



**Minutes of the Meeting
of the British Equestrian Federation
Board of Directors
held on Wednesday 22 May 2019
at 1030 hrs in the Lecture Theatre,
Equestrian House, Abbey Park, Stareton**

Chair: Mohamed Elsarky

Directors Present: Julia Biddle (JB)
Christine Blackford (CB)
Jess Cook (JC)
Barry Johnson (BJ)
Jane Nixon (JN)
Lotte Olsen (LO)
Tim Holderness-Roddam (THR)
Kevan Taylor (KT) *(present to end of Minute 43 /19)*
Claire Williams (CW)

In Attendance:	Malcolm Wharton (MWh)	Council Chair <i>(present from Minute 41/19)</i>
	Nick Fellows (NF)	CEO <i>(present from Minute 41/19 to 53/19)</i>
	Lynne Bailey (LB)	Head of Integrity & HR <i>(present for Minutes 41/19f, 43/19 & 46/19)</i>
	Sarah Bunting (SBu)	Head of Finance/Company Secretary <i>(present for Minutes 44/19 & 45/19)</i>
	Anna Hall (AH)	Head of Participation <i>(present for Minutes 46/19 & 47/19)</i>
	Maggie Moreton (MM)	Head of Secretariat <i>(left meeting for Minutes 40/19 & 54/19)</i>

Apologies:	Sarah Broughton (SB)	
	Vikki Underwood (VU)	Performance Director
	Matt Williams (MWil)	Head of Communications

		Action by
36/19	The Chair welcomed the Board members to the meeting, which the HoS had been asked to attend for the purpose of minute taking. It was noted a quorum was present and apologies had been received from Sarah Broughton. Kevan Taylor informed the Board that he could only be present until 2 pm. The Chair reported to the Board that Martyn Wilkes, Senior Independent Director, had tendered his resignation from the BEF Board yesterday with immediate effect, and would not therefore be present today.	
37/19	Declarations of Interest Nothing to report. BJ drew attention to his previous submission informing the Board of his appointment as independent chair of a new Horse Welfare Board on behalf of the British Racing industry. The Chair congratulated him on his appointment.	
38/19	Board Committees' Structure ME explained the effect of the resignation by MWi on the board committees. It was noted that the Nominations Committee would no longer be quorate, and as a temporary measure, SB had kindly	

	<p>agreed to replace MWi as the INED representative, until a permanent replacement was appointed. ME to agree date for the Nominations Committee to meet now it was quorate. This would result in SB being on all 3 board committees, and SB agreed temporarily to step down from the Audit Committee. ME agreed to replace MWi on the Remuneration Committee. The Board approved these membership changes to the respective Board Committees.</p> <p>In addition to the above, it was noted that the composition of the Audit and Remuneration Committees was made up of 4 Board members (2 INEDs, 1 Elected, 1 Nominated) in accordance with the Articles of Association. ME suggested that the composition of these two committees should be changed. KT pointed out that the Articles would require modification to read “Art. 21.4 The audit and remuneration committees shall each comprise a maximum of 5 Directors to include:” The individual Terms of reference for the Audit and Remuneration Committees would also require modifying in accordance with the change to the Articles, subject to Council’s approval. As JB did not currently serve on any of the Board committees, it was agreed she should join the Audit Committee in a permanent capacity.</p> <p><i>LB confirmed later in the meeting that Counsel’s opinion was that the Board Committees’ terms of reference were definitive in saying “shall comprise”, but suggested the committees can always invite others to meetings.</i></p>	<p>SB</p> <p>ME</p> <p>ME</p> <p>ME</p> <p>ME/LB</p> <p>JB</p>
39/19	<p>Minutes of the Board Meeting held on 27 February 2019</p> <p>The minutes of the meeting were checked for accuracy and were signed by the Chair as a true record of the meeting.</p> <p><i>MM left the meeting.</i></p>	
40/19	<p>The Board held a closed session without any executive staff present.</p>	
41/19	<p><i>NF and MM joined the meeting</i></p> <p>Matters Arising from the Minutes of the Board Meeting held on 27 February 2019</p> <p>a) <u>UKS Investment and Performance Meeting – Minute 26/19</u> UKS had initially informed BEF that it may reduce the funding award due to a review of athlete places. Planning for the Tokyo Games is very detailed and following significant representation UKS has now said it wishes to reduce the funding award by a smaller amount than originally indicated, relating mainly to previous year underspends. There is an opportunity to appeal against the funding withdrawal for the Tokyo Games but the intention to appeal must be done in writing within the next 7 days.</p> <p>b) <u>Relationship Management – Minute 22/19</u> NF having regular meetings with the CEOs of ODs. NF met up with BHS Interim CEO at Windsor. Selection Policies – Board asked for confirmation of where we are with these for the Tokyo Games, in particular Dressage and Jumping. NF to report back on this. It was noted the selection dates have been sorted and the Eventing Policy has</p>	

