

Annual Governance Statement: The Amateur Swimming Association (Swim England) Ltd

Introduction

Swim England is the national governing body for swimming in England. It is subject to the Code for Sports Governance (the “Code”) and is committed to the principles of good governance.

The Annual Governance Statement provides Swim England’s stakeholders, members, supporters and sponsors with an annual report on the governance performance of Swim England.

This Statement is made in accordance with the Code for the period from 1st April 2022 to 31st March 2023 (the “Reporting Period”).

Purpose and Values

The purpose of Swim England is to create a society where everyone has the opportunity to learn how to swim, is supported to develop their skills, and enjoys the water safely throughout their lifetime. Its strategic objectives are:

- Provide strong leadership and be the recognised authority for swimming
- Substantially increase the number of people able to swim
- Significantly grow the number and diversity of people enjoying and benefitting from regular swimming
- Create a world leading talent system for all our disciplines
- Deliver a high quality, diverse and motivated workforce within swimming
- Strengthening our organisational sustainability for future generations

Governance Structure

The Organisation is a company limited by guarantee with charitable status. Its governing documents, consisting of articles of association, are published on Companies House website at <https://find-and-update.company-information.service.gov.uk/company/10931571/filing-history>

Board

Role

The Board is collectively responsible for the long-term success of Swim England and is exclusively vested with the power to lead it. Richard Hookway, as Chair, is responsible for

the leadership of the Board. The Board is the ultimate decision-making body and exercises all of the powers of the organisation other than those specifically allocated to other persons under either legislation, its Articles of Association or its Terms of Reference. It is responsible for setting the strategy of Swim England and providing oversight of executive action but maintains a clear division between its management and oversight role and the executive's operational role.

Meetings and Key Decisions

The Board meets a minimum of six times a year, and also on an ad hoc basis where required. The table below sets out the meetings held in the Reporting Period and summarises the key decisions taken.

Board meeting description	Date	Key Decisions
Regular board meeting	20 May 2022	<ul style="list-style-type: none"> - 2021 accounts agreed and signed off. - Approval for the repayment of the CBIL. - Approval for repayment of regional loans following receipt of funds from SportPark floor sale.
Regular board meeting	13 July 2022	<ul style="list-style-type: none"> - Swim England representative to British Swimming Board appointed. - Sale price agreed for SportPark floors from ASA to Swim England. - Treasury Policy agreed. - Nominations Committee representatives agreed. - Below inflation membership fees agreed.
Regular board meeting	14 September 2022	<ul style="list-style-type: none"> - Future National Talent Pathway datasets to include Paraswimming. - New safeguarding structure to be included in the handbook. - New committee members appointed to ARP. - Appointment of SOC Chair. - Staff salary increase agreed.
Regular board meeting	14 December 2022	<ul style="list-style-type: none"> - Appointment of new Independent Board member. - Updated Judicial Regulations approved. - Safeguarding and Welfare regulations approved. - Unincorporated ASA formally closed. - 2023 budget approved. - Ten-year strategy agreed. - Transgender and non-binary competition policy agreed. - Board member committee representation agreed. - Safeguarding and Welfare committee established.
Regular board meeting	1 February 2023	<ul style="list-style-type: none"> - Extension of sponsorship agency contract. - Updated launch date of strategy.
Regular board meeting	15 March 2023	<ul style="list-style-type: none"> - Further extension of sponsorship agency contract. - Determination of British Swimming funding. - Sign off Annual Report.

		<ul style="list-style-type: none"> - Regulation change agreement. - Oversight Committee Terms of Reference were approved and adopted. - Role of Independent Directors in the Complaints process agreed. 2023 pay award agreed.
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Composition

The Board is made up of a maximum of 12 board members and comprises the Chair – Richard Hookway, Senior Independent Director – Caroline Green, four Independent directors, and four Nominated Directors who are nominated by Members of the Members Forum to represent the Regions. Swim England's CEO and CFO are also Directors. All appointments to the Board are made on merit in line with the skills required by the Board.

