

Amateur Swimming Association (Swim England) Limited Board Minutes

18 March 2021

By Zoom

Present:

| | |
|-------------------------------------|----------------------|
| Sue Smith – Chair (SS) | Brian Havill (BH) |
| Neil Booth (NB) | Jane Nickerson (JMN) |
| David Flack (DF) | Bernard Simkins (BS) |
| Caroline Green (CG) – from item 8.2 | Joan Wheeler (JW) |
| Sarah Gregory (SG) | |

Officers in attendance:

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

Min No:

1. **Welcome**
2. **Apologies**
Ali Breadon
3. **Declarations of interest**
14.3.2 BS & NB – volunteer at events
4. **Minutes of previous Board meeting of the Amateur Swimming Association (Swim England) Limited**
 - 4.1 **27 January 2021**
The Minutes were agreed as an accurate record of the meeting.
 - 4.2 **22 February 2021**
The Minutes were agreed as an accurate record of the meeting.
5. **Actions arising from previous meetings**
Updates were provided on the following actions:
 - Organise Board appraisals in March: only outstanding - BH and JMN diarised and SS to be arranged.
 - Increasing activity whilst under financial constraints: Swim England SLT will work on a 'Road Map' and produce a paper in advance of the Board meeting to be arranged at the end of April / start of May.

Action: SB to arrange additional Board meeting – end of April / start of May.

- Suspension of clubs: worked with every region on agreement.
- Suspension of 50% membership fee reduction: to be discussed at next Regional Chairs (RCs) meeting. Following feedback from RCs, the Board will be informed to take a view.

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

1. JMN permitted to seek a new voluntary role on another Board. JMN affirmed that no applications had been submitted to date.
2. Fines for late club renewals to be suspended until the end of March.

Action: BH to confirm whether regional and county fees are included in the late renewal fine of 10% of “the total of membership fees the club paid in the previous membership year”.

7. **Chair’s report**

It was recognised that the pandemic had necessitated different ways of working, some of which were positive steps that should be maintained. The Chair recommended video conferencing be used for all meetings of the Board, its subsidiary companies and committees and for meetings involving staff unless the Chair of the Board/subsidiary/committee or a member of SLT deems it necessary to meet in person on an exceptional basis. SLT are exploring how this can be applied across the organisation.

The Board registered support for the recommendation, noting greater time efficiency and a lower environmental impact.

It was confirmed that CG would no longer be a member of the Swim England Trading Board as of 18 March 2021.

8. **CFO’s report**

8.1 **Report**

The following points were highlighted from the report:

- Current cash balance £0.8m lower than 2020, primarily due to the downturn in business and decreased membership income. Cash levels historically decrease throughout the year which, in 2021, will coincide with the start of Covid-19 loan repayment.
- Extension of the furlough scheme will bring more income into the business but indicates the likely delay in the return to ‘normal’.
- Swim England Trading and some clubs may be able to apply for new government loans which are set to be available in June. Further information has yet to be released on this.
- There is now a smaller difference in membership income received compared to 2020 – still 32% down on 2020 levels. With the extension of the renewal period, income is still being accepted. If competition can return in some non-virtual form, larger receipts than previous years are expected in the second half of 2021.
- Income from the sale of floors at SportPark hoped to be received this year, with acknowledgment it may not be until April/May 2022.

BH thanked the Membership team for their hard work and dedication through the renewal period, highlighting that payments were being paid to all regions in the month immediately following receipt from clubs – which had not been achieved in previous years.

As membership income had surpassed worst case scenario planning there was greater confidence in the company’s continued going concern. However, BH cautioned that the total still indicated a large down turn and forecasts assumed 50%

2019 trade levels for the Institute of Swimming and Awards. With pools not due to open until 12 April at the earliest, the date 50% is forecast to be achieved may be postponed. The Institute of Swimming is expected to surpass 50% by year end but award sales may take longer to recover, in line with the timeframe seen after the first reopening. The achievement, or otherwise, of the break-even figure will be reviewed throughout the year.

