****

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS**

**22 September 2018**

**Friends House, London**

13.00-17.00

|  |  |  |  |
| --- | --- | --- | --- |
| **Present:** | Erik Rowbotham | ER | Elected Director |
|  | Julie Ryan | JR | Elected Director  |
|  | Lis Bellamy | LB | Independent Director |
|  | Mark Davies | MD | Chairman & Independent Director |
|  | Neil Armitage | NA | CEO  |
|  | Steve Tully | ST | Elected Director |
|  | Yakoob Ali | YA | Co-opted Director |
|  | Catherine Wilson | CW | Elected Director |
|  |  |  |  |
| **In attendance:** | Bob McGonigle | BM | Company Secretary |
|  | Sue Walford | SW | Board Secretary |
|  | David Tillotson (for BD6) | DT | Head of Sport |
|  | Hannah Bussey (for BD6) | HB | Coaching & Systems Manager |
|  |  |  |  |
| **Apologies** | Trish Lovell | TL | President |
|  | Pippa Britton | PB | Elected Director |
|  | Lizzy Rees | LR | Elected Director |

Note:

Due to the number of Board papers, prior to the meeting an email Q&A was sent to the Board to cover questions on the below and is reproduced in the appendix.

AP4b and AP4c – Independent Director Adverts

AP5 - Diversity Plan

AP6b – IT Policy

AG4a – Reserves Policy

AG4c – Case Management Panel

AS1a – Communications Strategy

BD1a – Comms Operational Plan

BD1c Modernisation of the customer complaints service

BD1c – Appendix 3

BD1h – Membership Retention

BD6 – DoS report

**Section A: Matters for note/approval not likely to require significant discussion**

**General**

**AG1: Chair’s Action, Opening Remarks, Apologies for Absence**

* Apologies were received from TL, PB, LR

**AG2: Declaration of Interests**

None

**AG3: Approval of Minutes**

* **Board Approved Minutes of 21 July 2018**

**AG4: Actions from last Board & Matters Arising not otherwise covered by the agenda**

* Actions complete or on Agenda for meeting

**Policy & Governance Matters**

**AP1 Skills Matrix and Committee Members**

* A copy of the Skills Matrix had been circulated for the meeting, but it had since been updated and would be re-sent
* As the Audit & Risk Chair was leaving the Board at the AGM it would leave a gap in that area but two Board members were both level 2 and could suffice on the Audit & Risk Committee.
* Board training would be available if required

**Action 01: LB to circulate an updated copy of the skills matrix following the meeting**

**AP2 Board Regulatory Documents**

* The Board was asked to note the documents which had been circulated and taken as approved
* These would be added to website where all governance documents can be found

**AP3 Reserves Policy**

* Clarification was requested that the minimum tolerance level for free reserves was set at £30.5K and that Board approval was required over this amount. This was confirmed
* BM requested a ‘clean’ copy of the Reserves Policy
* **Approved**

**Action 02: CW to provide a clean copy of the Reserves Policy to BM**

**AP5 Equality and Diversity Plan**

* **Approved**

**AP6 GDPR Related Policies**

* OPP-10-01 Data Protection
* OPP-14-01 IT Policy & Procedures
* **Approved**

**Sport Code Compliance**

**AS1 Project Progress**

* A meeting had been attended at UK Sport and it was noted that our advice on best practice was now being sought in areas, in contrast to recent years where AGB’s governance and approach to governance were sometimes a source of contention between UKS and AGB.

**AS1a Communications and Stakeholder Plan Review**

* The Board was advised that in recent times Comms had suffered from a lack of resources due to maternity leave but now the Head of Comms had returned and had an additional resource to help, a review of all medias would be carried out with a new team being created to include the editor of the magazine and all those involved with Social Media
* A further update once this was in progress was requested. It was also commented that it was a requirement of Sports Governance Code that the comms strategy be reviewed annually

