

TOL BOARD MINUTES

Date: 16th October 2019

Time: 10:30hrs to 13:30hrs

Venue: Sport Resolutions, 1 Salisbury Square, London EC4Y 8AE

Board Attendees:

- Mr Trevor Nicholls - TN
- Mr Kenny Walton - KW
- Mr Matt Archibald - MA
- Mr Philip Morris - PM
- Mrs Joanne Kennedy-Reardon
- Ms Gemma Biescas - GB
- Mr Kris Murali - KM
- Ms Adele Stach-Kevitz (Chair) - ASK

Board Apologies:

- Mr Gurpreet Dulay (BDO) was unable to join as an observer due to travel issues.

BOARD AGENDA ITEMS:

1. Introductions and Declarations

1.1. Board attendees were welcomed at the Sport Resolutions offices. KM was introduced and welcomed to his first board meeting as TOL's new INED (Finance) Director, who formally joins the board on 16th October 2019. It was noted that Companies House registration, Declaration of Good Character and Conflict of Interests forms had been completed by KM. ASK recorded that Companies House registration for GM had also been submitted.

1.2. The board were asked if any conflicts of interest had arisen since the previous board meeting on 12th July 2019 and no conflicts were reported. Prior to the meeting, KM completed his conflict of interest form, confirming his other INED roles which carried no conflict for TOL. JKR outlined new positions she had assumed, again none being conflicted with TOL: Group CFO Regen Future Capital and a Director of Humanity Up, a new start-up charity. Matt explained his affiliation to a new BOA project performance company created for NGBs to stream selected GB sports.

2. Minutes of the last meeting and approvals

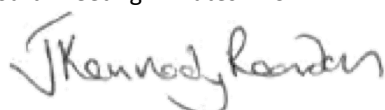
2.1 A number of actions relating to the previous board meeting were discussed:

- Action 3.1 - TN to remove SCOT numbers and share revised figures for presenting at next Sport England performance review. TN to also update TOL on BTC's Clubmark situation



and progress with an alternative accreditation system/measure. **UPDATE:** TN to brief Sport England on 31st October 2019.

- Action 4.1 - BTC to develop a Diversity Action plan and all Taekwondo organisations to share their learning once individual plans are complete. **UPDATE:** Forward to next board.
- Action 4.2 - Management accounts are a priority for BT and TOL's ARC wish to view once prepared. **UPDATE:** GB confirmed a thorough investigation of BT's accounts has been completed by BT's new Finance INED. **ACTION:** BT to share accounts with TOL next week.
- Action 6.4 - BT and BTC to review risks and determine if ratings are correct and if any risks should also sit on constituents' risk registers. **UPDATE** - All Directors asked to review and feedback. Additionally, training needs for TOL directors will be considered after next internal board evaluation. Consider INEDs undertaking basic level safeguarding training and this could be by attending safeguarding training hosted at constituent organisations.
- Safeguarding - **TN UPDATE:** New Safety Code (owned by Sport England) assumes martial arts practitioners are passed as safeguarding compliant just from being a member. Risk is that many clubs are not within NGB framework and new approach removes need for NGB quality oversight and checks, so could introduce a safeguarding risk. Club checks outside NGBs are less rigorous and could create an environment where safeguarding is less well governed and does not provide the necessary safety controls. ASK raised the issue of Safeguarding as a serious matter for TOL's board and reminded Directors that all sport Chairs had previously received emails from the Minister of Sport around safeguarding controls in their sport, so the new Safety Code for Safeguarding may present an as yet unquantified risk. **ACTION:** TN to detail the risk for safeguarding protections under the new Safety Code for incorporation into TOL's risk register and TN to communicate this risk at the Sport England mid-year meeting on 31st October 2019. It was proposed that TN develop a test case to see if an instructor who would not be granted safeguarding approval under the previous regime can pass the new Safety Code.
- Action 6.5 - TOL's board to agree internal assessment timing following BDO audit feedback. **UPDATE:** Noted and agreed by Directors. **ACTION:** Carry forward to next board.
- Action 7.1 - ASK to meet with Perrett Laver (PL) on 6th August 2019 to discuss TOL INED recruitment and alignment with Sport England's Diversity (INED) programme which Perrett Laver are managing on their behalf. **UPDATE:** TOL have established a working relationship with Perrett Laver around future TOL INED recruitment and ASK will introduce JKR to Imogen.
- Action 7.2 - ASK contacted Directors about September availability to set a TOL AGM date and the response received indicated a preferred date of 9th September 2019 at 10:00hrs. Advance notices will be posted in line with TOL's Articles of Association. **UPDATE:** TOL's AGM was held on 9th September 2019.



