

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

Minutes of a meeting of the Board of Directors of the Company held by video conference on 17 December 2020 at 10:30 a.m.

DIRECTORS PRESENT

Rory Tapner (RT or Chairman)
Paula Cardwell (PC)
Dr. Christian Ewald (CE)
Vicky Gosling (VG)
Anna Lees Jones (ALJ)
Richard Leman (RL)
Iain Mackay (IM)
Melinda Nicci (MN)
Paul Trayner (PT)
Trafford Wilson (TW)
Louise Wright (LW)

IN ATTENDANCE

Jayne Kavanagh (JK)
Robin Kellen (RK)
James McAllister (JM)
Pat Sharples (PS)
Emma Shortt (ES)
John Wade (JW)
David Young (DY)
Phil Young (PY)

1. OPENING OF MEETING AND MINUTES OF PREVIOUS BOARD MEETINGS

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. RT said that, as at previous meetings, he would take declarations of interests as being those who are employed by GBS and those who are representing particular parts of the GBS operations. If any items are discussed for which a person feels he/she is conflicted, or should declare an interest, then they must specifically do so at that time and not rely just on the introductory statement.

The minutes of the meetings held on 24 September and 22 October 2020 were reviewed and it was unanimously resolved to approve them. The minutes of the Annual General Meeting held on 24 September were also reviewed and approved.

2. CHAIRMAN’S REPORT

2.1 Board composition: RT welcomed CE and LW to their first meeting as directors of GBS and PY as an observer. He also thanked Dan Hunt (DH), who had resigned on 30 November but remains a consultant, for all his work for GBS during his four years as Performance Director.

2.2 International Ski Federation (FIS): RT said that he understood that the election for the next president would definitely take place in June 2021. In response to a question from VG, he said that he was sure Johan Eliasch, Great Britain’s nominee for the presidency, would be happy to talk to the GBS FIS group and the athletes.

3. CHIEF EXECUTIVE'S REPORT

3.1 HR: VG said that, following his resignation, DH's responsibilities had been shared amongst a number of colleagues with no adverse reactions from athletes and coaches. An appraisal handbook and a working-from-home guide were noted.

3.2 Office accommodation: VG said that she had agreed a 50% reduction in fees for use of the British Olympic Association's office for the first six months of 2021; the position would then be reviewed.

3.3 Sponsorship, Marketing and Communications: VG said that she was working with two agencies, and one individual, who were seeking potential sponsors for GBS. The MarComms work being provided by Two Circles was fully budgeted for the current financial year. VG said that there were a number of potential opportunities for sponsorship but the market place remained difficult.

3.4 Risk register: VG said that there were no major points to bring to the Board's attention

4. HR POLICIES AND EMPLOYMENT HANDBOOK

ES said that there had been an annual review of the HR policies and handbook; the opportunity had been taken to make some minor updating enhancements to some of the policies but there had been no changes to an underlying policy agreed by the board. The position was noted.

ES left the meeting

5. PERFORMANCE DIRECTOR'S REPORT

PS said that whilst the upheaval caused by Covid-19 continued to cancel meetings and restrict access to snow he believed that the Olympic and Paralympic squads were all training and performing well. To maintain momentum the squads were training with other national teams and doing more work with the sports scientists. There had been no adverse reaction to the departure of DH and the Paralympic squad had especially benefitted from the recent rearrangement of the coaching responsibilities; the Para squad had a need for more guides to help them improve further.

6. FINANCE

6.1 Reporting: the management information to 30 November 2020 and the forecast to September 2021 were reviewed. JM said that whilst the year-to-date numbers were broadly in line with the budget there were timing differences, especially with regard to Programme Delivery, that would become clearer over the following weeks. Central staff costs would be reduced following DH's resignation. UK Sport (UKS) funding for the final year of the Olympic cycle would be need to be addressed as part of the planning for the year to September 2022. The Company's approach to reclaiming VAT was still under discussion with HMRC; JM said he would discuss the position with other National Governing Bodies (NGB) to ascertain whether they adopted the same approach as GBS. The position with regard to Brexit was still uncertain and discussions with UKS and other NGBs had demonstrated that there was no clarity on, inter alia, movement of labour, working rights of UK nationals in EU member states or the time limits for athletes to remain within the EU.

6.2 Audited report and accounts of GBS to 31 September 2020: PC said that on the previous day the Audit & Risk Committee had met the partner at Moore Kingston Smith (MKS) responsible for the audit of the September 2020 accounts and discussed the audit, the MKS post audit management report and associated representation and comfort letters. MKS had identified a number of minor control issues that JM had undertaken to correct.

After discussion the report and accounts were approved. DY added that claims for Research & Development tax grants could now be submitted to HMRC. The Chair said that DY would be leaving GBS at the end of the month and thanked him for his work with the Finance team.

Sarah Torkington-Halstead (STH) joined the meeting

7. SAFEGUARDING

7.1 General: In amplification of her report STH said that she had conducted two training sessions for coaches and programme managers entitled "Vulnerability of elite athletes: why are they considered a group at increased risk of harm and abuse". VG said that the sessions had been very well received and it was hoped to give the training to a wider audience.

7.2 Terms of Reference for the Safeguarding Case Management Panel: after discussion the terms of reference were approved and STH was asked to include an additional outcome in the process flowchart.

8. HOME NATIONS' REPORTS

8.1 Snowsport England: the contents of the report were noted.

8.2 Snowsport Scotland: the contents of the report were noted. TW added that a number of snow and dry facilities in Scotland were struggling and it was hoped that the Scottish Government would be willing to assist keeping them in business.

8.3 Snowsport Wales: the contents of the report were noted.

9. REPORTS FROM CHAIRS OF STANDING COMMITTEES

9.1 Audit and Risk Committee, Nominations Committee and Remuneration Committee: the reports were noted.

9.2 Discipline Committees: reports from the Nordic and Snowboard committees were noted.

JK, JM, SM, PS, DY, PY and STH left the meeting. Paula Hutchings (The People Stuff) joined the meeting.

10. BOARD EVALUATION

PH thanked the board members for their written responses to her questionnaire and also their time and openness in individual interviews; she also acknowledged that the current articles of association made it difficult for GBS to pursue some of the issues it would like to implement. Her conclusions, inter alia, were that the board should have key performance indicators across the business, not just with regard to the athletes, should seek to develop closer links with some of its stakeholders and review the material presented in the board pack, perhaps using an appendix for some documents.

JM and PS re-joined the meeting.

11. ANY OTHER BUSINESS

11.1 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.

11.2 CE commented that cancellation of races had resulted in junior athletes not being able to compete for FIS points and asked what effect that might have on selection policy. RT said that the Selection Panel had a degree of discretion and PS confirmed that the cancellations would be taken into account during the selection process.

11.3 There being no further business the meeting closed at 1:00 p.m.

R. Tapner

28 January 2021

Chairman