

Meeting of the Board of the Amateur Swimming Association (Swim England) Limited

13 July 2022, 10am

Podium, SportPark

Present:

Richard Hookway – RH (Chair)
Barry Saunders - BSa
Brian Havill - BH
Joan Wheeler – JW
Sarah Gregory – SG
Ali Breadon - AB

Aysha Kidwai – AK
Raj Kumar – RK
Jane Nickerson – JMN
Bernard Simkins – BSi
Caroline Green – CG

Officers in attendance:

Jon Glenn (JG) – Workforce and Learn To Swim Director – Item 9 only
Ashley Jones (AJ) Water Safety and Drowning Prevention Manager – Item 9 only
Marie Cooper (MC) – People Development Director - Item 10 only
Rob Henderson (RMH) – Senior Administration Officer

1.	Welcome and apologies
1.1	RH welcomed all to the meeting, expressing his pleasure that the Board was able to meet in-person for the first time since the pandemic.
1.2	Apologies were received from Lois Jarvis (annual leave) and Neil Booth (Commonwealth Games duties.) AB and CG had notified RH that they were to arrive later on during the meeting due to work/travel commitments.
1.3	Prior to the meeting, a strategy consultation was facilitated by George Wood, Phil Brownlie and Nigel Kippax.
2.	Declarations of interest
2.1	Noted BSa and BSi are on their Regional Boards and may have conflict with regards to any business related to the Regions.
2.2	CG declared an interest in Item 7.
3.	Minutes of the board meeting of ASA (Swim England) Ltd – 20 May 2022
3.1	JMN offered to update on chemical shortages and energy price rises later in the meeting.
3.2	The completed sale of SportPark floors one and two was noted and congratulations offered from the Chair to BWH.
3.3	The Minutes were formally approved by the Board.

4.	Actions arising from previous meetings – to note progress
	It was clarified that all previous actions arising will have progress noted as a matter of course, during the CEO and CFO updates.
5.	Confirmation of decisions made by e-mail
	None.
6.	Chair's report
6.1	There has been much activity in Sport in general and particularly in Swimming. The Whyte Review, whilst focused on Gymnastics, has lessons for Swim England and many other sports.
6.2	FINA have launched their new approach to Transgender Competition following their congress in June. FINA's approach is broadly in line with where other sports are headed. LEN are yet to take a public position; Swim England will seek to align our approach with the other Home Nations.
6.3	There have been a few individual issues relating to welfare at clubs – a broader context will be given later in the meeting.
7.	CEO's report
7.1	AB joined the meeting prior to this agenda item.
7.2	Swim England has been offered some equipment after the Commonwealth Games, we have accepted and will distribute these items to where they are needed.
7.3	Commonwealth Games tickets have been distributed to athletes, athlete's families and Board members.
7.4	RK is delighted to hear that recent research shows 96% of swimming teachers love their job. The Board would like to see a range of diverse cultures represented on the video that was shared as a part of the report.
7.5	JMN thanked Emma Griffin for her efforts in ensuring a small number of Ukrainian refugees were housed by a Swimming family in England. The budget for the impromptu refugee support project is small and this is an opportunity cost rather than a threat.
7.6	Sport England are keen for us to have a robust complaints policy and have provided a grant for this work. The Judicial Review is also a more robust external review that Sport England have agreed to fund.
7.7	The lead reviewer, Centre Field, has met with key stakeholders internally and externally, with training identified as an area for development. Swim England is looking to have staff dealing with issues at grassroots level to avoid them becoming bigger issues over time. The Swim England Legal Director has taken over responsibility for the Judicial team and with the assistance of the maternity cover Judicial Administrator, has cleared the majority of the backlog of issues.
7.8	The final report will come back to the Board for discussion, once complete. The current timeline is for a shareable draft in August with the new system in place by September.
7.9	FINA's approach to Transgender competition is helpful with regards to competitive swimming. We now need determine our position regarding inclusivity