**Action 03: NA to provide an update once the Media review had been carried out**

# **Section B: Substantive matters for discussion and, where appropriate, resolution.**

**Discussion Items**

**BD1 Operational Plan and Budget 2018-19**

* It was noted that there was a lot of operational detail in the papers but that the Board was simply being asked to confirm that it had seen and approved the operational plan that underpinned the Operational Budget that had been presented at the previous Board.
* The Board ran through each plan and made brief comments
* The following comments were made
* Comms – 3 similar papers had been submitted, but none was a plan. A summary of who what when would suffice
* Website – it was asked who ‘owned’ the website, and clarified that this was in transition from Commercial Manager to the Head of Comms
* Sports Ethics – remove ‘responsible for governance’ as this is a Board responsibility
* Finance & Business Support – some cells had no commentary and were therefore hard to put in context
* Commercial papers – the question was asked whether our attempts at pursuing a commercial strategy has failed, and it was commented that it was hard to know where we stood on the basis of the paper presented. The Chair commented that in line with all sports, AGB was finding it challenging to secure outright commercial deals, but suggested that rather than abandoning the strategy, its parameters should be reassessed. Other sports are having more success in securing value-in-kind deals, and the Chair noted that if they were in areas of strategic importance, the value to the organisation of such deals could be as good as cash (while being more likely to secure). The value of affiliation deals was questioned by all, and it was agreed that the strategy should be re-assessed.
* It was noted that the Company Secretary would be retiring at the AGM and that a timeline for recruitment was in operation
* Olympic Programme – it was noted that compound and field were not mentioned in the paper for obvious reasons, but clarification was sought (and obtained) that there areas were already being discussed.
* VI has asked for £15K to support them and a proposal should be brought to the November Board meeting

**Action 04: NA to reassess the Commercial Strategy**

**Action 05: NA to ensure that presented papers to the Board are more professional and concise**

**Action 06: NA to present a paper to the November Board regarding the VI request for support of £15K**

**BD2 One Member One Vote**

* A paper had been asked for on the costs involved in sending out notification of the AGM to all members if AGB decided on one member one vote.
* The paper presented related more to changes of memberships categories, which was deemed to be a topic that could only realistically be considered once the original point had been clarified
* It was pointed out that to change to one member one vote would require a change in the Articles and that there was not enough time to consider this between now and the 2019 AGM
* Following further discussion, it was agreed that a further discussion would take place on the step move to change the culture and review of Regions and Counties, then review the types of membership
* One member one vote would be taken back to the Executive asking for step recommendations on how to achieve it.

**Action 07: BM/NA/MD to arrange a telephone conversation off-line to discuss communication to members on change of culture, reviews of Regions, Counties and types of Membership**

**Action 08: NA to arrange for the Executive to prepare a step paper on how to achieve One Member One Vote**

**BD4 App Update**

* There was discussion on the need for there to be a paramount reason for our members to download the App, and the view was widely held that the current framework did not include one.
* It was agreed that this needs further thought

**BD5 Competition Strategy**

* It was commented that competition archers feel there is not a clear competition strategy
* DT advised that the new Competition Strategy has been based on feedback from a survey total of 1500 members, most of whom said they are competitive archers. Headline work was set up already based on feedback with a timeline and clear effective Comms was needed. More work was being done based on the feedback.
* Any further questions regarding this strategy should be sent off-line to NA

**BD6 Director of Sport Update including Coaching**

DT and HB joined the meeting

* In addition to the papers presented, DT gave an update on the areas of Communities and Engagement and Clubs and Facilities
* A query was raised on the range registration - what was the reason for non-compliance of the remaining clubs, what was being done about them, and whether a deadline should be given to them.
* Following discussion (which included information that all non-compliant clubs are being contacted), it was agreed to extend the range registration date until the next Board meeting before only then deciding on whether a cut-off date for compliance should be given to those clubs who were problematic
* The Board were made aware that AGB had signed up to a programme that trained people in Mental Health first aid, which could include Board members who wished to do it.
* DoS Board papers were a concern and NA was asked to provide proof of integration. DT has used a table format in the past and will go back to this

**Action 09: NA was required to give an update on the problematic areas regarding the range registration for the next Board meeting, in order that a decision could be made on non-compliant clubs**

