

**Minutes of the Board of Directors**  
**10th March 2021 at 9.30 am**  
**By Zoom**

**Members Present:**

Joan Wheeler (JW)	Chairman
Keith Belton (KB)	Finance Director
Ian Mackenzie (IM)	Director
David Metcalf (DM)	Director

**Also present:**

Leanne Brace (LB)	Regional Development Manager
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**21/40**

**Apologies**

21/40.1 All were present.

**21/41**

**Declarations of conflicts of interest**

21/41.1 None.

**21/42**

**Minutes**

21/42.1 The minutes of the meeting held on 10<sup>th</sup> February 2021 and 26<sup>th</sup> February 2021 were confirmed as a correct record and were signed by the Chairman.

**21/43**

**Matters Arising**

21/43.1 A Matters Arising Report, circulated with the agenda was noted. DM would clarify whether the Matters Arising Reports would be useful to the ARP.

**21/44**

**Ratification of Decisions Taken Between the Meeting**

21/44.1 The decision to suspend clubs not having paid membership fees, and not been granted an extension by Swim England on or before 28<sup>th</sup> February, taken by email, was ratified.

**21/45**

**Finance**

21/45.1 Budget Reports

21/45.1.1 The Budget Reports for February for the former Association, circulated with the agenda, were noted.

21/45.1.2 The Budget Reports for February for the Company, circulated with the agenda,

were noted.

21/45.1.3 Budget reports had been circulated to the former Management Board. It was agreed that from 1<sup>st</sup> April, budget reports should be circulated to the ROC. **(Action JW to Jo Stalley)**

21/45.2 Bank Accounts – no further progress until branches re-opened, planned for 12<sup>th</sup> April 2021.

21/45.3 Affiliation Fees

21/45.3.1 Update – A spreadsheet showing membership renewals as at 3<sup>rd</sup> March, had been circulated with the agenda. This showed:

Renewals completed	107
Not completed renewal and not paid	7
Submitted but not paid	5
Granted an extension by SE	1
Not completed Stronger Affiliation	1
	121
Resigned	4
Resigned during 2020	1
	126

21/45.3.2 LB reported that payments had now been received from the five clubs that had submitted renewals. Suspension letters had been sent from the Region to the seven clubs that had not actioned renewals or paid, and a letter sent to the one club granted an extension confirming the requirement to pay by 31<sup>st</sup> March.

21/45.3.3 Swim England had suspended the one club not completing Stronger Affiliation and LB and Chris Galer were meeting with this school to agree a suitable constitution.

21/45.3.4 Letters had also been sent to the clubs resigning advising them that their club and members were not covered by SE insurance and signposting them to information on how to apply for affiliation if they wished to re-join.

21/45.3.5 It was agreed that the list would be updated as clubs renewed and paid. A list of clubs still suspended by 15<sup>th</sup> March would be posted on the regional website. **(Action LB)**

21/45.3.6 An email from Brian Havill, SE CFO, giving information on renewals as at 6<sup>th</sup> March.

21/45.4 Discount after 31<sup>st</sup> September – JW had circulated an email received sent to all regional chairs by the SE, CEO regarding the 50% discount for those joining, or upgrading membership category, after 31<sup>st</sup> September. In discussion of the email, which suggested that the discount should be set aside for 2021 the Board agreed that Jane Nickerson be advised that:

- i. SEER did not agree that there should be a temporary change for 2021, given the changes that had been previously made to this regulation
- ii. SEER was of the view that there should be no discount for membership upgrade.
- iii. SEER asked that regional and county fees be applied to all in year category upgrades and paid to regions and counties, and that county and regions should also receive the relevant payments for late payment fines. **(Action JW)**

## 21/46

### Report from the Regional Development Manager

- 21/46.1 A report from the RDM on key areas of work had been circulated with the agenda. In discussion of the report the following matters were agreed:
- 21/46.1.1 New affiliations – there was some evidence that not all counties were consulting with relevant clubs. LB and CG to discuss how relevant clubs could be consulted and also, where the proposed club was near a county or regional boundary, the neighbouring counties or region.
- 21/46.1.2 Development Planning – LB reported on the difficulties in planning development events given the uncertainty over return to competition. It was agreed that, to avoid planning events that subsequently had to be cancelled, regional development should be paused until there was more certainty over a competition calendar.
- 21/46.2 Staffing – With regard to staffing, it was agreed to look at options for the staffing structure at the May Board Meeting.
- 21/46.3 Regional Office
- 21/46.3.1 Decommissioning the Office – LB reported that a tenant new to Lanwades had purchased some chairs and tables. The Site Manager was being very helpful in showing potential buyers the equipment.
- 21/46.3.2 Lease – JW reported that she had received an email from Gulbourne confirming that, as it was not possible to evict the tenant from the adjacent storeroom, and there had been no interest in taking over the lease of 6a Rosemary House, the equipment could be left in the office until further notice. It was agreed that there was no need to arrange a PO Box until we vacated the office, particularly as the Site Manager was willing to forward post.
- 21/46.4 Measuring Performance – LB had drafted possible KPIs. It was agreed that JW and IM would look at these with LB and a second draft then shared with DM and KB. **(Action LB to send to JW and IM and arrange a meeting)**

