



British Paralympic Association



Minutes

Name of Company	British Paralympics Association
Meeting	Board Meeting
Location	BPA Offices, 101 New Cavendish Street
Date/Time	Thursday 25 July 2019, 09:00-13:00

Item	Topic	Action
1.0	Chair's Welcome and Update	
	<p>The Board was welcomed to its first meeting at the new BPA offices at 101 New Cavendish Street.</p> <p>Reference was made to the feedback from the Board Evaluation that was conducted in May 2019 (also an item on the agenda), and EB confirmed that she would draft a confidential note of the Board only discussion which had preceded the Board meeting.</p>	
2.0	Attendance and Apologies for Absence	
	<p>BOARD</p> <p>Present:</p> <ul style="list-style-type: none"> • Nick Webborn (Chair) • Emma Boggis (EB) • Kate Adams (KA) • Geoff Newton (GN) • Helen Rowbotham (HR) <p>Apologies:</p> <ul style="list-style-type: none"> • Chris Brown (CB) • Dave Clarke (DC) • Forbes Dunlop (FD) • Anne Wafula-Strike (AWS) <p>OBSERVER</p> <ul style="list-style-type: none"> • Helene Raynsford (HRf) – By teleconference <p>VISITOR</p> <ul style="list-style-type: none"> • Surbana Banarjee – Auditor (SB) for items 6.1-6.2 • Hayley Foster – SRA (HF) for item 7.1 • Vijaya Panangipalli – SRA (VP) for item 7.1 	

	<p>STAFF</p> <p>In attendance:</p> <ul style="list-style-type: none"> • Elaine Battson (ECB) <i>Director of Finance and Corporate Services</i> • Penny Briscoe (PB) <i>Director of Sport</i> • Clare Cunningham (CC) – by teleconference for item 6.8 <i>Athlete Services Manager</i> • Lorraine Mullings (LM) for minutes <i>Governance Manager</i> • Verity Naylor (VN) <i>Director of Operations</i> • Adebola Odeyemi (AO) for items 6.1-6.4 <i>Finance Manager</i> • Karl Reynolds (KR) <i>Commercial Director</i> • Anna Scott-Marshall (ASM) <i>Director of Communications</i> • Mike Sharrock (MS) <i>Chief Executive</i> 	
3.0	Quorum and Declarations of Interest	
	The meeting was quorate. There were no declarations of interest.	
4.0	Approval of the Minutes and Summary Minutes from the Board meeting on 25 May 2019	
	The Board approved the minutes and the summary minutes of the Board meeting on 25 May 2019.	
4.1	Accuracy	
	There were no comments on accuracy.	
4.2	Matters Arising not already covered in the agenda	
	There were no matters arising.	
4.3	Convene Introduction	
	<p>The BPA was granted a number of Convene licences for a trial period. The first time it was used was for the July 2019 Board meeting, where the papers had been uploaded and could be accessed through the application.</p> <p>Board Members gave positive feedback on the functionality.</p> <p>The papers for the October 2019 meeting would also be posted on Convene.</p>	LM to liaise with DC about Convene experience

