

## MINUTES

**IHUK 134<sup>TH</sup> BOARD MEETING**  
**WEDNESDAY, 17 JULY 2024 @ 13:18**  
**SHEFFIELD OLYMPIC LEGACY PARK**

**PRESENT**

|                         |   |   |
|-------------------------|---|---|
| Clifton Wrottesley (CW) | - | Chair                                   |
| Eric Morton (EM)        | - | Vice Chair/Senior Independent Director  |
| Henry Staelens (HS)     | - | Chief Executive Officer                 |
| Claire Herbert (CH)     | - | Independent Non-Executive Director      |
| David Clarke (DC)       | - | Non-Executive Director                  |
| Dean Hardman (DH)       | - | Independent Non-Executive Director      |
| Duncan Hough (DHo)      | - | Non-Executive Director nominated by EIH |
| Faye Andrews (FA)       | - | Non-Executive Director                  |
| Grant King (GK)         | - | Independent Non-Executive Director      |
| Jamie Thomson (JT)      | - | Non-Executive Director nominated by SIH |
| Martin Gill (MG)        | - | Independent Non-Executive Director      |

**APOLOGIES**

|                  |   |  |
|------------------|---|--|
| Todd Kelman (TK) | - | Non-Executive Director nominated by EIH. |
|------------------|---|--|

**IN ATTENDANCE**

|                 |   |                     |
|-----------------|---|---------------------|
| Obehi Ehiremhen | - | Corporate Secretary |
|-----------------|---|---------------------|

**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 1:18 pm.

**2. APOLOGIES AND WELCOME**

CW welcomed everyone. The Board received apologies from TK for his unavailability to attend the Meeting.

**3. CONFLICT OF INTEREST**

There were no new Conflicts of Interest declared. bCW noted that a new conflict of interest declaration form had been circulated to the Board and invited all directors to fill it out by 5 August 2024.

**4. CONSIDERATION AND ADOPTION OF THE MINUTES OF THE MEETING OF THE LAST BOARD MEETINGS****4.1 Minutes of Board Meeting held on Thursday, 21 March 2024.**

The Board reviewed the minutes of the meeting held on Thursday, 21 March 2024 and made the following amendment:

Page 1: amend the attendance list to show that JT is nominated by SIH

There being no further comments or amendments, the minutes were adopted as an accurate record of proceedings upon a motion moved by MG and seconded by EM

**4.2 Minutes of the Board Meeting held on Thursday, 06 June 2024.**

The Board reviewed the minutes of the meeting held on Thursday, 06 June 2024 and there being no comments or amendments, adopted it as an accurate record of proceedings upon a motion moved by GK and seconded by DH.

## 5. MATTERS ARISING FROM THE MINUTES OF THE LAST BOARD MEETINGS

### 5.1 Present IHUK's Strategy to the Board by June 2024

HS reported that the strategy had been presented to the Board accordingly.

### 5.2 Follow up on the possibility of planning games with USA in 2025/26, after the meeting with Canada.

HS reported that discussions around planning games with USA and Canada were underway.

### 5.3 Discuss with AP on putting in place a process for the EIH and SIH to officially nominate players for the GB camps, both on team and individual levels.

CW stated and JT confirmed that this was in process and near completion.

### 5.4 Present the FY2024/25 Budget to the Board for approval at the next meeting

CW noted that this was an agenda item and would be presented during the Meeting.

### 5.5 Ensure that the approved policies are updated to reflect the amendments made by the Board.

CH reported that all policies had been updated to reflect the amendments made by the board, save for the Transgender Policy which was to be presented to the Board during the Meeting.

### 5.6 Update the Board on discussions with SIH on incorporation of the organisation as a separate legal entity.

CW stated and JT confirmed that this was underway, and that discussion had been ongoing with the assistance of David Joy.

### 5.7 Update the Board on the development of SLAs between IHUK and its affiliates as well as with the IHUK Foundation.

HS reported that discussions had been ongoing between himself and EIH in this regard and that SIH was also in progress. He reported that he was scheduled to have a meeting with EIH in August to discuss clarification around some of the terms of the SLA.

### 5.8 Update the Board on procuring a centralised system for the collection and storage of athletes' medical data.

HS reported that the AB3 Medical software had been procured and also presented at the Initiation Camps.

