

## MINUTES

### In Attendance:

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

### Also In Attendance:

Susan Hicks (SH)	Finance Director
Gareth May (GM)	Business Development Manager ( <i>Partial attendance</i> )
Ben Seal (BS)	Places to Paddle Manager ( <i>Partial attendance</i> )
Charmaine Gawler (CG)	Executive Assistant to the CEO

## **1. Chair's Welcome and Opening Remarks**

The Chair (JC) welcomed all to the meeting noting the full attendance. JC thanked members for rescheduling diaries to accommodate the later start time and indicated that the intention would be to move through the agenda swiftly whilst giving items the required full attention.

JC welcomed Ben Seal (BS) and Gareth May (GM) who were attending the meeting to present items 6 and 7 on the agenda.

JC noted that it was the final Board meeting for two Board members - Dee Paterson and James Fry who had served their last 4 year term and that he would note this more fully at the end of the meeting.

## **2. Apologies**

None received.

## **3. Declarations of Interest**

No other declarations were made beyond interests on the annual declaration.

#### **4. Minutes of FB66**

The Minutes of FB66 were approved as a true, fair and accurate record of the meeting subject to a minor amendment on Page 7 in the Board pack relating to the use of the word “a” instead of “the” under the heading Wild Water Racing.

#### **5. Matters arising not covered by the Agenda**

The Chair referred the Board to the Rafting decision within Item 10. DJ updated the Board on the decision not to proceed with hosting the 2022 IRF Rafting World Championships confirming that the Rafting Committee had been very disappointed by the decisions but also the protracted process to then reject the bid. Discussions were ongoing and the bidding processes revisited.

The Chair highlighted the positive feedback received from the representatives of both UK Sport and GB Boxing, following their attendance at the last meeting of the Board in December.

The Chair referred to the Action log that had been tabled and noted that most actions were either progressing or had been completed.

There were no further matters arising.

#### **6. Access Charter Update**

The Chair welcomed BS to present item 6.

BS thanked the Board for the opportunity to provide an update on the progress made within the Clear Access, Clear Waters Campaign (CACW) over the last 12 months. BS provided further detail around the key highlights of 2019, most of which was encapsulated in the new Access Charter video which was played in the meeting.

BS outlined the 2019 successes and progress tracked against the Campaign’s ambitions, including traction gained through MP lobbying and parliamentary questions; clear, consistent and credible messaging; strong campaign brand; changing people’s perception of paddlesport; the launch of PaddlePoints and improving member satisfaction around the access and environment agendas. It was noted that CACW was cited as a main motivator for members joining British Canoeing.

BS thanked Clare Dallaway (CD) and the West Midlands team for hosting former Labour MP Tom Watson for a day of paddling in the region.

It was noted that one area that did not progress as well as hoped in 2019, primarily due to a lack of resources, was to mobilize a movement of people behind the Campaign. This would be a real focus of the 2020 campaign and the newly launched CACW website and accompanying Podcasts were already showing signs of increasing engagement. An online petition had recently been launched and over 3500 signatures have already been secured.

Implementing a credible case for reform and maintaining and improving member satisfaction were also key ambitions for 2020. It was noted that the Access team were currently developing a future legislation paper, outlining a set of specific requests for reforms in the law.

A challenge had been identified within the Campaign around how to communicate the message and link to those groups of people who we do not often engage with, such as swimmers, cyclists and mountaineers.

It was noted that the relationship with the Anglers Trust had improved significantly in 2019 and there were examples of working collaboratively together on controlling Invasive Non-Native Species (INNS) and river clean ups.

The Board emphasised the importance of solidifying and growing the link to the environmental cause via social media and business and community partnerships in order to connect with groups of people that we wish to influence.

JC thanked BS for the presentation, noting the pleasing link that CACW had to the membership satisfaction survey. JC also thanked MB and CD for the work they had undertaken in the community to help drive the cause. JC highlighted the importance of positioning the environmental cause within the 2021-25 Strategic plan.

**The Board noted the Access Charter update and commended BS for the progress made and the team's great work in 2019.**

## **7. Commercial Update**

The Chair invited Gareth May (GM) to present item 7 noting the report that had been circulated in advance.

GM presented an update on commercial activity, outlining the highlights during 2019 and the plans for 2020.

The Board noted the generated sponsorship figures against the targets for the 2020 ECA Canoe Slalom European Championships and the 2020 and 2021 Freestyle events. It was hoped that two new partnerships would be announced shortly.