5.0	Executive Team Report	
	<p>The Director of Finance and Corporate Services and the Commercial Director had both announced their resignations from the BPA. MS and the Board thanked them for their contributions. Other staff changes included some restructuring within the Sports Team, and changes to the Operations Team due to maternity leave. A new Communications Manager had also been appointed.</p> <p>The Board was pleased to hear of the extension of Olympic Broadcast Service coverage, and the Communications Team was due to discuss highlights packages, as most of the live coverage would be broadcast overnight due to the time difference between Japan and the UK.</p> <p>Progress continued to be made on Tokyo Preparation Camp accommodation. Work on progressing contracts continued.</p> <p>Planning for Paris 2024 continued. PB, VN and PS attended the first NOC/NPC Open Days along with colleagues from the BOA.</p> <p>EB also asked about the two Selection Policies that had not been signed off which were noted in the report. PB stated that this was not unusual but that she would follow up on this.</p> <p>This was the first meeting in the new BPA offices and the staff team were congratulated on the move.</p> <p>The Board noted the report.</p>	<p>PB would provide an update on the remaining selection policies</p>
6.0	Items for Decision	
6.1	Approval of Trustees' Report and Financial Statements for the Year Ended 31 March 2019	
	<p><i>[SB and AO joined the meeting.]</i></p> <p>SB confirmed that the Audit went smoothly and stated that based on the evidence provided the BPA remained a Going Concern. The Finance team was thanked for their co-operation and hard work throughout the process.</p> <p>It was noted that the Trustees' Report and the Financial Statements had been considered by the Finance and Audit Committee (FAC) meeting on 11 July 2019.</p> <p>The Finance and Audit Committee had agreed the Financial Statements.</p> <p>Additionally, the Trustees' Report – which was the responsibility of the Board (not FAC) – had been reviewed by other members of the Executive team and the Philanthropy Team. The Board requested some presentational changes to the report.</p> <p>The Chair thanked ECB and her team and also SB and UHY Hacker Young for their work.</p> <p>The Board approved the following:</p>	

	<ol style="list-style-type: none"> 1. The Audit Findings Report; 2. The BPA's position as a Going Concern; 3. The Group's accounting policies and treatments as the most appropriate to the group's particular circumstances for the purposes of giving a true and fair view; 4. The Letter of Representation and authorisation of the Chair of the Finance and Audit Committee, Chris Brown, to sign the Letter of Representation on behalf of the Board, and 5. The statutory accounts for the year ended 31 March 2019. The Chair of the Finance and Audit Committee, Chris Brown, was authorised to sign the accounts (Balance Sheet) on behalf of the Board. Nick Webborn, as Board Chair would sign off the Trustees' report, as amended above. 	<p>ECB to review and finalise the Trustees' report following Board Member feedback and provide to CB and NW for sign off.</p>
6.2	Re-Appoint Auditors for 2019/20	
	<p><i>[SB left the room.]</i></p> <p>The Board was advised that this was the second audit that had been carried out by UHY Hacker Young. The BPA had signed a four-year contract with the organisation and ECB confirmed that there was a good working relationship and was happy to continue working with them.</p> <p>The Board approved the reappointment of UHY Hacker Young as auditors for the year ended 31 March 2020.</p> <p><i>[SB re-joined the room.]</i></p> <p>SB was advised of the Board's decision.</p> <p><i>[SB left the meeting.]</i></p>	
6.3	BPA Financial Position and Commercial Income Update	
	<p>ECB introduced the paper and pointed out that this paper was linked to agenda items 6.4, 6.5, 6.6 and 8.1</p> <p>The information provided in the report had been scrutinised by the Development and Finance and Audit Committees. KR was pleased to report that the pipeline methodology had proved to be successful as some of the transactions at the top of the pipeline had now materialised.</p> <p>The Philanthropy Team's work was also recognised, as they had now successfully signed up the first four members to the Parallel Club.</p> <p>MS added that progress had been made with a high net worth individual who had agreed to donate a significant amount each year through to 2024.</p> <p>KR stated that there was a further delay with securing an airline partner.</p> <p>The Board was provided with details of the "gap" in the visible pipeline, however, KR was confident that the ongoing work would help refill the pipeline, which had naturally shrunk following the progress stated earlier.</p>	