### 5.9 Develop an Annual Corporate Calendar and present to the Board for approval.

CW noted that this was an agenda item and would be discussed during the Meeting.

### 5.10 Discuss the issues highlighted by the Board regarding the relationship between IHUK and the Foundation.

CW noted that this would be discussed during the Meeting.

### 5.11 Develop a draft agreement between IHUK and the Foundation and present it to the Board for approval before 15<sup>th</sup> July 2024.

CW noted that this would be discussed during the Meeting.

## 6. FINANCE REPORT – YEAR END 2023/24

MG reported that the last quarter of the financial year, which was from April 2024 – June 2024 was IHUK's most active quarter both on ice and in terms of finances. He reported that IHUK had a liquid amount of about £187,000 at year end, comprising both cash at the bank and in the Company's PayPal account. MG reported that the GB Men's World Championship was financially demanding but that funds from the games in Cardiff, Leeds and Nottingham were disbursed to the Company relatively quickly which cushioned the financial strain during the period.

CW enquired about the financial risks and pressure points during the quarter and MG stated that cash fell a little under £50,000 for a couple of weeks in the last quarter, within which time invoices were slightly delayed. MG reported that the ideal threshold would be to always have at least £100,000 in the bank at every point in time.

MG further stated that the GB Men's Olympic Qualification final round in August made it a peculiar year in terms of financial demands, and that the Company typically received ITC money of about £100,000 from the EIHL before the season starts and that the SLAs with affiliates were set up for IHUK to receive funds from affiliates early on in the season which would increase liquidity in the beginning of September. He reported that IHUK performed better in the 2023/24 financial year ("FY") in terms of sponsor payments and that this helped smooth an otherwise difficult time of the year. He reported that IHUK had to draw an advance payment of £70,000 from UK Sport in order to fund the Men's Olympic Qualifiers which amounted to £104,000 received from UK Sport, comprising £34,000 as a claim for the last quarter ending in June 2024 and the £70,000 advance payment. MG reported that the funds received would provide cashflow for the Company through the upcoming tournament in Denmark. MG stated that the total income for the 2023/24 FY amounted to about £1.5Million compared to about £1Million in the previous year and that a comprehensive report of the Company's financial position would be presented to the Board after the annual accounts would have been finalised and the Finance committee would have met to thoroughly review the results of the 2023/24 FY. He further reported that the new procedure for payments and settling invoices was being finalised and that discussions with the banks to make changes to the IHUK bank accounts including the addition of EM and HS as signatories were ongoing. MG reported that IHUK was set to roughly break even in the 2024/25 FY, with a small deficit if at all.

## 7. APPROVAL OF THE 2024/25 BUDGET

HS presented the final 2024/25 budget and noted that the draft budget had been presented to the Board in detail at the last Board meeting. He reported that there was projected to be an overall P&L impact of about £127,000 loss in the 2024/25 FY with a gross profit of £46,000 before administrative expenses of about £173,000. HS reported that the total income in the 2024/25 FY was projected to sit at £1.2Million with 25% from UK Sport, 31% from commercial activities and 44% from NGBs. He further reported that the total cost of sales in the 2024/25 FY was projected at £1.18Million shared 15%, 14% and 72% from NGB, commercial activities and performance respectively. HS reported that all the projected expenses had been marked up by 10% and that the projected income was conservative, to prepare the Company for worst case scenarios.

CW enquired about the general outlook of IHUK's financial performance. MG stated that it needed to be better and that the Company had the potential to do more commercially. HS reported that there were plans in place for IHUK to make more profit in the 2024/25 FY including people planning and that the Company had revamped its website and launched a retail line, in preparation for things to get better on the commercial side. HS expressed his confidence in IHUK performing better and getting to at least a break-even point in the 2024/25 FY, considering that it was an Olympic year and both teams were getting closer to the Olympics. He stated that people planning will help strip off some costs and improve efficiencies.

In response to DHO's enquiry about working towards having a four-year plan between Olympic cycles, MG stated that while having reserves would be good for planning, it was also important in fulfilling IHUK's strategic objectives to invest in programme and development. HS stated that while it may take a little while, the Company would build its reserves as over 70% of the Company's income was currently generated internally, with 25% from UK Sport compared to other NGBs, who operate at an average of 98% UK Sport income. EM stated that in developing a four-year plan between Olympic cycles, in addition to funds received from UK Sport, IHUK needed to have an annualised budget that would show breakeven and surpluses within the four years and present this to interested parties.

