



The Council

Minutes

Tuesday 14 June 2016 at 18:05

at the BPA Office, 5 Wharf Way, Glen Parva, Leicester LE2 9TF

Present:	Martin Soulsby	- Chair
	Paul Applegate	
	Gordon Blamire	
	Brian Cumming	
	Tash Higman	
	Ian Marshall	- Competitions Vice Chair
	Gavin McLeod	
	Craig Poxon	- Vice Chair, Development Chair & RAeC Alternate Delegate
	Ian Rosenvinge	
	Brian Vacher	- Competitions Chair
In attendance:	Liz Ashley	- Editor, <i>BPA Skydive the Mag</i>
	(from item 39.4.3)	
	Amanda Bennett	- Governance Consultant
	(to item 39.6)	
	Tony Butler	- Chief Operating Officer (COO)
	Jon Gretton (to item 38)	- Company Secretary & Financial Administrator
	Jeff Montgomery	- Safety & Technical Officer (STO) & STC Chair
	John Smyth MVO	- Vice President & IPC & RAeC Delegate
	(to item 37)	
	Martin Shuttleworth	- Secretary-General (Secretary)
Apologies for absence:	Adrian Bond	- Communications Chair
	Jack Bradford	
	Debbie Carter	- Treasurer
	John Hitchen	- Vice President, IPC Alternate Delegate
	Jason Kelleher	
	Mike Lewis	
	Yassi Molazadeh	

Item Minute

35/16 Declarations of interest

Declarations of interest for agenda items at this meeting would be taken as they arose.

36/16 Minutes of the meeting held on Tuesday 19 April 2016

The minutes had been approved electronically and published at bpa.org.uk/member/agendas-and-minutes/

Because items 37-39 at tonight's meeting were taken out of agenda order, matters arising are at minute 40.

37/16 Royal Aero Club

John Smyth MVO, UK Delegate to IPC and BPA Delegate to the Royal Aero Club, reported that:

- the next meeting of RAeC Council would be held on 14 July;
- the RAeC Awards 2015 presentation ceremony had been held at the RAF Club, Piccadilly, on Wednesday 18 May 2016. On this occasion, BPA nominees Mike Lovemore and Douglas Peacock had received RAeC Silver Medals, Paul Applegate and Jackie Harper RAeC Bronze Medals, Adrian Bond the RAeC Certificate of Merit, and insurance broker Martin Mansley and insurance legal adviser John Korzeniowski had both received an RAeC Certificate of Appreciation;

- IPC had confirmed that the Wingsuit World Championships at Zephyrhills, USA, would go ahead as planned in November 2016.

Craig Poxon (BPA Alternate Delegate to RAeC) reported that Graham Spicer, a BPA Archivist and Chair of the Development Committee's IT Strategy Group, had represented the BPA with his wife at the RAeC Table at The Patron's Lunch in the Mall on Sunday 12 June. This special event had been in celebration of Her Majesty The Queen's 90th birthday, Her Majesty being Patron of the Royal Aero Club.

Craig Poxon next reported on the continuing success of younger BPA members who had applied for 'Flying for Youth' bursaries from the Royal Aero Club Trust (RAeCT) to support their progression in sport parachuting. Around half of those awarded bursaries for the last two years had been BPA members, the highest proportion from any airsport.

In 2014, BPA had made a donation of £2.5K to RAeCT, which was a registered charity. Craig Poxon said he would like to see the establishment of an annual donation by BPA to RAeCT but no decision on this was taken.

Craig Poxon then proposed, and Ian Marshall seconded, that this year BPA should make a one-off donation of £5K to the Royal Aero Club Trust to support its work, which, in addition to the Flying for Youth programme, included preserving historical records of airsports.

Carried unanimously

The Chair thanked John Smyth for his contribution, and John Smyth left the meeting.

