectively. Errea would be the clothing partner for the event.

GM provided an update in relation to 2019-20 event sponsorship. These were summarised as follows:

- Environmentally friendly water provision solutions were being explored
- Conversations were ongoing with isotonic drink companies
- The design of the volunteer uniform supplied by Errea was in progress
- Discussions were ongoing with potential partners for the Extreme Slalom event
- 2 out of the 8 spaces within the Expo Village/Fan Zone had been sold to date

GM showcased the Online Store that had been launched in November 2018. He reported that there had been reasonable traffic. Product lines would continue to be developed with bespoke ranges made available to enable merchandise to be personalised. This would be launched on 1 February.

There was a discussion around the provision and promotion of Energy Drinks and supplements to Under 16s and the reputational risk to British Canoeing in getting this wrong. GM confirmed that this would be very carefully managed and that he was aware of the issues if there were any promotions involving hand out of product.

GM confirmed that he had been working with SR to increase membership numbers and that promotions would roll out through retailers in February/March. This was being supported by Palm. A full commercial rate card was also in development across the entire business to include Team GB, Go Paddling and Freestyle Event sponsorship to help shape our commercial activity.

British Canoeing were also in discussion in relation to setting up a sporting agency to represent our Athletes. Conversations were taking place internally as to whether we would want to proceed.

It was confirmed that the naming rights of Lee Valley under the “The Big Idea” banner were still ongoing.

A question was raised around the strength of our ICF bid for the 2023 World Slalom Championships in relation to lack of any commercial sponsorship. It was noted that the strength of our bid would be based upon the public funding already secured and the guarantee of a first class event in Europe in a pre-Olympic year.

The Board noted the report and commended the excellent level of traction achieved within the first 6 months GM had been in post.

9. NGB Benchmarking Survey

The Chair welcomed SH to present the report, a copy of which had been made available for full review in the shared Board folder.

SH highlighted that the findings were derived from financial reports and that as British Canoeing's financial year was different to most other NGBs (Nov-Oct) this skewed our results a little.

SH outlined the key findings from the 2018 survey within four main areas; General Turnover, Staff, Board, and Finance and Risks. The latter, together with reserve levels policy have been identified within the 2019 finance annual plan as key areas of work and will be managed and reviewed within the Finance and Audit Committee meetings.

It was noted that in summary the sector was moving in the right direction in becoming more self-sufficient after heavy funding cuts in 2016-17. British Canoeing's recent commercial activity supported this view.

Looking ahead into 2019, compliance with the extension of IR35 by HMRC would need to be monitored to ensure the appropriate recognition and treatment of contractor and staff contracts.

There was a discussion around equality on boards and that whilst progress had been made more boards need greater diversity. The Board shared a commitment to diversity and to ensure the board reflected the diversity of the paddling community.

The Chair recognised the importance of financial benchmarking and requested that the Finance and Audit Committee scrutinise the results and develop an action plan at their next meeting. The Board noted and considered the report.

10. UK Agreement

The Chair recognised that a lot of work had taken place last year to develop the UK Agreement that had been signed by all parties in December 2018. Since the start of the implementation phase, a couple of issues had arisen. The Chair invited the CEO to introduce the report.

DJ confirmed that an official announcement would be shared with members in early February to highlight the key headings within the new UK Agreement and to reassure members that nothing within the Agreement would affect them or their voting rights.

In developing the UK Agreement, four independent organisations had been recognised as four separate entities - British Canoeing (UK & England); SCA (Scotland), Canoe Wales and CANI (Northern Ireland). In this process, the British and English functions of British Canoeing had also been identified and separated. The roles and responsibilities of each entity had been clearly categorised in the Roles and Responsibilities Paper attached as Appendix 1 to the Board Report.

The CEO gave examples of early practical challenges that were arising on early implementation of the UK Agreement, namely how the Home Nations work together on new developments.

There was a discussion around how product development could work best in the spirit of the UK Agreement.

There was a discussion around the challenges of data sharing and associated costs. It was recognised that not all Associations could afford to finance new projects at the same levels and that different levels of service may be more appropriate. It was also noted that the organisations worked at different paces due to the differences in size and capacity.

There was a discussion around whether the cost of membership fees was or should be the same across all Home Nations.

The key issue was around how other nations could access the work of one governing body and how this would be charged. It was highlighted that the work of SCA on the set up of the Azolve Membership system had been shared free of charge with British Canoeing who had then in turn supported the set up in Wales and NI.