2.2 The Minutes of the last meeting were approved by Directors and will be signed and uploaded onto Google Drive.

2.3 Matters arising - Sport England Mid-Year Meeting

TOL will attend the Sport England Mid-Year review meeting on 31st October 2019 at 10:00hrs. TN will represent BTC, Ian Leafe will represent BT and both ASK and JKR will attend on behalf of TOL. The reporting template was shared with TN and GB on 8th October 2019 and progress is reported under item 3.1 and 3.2.

2.4 Matters arising - BDO Audit and Governance Review

TOL's Chair and INEDs met with BDO on 27th September 2019 for TOL's Governance and Finance Review. Prior to this meeting, ASK shared the suite of documentation evidence requested by GD on 22nd September 2019. It was proposed that feedback and follow up actions be addressed on the 16th October 2019 board meeting as an agenda item

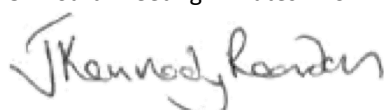
2.5 Matters Arising: TOL Transition

- *INED (Finance)* - KM formally joined TOL's board on 16th October 2019 and the process of handover between PM and KM commenced at the beginning of October, once Conflict of Interest and Companies House registration forms had been completed. It is proposed that PM continue to support KM until 15th November to ensure any BDO review actions are completed before transition concludes. The board were asked to approve this transition timeline for PM. The board thanked PM for his 5-year service to TOL and his contributions.
- *INED (Chair)* - ASK will continue to support JKR with board transition duties, as well as join the Sport England mid-Year meeting on 31st October. Additionally, ASK will support JKR in liaison with Perrett Laver, to ensure a seamless transition on matters relating to board recruitment and the permanent Chair appointment. It is proposed that ASK continue to support JKR until 15th November to ensure any BDO review actions and Sport England reporting are complete before transition concludes. The board were asked to approve this transition timeline for ASK. The also board thanked ASK for her 8-year service to TOL and her contributions since the formation of TOL.
- *Alumni* - TOL is establishing an Alumni network with departing INEDs to assist knowledge retention as well as an effective transition to new board INEDs.

3. Performance Reporting including KPI Dashboard update

3.1 BTC update - headlines

- BTC's performance report was provided during discussions but not in advance of the board meeting.
- TN reported he was awaiting access to Sport England's mid-year reporting portal, then will populate with BTC mid-year figures ahead of the 31st October 2019 mid-year review.
- TN advised TOL's board that BTC's core membership was 26,880 and during September to



December BTC will sample 10 clubs to validate twice-weekly participation actuals. Clubs will be notified ahead of the sample test so that they expect the visit.

- BTC gender balance is 39.5% dropping from 41% reported for the previous Q1 period. TN reported a successful BTC championships with over 800 participants, which TN suggested could have increased the male % figure for the Q2 period.
- Socio economic programmes - BTC are active in low socio-economic areas in 4 counties, hosting Taekwondo training for children with less advantaged backgrounds via schools. This is not a long-term initiative, as these children only remain interested for the week programme with parental encouragement. Without support attending Taekwondo classes, their interest wanes. BTC have therefore worked with schools to make Taekwondo part of the curriculum, then they direct children to nearby clubs after an initial session.
- BTC's BDO audit is scheduled for 11th November 2019 and BTC are currently compiling their documentation. BDO are also attending BTC's board on 6th December 2019 as observers.
- TN reported that BTC's 2019 championships were a great success.