	The Board noted the report, with no additional action to be taken at this time.	
6.4	Budget Review and Forecast – V8.2	
	<p>ECB presented the revised Budget V8.2 and noted that the main changes had been made as a result of the finalisation of the year end audit.</p> <p>The Budget had been reviewed and agreed at the Finance and Audit Committee meeting on 11 July 2019, and the Board was advised that, after excluding the impact of Parasport, the BPA was in a marginally improved position.</p> <p>The BPA's Remuneration Committee had met before the FAC and one of the items that was discussed was Maternity and Paternity pay, as part of the wider discussion about employee benefits. A benchmarking exercise was conducted and the resulting recommendation to FAC and now to the Board was to change the BPA's package.</p> <p>The Board approved the recommended change to Maternity and Paternity benefits effective from 1 August 2019.</p> <p>A number of other areas set out in the paper were discussed in some detail, specifically in relation to the timing of decision-making where additional expenditure may be considered necessary.</p> <p>The Board approved the Budget V8.2, subject to the decision on the next agenda item (6.5 British House Business Case)</p>	
6.5	British House Business Case	
	<p>MS presented the paper to Board, with a recommendation that Board approve an increase to the British House budget from £150k to £500k.</p> <p>MS acknowledged that this proposal was not supported by the Executive Team, given their concerns over the current risk around the income gap and the potential impact on the BPA's reserves.</p> <p>The proposal covered a single unified venue costing £500k and covering essential operations which had been defined as a space for athletes and their friends and family, a media hub, an operations hub and essential hospitality. This represented an increase of £350k over budget but was only £150k over the alternative available of delivering the same services via a disaggregated model. As well as providing a significantly enhanced quality of service for the essential operations, it will provide the option for moving to a full-service British House operation and deliver a wider range of benefits once greater certainty exists over funding.</p> <p>The Chair invited further comments from the Executive Team. They confirmed that they supported the concept of British House and from an operational perspective it would be hugely positive to have all the various elements in one place. However, given the</p>	

	<p>work that had taken place in recent months to cut funding for previously agreed core activity, they were uncomfortable to support increasing the gap that they had worked hard to close.</p> <p>The Board was asked for its view on the proposal and raised a number of questions in relation to the proposal.</p> <p>The Board agreed unanimously with the recommendation to proceed with a single unified British House covering essential operations up to £500k.</p> <p>The Board would want to see evidence of progress on funding before agreeing to move towards a full operation model. It was felt that a decision on a full operation model would probably need to be taken in the Autumn and potentially ahead of the Board meeting in October. Further work was now required to scope out the full operation model and confirm timelines for decision-making.</p>	<p>MS/ASM to provide timelines for further Board decision(s) regarding the “full operation” British House model</p>
6.6	Reserves Policy	
	<p>The Finance and Audit Committee was not quorate when this issue was discussed at its meeting on 30 April 2019.</p> <p>No significant changes were being proposed to the policy, other than the introduction of a designated reserve.</p> <p>The Board approved the Reserves Policy.</p> <p><i>[AO left the meeting]</i></p>	
6.7	Frequency of Board Meetings	
	<p>ECB presented a paper proposing that the number of Board meetings a year should be reduced from five to four.</p> <p>There was some concern that the reduction in the number of meetings could result in the remaining meetings being longer, however, the Board was assured that the key items would still be discussed. It was also proposed that certain items for decision could now be made through the Convene system outside of board meetings, but members would retain the right to ask any specific item to be brought to a Board Meeting for discussion if they felt it was necessary.</p> <p>The Board was also concerned that having a meeting in July was difficult due to the summer break. ECB stated that the Board needed to meet in July to sign off the year-end Financial Statements.</p> <p>The Board approved the proposal to reduce the number of Board meetings from five a year to four, to be trialed in 2020.</p> <p>The Board also recommended that the July meeting should be scheduled for before the summer holidays in both England and Scotland.</p>	
6.8	Approval of Safeguarding Policies	
	<i>[CC joined the meeting via teleconference.]</i>	

