

SKI COUNCIL OF WALES
PUBLIC MINUTES OF THE BOARD OF DIRECTORS
MEETING HELD ON THURSDAY 11 MARCH 2010
TELEPHONE CONFERENCE

MINUTES OF THE LAST MEETING

The Minutes of the last meeting held on 4 February were received. Subject to an amendment the Minutes were agreed as a correct record.

Proposed: Rob Hales seconded: Peter Harris

MATTERS ARISING FROM THE MINUTES

Perpetual Trophies

RK would be meeting with Athletes Director to discuss this matter.

Squad Funding

RK had set up dialogue between the Squad members on their suggestions for the use of funds via the social network Facebook. The outcome would be discussed with the Athletes Director.

Snowsport Cymru/Wales Finance

The policy of delegated responsibility with regards to budgetary expenditure would be brought to the next meeting.

Coaching

RK and Coaching Director had met to discuss content and dates for future training courses for Coaching members. RK would report to the next meeting.

Ski Centre Cardiff – Free Squad use

RK reported that he had received a letter from the Ski Centre Manager confirming the use of facility.

Celtic Cup 2010 – Indoor Event

With the dates for the Celtic Cup Series confirmed, concern was expressed by Board members on the lack of available weekends at the end of the season to hold an indoor event and the possibility of low entries. It was agreed that the Indoor Event would be postponed for 2010 and a better time in the calendar found for 2011.

MEMORANDUM & ARTICLES

RK reported on meetings with the Sports Council representative who had assisted in preparing the draft documents presented to the Board. These documents were model articles supplied by Companies House and based on the new 2006 Companies Act. Some of our existing M & As had also been included.

(Copies of the draft documents are attached to these Minutes in the Minute Book)

RK proposed that once the Board had considered the documents, the draft M & As be posted on the website for feedback from the clubs and membership. It was hoped that when finally presented to the EGM in June we should be sure that we would receive 75 percent agreement to the changes from the members.

The following changes and amendments were proposed:

- (1) Article 21: In order to simplify the membership categories: There shall be four classes of membership as follows -
 - (a) Individual Members
Membership is open to any individual aged 16 years or over. (This includes coaching scheme members).
 - (b) Honorary Members
 - (c) Constituent Club
 - (d) Group member

RK reported that there was a need to update the company's Standing Orders at the same time as revising the M & As.

- (2) Article 23. Voting
This referred to the procedure for calling General meetings and the use of technology allowing meetings to be held as long as committee members can communicate. RK reported that SCOW needed to be better prepared for General meetings and to earmark a date in the calendar that could be published well in advance to allow for preparations for nominations etc.

It was proposed that the Board of Directors be reduced to ten in number and discussion took place on what effect this would have. It was proposed that the Board should consist of –
Four fixed roles: Chairman (for 3 years), Finance Director (for 3 years), Vice-Chairman North and Vice-Chairman South (for 2 years).

Four directors nominated by the members (for 2 years) – these would be roles laid down in the Standing Orders for the company.

Two directors – competency based and nominated by the Board (one year duration).

It was noted that the roles of Vice-Chairs were supportive to the work of the Chairman and shared duties throughout the region.

There was also some duplication of terminology and references made to the Companies Act that some Board members felt could be omitted in the new document. After discussion and voting it was agreed by the majority to take out duplicated terminology from the Companies Act and to only make reference to the Act.

It was noted by the members that the appointment of Company Secretary under the new Act was unnecessary. It was suggested that this role could be carried out jointly. The Company Secretary duties were the responsibility of all the Board of Directors.

- The Board agreed to the reduction of the Board of Directors to ten.
- The Board agreed that nominations for election to the Board were not required to be fully paid Members of the organisation. However those nominating were required to be valid and paid Members.
- The Board agreed that the inclusion for payment of Directors for services to the organisation, but not in their role as directors, was important to include in the new document.
- The proposal to reduce the quorum attending General meetings to 15 was rejected and it was agreed that the quorum at General meetings was to remain at 20.
- The Board agreed that the Emergency General Meeting to receive the revised Memorandum and Articles by the membership would be held on Saturday 12 June 2010.

The agreed proposal for the new roles of Board members would need to be included with this item on the agenda.

The next course of action would be to circulate the redrafted documents to the Clubs for feedback. Emails would be circulated to the membership including the draft document and inviting comment. Responses would need to be returned to the office by 9 April.

CHAIRMAN'S REPORT

Since the collapse of Snowsport GB it was crucial for the home nations to ensure that the plans for the British Alpine

Championships in Meribel would continue and this had been successful. Entries for the event were very good and it was reported that the event will not make a loss and would follow the same programme as in previous years.

FINANCE REPORT

RK had prepared a Profit and Loss statement to the end of February.

The summary of income and expenditure for the Welsh Alpine Championships was presented. It was noted that the FIS event made a loss of £1,175 and the BASS event made a profit of £1,251. A combined profit of £76 - however this did not include the sponsorship income from Champéry.

SKI CENTRE CARDIFF

No financial statements were presented for the month of February. Ski Centre Director reported that even with a reduction on staff time, business during February had been very successful and had made up a little on the previous figures presented to the last meeting.

PROGRAMME/EVENTS

Events Director reported on a very successful Alpine Championships in January at Champéry with very good feedback.

The Celtic Cup arrangements were well underway and Peter Heath was posting the online entry system imminently.

GW had also organised a race officials training session at Pontypool for Race Secretaries and this had been well attended.

CODE OF CONDUCT

The re-drafted document had been circulated. Whilst the Board considered the document purposeful as a guidance tool for clubs, it still required some amendment. LC offered to re-draft the document and bring this back to the Board.

MEMBERS' QUESTIONS

Squad Fund-raising

PH and RK would provide a brief summary on income and expenditure for the Squad monies raised throughout the last year.

RK and AC would discuss on how to use this fund at their meeting next week.

DATE OF NEXT MEETING

The next meeting will be Thursday 6 May 2010 commencing at 7pm. This will be a telephone conference meeting.

COMPETITION TROPHIES 2010

Athletes Director suggested an upgrade for the trophies presented at the Celtic Cup Series this year. The Board requested RK to look at costs to see if a compromise could be made with the cash prizes presented to overall Series winners in order to improve on the quality of trophies.

Meeting closed 8.35pm