

## **GB SNOWSPORT LIMITED (the “Company” or “GBS”)**

### **Minutes of a meeting of the Board of Directors of the Company held at 101, New Cavendish Street, London on 17 December 2019 at 10:00 a.m.**

#### **DIRECTORS PRESENT**

Rory Tapner (RT or Chairman)  
Paula Cardwell (PC)  
Tim Fawke (TF)  
Vicky Gosling (VG)  
Colin Holden (CH)  
Dan Hunt (DH)  
Richard Leman (RL)  
Mark Lund (ML)  
Iain Mackay (IM)  
Trafford Wilson (TW)

#### **IN ATTENDANCE**

Robin Kellen (RK)  
John Wade (JW)  
David Young (DY)

#### **APOLOGIES**

Anna Lees Jones (ALJ)  
Paul Trayner (PT)

#### **1. OPENING OF MEETING AND MINUTES OF PREVIOUS BOARD MEETING**

It was resolved that RT be appointed chairman of the meeting and it was noted that a quorum was present in accordance with clause 6.9 of the Company's Articles of Association. The Directors present declared their respective interests, if any, in the matters to be dealt with at the meeting pursuant to the Companies Acts.

The Chairman said that this would be ML's last meeting before retiring from the Board. He thanked ML for his counsel and contributions to the Board and its discussions throughout his terms of office.

The minutes of the meeting held on 18 September 2019 were reviewed and, with one amendment to item 4.4, it was unanimously resolved to approve them.

The minutes of the Company's Annual General Meeting held on 18 September 2019 were reviewed and it was unanimously resolved to approve them.

A list of action points from the September Board meeting was reviewed.

#### **2. CHAIRMAN'S REPORT**

**2.1 UK Sport:** RT said that UK Sport had agreed to an accelerated drawdown of funds from years three and four; the funds would only be spent on the World Class Programme. Income from UK Sport in the first quarter of 2020 was expected to be £850,000. UK Sport had invited VG, DH and himself to make a presentation at its PLx conference at the end of November so that other National Governing Bodies could appreciate how GBS is seeking to support its athletes.

**2.2 Independent Non-Executive Director:** RT said that there had been twenty-nine applicants for the position to be vacated by ML. Five candidates had been interviewed and two had been invited to meet VG and DH before

meeting the Nominations Committee. It was likely that the meetings with VG and DH would take place in January.

**2.3 Senior Independent Director (SID):** RT said that ML's retirement would leave a vacancy as the Company's SID. After discussion it was unanimously resolved to appoint ALJ as the SID.

### **3. CHIEF EXECUTIVE'S REPORT**

**3.1 HR:** Emma Shortt, an HR professional, has been advising the Senior Leadership Team on, inter alia, the policies that are needed within the business and updating other HR related paperwork.

**3.2 PR and Communications:** Rachel Frazer (RF) had obtained some good media coverage of Gus Kenworthy's transfer to the GB team together with coverage of other GBS news. RF is the line manager for Michael Gibson (MG) who has joined as Communications and Partnerships Manager.

**3.3 Sponsorship:** VG outlined the current position with existing and prospective sponsors and partners; she believed that one key sponsor was close to being signed up and announced. The Chairman asked that MG consider asking existing and new sponsors/partners to adopt the scheme whereby customers making purchases make a £1 per transaction gift to GBS.

The GBS logo was being trademarked; this move would enable the Company to maintain control of who could make use of the logo and would protect the interests of sponsors and partners.

**3.4 International Relations:** VG said that progress was being made on ensuring that the Company's representation on the Council and committees of the International Ski Federation (FIS) were those who are aware of the Company's organisation, culture and aims. It was noted that the President of FIS had announced his intention to stand down in May 2020 and that, to date, no one had publicly indicated an interest in being his successor.

GBS was building strong links with UK Sport's International Relations team; it was likely that a working group would be formed to deal with FIS related matters.

**3.5 UK Sport's governance requirements:** GBS had been informed that it met the requirements.

### **4. PERFORMANCE DIRECTOR'S REPORT**

DH stated that early season results had been mixed but the last week had been successful with a first place in the moguls and Zoe Atkin winning her first World Cup event in the United States. It was important that the Alpine squad, which now had three athletes winning World Cup points, was higher ranked by March 2020. Coaching changes had been made in a number of areas to assist in bolstering performances.

Selection had been completed for the Youth Olympic Games; the new Selection Panel process had worked well.

RK left the meeting; Mark Ritchie (MR) joined the meeting.

### **5. PATHWAYS AND HOME NATIONS**

**5.1 Pathways:** MR made a presentation outlining the steps towards creating sustainable pathways to assist in delivering the Company's vision and medal expectations. A Pathway Implementation Group of Jayne Kavanagh, Pat Sharples, PT and himself has been established to oversee, inter alia, talent transfers within GBS and from other sports, collaboration with academies, the Home Nations and other potential partners, developing coaches and finding financial and other support for athletes to help enhance their performance.

MR said that there was a pressing need to find athletes for the Nordic Discipline. RT asked that MR look to find athletes, and young athletes on a high trajectory, with dual nationality who might be able to enhance their careers by joining the GBS team, as others had done recently. There was a discussion about the value of

academies and it was noted that for an academy to be accredited by GBS it would need to comply with requirements to be determined by GBS.

MR acknowledged that despite the progress made in the last twelve months there remained a lot of work to assist in delivery of the Company's medal vision.

