

**MINUTES**

**IHUK 133<sup>RD</sup> BOARD MEETING  
THURSDAY 6 JUNE 2024 @ 18:30  
BY TEAMS**

**PRESENT**

Clifton Wrottesley (CW)	-	Chair.
Eric Morton (EM)	-	Vice Chair/Senior Independent Director.
Henry Staelens (HS)	-	Chief Executive Officer.
David Clarke (DC)	-	Non-Executive Director.
Dean Hardman (DH)	-	Independent Non-Executive Director.
Duncan Hough (DHo)	-	Non-Executive Director nominated by EIH.
Grant King (GK)	-	Independent Non-Executive Director.
Todd Kelman (TK)	-	Non-Executive Director nominated by EIH.

**APOLOGIES**

Claire Herbert (CH)	-	Independent Non-Executive Director.
Faye Andrews (FA)	-	Non-Executive Director.
Jamie Thomson (JT)	-	Non-Executive Director nominated by SIH.
Martin Gill (MG)	-	Independent Non-Executive Director.

**IN ATTENDANCE**

Obehi Ehiremhen	-	Corporate Secretary
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**1. COMMENCEMENT**

A quorum having been formed; the meeting ("Meeting") of the Board of Directors (the "Board") of Ice Hockey UK Limited ("IHUK" or the "Company"), commenced at 6:30pm.

**2. APOLOGIES AND WELCOME**

CW welcomed everyone and he stated that this was an ad hoc meeting, convened primarily to discuss the role and positioning of the IHUK Foundation ("Foundation"). The Board received apologies from CH, FA, JT and MG for their unavailability to attend the Meeting.

**3. DISCUSSION ON THE ROLE AND POSITIONING OF THE IHUK FOUNDATION**

CW gave a brief background on the Foundation as well as its operations so far. He reported that the Foundation is a charitable incorporated organisation that had been in operation for approximately 6 months.

CW stated that the board of trustees of the Foundation consisted of himself as acting chair, Paul Ratcliffe, Andy French – who although had been retained as the Foundation manager was still acting as a trustee in the meantime for the purpose of forming a quorum at meetings, and Mike Townley, a renowned sports lawyer. He further stated that the Foundation was formed to support the sport of ice hockey in the UK and to support IHUK and its activities. CW stated that the aim of the Foundation was not to supplant or replace IHUK but to provide support as required.

CW reported that the strategy of the Foundation was structured around the development programmes including the Youth Academy and Junior High Performance Academy; the Elite Coach Development Programme; the National Cup Competition; and other associated projects. He stated that the strategy was still a work in progress and would be finalised when a Head of Development ("HoD") was recruited for the

Foundation, since the responsibility of that position includes developing projects and implementing the developed strategy.

CW stated that the Foundation still needed to set an appropriate governance structure especially with respect to its relationship with IHUK.

CW also informed the board of the organisational structure of the Foundation. He stated that recruitment of the Head of Development was still ongoing, and that Andy French ("AF") had come on board to support the Head of Development and manage the general administration of the Foundation and its activities. He stated that the Foundation had recruited Irene Jones to serve as its Secretary, having recently served as the Company Secretary of the English Ice Hockey Association ("EIHA") and that she will also coordinate bookkeeping and fundraising activities. CW stated that there was also an opportunity to bring on board a further person to assist AF with administration, given that AF would be working remotely out of Slovakia and the potential need to have someone in the UK to facilitate administration.

On operations, CW stated that there were two key projects in the works; the NCAA coaching project and the Youth Academy. He stated that the Youth Academy would broadly involve 5 athletes in each of 5 age groups in each of the 5 regional hubs within the UK which were Scotland, North, Midlands, South East and South West, although the distribution across the age groups would likely be different, with more athletes at the younger ages groups. CW further stated that the Youth Academy would operate to complement the club training that was already provided by the Home Nation Associations ("HNAs") in their junior clubs and not as a replacement. He stated that a funding agreement for the aforementioned projects had been finalised with the donor and that funds had already been received by the Foundation to recruit the HoD. CW stated that there were other potential projects which were yet to be formalised and would form part of the Foundation's strategy when the HoD had been appointed. As part of the potential projects, CW highlighted the Junior High Performance Academy proposed to be hosted at the National Centre for Sport and Exercise Medicine in Loughborough; the Elite Coach Development Programme targeted at upskilling coaches; and the National Cup Competition targeted at exposing players and coaches to more competitive games. CW stated that the Foundation would need the support and guidance of the HNAs as well as IHUK, to develop and implement the projects.

DC stated that in developing projects geared at upskilling athletes, attention needed to be paid to the development of GB talent from ages 15-18. HS stated that the separation of IHUK from the Foundation needed to be clearly communicated to the GB staff, especially in light of the recruitment of a HoD and that this was important to manage potential kickbacks and loss of morale of the GB staff. EM enquired about where the liability for the termination costs of the Foundation staff would lie if the Foundation's funding was not renewed after the initial 3-year period and who would provide the insurance indemnity for the NCAA coaches that would participate in the coaching programme. On safeguarding, HS suggested that the NCAA coaches may need to undergo background checks, given that they would be working with minors and DHa commented that the focus should be more on how the coaches are deployed and supervised, to ensure safeguarding.