There was discussion on the commercial opportunity posed by Open Water activity and JMN confirmed that a proposal is currently being developed. Collaboration is taking place with other sports to compile an accredited venues list, increasing public awareness of safe sites.

8.2 **Audit, Risk and Probity Committee report – 8 March 2021**

The meeting mainly focused on going concern. The committee was happy to recommend that the board approve the accounts. Confirmation has been received from the auditors that they are happy to sign.

CG joined the meeting.

Following further communication, a control point has been removed from the audit findings report and for the first time Swim England has received such a report with no control point recommendations. BH recognised the difficulties in carrying out an audit online.

The next ARP has been planned for June, when the Road Map discussed by the Board at the April/May meeting will be the main agenda item.

On behalf of the independent ARP members, BS congratulated BH and the rest of the finance team on their work in achieving the successful audit. BS also outlined concerns around the appropriate level of reserves and the need for a register of key Swim England staff and consultant roles.

8.3 **Statutory Accounts of ASA Swim England Limited for the year ended 31 December 2020**

BH highlighted the importance of the cash flow statement, noting in particular that £1.4m was gained from debtor and creditor movements and that in 2021 not only would this not be repeated but the reverse could occur.

The government loan received in 2020 was provided at a time when the perception was that 2021 would see a relative return to 'normal'. As this is not the case, there is the possibility that the repayment period could be extended beyond six years.

BH also referred to the Sport England funding note, explaining that funding was being treated as unrestricted post March 2020.

The Board unanimously agreed to approve the accounts.

9. **CEO's Report**

9.1 A meeting took place with the government's Head of Sport yesterday where it was made clear there will be no change to the rules regarding over 18s being allowed to train with clubs in step 2 due to it being a Cabinet Office decision.

The issues around the forthcoming British Selection event were noted which will impact on members who have achieved a qualifying time and entered but will be subsequently rejected to reduce numbers. Over 18 year old swimmers added to the elite list for the event will then be taken off the list at the end of the event which

means they will be unable to train with their clubs until the country enters step 3 on 10th May (at the earliest).

JMN confirmed that a return to SportPark is unlikely to be planned until social distancing requirements ended, thus avoiding expenditure making the office Covid-19 safe.

The Board noted tribunal proceedings following the restructure had been initiated by one individual.

- 9.2 The strategic direction goals submitted to Sport England were supported by the Board, noting their alignment with the one-page strategy composed in 2020. SLT will subsequently create a small-scale implementation plan for the delivery of these goals.

The Chair confirmed Board meeting agendas would be framed around the goals.

10. **Judicial Review Update**

The Board noted the paper prepared by the CEO, in consultation with the Judicial Administrator, recommending the Judicial Management Group (JMG) review terminology of the internal club dispute process to consider how better to enforce the principle of the separation between the executive and judicial functions.

There was discussion on the most effective method of mediation, potentially using one Friend, or a volunteer in a regional mediator position, to liaise between parties, rather than each having their own Friend. It was noted that Friends representing each side are now permitted to interact, although some may not always feel comfortable doing so. The number of available Friends can delay the initiation of the process.

The skills required to successfully carry out informal mediation was noted and training requirements were considered. Outlining internal club processes was highlighted for inclusion as complaints are often made because these have not been correctly followed. It was noted the Judicial Commissioner rejects complaints if Judicial Regulation 150 has not been followed. 'Just in time' training was thought to be most beneficial and CG offered to assist in ensuring training was fit for purpose.

Action: NB to discuss the recording of club officer training seminars with the Club Governance and Standards Manager.

The Board agreed to the recommendations in the paper and added further recommendations for the JMG to consider more informal mediation in the regions before proceeding to a complaint and the use of on-line hearings

Action: JMN to update the paper and forward it to the JMG.

11. **Forward Plan – Agenda Grid**

The initial plan for the year's meetings was noted, to be updated with the strategic goal implementation plan when completed.

12. **SE Board Evaluation - Action Plan**

The board noted the current status of the plan. Progress on certain items in the action plan was affected by continued pandemic disruption. The plan will be revisited in six months' time.

The Chair confirmed a report would be issued following the completion of the latest round of Board appraisals and any matters arising would be added to the action plan as necessary.