**Action 10: Board training to be arranged on Mental Health First Aid**

**Action 11: NA was asked to provide proof of integration of the DoS Board papers. DoS to go back to a table format**

HB gave a presentation of the Coaching Business Plan that was well received by the Board

**BD7 Archery Foundation**

* A paper was presented recommending that all ties with them should be cut for now
* The Board was asked to keep in mind the hardship fund and advised that this was too complicated to apply for. It was recommended that this be passed to Head of Sports Ethics and Integrity to look into
* No public announcement would be made regarding the withdrawal of support but a conversation with the Chair would take place to advise that them why (eg not governance code compliant), and the footer removed from AGB emails

**Action 12: NA to arrange for the Hardship Fund application be looked at by the Head of Ethics**

**Action 13: NA to discuss the withdrawal of AGB support until such time as the Archery Foundation became Governance compliant**

**BD9 Membership Trends**

* Following a review of membership trends, it was difficult to reach conclusions.
* More work was to be carried out and brought back to the Board and include why members leaving the sport survey should be part of a regular process
* If anyone had any comments, they were asked to let BM know

**Action 14: BM to look again at the Membership Trends and report back to the Board**

**Scrutiny**

**BS1 Risk**

Audit & Risk consider the Risk paper is benign

**BS2 - CEO Report**

**Athlete Transitions through the Pathway – Appendix 1 & 2**

* This was well-received, but it was requested that a helpline contact be added before the appendices are put up on to the website

**Action 15: NA to arrange for a helpline to be added to the Athlete transition though the pathway before it is uploaded to the website**

**Regional**

* NA highlighted that we are in process of recruiting an Archery Development Officer to work in the SCAS Region
* This was a pilot scheme made possible as SCAS had agreed to part-fund the position with AGB.
* It was hoped that this pilot would set a precedent with other Regions and would be discussed at the next Regional Chairs and Secretaries meeting in October

**Membership Satisfaction**

* NA reported an increase in membership satisfaction following the second round of survey results. This showed an increase from 25% to 34% in a short period of time and indicated that the tide is shifting.
* NA had changed areas of management and focused on Customer Services. A new member of staff was employed as well as the use of technology by introduction of ‘zen’ desk to help with emails. Both these additions had help with morale and improvements were obviously already.

**KPI Dashboard**

* It was noted that the dashboard needed some refinement

**Commercial Strategy**

* Disappointment was expressed in the lack of funding so far. It was agreed to re-assess the strategy
* The Board was reminded that it wanted its own commercial strategy so as not to be pressured by UKS and SE, but that since that time, AGB was fully compliant with th Code of Governance and the Board was comfortable with the sport’s relationship with its major stakeholders. This meant that the pressure from inside AGB to have a commercial strategy had eased, but ironically the pressure was now coming from UKS and SE, who are conscious of reduced government money. Going forward, all sports would be required to look at funding themselves, but sports were generally aware that every successful deal they signed would probably result in a commensurate cut in government funding. VIK deals were therefore helpful.
* The Board agreed to continue the commercial strategy but noted that as the commercial landscape was a difficult area to break into at this time, a shift in focus from cash-based deals to VIK deals might yield more fruit.