	<p>been signed off. The Official Opening of the RDA HQ at Lowlands Equestrian Centre in Shrewley on 12 June was noted. JN expressed her interest in attending and representing the BEF Board, which was supported by the Board. MM to co-ordinate JN's attendance with RDA.</p> <p>c) <u>Staff Survey – Minute 23/19</u> NF explained that events had moved on for the staff and LB would expand on this when she joined the meeting.</p> <p>d) <u>Meetings with OD CEOs - Minute 26/19</u> NF confirmed he was maintaining and circulating notes of his meetings with the ODs.</p> <p>e) <u>FEI Committee Representation by GBR – Minute 29/19</u> NF reported that Andrew Finding OBE had been invited to put himself forward for a further two years in the open election for EEF Board Member. <i>LB joined the meeting</i></p> <p>f) <u>Staff Survey – Minute 23/19</u> Office layout and branding were being looked at to give a joint sense of identity with WCP and main office functions. A staff day was planned for 4 June, with the BEF Social Committee working hard to promote new initiatives, which was generally appreciated. The sense of direction of the BEF for staff in the survey had received a mixed response as the BEF Strategy was not finalised. The last staff survey had taken place in 2015 and there was a massive improvement in the comments received in the latest survey. LB confirmed that she was seeking counsel advice on changing the composition of Board Committees in relation to the Articles and would report back to the Board. <i>LB left the meeting.</i></p> <p>g) <u>Performance Advisory Group ToRs – Minute 33/19</u> These were included in the Board appendices at Appendix I on page 74.</p> <p>h) <u>Board Evaluations – Minute 28/19</u> The Chair confirmed that the board evaluation and personal evaluations of the directors had been carried out on 20-22 May 2019. The Board had discussed the outcomes of the board evaluation in the closed board session earlier in the meeting.</p>	<p>MM</p> <p>NF</p> <p>LB</p>
42/19	<p>BEF Draft Strategy The Board considered the latest draft strategy document tabled at Appendix C on page 14. It was agreed that there was still some work to be completed on the KPIs and it may be better to have strategic targets covering when/how/where. It was noted at the last Council Meeting the extent to which BEF adopts the MBs rules, policies and strategies had been discussed. However, the Board had consulted widely on the draft strategy, and agreed it should now turn into a strategic document and publish. The Board agreed some amendments to be made. LO asked for volunteers from the Board to assist in putting it into the final document. CB and LO would draft the Implementation Plan and the Executive team the KPIs. The final strategy document to be ready for approval at the August Board meeting.</p>	<p>Board LO/CB NF</p>

43/19	<p>Operational Assurance Reports NF gave the following update in addition to the tabled report at Appendix D on page 24:</p> <p><u>Tokyo Games</u> Will be challenging environment for riders and support staff. FEI working on equine health preparations for competitions. BEF intends to send 3 teams to Olympics, with Showjumping still to qualify at either European Jumping Championships 2019 in Rotterdam or the Nations Cup Final in Barcelona. GBR NF will be represented by one horse in the Test Event in 2019 to enable a recce of facilities and provide invaluable feedback. The Board was briefed on some challenges around funding of athletes to the Games. NF and VU have spoken to the BEFF Trustees to ask if BEFF was willing to contribute some funding and this is being considered. Should there be a deficit on funding once the final costs for accommodation are known, post-Games programme funding may have to be sacrificed and/or some preparation costs.</p> <p><u>FEI European Championships 2019</u> Jumping and Dressage take place in Rotterdam (19-25 Aug 19) and Eventing in Luhmühlen (29 Aug-1 Sep 19). All are budgeted for the funding cycle, easy to cost because of detail given, therefore easy to report back to UKS. ME raised the opportunity of Board members attending the European Championships and representing BEF. LO confirmed she had already booked and paid for her trip but was willing to represent the BEF. JN also expressed an interest but has since declined due to diary date clashes. ME commented that there were important people at Badminton not known to Board, who they could have networked with and helped entertain if informed, and asked for the Board to be notified in future.</p>	NF
44/19	<p>Management Accounts to 31 Mar 19 <i>SBu joined the meeting and KT gave his apologies and left at this point.</i></p> <p>The Board was referred to Appendix F, showing a surplus ahead of budget for the quarter. SBu informed the Board that the Audit Committee had agreed at its last meeting that the narrative should appear before the accounts in the Management Accounts format. The IT migration project was running slower than anticipated and therefore the costs had been delayed. This quarter also marked the end of UKS and SE grant year.</p>	
45/19	<p>Audited Financial Statements for YE 2018 SBu referred the Board to Appendix G on page 39. The audited financial statements were as per the December 2018 Management Accounts which had previously been approved by the Board. The Audit Committee had agreed changes to the narrative but not the figures. The audit has been completed smoothly and the HBO Audit Manager had attended the Audit Committee and reported on the audit.</p> <p>The Audited Financial Statements for YE 2018 were formally approved by the Board, and would be recommended to the Members for adoption at the BEF AGM on 10 Jul 19.</p> <p><i>SBu left the meeting and AH joined.</i></p>	NF

