

AQUATICS GB BOARD

MINUTES

FROM THE MEETING HELD 13TH AND 14TH SEPTEMBER 2024 AT THE PRINCIPALITY STADIUM, WESTGATE STREET, CARDIFF, CF10 1NS

ATTENDEES:

Karen Webb Moss (KWM)	Chair
Drew Barrand (CEO)	CEO
Corinne Cunningham (CC)	Senior Independent Director
Caroline Green (CG)	Swim England – Home Nation Nominated Director <i>[virtual, not item 33]</i>
Keith Ashton (KA)	Swim England – Home Nation Nominated Director
Graeme Marchbank (GM)	Scottish Swimming – Home Nation Nominated Director
Fergus Feeney (FF)	Swim Wales – Home Nation Nominated Director and CEO
David Carry (DC)	Independent Member <i>[virtual]</i>
Piers Martin (PM)	Independent Member
Nili Safavi (NS)	Independent Member
Aimee Booker (AB)	Athlete Representative <i>[virtual]</i>
Adam Clarke (AC)	Associate Director of Performance <i>[item 31 only]</i>
Kathreen France (KF)	Director of Finance <i>[item 32 only]</i>
Tom Wilson (TW)	Auditor on behalf of Haysmacintyre <i>[item 32 only]</i>
Ian Jones (IJ)	Chair - Swim Wales Board <i>[item 33 only]</i>
Huw Lewis (HL)	Independent Member - Swim Wales Board <i>[virtual, item 33 only]</i>
Victoria Hale (VH)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
James Askey (JA)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
Keri Hutchinson (KH)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
Sian Joseph (SJ)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
Sian Prigg (SP)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
Nicola Rylett Jones (NRJ)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
Partrick Murphy (PMu)	Independent Member - Swim Wales Board <i>[item 33 only]</i>
Lucy Hyde (LH)	Executive Assistant – Swim Wales <i>[item 33 only]</i>
Rob Henderson (RMH)	Business Operations Coordinator

APOLOGIES:

Jane Nickerson	Swim England – Home Nation Nominated Director
Hema Luqman	Independent Member - Swim Wales Board

MINUTES:

- 30. Welcome and Apologies (Friday 13th September)**
- 30.1 KWM welcomed all to the meeting, noting apologies received from JMN. An update was then given on the Swim England Nominated Directors.
- 30.2 KA's second four-year term finishes in October. In order to ensure a smooth handover, and with the support of the Swim England Chair, the Board agreed to extend KA's term until the culmination of the Board meeting in November 2024.

- 30.3 KWM read a letter from JMN, outlining her intention to step down from the Aquatics GB Board at the culmination of the November 2024 meeting. KWM thanked CG, and acknowledge the Chair and CEO of Swim England, for their efforts and support in resolving the Swim England nomination of Directors' issue.
- 31. Safeguarding report**
- 31.1 DB gave a brief introduction and welcomed AC to deliver the presentation alongside FF and DB. The slide titles were:
- Overview (AC)
 - Key context
 - Historical practice pre 2022 restructure
 - Current practice
 - Challenges
 - Working with Home Nations (DB)
 - Home Nations collaboration framework
- 31.1.1 DB clarified that Home Nation CEOs are aware of, and aligned with, this work and that Aquatics GB is looking to combine approaches for increased consistency across the sport.
- 31.1.2 Some further clarification and discussion was offered on the content of the presentation, including topics such as:
- The point at which cases are handed over to the appropriate Home Nation
 - Achieving safeguarding best practice as a priority in the context of performance
 - Supporting coaches and creating the right culture
 - The athlete perspective and an open performance environment
 - Requirements vs resource
- 31.1.3 AC stated that there are now regular meetings with the Home Nation Safeguarding Leads, and a Terms of Reference is being developed.
- 31.1.4 KWM added that UK Sport is aware of the general lack of resource in this area across all sports, and as part of the System Masterplanning, shared resources are being considered.
- 31.1.5 FF then facilitated a structured discussion in the following areas:
- 31.2 Governance
- 31.2.1 It was agreed by the Board that in order for a Home Nation Nominated Director to be the Safeguarding Lead on the Board, a number of principles need to be outlined with clear escalation points where a possible conflict of interest becomes unmanageable. There are also some benefits of having a Lead who has the relevant experience and is often closer to the detail.
- 31.2.2 **Action: DB to draft principles and escalation points for the Board's Safeguarding Lead.**
- 31.2.3 KWM requested a short update from FF at the next Board meeting in November 2024, with an update on developments relating to the prospective improvements.
- 31.2.4 DB stated that statistics can be reported as part of updates in the BAU reports, with the recommendation that Safeguarding be an ongoing Agenda item to identify strategic improvements.

