

## MINUTES

### In Attendance:

### Voting Members:

Dennis Alder; Mark Bache; David Belbin; Pam Bell; David Billingham; Sally Billingham-Leese; Graham Bushill; Brian Chapman; James Clark; Sandie Clark; Gemma Clements; Professor John Coyne CBE, Chair; Stephen Craig; Clare Dallaway; Ian Dallaway; Paul Dimmock; Craig Govan; Adam Hardy; Julie Henton Pusey; Noel Humphrey; Graham Kingaby; Emma Kitchen; Jane Lamb; Claire Lambert; Michael Lambert; Jack Lamer; Alan Laws; Christine Laws; Norman Mason; Stephen Moore; Michael Oliver; Alan Page; Michelle Palombella; Tremayne Palombella-Ankers; Dee Paterson; Mark Pearce; Lee Pooley; Linda Pooley; Mark Preddy; Sophie Riley; Jim Rossiter; Stefania Rosso; Ben Seal; Greg Smale; Katrina Smith; Neil Smith; Stuart Smith; Dave Spencer; Eleri Spencer; Gina Spencer; Greg Spencer; Andrew Steel; Peter Thomas Keay; Andrew J Train; Francis Twizell; Joan Veal; David Wakeling; Steve Watts; Colin Woodgate; Ian Wynne; Paul Younger.

### British Canoeing Board Members:

James Fry; David Joy, Chief Executive; Bronagh Kennedy.

### Staff Members in Attendance:

Richard Atkinson; Charlie Barwis; Lisa Bryant; Craig Duff; Chris Earle; Charmaine Gawler; Chantelle Grundy; Susan Hicks; Rob Knott; Gareth May; Ruth Norfolk; Jenny Spencer; Nancy Squires; Sam Rankin; James Unsworth; Barry Wade; Gemma Wiggs;

### Apologies:

Emma Askew; Christine Baillie; Richard Boreham; Tim Brabants; Jen Browning; John Chamberlin; Kerry Chown; Steve Clarke; Roger Fox; David Green; Ann Hoile; John Hoile; Malcolm Kerry; Stephen Linksted; Andy Maddock; Jon Malins; Stan Missen; Dawn Mussell; Peter Quittington; Paul Ratcliffe; Lauren Smythe; Brian Standbridge; Mike Sunderland; Martin Suzan; David Tidball; Steve Warwicker; Simon Wright; Dr Mary Younger.

### **1. Welcome by Professor John Coyne CBE, Chairman, British Canoeing.**

The Chair welcomed all attendees to the meeting and thanked them for their attendance. He noted the slightly depleted numbers due to members taking precautionary measures as a result of Covid-19. An apology was noted for this reason from Richard Boreham, British Canoeing Board Member.

Given the large number of apologies the Chair advised that these would be recorded in the minutes.

The Chair then introduced himself and those sitting on the top table; the President, Ivan Lawler MBE; Mark Bache, Chair of the Finance and Audit Committee; and David Joy, Chief

Executive Officer. He then invited the Board Directors in the room to introduce themselves; Stephen Craig; Clare Dallaway; James Fry; Bronagh Kennedy; Dee Paterson; Greg Smale and David Wakeling.

The Chair outlined the voting process and confirmed that a number of proxy votes had been received, that these had all been pre-cast and that they would be displayed on the screen for each of the motions.

The Chair confirmed that no proxy votes were held in the room and that everyone voting in the room therefore held 1 vote each.

He confirmed that the proxy votes would be shown first, followed by the votes taken in the room (firstly those against, abstentions and then those in agreement). The Chair confirmed that at the start of the meeting, there were 49 votes held in the room and this would be tracked throughout the meeting. The tellers would only count votes in the room if the result looked fairly close as the digital system would calculate the number of votes in favour.

The Chair confirmed that all of the business of the AGM was Ordinary business and this required a majority of greater than 50% of the total votes cast to be approved.

## **2. To Appoint Tellers for the Meeting.**

The Chair identified that Noel Humphrey, Linda Pooley and Paul Younger had agreed to be appointed as Tellers for the meeting.

The motion was proposed by Alan Laws and seconded by David Spencer.

Votes for: 64  
Votes against: 0  
Abstentions: 6

The Tellers were appointed. The Chair thanked them for their support.

## **3. To Adopt the Minutes of the 39th Annual General Meeting held 9 March 2019.**

There were no amendments proposed to the Minutes. The adoption of the Minutes was proposed by Colin Woodgate and seconded by David Belbin.

