

BRITISH FENCING BOARD MINUTES

Date of Meeting 21st November 2024

Time 17.00 – 20.00

Location ODI Offices, 203 Blackfriars Road, London SE1 8NJ, UK and online

Present

Directors (Voting)
Sara Pantuliano, Chair
Brian Brittain
Tabatha Barton
Jade Clarke
Mary Cohen
Tommy Curran Jones
Yashmin Harun, Safeguarding Champion
Thomas Nippres
Chris Tidmarsh
John Troiano

Executive Attendees (Non-Voting):
Georgina Usher, CEO (GU)
Helen Hewson, FD (DM)

Observers/Home Nation Representatives (Non-Voting)
George Liston, Scottish Fencing

Guests
Jackie Bryson, Project Manager (JB)
Gregg Olnier, Auditor (GO)

Apologies

Directors
Alex O'Connell, Senior Independent Director

Observers/Home Nation Representatives (Non-Voting)
Francesca Gliubich, BF Charity Chair
Jack Magill, Northern Ireland Fencing (JmG)
Caryl Oliver, England Fencing
Matthew Russell, Welsh Fencing (MR)
Members of Senior Athlete Rep Panel

Item	Item Description
1.	Board Director Reserved Items Apologies Board Director - New Declarations/Conflicts of Interest For Discussion • EF/BF Project update • Wheelchair WCP transfer out of UKSI For Update • Competition Gender Policy (5mins) Minuted separately
2.	General Introduction Chair's Opening Remarks – Welcome observers and introducing Directors. The Chair expressed how excited she is to join British Fencing and the great opportunity to work with a fantastic board. In particular the opportunity to make fencing more popular, more accessible and build on success of social impact projects and our athletes. To drive Board member engagement aim to have individual meetings at least once a year, set objectives and appraise people once a year so we understand how everyone is contributing to the shared objectives for British Fencing. Board objectives to be set once we revise our strategy. We are really lucky to have a fantastic executive, from the CEO to the rest of the team that are really delivering against the ambition for British Fencing. As directors, we're here to support an enable vision Other Apologies – MR and JmG. Board Director Structure – Chair, Senior Independent Director, President Chair reminded the Board of the new structure following the AGM. SP as new Chair, PA new President – stepping down from Board Director as required, AoC is new Senior Independent Director. The Board thanked Pat for her services as a Board Director and congratulated her on her new role.
	Notable Results – There have been no major championships since the last meeting. Condolences – GU paid tribute to Bob Merry and his contribution to the sport at all levels. Bob has been around for a number of years and condolences were sent to the family. Other New Declarations/Conflicts of Interest – There were none. Interim Decisions – • 2026 Parafencing European Championships

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	○ To contribute £10,000 in the 2026-27 budget ○ To underwrite the competition (with insurance in place) ○ Still at the bidding stage with panel and need confirmation from the Government for the funding at the end of November. We are hopeful to hear back in January, but the international federation is continuing to make changes to the calendar. We will only get the funding if it is in Olympic qualification period. ● Appointment of Pat Aiyenuro as President ● Approval of FIE Candidates – done via email for election. Noting of Policies / Papers for (Pre)Approval with no discussion anticipated: Inputs: Pre Approved Documents “Pre-approval” and for in-meeting in “For Approval” Board folder There were none. Noting of Papers for Information with no discussion anticipated in this meeting: Board folder “For Noting” ● FIE Candidate Packs ● Draft AGM Minutes
3.	Action Items No queries were raised in meeting. 138 to be reset for June. New Risks <i>Inputs:</i> Action List (below), Interim Decision (none), Risk Log There were none.
4.	Approve Previous Board Minutes The minutes were approved and actions were reviewed.
5.	Discussion and Approval <u>Finance Part 1. 23-24 Year End</u> The Auditor will attend the meeting to provide a summary verbal report and answer any questions. <i>The Board is being asked to:</i> a) <i>Approve the Audited Accounts</i> b) <i>Approve the LOR</i> c) <i>Note the audit findings, and advise of any follow-up action</i> d) <i>Approve the Directors Report</i>

