

## Board Meeting Minutes

**Where:** DWF LLP, 20 Fenchurch Street, London, EC2M 2AG

**Date:** 20 January 2018

**Present Board Members:** Alison Howard (CEO), Ruth Daniels (Chair), Pauline Connington (Vice Chair and Elected Director), Richard Flint (Senior Independent Director), Georgina Crossman (Elected Director), Dawn Wesson (Independent Treasurer)

**In Attendance:** Andy Wood (Item 2 only), Aramide Adebayo (minutes)

Item		Action By
<b>1</b>	<b>Formal Business</b>	
<b>a. Apologies</b>	Kevin Smith (Elected Director), Natalie Ward (independent Director)	
<b>b. Declaration of Interests</b>	As previously declared and held on file.	
<b>c. Minutes of previous meeting</b>	The Board <b>agreed</b> the minutes were an accurate recording. Signed by RD.	
<b>d. Matters/ actions arising</b>	None noted.	
<b>e.</b>	It was noted that Jo Baldwin (Independent Director) would not be serving a second term and the Board thanked JB for her contribution.	
<b>2</b>	<b>Board Development</b>	
	The Board participated in the Board Development session which was facilitated by Andy Wood of H cubed.	
<b>3</b>	<b>Standing items</b>	
<b>a. Equality</b>	The Board noted the inclusion of the diversity action plan in the Equality Policy.  <b>Decision:</b> The Board <b>approved</b> the Equality Policy.	
<b>b. Safeguarding</b>	The Board noted that the Safeguarding Policy had been prepared using the CPSU template (total 80 pages).  <b>Decision 1:</b> The Board <b>approved</b> the Safeguarding Policy.	
<b>c. Grant delegation of authority</b>	<b>Decision 2:</b> The Board <b>approved</b> the delegation of authority to prepare a summary version of the safeguarding policy for general publication to the Deputy Lead Safeguarding Officer.	AH
<b>d. Health &amp; safety</b>	No new updates were noted since the last Board meeting.  The Board requested that only substantial items on this matter are presented at future Board meetings.  <b>Action:</b> AH and RD agreed to review an appropriate mechanism, to enable the directors to continue to discharge their fiduciary duties in an appropriate manner.	AH and RD

<b>4</b>	<b>Finance</b>	
<b>a. Profit and Loss</b>	The Board received the Profit and Loss and Balance Sheet which had been produced for information. DW acknowledged the directive from the Chair to produce a summary of key points to note from future updates.	DW
<b>b. Management Reports</b>	The Board held a discussion on the Management Reports.  <b>Action:</b> Board members supported RF's request for a summary narrative on the key points to note from future management reports. Any detailed questions were to be directed to DW.	DW
<b>c. 18/19 Draft Budget</b>	It was noted that the Board had previously received the 17/21 budget forecast.  AH provided a summary of the reprofiled 17/18 budget which had changed to reflect the probable outturn and the reprofiling of some Sport England funding, and the reprofiled 18/21 budgets.  <b>Decision 1:</b> The Board <b>approved</b> the 17/18 budget and the 18/19 Draft Budget effective from 1 April 2018. Rounders England was directed not to limit its commercial ambition.  <b>Decision 2:</b> The Board gave <b>agreement</b> (in principle) for the 19/20 and 20/21 budget.	
<b>5</b>	<b>Staffing</b>	
<b>a. Verbal report from CEO</b>	<b>Confidential Minutes</b>	
<b>b. Staffing Survey</b>	The Board held a discussion on the Staff Survey and directed AH to ensure that the survey remain anonymous to encourage open and honest feedback from staff.  <b>Action:</b> RD directed AH to provide an update to the Board on areas of improvement following discussions with the staff on the survey results.	AH
<b>6</b>	<b>Governance</b>	
<b>a. Operational Plan</b>	The Board held a discussion on the Operational Plan 17/21.  AH was directed by the Board to present strategic initiatives on the plan for information only at future Board meetings.	AH
<b>b. Risk Register</b>	<b>Decision:</b> The Board <b>approved</b> the Risk Register for January 2018.  <b>Action:</b> The Board <b>agreed</b> to give sufficient time at the next Board meeting to review risks in more detail.	The Board
<b>c. Governance Action Plan</b>	The Board received the Governance Action Plan for information.	
<b>d. Diversity Action Plan</b>	<b>Decision:</b> The Board <b>ratified</b> the Diversity Action Plan.  <b>Action:</b> The Board noted the requirement to nominate a Board-level Diversity Champion and would address this requirement by the next Board meeting.	The Board

