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## Council

Minutes of the meeting held at HQ and virtually by Microsoft Teams  
**Tuesday 28 November 2023 at 13.10 hrs**

<b>Present at HQ:</b>	Mary Barratt	-	Chair
	Mark Bayada	-	Vice Chair
	Adrian Bond		
	Robert Hartley	-	INED
	Natasha Higman	-	
	Karl Kojro		
	Craig Poxon		
	James Round		
	Joanne Shaw	-	INED
	Eleanor Southworth		
<b>Present on Teams:</b>	Wes Guest		
	Martin Soulsby	-	Vice President
<b>In attendance:</b>	Robert Gibson	-	Chief Executive Officer
	Lise Moore	-	Head of Finance & Ops (Secretary)
	Jeff Montgomery	-	Head of Safety, Training & Comps & STC Chair
	Nicola Hobday	-	Compliance Officer
	Tony Butler	-	Vice President
<b>Observers:</b>	Gordon Blamire	-	Go Skydive
	Liam Domin-Goddard	-	Comms Manager
	Ryan Mancey	-	STO
	Kevin Dynan	-	STO
	Dennis Parker	-	Go Skydive
	Tony Knight		
	Amanda Bennett		
<b>Apologies for absence:</b>	John Smyth	-	Vice President

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The Chair welcomed everyone and reminded the Directors of the requirement for confidentiality and to exercise collective responsibility following decision-making. The Chair stated that the meeting would be recorded to assist with the preparation of the minutes, after which the recording would be deleted. Some items were taken out of Agenda order, but the minutes recorded in Agenda order.

Item	Minute
78/23	<u><b>Declarations of Interest</b></u>

The Chair said these could be made now or at the appropriate item.

79/23

**Minutes of the Meeting Held on Tuesday 26 September 2023**

These minutes had been circulated and accepted electronically by Directors as a true and accurate record of the meeting on Friday 27<sup>th</sup> October. This acceptance was confirmed at the meeting with agreement that a further proposal to accept minutes was unnecessary when they had been accepted electronically.

**Proposal Received:** accept the minutes as a true and accurate record of the meeting.

Proposer: Mark Bayada  
Seconder: Adrian Bond  
Abstentions / Against: None  
**Proposal Carried**

80/23

**Matters Arising**

The only matters arising from the previous minutes were around the work being done on the Code for Sports Governance. This work would be impacted by the Independent Board Review work that was currently ongoing with Amanda Bennett, and actions outstanding would be updated, when the work was completed.

81/23

**81.1 Compliance Officers Report**

The Compliance Officer's end of year report had been circulated ahead of the meeting and taken as read. An action to present the Board with a list of Policies was agreed.

**81.2 Safeguarding Report**

The safeguarding report had been circulated ahead of the meeting and taken as read.

82/23

**Royal Aero Club Awards**

A lengthy and robust discussion took place regarding recommendations for nominees for RAeC awards and nominees were chosen.

83/23

**British Skydiving Awards Within the Gift of Council**

Nominees for several awards were discussed and selected.

84/23

**Growing Relationships: DZO & British Skydiving WG – Terms of Reference**

The draft Terms of Reference were circulated ahead of the meeting and taken as read. These were agreed after minor amendments.

85/23

**British Skydiving Delegation to Event**

A paper by the Chair of IDE Sub-Committee and member of the DZO British Skydiving WG was circulated ahead of the meeting and taken as read.

**86/23**            **Provisional Members' Email Addresses**

A paper by Craig Poxon was circulated ahead of the meeting and taken as read. After discussion, some further actions were agreed.

**87/23**            **Report from ITSG**

A report authored by the Chair of ITSG was circulated ahead of the meeting and taken as read.

**88/23**            **Staff matters.**

All staff left for this agenda item.

**89/23**            **CEO Report**

The CEO presented his report to the Board which was discussed.

During the In-Camera Session, the Board of Directors agreed to extend the meeting by a further 30 mins.

**90/23**            **Election Update**

A paper on the nomination process for Directors 2024 was circulated ahead of the meeting and taken as read. At the date of the paper, the nomination site was still open. At the meeting, an update on the situation after the close of nominations was given. There will be four vacancies for Directors at the AGM in January 2024. As there have only been two nominations received, as per Article 11.7.5, these nominees shall be declared elected without contest.