	and fairness, particularly around competition. An independent consultant is seeking the views of a range of partners and members within the sport. JMN has been advised that Water Polo does not need to be considered separately as it is a contact sport rather than a collision sport – this enables one policy to be used for all our aquatic sports.
7.10	British Triathlon have done considerable work in this area and we can learn from them. It is likely that British Swimming will align themselves with FINA although they have not yet reached a position.
7.11	Sport England have now signed the contract for this year's Award, our objectives will be signed off at the end of September. We are through the first phase of the next funding submission cycle.
7.12	RH queried how much potential funding Business Solutions could bring to Swim England, as it would be good for the Board to review a Commercial Strategy once the overarching Strategy for Swim England has been finalised. It was noted that the work of the Business Solutions team also provides greater connectivity to the operators and is a great tool for influence ensuring Operators trust us to provide advocacy and other products to them.
7.13	BSi recommended to record the amount of time being spent on Business Solutions. This provides a huge level of value in relationship building and management. RH agreed that Swim England should be able to put a value on all of our functions.
7.14	The Speedo contract is now agreed in conjunction with British Swimming and the Home Nations. We have also protected the rights of the IoS, outside the contract as well as ensuring the Regions are not affected.
7.15	There are two warm leads from other sponsors which would be complementary to our other agreements.
7.16	We have had a congratulatory e-mail from UKAD for our high quality delivery of the compliance register. All thanks must be extended to Rachel Bayley and team for putting this together.
7.17	Energy prices for Pool Operators are going up from around £500m a year to £1.2b a year, with further increases on the horizon. We have been given the go-ahead to continue with our media work to bring attention to the issue. The ask is to have £1b to build new swimming pools this decade, as well as providing funding for the energy price gap. These requests are based on the savings swimming provides to the NHS and Social Care system.
7.18	There are still chlorine shortages. The team has provided guidance and information to pool operators on how to manage this issue. We are not aware of many closures although there have been a few short term closures whilst waiting for supplies.
7.19	British Swimming continue to recruit for a Chair, the CEO role will follow. Swim England need to appoint a new Board member to be our representative on the British Swimming Board, due to Alex Kelham finishing her term in November.
7.20	CG left the meeting in order for the Board to discuss her nomination as the Swim England representative to British Swimming, to replace Alex Kelham.
7.21	Following discussions with British Swimming and other representatives to the

	British Swimming Board, a candidate with a legal background is preferred. It was felt it would be helpful to have a stronger link between the British Swimming Board and the Swim England Board. JMN advised that Caroline Green is willing to stand and if appointed would step down from the IoS Board. The Board and Committee roles are due to be discussed in December following the new strategy.
7.22	Decision: Caroline Green to be appointed as Swim England Board Representative to the British Swimming Board. Unanimous decision.
7.23	Action: Members' Forum to be notified of CG's appointment as Swim England Board Representative to the British Swimming Board. BWH
7.24	Action: British Swimming to be advised of the appointment. Action JMN
7.25	CG returned to the meeting.
7.26	We have gone out with an external agency to replace Sarah on the Board. The Board was requested to communicate to all who may be suitable for this role.
7.27	The Board note that it has received and read the Independent Child Protection Officer's report. Full consideration to be given to this at the next meeting. It was agreed the changes to the structure highlighted by the CEO should go ahead.
8.	CFO's report
8.0.1	The May results reiterate previous Year to Date accounts. Expenditure is below budgeted levels while income is reasonably in line with budget. Thus, overall profits are higher than budget.
8.0.2	There is one area of caution as the IoS is seeing a slight downturn in the number of orders being made by the business to consumer part of our business. There is confidence that the IoS is agile and whatever can be done to reverse this, will be done.
8.0.3	BWH stated that there is a balance to be had between the provision of competitive salaries to retain staff and offering something affordable to the organisation. The biggest variable outgoing is the salary line on the budget.
8.0.4	SG shared the experience that many organisations are making a pay award with a temporary discretionary element to combat the cost of living crisis. It is difficult to predict the length or severity of this crisis.
8.0.5	The Board recognises the requirement to adequately reward staff in order to retain and grow the staff team.
8.0.6	BWH suggested that Remunerations Committee could meet and discuss salary increases more often, potentially looking at a "little and often" approach.
8.1	Loans and Reserves
	BWH suggested that following the repayment of all loans, the reserves element of this item would be best discussed under Item 8.3.
8.2	Sales of Floors 3&4 of SportPark by old unincorporated ASA to Swim England