	<p>CC presented an update of the Adult and Children's Safeguarding policies, which were reviewed and updated every three years. The paper listed the proposed changes to the policies.</p> <p>The Board approved the updated policies.</p> <p><i>[CC left the meeting]</i></p>	
7.0	For Discussion	
7.1	Board Evaluation Feedback from the Sport and Recreation Alliance	
	<p><i>[VP and HF joined the meeting.]</i></p> <p>VP and HF from the Sport and Recreation Alliance introduced the report and assured the Board that the report following the Board evaluation exercise was a positive one. Although recommendations had been made, they were described as 'low hanging fruit', which might be easily addressed.</p> <p>The Board discussed the report and the recommendations, including details of the action that would be taken as a result.</p> <p>ECB advised the Board of UK Sport's Governance Solution Fund, where organisations could apply for funding that could be used to help achieve best practice. ECB would liaise with the Board to decide on whether an application should be made, as the closing date for applications was 16 August 2019. EB noted that she and the Chair had been discussing the timing of Chair/Board member one to ones and felt that it would be useful to now do these to follow up on some specific points raised in the Board evaluation. The Chair would therefore seek to conduct these between now and the next Board meeting.</p> <p><i>[VP and HF left the meeting.]</i></p>	<p>ECB to liaise with the Board about applying for a grant from UK Sport's Governance Solution Fund</p> <p>The Chair to conduct one to ones with Board members.</p>
7.2	Risk Register	
	<p>LM advised the Board that two new risks had been added to the register. They were related to athlete welfare in the humid conditions in Tokyo, and natural disasters.</p> <p>PB assured the Board that ParalympicsGB was preparing well for the conditions and that this work was being led by colleagues in the HSCIs. PB also confirmed that discussions around natural disasters were ongoing with both Embassy colleagues and the BPA Security Adviser. This work would contribute to the Incident Management Plan in due course.</p> <p>KA recommended that the score for the risk relating to staff changes should increase due to the departure of two directors. The Board agreed.</p>	LM to update the risk register with score changes
7.3	IPC Issues	
	<p>ASM highlighted key points from the recently published IPC strategy.</p> <p>It was noted that there was a greater focus on member engagement which has been demonstrated already by member</p>	

	<p>calls held by the Acting Chief Executive and Chief Marketing and Media Officer. There is a greater focus on social impact and on disability rights in particular.</p> <p>The IPC would develop metrics on how it would measure its impact which the Board agreed would be of interest to the BPA given Strategic Priority 3.</p> <p>It was noted that there was no detail concerning governance, save that the review was ongoing and would report to the next General Assembly.</p>	ASM to distribute copies of the IPC strategy to the Board
7.4	Tokyo Campaign Update	
	<p>ASM presented the proposed Tokyo campaign plan. Communications from one year to go until the immediate post-Games period would focus on creating more UK household names and to increase support for the Paralympic movement in the UK by encouraging a change in attitudes and removing barriers to participation.</p> <p>To ensure that the public fundraising element was integrated into the campaign successfully the BPA had commissioned an agency to support it. The Board thanked ASM for the presentation and the hard work that had been taking place. The Board warmly welcomed the proposed approach and liked the content and tone of the campaign and looked forward to help support it.</p>	
8.0	For Information	
8.1	Finance and Audit Committee (including Management Accounts) – Minutes of 30 April 2019 meeting and draft minutes of 11 July 2019 meeting.	
	The report was noted.	
8.2	Remuneration Committee – Minutes of 3 June 2019 meeting	
	The report was noted.	
8.3	Sport Committee – Last Meeting: 18 February 2019	
	No report at this meeting.	
8.4	International Relations Committee – Last Meeting: 25 April 2019	
	The report was noted.	
8.5	Development Committee – Last Meeting 27 June 2019 and Minutes of 7 May 2019 meeting.	
	The report was noted.	LM to circulate the draft minutes to Board of the 27 June 2019 meeting once approved by GN.
8.6	Social Impact Committee – Last Meeting 22 May 2019	
	Although no minutes were provided HR gave a brief summary of discussions. The Board asked for the Minutes to be circulated when they were available.	LM to circulate the draft minutes to Board once approved by the DC.
8.7	Qualification and Selection Panel	
	The report was noted.	
9.0	Any Other Business	
	ECB stated that a Postal Vote for Approval of TOR for Athletes Commission would have to be carried out, once the Commission had discussed and agreed the proposal.	

	GN asked whether work was being carried out on rights valuation and KR confirmed that this was scheduled.	
	The meeting closed at 13:35	
10.0	2019 Meeting Dates	
	15 October 2019	
	11 & 12 December 2019 (including Board Away Day)	

The BPA's Operations Team presented the adidas and ASOS kit after the end of the meeting, over lunch.