## 21/47

### Governance

- 21/47.1 Review of Regulations
- 21/47.1.1 Following discussions at previous Board meetings, the following changes to the Regulations were approved:
- 9.3.3 The terms of reference for each of the named company committees are published on the website
- 9.3.4 The agendas for committees and leadership groups, shall include as the second item after apologies for absence, an item for their members to declare conflicts of interest in agenda items.
- 9.3.4.1.1 Members of the Swim England Members' Forum, who will be appointed annually from members of Swim England East Region clubs, after appropriate nomination. Nominations will be prioritised in the following order: President, Directors, other members of the Regional Operations Committee, Managers, members of Leadership Groups, other members of Swim England East Region Clubs.

9.3.4.1.2 The appointed Members will attend Swim England General Meetings in accordance with Swim England Regulations. Where Members are unable to attend General Meetings, they should make appropriate arrangements for proxy voting.

21/47.1.2 With regard to members of the Regional Members Forum, the Directors discussed the issue of membership of multiple clubs, and agreed that calculations should be based on the fee paying club. All Directors would look at 9.2.1 and agree an amendment by email. (Action all)

21/47.1.3 It was also agreed that any documents that had been amended should be retained in the 'Superseded Documents' folder on the One Drive.

21/47.2 Governance Update

JW gave an update on Governance. Nominations for the ROC Independent posts closed on 15<sup>th</sup> March, Nominations for President Elect closed on 28<sup>th</sup> March. Chris Vinter had agreed to Chair the Regional County Forum, with the first meeting planned for mid-May.

21/47.3 Updated Company Diary

The Company Diary, which had been updated to include Governance deadlines, was noted. KB had further changes to make after his discussions with Lottie Thompson, would do these and put the updated document on the One Drive. (Action KB)

21/47.4 Registered Company Address

It was agreed that the Registered Company Address, and the Registered Addresses for all Directors, should be changed from 6A, Lanwades Business Park, Kennett, Newmarket, Cambridgeshire, CB8 7PN to Pavilion 3, SportPark, 3 Oakwood Drive, Loughborough University, Leics LE11 3QF from 1<sup>st</sup> April 2021. KB would action these changes with Companies House, LB would make changes on the website and relevant documents. (Action KB/ LB)

**21/48 Special Council Meeting and Special General Meeting**

21/48.1 Agenda - A draft agenda for the Special Council Meeting and Special General Meeting to be held on 22<sup>nd</sup> April was discussed and changes were agreed. JW would circulate the revised agenda before publication. (Action JW)

21/48.2 Annual Report – the Annual Report was approved for publication. It was noted that future annual reports would need a different format. KB would circulate a sample shown on the Charities Commission website for discussion in October. (Action KB)

**21/49 Management Board**

21/49.1 A draft agenda for the Management Board meeting on 21<sup>st</sup> March was discussed. After some discussion over whether this should be a Management Board, or Interim ROC meeting, it was agreed to retain 'Management Board' for the final meeting.

21/49.2 If necessary, JW would clarify that the former Management Board only had the authority to make decisions on items relating to the former association, and that any decisions relating to the new company would be either taken by the Board or referred to the ROC.

## 21/50

### Leadership Groups

21/50.1 Update on Terms of Reference – JW advised that Diving, Masters, Open Water and Swimming Officials had agreed their Terms of Reference based on the model sent to managers. The Board had previously confirmed the Terms of Reference for the Club Leadership Group. IM confirmed that Water Polo had a meeting in April, where this would be discussed. JW would contact managers for Artistic, Disability and Swimming to agree their preferred options. **(Action JW)**

21/50.2 Club Leadership Group – the membership of this group was discussed and agreed as:  
Stewart Murray (Chairman), Ian Cotton (ROC member), Chris Galer (Membership Officer) and LB. With regard to the three independent roles it was agreed that:

- Suitable candidates be discussed after ROC appointments had been concluded
- JW contact Ian Cotton re the ROC member role
- LB discuss with JS with a view to identifying club SwimMark co-ordinators.

## 21/51

### Disputes in Clubs

21/51.1 JW reported in general terms about some of the recent internal club disputes that the region had been involved with.

21/51.2 In discussion, it was accepted that there were some circumstances, when support from the Region may be appropriate. JW would draft a report to be considered by the Club Leadership Group and Directors. **(Action JW)**

## 21/52

### Next Meeting

21/52.1 The next meeting would take place on 14<sup>th</sup> April 2021 at 9.30 am.

21/52.2 The meeting planned for 12<sup>th</sup> May was brought forward to 5<sup>th</sup> May 2021 to accommodate DM's appointment to an international para meet.