

Amateur Swimming Association (Swim England) Limited Board Minutes

27 January 2021

Via Zoom

Present:

Sue Smith – Chair
Neil Booth (NB)
Ali Breadon (AB)
David Flack (DF)

Brian Havill (BH)
Jane Nickerson (JMN)
Bernard Simkins (BS)
Joan Wheeler (JW)

Officers in attendance:

Richard Barnes (RB) - Director of Legal and Company Secretary
Siân Breen (SB) - Senior Administration Officer

Min No:

1. **Welcome**
The Chair welcomed everyone to the meeting and congratulated BS on his re-election for a four year term.
2. **Apologies**
Caroline Green and Sarah Gregory (SG).
3. **Declarations of Interest**
None
4. **Minutes of the Board of the Amateur Swimming Association (Swim England) Limited held on 3 December 2020**
Updates were provided on the following:
 - Minute 5.1: Level X had been largely well received and provided hope for future competition.
 - Minute 8: the Board will continue to be updated on conversations with Sport England. Although confirmation was received that funding could be used flexibly, it had been necessary to explain that consequently there would not be the same investment from Swim England on talent and other programmes. Confirmation of continued flexibility was yet to be received formally for 2021-22.
 - Minute 8: we have received signed acknowledgement from the University of our notice to sell back to them part of the lease. This sale is to be completed by April 2022 but the University have stated they may desire to purchase earlier.

The minutes were accepted as an accurate record of the meeting

5. **Actions arising from the meeting held 3 December 2020**

5.1 Minute 9.1: The Institute of Swimming were very appreciative of the Board's thanks.

6. **Confirmation of decisions made by email**

6.1 Extension of membership deadline: agreed by the majority of the Members' Forum and will be used on a case by case basis as necessary. BH noted there had been a number of abstentions, with individuals unwilling to oppose the Board but were of the opinion either that extensions should not be granted or, that March was not a sufficient postponement. It was agreed that in the future, members would be requested to submit formal abstentions.

7. **Chair's Report**

The Chair noted that an IOC Board meeting was taking place today and an update on the running of the Games may be released in the upcoming days.

Thanks were again directed to Swim England staff, including those in the regions, who continued to bear the impacts of short term working and furlough. The Chair requested board members bear this in mind when contacting employees. Appreciation was also extended to volunteers who dedicate their time to keep clubs running. Without such individuals the swimming community would not exist.

Action: JMN to discuss the issue of messages of thanks to all staff and volunteers with the Chair.

Composition of Board agendas was considered and the Chair stated the need for a set future plan to ensure Swim England's strategy aligned with meetings. The Board agreed AoB would remain on agendas for the immediate future, given the dynamic situation. The Chair requested that any items be flagged as soon as possible to enable informed discussion.

The Chair noted Mike Farrar's apologies regarding the previous year's appraisals and confirmed that meetings would be arranged for 2020 reviews.

Action: SS and SB to organise Board appraisals in March.

8. **CFO's Reports**
8.1 **Report**

Receipt of Sport England and CIMSPA income had resulted in excellent cash balances. It was hoped Sport England will continue pay in advance.

Six figure receipts are expected to continue for the Coronavirus Job Retention Scheme (CJRS) in the first quarter. Cash flow will be affected at the end of the CJRS and, although Institute of Swimming income is expected to return reasonably quickly, award sales will likely take several months to recover.

Membership income is being received at a much slower rate than previous years, although there is currently insufficient information to indicate a clear trend. This is now expected to become more obvious by mid-February, but a £2 million total receipt is currently thought to be an overestimate. The member nominated directors confirmed their expectation of a sizeable decrease in renewals as many clubs, despite the focus of communication work, did not see the value in Category 2 membership when competitions were not taking place.

Action: BH to send updates on membership renewal income to SOC as well as Board, regions and SLT.

As of 27 January 88 clubs (9% of the total number) were yet to comply with Stronger Affiliation, although this number was still falling slowly. It is considered that 35 of these will fold.

Virtually all staff are working short hours; four days maximum. In instances where team members leave, work pressures can dictate that those remaining increase to full time as replacement recruitment is not taking place.

Revised forecasts for the Institute of Swimming and Swim England Trading indicate they will continue to be going concerns provided they achieve one third of normal sales. With the current lockdown, it is unlikely this will be reached in the first quarter, impacting figures required for the rest of the year. Although there is confidence this will be achieved, the issue remains regarding the size of contribution to Swim England. Additionally, although it is reasonable to assume the university will honour their commitment in the buyback clause, this will not be received for another 12-15 months. With the uncertainty regarding membership income AB highlighted the need for a plan to ensure the company would continue to be a going concern. A meeting was agreed, to be scheduled after the upcoming meetings of the two subsidiaries.

Action: SS and JMN to propose dates for a meeting after 16 February, focusing on money, resources and the impact on going concern.

