

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 W1 and by video conference on 27 July 2023 at 10.30 a.m.

DIRECTORS PRESENT

Rory Tapner (RT or Chairman)
Greg Bennett (GB)
Jason Cobbold (JC)
Martin Carr (MC)
Juliet Foster (JF)
Vicky Gosling (VG)
Anna Lees Jones (ALJ)
Richard Leman (RL)
Dominic McGonigal (DM)
Melinda Nicci (MN)
Michael Oesterlin (MO)

APOLOGIES

Scott Simon

IN ATTENDANCE

Joelie Chisholm (JCh)
Robin Kellen (RK)
Upneet Thandi (UT)
John Wade (JW)
David Young (DY)

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 JC to his first 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 it was noted that a number of the items were on the meeting’s agenda. RT said that one consequence of the recent announcement by the International Ski and Snowboard Federation (FIS) concerning centralised media rights from 2026 onwards was that GBS should receive greater access to video content in the interim period.

2. CHAIRMAN’S REPORT

RT reported on the current programme of work at FIS.

3. CHIEF EXECUTIVE’S REPORT

3.1 UK Sport (UKS): VG said that she and JC had attended a recent UKS conference for Chairs and Chief Executives; she believed the relationship with UKS was improving. GB commented that the quarterly meeting

that he had attended was proactive although there was a future need to refine the GBS management accounts so that UKS could more easily align them to the numbers in its system. In response to a question from the Chairman, VG said that Sport Organisation had not been mentioned at the UKS conference.

3.2 HR: VG said that an HR consultant had reviewed the HR and disciplinary policies. A number needed no amendments but two new policies had been recommended in relation to the athletes namely Disciplinary Policy and Procedure and Unacceptable Behaviour - Dignity and Respect. In response to a question from the Chairman, VG confirmed that the new policies, together with the athletes' contract, brought the athletes within the scope of GBS disciplinary action.

VG said that policies relating to Appraisals, Discipline, Equality and Diversity, Flexible Working, Grievance, Induction and Probation, Leave, Family and Parental Leave, Organisational Change, Recruitment and Sickness Absence Management had all been amended to bring them into line with current legislation and practice,

After discussion, the amended policies and the two new policies were approved.

3.3 GBS Policy Register: The policy register was reviewed and a recommendation to make the Senior Leadership Team responsible for overseeing changes to policies was adopted. It was noted that any proposed changes to a policy, whether of a material, administrative or statutory nature, would need to be approved either by the Board, the Audit and Risk Committee, Nominations Committee or Remuneration Committee before the amended policy could be adopted. It was also agreed that any new policy would need to be approved by the Board and that all policies should be reviewed every two years, or earlier if necessary.

3.4 Strategy Day: Currently planned for 4 December.

3.5 Strategic plan to Milan Cortina: VG asked for comments on the draft plan by 9 August. The Board would be asked to approve the plan at its October meeting subject to any amendments triggered by discussion at the strategy day on 4 December.

3.6 Sustainability: VG outlined the position of UKS with regard to sustainability and said that FIS and GBS were currently further advanced than UKS in their thinking on the subject.

After discussion it was agreed that GBS should publish a press release indicating its work to date and cross referring to the initiatives set in place by FIS.

3.7 Commercial: VG and UT outlined the current initiatives relating to sponsorship for GBS and also for Alpine.

3.8 British Alpine Championships: JF said that there was a problem in finding appropriate resorts at a reasonable cost to host the Championships. A working group, which included coaches and representatives from the Home Nations, was reviewing the viability of the Championships which needed to be profitable if they were to continue.

4. FINANCE

4.1 The management information containing, inter alia, performance data to 31 May 2023, current and forecast year end cash position, draft budget for 2023-24 and significant accounts payable was reviewed and noted.

4.2 Audit update: DY said that completion of the audit of the accounts to September 2022 was still awaiting a resolution of the VAT position. The next step would be to have a meeting with Centurion and partners at Crowe LLP to attempt to resolve the position so that Crowe can sign off the September accounts.

4.3 Draft budget for 2023-24: GB said that the budget only included committed income but currently assumed that there would be an early drawdown of funds from UKS. At the Audit and Risk Committee meeting on the previous day VG had been asked to provide a budget for 2024-25 and 2025-26 to accompany the budget for 2023-24 so that the effects of an early drawdown could be fully appreciated. VG had indicated that the Senior Leadership Team believe that the shortfall caused by the early drawdown of funds could be covered by additional funds from sponsorship and from UKS if UKS were to increase its medals target for GBS. GB said that

VG and the Head Coach had been asked to prepare a paper to accompany the budgets which should validate, on an athlete-by-athlete basis, any expectation of UKS increasing its medals target. The position was noted. RT asked that the paper should also indicate whether or not UKS agreed with the GBS assessment of any increased medal targets.

4.4 Risk register: JCh was asked to prepare a Risk Policy reflecting the Board's risk appetite for review at the next Board meeting.

5. PERFORMANCE REPORT

The report was noted and VG amplified the current position of the athletes on a discipline-by-discipline basis.

Maddy Hunter (MH) joined the meeting

6. PROVISIONAL SELECTION CRITERIA FOR YOUTH OLYMPIC GAMES 2024

The provisional selection criteria were approved for publication.

MH left the meeting

7. SAFEGUARDING

A safeguarding report was noted. VG was asked to discuss one of the items with the Safeguarding Officer. Whilst the Board accepted that safeguarding was being managed proactively and responsibly, comments were made, not for the first time, on the quality of Board reports received.

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.

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

9. REPORTS FROM CHAIRS OF STANDING COMMITTEES

9.1 Nominations Committee: ALJ said that the committee would be meeting shortly to start the search for a replacement Independent non-executive director to fill the vacancy that would be left by the resignation of RL.

9.2 Alpine Committee: the contents of a report from the committee, together with minutes of a meeting relating to the British Children's Ski Team, were noted.

10. 2023 ANNUAL GENERAL MEETING

A draft notice of meeting and proxy card were approved in principle.

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, and the spirit of those 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 JC was appointed to the Remuneration and Nominations committees and GB to the Remuneration committee.

11.3 There being no further business the meeting closed at 2:00 p.m.

.....Rory Tapner.....3 October 2023
Chairman