

# Meeting of the BTF Board of Directors

## Minutes

### Saturday 25 November 2023



**Venue:** ibis Birmingham New Street and via Zoom Conference Call

**Time:** 12:00 – 15:30

**Present:**

**BTF Board:** Bill James (BJ) – Chair, Andy Salmon (AS), Debbie Clarke (DEC), Edwina McDowall (EM), Gavin Calder (GC) online, Martin Kitchener (MK), Neil Saunders (NS) online, Richard Ashton (RA) online, Sameer Pabari (SP), Sara Heath (SH), Vicki Holland (VH), Tasha Reynolds (TR).

**Apologies:** None.

**In attendance:** Ian Howard (IH), Anne Vinestock (AV), Ben Cummings (BC), Dione Hartley (DH) online, Helen Marney (HM), Ian Howard (IH), Mike Cavendish (MC), Nikki Phillips (NP).

	<b>Items</b>	<b>Responsible</b>	<b>Timings</b>
	<p><b>1. INTRODUCTION</b></p> <p>BJ welcomed everyone, confirmed the meeting was quorate and gave a brief overview of the agenda.</p> <p><b>1.1 Apologies for absence</b></p> <p>None.</p> <p><b>1.2 Conflicts of Interests &amp; Register of Gifts &amp; Hospitality</b></p> <p>AS advised that his wife, Jude Salmon, had taken up a role as Head of Participation at Triathlon Scotland. It was confirmed that measures are in place to mitigate any potential for conflict of interest until the end of AS notice period.</p> <p><b>1.3 To approve minutes of meeting held on 29 September 2023.</b></p> <p>The minutes were approved as an accurate record.</p> <p><b>1.4 Action List</b></p> <p>The action list had been previously circulated and updated accordingly.</p> <p><b>1.5 Other matters arising</b></p> <p>It was confirmed that AS is due to step down as CEO on 2 February 2024. The Board thanked AS for six years of hard work and his achievements and commitment to the organisation. The Board wished AS all the very best in his new role at Swim England.</p>		

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<p>It was confirmed that Ruth Daniels will start as the new CEO with effect from 29 January 2023.</p> <p>It was noted that this could be Neil Saunders' last Board meeting as he is shortly due to step down from his role on the Board. Neil was thanked for his hard work.</p> <p><b>1.6 To approve the appointment of Tasha Reynolds as INED Social Impact.</b></p> <p>Tasha Reynolds was introduced to the Board as the new Independent Non-Executive Director, Social Impact. The Board ratified Tasha's appointment with effect from 25 November 2023.</p>		
<p><b>2. REVIEW OF FINANCIAL FORECAST</b></p> <p><b>2.1 Outcome from Exec Team analysis of FY24 Forecast and 2 Year Plan</b></p> <p>A copy of the FY24 forecast and 2-year plan was circulated to the Board prior to the meeting.</p> <p>A detailed overview of the report was provided, and the Board were given assurances that these had been analysed vigorously.</p> <p>An update was provided regarding the Commonwealth Games, with the well-publicised difficulties it is our working assumption for now that there will be no games in 2026.</p> <p><b>2.2 Strategic Implications / Options</b></p> <p>A report was circulated to the Board prior to the meeting.</p> <p>This included an overview of the options (levers) that had been identified by the Executive Team which could be utilised in order to:</p> <ul style="list-style-type: none"> <li>• Make provision for exceptional investment in technology and/or:</li> <li>• React to unforeseen circumstances which would adversely affect the organisation's financial stability.</li> </ul> <p>Following questions about some specifics of this in the meeting, it was agreed to include Board members in further discussion as we move forward with budgeting and planning.</p> <p>It was felt that this should be planned into the budgeting process which will take place in early 2024.</p> <p>AS, AV and RA are to meet in early January to start discussions but were conscious that the process needs to proceed through the period of transition to the new CEO.</p>		<p><b>AS/AV/RD</b></p>

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It was noted that the new CEO, Ruth Daniels, would need to have a good understanding of the business to be part of the budgeting process, the early stages would start under AS leadership and continue with RD in role from 29 January through to late March 2024.

#### **2.3 Reserves Policy**

It was confirmed that at the recent Audit, Risk and Governance (“ARG”) Committee meeting which was held on 7 November 2023 the Committee agreed to recommend the removal of the Discretionary Reserves level of £500k and report against the calculated Minimum Reserves level of £540k.

It was noted that the Reserves level would be re-calculated annually as part of the budget process.

Following discussion, the Board approved the above recommendation.

### **3. DIGITAL TRANSFORMATION**

#### **3.1 Summary of business requirements: Customer Engagement & Growth**

A detailed presentation was circulated to the Board prior to the meeting for information.