The Board received the 2019 online store results, noting the peak in revenue in Q4 as a result of increased commercial communications. The Board were keen to engage the membership in future product lines available through the online store.

GM updated the Board on the partnership with Vow Nutrition. There was a discussion around the pros and cons associated with athletes taking nutritional supplements and British Canoeing being seen to advocate this through a preferred supplier.

The Board noted that the successful partnership with Dryrobe had resulted in the agreement being extended.

The Board noted the key challenges in securing commercial income and the competition for funds within the sporting industry. The Board were keen for the team to explore opportunities to partner with other NGBs in order to secure big commercial brands. GM confirmed that our reach and profile needed further work together with an improved communications plan to expand British Canoeing's profile in an Olympic year.

JC thanked GM for the presentation and congratulated him on achieving the international event sponsorship targets underpinning the importance of events in providing the hook into sponsorship deals.

**The Board noted the contents of the Commercial update. They congratulated GM for the progress to date and thanked him for his good work throughout 2019.**

#### **8. Investigation into Historical Concerns**

Item 8 had been discussed in a closed session with Directors only prior to the meeting.

**The Board noted the progress**

#### **9. CEO Annual Plan and KPIs**

DJ present this report. He outlined progress against the Primary Objectives and KPIs for the CEO in 2019 and confirmed that many of the targets within the CEO KPIs had been achieved last year.

In presenting the KPIs for 2020, DJ confirmed that it would be a busy year for British Canoeing to include the final year of delivery of the Stronger Together strategy and completion of significant strategic projects. He confirmed that the short term focus would be around the Investigation into Historical Concerns and the Sprint Review. Membership growth remains a key area as we aim to engage the 25,000 members within Clubs. The 2020 Olympics and Paralympics together with the two international events (Slalom and Freestyle) would provide an important spotlight for our sport to capitalise on participation growth, commercial revenue and corporate partnerships.

DJ emphasised the importance of the significant additional work associated with submitting the funding submissions to UK Sport and to Sport England and managing the 2020 Strategy Consultation process, with the Strategy being presented to the Board meeting in November 2020 for approval.

DJ confirmed that the role to replace the Head of Strategy and Development was still being scoped, but that this presented an opportunity to review roles with a view to giving more support to the CEO. The Chair indicated that this discussion had formed part of the CEO annual review process, which had also included a 360 degree appraisal. The recommendations for this new role would be submitted to the HR & Remuneration Committee for consideration on 21 February.

**The Board noted and commended the success in achieving many of the objectives and KPIs in 2019. The Board approved the Primary Objectives and KPIs for the CEO in 2020.**

## **10. CEO Report**

DJ highlighted some of the key matters within the Report.

### ***Workload***

DJ confirmed that the staff appraisal process was due to be completed shortly and that issues around workload challenges was to be reconsidered by the SMT in February and reported to the HR & Remuneration Committee.

### ***Membership***

It was reported that membership numbers continue to move in a positive direction and that the budget is almost on target after the first two months of the financial year. DJ emphasised the importance of keeping this on track. The challenges around the Azolve Go Membership system continued but these had been addressed at CEO level with other NGBs on 24 January to fully understand the problems and work towards a resolution to ensure a more stable CRM platform.

### ***UK Sport funding review for Sprint Programme***

DJ confirmed that the CEO, Performance Director and Sprint Head Coach met UK Sport in January within the Annual Review process to discuss the failure to achieve milestone targets within Sprint in 2019. It is anticipated that there will be some reduction in funding and athlete places in 2020, notice of which will be given on 6 February. JC highlighted the communication that he had sent previously to the Board explaining that two athletes were admitted onto the programme in keeping with our targets and values which triggered an Annual Review with UK Sport.

### ***UK Sport Post Paris Funding – Slalom, Paracanoe & Sprint***

The Board were updated on the feedback from UK Sport in relation to Phase 1 Paris submission. There was disappointment with the Paracanoe funding since it is a high performing programme that would benefit considerably from additional money. DJ confirmed that UK Sport had not considered the Sprint submission for funding at this stage, due to the Situational Analysis report due in March.

It was reported that significant progress had been made in the Sprint Situational Analysis project since the last meeting of the Board. A verbal report would likely come to the Board for review in March. JC remarked positively on his engagement with the Sprint Review Panel.

### ***Core and progression funding***

In addition to the Programme funding, the final grant would include our Core and Progression funding to incorporate allocations towards overheads, performance staffing, sports science and new initiatives. DJ confirmed that work was underway now to identify these costs to be submitted in Phase 2 by the UK Sport deadline of 28 February. It was noted that the British Canoeing Board meeting dates were not aligned to the UK Sport submission dates. DJ would therefore continue to advise the Board around each submission and operate within the delegated powers of the CEO in overseeing the Phase 2 submission.