EM suggested that the Board needed to regularly track the Company's finances at every point in time, to ensure that the position does not go beyond the projected worst-case scenario of a £127,000 loss. HS stated that the finance process was changing and would now involve the use of the Xero accounting software which would ensure regular tracking and reconciliation of costs and that reports would be drawn up from the data and presented to the Board through the Finance Committee, at every Board meeting.

Thereafter, the 2024/25 budget was approved upon a motion moved by MG and seconded by HS.

**8. CHIEF EXECUTIVE OFFICER'S REPORT**

HS reported that the general outlook remained positive. He reported that there were a large number of ongoing workstreams that would be vital to IHUK's success over medium to longer term, but also with direct impact in the near future. HS Reported that most of the workstreams were in the middle or approaching the end of being finalised including the 2024-2030 Strategy, People Plan and associated work-throughs, reshaping relationships for now and the future with SIH, EIH and EIHL, website revamp, refreshed brand and retail, compliance and UK Sport changes, Olympic Qualifiers, World Championships and GB Futures.

HS reported that GB NextGen was an initiative that afforded National Ice Hockey League ("NIHL") players who had never attended GB camps, the opportunity to go to GB camps every year, exposing them to senior environments. CW enquired whether this was as a result of a gap in talents at the EIHL and DC responded in the affirmative, stating that there was a need to replenish talent at the EIHL. DC stated that the first step in improving selection of talent at the EIHL was to dispel the myth that players from the NIHL could go directly into an international competition and instead develop a system to provide a pathway for young players. He further stated that there had to be a process where neglected NIHL talent between the ages of 16 – 18 would be given an opportunity to play at the national level, where they would be exposed to the necessary training and other requirements that would equip them to possibly replenish GB athletes at the EIHL level.

FA stated that there was a window to pull players of ages 16-18 out of the NIHL and develop them at that stage, before they get to 20-25 and have advanced and become comfortable in the NIHL, reducing motivation to move on to senior teams. DHO enquired whether the opportunity could be taken to lower the age groups that GB considered, and HS responded in the affirmative. HS stated that there were programmes being developed that were directed at training younger talent. CH stated that parties should consider reviewing the selection criteria for the EIHL, since there was very little opportunity for NIHL players to play for EIHL teams. HS agreed with CW's statement and mentioned that ongoing discussions with the EIHL included a potential 5-year agreement with IHUK. HS stated that the agreement aimed to reduce the number of imports and incentivise the EIHL to consider British players differently, possibly through a draft or by IHUK funding a 1-year series of friendship games, to help British players transition into the EIHL. DC suggested that the terms of the agreement should also be discussed from the perspective of a potential increase in fan engagement if there are more British players in the EIHL. CW stated that affiliates should assist in ensuring timely payment of funds to IHUK.

**9. APPROVAL OF THE 2024 - 2030 IHUK STRATEGY**

HS stated that directors' feedback during the previous strategy sessions had been incorporated and that the revised strategy document was circulated ahead of the Meeting. He then called for any further questions or comments on the Company's strategy. CW enquired about the attitude of other interested parties towards the strategy, considering that the strategy of IHUK and its affiliates needed to be aligned. HS responded that SIH EIH and some EIHL clubs had seen it and responded positively to the strategic direction of IHUK. In response to DH's enquiry about the plans in place to roll out the strategy, HS stated that there was a communications plan in place to include more content around the programmes and also engage a design agency in that regard.

After due deliberations, the IHUK strategy for 2024 – 2030 was approved upon a motion moved by GK and seconded by EM.

**10. CONSIDERATION OF THE MANAGEMENT REPORTS**

HS noted that the management reports had been circulated to the Board ahead of the meeting and called for any questions or comments therefrom.

**10.1 Commercial**

The Board commended the commercial agreement with Cardiff for 50% of ticket revenue from the two pre-Olympic qualification games amounting to £20,000 - £30,000 in revenue, as well as access to free ice time.