8.2.1	BWH is required to set a price for the sale of SportPark Floors three and four from the old ASA to Swim England. BWH recommends a sale price of £2.15m.
8.2.2	The parameters are the sale of floors one and two and what is listed in the accounts for floors three and four. There will be no tax or stamp duty owing to our charitable status. It will be a donation to the Charity.
8.2.3	We do not need to consider the depreciation of the property for a number of years yet, as the sale of floors one and two offer a recent and accurate valuation to work from.
8.2.4	The Insurers and tax experts are happy that we will not inherit any financial liability arising from the sale. Furthermore, the Board is positive that we can make this purchase without losing the sell-back clause to the University, this has been advised by a lawyer.
8.2.5	Decision: The sale price for SportPark floors three and four, from the old ASA to Swim England, will be £2,150,000. Unanimous decision.
8.3 Draft Treasury Policy	
8.3.1	BWH invited comments on the one-page document previously circulated. It is a very low risk policy, depositing and spreading funds with the UK clearing banks, ensuring money is returned to the organisation regularly in case of emergency.
8.3.2	Decision: The Board approved the Treasury Policy as presented by BWH. Unanimous decision.
9 Swim Safe and Water Safety	
9.1	JG and AJ, Water Safety and Drowning Prevention Manager, joined the meeting. They gave a short introduction.
9.2	Learning to Swim is a drowning prevention intervention. There are around 400 fatal drownings in the UK each year, the majority involve people who have not intended to enter the water.
9.3	Our vision is a nation safe in, on or around the water. Many parents want their children to learn how to swim in order to not drown. The UK sits comparatively low to the rest of the world for drowning deaths.
9.4	JG shared the impact statement with the Board. Embedding Water Safety within Swim England's strategy will address people's primary motivation for enrolment in the Learn to Swim Programmes; their need to be safe in water. Water safety is as simple as getting into water and out of water safely.
9.5	AJ gave a presentation on the Swim Safe project. It is an immersive water safety education programme for 7-14 year olds, involving experiential learning available to both schools and the public. It is collaborative and delivered by local partners. This allows Swim England to upscale the impact of the programme.
9.6	The key component is to become competent, not only to have the ability. The programme is aligned with RNLI, RLSS and the Fire Service – we are the only organisation to be providing the experiential learning aspect.
9.7	The sessions are free and 45 minutes long, aimed at 7-14 year olds that can swim 25m in a pool. Between 2013 and 2021, 143,000 attended, with 80,000+ attending outdoors sessions. The average age is nine years and three months, with the vast majority of participants studying at Key Stage 2.

9.8	AJ stated that 8 lives are confirmed as saved directly due to the education this programme provides.
9.9	In 2022 we have 20 delivery partners, delivering 15,000 free spaces, the delivery window is May until October with most activity in July and August.
9.10	The primary limitation of the programme is that there is only one person in organisation responsible for it. There is also the challenge of quality assurance were extra resource to be provided.
9.11	Conversations are being had with other similar charities to ascertain opportunities for collaboration. This is one of those things where money would make all the difference as it is a very scalable programme.
9.12	RH offered the Board's help for future developments in this area. JG responded that any Board member would be welcome to attend any of the Swim Safe sessions as a visible sign of support for the programme.
10.	Nominations Committee Terms of Reference
10.1	We need to find one independent non-executive director and one member nominated director to join RH and SG on the Nominations Committee.
10.2	Proposed that JW should replace David Flack on the Nominations Committee.
10.3	Decision: JW was approved by the Board to replace David Flack on the Nominations Committee. Unanimous decision
10.4	Proposed that AB should join the Nominations Committee.
10.5	Decision: AB was approved by the Board to join the Nominations Committee. Unanimous decision
10.6	It was noted that the Terms of Reference do not mention a casting vote but there are four people on the Committee. JMN stated that normally there is one person out of the conversation due to a conflict or time constraints, resulting in three voting participants. If a vote were to be split, that should be treated as non-acceptance. There needs to be a procedure outlined for what happens in this situation.
10.7	Action: MC to draft procedure and to share links to the advert with the Board, for sharing with appropriate candidates.
11.	Membership Fees Review
11.1	JW drew the attention of the Board to the paper circulated, seen by the Sport Operations Committee, who favour option 2 (a rise below the rate of inflation).
11.2	The purpose of the fees is to bring in income to the organisation, membership fees are roughly 20% of the organisation's income. Membership fees are seen as important for buy-in to the organisation's mission, and at this point in term it may be required to consider rises below the rate of inflation.
11.3	When Swim England has offered no increase to fees before, it has not presented as much goodwill as we would have liked. We have tried to keep categories relative to their buy-in levels. The membership is arguably the lowest cost of swimming, with other costs of the sport being more expensive. A below-inflationary increase is a positive message to our membership.