The following persons served as Board members during the Reporting Period:

Name	Role description	Date joined or left the Board (if applicable)	Board meetings attended	Committees	Committee meetings attended
Richard Hookway	Chair	1 September 2021	6	- NOMCOM - REMCOM - Regional Chairs	1 3 6
Caroline Green	Senior Independent Director	31 December 2021 (second term)	3	- British Swimming	2
Neil Booth	Member Nominated Director	31 December 2022 (second term)	3	- Sport Operations Committee - Safeguarding Champion	4
Joan Wheeler		31 December 2019	6	- Sport Operations Committee - NOMCOM - REMCOM	7 1 3
Barry Saunders		31 December 2021	6	- UKAD Champion	
Bernard Simkins		31 December 2020 (second term)	6	- Audit, Risk and Probity - SE Trading	4 5
Jane Nickerson	Swim England CEO	January 2018 –	6	- REMCOM - Health Commission - Regional Chairs - Institute of Swimming - SE Trading - British Swimming - ARP	3 2 6 4 5 3 4

Brian Havill	Swim England CFO	January 2018 –	6	- REMCOM - Regional Chairs - Institute of Swimming - SE Trading - ARP	3 5 4 5 4
Alison Breadon	Independent Director	31 December 2021	4	- Audit, Risk and Probity - NOMCOM	4 1
Aysha Kidwai		10 May 2021	6	- EDI Champion	
Raj Kumar		10 May 2021	5	- SE Trading - IOS (from Jan 2023) - Commercial Champion	5 1
Sarah Gregory		Left September 2022	3	- REMCOM	2
Katie Walcott-Greenwood		Joined 14 December 2022	3	- REMCOM - Governance Champion	1

Board and CEO Recruitment

During the reporting period recruitment was undertaken for one Independent Director, Katie Walcott-Greenwood, to replace Sarah Gregory. The recruitment process mirrored that undertaken for staff members with open advert and an interview panel with selection being competency based. The process was supported by Nurole.

As Neil Booth's initial term ended in December 2022 a nomination and voting process was undertaken for a Member Nominated Director. Neil was voted in for a second term following a vote of the Member's Forum which included submissions from the four regions not currently represented. The vote was completed by Civica on behalf of Swim England to maintain independence and transparency.

Board Evaluation

The Board, led by Richard Hookway, undertook an evaluation of its skills and performance and of individual directors in the Reporting Period. The latter took the form of individual meetings with the Chair, identifying each director's inputs, challenges and areas for development, followed up by a letter of confirmation. As a result there was an overall board review of both time commitment and skill sets to ensure knowledge was being applied in the most appropriate areas.

Remuneration

In the Reporting Period there was no Remuneration paid to Non-Executive Board members

Committees reporting to the Board

The Board has established the following Committees, which report directly to the Board. Each Committee has clear Terms of Reference which identify its responsibilities and any powers delegated to it by the Board

Audit Committee

Composition: Ali Breadon (Chair), Bernard Simkins, two independent members and the external auditor.

Role: Oversees external audit and internal audit system, risk management process, prevention of fraud

Delegated Powers: Investigating any matters and any activity within its terms of reference

Meetings in the Reporting Period: 4

Nominations Committee

Composition: Richard Hookway (Chair), Joan Wheeler, Alison Breadon

Role: Leads process for Board appointments

Delegated Powers: Lead process for Board appointments on behalf of Board

Meetings in the Reporting Period: 1

Remuneration Committee

Composition: Richard Hookway, Joan Wheeler, Sarah Gregory, Katie Walcott-Greenwood, Jane Nickerson, Brian Havill

Role: Review and approve salaries, benefits and bonuses for the whole of the organisation.

Meetings in the Reporting Period: 3

Sport Operations Committee

Composition: Joan Wheeler, Neil Booth (Chair), Neil Booth, members of Swim England SLT and four sport specialists

Role: Oversees and provides input into annual implementation plans, recommends allocation of resources and approves rules.