Regarding the 2029 World Men's Championship, HS reported that after several meetings with UK Sport, they indicated that they would not be able to support a hosting submission from IHUK on their own and that any decision to support would need to be escalated to the Department for Culture, Media, and Sport ("DCMS") due to the scale of projected funding involved. HS stated that, given the change in government, UK Sport advised that this escalation was unlikely to occur before the International Ice Hockey Federation's ("IIHF") deadline of 01 September 2024 for submitting a letter of intent. CW stated that he would make every effort to expedite the submission of IHUK's letter of intent to host the 2029 World Men's Championship before the 01 September 2024 deadline. However, he also noted that Infront had expressed a willingness to roll over support to another year if hosting in 2029 did not materialise.

## 10.2 Performance

CW stated that going forward, Andy Partridge ("AP"), IHUK's Head of Performance should be invited to present the performance report to the Board so that there can be proper ownership of the report and to ensure his availability to answer any questions that directors may have. DC suggested that post-championship reviews should be conducted regularly to assess performance and identify areas for improvement. JT agreed with DC and emphasised the need for regular post-championship reviews that would include both team and individual player analysis, comparisons with previous seasons, forward planning and progression assessments. DC suggested that conducting thorough post-championship reviews was going to be a substantial task and that AP would need additional support to ensure proper implementation. HS mentioned that he was in discussions with AP about fostering relationships with universities to provide opportunities for interested sports students to intern with IHUK, where the interns would offer the necessary support while gaining valuable experience. HS added that this initiative would be incorporated into the people plan. The Board agreed that this should be overseen by the GB Performance Committee and that performance reports should also provide relevant updates on the progression of players and teams following the post-championship reviews.

JT and DC stated that to improve performance and results, it was imperative for there to be an honest and transparent pathway of communication and accountability with the GB staff and HS informed the Board that himself and GK were putting together a people plan that would clearly document set KPIs and expectations of staff in terms of output, as well as in turn assure transparency, communication and career progression for the staff.

DH expressed concern about risk involved in the standard of equipment at the junior programmes and Men's programmes which were reported as either out of or almost out of warranty and unsafe. HS stated that IHUK needed to assume visibility and control over the equipment, including its usage, audit, and maintenance. He added that the plan was to transport the equipment to the Ice Sheffield premises but emphasised the necessity of having someone responsible for overseeing it. HS stated that there was the possibility of sharing space and personnel with other teams.

CW stated that several of the NCAA coaches had observed that the junior players were not fit enough or properly conditioned and that they needed to spend more time focusing on Strength and Conditioning (S&C), with proper guidance being provided by the GB Programme. DC stated that AP done baseline work with the GB national team younger cohort to develop metrics on minimum fitness levels and performance KPIs for players and build training programmes for the programme. CW stated that relevant practitioners from the affiliates should be carried along in this process.

On the need to have an experienced Team Sports Psychologist involved within the senior programmes to avoid heavily reliance on coaches, the Board deliberated and agreed that it was necessary for there to be personnel, besides the coach, whose responsibility was to provide a psychologically safe environment for players to discuss issues that concerned them. CW suggested that all coaches still ought to go through compulsory foundational training where fundamental elements of psychology would be taught. FA emphasised the need for the coaches to be equipped with the right orientation to provide a safe space for both male and female players to have difficult conversations. HS stated that the provision of mental and emotional wellbeing support for staff, players and coaches and continuous learning opportunities in that regard were captured in IHUK's strategy. GK stated that it was important for AP to receive the Board's

comments and feedback on performance, including conditioning coaches and elevating player fitness, to empower him and the management team to come up with implementation plans.

CW noted that another key takeaway from the NCAA coaching workshop was the use of individualised plans and assessments for each athlete in their programmes. He pointed out that IHUK currently lacks such detailed assessments but that AP acknowledged this gap and has committed to addressing it. CW enquired about the response level to the advertisements that IHUK put out for hiring coaches and what the outcome was. DC stated that the responses were very good and that a number of candidates with good potential were undergoing a recruitment exercise. FA suggested that the potential coaches should undergo a Foundation Coach online course to assist with their training.