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	<i>Input</i> – Audited Accounts, LOR, Directors Report in “for Approval” folder JC (Chair of AGRC) set context - David passed away shortly after the Board approved Q4 Management Accounts - there were a lot of closing processes to the accounts required. JC stepped in to help the finance team to support that transition. Took significant time with a lot of reconciling and tracing to make sure that everything was complete and answer auditors questions. Last minute delays to the audit prior to the last board meeting due to one balance in relation to the World Cup. This resulted in an adjustment, reversing some of the entries and rebooking them so that they correctly reflected the type/area of expenditure. This meant that the overall year is a slight deficit compared to that presented Q1 Board meeting, changing a slight profit to a slight negative variance, but still a good result. There is still a huge amount of work for HH to do as incoming Finance Director with a backlog of items from the system transfer to Netsuite and the resources. We promised the membership the opportunity to come online with the Board to review the accounts, so we need to find a date and give notice on this to go through the accounts. Action JC/GU - scheduled in the New Year Report from the Auditor: The audit was primarily a substantive, analytical approach, with the following conclusions: • Numbers very similar, very consistent with prior year. • Turnover was complete materially, and no points to raise • happy that both income and expenditure are fairly stated, correctly, included within the period and complete. • Balance sheet - assets are correctly valued. • One item raised as a an unadjusted error, immaterial to the audit in total. Conclusion - happy to issue a clean audit report on these accounts, again, to say that this is a materially true and fair set of numbers. Immaterial variance – There is a credit card balance of just over £12K from March, which is an understatement but below the threshold, considered a timing issue that will balance in March 2025. The letter representation is clean with nothing on there that we've required further information and further disclosure on. The opportunity was given for the Directors to question the auditors without the Executive present. There were no questions arising. GO shared thanks to the team for the support. The Board minuted thanks to JC for stepping in to oversee the process for BF.

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6.	CEO Update • Stakeholder Update – Funding Bodies/BOA/BP • Stakeholder Update – FIE/EFC • Pathway/GBR – Selection Policies, Olympic Qualification • Membership/Clubs/Customer Service • P&P/Social Impact • Events/Event rating project/Para World Cup • Environmental Sustainability • Disciplinary/Sport Integrity (Item presented alongside CEO Report – Accompanying Notes and Balanced Scorecards in Board Pack) Items to draw Board attention to, highlights and risks: FIE Elections – 103 countries (a majority) have publicly proposed Usmanov’s presidential candidacy. This is unusual as normally a candidate is proposed by 1 country. We have been approached by the media for comment in relation to the upcoming elections plus had discussions on our position with BOA who have been contacted by other NOCs. Our position is clear on sanctioned individuals and we are supporting the Swedish candidate. As a Board, need to decide do we want to make any specific public comment on our support (or to journalists) or take any action in respect of the other proposed candidate. This action would be standalone as there is no group statement or action we are being asked to be part of. The Board discussed the various options, potential risks and consequences and agreed that it would not be appropriate at this time to make further public comment or take any related action to try and prevent a candidate from standing. On balance it was felt that our fencers and our sport are best served by participating in the election congress, voting for our preferred candidates and trying to get our candidates elected into positions where they have a chance to positively influence the future. Talent – Talent supports a structure which creates is intended to create the right opportunities for the right athletes. For a number of reasons there have been a significant increase in the numbers of athletes being entered for international competitions by BF and an increase in inexperienced athletes and parents (mostly related to the new U14 space). The volume of events, the complexity of managing rankings and selection processes and the multiple queries from parents – despite online guides and online discussion events - is taking at the moment least 4 full time people. There is some resentment from the athletes who want faster service and to pay less, which will be a point of discussion for the strategy day. Income at the moment from admin charges does not event cover 1 full time person on a living wage. We need to set up a sustainable financial model as we need to find income to

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	cover the staff time. There are only specific areas that public funding can be used and it cannot subsidise the gap. It is positive how many people want to attend, but the current operating model is unsustainable. Q – can we involve parents to support other parents. In the past we have tried this with varying degrees of success as parents don't always get on well and we have less control over volunteers in positions of power. SwordSeat - GU explained what a SwordSeat is, confirmed we have discussed with our insurers to ensure our public liability insurance covers us for when it is built to specification in the UK. VIP launch being hosted in Bath 8th January 2025 at the Performance Hub. The Board is invited, and it will be a good opportunity to promote to partners including UK Sport. Q: Are the facilities in Bath used by the Wheelchair athletes shared with any other NGBs eg Modern Pentathlon. A: The actual training room is exclusive to Wheelchair fencing. Other facilities including offices and SS&M areas are shared spaces Q: Is the intention that we would use Bath for the standing athletes A: With our best athletes being in different weapons and based in training environments across the World, we would use Bath on an ad-hoc basis for delivery of in-person services and look to drive co-learning and performance improvements across the programmes. (Input – Balanced Scorecard, CEO Accompanying Note)
7.	Standing Update Items • Safeguarding • Anti-Doping • Equality & Diversity Anti-Doping - ADAMS – To note we have one athlete who has joined the testing pool through the FIE (Whereabouts system for UKAD testing). We have reached out to support the athlete to use the system to try and minimise risk of missed tests etc. Q: Do we have any global governance concerns? When the testing gets done, they will tell you how to do this on their behalf.

