

<b>FINAL Minutes: Board of Directors</b>		
<b>Date:</b>	29 July 2020	
<b>Time:</b>	4 - 6 pm	
<b>Venue:</b>	Microsoft Teams Meeting	
<b>In attendance:</b>	Mike Robinson	Chairman
	Adrian Christy	Chief Executive
	Joyce Church	Elected Director
	Nick Cox	Elected Director
	Pete Fitzboydon	Elected Director (from Item 2.3)
	Mike McSweeney	Elected Director
	Alison Odell	Elected Director
	Malcolm Smith	Elected Director
<b>By invitation:</b>	Mark Boote	Finance Director
	Giles Dunning	Chief Operating Officer
	Jon Austin	Performance Director
	Emma Gibson	Ethics and Compliance Manager (for items 2.1 & 2.2)
	Sue Wressell	Executive Assistant to Chief Executive
<b>Apologies:</b>	Jim Mann	Senior Independent Director
	Jackie Newcombe	Elected Director

For a summary of the decisions please skip to the end of the document or click [here](#).

<b>1</b>	<b>INTRODUCTION</b>
1.1	Introduction and Report from the Chairman  The Chairman welcomed everyone to the meeting, especially Emma Gibson, who would be speaking to two agenda items.
1.2	Joyce explained that her badminton club was considering applying for the Badminton England Hardship Fund.
<b>2</b>	<b>GOVERNANCE</b>
2.1	To receive and consider the Safeguarding and Case Management Review

	<p>The Board received the paper and additional context and background was provided. The following additional points were made:</p> <ul style="list-style-type: none"><li>▪ The recent, complex, case that took 12 months to be heard at a tribunal, had placed significant pressure on the capacity of the Badminton England team. Additional support was required to ensure the team remains effective in dealing with safeguarding caseloads.</li><li>▪ Safeguarding training and awareness across the sport, particularly at club and county level, was something Badminton England is keen to address, and an additional training officer role was required.</li><li>▪ The Team were currently running with two systems; case management software through the pilot project and their own system of word and excel. This was due to the number of old cases that were better managed on the old system.</li><li>▪ A new Badminton England email address for DBS queries had been set up so that other staff could take up some of the workload during a very busy period.</li><li>▪ The Government were being requested to take up the issue of safeguarding as a centralised system in a similar way to anti-doping. The Chief Executive has been championing this with Sport England for some time.</li><li>▪ The Disciplinary procedures were raised and it was confirmed that the Disciplinary Committee would be re-established and the Senior Independent Director would be asked to Chair it.</li><li>▪ The advice suggests that one set of disciplinary procedures should encompass both the safeguarding and general disciplinary procedure. Further, when panels are appointed, the skills set should reflect the nature of the complaint.</li><li>▪ A proposal to Sport England for support of a cross-sports safeguarding training officer was currently being drafted for their consideration.</li><li>▪ Engagement from County Badminton Associations with regards to safeguarding varied greatly and the training officer role would be necessary to push the message and increase engagement with the members.</li><li>▪ The Board agreed that the issue of safeguarding was of utmost importance and non-negotiable and agreed with the recommendations made in the paper.</li></ul> <p><u>Decision:</u></p> <p>a) The Board of Directors approved the recommendations within the paper</p>
2.2	<p>To receive updates to the Equality and Diversity Policy</p> <p>The Board received the updates to the Policy and the following additional points and comments were made:</p> <ul style="list-style-type: none"><li>▪ An Equality Action Plan would follow the update of the Policy and would be brought to a future Board meeting. (ACTION: EG)</li><li>▪ The Code of Sports Governance requirements for the Board with regards to equality sat outside of this Policy but this would be reviewed so that both might be brought together.</li></ul> <p><u>Decision:</u></p>