#### **11. CONSIDERATION OF THE TRANSGENDER POLICY**

CH reported that the report on the Transgender Policy contained some background information around transgender policy guidelines, together with some initial analysis from the recent survey of participants in the UK which received approximately 760 responses so far. She reported that a meeting was scheduled between IHUK, SIH, EIH, and EIH to discuss and align on a uniform policy. CH stated that the draft policy will then be reviewed by the Governance and Risk Committee (“GRC”) in August, with the aim of securing Board approval in the same month. HS stated that it was important to set a clear timeline to finalising the Transgender Policy because of its importance.

#### **12. CONSIDERATION OF THE CO-OPERATION AGREEMENT BETWEEN IHUK AND IHUK FOUNDATION**

CH stated that a document outlining the heads of terms and clauses reflecting the preferred direction of the Co-operation Agreement had been circulated to the Board prior to the meeting. She explained that these terms emerged from discussions within the GRC regarding the desired direction of IHUK’s relationship with the Foundation and emphasised that the document was just a collation of initial ideas and was not yet legally binding. CW enquired if there were any issues raised during the discussion at the GRC or included in the document that needed to be highlighted to the Board at this stage.

CH mentioned that the GRC needed evidence that issues around insurance and safeguarding had been cleared up by the IHUK Foundation (“Foundation”) prior to the induction camps, as had been discussed at the last Board meeting and CW stated that this could be provided. EM stated that the Board should also rely on IHUK’s Safeguarding Lead for assurances that the safeguarding arrangements are acceptable, especially from a risk management perspective. CH enquired whether the NCAA coaches were collecting data on the players at the camp and the extent to which this was being done, considering the potential need for consent and the risk of data breaches. CW stated that the coaches were carrying out their own independent assessments on the players at the camp and were neither privy to nor using personal data held by IHUK on the players. After due deliberations, the Board agreed that it was important for there to be a formal agreement in place before any further interaction between IHUK and the Foundation and that the agreement should clearly provide for guidelines around data collection and consent between the parties, amongst other terms.

CH stated that the GRC also discussed the suitability of the Foundation using “IHUK” in its name and the IHUK logo moving forward. The Board deliberated on this, mindful of the need to establish a connection between IHUK and the Foundation but at the same time showing that both were separate legal entities and setting out clear operational parameters between them, as well as the risks involved. The Board agreed that:

- i. The Foundation should undergo a name change by the end of July 2024;
- ii. The Foundation should undergo a logo change by the end of July 2024;
- iii. There should be no press engagement or public communication whatsoever about the Foundation until the name and logo has been changed;
- iv. The Co-operation Agreement between IHUK and the Foundation should be in a final state by the end of July 2024 and CW should run it by the Foundation. A final copy after the Foundation’s comments should be presented to the GRC by 12, August 2024;
- v. CW should vacate his position of chair of the Foundation; and

- vi. IHUK and its affiliates should be informed of and consulted on the Foundation's strategy and programmes.

### 13. APPROVAL OF THE RISK REPORT AND RISK REGISTER

CH presented the risk report and risk register which were circulated to the Board ahead of the Meeting. She stated that the report contained the most pertinent risks faced by IHUK which had the red RAG rating in the risk register, and she called for directors' questions or comments.

MG enquired whether any contingency plans had been developed, given the risk of failure to secure funding from UK Sport for the 2026-2030 cycle. HS responded that the UK Sport had expressed satisfaction with IHUK's operations during the mid-cycle review, and that all IHUK contracts would be set to 2026. HS stated that discussions on the matter with UK Sport would begin next Autumn, so IHUK would have a better idea of the situation by then. Regarding the risk arising from a lack safeguarding case management procedures and case management panels, HS stated that British Ice Skating was to provide an update the following week on how IHUK can join its case management panel. CH stated that the Board committees were not operating according to terms of reference and that each committee needed to ensure that it has a regular meeting schedule. The Board noted that there needed to be a proper formula for calculating gross risk on the risk register.

CW stated that all athletes needed to get UK Global Health Insurance Cards (GHIC) which would give them access to state-provided healthcare when travelling within the EU. He mentioned that the GHIC was free at the point of access. CW also noted that some performance risks in the risk register did not have the corresponding mitigating actions and controls identified to reduce them and stated that this should be completed by the GB Performance Committee before the next Board meeting.

The Board agreed that the risk register should be circulated at every Board meeting and that the risks in the red category will be reported on and reviewed at each meeting. Thereafter, the risk report and risk register were approved upon a motion moved by DC and seconded by JT.