31.2.5 **Decision: 'Culture and Welfare' to be added to Board Agenda moving forward, comprising key Safeguarding updates.**

31.3 Culture, Education and Training

31.3.1 FF identified the need to ensure coaches feel less vulnerable. It was agreed that athlete, staff and stakeholder education was key for this area.

31.3.2 DB believes an action plan is necessary and appropriate in this area. CG advised that the law firm used by Aquatics GB should be able to provide access to free training on this topic.

31.3.3 **Action: DB to check with the law firm on the availability of cost-free training.**

31.3.4 **Action: DB to check with insurers on the presence of specific Safeguarding insurance.**

31.3.5 NS suggested that if safeguarding provision is improving, then a wider range of cases would likely be seen. The Board agreed that this should be an indicator of success.

31.3.6 GM noted that a welfare culture and a performance culture are not mutually exclusive and can co-exist in a balanced environment. DB agreed, stating that the coaching culture plan will be separated from the athlete, staff and stakeholder education piece.

31.4 Risk Management and Operational Safeguarding

31.4.1 It was agreed that a collaborative structure and a triaging system is required, which fits into the broader Home Nations conversation. Of particular note is the requirement for processes to be independent whilst maintaining alignment between Home Nations and Aquatics GB. DB stated that the challenge is forming the governance to allow independence as well as collaboration.

31.4.2 With regards to sharing information and keeping records, best practice should be sought prior to any formal arrangement.

31.4.3 PM suggested that a specialist company should be charged with providing the triage framework, in addition to reviewing processes and structures that are already used in this area.

31.4.4 It was further acknowledged that this requires the agreement of all Home Nations to proceed with the ideal solution.

31.4.5 **Action: DB to continue Safeguarding discussions with Home Nation CEOs to establish an operational Safeguarding framework.**

32. Finance update / Audit report

32.1 TW and KF joined the meeting, TW gave a high level audit report.

32.3 TW stated that the accounts show a true and fair view, which is the overall purpose of the work.

32.3 TW referred to the 2023 Para Swimming World Championships and the Agent vs Principal discussion that was flagged at the planning stage. The Auditors are satisfied that British Swimming Ltd. acting as the Agent is the correct judgement.

32.4 A control point was added into the management considerations.

- 32.5 A small number of IT weaknesses were flagged last year, which remain this year. As this is managed by a third party, there is benefit in a representative from the supplier outlining the detail to the Audit and Risk Committee in the future.
- 32.6 **Action: DB to arrange Swim England IT representative to attend the Audit and Risk Committee in February, to outline risk management protocols.**
- 32.7 The letter of representation is a standard letter with reference to the judgement made regarding the World Para Swimming Championships.
- 32.8 TW clarified that the majority of prior points are resolved; the only one that carries forward is the IT general controls point, adapting to a new auditing standard. This will be carried forward to next year.
- 32.9 GM commented that all future contracts would benefit from the agent vs principal judgement.
- 32.10 **Action: Future Board agenda to include a discussion on future contracts and the agent vs principal discussion when committing to joint venture events moving forward.**
- 32.11 TW stated trends within the sector to be a difficult commercial environment, and increased interest from HMRC across all aspects.
- 32.12 The Executive left the room in order for the Directors to have a private discussion.
- 32.13 **Decision: The Board gave approval for CC to sign the Letter of Representation on behalf of the organisation.**
- 32.14 **Decision: The Board gave approval for the Statutory Accounts ending 31.03.24 to be presented at the Aquatics GB AGM at 8.30am on Saturday 14th September, and to be signed by KWM and CC.**
- 32.15 **Decision: The Board approved the 2024 Annual Report.**
- 32.16 It was further agreed to sign the Letter of Representation and Statutory Accounts digitally, as requested by the Auditor.
- 32.17 KWM gave thanks to TW and KF, who left the meeting.
- 33. Swim Wales Strategy and presentation**
- 33.1 The Swim Wales Board joined the meeting. IJ welcomed all, introduced the Board and presented their short agenda with the emphasis on networking between the two Boards.
- 33.2 KWM thanked IJ for the warm welcome, highlighting that the Home Nation relationship is paramount to Aquatics GB.
- 33.3 Introductions were given by all, followed by a presentation given by FF; the slide titles were:
- Aquatics for Everyone - video
 - Right here
 - Swim Wales History
 - Our greats
 - Our greatest
 - Olympic Games' performance chart