13. **AGM**

13.1 **2021 Proposal**

Recommendations for four different online meetings were discussed, focusing on meaningful engagement with the Members' Forum. The opportunity to collaborate differently with the community was noted and it was considered that a less traditional approach could be employed for the workshops.

Although restricted to the Members' Forum, and regional finance officers where relevant, the importance of engagement with Past Presidents was noted and consideration should be given to how we engage with Past Presidents.

The Board supported the recommendations and agreed that feedback should be obtained from the Members' Forum to determine whether any of the changes for 2021 should be maintained in future years.

13.2 **Award winners**

Covered under item 14.3.1.

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

14.1 **Regional Chairs**

Action: SB to circulate minutes from last Regional Chairs meeting.

There was discussion at the meeting on elite athletes' return to training and the format of the AGM.

14.2 **Health Commission**

The meeting minutes were noted and JMN confirmed the benefits of the group which was producing very useful work.

14.3 **SOC**

14.3.1 **Minutes of 9 February 2021**

NB updated the Board on the following points:

- SOC recognises the importance of education and subsequently states that no competitions should be arranged during school time, particularly not in exam season. Youth Advisory Panel (YAP) will be looking at the effect of exams on participation in competition.
- Para classification – of which there is a British and International system – is to be simplified for lower-level swimmers.
- The Swimming Masters Group Terms of Reference (ToR) have been signed off.
- Appeals relating to the affiliation of new clubs will be handled by the regions.

Meeting held Tuesday 16 March:

- Seven nominations were received for the Harold Fern and AH Turner awards and the Board agreed to support SOC's recommended winners.
- A presentation on Birmingham 2022 aquatics detailed development of the sport in the West Midlands.
- Amended SOC ToR will be sent to the Board for approval.
- The Head of Membership Development presented the new focus on open water, aiming to increase engagement with the outdoor swimming community and turn Swim England into the recognised voice for outdoor swimming.
- The committee agreed the need for a complete membership review, to include an evaluation of fees. The Board confirmed work on this should commence, with the

possibility of the implementation of a new structure as soon as possible; recognising 2022 would be out of scope. NB confirmed that SOC would support the project wherever possible.

14.3.2 **Event Volunteer Expenses**

NB thanked JW for her hard work on the item.

The review was originally initiated as part of an effort to decrease losses from national events as 36% of expenditure was known to be attributed to volunteer expenses. The proposal in the paper, endorsed by SOC, was:

- A reduction in car mileage payments from 0.45p to 0.25p per mile (0.35p for car share)
- A presumption of room sharing in a twin room, rather than single rooms
- A reduction of the allowance for an evening meal from £20 to £15.

Although the proposal was focused on national events, it was noted many volunteers have additional roles outside these competitions and as such the policy may have an impact outside its' initial remit. SG suggested benchmarking with other charities to determine potential differences between volunteer and director/trustee expense policies.

The Board thanked JW for the paper and agreed to support the proposals.

Action: NB to lead on implementation of new expense rates for event volunteers and liaise with RB regarding any necessary changes to the payment of expenses set out in Handbook.

Action: JMN to consider review of other expense policies.

14.4 **Swim England Qualifications (SEQ)**

The minutes from the previous meeting were noted and the Board registered the value of the SEQ Board's work. The Chair confirmed that consideration would be given to Swim England Board representation on the SEQ Board given AB would no longer be attending.

15. **Any other business**

15.1 Cash flow forecasting – BH currently unable to confirm whether the finance team has sufficient resources to forecast at the necessary level. This will be factored into Road Map considerations.

15.2 Action: Board member to assist CG with SS's appraisal to email CG.

16. **Dates of future meetings**

- o AGM – TBC – Zoom
- o April / May – TBC - Zoom
- o Board – 1.00pm Thursday 24 June – Zoom
- o *Joint meeting with British Swimming - Friday/Saturday 17/18 September – Lancashire Cricket Club – to be reviewed closer to the date*
- o Board – 1.00pm Thursday 14 October – Zoom
- o Board – TBC December