It was proposed that if sharing was to take place around a product or development then governing bodies would not seek to recoup any development fees but would fully recharge any additional costs associated with sharing the system or product and that national associations would pay the full costs of any adaptations they may require.

The Chair stated that it was important to openly air the issues so that common principles could be found and applied to avoid similar challenges in the future. It was suggested that in finding ways forward the Associations should revert back to the wording in the UK Agreement and follow the principles which had been agreed. He emphasised that the spirit of collaboration that had been present throughout negotiations should be maintained.

The Chair reaffirmed that the CEO was held accountable for the delivery of the strategic plan and needed to have a focus on UK matters but also is accountable to this Board for the delivery of services to the English members and clubs. The other nations retained the responsibility for this in their respective countries. The UK Agreement had been signed and the Board wished to see the application of the Agreement. The Chair requested that progress around the UK Agreement become a standing item in the CEO's Report.

11. CEO Annual Plan and KPIs

The Chair invited DJ to present his report. The full paper together with the two Appendices were made available to all Board Members in advance, so DJ gave a brief summary.

Appendix 1, The Primary Objectives and KPIs for the CEO in 2018, showed how many of the targets set within the CEO plan were achieved last year. DJ attributed much of this success to the collaborative work of many others in the team.

In presenting the KPIs for 2019, DJ highlighted Para 2.1 in the report that contained an extract from the Governance Policy of British Canoeing, which clearly defined the role and key responsibilities of the CEO. He confirmed that this had shaped the content of the Primary Objectives and KPIs for the CEO in 2019 (Appendix 2). DJ emphasised the importance of the work related to the new Events Board and Risk Management in 2019, and how change should be expected in these two areas over the next 12 months.

DJ welcomed questions or comments. The Board emphasised the view that 2019 remained a delivery year and the focus would be to 'stick to that plan'.

The Board noted and commended the success in achieving many of the objectives and KPIs in 2018. The Board approved the Primary Objectives and KPIs for the CEO for 2019.

12. CEO Report

The Chair invited the CEO to present his report and to highlight key issues.

Coaching Update

A Coaching and Qualifications reporting paper was tabled at the meeting which showed pleasing progress across the work programme.

British Canoeing Events Ltd (BCE)

DJ confirmed that BCE was now a registered company and the bank account had been opened.

It was noted that the BCE Board would be chaired by the CEO of British Canoeing. DJ tabled the biographies of the recently appointed Independent Directors to the Board of BCE. He reported that the Board for BCE was larger than first intended since all four candidates were of exceptional quality and showed considerable experience in areas such as risk management, governance and management of large scale sporting events, and the decision was taken to appoint all of them. The Chair further proposed that Mark Bache and Susan Hicks should be appointed as Directors to BCE, in order to manage the financial risk to the Board of British Canoeing. This was approved. The BCE Board therefore would comprise of 7 members.

The Governance and Risk Committee was invited to review the governance relationship between the two companies and terms of reference of the BCE Board.

The Board requested the minutes of each meeting of the BCE Board Meetings be circulated to the Board and published for the purpose of transparency and knowledge sharing.

The British Canoeing Board noted the appointment of the Directors and composition of the Board of BCE.

UK Sport Sprint Review

DJ advised that this would be picked up later by Paul Ratcliffe (PR) in the World Class Performance Report.

ECA Congress

DJ confirmed that proposals for changes to the Statutes had been submitted to the ECA for consideration at the ECA Congress in March.

The Investigation into Historical Concerns

DJ invited the Chair to provide an update on the investigation into historical concerns which had been commissioned in July 2017.

The Chair provided an overview of the timeline of events since the organisation first became concerned in early 2017.

It was noted that the timescales for the release of the final report were difficult to predict.

The Board highlighted the importance of ultimately recognising with our members any failings around our governance and corporate responsibility which may have occurred. It would also be important to show any progress that had had been made and identify any outstanding improvements still required.

Disciplinary and Safeguarding Case Management

It was noted work would take place in 2019, drawing the learnings from several cases in 2018, to focus on the management of the coaches' code of conduct, highlighting good and poor coaching behaviours and practice. It was also noted that the replacement of our safeguarding officer would be a more externally facing role and work directly supporting clubs, especially talent clubs and centres in managing concerns at early stages. The post would also work closely with coaching on developing coach education.

13. Finance Report

The Financial Management Accounts to 31 October 2018 had been circulated to the Board prior to the meeting.

14. Year-End Accounts

The Chair invited SH to present the report.