- Last three Olympic and Paralympic Games
- Right now
- Aquatics in 2024
- Our vision – ‘Aquatics for everyone for life’
- Our mission – ‘A world leading NGB delivering excellence, inspiring our nation to enjoy, participate, learn and compete in Welsh Aquatics’
- Our strategic blocks
 - o Aquatics
 - o Performance
 - o Commercial
 - o Governance
 - o Sector leadership
 - o Education and health
- Our objectives
- SWOT analysis
- Challenges
- Collaboration

33.4 There was some discussion following the Swim Wales presentation on collaborative programmes and shared challenges, including:

- Balancing the societal impact of sport and the performance pathway
- Threats to the development pathway
- Prescription swimming being offered through the NHS
- The landscape of swimming lessons
- Facilities and infrastructure
- Pool ownership models
- Safeguarding collaboration
- Volunteer retention
- Diversity in Aquatics

33.5 KWM thanked Swim Wales for their presentation and for their time in joining AGB Board of Directors. The formal meeting was brought to a close for the evening.

34. Welcome and Apologies (Saturday 14th September)

34.1 Following the conclusion of the Aquatics GB AGM, KWM welcomed all the Aquatics GB Board back to the meeting, reiterating FF and Swim Wales thanks for the previous night’s discussions and hospitality.

34.2 Regarding the update for two new Swim England nominated Directors to the Aquatics GB Board, an ideal candidate profile has been shared with the Swim England CEO and Chair. The profile focuses on finance, business, and technology.

35. Declarations of Interest

There were no further declarations in addition to those previously identified.

36. Governance, Minutes and Matters Arising

36.1 Minutes of the Board meeting held 8th June 2024

36.1.1 21.5 – agent vs principal conversation – this will be added to the future Board agendas where relevant.

- 36.1.2 The Minutes were approved and accepted as a true and accurate record of the meeting.
- 36.2 Actions arising from previous Meeting Minutes
- 36.2.1 25.3.4 - NS has been invited to the next Audit and Risk Committee
25.3.6 – the note regarding delegated authority of policy approval needs to stay on the Action Log.
27.3.6 – there will be elements of the ‘commercial deep dive’ delivered in this meeting
27.4.6 – the risk appetite conversation is now a watching brief
8.2.17 – GM requested that feedback on the communications plan for 2024 is now complete.
- 36.2.2 **Action: RMH to recirculate and confirm the Board Meeting dates and arrangements for 2025.**
- 36.3 Minutes of Audit and Risk Committee held 8th June 2024
- 36.3.1 CC presented an update on the Audit and Risk Committee, with all necessary reporting approvals having been passed earlier in the meeting. Thanks were given by CC to all those involved for pulling together an earlier AGM.
- 36.3.2 The Reserves Policy is to be discussed later in the meeting, alongside a twelve month plan of action.
- 36.3.3 The Annual Report of the ARC was received and taken as read.
- 36.3.4 Context was given around the Agent versus Principal conversation, which led to further discussion on the organisation’s role in hosting events.
- 36.3.5 CC stated that there was a formal contract in relation to this, but the wording was not completely clear on making a judgement.
- 36.3.6 KWM gave thanks to CC for chairing, leading and guiding Board discussion in this area.
- 37. CEO’s Report**
- 37.1 Finance and Sales Pipeline
- 37.1.1 DB gave a presentation comprising:
- Overview
 - Overspend analysis
 - Cost control in the future
 - Cost versus income tracker
 - Staffing costs tracker
 - Event costs versus income tracker
 - Historical overview
 - Future options
 - Cost reduction options
 - Income options
 - Sales pipeline
 - Progress to date: the numbers as at 13th September
 - Live proposals
 - Live proposals – Nutrition brands
 - Sales proposition analysis – summary
 - Tailored package of partnership rights
- 37.1.2 DB committed to providing the Board with regular updates in this area moving forwards.