	<p>a) The Board approved the update of the Equality and Diversity Policy</p> <p><u>Please refer to the Action Items Register for updated actions (appended).</u></p>
2.3	<p>To receive an update on the action plan response to the external Board Evaluation</p> <p>The Board received the two papers on Board Effectiveness and Team Building &amp; Development and the following points were made:</p> <ul style="list-style-type: none"><li>▪ The Chairman had attended a recent CMT meeting to receive feedback on the evaluation from the senior team.</li><li>▪ The role of the Board needed to be discussed and agreed and the Chairman was considering a small questionnaire for Board/CMT completion to help with this.</li><li>▪ The Chairman and CEO had increased their monthly 1-2-1s to weekly which was working well.</li><li>▪ It was recognised that an external facilitator would need to understand the business extremely well and would likely be expensive. As such, the Board and CMT were keen not to spend money on an external facilitator at the present time and focus would be given to how the Board could move forward on their own in the first instance.</li><li>▪ The Chief Executive updated the Board on the current development opportunities and secondments that might arise from the Commonwealth Games 2022. While he has always committed to investing in staff wherever possible, the Chief Executive also advised the Board that he felt an organisational restructure was essential to protect Badminton England, because of the impact of the pandemic and in order to continue to pursue the growth and success of English badminton. The Chairman was keen that the organisational values should be reviewed at the same time.</li></ul>
2.4	<p>To receive the following Special Resolution to amend the Articles of Association at the 2020 Annual General Meeting:</p> <p>THAT with effect from the conclusion of the meeting the draft articles of association produced to the meeting and, for the purposes of identification, initialled by the Chairman, be adopted as the articles of association of the Association in substitution for, and to the exclusion of, the Association's existing articles of association.</p> <p>The Board agreed that the Special Resolution should be put forward to the Voting Members at the AGM in October 2020. The Notice of the AGM, and accompanying papers, would be circulated at the end of September.</p>
3	<b>REPORTING</b>
3.1	<p>To receive the Chief Executive's Report</p> <p>The Board received and noted the CEO's Report. In addition, the following comments/points were made:</p>

	<ul style="list-style-type: none"><li>▪ The BWF were continuing to review the international calendar and had cancelled the events due to be held in September.</li><li>▪ (REDACTED)</li><li>▪ Return to play was still a critical focus for Badminton England and understanding what facilities would be open for members to use. Many indoor NGBs were experiencing the same issues and a sector wide survey was being produced to collate the findings across the country. This was due to be circulated through the operators in the next week or so.</li><li>▪ All senior and junior pathway players were back training. It was difficult to plan their training effectively with tournaments being cancelled on a monthly basis.</li><li>▪ (REDACTED)</li><li>▪ The risk that the lack of facilities was creating could not be under-estimated. It would have an enormous impact on players being able to play, not just in 2020 but in future years. There was also a significant risk to membership income because of clubs experiencing difficulties in returning. Badminton England has an important role to play in raising the issue.</li><li>▪ A proposal had been discussed with Sport England whereby it could potentially manage more facilities; it was felt this could be extremely helpful in protecting places where badminton could be played. Joyce Church would also send some information to the CEO about an investment model (REDACTED) for him to review (ACTION: JC)</li></ul> <p><u>Please refer to the Action Items Register for updated actions (appended).</u></p>
3.2	<p>To receive the audited accounts for the financial year ended 31 March 2020</p> <p>The Board received the audited accounts and the following additional points were made.</p> <ul style="list-style-type: none"><li>▪ There were no changes to the results previously presented in the management accounts.</li><li>▪ The Finance and Risk Board had reviewed documents covering internal controls and going concern at its recent meeting. The controls paper provided the necessary degree of assurance that the Board could make its annual compliance statement in the accounts. The reserves and cash levels were good for the next 12 months and the Finance and Risk Board had recommended that the accounts could be prepared on a going concern basis.</li><li>▪ The Finance and Risk Board would be reviewing the internal controls procedures in more detail over the next year.</li><li>▪ Mark Boote was thanked for all his hard work with the Accounts and audit.</li></ul> <p><u>Decision:</u></p> <p>a) The Board approved the audited accounts for the financial year ended 31 March 2020.</p>
3.3	<p>To receive the Letter of Representation</p>