There followed a discussion on the Board constitution and that there would be two casual vacancies for the forthcoming year which would need to be filled.

***Action:** speak with the Directors elect prior to any announcement.*

***Action Owner:** CEO*

***Action:** put a plan together to canvas thoughts and consult with directors on how best to fill these casual vacancies.*

***Action Owner:** Chair*

***Action:** Once all Directors elect have been spoken to and have agreed to take on the role, communication to be sent out to the membership.*

***Action Owner:** Comms Manager*

**91/23**            **Reports from Committee of Council**

**91.1 Finance Committee**

Draft minutes, management accounts for September and October 2023 and the Finance Committee report had been circulated ahead of the meeting and taken as read. No questions were raised.

### **Subscriptions 2024 Proposal**

This paper authored by the Treasurer was circulated ahead of the meeting and taken as read. The insurance premium for 2024 was not known at the time of the meeting.

The paper laid out the situation with two different subscription increases, one at 12.5% (£10.00 increase in subscription) and one at 18.8% (£15.00 increase in subscription). Both scenarios would leave the Association with a budgeted loss for the year.

**Proposal Received:** increase the British Skydiving element of the 2024 membership subscription by 18.8%.

This proposal was not seconded.

**Counter Proposal Received:** increase the British Skydiving element of the 2024 membership subscription by 12.5%.

Proposer: Eleanor Southworth

Secunder: Mark Bayada

Abstentions / Against: None

**Proposal Carried**

***Action:** recommend to the membership at the AGM to increase the British Skydiving element of the 2024 membership subscription by 12.5%.*

***Action Owner:** Treasurer*

### **Finance Committee Terms of Reference**

A draft updated Terms of Reference (ToRs) was circulated ahead of the meeting and taken as read.

A brief discussion took place regarding these, and all the other ToRs presented at the meeting, as these were the subject of a recommendation brought up by the independent board review which would be discussed in detail at a later meeting.

**Proposal Received:** accept the ToRs as presented, with the caveat that all ToRs will be reviewed following the December ad-hoc Board meeting.

Proposer: Natasha Higman

Secunder, Rob Hartley

Abstentions / Against: None

**Proposal Carried**

### **Merchandising Working Group Terms of Reference**

**Proposal Received:** accept the ToRs as presented, with the caveat that all ToRs will be reviewed following the December ad-hoc Board meeting.

Proposer: Natasha Higman

Secunder: Eleanor Southworth

Abstentions / Against: None

**Proposal Carried**

### **Merchandising Working Group Paper**

This paper was circulated ahead of the meeting and taken as read. No questions were raised.

### **Donation to Royal British Legion**

This paper was circulated ahead of the meeting and taken as read. Craig Poxon declared an interest in this item.

There were 11 items sold that were branded with the poppy logo and which had a merchandised commitment to donate £2.50 to the Royal British Legion. A brief discussion on the options suggested in the paper followed. Several questions were raised about the commitment and the donation, so it needed a vote to decide the action to be taken.

**Proposal Received:** send £27.50 to the Royal British Legion.

Proposer: Adrian Bond

Secunder: Eleanor Southworth

**Counter-Proposal Received:** donate all profit from the sale of these 11 items to the Royal British Legion.

This proposal was not seconded.

The first proposal was voted on.

Abstentions /Against: 1 abstention

**Proposal Carried**

**Action:** send £27.50 to the Royal British Legion

**Action Owner:** Head of Finance & Ops

### **91.2 Safety and Training Committee**

Approved minutes from 28<sup>th</sup> September and draft minutes from 16<sup>th</sup> November meetings were circulated ahead of the meeting and taken as read. No questions were raised.

Amendments to the Operations Manual from the meeting held on 16<sup>th</sup> November 2023 were circulated ahead of the meeting and taken as read.

**Proposal Received:** ratify the amendments to the Operations Manual as presented.

Proposer: Eleanor Southworth

Secunder: Rob Hartley

Abstentions / Against: None

**Proposal Carried**

### **Safety and Training Committee Terms of Reference**

A copy of the revised ToRs alongside a copy of the old ToRs were circulated ahead of the meeting and taken as read.