Votes for: 64  
Votes against: 0  
Abstentions: 6

The minutes of the 39th Annual General Meeting were approved.

## **4. To consider matters arising from the minutes of the 39th Annual General Meeting.**

The Chair invited David Joy, the CEO to discuss the matters arising from item 11.3 and in particular a change which had been proposed relating to Article 50 at the 2019 AGM. Last year it had been noted that there was ambiguity in the language proposed as an amendment

to Article 50, around the special circumstances when a Director may serve more than two terms on the Board. This proposal had been further considered by the Board during the year and it had been decided that it was not in the interests of the company for a Director to serve for more than two terms and so a change to Article 50 was no longer going to be proposed to the AGM. This was noted.

There were no further matters arising.

## **5. To adopt the accounts for the Financial Year 1.11.18 to 31.10.19.**

The Chair invited the Chair of the Finance and Audit Committee, Mark Bache (MB) to present the accounts. MB introduced himself and confirmed that 2018-19 had been a positive year financially for British Canoeing. Income had increased by £0.5m, largely through increased membership and qualifications income. The £130k surplus had been achieved by combining income generation with robust cost controls. MB confirmed that the proportion of income received across grant funding (from both UK Sport and Sport England) and British Canoeing income was the same as in 2019.

MB outlined in some detail how the 28% of British Canoeing income was spent on member services and running the organisation and the value that this offered for members.

The Balance sheet showed that the cash position had increased to £4.5m which was largely due to the timing of receipts of grant income. There had been an increase in reserves, with the year-end surplus being committed to reserves in line with the recently updated company reserves policy; designed to ensure the long term financial sustainability of the organisation. MB confirmed the intention to progressively build reserves initially to £500k, by making a surplus each year.

MB invited questions from the floor.

**Jim Rossiter (JR)** (Vice President) asked how much the 3% of income spent on insurance equated to in pounds. MB advised that the office would confirm that figure with JR after the meeting.

**Steve Watts (SW)** (Chair, Canoe Polo) asked whether the reserves held within the Committees had skewed the figures given, for example, that Canoe Polo had built up reserves for an international event in Canada but these had since depleted. MB confirmed that reserves held within the individual committees do indeed fluctuate for those very reasons but that broadly speaking, the proportion remains the same, although it had improved slightly on the previous year.

**David Belbin (DB)** (Vice President) commented that the discipline committees were now planning ahead and giving consideration to major events within their budgets. They had certainly been more prudent over the past few years.

The Chair expressed thanks and appreciation to MB for the presentation.

The motion to adopt the accounts was proposed by David Belbin and seconded by Jim Rossiter.

Votes for: 72  
Votes against: 0  
Abstentions: 4

The accounts were adopted.

**6. To appoint 'Haysmacintyre' as the Auditors for the financial year 1.11.19 to 31.10.20, and to authorise the directors to fix their remuneration.**

The Chair advised that the Board proposed to re-appoint Haysmacintyre as the Auditors for British Canoeing.

The motion was proposed by Emma Kitchen and seconded by David Belbin.

Votes for: 70  
Votes against: 0  
Abstentions: 6

The appointment of Haysmacintyre was approved.

**7. To adopt the 40th Annual Report of British Canoeing for 2018/2019.**

The Chair reminded members that the Annual Report had been circulated to all members via a link on the website and a hard copy provided to those attending the AGM.

The Chair stated that the report illustrated another very busy and productive year for everybody involved in British Canoeing and thanked those in the room who had contributed to both the delivery of the work and the production of the Annual Report. The Chair invited the President to speak to his report.

The President, Ivan Lawler (IL) stated how the work towards the ambitions outlined within the Stronger Together strategy was genuine and progressing well and that the staff team had worked hard to make progress in many areas. He noted that equally, outside in the paddling community a great deal of work had also taken place to the benefit of paddlesport. IL observed that at times, the officer and community groups clashed but that undeniably the two groups worked better when stronger together and when working towards a mutually agreed purpose – ideally to get more people to have more fun and enjoyment within paddlesport.

The President stated that by British Canoeing setting goals that members endorse, the journey towards those end goals would be more enjoyable. The President stressed the importance of members, clubs and stakeholders all sharing their knowledge and passion across all disciplines to have their say on the direction of the new 2021-25 strategy. Only through such a thorough consultation process could we align goals to be fully stronger together. It was noted that improvements were required both internally and externally but that this had already been demonstrated through the good work around the Sprint Situational Analysis.