<p><b>e. Policy Reviews</b></p>	<p><b>Code of Ethics</b> No material changes were noted.  <b>Decision 1:</b> The Board <b>approved</b> the Code of Ethics Policy</p> <p><b>Critical Incident Management Plan (“CIMP”)</b> No material changes were noted.</p> <p><b>Decision 2:</b> The Board <b>approved</b> the CIMP subject to the addition of a bridge for Board members as part of the escalation process by AH.</p> <p><b>Customer Charter</b> AH highlighted that this had been updated to reflect the new platform. No other material changes were noted.</p> <p><b>Decision 3:</b> The Board <b>approved</b> the Customer Charter.</p> <p><b>Financial Procedures</b> No material changes were noted.</p> <p><b>Decision 4:</b> The Board <b>approved</b> the Financial Procedures Policy subject to a review by DW to ensure that the policy was reflective of what took place in practice.</p>	<p>AH</p> <p>DW</p>
<p><b>7</b></p>	<p><b>Sport England</b></p>	
<p><b>a. Agreed Measures and Targets</b></p>	<p>The Board received the agreed measures and targets.</p> <p><b>Action:</b> AH agreed to circulate the new Sport England structure to the Board.</p>	<p>AH</p>
<p><b>b. Contract Variation</b></p>	<p>The Board received the contract variation for information. No comments or feedback were noted</p>	
<p><b>c. Verbal Report from the CEO</b></p>	<p>AH provided a verbal update to the Board on relationship management from Sport England, this had changed because of Sport England restructure in 2017.</p> <p>RD noted a disconnect with Sport England and the Board, and would follow up with Nick Bittel and Bill Smith. RD further encouraged Board members to build up relationships with Sport England directly.</p> <p><b>Action:</b> AH was asked by RD to introduce Hazel McCluskey (Sport England) to RD by email.</p>	<p>AH</p>
<p><b>8.</b></p>	<p><b>Commercial &amp; Business sub committee</b></p>	
<p><b>a. Commercial Strategy</b></p>	<p>The Board held a discussion on the Commercial Strategy for Rounders England. It was noted that David Bentley would take on the relationship and contract management role with Aresson and iPro.</p> <p><b>Confidential Minutes</b></p> <p>There was a discussion by the Board on how staff could be incentivised to increase the level of income generated from partners of Rounders England. RD recommended that any internal commercial expertise should be leveraged.</p> <p>It was acknowledged that there was a commercial skills gap on the Board. In the interim, RD encouraged the</p>	

