

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

Minutes of a meeting of the Board of Directors of the Company held by video conference on 15 December 2022 at 10:30 a.m.

DIRECTORS PRESENT

Rory Tapner (RT or Chairman)
Greg Bennett (GB)
Dr. Christian Ewald (CE) item 3 onwards
Vicky Gosling (VG)
Anna Lees Jones (ALJ)
Richard Leman (RL)
Melinda Nicci (MN)
Michael Oesterlin (MO)
Scott Simon (SS)
Paul Trayner (PT)

IN ATTENDANCE

Tim Fawke (TF)
Robin Kellen (RK)
Iain Mackay (IM)
James McAllister (JM)
Chris Scott (CS)
Pat Sharples (PS)
John Wade (JW)
Zak Willis (ZW)

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 (who should bear in mind any current conversations concerning the shape of the organisation) and those who are representing particular parts of the GBS operations, such as the disciplines, and the Home Nations. 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. He reminded everyone in attendance that matters discussed at the meeting were confidential.

RT welcomed GB, MO and SS to their first GBS board meeting.

The minutes of the previous meetings were reviewed and it was unanimously resolved to approve them. A log of action points from previous meetings was reviewed and updated.

2. CHAIRMAN’S REPORT

2.1 Proposed partnership with Apex2100 (Apex): RT said that final points of the heads of terms and press announcement were being negotiated; the board members had all received the latest version of those documents together with a list of frequently asked questions (FAQ) and had been given the opportunity to contribute to each document.

The current negotiations were concerning termination rights but it was hoped to announce the partnership on the following Monday. VG, who would be visiting Apex in Tignes later that day, and her team would be speaking to all key stakeholders about the partnership to ensure that they were aware of the main elements. The Home Nations, who had already visited Tignes and collaborated on the press announcements and FAQs, would also be speaking to their stakeholders to apprise them of the partnership. TF said that the facilities at Tignes had been impressive; he believed that the key to the partnership being a success was in having the correct personnel

liaising with the Apex team. RT asked that board members liaise with ZW on any further matters relating to the heads of terms and CS with regard to the contents of the press release.

RT said that in anticipation of the Apex partnership being announced, the board had agreed a written resolution to amend the Selection Policy to make it clear that all selections would be made in accordance with the rules and procedures laid down in the Policy with no preference given to athletes who work or train, or who are in any other way associated with partners of, or entities associated with, GBS. The revised Policy had been published that day.

2.2 Sport Resolutions (SR): RT said that an appeal against the level of funding from UK Sport (UKS) for the 2022-26 period would be heard by SR in January. UKS had argued strongly that the GBS submission to SR was late and should not be heard but SR had determined that the appeal should go ahead. A timetable for the submission of documents by all parties had been agreed and circulated separately to the board. VG added that she expected to circulate a first draft of the appeal documentation by the end of that week.

2.3 Sport Organisation: RT said that there was a meeting with UKS on Friday afternoon to further discuss SO at which it was hoped that UKS would be able to divulge some detail of its plans and proposed timetable for delivering performance programmes. The GBS position was that it would support any credible plan to provide a better result for athletes; to date UKS had offered nothing to indicate that SO would be any improvement on the current position.

2.4 Board and discipline committee membership: RT said that in August the chairs and vice chairs of the discipline committees had nominated Phil Young (PY) to represent them on the GBS board and fill the vacancy left by IM's retirement; PY had recently informed him that he did not feel able to commit the time necessary to join the board. RT commented that he was disappointed at PY's decision. The discipline committees would need to meet again, ideally when a new chair of Alpine had been elected, to nominate replacements for PT and IM.

He had also spoken to Mark Quinn who was likely to accept an appointment as a fund raiser for Alpine which would also entail him joining the Alpine discipline committee.

RT added that his own term of office would end after the 2023 AGM and he had asked ALJ, as chair of the Nominations Committee, to start the process of looking for a new chair for GBS. ALJ said that her current thoughts were to advertise the role early in 2023 and she would share the timetable and advert with the board.

