



**Minutes:** BTC Ltd Board Meeting

**Meeting Date:** Monday 11<sup>th</sup> July 2022




**Location:** Zoom

**Time:** 09:30-11:00

**Attendees:** Meeting Chair: T Nicholls  
 Independent Non-Executive Director (Voting): T Humphries  
 Non-Executive Directors (Voting): M Brunger, L Heyes  
 Executive Directors (Non-Voting): K Beddows, T Nicholls, K Walton

**Apologies:** D Oliver, M Prewett, R Sergiew


**Guests:** None

No	Meeting Notes and Agreed Actions	Lead	Due Date	Supporting Documents
	<b>WELCOME AND INTRODUCTIONS</b>			
	Chair’s welcome, confirmation of quorum, and apologies advised, together with confirmation of D Oliver and M Prewett’s proxy votes to accepting and adopt the updated Articles of Association.	Chair		 BTC Ltd attendance register 110722.pdf
	<b>Declarations of Interest</b>			
38	No updates required to the Register of Interests. Reminder to Directors who have yet to return updated Declaration of Interests, Fit and Proper Person Declaration and Skills Matrix.	Chair		 DOI FPP SM Register 041219.pdf
	<b>Minutes of Last Meeting</b>			
39	Minutes of the BTC Ltd Board Meeting held on 17 <sup>th</sup> March 2022 to be checked for content and accuracy. “Success plan” to be amended to “succession plan” in minute 8.	Chair		 BTC%20Ltd%20Minutes%20170322%20FII



ACTIONS ARISING				
8	<p><b>BTC Ltd Articles of Association</b></p> <p>The main order of today’s business is to review and agree any final revisions, deletions, inclusions to the BTC Ltd Articles of Association. Other agenda items will be covered if there is sufficient time.</p> <p>Reference to BTC as the NGB and responsibilities as an international lead in the sport had been resolved. The INED had responded to the CEO detailing some formatting, cross-referencing and grammatical adjustments which will align the Articles more robustly to the NCoG 2021 Tier 3 compliance.</p> <p>Board discussion centred on the following topics:</p> <ul style="list-style-type: none"> <li>• £92K + £30K still not in the bank account despite assurances from SE Tora and Joy Johnson that it is payable.</li> <li>• Risk Register to be updated.</li> <li>• Aligning joint activities with BT (strongly favoured by SE), one of which is reintroduction of TKD to GCSE syllabus; identifying who is willing to take up this work. The FD queried whether this just lobbying at this point, together with Karate and Judo. The CD suggested a working group revisit the syllabus. LH reported that Edexcel had previously approved a WTF and ITF syllabus. The FD advised that it should be a TKD syllabus not identifying WTF Poomsae or ITF Tul.</li> </ul> <p><b>It was proposed</b> that this Board adopt the articles (subject to minor adjustments), and that an external consultancy not to be engaged at this point. Joanne Kennedy-Reardon, TOL Chair, has received copies, with no feedback to indicate that the document will be challenged by Sport England. The Articles will then be lodged with Companies House and Sport England.</p> <p>Current Board members will appoint new directors, accept resignations based on tenure, appoint executive officers, issue job descriptions and place external advertisements for and INEC and INED, to be compliant with Tier 3 Governance Code and NGB status criteria. BTC will need to develop a 4-yr bid 2023-27 including a 10-yr strategy.</p> <p><b>Proposed:</b> K Beddows</p> <p><b>Seconded:</b> M Brunger</p> <p><b>For:</b> Board members attending: Unanimous M Prewett and D Oliver (proxy votes)</p>	CEO	Sep 22	










	<p>The CEO enquired as to the up-to-date numbers within Member Organisations to inform those organisations which meet the requirements for an invitation to the Board.</p> <p>Sport England favour a new Skills Matrix, which existing eligible and new Board recruits will need to complete.</p> <p><b>It was agreed</b> that the FD write to MOs requesting their nominated representative for Board, supported by a completed new skills matrix. Letters to BTF, TAGB, BITF, UKTA, UK ITF, UKTDC, GTUK.</p> <p>Current Board members will review applications and confirm appointments before resignation.</p> <p><b>It was agreed</b> that the CEO write to Ian Leafe, British Taekwondo (BT), regarding the GCSE work.</p> <p>The CEO reminded Board members that, after 31 March 2023, if there is no funding, there will be no salaries as the current funding supports three executive roles, which will then end.</p> <p><b>Next steps:</b></p> <ul style="list-style-type: none"><li>• Next meeting, advertise for executive officers, with skills matrix and job descriptions.</li><li>• 4 currently employed staff - reserve for redundancy or TUPE</li><li>• Clarify that accountant fully understands the relationship between the company and the members</li></ul>	FD	End Jul 22	
		CEO	New Board by end Sep 22	
13	<p><b>Risk Management</b></p> <p>Directors reviewed the Red items, with some downscaling of risk. Other items have been updated in light of other agenda items at this meeting.</p>	MP / FD	Mar 23	 BTC%20Ltd%20Risk %20Register%20updæ