**BS3 Finance**

CW had advised that money was being spent on appointing a new Chair

**Section 3: Matters for report / information only**

**C1 Board Meeting Dates**

**C2 Board attendance and budget 2017-18**

**C3 Safeguarding Report**

**C4 Laws replacement (amendment to rules of shooting, membership terms)**

Above items noted by the Board

The meeting closed at 16.58

The next meeting will be on 24 November 2018, in London

**Actions**

|  |  |  |  |
| --- | --- | --- | --- |
| Item |  | Action | Completed |
| 1 | **LB to circulate an updated copy of the skills matrix following the meeting** |  |  |
| 2 | **CW to provide a clean copy of the Reserves Policy to BM** |  |  |
| 3 | **NA to provide an update once the Media review had been carried out** |  |  |
| 4 | **NA to reassess the Commercial Strategy** |  |  |
| 5 | **NA to ensure that presented papers to the Board are more professional and concise** |  |  |
| 6 | **NA to present a paper to the November Board regarding the VI request for support of £15K** |  |  |
| 7 | **BM/NA/MD to arrange a telephone conversation off-line to discuss communication to members on change of culture, reviews of Regions, Counties and types of Membership** |  |  |
| 8 | **NA to arrange for the Executive to prepare a step paper on how to achieve One Member One Vote**  |  |  |
| 9 | **NA was required to give an update on the problematic areas regarding the range registration for the next Board meeting, in order that a decision could be made on non-compliant clubs** |  |  |
| 10 | **Board training to be arranged on Mental Health Strategy** |  |  |
| 11 | **NA was asked to provide proof of integration of the DoS Board papers. DoS to go back to a table format**  |  |  |
| 12 | **NA to arrange for the Hardship Fund application be looked at by the Head of Ethics** |  |  |
| 13 | **NA to discuss the withdrawal of AGB support until such time as the Archery Foundation became Governance compliant**  |  |  |
| 14 | **BM to look again at the Membership Trends and report back to the Board** |  |  |
| 15 | **NA to arrange for a helpline to be added to the Athlete transition though the pathway before it is uploaded to the website** |  |  |

Archery GB is the trading name of the Grand National Archery Society, a company limited by guarantee no. 1342150 Registered in England.

**Appendix**

This appendix is not part of the Minutes but is a record of prior correspondence between the Chairman and the Board. It is provided for context and information only.

All -

For those of you who prefer printed format to having a digital version of notes in from of you, please make sure you bring a sheet of BS2a and BS2b tomorrow, which are Appendix 6a and b of the CEO report.

There is - as you will know and as I have discussed with most of you - a lot of text in the papers, and I don’t want to get bogged down in it. We will therefore try to make sure we take a high-level view of as much as we can.

With that in mind, I have collated questions and answers that have been raised from parts of the papers that we will not cover in depth. Not all answers will satisfy everyone, but we can pick these up offline if needs be. You will find them all below.

See most of you tomorrow. We will sadly be missing Lizzy, Pippa and Trish. We have David Tillotson and Hannah coming to talk us through their sections.

Mark

**AP4b and AP4c - Independent director adverts**

* Minor points to note. Any other typos please flag separately to Bob.

The words “it has a rapidly growing membership” need to come out of both adverts.  (Similarly, this is incongruous in Paper BD6a)

The words "determining order of agenda” are repeated on page 2 point 2 of the Chairman’s one.

It has been commented that it is time we changed Chairman to Chair (a change we have just made in rowing, FWIW).  I will ask for a quick show of hands tomorrow.

**AP5 - Diversity Plan**

* What has been done/is planned for diversity for staff and performance teams?

We have widened our advertising reach into areas with greater ethnic population mix.

* What is the diversity strategy for Academy/Pathway? Has there been an intake from an ethnic minority background archer this year?

We have discussed with Sport England around a number of KPI’s covering diversity.

* Project Eden is a good idea with good intentions. However, the establishment of Community clubs after the 2 year plan is concerning because there has been a failure to recognise existing clubs run in communities that already cater for needs of the type of person the project is targeting.

We are learning more about the ethnic mix of our clubs but as in the question below regarding collection of additional membership data we have to be sensitive. Yakoob’s advice and guidance here has been both welcome and appreciated.

**AP6b - IT policy**

* Add “gaming” to the "gambling and betting sites" line

**AG4a- Reserves policy.**

* Please note the following comments made by A&R.

There is no requirement to set a level for the CEO to dip into the Reserves pot.  Under his delegated authority that level is and remains at zero.  What we need to approve tomorrow is that the Minimum Level of Reserves should be set at 3.5x current monthly run rate (which today would stand at £440k). Right now reserves stand at £495K.

**AG4c - Case Management Panel.**

* Who is on it and how often does it meet?
* Under what process / means are the competencies of the proposed members going to be measured?

Anita Bickerdike (lawyer), Ceri Wynnne (independent expert), Susan Custance (former senior social worker), Sharon Purnell (social worker). In attendance are Freddie Collier, Steph Kelly from performance & Anne Rook.