BH confirmed a scope was yet to be received in advance of the BDO audit, now unlikely to take place until April. BDO had requested undertaking the audit at the same time as British Swimming – in February – but the difference in year ends and the timing of the haysmacintyre audit made this unsuitable. It was noted that BDO may attend a Board meeting to inform understanding of governance processes.

8.2 **Salary numbers**

Savings are likely to increase as employees find new positions outside of Swim England and are not replaced. There was consideration of how the loss of expertise would affect the business' capabilities and JMN confirmed discussions took place with the regions during the restructure to determine where work required redistribution. JW stated that regions took on a lot of the club development work.

8.3 **Accounts of old unincorporated Amateur Swimming Association**

BH explained that in order to say the company would be a going concern in March, when the group accounts were due to be signed, loans from the regions were required to maintain the cash flow past September. This had been requested and a positive response had been received from four. The plan was agreed with haysmacintyre, who had requested reference be added to the third lockdown which put pressure on the cash flow. It was agreed that the accounts of the old unincorporated Amateur Swimming Association could be signed by BH.

Action: BH to sign the accounts of the old unincorporated Amateur Swimming Association.

9. **CEO's Report**

JMN provided initial thoughts on the new Sport England strategy which was launched yesterday. The 54 page document covered a decade, during which time funding allocation is expected to be transformed. Physical activity and getting the nation moving was the clear focus, breaking down inequalities to ensure inclusivity. The five main themes were outlined and JMN reflected on how Swim England could feed into this. There are clear opportunities and taking greater ownership of learn to swim is an exciting prospect. Demonstrating the benefits of swimming for those that

can't exercise on land will be crucial and, as such, the health commission has been re-established. Insight will be key and the team will work in collaboration to increase understanding of why some groups do not swim which, in turn, will help inform the changes required to modify behaviour.

Talent was less of a feature than in previous strategies, looking more at ensuring inclusive elite pathways, and balance will be required to ensure clubs are protected.

Further information was provided on the CEO report:

- Talent: the formation of elite training bubbles led to some unavoidable inequalities, with Scotland and Wales able to invite more youth swimmers due to the size of their talent programmes. Within England, places had been offered at the Bath, Loughborough and Northampton centres, but these were only open to those within traveling distance. Work is ongoing with British Swimming to increase opportunities and a new centre may open in Coventry.

- Equality and Diversity: SG composing resources for the Board.

- CEO external role: JMN confirmed that any new role would not take up more time than was spent with GB Badminton.

Action: Board members to email SS their decision on the CEO taking on a new voluntary board role.

10. **AGM timing and format**

BH explained that a number of the items normally covered at the AGM; presentation of the accounts and confirmation of the vice-president, may be unable to take place on the planned date in May. It was noted, however, that matters change regularly and a meeting of the Members' Forum is not restricted to the AGM.

The Board agreed the planned date should be maintained and opinion sought at the next regional chairs meeting. The importance of being accountable and visible to the Members' Forum was confirmed and a meeting was regarded as vital to this.

11. **Board Recruitment**

The role of independent director would be advertised in February, with the People Development Director currently finalising the role description. JMN confirmed there had been a delay whilst the bid for Sport England funding for recruitment was processed.

12. **Committee/Working Group Reports** (meetings held since last Board meeting)

12.1 **SOC – 15 December 2020 and 19 January 2021**

The January meeting focused on governance as, following Swim England's restructure, NB had instigated a review of SOC, and its' sub-committees, Terms of Reference (ToR). With the loss of one member of the Swim England executive, the Business Engagement Director would be invited to join.

There was in depth discussion on the operation of the Discipline Leadership and Club Group liaisons and work was ongoing to determine the most efficient way to conduct the role.

Thanks to JW were registered for the completion of a proposal on a new volunteer expenses offer, which has been submitted to the Swim England executive.

The ToR of the H&S Forum was being reviewed to ensure the skills of the members matched the requirements outlined.

A review of the way meeting minutes were published had been carried out with the Head of Sport Development. It was agreed that minutes would be posted on the website 14 days after the date of the meeting (after review by the Chair and meeting members), although NB noted this would require some website renovation.

The SOC ToR had been amended to reflect the agreement that the Chair of the Youth Advisory Panel (YAP) would sit on the committee. This ensured the YAP had a voice within the sport, reflecting their value and productivity.

13. **Any other business**

None.

14. **Dates and times of next meetings**

Board – 10.30 Monday 22 February - Zoom

Board – 1.00pm Thursday 18 March – Zoom

AGM – TBC May

Board – 1.00pm Thursday 24 June – TBC

Joint meeting with British Swimming - Friday/Saturday 17/18 September –
Lancashire Cricket Club

Board – 1.00pm Thursday 14 October – TBC

Board – TBC December