Delegated Powers: Monitors performance in relevant areas including athlete pathways, clubs, Counties and Regions, membership and sub-committees.

Meetings in the Reporting Period: 7

Strategy

The Board sets the strategy of the organisation. Swim England's 10-year strategy will be launched on 16th May 2023.

Risk Management

The organisation has agreed a Risk Management Policy to ensure that effective processes are in place to track and report on existing and emerging risks, which could affect the Organisation's ability to meet its Strategic Objectives. This also includes risks that cause damage to the organisation or its stakeholders. The objective is to support better decision making and management of risk through a comprehensive understanding of risks and their likely impact.

The respective responsibilities in the policy are:

- Senior Leadership Team
- Audit, Risk and Probity committee
- Board

In the Reporting Period the Audit, Risk and Probity committee reviewed the Risk Registers at each of its meetings to consider new risks and review existing and identified risks. The Strategic Risk Register is reviewed regularly by the board and they are updated at board meetings of discussion and action taken by the Audit, Risk and Probity committee.

General Meeting

Members of the Members Forum exercise the powers vested in them by the Articles of Association and pursuant to legislation. The members of the Members Forum meet once a year through the AGM. They are not able to override the powers of the Board but have reasonable rights to consultation and constructive challenge.

In the Reporting Period the Council met as follows:

Council Meeting Description	Date
Annual Meeting of the Amateur Swimming Association and the Amateur Swimming Association (Swim England) Limited	Monday 4 July 2022.

CEO/Executive Team

The CEO is responsible for the operational implementation of the strategy and manages the executive team. In the Reporting Period the following total Remuneration was paid to the Senior Management Team:

Staff Survey

The Board acknowledges its duties to employees.

The Team survey was open from 9 May 2022 until 23 May 2023 and saw 84% of employees respond. The following table summarises the results:

Response rate	84%
Overall Satisfaction Score	79.06%
Overall Engagement Score	86.55%

Governance Framework

The organisation is committed to the Code for Sports Governance. The organisation has communicated openly with Sport England throughout the Reporting Period and any partial compliance items (as a result of new requirements) are being actioned.

Review of governance practices and procedures

In compliance with the Code the following practices and procedures were reviewed and approved by the Board in the Reporting Period.

Practice/procedure reviewed	Code requirement	Last reviewed
Policies	In line with organisations review schedule.	Policies reviewed by rotation constantly.
Financial policies and procedures	In line with organisations review schedule.	Rolling process in place, scheduled to be reviewed every three years.
Financial Forecast	4 year minimum	We have an annual financial forecast approved in December.
Stakeholder Strategy	At least annually	Included within overall strategy and reviewed annually as part of the

		implementation planning process.
Treasury policy	4 year minimum	July 2022
Complaints Policy	4 year minimum	September 2022
Safeguarding and Welfare regulations in Swim England handbook	According to schedule	September 2022
Judicial Regulations in Swim England handbook	According to schedule	December 2022
Swim England 10 year strategy	According to schedule	December 2022
Transgender and non-binary competition policy	According to schedule	December 2022
Risk management and internal control	Every year	March 2023.

Complaints/whistleblowing

In the Reporting Period there were three formal complaints to Swim England. These were dealt with in accordance with the Complaints Policy. Two of these complaints remain ongoing. During the period there were four whistleblowing concerns received. One whistleblowing concern remains ongoing.

Diversity

Swim England is fully committed to the principles of equality of opportunity and to creating a diverse environment. We work with our members and partners and stakeholders to enable swimming and other aquatic activities to be sports for all, to be accessible and inclusive and provide opportunities for enjoyment and achievement for all.

Marie Cooper (Director People Development) is the strategic lead for equality and diversity.

We are committed to increasing the diversity of employees, volunteers (including Board and committee members), participants, teachers and coaches and will carry out initiatives to encourage more women, people with disabilities and people from black and ethnic minorities to become more actively involved in all aspects of aquatic activities.