



ENGLISH LACROSSE ASSOCIATION Ltd.

Minutes of a Board meeting held on Sunday 26th June 2016 at the Malmaison Hotel, Manchester, commencing at 12pm.

Present: Clare Stoot (CS) – Chair

Mark Coups (MC) Sallie Barker (SB), David Marsden (DM) Hamish McInnes (HM),
Denise McGlinchey (DMc) – Minutes.

Apologies for absence: Ron Balls (RB), Polly McGivern (PM), Melanie Steel (MS), Sue Livock (SL)

1. Conflict of Interest Declarations

None additional declared at this time.

3. Values Refresh

The meeting was reminded of our values.

4. Recognition of success by volunteer and staff

The Board recognised the achievements of Phil Collier in directing the successful Women's Australia Tour 2016, winning the test series 2 games to 1.

The Board recognised the progress Neil Edgar has made in the financial management of the organisation.

5. Minutes of last meeting held on the 19.05.16

A number of changes/amendments to the previous minutes were highlighted by the Board:
HM noted that Item 8 Title: *'World Events – WC2018 (Men's World Championship) – the planned one hour shutdown of ITV channels on 3rd September to encourage the sport /fitness initiative "I am team GB"'* - Date has changed to 27th August 2016.

HM also highlighted that he had given a time scale to point 10: *'Board Modernisation: HM noted that some NGBs had completely changed their structures and personnel'* but this had taken between 9 - 12 months.

SB queried the following points:

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- Point 7: *'World Events – WC2017 (Women's World Cup) - Objectives / Goals need to be prepared and published. LOC to develop and present to the Board'* – SB was unsure of the meaning and relevance.
Group did not remember this point being discussed and therefore agreed to delete it.
- Point 10: *'Board Modernisation. Agreed actions: Background work on changing the Board composition to be undertaken but not to be implemented until a new Chair is in place and able to offer views on proposals'* - SB did not believe the board had agreed that the board change should not be implemented until a new chair was in place and felt that this was inaccurately noted in the minutes.

The Board agreed to amend the action above to the following: *'Agreed actions: Background work on changing the Board composition to be undertaken and appropriate implementation undertaken whilst recruiting a new chair'*.

6. Matters arising (not covered on the agenda)

MC clarified that NE had completed VAT Group Registration with the information that had been previously requested from board members, therefore there was no further action required on this issue.

SB questioned the Nominations Committee purpose and this was agreed to be covered in point 8 – other matters related to the board structure.

Strategic Business

7. Appointment of an interim Chair:

In the absence of RB, DMC is taking the minutes for today's meeting.

MC confirmed that Sue Redfern's letter of resignation as chair for EL had been accepted.

SL has agreed with MC to be interim chair of the Board until a permanent chair is recruited. CS is acting chair in today's board meeting as SL was unable to attend.

It was agreed that a letter should be written by the interim chair (SL) to Sue Redfern to express gratitude for her work and commitment to the ELA.

8. Other matters related to Board structure – members seeking re-election/re – appointment

MC provided paper 3, skills matrix, to assist with conversation.

Discussion was held around the timing for the recruitment of the new chair and the independent board members. It was agreed that the new chair, once established, should then create the new board.

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The group discussed establishing a Nominations Committee to seek Independent board member candidates. SB made recommendation that external people be part of this Nominations Committee. HM noted that the Nominations Committee should have a clear remit and act as advisors to then make recommendations to the board on candidates. SB offered to provide draft terms of reference should the board choose to use them.

Discussion was held around the current vacancies within the board. It was confirmed that the organisation is seeking to recruit two independents members, two elected members and a new chair.

MC advised that the current board composition should remain in order to provide stability and enable the Board to stagger recruitment as, depending on those not seeking a future term of office, four individual members could need to be identified.

The group agreed that the new chair is top priority and that the Nominations Committee is second to this.

The Board were asked to clarify by MC what they perceive as the meaning of 'independent'. All members agreed that 'independent' meant that the person recruited could be a non lacrosse individual or someone from the sport who is not currently holding a significant post.