23	<p><b>BTC website</b></p> <p>Items have been received from D Oliver to update social media sites.</p> <p>New insurance policy – details will be updated on website.</p> <p>M Brunger will add/upload forthcoming events to website and social media.</p>	MB, DO	Aug 22	
<b>SELF ASSESSMENT – CODE OF GOVERNANCE</b>				
40	<p><b>Code of Governance</b></p> <p>Addressed under 8 above.</p>	CEO		
41	<p><b>Service contracts</b></p> <p>Navstar contract is for O365 and Kaspersky licences only. Mismatch in numbers of licences to be resolved.</p> <p>BTC have an agreement with a reliable IT consultant to support the IT systems as and when required.</p> <p>Photocopiers need to be renewed this year, the current contract is with Parabus. In line with the BTC Procurement policy, 3 quotations will be sought for new hardware and support.</p> <p>Insurance – The Board <b><u>unanimously agreed</u></b> to remain with Allianz, our current provider, and see no need to change. Allianz were accommodating when we were impacted by Covid-19, and benefits have been rolled over. Allianz provide a good service and response.</p>	FD  FD	Jul 22  Aug 22	
42	<p><b>Risk Management</b></p> <p>Addressed under 13 above.</p>	MP		
43	<p><b>Policies and Procedures</b></p> <p>BTC Registered Instructor Course due for review/refresh for delivery in 2023. It was suggested that the course include more videos and scenarios, and that there are standardisation sessions for BTC Tutors/Assessors.</p> <p>The DBS Update Service will be further considered in light of the issues experienced regarding the correct completion of DBS application forms.</p>	FD		



STRATEGY UPDATE				
44	<p><b>CEO Report</b></p> <p>The CEO provided context to the figures reported to Sport England.</p>	CEO		 BTC%20Report%202021.pdf
45	<p><b>Safeguarding</b></p> <p>The Financial Director (Lead Safeguarding Officer) reported that BTC achieved a ‘Conditionally met’ result from the recent NSPCC audit. KB will get in touch with BTC’s NSPCC liaison officer, supported by the CEO if required, to review this outcome.</p> <p>Professional Indemnity Insurance for new and renewing instructors is due 30<sup>th</sup> June annually. BTC Member Organisations to contact instructors yet to renew.</p> <p>The FD reported that both member licence numbers and Professional Indemnity Insurances have increased this year.</p> <p>The Board agreed that the BTC Transgender Policy needs further review in light of recent policy changes by other sports organisations regarding competition, regular club training, clothing etc.</p>	<p>FD / CEO</p> <p>Aug 22</p> <p>All Member Organisations</p> <p>Jul 22</p>		
46	<p><b>Safeguarding Code in Martial Arts</b></p> <p>SW counties now renewing, NWG picking up on processes. Not great uptake, ie new. Anticipate this accreditation will fade out.</p>	FD		
47	<p><b>UK Anti-Doping</b></p> <p>No updates to report.</p>	CEO		
FINANCIAL REPORT				
48	<p>Information for AGM (Oct 22) has been reviewed and approved by LH and KB. BTC accounts are OK, BTC Ltd accounts required a couple of changes, now finalised.</p> <p>CEO’s access code conflicts with another accountants so requires scanned copies for approval.</p>	FD / CEO		   BTC%20Ltd%202020 Finance%20Report%20Fixed%20Costs%202022%20to%202020    MISCELLANEOUS.pdf SUPPORT.pdf Treasury%20Accounts%202022%20to%2021



<b>TOL UPDATE</b>				
49	<p>KW reported that BT will complete their Tier 3 compliance and self-assurance process in due time (Apr 2023). BTC are working to achieve the same.</p> <p>BTC and BT have agreed to undertake some joint activities, in line with Sport England guidance. Reinstating Taekwondo to the GCSE syllabus is one of the projects. The Board will appoint a team to this project.</p>	TOL Reps		
		CEO		
<b>AOB</b>				
	None.			
<b>DATE OF NEXT MEETING</b>				
	<p>Zoom meeting on Thu 4<sup>th</sup> Aug, 09:30, to agree advertisements for executive officers, supported by skills matrix and job descriptions.</p> <p>Face to face meeting October 2022, date to be confirmed, with AGM.</p>			