In response to the questions and comments of directors, CW confirmed that the cost of insurance and any additional costs attached to the NCAA coaches would be borne by the Foundation and that AF would handle the safeguarding issues. CW also stated that the staff termination costs would be borne by the Foundation and that the donor was aware and in agreement. He stated that the hope was for [REDACTED] other donors like UK Sport or Sport England to come on board with funding the development projects, once they realise the positive impact of these projects on the sport of ice hockey in the UK. GK stated that it was increasingly important for the terms of the relationship between IHUK and the Foundation to be clear and that roles and responsibilities needed to be delineated in a formal agreement, especially in light of funding discussions.

After due deliberations, the Board noted that a formal agreement between IHUK and the Foundation needed to be developed before the commencement of the NCAA coaching programme and the GB initiation camps, scheduled to begin on 15<sup>th</sup> July 2024. The Board agreed that the Governance and Risk Committee should handle the development of the terms of the agreement, after which the Board would meet to consider and approve

the draft agreement. The Board decided that Governance and Risk Committee needed to consider the following matters with respect to the relationship between the Foundation and IHUK, and revert to the Board:

- i. **Risk Management** – the potential risks involved and the appropriate delineation of liabilities in the partnership between IHUK and the Foundation. This includes matters like the use of IHUK’s logo, payroll management, insurance and safeguarding, especially given the Foundation’s potential engagement with players.
- ii. **Strategy** – clarity on the strategic objectives of the Foundation and where that sits within IHIUK’s organisational strategy. This includes any strategy overlaps and/or alignment between both organisations, especially regarding the Youth and Junior GB Programme teams.
- iii. **Governance** – policies that need to be developed to guide the governance of the Foundation’s activities and partnership with IHUK. This includes controlling possible conflicts of interest of Board members where they get involved in the Foundation’s activities and managing separate contracts for personnel that are involved in both IHUK and the Foundation.
- iv. **Formal agreement between IHUK and the Foundation** – develop a formal agreement that guides the relationship between IHUK and the Foundation. This should clearly state where liabilities and costs lie.
- v. **Maintaining the charitable status of the Foundation** – the Foundation needs to ensure that it is not involved in the core business of IHUK, in order for it to maintain its charitable status.

#### 4. ANY OTHER BUSINESS

4.1 HS reported that the GB Men's Under 20 team (“MU20”) was holding a camp in the following week for fringe players that had not yet been selected for the July induction camp but could potentially be selected in another round. He reported that there were about 40 players in this group from both Scotland and England.

4.2 HS reported that IHUK are looking into the possibility of entering a team of MU20s and capable Men's Under 18s (“MU18”) into the National Ice Hockey League National Division (“NIHL Nat”) for the 2024/25 season. He stated that this was to support the GB MU20 and MU18 athletes in gaining the necessary playing experience and match day fitness needed to support their World Championship aspirations. HS reported that there was funding available for the games and that the GB team would only play away games. DC stated that it was a good initiative, provided that the games would be played in a safe manner and the GB team athletes would be protected on the ice, considering that the participants would be top MU20 and MU18 talents. TK aligned with DC ‘s comments and stated that it was a good initiative, provided that safety protocols were put in place.

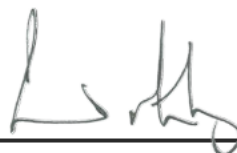
4.3 HS reported that during the week , CW, AF, DHo and he engaged in discussions with NIHL Nat with regard to import rules and that the parties had reached an agreement. He stated that a working group would be set up to engage the EIHL on reducing imports by 1 next year and also discuss other partnership terms.

4.4 HS reported that IHUK had entered into a shared resource agreement with British Ice Skating for a Safeguarding Manager. He stated that the role had been offered to a candidate and that this would provide IHUK with a Safeguarding Manager once a week. CW enquired whether EIHL and SIHL would be interested in participating and HS stated that discussions around the matter were already ongoing.

4.5 HS reported that the Olympic Qualifier camps would now be held for 1 week instead of 2 weeks, in Cardiff. He stated that this was scheduled for the week of 18<sup>th</sup> August 2024, and that more information will be available to directors in due course.

#### 5. CLOSING

There being no further matters for discussion, the Meeting ended at 8:33pm.



CHAIR

**ACTIONS**

S/N	ACTION ITEMS	RESPONSIBILITY
1.	Discuss the issues highlighted by the Board regarding the relationship between IHUK and the Foundation (as set out on page 3).	Governance and Risk Committee
2.	Develop a draft agreement between IHUK and the Foundation and present it to the Board for approval before 15 <sup>th</sup> July 2024.	Governance and Risk Committee