It was agreed by all that the person recruited for the chair position should have experience within the sports arena.

MC requested that the board revisits the paper provided at the last board meeting, held on the 19th May 2016, titled: '*Board Modernisation Pathway Principles*'. The board confirmed that the principles outlined in this paper are agreed and highlighted the need to prioritise the actions.

Based on discussion the board concluded and agreed the following:

- Size and composition of Board needed flexibility and should be smaller.
- A designated athlete board position should be identified.
- The role of Honorary Secretary be removed.
- Chair – see point 9 below. Omit the recommendation of the past chair to attend the initial stages of recruitment of new chair to advise/mentor.
- Clarity on independent roles was required once the Nominations Committee is in place.
- Skills and experience for directors has progressed with the production of an up to date skills analysis which recognises experience as well as the required skills.
- An Equality Balance was agreed as being essential.
- Remuneration for the Board is not required at this time.

MC to amend the 'Proposed Principles for further Modernisation of the Board' paper with agreed actions and re-distribute.

The Board requested that the articles of association and bye laws be revised and agreed that MC would approach RPC as part of their 2017 World Cup sponsorship to undertake the review.

The Board will then consider revised articles and bye laws to the ELA Articles in September 6th board meeting in London.

The board agreed that an EL staff member will minute future Board meetings.

9. Progress regarding Independent Chair

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MC confirmed that the recruitment process for chair had begun with interviews set to take place at the end of July (Application closing date 15th July).

It was agreed by the group that MS, SB and HM (subject to timings and commitments) will assist MC, with a member of Sport England, and sit on the panel for the recruitment of the new chair. Interview location will be London.

HM recommended the board could meet the chair candidates as part of the overall selection process. MC noted that the candidate would be invited to attend the next board meeting in September, subject to timing and commitments.

10. Finance – Cashflow Update

DM noted the cashflow figures are conservative in their approach.

MC advised that core business is stable but that cashflow is a major concern due to deposit payment for 2017 and 2018 world events. DM emphasised that the ELA has a number of challenges ahead due to the world events.

MC confirmed that NE has been officially appointed as finance manager. MC identified that more financial assistance has been put into the budget to cover the expense generated by the World Cups. Cate Bale returns to ELA part time (3 days a week) to be line managed by NE.

It was agreed by the Board that NE should attend all future board meetings as Finance Manager. MC confirmed a Q1 finance call on 2ND August. NE will lead and answer questions.

11. Business Plan 2016 - 2020

MC passed on feedback from MS who is impressed with the plan but questioned if the ELA are being over ambitious considering the two World Events.

HM believed the philosophy of the plan correct but questioned whether the company had the human resources to successfully deliver.

MC explained that volunteer assistance will be an extra field force for next two years.

MC confirmed that the Business Plan is for the Board, Key Committees, and SMG who will also focus on operational delivery plans. A short version of the plan will be produced and made available for general circulation.

HM pointed out the need to remove 'Sport England' from the title page and add a key stakeholder logo page.

The board approved the 2016 – 2020 Business Plan.

Routine Board Business

12. Policies for approval:

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Conflict of Interest – Staff – Approved by board members.

Conflict of Interest – Board – Approved and an action identified to produce a conflict of interest policy form for 2017 and 2018.

Honorary Members Policy – The board agreed the need to acknowledge achievements of volunteers within the organisation with an award and that the current honorary list should be phased out. Paper approved.

Terms of Reference – Approved by board members.

Board Reserved Powers Policy – It was agreed to remove '*consideration of bad or doubtful debt*' from the policy, otherwise policy approved.

Our Values in Action:

Values were maintained.

Meeting closed with a vote of thanks to the Chair at 3.05pm.

Distribution: Mark Coups, Ron Balls, David Marsden, Sallie Barker, Clare Stoot, Hamish McInnes, Polly McGivern, Melanie Steel, Sue Livock.

Future Meetings:

2016

August 2nd Audio call at 6.00pm (Q1 Management Accounts)

September 6th (London)

AGM and Board October 2nd (Warwick Hilton)

November 10th

December 6th (Christmas Lunch)

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