38/16 Finance

38.1 Management accounts and membership numbers

A paper from the Financial Administrator was tabled. The Chair said that this year's reduction in the cost of membership subscriptions had been a main factor in a year-on-year reduction of £54K in income. At the same time, expenditure had increased by £57K. This was forecast to result in a surplus of up to £150K at the end of the financial year on 30 June, being by design around half that of the previous year. The surplus would be used as the basis for the budget for next year's Action Plan.

The Chair was pleased to note that renewals were 2% up year-on-year, at month 2 of the membership year.

The Financial Administrator reported that the funds in the separate Drop Zone Defence Fund Account had not yet been received by BPA to aggregate with the funds in the DZDF account held by the BPA. Once this had been done, the total was expected to be about £30K.

38.2 Insurance Premium Tax (IPT)

The broker had asked the underwriter kindly to consider absorbing the Insurance Premium Tax (IPT) was increase of 0.5% on 1 October 2016, IPT being payable on the insurance element of BPA membership subscriptions.

38.3 End of BPA financial year on 30 June

The Financial Administrator asked Council Members to ensure they submitted their expenses claims soon, as the financial year ended on 30 June.

The Chair thanked the Financial Administrator, who then left the meeting.

39/16 Governance, Council & Committees 2017

39.1 Consultation on BPA identity, mission and values

A link to a short online survey had been put out in the BPA e-Newsletter for May, promoted on the BPA website, and would be referred to in the BPA Skydive the Mag for June 2016. To date, over 100 responses had been received. The survey would run until the end of June. The Communications Committee then planned to publish a summary of the responses. The Chair said member feedback would allow consolidation of BPA's mission and values, and further discussion of BPA's identity.

Action: Communications Committee

39.2 Sport & Recreation Alliance Event: 'Raising the bar for gender equality on sports boards'

Tash Higman had represented BPA at this event, on 28 April, that had been organised by the Sport & Recreation Alliance. Although at entry level in sport (and not only in sport) the gender balance was about 50/50, the percentage of women dropped off at higher levels. A number of

organisations existed to help to promote a better gender balance on boards, such as Women on Boards and Women in Sport.

39.3 Advanced Certificate in Sports Governance and Administration

The Secretary thanked BPA for sponsoring him on this webinar and private study-based course, which he had recently completed. The result of the examination was expected in August.

39.4 Council 2017

39.4.1 Draft advertisement for two Independent Non-Executive Directors (Independent Council Members)

The draft, which had been circulated with the agenda, was discussed and agreed with minor variation.

Agreed

39.4.2 Draft Council Member role description

The draft, which had been circulated with the agenda, was noted, as was a similar document for another sports body that had been called to our attention by Amanda Bennett. The Secretary would review the two documents with a view to submitting an updated draft to the next meeting.

Action: Secretary

39.4.3 Nominations Committee

Council noted the Articles relevant to the appointment of Independent Council Members, as follows:

Article

12.5 Independent Council Members shall be selected and nominated to the Members by the Nominations Committee and shall be appointed by the Members at a General Meeting.

19.10 The Council shall delegate to the Nominations Committee the selection and nomination of Independent Council Members. The Council shall determine the terms of reference for the Nominations Committee from time to time. For the avoidance of doubt, the Nominations Committee shall consist of up to four members consisting of the Chair, the COO and at least one Independent Council Member together with such other person as the Council sees fit.

Amanda Bennett (Consultant on Governance) explained how the process of selection by a Nominations Committee worked in other sports bodies. There was a rigorous, competence-based selection process to identify those whose names would be put forward for formal appointment by the AGM. The process to be followed by the Nominations Committee would be objective and accountable. Amanda Bennett had kindly agreed to be the independent on the first Nominations Committee, in the absence this year of any Independent Director.

Use of a Nominations Committee to select Independent Council Members was a different process from the appointment of Elected Council Members by the membership.