The President summarised that 2020 would be a delivery year within Stronger Together, an

Olympic year for the World Class Programme and another year for discovery on our waterways. The President expressed hope that the paddling community would be stronger together whilst enjoying the journey towards progressing and achieving our chosen goals.

The Chair thanked the President for his presentation.

The Chair then spoke about the Independent Report commissioned in 2017 and the key findings and recommendations which had been recently published in early March. The Chair reiterated the previously released public statement, fully and whole heartedly apologising for the corporate governance failings highlighted within the report. He apologised particularly to those individuals who had been most affected by the behaviour of some individuals that had not been addressed.

He advised that considerable changes had been made in the last three years and that British Canoeing was not complacent, and was working to undertake further improvements and to ensure that the Board, executive team and committee structure operated to the highest standards of governance.

The Chair confirmed that the Board were due to consider an Action Plan at its meeting the following day, in response to the Findings and Recommendations of the Report. It was expected that all of the Recommendations that had not already been actioned would be completed as soon as possible within 2020.

The Chair invited questions or comments about the Annual Report and Independent Report from the floor.

**Greg Smale (GS)** (Board Member and Vice President) stated that the Board had wanted the Report to be published in its unedited form but that the legal advice had strongly recommended against this approach.

**Brian Chapman (BC)** (Chair, SCA) expressed concern around the implementation of the UK Agreement and comments in the Annual Report which suggested that there had been no issues when perhaps there had been. DJ shared his view that the UK Agreement had been helpful in guiding work over the previous 12 months. DJ acknowledged that there had been one or two issues that had arisen in the last few months, but they were after the reporting period of this report (to November 2019) and after he had submitted his introduction to the Report.

The motion to adopt the Annual Report was proposed by Graham Kingaby and seconded by Alan Laws.

Votes for: 74

Votes against: 0

Abstentions: 4

The Annual Report was adopted.

The Chair then invited the Chief Executive to present the Annual Review which was a progress report on Stronger Together, the Strategic Plan for British Canoeing for 2017 – 2021.

DJ thanked the President and all within the room for their outstanding contribution over the past 12 months. DJ noted that Stronger Together was launched at the AGM 3 years ago and that good progress had been made, but that there were still improvements to be made to more effectively unite the organisation.

DJ confirmed that by the end of the 2019 financial year, 34 of the 67 actions within Stronger Together had been completed and that many of the others were work in progress and on track to be completed by the end of 2021. He confirmed this was all reported in detail within the Annual Review of 2019.

Headline achievements during the year included;

- Membership had grown by 6% to a year high of 38,600
- Membership retention was at an all-time high of 75%
- 175 canoe trails had now been published
- PaddlePoints had been launched in 2019 which was a much requested digital resource by members and mapped all of the rivers in the UK
- There had been continued progress in the Access and Environment work, including the launch of a new Clear Access Clear Waters campaign and the launch of a sign-up mechanism for the petition. Work by the competition disciplines had been outstanding with 9 British Championships staged again during the year within the Olympic and non-Olympic disciplines
- The Paracanoe team had again topped the international medal table at the World Championships and achieved 7 Tokyo boat quotas
- The Slalom team had achieved all 4 Olympic qualification boat quotas
- Liam Heath had become World Champion and also qualified a place in Tokyo 2020
- There had been impressive non-Olympic international performances especially within Canoe Polo, Marathon and Freestyle
- Coaching and qualification work had continued at pace, including the launch of SUP qualifications. The Performance Coach Award had been reviewed and was ready for launch in June 2020
- British Canoeing had achieved full compliance with UK Sport Code of Governance and green rating in the Advanced Safeguarding Standard
- Social media following had increased by 32%
- Communication satisfaction rates have improved to 73%
- More Volunteers had been recognised through the National Honours & Awards system

DJ also highlighted that some areas had not gone to plan and required more focus. These included; slower growth than expected within the Club Associate Membership scheme, a need to review the sprint programme which was not achieving the success many consider could be possible and a need to revisit member communications to make it more personalised.

DJ confirmed that work had begun on the new strategic plan for 2021-25 and this would be launched in March 2021. He advised that 14 strategy workshops had been arranged around the country over the next two months and encouraged members to attend to contribute to the new strategy.

The Chair invited questions from the floor.