DJ referred to the tabled paper outlining British Canoeing's vision up to 2032. JC invited members to consider the paper and submit questions and comments directly to DJ within 10 days of the meeting.

### ***Wild Water Racing***

It was reported that DJ hosted a development workshop on 12 January prior to the ACM whereby around 30 members of the WWR Community considered improvement areas and created the new Development Plan. New officers were also appointed to the Committee through the ACM. The updated Terms of Reference had been reviewed by the ACM and were now presented for approval by the Board.

### ***Stronger Together 2021-25***

DJ confirmed that strategy workshop sessions were scheduled for the Spring to consult on the new Stronger Together strategy 2021-25. The Board requested that an online promotion poster be shared with the RDTs promptly to help publicise the events given that the first one was only 6 weeks away.

JC highlighted the other key updates in the report including the progress made with the Canoe Foundation around alignment to the CACW campaign; the expected decision to come to the Board in March to sign off the agreement to surrender the lease to the Manvers & Dearne Valley Trust and the disappointment with the slow progress made in relation to the ECA Statutes review.

**The Board thanked the CEO for the report and approved the revised Terms of Reference for the WWRC, subject to minor drafting amendments to be processed prior to publication.**

## **11. Finance Report**

SH presented the financial position of British Canoeing as at the end of the first financial quarter to 31 December 2019 reporting a current deficit of £89,585, £21k better than budget.

SH outlined the headlines from the latest set of accounts;

- Income levels broadly on budget with gains in commercial and club income offsetting a shortfall in English Delivery Centre income levels.
- Overheads were £22k better than budget
- Cashflow continues to be fairly strong with no overriding concerns
- Agreement reached with UK Sport about how the 2019 World Cup residual funding would be released and this was reported in the BCE statutory end of year accounts
- No further updates to note in relation to the British Canoeing Events (BCE) 2018-19 accounts.

JC remarked on the good set of accounts noting that it was pleasing to observe that the figures across the piece were broadly in line with budget.

**The Board noted and approved the finance report.**

## **12. Statutory Accounts 2018/19**

The Chair invited SH and MB to present item 12.

SH referred members to the papers included within the report; the financial statements for British Canoeing; British Canoeing consolidated financial results including committees; financial statements for BCE Ltd; Audit Findings Report and the Letter of Representation.

The consolidated results for the financial year end to 31 October 2019 had reported a surplus of £137k, the largest ever achieved. The surplus had been driven primarily by growth and income across membership and coaching in line with the annual plan.

It was reported that the consolidated cash balance of £4,537k had grown in the year due to the timing of receipts of UK Sport performance funding and international events funding received in advance. The financial reserves reached the first level of critical reserves as agreed by the Board in December (£308k held centrally within British Canoeing and £586k held within the Committees).

### ***British Canoeing Events Ltd***

It was noted that BCE reserves were wholly funded by British Canoeing through the agreed transfer of £10k to underwrite the small operational loss and provide a £5k float surplus at the start of the new financial year. BCE were unlikely to ever generate substantial reserves in their own right unless the international events deliver consistent surpluses.

The Board discussed whether commercial income generated from event sponsorship should go directly into BCE accounts. If sponsorship deals expanded into other initiatives, such as Go Paddling, those funds would be allocated directly into British Canoeing. In the case of events making a surplus, those funds would remain in BCE Ltd. JC highlighted that there may be further decisions for the Board to take in regards to broader sponsorship opportunities.

It was reported that a positive annual review of the first 12 months of BCE had taken place recently between the Chair of British Canoeing (JC), the Chair of BCE (Jon Long) and the CEO to maintain clear lines of support and understanding between the two companies.

It was noted that the BCE statutory accounts had been approved by the BCE Board and were awaiting final signature from the Chair, Jon Long.

### ***Committees***

The Board noted the large losses generated in Slalom and Sprint due to poor weather and the funding of non-Olympic athletes to attend non-Olympic events respectively. Generally, the competition disciplines were finding the financial position harder than in previous years due to rising costs, particularly within international competitions. It was noted that the quantity of grass roots investments made by the disciplines had reduced across most committees. The Board requested that officers meet with the Discipline Chairs to discuss common and emerging trends to help ease the financial situation and offer support.

The Board agreed to consider an explicit statement in future Annual Reports and Financial Statements that British Canoeing Directors are unremunerated.