The involvement of the CMP is documented in paper C3 - safeguarding

The competencies of the proposed members would be left with the CMP.  If it proves impossible to leave it with them without introducing a more onerous process, we will have to revisit - but I would hope that there are enough sensible people in the world to preclude that.

**AS1a - Communications strategy**

* Online Renewals – There has been concern expressed (from local committee) about: Personal data being held by a 3rd party, Sport80 (other than Archery Gb). Particular concern was given for the need to hand over date of birth info for seniors (fear of identity theft). Who owns the data?

We own the data and we do have all the appropriate GDPR compliant agreements in place with Sport 80.  We do make this clear in our privacy statements here <https://www.archerygb.org/privacy-policy/>

* The Renewal system, and the length of time it is taking to set up new members.

This may refer to last year; this year’s renewals and new member applications are very slick. Any specific problems we deal with via our membership services team expeditiously.

**BD1a Comms Operational plan**

* What are the costs involved with Adrian Bassett?

£400 per day, which is in the budget

**BD1c - 'Modernisation of the customer complaints service' CC2.**

* What modernisation did they go through?

We now use an automated piece of software (Zendesk) which helps us distribute enquiries to the right person and categorise them. It also delivers an immediate automated response to let members know that we are dealing with their request. This process has transformed the speed of response and the quality of our service to members. We are also piloting extended opening hours into the evening for the membership services team during the busy renewal period. We have bolstered the team with additional expertise and recruited an individual with a high standard of membership service experience thus “raising the bar” of competency. The outcome is not only better service but also a happier workforce as enquiry backlogs have been virtually eliminated and without increasing temp. headcount. The level of backlog previously was extremely stressful for the whole team.

**BD1c - Appendix 3**

* Isn’t there an awful lot of green, sometimes in areas where no targets for them have yet been set? How can you be on track when you don't know what on track is?

Yes, there is a lot of green on this one, but other spreadsheets have a realistic amount of amber and red. Not that what makes something red, amber or green is detailed on BS2c, so if people have specific numbers they want to question going forward, that is where to pick them up.

* Is 18-24 membership growth @ 22% of new members (as in new to the organisation), or partly 17-year olds moving up into that category and not many moving out?  Would like to see more in-depth analysis of age categories. Although suggestions have been made, I don't think there is enough of an understanding of the board to make any alterations to memberships as it is.

“New” people in the membership analysis is people with a new membership number. The chances are therefore that they are not transitioning, but it is impossible for us to tell whether they were members at 14 and then stopped and then returned without telling us that they previously had a membership number. On the whole it seems fair to assume that they are new.

I am reluctant to make any firm recommendations because as the question suggests we need more granular analysis particularly around age groups. Insight and analysis was one of our roadblocks (identified at the strategy day) which we are seeking to clear. We have almost finalised the job description and we will begin recruiting this month. Further analysis of our membership may have to wait until this new resource is in place.

* Is the suggestion to continue with en-bloc school club fees?

The suggestion from the executive is to consult with members and BUCS. We have a poor engagement with BUCS and we have started a formal dialogue to improve the partnership.

**BD1h – Membership retention**

* Do we not have an unambitious target to increase membership numbers?

The numbers were agreed with Sport England in exchange for our core market funding

**BD6 - DoS report**

* What's happening with clubs without range registration? What's the timeline, and are we going to just keep reminding or are there some final steps to be taken?

We currently sit at 92% completion. This mean 75 clubs that have not yet completed. These clubs have 975 members between them – 2% of the membership.  Membership Services will be supporting these clubs to ensure completion. And therefore is also a reminder within Sport80 to promote clubs to complete as they do their 2018/19 membership renewals.  The remainder of clubs have had several reminders. A final letter outlining the consequences – including the possibility of insurance being invalid with continued non-compliance – will be sent in October 2018.

* Are individuals who are currently coaches expected to pay for this alternative qualification? I would advise there needs to be a means of transitioning people at a minimum cost if you're already qualified.

We are currently looking at the transition process. Hannah will explain during her presentation.