An overview of the presentation was provided to the Board and the rationale behind why a connected approach is important was explained.

5-year Growth Projections were also shared but it was noted that the launch of new membership propositions is dependent on a new technology stack.

It was discussed that any proposal regarding the Membership Strategy would need to be approved by the Business Review Group. It was confirmed that a lot of hard work had been carried out by the team in order to verify the data and figures provided in the presentation and the Executive team were thanked for all their hard work.

The Board were asked to forward any questions they had regarding this to the Executive team post meeting.

#### **3.2 Digital Transformation Roadmap and investment proposals**

An update of the Digital Transformation Strategy was circulated to the Board prior to the meeting for review.

It was noted that the objectives of the meeting were to:

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- Present an overview of the current technology landscape and complexity.
- Review the proposed technology strategy approach.
- Agree to an exceptional board meeting in January to review a business case.

An overview of the technology goals was provided and the importance of ensuring that this was fit for purpose, reliable and future proof was reiterated.

It was confirmed that successful migration to the cloud had taken place.

It was confirmed that evaluations for potential partners for new technology platforms had commenced and that two options were currently being explored further. It was confirmed that full details of these would be brought to the Board early in 2024.

A copy of the updated slide deck shared during the meeting which included further detail of the options that are being explored is to be circulated to all Board members.

An overview was provided of the “Cost Sharing Principles” for technology investment. Costs relating to Membership would be split as provided in the Heads of Agreement. It was confirmed that other costs would be split based on the nature of the outcome. For example, costs that underpin the general running of the IT systems, upgrades and licences might be shared as follows:

- 40% British Triathlon
- 40% Triathlon England
- 10% Welsh Triathlon
- 10% Triathlon Scotland

It was noted that a lot of NGB's are in the same position with regards to their technology and that if this is done right then learnings could be shared.

It was confirmed that lessons have been learned following previous technology proposals and it was confirmed that extensive research has and continues to take place.

The Board agreed to an exceptional Board meeting to be held in January 2024 in order for the business case including costs and outcomes to be reviewed and considered for approval.

NP/AS/AV/HM

### 3.3 Cyber Security & Compliance

An overview of the work currently being undertaken by the team to ensure that the IT and technology infrastructure is cyber secure, GDPR compliant and fit for purpose was provided to the Board.

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<p>It was confirmed that Cyber Essential Plus had been achieved for 12 months but only for the Super Series website and that there was a need to strive for this across all of the sites.</p> <p>It was noted that the team have a clear plan and are currently working through the list of actions raised during the recent GDPR compliance review with the DPO officer in order to mitigate risks and that this will form part of the business plan.</p> <p>The increasing risk of a cyber-attack through “Phishing” emails was discussed and the importance of ensuring that staff are fully aware and receive training in this area was identified.</p>		
<p><b>4 PERFORMANCE UPDATE</b></p> <p>A report was circulated for information prior to the meeting.</p> <p><b>4.1 Olympic &amp; Paralympic Selection</b></p> <p>An update was provided with regards to the selection process for the Olympic and Paralympic Games. It was noted that Alex Yee and Beth Potter had been formally selected under the automatic provisions.</p> <p><b>4.2 WCP Selections</b></p> <p>Comments made in the report were noted.</p> <p><b>4.3 LA Investment Process Update</b></p> <p>It was confirmed that the “engagement panel” for the LA UK Sport investment had met on the 21 November 2023 and that the feedback was very positive.</p> <p>UK Sport had indicated they had no concerns with Triathlon and Paratriathlon but the likelihood that more funding would be received was slim.</p> <p><b>4.4 Talent</b></p> <p>An overview of the concerns about the depth and quality of the pathways across the Olympic and Paralympic programme were shared and a discussion took place around this.</p>		
<p><b>5 CLOSE</b></p> <p><b>5.1 AOB</b></p> <p><u><a href="#">Board meeting dates 2024</a></u></p>		

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It was confirmed that Board dates for 2024 would be circulated w/c 6 December 2023.

Gold Pin Awards

It was confirmed that Andrew Widgery is to receive a Gold Pin Award for his outstanding service and contribution to the sport.

Apparel and Merchandise Supplier

It was noted that following a robust and extensive tender process the Commercial Committee had approved the recommendation for the supplier for domestic apparel and merchandise for the 2025-2028 cycle.

The Board asked for more details to be shared regarding the process and to include the following:

- Head-to-Head summary
- Process and bid summary
- Timetable of next steps

It was agreed that Board approval would be sought via email post Board meeting with a deadline of the 4 December 2023 for responses.

Thanks were given to SP and his colleagues for their hard work and input on this.