With regard to the composition of the Nominations Committee, Ian Rosenvinge proposed, and Ian Marshall seconded, a motion to attach a bye-law to Article 19.10 stating that the Nominations Committee shall comprise the Chair, COO and two other directors (Council Members), one of whom shall be independent. The vote was: For - 7, Against - 1, Abstain - 1 (Tash Higman).

Carried

After extensive discussion, Ian Marshall proposed, and Gavin McLeod seconded, a motion that if there were more than two eligible candidates for the two seats for Independent Council Members (ICMs), then the Nominations Committee should put forward at least three names to the membership for an election.

Ian Rosenvinge made a counter-proposal, seconded by Tash Higman, that, in line with the advice of Amanda Bennett on best practice in other sports bodies, the Nominations Committee should put only the two names emerging from the selection process to the AGM for appointment as Independent Council Members. The vote was; For - 7, Against - 2.

Carried

The Chair asked Amanda Bennett to define the term 'independent' in the context of ICMs. She read aloud a definition from the governance leadership framework which boiled down to

an independent, or their relatives, not being a close stakeholder. The Chair said he regarded other air sports as stakeholders because of our close links to them through the Royal Aero Club. Independents served for fixed periods, as set out in the Articles, as independents needed to be refreshed at intervals to retain the quality of independence.

39.5 Committees 2017

A paper had been circulated with the agenda. It considered the process for populating those BPA Committees (Communications, Competitions and Development) whose seats had hitherto been held mainly or entirely Council Members (except for some of the discipline representatives on the Competitions Committee). With a reduction in the number of seats on Council from 15 to 12, and the advice of best practice that the role of board (Council) members is oversight not implementation, there would be an opportunity to engage with members with skills and competences relevant to help the work of Committees, Working Parties, etc.

Ian Rosenvinge asked that the composition of the technical committees (STC and its Riggers' Subcommittee) should also be considered for review. The Chair said that STC and Riggers would be unaffected by changes to the composition of Council and that was why they were not included.

The Chair said that he believed it would be timely next year, in 2017, to consider BPA's non-technical Committee structure (excluding STC and Riggers) to ensure that the structure was fit for purpose under good governance. For example, he noted that many other National Governing Bodies of Sport had a Finance and Governance Committee, and had committees charged with increasing participation and performance development.

The paper that had been circulated included a draft advertisement for volunteers from the membership with specific skills sets to register their interest for service on relevant BPA committees and working parties, etc. It was envisaged that this opportunity would be advertised at about the same time as calls were made for the nomination of Elected Council Members. It was important to recognise that a seat on Council, as a Director, and a seat on an operational committee or working party, were different ways of volunteering to help the BPA and the sport - one operational, the other strategic.

There was discussion on how member volunteers for committee service might be selected. One option might be for a selection committee comprising the Chair of Council and the Chairs of Communications, Competitions and Development (as at the previous calendar year). The point of principle was that decisions should not be vested in any one individual. Amanda Bennett said that the Nominations Committee need not restrict its work to considering applications for Independent Council Members: it could also consider applications for any available seats on particular committees.

The Chair asked Council to reflect on these and other options ahead of further discussion at the next meeting.

Action: Next meeting

39.6 BPA Code of Conduct

The Chair introduced this item and invited Amanda Bennett to speak. Amanda Bennett said, based on her knowledge of other sports bodies, that it was entirely reasonable for BPA to have a Code of Conduct that applied not just to directors and staff, but all volunteers or representatives of the Association. Such individuals were 'wearing the BPA badge' which is to say acting on behalf of the Association in whatever capacity the Association had given them.

The Code of Conduct would need to take into account differences in the relationship of various groups within the Association - for example, directors had particular duties and responsibilities as set out in company law, and staff had an employment relationship. But there would be common ethical and behavioural standards that would apply to everyone.