JC thanked SH and MB for the brisk turnaround in the audit process and for presenting such a clear and good set of accounts.

It was agreed to add a note to the Letter of Representation stipulating what enquires were made to validate the assertions detailed in the letter. BK offered to assist SH with this in order to afford Directors additional assurance.

**The Board formally approved the Annual Report and Financial Statements for the year ended 31 October 2019, including;**

- **British Canoeing 2018-19 Statutory Consolidated Accounts**
- **BCE Ltd 2018-19 Accounts**
- **Audit findings Report**
- **Letter of Representation**

**The Chair (JC) and the Chair of the Finance Committee (MB) agreed to sign the papers at the end of the meeting.**

### **13. AGM Planning**

JC invited DJ and JF to update the Board on the preparations for the AGM in March 2020.

DJ advised that no motions had been received from the members for the AGM and following discussions that took place at the last Governance & Risk Committee meeting, there were no proposals to amend the Articles in March 2020. The agenda would therefore follow the structure outlined in the Articles.

The Board discussed in detail the decision taken by the Governance & Risk Committee not to propose amendments to Articles 49 and 50 in relation to an option for Directors in some certain situations to extend to three terms subject to Board and AGM approval. The Board agreed with the Committee's decision not to propose a change to the Articles at the AGM in March 2020 but committed to reconsider the wording in advance of the AGM in 2021.

DJ confirmed that the English Forum had nominated Alexandra Lane as Director of British Canoeing.

The Board agreed their support for BK to stand for a second term. The Board also noted that the process to recruit an Independent Director to replace JF was underway and would be completed in time for a candidate if acceptable to the Board, to be presented to the AGM for approval.

The Board approved the nomination of Chris Baillie as a VP of British Canoeing and for this to be presented to the AGM for approval.

The Board discussed whether further steps should be taken to ensure that there is formal international representation that reports to the Board of British Canoeing. DJ confirmed that British Canoeing have an International Relations Management Group (IRMG) that meets twice a year, most recently in January 2020, the constituency of which is those that hold a post on an international committee. DJ committed to revisit the terms of reference for this group to



ensure it remains accountable to the Board through the CEO and for minutes to be shared with the Board.

**The Board noted the progress towards the AGM and approved;**

- **the nomination by the English Forum of Alexandra Lane to be appointed as a Director**
- **the nominations to the AGM of Bronagh Kennedy to serve a second 4 year term as Independent Director**
- **the nomination of Christine Baillie to be elected as Vice President.**

#### **14. Board Member Attendance at Events 2020**

DJ referred the Board to the event availability forms for 2020 that had been circulated in advance with the Board papers. Board members were encouraged to attend at least one strategy consultation session in the spring and consider their attendance for domestic events as well as the European Slalom Championships in May.

The Board agreed that in attending domestic events, it would be good practice to feedback to the Board how well the events were run in order help foster improvements.

The Board considered the proposed dates for the final Board meeting of the year at the end of November and discussed the feasibility of hosting meetings at the home of the other National Associations.

**The Board noted the event and strategy consultation workshop dates and agreed to send their availability to CG over the next few weeks. The Board approved Sunday 29 November as the final Board meeting date of the year.**

#### **15. Committee Reports**

There had not been any Committee meetings since the last meeting of the Board so the Chair invited the National Associations to provide verbal updates on any key issues.

##### **15.1. Scottish Canoe Association (SCA)**

No new updates were reported.

##### **15.2. Canoe Wales**

It was noted that the next meeting of the Canoe Wales Board would take place on 4 February whereby there would be an election for a new Chair. DW confirmed that he would not be standing but does plan to stay in post until the AGM later in the year. It was reported that Canoe Wales achieved Level 3 of the NSPCC's Child Protection in Sport certificate.

### **15.3. Canoe Association of Northern Ireland (CANI)**

SC confirmed that the CANI Board remained under resourced but thanked those Board members still in post for their continued commitment to move the organisation forward. Recruitment for a new chair plus vacant independent directors was underway.

There were no other matters or updates received from the other Committees.

**The Board formally noted and accepted the Committee Reports.**

### **16. Any Other Business**

The Board requested that the Governance & Risk committee consider how best the safeguarding cases could be brought to the attention of the Board, whilst ensuring the right balance between confidentiality and transparency.

JC recognised that it was DP and JF's last Board meeting and thanked them sincerely for their level of commitment, hard work, dedication and passion over the past 4 years. JC presented both DP and JF with a thank you card from colleagues.

### **17. Closed Session with Non-Executive Directors**