	<p>The Board received and approved the Letter of Representation with minor amendments to Appendix 1 to show that the four new Directors took position from 29 June 2019, not until 29 June 2019.</p> <p><u>Decision:</u></p> <p>a) The Board approved the Letter of Representation to the Auditors with the minor amendments.</p>
3.4	<p>To receive the Audit Findings Report</p> <p>The Board received the Audit Findings Report and noted that the Finance &amp; Risk Board had discussed and were happy with it.</p>
4	<b>STRATEGY</b>
4.1	<p>To receive an update following the YONEX All England Steering Group meeting</p> <p>The update paper was received by the Board and the following comments were made:</p> <ul style="list-style-type: none"><li>▪ The Board discussed the purpose of the event and It was recognised that Badminton England was currently very reliant on the profitability of the All England. Consideration needed to be given as to how to move away from that level of reliance.</li><li>▪ Until the RFP from the BWF was received, the commercial model could not be understood and consideration given to what level of tournament the YONEX All England could be for the next four-year cycle, it was difficult to make decisions about its future.</li><li>▪ The Performance Director spoke on the benefits of the YONEX All England to the players and aspirations of those who wished to play at the event in the future, although he recognised that it was the event itself that was important, rather than who “owned” or ran it.</li><li>▪ It was agreed that once the RFP had been received, the Steering Group would re-convene and add the financial elements into the modelling prepared in 2019. This will enable a more informed view to be brought back to the Board.</li></ul> <p><u>Decision:</u></p> <p>a) The Board approved for the Chief Executive to negotiate an extension to the agreement with the NEC Group to remain at Arena Birmingham for the period 2022 – 2025</p>
5	<b>MINUTES and ACTION POINTS</b>
5.1	<p>To approve the minutes of the Board of Directors’ meetings held on 24 June and 8 July 2020.</p> <p>The Board reviewed the minutes and agreed them nem com.</p> <p><u>Decision:</u></p> <p>a) The minutes of the Board of Directors’ meetings of 24 June and 8 July were approved.</p>
5.2	<p>To review progress of the actions requiring attention only contained within the Action Items Register</p>

	The Board had received the Action Items Register and noted those that needed attention
5.3	Matters arising from the Board Meetings of 24 June and 8 July 2020.  There were no further matters arising.
6	<b>AOB</b>
6.1	There no further other items of business

The meeting closed at 6.20 pm.

Future Board Meeting/Phone Call Dates:

- 12 August 2020 – 4pm - 5pm (*following the meeting this date was removed from the calendar*)
- 26 August – 4pm - 6pm
- 9 September 2020 - 4pm – 5pm (Paris 2024 submission)
- 23 September 2020 – 4pm - 6pm
- 7 October 2020 – 4pm - 5pm (Agenda 32)
- 28 October 2020 – 4pm – 6pm
- 25 November 2020 - 4pm - 6pm

**Decision Summary:**

Reference	Board of Directors Decision	Decision Maker	Agreed Date
Item 2.1, Safeguarding and Case Management Review	The Board agreed the recommendations within the paper	BoD	29 July 2020
Item 2.2, Equality & Diversity Policy	The Board approved the update to the Equality and Diversity Policy	BoD	29 July 2020
Item 2.4, Special Resolution for the 2020 Annual General Meeting	The Board approved the Special Resolution to amend the Articles of Association at the 2020 Annual General Meeting	BoD	29 July 2020
Item 3.2, Audited Accounts	The Board approved the audited accounts for the financial year ended 31 March 2020	BoD	29 July 2020
Item 3.3, Letter of Representation	The Board approved the Letter of Representation to the Auditors	BoD	29 July 2020
Item 4.1, All England	The Board approved for the Chief Executive to negotiate an extension to the agreement with the NEC Group to remain at Arena Birmingham for the period 2022 - 2025	BoD	29 July 2020
Item 5.1, Minutes	The minutes of the Board of Directors' meetings held on 24 June and 8 July 2020 were approved	BoD	29 July 2020