There needed to be a procedure to deal with alleged breaches of the code of conduct. Amanda Bennett advised that often there was a two or three stage process. She suggested that BPA might look at the arrangements that other sporting bodies had in place. Ian Rosenvinge said that the working group on BPA disciplinary and grievance procedures was currently reviewing these procedures, and he believed that they would be able to cover alleged breaches in the Code of Conduct.

Arrangements for the development of a suitable Code of Conduct would be progressed at a future meeting.

Ongoing

The Chair thanked Amanda Bennett for her contribution, and she left the meeting.

40/16 Matters arising from the minutes of the meeting held on Tuesday 19 April 2016 (minute 36)

40.1 Review of BPA grievance and disciplinary procedures (minute 23.1)

Ian Rosenvinge, as a member of the review panel, reported that Yassi Molazadeh had drafted a letter to the external firm we had used to carry out a review to call to their attention a number of issues that had, in the view of the working party, been inadequately or incompletely addressed. On receipt of a reply, the working party would convene its next meeting. Ian Rosenvinge confirmed that, in accordance with best practice, the BPA committees would be taken out of the disciplinary process which would operate at arm's length, although they would continue to have a role in providing checks and balances (see minute 23.1).

Ongoing

40.2 Allan Hewitt's case at Sport Resolutions (minute 23.2)

The Chair reported that BPA's position remained unchanged, that we were waiting for Allan Hewitt to advise Sport Resolutions of his availability for mediation with BPA on the terms of referral of his case to arbitration.

Ian Rosenvinge asked, and Council agreed, that we should write to Sport Resolutions to ask when they had last heard from Allan Hewitt, and what dates he had offered. The view was expressed from around the table that BPA should not require a member using the BPA grievance procedure to continue to be a member, should they not wish to do so, in order to pursue their grievance.

Brian Vacher asked that this item should be taken off subsequent agendas until and unless there was something to report, and the meeting agreed.

Action: Secretary

40.3 Independent review of BPA procedures in relation to the World Cup in Wingsuiting at Skydive Netheravon, 25-29 May 2015 (minute 23.3)

Council was disappointed still not to have heard from the external consultant carrying out this work, notwithstanding three reminders from the Secretary.

[Secretary's note: The consultant had problems with their e-mail and had not received the reminders. However, the project has not yet been completed.]

Report due

40.4 Belbin Team Report on Council 2016 (minute 23.5)

The Secretary read aloud a reply from Karen Bain (the former Council member who had introduced us to Belbin) on how the report might be applied. After discussion, Brian Vacher proposed, and Paul Applegate seconded, a motion not to pursue Belbin in favour of skills-based approach on governance. The vote was For - 8, Against - 1.

No further action

41/16 Premises refurbishment

The Chair was pleased to report that works had started yesterday, Monday 13 June.

42/16 Minutes of Committees

The minutes of each of the following meetings, except those of STC, had already been circulated, electronically ratified by the Council, and published on the BPA website. The minutes of STC had been circulated in draft, for consideration for ratification tonight.

42.1 Communications Committee meeting on Tuesday 19 April 2016

There were no questions.

42.2 Development Committee meeting on Tuesday 19 April 2016

There were no questions.

42.3 Competitions Committee Tuesday 19 April 2016

There were no questions.

42.4 Safety and Training Committee meeting on Thursday 2 June 2016

Brian Cumming asked for more information on STC minute 3, concerning a decision of the Riggers' Subcommittee in relation to a maintenance information bulletin published by Airtec for its Cypres AAD that led to the issue of a BPA Safety Information Bulletin. Paul Applegate, Riggers' Chair and the COO explained the background to the Airtec bulletin which had been issued because of a matter outside the UK. Nothing had changed as far as the UK was concerned, hence publication of the BPA Safety Information Bulletin to confirm this.

Ian Rosenvinge proposed, and Paul Applegate seconded, a motion that the minutes of the above meeting should be ratified. This carried unanimously.