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	Safeguarding – CPSU Audit completed, ACT framework work does need to start. <i>(Input – Balanced Scorecard, CEO Accompanying Note)</i>
8.	Strategy Area: <i>Sustainability (& Resource Management)</i> Tactic: <i>Continue to prepare and manage a managed budget</i> Noting & Approval <u>Finance Part 2. 24-25 Management Accounts</u> Short verbal update from Chair AGRC. The management accounts weren't closed down when they should have been and the usual quarterly close process hasn't been completed so there is a backlog. This has been discussed and we are awaiting the numbers to be confirmed. The platform is good, the finance team are keeping this running. There are no financial risks and part of the transition is how we present the accounts from fresh eyes. <u>Finance Part 3. 24-25 Q2 Returns</u> <i>Input – UK Sport and Sport England Returns</i> The Board noted these. <u>Finance Part 4. 24-25 Q3 Forecast</u> <i>Input – Membership Financials, Other Income</i> Membership income is on track and there is a Commercial update in For Noting.
9.	<i>Information & Approval (to be confirmed after AGRC)</i> <u>Board Sub-Committee Items: AGRC</u> (items not already covered above) Risk - Cyber Security is still an ongoing risk, and we are struggling with the cost of addressing the gap in IT support services, nevertheless, we are continuing to action it. The next step is to get a quote from another company and liaising with UK Sport about potential shared service solutions. We have also looked into whether there are any Not for Profit discounts available with Microsoft, BF as it is not a Charity cannot access. We can further explore if there are options through the Charity but it is unlikely in the current way both organisations are structured. GU laid out the strategic intention to move to Office 365 and reduce expenditure on other software (eg zoom) in favour of Microsoft suite products. The Board were supportive of this. GU thanked BB for support.

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10.	<u>Information & Approval (to be confirmed after Nom Com)</u> Board Sub-Committee Items: NomCom Board noted that NomCom approved new members of Medical Committee - Board Induction update Arising discussions: The Skills Matrix and Register of Interests is now up to date. NomCom discussed these. Nothing to highlight to Board in terms of Register. When reviewing skills matrix noted that some average scores underpinned by 1-2 people with high expertise. In light of the potential transition of WCP responsibilities, there was a proposal to use the Casual Vacancy to seek an additional Board Director with experience in performance disability sport. The Board agreed. Q: Do we need to think longer term, if the transition happens, will the Board need a more permanent person? This should be discussed. There are limitations at the moment in the ability of the Board to appoint members with 8 elected director roles. This may require changes to the articles. Action – NomCom to discuss and propose NomCom highlighted the following: - Anti-Doping Lead Director role – currently vacant - Membership of AGRC and NomCom – TCJ is on both and will be stepping down from AGRC. At least 1 more Director required in AGRC. Action – anyone interested should inform GU and SP within one week of the meeting. BOA Elections – The candidate CVs are in the Board pack. There was a discussion about both candidates with reflections that both were excellent candidates in different ways. The Board agreed to leave the decision with the Chair and CEO. For approval: - BF Charity Trustee Appointment – Helen Hewson (BF FD) This was approved.
11.	<u>Board Strategy Away Day</u> Priorities – - Structure for the day – we want everyone to attend in person, to have the ability to join up. - Discussion around individual roles such as supervising. The Chair wants to use the time on the day to discuss what are the things we want to achieve, within what

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	timeframe and if we aren't achieving it, what do we need to change, why and this being delegated to individuals so there is a clear direction of travel. Re-visit the basic strategy, there are new board members, and the last strategy day was not very well attended in person Q: Have we completed a participant's survey recently? We are due to do another clubs and memberships survey, but we won't have results back for January. There will be an opportunity for Board members to help shape the questions.
12.	AOB Sport England Governance – note the we are expecting imminent confirmation of compliance. Sexual Harassment - The legislation around sexual harassment changed on 24th October, meaning an increased requirement on employees to ensure the environment is free from sexual harassment. We will have training on this, both at management and staff level. GU expressed concern about some volunteers and officials at events which she has raised on occasion but has received some repercussions from the community when trying to address this. GU does not feel the standards of behaviour from (non-staff) volunteers and officials are always as high as we would like them to be, and some parents echo these concerns.
	Meeting Closed at 20.00
13.	Directors and CEO items Not minuted.
15.	Directors Only items Not minuted.