### 14. CONSIDERATION OF BOARD MATTERS

On Board review processes, CW reported that the Nominations Committee had recently approved the Board review processes in compliance with the UK Code of Sports Governance. He stated that this would include individual director reviews, Board effectiveness reviews, update of conflict of interest declarations, director code of conduct reaffirmations and a review of the skills and diversity matrix. CW emphasised the importance of directors being available and responsive during the review period.

Regarding succession planning, CW noted that five directors are scheduled to retire in the same year in 2027, which would be unhelpful for Board continuity. He stated that if the articles do not allow for an extension of a director's tenure under these circumstances, he would discuss the possibility of accepting an alternative first term with each non-executive director during the one-on-one reviews, so that the schedule could be adjusted.

The Board reviewed the corporate calendar and CW noted that the Board and committees still needed to agree dates for the meetings for a 12-month cycle. The Board agreed that there needed to be oversight of the Referee Section and HS reported that this was included in the strategy, as part of the people plan.

### 15. APPROVAL OF THE GB SELECTION POLICIES

HS stated that the GB Selection Policies had been approved by the GRC, but an amendment had been made to update the date for the Olympic Qualifiers, which had changed since the policies were approved. He reported that the complete set of policies were available to directors in the shared Board pack folder. After due deliberation, the Board directed that the policies should be formatted properly, include review dates and that clause 7.10 of the GB Men's policy should be updated to specify that the Selection Panel in exercising its discretion, will consider factors such as conditioning, discipline, conduct, and related parameters. The Board also noted that the names of individuals included in the policies should be spelled

correctly. Thereafter, the Board approved the GB Selection Policies subject to the amendments, upon a motion moved by HS and seconded by MG.

**16. CONSIDERATION OF COMMITTEE REPORTS**

**16.1 HR and Nominations Committee**

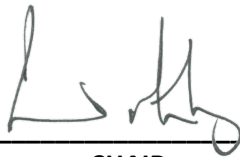
CW reported that the HR and Nominations Committee (“HRNC”) met on 12 June 2024. He highlighted the matters discussed by the HRNC and decisions made, including the Board review process, succession planning and Board recruitment. CW stated that the HRNC also discussed the request from HS and DJ to be contracted for 1 day a week to support EIH with its governance and operational processes to enable both parties work better together. He stated that the HRNC agreed that this was a positive development and that any potential conflicts could be managed. FA confirmed her ability to fulfil her roles on the IHUK Board and the EIH Board effectively.

**16.2 Governance and Risk Committee**

The Board reviewed the reports of the GRC from its meetings on 16 May 2024 and 20 June 2024. CW noted that the GRC had discussed whether there was any mixed-sex ice hockey competition taking place in the UK and stated that some junior league competitions and some of the leagues in the NIHL are mixed. He inquired whether this would affect the Transgender Policy, and CH stated that there was already a provision to address this.

**17. CLOSING**

There being no further matters for discussion, the Meeting ended at 4:47 pm.



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CHAIR



## ACTIONS

| S/N | ACTION ITEMS   | RESPONSIBILITY                    |
|-----|--|-----------------------------------|
| 1.  | Regular post-championship reviews should be conducted, and performance reports therefrom should be presented to the Board, providing relevant updates on the progression of players and teams.   | GB Performance Committee          |
| 2.  | Provide evidence to the GRC that issues around insurance and safeguarding were cleared up by the Foundation ahead of the induction camps.  | CW                                |
| 3.  | Ensure that AP is invited to present the performance report to the Board going forward.  | CEO                               |
| 4.  | Ensure that AP receives the Board's comments and feedback on performance, including conditioning of athletes, for coaches to focus on improvements in athlete fitness and conditioning, to empower him and the management team to come up with implementation plans. | CEO                               |
| 5.  | Provide update on the tasks directed by the Board as set out in item 12.   | CW/ Governance and Risk Committee |
| 6.  | Include a formula for calculating gross risk on the risk register.   | Governance and Risk Committee     |
| 7.  | Provide update on the procurement of GHICs for all athletes.   | CEO                               |
| 8.  | Include corresponding mitigating actions and controls identified to reduce all performance risks in the risk register.   | GB Performance Committee          |