3.2 BT update - headlines

- BTC's performance report was provided during discussions but not in advance of the board meeting.
- BT's BDO audit is scheduled for 18th November 2019 and GB reported that everything is in place for the audits with BT's new INEDs and CEO. There will be a BT away day on 11 November for the company's strategic planning. Eamonn has assumed the BT Chair position with Jonny supporting until BT's AGM on 7th December 2019.

ACTION: GB to share BT's management accounts from 18/19 and provisional for 19/20.

- Annual projected accounts were presented to the BT board on 15th October 2019.
- GB reported that actual BT account figures for 19/20 are available and that BT have been reviewing historic costs with their new Legal INED.

4. BDO Assurance and Finance Review

4.1 Audit Overview: Feedback from BDO

- GD was unable to attend TOL's board meeting as an observer, so ASK requested audit feedback post meeting to share with TOL's board.

ACTION: GD to provide summary findings from BDO's audit.

4.2 TOL Learning: Summary

- BDO Audit process required extensive documentation, but was helpful in collating all Governance documents for Directors.
- Workload for a non-executive board is seemingly overloading INEDs and this was apparent during the preparation for the Audit, whilst in parallel TOL INEDs were undertaking INED recruitment and interviews.
- Compliance is fairly well managed and would be assisted by a Company Secretary function supporting board meetings.



ACTION: ASK and JKR will circulate BDO audit feedback and next steps, once received.

6.0 Finance and Risk update

6.1 ARC call is scheduled for 17th October 2019 with KM attending. All ARC minutes are uploaded on line and all actions from previous meetings are complete i.e. registration and the set up of internet banking plus reviews of TOL’s risk register.

ACTION: TOL Directors (outside INEDs) to review risk register.

6.2 Finance update: TOL’s accounts have been audited, signed and are now filed. TOL has also received Q2 funding, which will be disbursed to BTC and BT in line with the Sport England mid-year review on 31st October 2019.

ACTION: ASK, JKR, TN and BT’s CEO to attend the Sport England mid-year review on 31st October 2019 at 10:00hrs.

7.0 AOB

7.1 GB Taekwondo Tokyo 2020 preparations and Paris 2024 planning – With less than 1 year to go before the Tokyo Games, there are currently 3-5 athletes looking set to qualify. Best scenario would be 3x women and 2x men, as GB Taekwondo cannot qualify more athletes through qualifying events if 2x men and 2x women qualify via a top 5 world ranking. MA did note that 5 athletes qualifying would be a stretch target for Tokyo and GB Taekwondo will know selection outcomes by Christmas. It was confirmed the Taekwondo events at the Tokyo Olympic Games will fall between 25th and 28th July 2020. MA discussed making an impact with Taekwondo by engaging activities in clubs whilst the Tokyo Olympics are taking place. MA proposed taster sessions in clubs aligned to Tokyo 2020 Taekwondo events. For the first time Taekwondo will be featured in the Tokyo Paralympics between 3rd and 5th September 2020, which lies at the end of the Paralympic schedule, but still falls within school holidays.

7.2 Fighting chance - MA provided an update on applicants and progress.



- 7.3** GB Taekwondo's Paris 2024 planning is split into phases aligned to UKS framework. Potential to bid for progression funding i.e. coaching through pathways. The 2024 planning principle is "Medals and More" so UKS are interested in how sport as a whole will be developed by the investment. MA posed the question of what further could be achieved with TOL support to identify future talent and leverage the Tokyo Games as an attractor, whilst also using training sessions and marketing literature to direct younger generation towards Taekwondo i.e. hosting desks at competitions. GB Taekwondo have over 1M followers on social media and are looking at athlete appearances to promote the sport.
- 7.4** BT National Champs will be held on 9th-10th November 2019 in Manchester with Poomsae Championships scheduled on 30th November 2019 in Worcester. There will also be a GB international at UEL in London on 25th-26th January 2020.
- 7.5** KW reported that the TAGB Championships will be held in Worcester on 24 November 2019.
- 7.6** It was agreed to extend authorisations for TOL's bank mandate.
- ACTION:** JKR will put TN and KM on the bank mandate.
- 7.7** Date of next TOL board meeting to be agreed following the meeting.
- ACTION:** JKR to send a Doodle Poll for board availability.
- 7.8** The meeting closed at 13:30hrs.