The consolidated results for the financial year end to 31 October 2018 had reported a surplus of £36K. This understated the performance of the central operations as it incorporated a final payment to close the VAT issue.

The consolidated Committee (discipline and RDT) position had produced an overall loss, with a notable but anticipated £23k loss within Canoe Polo. This was due to the expenses involved in competing in the World Championships in Canada in 2018. Canoe Polo were now focused on rebuilding the programme and financial reserve. This would involve the Canoe Polo Committee fully understanding the domestic costs and the potential to generate new revenue to support the costs of international competition. SH was to support this process.

SH commented on the rising cost of international competition for all disciplines. It was noted that there was disparity between the disciplines in the amounts that athletes contributed to international costs and how the costs were managed. The Finance and Audit Committee were asked to investigate the trends and consider implications for the future.

The balance sheet showed a solid position although it was acknowledged that the non-committee reserves position needs to strengthen over the next few years.

There had been no new concerns raised in the Audit Findings Report. Two key issues remained; the means by which membership deferment and accrual were calculated; and the high level value of fixed assets declared. These would be addressed by a review of the principles of the membership deferment each year and a full fixed asset review.

It was agreed that the Finance and Audit Committee would review the Reserves Strategy early in 2019 for Board consideration.

The Board approved the financial statements for 2017/2018 and the Audit Findings Report. The Chair (JC) and Chair of Finance Committee (MB) agreed to sign the papers at the end of the meeting.

15. World Class Performance Report

The Chair proposed that the meeting should consider Item 18 on the Agenda as PR had arrived at the meeting.

The Chair welcomed PR to the meeting and invited him to introduce the report. The copy of the full report had been made available to all Board members prior to the meeting so PR gave a brief verbal summary.

The key areas of focus and risk areas identified were;

- UK Sport Sprint Review – UK Sport were reviewing the potential of the programme to achieve the Tokyo targets as the programme had not achieved its milestone targets in 2018. There is a risk of reductions in funding within the programme. The outcome will be known on 8 February. Scenario planning was taking place.
- An ongoing welfare case which had implications to the Tokyo mission
- Injuries to key Athletes

PR reported that the Sprint team did an excellent job in presenting their case to the UK Sport programme review in January. The result remained uncertain due to concerns raised by UK Sport about our ability to achieve the higher end medal target (2). Given the stage in the Olympic cycle, if UK Sport were minded to make adjustments in support the most likely outcome was thought to be a reduction in the number of athlete places. The Board were reminded that the medal target for 2019 remained at 1-2 medals and 3 finals. Any reduction in the number of athlete places should not affect the possibility of achieving those milestone targets.

A reduction in athlete places was also likely to impact on budget and therefore possibly staff numbers too. Planning sessions had been arranged for 11 February to assess the implications of the UK Sport decision. Should there be a reduction in funding, the process would be managed carefully in line with the Values of the organisation to limit stress and pressure on those impacted. The Board requested that there also be transparency in this process and individuals (and the Board) were notified as soon as possible after 8 February.

The significant Athlete-Coach welfare case had been managed by Governance and the CEO, separate to the Performance Department.

The Canoe Sprint winter training camp in South Africa in December had been a real success with athletes at the camp attaining performance improvement. It had also come in under budget. The athletes were due to return to the same venue in February. The Slalom team were currently winter training in Australia.

It was advised that Zofia Campbell, Performance Wellbeing Coach, would return to work full time in early February following a period of absence. The Culture Health Check work had been picked up by Emma Groome, who had done a great job in covering this work with the support of Andy Maddock. Emilia McAllister Jepps had also provided a good link into the Athletes as Chair of the Athlete Rep Group (ARG).

The Chair confirmed that the ARG were aligned to the messages that arose from the meeting with the Board that had taken place in December. The Board confirmed that they were happy to meet the ARG at their request at any time. DJ and PD would meet with Emilia again to discuss what further improvements could be made, in response to the issues raised with the Board.

The work of the Talent Club Partnership Manager was noted. The Board recognised the importance of rebuilding links into Sprint clubs and broadening the talent pool. Constructive feedback had been received in relation to how the Talent Club Partnership Manager might present offers of help and guidance to clubs.

It was emphasised that the Performance Director's focus was now shifting to have a much sharper focus on the Tokyo mission in the next 18 months without any diminution of our overall aims.

The Board expressed their hope for a positive Sprint review outcome on 8 February.

The Board noted the detail of the World Class Performance Report.

16. AGM Planning

DJ thanked the Governance Committee for their work to date on preparing for the AGM.