**Stefania Rosso (SR)** (Brighton Explorers Club) congratulated British Canoeing on the great work in 2019. In view of membership numbers increasing and the recent club consultation, SR asked how many members and clubs were recreational clubs and was British Canoeing focused on the recreational clubs as well as competition clubs. Chris Earle (CE), Head of Participation & Club Services confirmed that the results of a recent club benchmarking survey engaging 370 affiliated clubs confirmed that most clubs were multi-disciplinary and recreationally focused. It was noted that British Canoeing wished to personally engage with clubs according to their priorities in a more tailored way.

**Jim Rossiter (JR)** (Vice President) observed that competition participation especially within marathon and sprint was not increasing. JR appealed that we find more ways to get more people introduced to the sport and engaged with clubs through schools and universities. DJ agreed with the ambition and hoped that this could become a focus for all in the next two years.

**Stefania Rosso** (Brighton Explorers Club) congratulated everyone involved in the Clear Access Clear Waters (CACW) campaign work. SR appealed to British Canoeing to help recreational clubs do more for the environment and to deliver more river clean ups. The Chief Executive thanked SR for her comments and invited Ben Seal (BS), Places to Paddle Manager to respond. BS thanked SR for the work undertaken in Brighton to date. BS stated that the CACW campaign can only fully work by engaging at club level. British Canoeing were committed to supporting clubs to get involved by providing river clean up tools and equipment. It was hoped that by establishing a CACW Champion within Clubs, it would be possible to create an active network of volunteers to share environmental activity. BS recognised that there was still a lot of work to be done in this space at grass roots level.

The Chair thanked DJ for a clear presentation and review of the year.

## **8. To approve the Vice Presidents of British Canoeing nominated by the Board**

The Chair confirmed that the Articles provide for the AGM to approve the appointment of Vice Presidents to British Canoeing. He advised that there was one nomination to the role of Vice President - Christine Baillie.

The Chair relayed apologies on behalf of Christine Baillie who could not be present at the AGM due to concerns about the Coronavirus. The Chair invited Colin Woodgate to speak to the proposal for Christine Baillie as Vice President.

This appointment was proposed by the Board of British Canoeing.

Votes for: 68

Votes against: 9

Abstentions: 1

The appointment was approved. The Chair congratulated Christine Baillie on her appointment as Vice President.

## **9. To approve the appointment of Directors nominated since the 39<sup>th</sup> Annual General Meeting**

The Chair confirmed that in line with the Articles, the Board had sought nominations for 3 Directors and that these were now presented to the AGM for approval. The Chair confirmed that each vote would be taken separately.

### **10.1 Alexandra Lane - Director nominated by The English Forum**

The Chair invited Alexandra Lane to introduce herself.

The appointment was proposed by Ivan Lawler and seconded by Gemma Clements.

Votes for: 68  
Votes against: 0  
Abstentions: 10

The appointment was approved. The Chair congratulated and welcomed Alexandra to the Board.

### **10.2 Bronagh Kennedy - Independent Director**

The Chair invited Bronagh Kennedy to introduce herself.

The appointment was proposed by Greg Smale and seconded by Clare Dallaway.

Votes for: 74  
Votes against: 0  
Abstentions: 4

The appointment was approved. The Chair congratulated Bronagh on her reappointment to the Board.

### **10.2 Martine Kushner - Independent Director**

The Chair invited Martine Kushner to introduce herself.

The appointment was proposed by David Belbin and seconded by Ian Dallaway.

Votes for: 72  
Votes against: 0  
Abstentions: 6

The appointment was approved. The Chair congratulated and welcomed Martine to the Board.



**David Belbin** (Vice President) observed that there is now a good balance on the Board with diversity and independence and expressed gratitude to those individuals not involved directly in the sport but willing to give so freely of their time and experience to the benefit of British Canoeing.

**Andy Train** spoke about the importance of maintaining an elected independent President within the structure.

The Chair recognised the two outgoing members of the Board who had both served for the past 4 years, Dee Paterson (DP) and James Fry (JF). The Chair formally thanked DP and JF for their hard work and commitment in serving the Board and made a presentation to them.

The Chair thanked everyone for attending and for their continued work as part of British Canoeing.

He encouraged everyone to engage in the consultation of the next 4 year strategic plan. He reassured members that British Canoeing and the Board would fully address plans and procedures to keep the community safe in relation to Covid-19. The community would be advised to expect formal announcements over the next few weeks following any new Government directives.

The Chair in closing the meeting, confirmed that the draft minutes would be made available on the website in due course.