11.4	JMN mentioned that the Membership Team are planning on a holistic Membership review, to go to the 2023 AGM for implementation in 2024.
11.5	Decision: The Board approved an increase to the Membership Fees for each Category, as advised by Option 2 in the paper, below the rate of inflation. Unanimous decision
12.	Committee / Working Group reports – meetings held since last meeting
12.1	Institute of Swimming Board held 24 May 2022
12.1.1	The Minutes were taken as read.
12.1.2	There was a discussion regarding the Business to Consumer Market, that the Board was updated on earlier. It will be appropriate to discuss CG's appointment to the British Swimming Board (and subsequent resignation from IoS Board) in between meetings.
12.2	Trading Board held 29 June 2022
12.2.1	RK delivered a verbal update.
12.2.2	The majority of time was spent on Trading's input to the strategy; in particular the contribution that Trading could make to the overall picture.
12.3	Audit, Probity and Risk Committee held 5 July 2022
12.3.1	AB delivered a verbal update.
12.3.2	The wind down of the old ASA will result in a less complex audit next year, so the audit tender is on hold for a year.
12.3.3	JMN gave a deep dive into Impact of Energy Costs. We will continue to deep dive into prioritised strategic risks.
12.3.4	GDPR was also discussed in detail. Despite Lois' best efforts there is still a lot of work to do. The pandemic reduced our capability to ensure compliance and will require some resource to bring to the standards we require internally.
12.3.5	The Board agreed that a definitive date to have this sorted by would be positive progress, and would support temporary resource being found to bring us up to speed on this issue.
12.3.6	BWH reflected that we have been rebuilding activity resource and not necessarily support resource.
12.4	Sport Operations Committee held 12 July 2022
12.4.1	SOC meetings are happening very close to Board Meetings, so the Minutes from the 24 May meeting were discussed initially. It was clarified that the Transgender Eligibility Panel receives individual applications for competition in line with the current policy.
12.4.2	JW gave a verbal update on the 12 July meeting.
12.4.3	Supervision ratios are currently being clarified to Clubs in line with WavePower.
12.4.4	There is some governance tidying up to do with discussion of the 3 independent members, Terms of Reference and a session from George on Strategy. An

	update was also received from Jon Glenn on minimum depths, which is going to the next Swimming Leadership Group.
13.	Dates for next meetings
	Wednesday 14 September, 11am (SportPark, Loughborough)
	Wednesday 14 December, 1pm (Zoom)
14.	Any other business
14.1	Action: BWH to find EDI training for the September meeting of the Board.
14.2	The majority of Board members are available for a networking dinner on the evening of the next Board meeting (14 September). Owing to this, the hours of the next Board meeting will be 11am – 6pm, with dinner at 7pm.
14.3	The previous Chair, Sue Smith, left during the pandemic and the Board are yet to appropriately thank her for her work. It was suggested to invite Sue to the Board dinner.
14.4	Action: JMN to invite Sue Smith to the Board dinner on 14 September.

Summary of Decisions made

Minute	Item	Decision
7.22	CEO Report	Caroline Green to be appointed as Swim England Board Representative to the British Swimming Board.
8.2.5	Sales of Floors 3&4 of SportPark by old unincorporated ASA to Swim England	The sale price for SportPark floors three and four, from the old ASA to Swim England, will be £2,150,000.
8.3.2	Draft Treasury Policy	The Board approved the Treasury Policy as presented by BWH.
10.3	Nominations Committee Terms of Reference	JW was approved by the Board to replace David Flack on the Nominations Committee.
10.5	Nominations Committee Terms of Reference	AB was approved by the Board to sit on the Nominations Committee.
11.5	Membership Fees Review	The Board approved an increase to the Membership Fees for each Category, as advised by Option 2 in the paper, below the rate of inflation.