3. CHIEF EXECUTIVE'S REPORT

In amplification of her report VG said that a meeting with UKS was planned for 25 January; it would discuss performance, finance and the GBS/UKS working relationship. In response to a question from the chair, VG said that UKS wanted to know who would be attending the meeting from GBS before indicating who would be in the UKS party. RT reminded the board that the original request for a meeting had indicated that UKS expected to meet at board level and asked as many board members to attend the meeting. JW was asked to ascertain who might be able to attend.

VG said that to meet a UKS requirement GBS had advertised for a part time performance director (PD) for the period to end September 2023. Thereafter GBS would seek to appoint a full time PD and would advertise the role in the early part of 2023.

CS and ZW left the meeting.

4. PERFORMANCE REPORT

PS highlighted some of the excellent results achieved by athletes in world cup competitions and reported on current results and training across all the disciplines together with an update on the coaching positions. He believed that morale among athletes, coaches and technicians was good.

Sophie Keeling (SK) and James Redpath (JR) joined the meeting.

5. SELECTION POLICY

Proposed changes to the Selection Policy for Para Alpine, Para Snowboard and Para Nordic were approved.

Dan Hunt was appointed to chair the Selection Panel for forthcoming championships and VG to chair the Selection Panel for forthcoming para championships.

SK and JR left the meeting.

6. FINANCE

6.1 The management information containing, inter alia, performance to 30 September 2022 and year-end balance sheet, year-to-date performance, significant accounts payable and budget planning for 2022-23 was reviewed and noted.

JM said that issues around VAT relating to certain aspects of the proposed Apex partnership had been satisfactorily resolved. He still needed to review a large number of transactions over the last four years to determine whether the correct amounts had been claimed from HMRC under the Tour Operators Margin Scheme (TOMS) but all other amounts due to HMRC had been paid in October.

He said the audit was largely completed with outstanding issues, inter alia, being finalisation of any covid refund to UKS and calculation of any Research & Development tax credit.

JM commented that the budget planning for the current year did not address debts brought forward. Most of the budgets were running according to plan with the exception of Ski Cross. After discussion, VG and PS were asked to review the Ski Cross budget with JM and put forward alternative courses of action to the January board meeting.

GB said that he would be arranging an Audit and Risk Committee meeting for January 2023 which would pick up some of the issues discussed by the board.

6.2 Risk register: There was a discussion about the risk register and JM was asked to amend it to reflect any additional safeguarding risk by virtue of the proposed partnership with Apex and to review the entry relating to SO to reflect the morale of staff, athletes and coaches. It was agreed that when the outcome of the discussions concerning SO was known there may be a need to review the entries relating to programmes.

Sarah Torkington-Halstead (STH) joined the meeting

7. SAFEGUARDING

7.1 The safeguarding report was noted.

7.2 Safeguarding Policy for Adults: after discussion a revised policy reflecting new templates received from the Ann Craft Trust was approved.

7.3 Globocol memorandum of understanding (MOU) with the Home Nations: the memorandum was reviewed and approved. STH was asked to ensure that the safeguarding officer of each signatory to the MOU should be given advance notification of another signatory wishing to view information other than its own.

STH left the meeting

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.

9. REPORTS FROM CHAIRS OF STANDING COMMITTEES

The minutes of the FIS Speedski meeting were noted.

SS was appointed to the Audit and Risk Committee.

10. BOARD MEETING DATES FOR 2023 AND 2024

A schedule of meeting dates was agreed.

11. BRITISH SKI AND SNOWBOARD NATIONAL FOUNDATION (BSSNF)

RT said that BSSNF had been established in 2015 to assist GBS and had been the only charity with which GBS had worked. There were a number of charities currently alluding to have a link with GBS and he recommended that BSSNF be appointed the official charity of GBS. He said that he and VG were both directors/trustees of the Foundation

After discussion, the recommendation was adopted.

12. ANY OTHER BUSINESS

12.1 Matters reserved for the Board: The Board discussed the welfare of the Company's athletes (including one former athlete from over ten years ago) 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.

12.2 There being no further business the meeting closed at 1:15 p.m.

.....Rory Tapner..... 25 January 2023

Chairman