- 37.1.3 KF agreed to check the non-recoverable VAT from the costs mentioned in the presentation. KF further clarified that volunteers and officials are fully briefed on expenses policy and that this expenditure is controlled suitably.
- 37.1.4 GM requested further clarity on the budget phasing on the World Class Programme to ensure appropriate oversight for the Board. It was further suggested that any new finance controls should apply to the whole organisation.
- 37.1.5 **Action: Appropriate representatives of the World Class Programme to attend future Board meeting at an appropriate time to clarify WCP budget phasing.**
- 37.1.6 DB clarified a number of operational issues that are contributing to the current financial status, although there is positive momentum within the organisation and this needs to continue.
- 37.1.7 There was some discussion regarding an inflationary increase being built into the Memorandum of Understanding with the Home Nations, but it was accepted that given the financial pressures across all stakeholders this may be difficult to achieve.
- 37.1.8 PM stated the need to ensure both the World Class Programme and Corporate element of Aquatics GB are in the best position to succeed. CC agreed, preferring the Board to view the organisation as a whole.
- 37.1.9 The Board agreed that while costs are rising, income is flat and this is a significant concern. The investment in the rebrand and events uplift has offered a much-improved event and broadcaster product, and provided the opportunity to drive partnership income. The sales pipeline is therefore developing and moving in the right direction.
- 37.1.10 With regards to the sales pipeline, DB clarified the status of key leads outlining the likelihood to move to real opportunities. In respect to the sports nutrition partner tender process, the current intention is to have one partner who receives the full rights designation and which is a mix of cash and Value In Kind.
- 37.2 Commercial
- 37.2.1 The Report was taken as read, with no further questions.
- 37.2.2 The Board noted the positivity of the new pool operator at Ponds Forge, but identified this as a potential single point of failure with regards to high-level events – owing to the London Aquatics Centre having the same operator.
- 37.2.3 The Executive then left the meeting and a private discussion took place between the Board Directors concerning the current financial state of the organisation and future commercial prospects.
- 37.3 Performance
- 37.3.1 The Report was taken as read. Chris Spice, Performance Director, had recorded a video prior to the meeting to update the Board on the Paris 2024 Olympic and Paralympic Games.
- 37.3.2 **Action: RMH to circulate Performance Director update video after the meeting.**
- 37.4 Business Operations
- 37.4.1 The Report was taken as read.

- 37.4.2 CC queried the value proposition of the alumni programme; DB stated that a small amount of personnel resource is allocated so the work continues to be worthwhile.
- 37.5 Principles and Policy
- 37.5.1 The Report was taken as read.
- 37.5.2 DB outlined the new Employee of the Year Award, explaining the process and concept behind.
- 37.5.3 KWM requested an update on the governance piece, particularly next steps on the Diversity and Inclusion Action Plan. DB responded that UK Sport are happy with where Aquatics GB is; the next stage is how we implement our plan.
- 37.6 Stakeholder Relations
The Report was taken as read, with no further questions.
- 38. Chair's Report**
- 38.1 Due to time constraints, it was agreed to prioritise discussion in other areas and circulate the Chair's Report after the meeting.
- 38.2 **Action: KWM to circulate report after the conclusion of the meeting.**
- 39. AOB**
There was none.
- 40. Date of next meeting**
Friday 15th and Saturday 16th November - London Stadium, Stratford