**5.2 Scotland:** TW outlined Snowsport Scotland's (SS) strategic plan for 2018-2022 and how it related to the pathway programme. Ten new athletes had been selected to be part of the GBS programmes over the past two years. Thirty-five Scottish athletes are currently represented on GBS training squads.

**5.3 England:** TF outlined Snowsport England's strategy to grow participation in snowsports and to develop a seamless pathway across all disciplines into GB teams.

**5.4 Wales:** the objectives of Snowsport Wales and a summary of activity in its various disciplines was noted.

## 6. FINANCE

**6.1 Reporting:** the management information to 30 November 2019 was reviewed. DY said that short term cash flow remained a challenge; he believed that it would be possible to claim for up to three years Research and Development tax credits and was doing the underlying work towards that and would seek an external agency to make the application to HMRC. It was hoped to provide the Board with monthly management figures, commencing with the end December numbers in late January 2020. A swift review of the forecasting in the light of the accelerated drawdown of funds from UK Sport had been completed but more work remained to be done. In response to questions from DH and RT, DY said he would review whether athletes might have a tax liability when in receipt of kit and clothing and also whether or not the Company currently provides any services to athletes.

**6.2 Expenses policy:** DY said that the finance team had inadvertently amended the expenses without seeking the Board's approval; the changes had simplified some issues. The position was noted. There was a discussion as to whether the Senior Leadership Team might disseminate policies, and changes thereto, and seek the Board's ratification; it was agreed that no change should be made to the current position.

**6.3 Reserves Policy:** DY commented that he had not found a Reserves Policy in any of the Company's records. RT said that he believed there was a policy from some time ago recommending that where applicable the Company should be to maintain a reserve of three months' salary. DY was asked to prepare a policy for discussion at the Board.

Bridget Owen (BO) joined the meeting

## 7. SAFEGUARDING

**7.1 Update:** BO said that GBS had recently completed and passed a safeguarding review with the Child Protection in Sport Unit (CPSU). The CPSU also recommended a safeguarding Board Champion, as an alternative to the Chief Executive. After discussion it was decided to ask PC to undertake the Board Champion role and for the Audit & Risk Committee to meet BO on an annual basis to discuss safeguarding. The CPSU also wanted to see formal evidence of consultation with athletes under the age of 18 re safeguarding. After discussion it was decided to do this in relation to all athletes by way of the athletes' RAG injury rating provided by DH; DH also agreed to a safeguarding webinar for coaches and staff overseas. VG said that her Senior Leadership Team would undertake a safeguarding review of staff every six months. In response to a question from the Chair, BO said that she was satisfied with the level of support that safeguarding received within GBS.

A request by BO for the purchase of licences to enable staff, coaches and volunteers to undertake Educare for Sport's safeguarding for children training was agreed.

**7.2 Safeguarding Case Management Panel:** a proposal for a Panel to manage safeguarding and child protection cases was approved and it was agreed that Panel members could be appropriately qualified persons from outside GBS. BO was asked to recommend to VG a list of appropriate persons to act as Panel members.

**7.3 Safeguarding Adults Policy:** after discussion, the policy was approved.

Sarah Cecil (SC) joined the meeting

## **8. MENTAL HEALTH POLICY**

SC said that the GBS coaches and support staff had already had training relating to the policy and awareness would be rolled out to the athletes in April 2020, although the basics were included in the athletes' handbook.

After discussion, the policy was approved.

RL, BO and SC left the meeting. Josh Haughton joined the meeting.

## **9. PROPOSED POLICIES**

**9.1 Recruitment Policy:** after discussion the policy was approved subject to it encompassing Volunteers and reflecting Britain leaving the European Union.

**9.2 HQ Health and Safety Policy:** after discussion, the policy was approved.

**9.3 Leave Policy:** after discussion, the policy was approved provided it included a reference to annual leave being included in an employee's contract of employment.

**9.4 Parental Leave Policy:** after discussion the Senior Leadership Team was asked to give further consideration to certain aspects of the policy.

**9.5 Sickness Absence Management Policy:** after discussion, the policy was approved.

**9.6 Vehicle Driving Policy:** after discussion, the policy was approved subject to the inclusion of references relating to the need for an international driving licences and Britain leaving the European Union.

## **10 RISK REGISTER**

PC said that there would be a discussion about the risk register at an Audit and Risk Committee meeting immediately after the Board meeting.

## **11. STANDING COMMITTEES**

Membership of the Board's standing committees was discussed in the light of ML's retirement.

It was agreed that ALJ should chair the Nominations Committee and join the Remuneration Committee; PC and RL should also join the Nominations Committee.

## **12. NOMINATIONS COMMITTEE TERMS OF REFERENCE**

Terms of reference reflecting the Committee's role in advising the Board on GBS appointments to external positions such as FIS and the British Olympic Association were approved.

## **13. UK SPORT GOVERNANCE CALENDAR**

A calendar of governance issues was noted.

## **14. ANY OTHER BUSINESS**

**14.1 Matters reserved for the Board:** The Board discussed the welfare of the Company's athletes and staff during the meeting with particular reference to any who might be in need of greater support and understood that any issues were being handled in conformity with the Company's policies. The Board also discussed any

potential or existing employment related issues and understood that any issues were being handled in conformity with the Company's policies.

**14.2** The next Board meeting is scheduled for 30 April 2020.

**14.3** There being no further business the meeting closed at 2:45 p.m.



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Chairman

30.04.2020