No motions had been received from the members for the AGM. The agenda would therefore follow the structure outlined in the Articles with the only additional items being the consideration of changes to the Articles.

The Governance and Risk Committee were due to meet again on 07 February to review the final presentation of changes to the Articles. The Board noted this detail which was presented in Appendix 2 to the Report. This explained the reasons for the proposed changes; due to UK Agreement, changes in the committee structure and further modernisation.

Key messages around the AGM matters would be considered in advance of AGM papers to allow members plenty of time to consider and review the proposed changes.

The Chair confirmed that the SCA and CANI had nominated Steve Linksted (SL) and Stephen Craig (SC) respectively as Directors of British Canoeing. The Board welcomed both

nominations as this provided continuity at this busy time. These nominations would be presented to the AGM for approval.

The Board also welcomed the nomination of Ivan Lawler as President of British Canoeing, as this would also provide very helpful continuity. This nomination would also be presented to the AGM for approval.

The Board approved that the proposed changes to the Articles should be presented to the AGM for approval.

17. Honours and Awards Nominations

The Chair confirmed that the new National Honours and Awards Panel (NHAP) had been established and had met on 03 January 2019.

The Board considered the recommendations of the Panel for the various awards including nominations for; Vice President, Award of Honour, Outstanding Contribution and Award of Valour.

Given the large number of nominations there was a discussion around how best to create the most memorable occasion for presenting to Award winners as it would no longer be possible to accommodate all of these within the Annual Awards evening.

British Canoeing wanted to recognise more people therefore more occasions would need to be created. It was suggested that the Coaching Conference and World Cup may also present other suitable opportunities in 2019. It was agreed that this would be given further consideration.

The Board discussed how best to generate further suitable nominations and ensure that forms were completed fully so that nominations could easily be compared and considered on the merits of the person and their achievements not the quality of the nomination. It was suggested that British Canoeing should encourage other creative ways of nominating individuals for Awards via videos and recorded messages not just in written form.

The Award of Valour was to be awarded to a member who had offered assistance to another paddler who had suffered a heart attack during an event. The Board agreed that a letter should also be sent to the paddler who had suffered the heart attack.

The Board approved the recommendations for Vice Presidents, Awards of Honour, Outstanding Contribution and Award of Valour.

18. Board Member Attendance at Events 2019

The Chair confirmed that an online form had been produced to collate Board member availability for domestic and national events throughout 2019. It was agreed that Vice Presidents should also be invited to complete the form. One or two Board members would be selected to attend each event and duties allocated once attendance confirmed.

The dress code for Directors attending events would be considered as part of the event briefing.

The schedule of Board Meetings in 2020 would be further reviewed and approved at a later date.

The Chair confirmed that the Board Meeting scheduled for Sunday 30 June would go ahead as planned and that Richard Boreham as Vice Chair would Chair the meeting in the planned and unavoidable absence of John Coyne.

19. Committee Reports

The Committee reports were taken by exception with only the key issues highlighted.

19.1. Nominations Committee

No new updates had been reported.

19.2. Finance Committee

No further updates to report outside of the end of year accounts process since the Finance Committee meeting had been deferred to February 2019.

19.3. HR and Remunerations Committee

The HR and Remunerations Committee were next scheduled to meet on 15 February.

19.4. Governance and Risk Committee

The Governance and Risk Committee were next scheduled to meet on 07 February.

19.5. Scottish Canoe Association (SCA)

There had been a joint Board/SMT meeting in January, the minutes of which were available on the website. The SCA had followed British Canoeing's lead on club associate membership. It was advised that one SCA coach was currently suspended and under investigation.

19.6. Canoe Wales

It was confirmed that there had not been a Board meeting since 02 December 2018. Gratitude had been expressed to the British Canoeing team for their ongoing help and support in the situation on the River Wye. A potential issue had been highlighted in relation to an anonymous case study which the NSPCC were using in their campaign to extend "position of trust" legislation to coaches.

19.7. Canoe Association of Northern Ireland (CANI)

It was confirmed that the CANI Board meeting scheduled in January had been postponed and would take place in February.

19.8. Safety Advisory Panel

The latest Safety Advisory Report was included within the Board pack. No comments were received.

19.9. English Forum

The Minutes from the previous English Forum meeting were attached within the Board pack. The Chair confirmed that a joint meeting with the English Forum was scheduled for 10 March 2019.

20. Any Other Business

No other business was received.

21. Closed Session with Non-Executive Directors