Ratified

43/16 Headline issues from Committee meetings held earlier today

43.1 Communications Committee

Craig Poxon (Communications Vice Chair) reported that the Committee, at its meeting earlier today, had:

1. confirmed its decision, that had been ratified electronically by Council, to appoint Archant Dialogue as BPA Media Partner for a three-year period from autumn 2016;
2. Adrian Bond, Communications Chair, had negotiated a good deal for BPA that included additional PR and the services of a digital editor for the equivalent of one day a week. There would be a new account director;
3. Adrian Bond was liaising with Skydive TV about their possible coverage of certain big BPA events including the Expo;
4. recent Magazines had been published later in the month than before but the consensus of the Editor and the Committee had been to revert to the former schedule;
5. the preparation remained outstanding of an invitation to tender document for the new BPA web portal and Personal Information Management System (PIMS) - aka the membership database - as a single, integrated contract;
6. discussed the membership survey on BPA identity, mission and values (minute 39.1);
7. invited Council and the membership to suggest possible speakers for BPA Skydive the Expo 2017. Brian Vacher suggested a speaker from the USA, and the Chair of Council asked him kindly to e-mail it to Adrian Bond;
8. the Expo Working Party having visited a possible alternative venue, agreed that BPA Skydive the Expo would remain at EMCC Nottingham for two further years, 2018 and 2019.

43.2 Development Committee

Craig Poxon (Development Chair) reported that the Committee, at its meeting earlier this afternoon, had:

1. reviewed a prototype 'BPA Approved' vinyl welcome banner personalised to a BPA Affiliated Parachute Training Organisation, and agreed to make available such a banner to any Affiliated PTO that may require one, with the option of a second at cost;
2. noted that the Competitions Committee was liaising with BPA's insurance broker to ensure third party and medical/repatriation/baggage cover for our National Delegation to the WPC Mondial in the USA this September;
3. discussed correspondence with James La Barrie in relation to our invitation to him to speak on customer service at the next annual meeting of the DZO Specialised Interest Group to be held at EMCC Nottingham on Friday 27 January 2017. The Chair of Council agreed with the Committee's view, and to continue his discussion with James La Barrie on this basis;
4. noted an ongoing trial, with the support of Graham Spicer, Chair of the IT Strategy Group, of proprietary software for meeting papers. The software had now apparently been superseded by a new product from the same supplier. It ran on a Sharepoint platform, and a trial involving Sharepoint alone was also taking place;
5. said it was content for the STO to place such further orders of BPA instructor/examiner uniform as may be required to be funded from central funds rather than the budget of this Committee, being no longer an item in development.

43.3 Competitions Committee

Brian Vacher (Competitions Chair) reported that the Committee, at its meeting earlier this afternoon, had:

1. been pleased to see increased participation in accuracy competitions;
2. been pleased to note that the BPA Wingsuit Nationals in May had attracted 63 competitors from 15 countries, making it the largest Wingsuit Nationals in the world to date;

3. appointed Ruth Coper as Head of Delegation to the World Championships in Indoor Skydiving in Warsaw, Poland, in October 2016;
4. declared no funding to be available for the World Championships in Indoor Skydiving as the funding budget had already been allocated elsewhere;
5. declined a request from a freestyle team for further funding, again because the budget had already been allocated;
6. agreed to common branding for BPA competitions;
7. deferred consideration of next year's budget to the next meeting;
8. encouraged a number of discipline representatives to contact leading competitors in their disciplines with a view to organising coaching roadshows this season, and encouraging DZs to host them.

44/16 Staff

This item was held in camera and BPA staff, etc, left the room. After discussion, Council decided to increase staff pay by two per cent with effect from 1 July 2016.

The meeting then returned to open session. The COO, on being advised of the decision, thanked the Council on behalf of all staff.

45/16 Dates of future meetings

Tuesdays at 18:00: 9 August, 4 October and 29 November. The August and October meetings would be at a Leicester venue to be arranged during refurbishment of the BPA Office.

The meeting closed at 21:22 (duration: 3h 17).