	<p>Board to think laterally and build commercial relationships and networks.</p> <p><b>Action:</b> The Board agreed to receive a revised income planning strategy.</p>	AH/DW
<b>b. CSR</b>	<p>The Board discussed the connection between CSR and the Commercial Strategy. RD noted that CSR presented an opportunity to work with partners and local businesses on donations and sponsorships for Rounders England.</p> <p><b>Decision:</b> The Board agreed the CSR Report and advised that further work on how to generate income be reviewed.</p>	AH
<b>9</b>	<b>Customer Sub Committee</b>	
<b>a. Chair update on meeting held on 12.12.17</b>	<p>The Board received an update from the subcommittee chair of the meeting held on 12.12.17. for information.</p> <p>The Board held a discussion on the impact from GDPR on membership. It was noted that the membership database cleanse presented an opportunity to increase membership.</p>	
<b>b. Competition Strategy</b>	<p>The Board received an update on the Competition Strategy for information. It was noted that work was in progress to build an implementation programme for 2018.</p> <p>AH updated on discussions with Will Parker, Sport England who advised Rounders England to concentrate on a robust academic criterion to satisfy the Department of Education. AH noted that work with a group of teachers to test a revised criterion at local and international level would commence soon.</p> <p>RF gave feedback that holding a joint meeting of the sub-committee had been helpful, efficient and effective.</p> <p><b>Decision 1:</b> The Board <b>delegated</b> operational decisions on the Competition Strategy to the staff team, noting that strategic decisions were matters for the Board.</p>	
<b>c. National/ International Event Calendar 2018</b>	<p><b>Decision:</b> The Board noted the National/International Event Calendar 2018 for information. No comments or feedback were noted. AH invited members of the Board to any event on the draft events calendar. If attending Board members should confirm with AH or MG, and expect to be allocated a task.</p>	
<b>10</b>	<b>Profile Sub Committee</b>	
<b>a. Chair update on meeting held on 12.12.17</b>	<p>The Board received an update from the sub-committee chair of the meeting held on 12.12.17.</p>	
<b>b. Website Provider Selection</b>	<p><b>Decision:</b> The Board <b>ratified</b> the selection of the website provider, noted as Jask.</p>	
<b>c. Website project timeline</b>	<p>It was noted that the project was on track for May 2018.</p>	TBC

	<b>Action:</b> The Board requested an update from HH on the Marketing Strategy. It was agreed that this update would be appropriate after the website launch.	HH
<b>d. Brand Membership Awareness Members' Club Social Media Statistics</b>	The Board received the Brand Awareness Members' Club Social Media Statistics. No comments or feedback were noted.	
<b>e. Membership Statistics</b>	The Board received the Membership statistics to December 2017. No comments or feedback were noted.	
<b>11</b>	<b>Nominations Committee</b>	
<b>a. Chair update on meeting held on 21.12.17</b>	The Board received an update from the sub-committee Chair on the meeting held on 21.12.17	
<b>b. Policy for Board members recruitment, selection appraisal and payment</b>	The Board received the Policy for Board members recruitment, selection appraisal and payment for information. No comments or feedback was noted.	
<b>c. Staff Succession Plan</b>	<p>AH presented an update on Staff succession plans. It was noted that the staff matrix had enabled an understanding of the direction of travel for staff in the short term and identified where people needed to be stretched.</p> <p>The Board noted the criticality of the number of positions within the organisation.</p> <p>There was a discussion on the mechanisms for the sharing of knowledge and experience to ensure that any unforeseen staff departures are mitigated.</p>	
<b>d. Staff Pay 18/19</b>	<b>Decision:</b> The Board <b>approved</b> staff pay for 18/19.	
<b>e. Board Skills Matrix and Succession Planning</b>	<p>The Board noted the skills matrix for information. DW to complete the matrix.</p> <p>The Chair suggested that the Board consider appointing Board Advisors in addition to Directors to the Board.</p> <p><b>Confidential Minute</b></p>	DW
<b>[ ] Board Members Informal Appraisal</b>	<p>It was noted that RD had conducted informal appraisals with members of the Board.</p> <p>PC noted that feedback on RD's performance had been provided; additionally, RD invited further feedback on her performance as Chair from Board members.</p>	
<b>f. Independent Treasurer</b>	<b>Decision:</b> The Board <b>ratified</b> the nomination committee appointment of Dawn Wesson as Independent Treasurer to the Board.	
<b>12.</b>	<b>AOB</b>	
<b>AOB 1</b>	GC raised discussions held with Pearson (Exam Board) about their Level 2 and Level 3 qualifications	

<b>AOB 2</b>	containing Rounders. Pearson would attend the Youth Sports Conference and requested engagement with AH on working with Rounders England.  <b>Action:</b> RD would circulate the duty of care report to the Board for review.	AH  RD
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**The meeting formally closed at 3pm.**

**Date of next meeting** – TBC