	<p><u>Board Related Party Form</u> MM was asked to seek further information on what was required for this form provided by the auditors and circulate to the Board.</p>	MM
46/19	<p>Memorandum of Understanding for Cooperation across the Federation for the Purpose of Safeguarding Children and Adults <i>LB joined the meeting</i> The memorandum of understanding tabled at Appendix H detailed the roles and responsibilities of BEF and MBs in relation to safeguarding. LO, the Board Safeguarding Champion, confirmed she was comfortable with the MoU as LB had consulted her in its preparation.</p> <p>CW commented that BETA does not refer to safeguarding and therefore Section 1 on page 57 should read: "1.1 The BEF and its Member Bodies, as appropriate, (together referred to as the Federation), working both individually and collectively,"</p> <p>With the above amendment, the Board formally approved the MoU. <i>LB left the meeting</i></p>	LB
47/19	<p>Participation Presentation by Anna Hall, Head of Participation A copy of the presentation will be circulated to the Board for their information.</p> <p><i>AH left the meeting</i></p>	AH
48/19	<p>Register of Events of BEF invitations NF was asked to circulate the list of invitations extended to the BEF to the Board, so that in the event that the Chair or CEO could not attend, a Board Director could, where permitted, represent the BEF.</p>	NF
49/19	<p>Update on Passports NF reported on his meeting with the BHS CEO.</p>	
50/19	<p>Office Accommodation NF reported that there were 4 years remaining of BEF's 10 year office lease with BHS as landlord at Equestrian House. BHS had led him to believe that they would prefer BEF and BE to leave and would not impose a penalty should this be before the contract ended. It was noted that other MBs were also looking for new office accommodation. ME asked NF to keep the OD CEOs informed of any developments.</p>	NF
51/19	<p>Reports from Meetings The reports of meetings tabled in item 15 of the agenda were taken as read.</p>	
52/19	<p>Any other Business Nothing was raised.</p>	
53/19	<p>Dates of BEF Meetings:</p> <p>The Board Meetings for 2019 have been set as follows, commencing at 1030 hrs unless otherwise directed:</p>	

	<p>Wednesday 14 August 2019 – RDA HQ Wednesday 2 October 2019 – Abbey Park Wednesday 06 November 2019 – London area</p> <p>The Remuneration Committee will meet following the Board Meeting on Wednesday 6 November 2019.</p> <p>The Audit Committee will meet on: Wednesday 31 July 2019 Wednesday 16 October 2019</p> <p>The Nominations Committee will meet on: Wednesday 14 August 2019 Wednesday 06 November 2019</p> <p>BEF Council and Quarterly Meetings</p> <p>Wednesday 10 July 2019 – BEF AGM commence at 10.30 am followed by Quarterly Meeting and concluding mid afternoon Wednesday 25 September 2019 - Quarterly meeting of Members, Board & Executive (10.30 am start concludes with networking lunch unless workshop sessions added) Wednesday 4 December 2019 - BEF EGM commence at 10.30 am followed by Quarterly Meeting and concluding mid afternoon.</p>	
54/19	The Board held a closed session without any executive staff present.	



Chair