

BOARD MEETING MINUTES (#77)

Extra Meeting of the Board of Directors

Tuesday 10 September 2019

5.00pm – 8.30pm

BaseballSoftballUK

House of Sport, London

77.1. Chair's Welcome, introductions and apologies for absence

Present: Simon Winman [SW] (Chair), Chris Deacon [CD] by phone, Chris Greenhalgh [CG], Evan Ray [ER], Jenny Fromer [JF]

Attending: John Boyd [JB] (CEO), Tim Stride [TS] (minutes)

77.2. Declaration of interests

As previously advised, it was noted that Sara Daughtrey, owner of Fresh and Tasty, plays on the same softball team as JB and JF.

77.3. Approval of the minutes of board meeting held on 14th and 27th August 2019

Papers: (77.3.P1) BSUK Ltd Board Minutes 2019-08-14

(77.3.P2) BSUK Ltd Board Minutes 2019-08-27

Both sets of minutes were approved.

For publishing on the website, the Board agreed to redact the last two bullet points about risk in Item 7 in the minutes from 14 August and to redact the sentence for the date of the next meeting - which since changed - in the minutes from 27 August.

77.4. Matters arising and actions from the minutes

77.5. BaseballSoftballUK Strategy 2020-2024

- a. To receive and approve the headline strategy themes document prepared following the 27 August Board Meeting.

Paper: (77.5.P3) Board Strategy Overview August 2019

The Board reviewed and approved the BaseballSoftballUK Strategy document with requested amendments. It was agreed to hold the consultation with the Members on the evening of 8 October 2019, following the scheduled BSUK Board Meeting.

Action: JB to amend the document as agreed in this meeting including adjusting the timeline in the document to note 8 October meeting as a consultation with the Federations.

Action: JB to send the amended document to the Federations, along with the key findings part of the Jon Long presentation, ahead of the consultation on 8 October.

77.6. 2018-19 Financial Year Accounts

- a. Approval of 2018-19 Audited Accounts (approving 77.6.P4a 2019 Accounts)
- b. Approval of 2018-19 Audited Accounts Management Letter Response

Papers: (77.6.P4a-f) BSUK Audited Accounts 2018-19

Decision: The Board approved the 2018-19 Audited Accounts. It was noted that, as stated in Point 7 of the Representation Letter, that there are no instances of known or suspected fraud.

(77.6.P5) BSUK Management Letter Response

Decision: The Board approved the Management Letter Response to be sent to the auditors.

77.7. 2018-19 Financial Forecast

- a. To receive and discuss the Budget Variance & Forecast Report for Q1, 2018-19.

Papers: (77.7.P6) Budget Variance & Forecast Report Q1 2019-20

JB noted that under his delegated authority he had taken the decision to extend the Communications Consultant's contract beyond the originally budgeted amount to cover staffing gaps in the Marketing and Communications areas, help support the connection between the MLB London Series and the GB Women's European and Olympic campaigns and to support the UK Sport work. The consultant will now finish on 30 September 2019, having reduced hours to a 0.5 time role from August.

JB noted the forecasted EOY budget deficit of -£26k and provided initial suggestions to reduce the deficit. The Board did not propose action at this stage, preferring to consider the specific areas within upcoming committee meetings.

Action: Q1 Management Accounts to be circulated to Board

Action: In lieu of the August Finance Committee not taking place, the FC and DSC to review the Q1 Budget Variance & Forecast Report offline with respect to their areas of oversight.

77.8. Home Plate Catering Contract**77.9. House of Sport Office Lease Renewal**

- a. To discuss and decide on the renewal of the House of Sport office lease from 1 October 2019.

Decision: The Board instructed JB to sign a six-month lease renewal at the House of Sport.

77.10. Board Appointments

- a. To receive and approve the recruitment process.

Action: ER to review the draft documents outlining the appointments process and provide his feedback for further amendment if required.

- b. To approve appointment of Jayne McLernon to the Board.

Decision: The Board approved the appointment of Jayne McLernon to the Board.

- c. To consider recommendations to join the Board of Directors of BaseballSoftballUK, if required.

There were no recommendations to consider at this stage.

Papers: (77.10.P7) BSUK Special Board Appointments Process August 2019

(77.10.P8) BSUK INED Application Assessment Pack August 2019

(77.10.P9) Jayne McLernon Application Form

77.11. Standing Item – Identification of Risks, Mitigations and Actions from the Meeting

- Risk that process for recruitment of new directors does not meet Members' desires to be consulted prior to nomination, mitigated by action to include them in the process (picked up in 77.10 above).
- Identified risk of the House of Sport renewing the office contract for six months, mitigated by JB's action to meet with the House of Sport as soon as possible.
- Risk to the buy-in to the Strategy through lack of engagement with the Members, mitigated by the consultation evening proposed in 77.5.

Date of next meeting

The next Board Meeting will be on 8 October 2019 at 5.30pm and will consider:

- The BDO response.
- Stakeholder Engagement Plan, including scenario planning.
- Annual General Meeting preparations, including the Annual Review.
- Board appointments, if necessary.