**Proposal Received:** accept the ToRs as presented, with the caveat that all ToRs will be reviewed following the December ad-hoc Board meeting.

Proposer: Rob Hartley

Secunder: Mark Bayada  
Abstentions / Against: None  
**Proposal Carried**

### **Riggers Subcommittee Terms of Reference**

A copy of the revised ToRs alongside a copy of the old ToRs were circulated ahead of the meeting and taken as read.

**Proposal Received:** accept the ToRs as presented, with the caveat that all ToRs will be reviewed following the December ad-hoc Board meeting.

Proposer: Rob Hartley  
Secunder: Mark Bayada  
Abstentions / Against: None  
**Proposal Carried**

### **91.3 Elite Performance Committee**

The approved minutes from EPC meetings held on 24<sup>th</sup> July, 11<sup>th</sup> September, 21<sup>st</sup> September and the draft minutes from the meeting held on 15<sup>th</sup> November 2023 were circulated ahead of the meeting and taken as read. No questions were raised.

### **Elite Performance Committee Term of Reference**

A draft updated Terms of Reference (ToRs) was circulated ahead of the meeting and taken as read.

**Proposal Received:** accept the ToRs as presented, with the caveat that all ToRs will be reviewed following the December ad-hoc Board meeting.

Proposer: Adrian Bond  
Secunder: Natasha Higman  
Abstentions / Against: None  
**Proposal Carried**

### **91.4 Members Development Committee**

The draft minutes from the MDC meeting had been circulated ahead of the meeting and taken as read. No questions were raised.

Terms of Reference for this committee were not presented as a new Chair would be in place at the next full meeting, and the current Chair felt that this work should be done by the incoming Chair so that they could take ownership of them.

### **91.5 Nominations Committee**

The debrief report from the Nominations Committee on the INED recruitment had been circulated ahead of the meeting and taken as read. The Chair gave a verbal update on the progress of the recruitment. 3 INED candidates had been interviewed and one had been selected. This person had the finance and legal

skills asked for, as well as board-level work, an affinity with IDE and a knowledge of the sport.

***Action:** circulate communication about the selected INED to the membership and wider audience.*

***Action Owner:** Comms Manager*

**92/23**      **Donation Beneficiaries**

This agenda item was not discussed.

**93/23**      **Royal Aero Club**

A paper on the activities of the RAeC was circulated ahead of the meeting and taken as read. A request was made that the details surrounding the 2024 Bursary Scheme were socialised as British Skydiving members are the main recipients.

***Action:** Chair to liaise with the CEO on communications around the RAeC Bursary Scheme.*

***Action Owner:** Chair*

**94/23**      **Any Other Business**

No other business was tabled.

**95/23**      **Date of the Next Meetings**

The next meeting would be an extraordinary meeting on 11 December to discuss the recommendations of the Independent Board Review.

The following meeting would be held on Saturday 27 January 2024 immediately following the AGM and awards ceremony.

The first full meeting of 2024 will be a Feb / March in-person meeting with training.

The Chair expressed her thanks to those Directors that were stepping down for the work they had done during their term. She went on to thank one Director who had re-stood and who had been declared elected uncontested.

The Chair reminded current Directors to consider nominations for Chairs of the respective Committees of Council and to have any nominations forwarded to the Head of Finance and Operations by Friday, 12 January 2024.

***Action:** prepare a spreadsheet with nominations for Chairs of committees of Council.*

***Action owner:** Head of Finance & Ops*

It was suggested to prepare a spreadsheet of all competition events and courses in order that it be circulated to the Directors to help them plan which events they are able to attend outside of their home drop zone in a bid to become more visible to the membership.

***Action:** prepare a spreadsheet with competition dates and courses for 2024 and circulate to Directors.*

***Action owner:** Head of Finance & Ops*

**Director Polo Shirts**

The Chair asked that Directors in 2024 let the Head of Finance & Operations know of their sizes, so Director polo shirts could be made available at the first Board meeting in January.

***Action:** send a circular to Directors for polo shirt sizes.*

***Action Owner:** CEO*

Signed.....

Dated .....

Mary Barratt

Chair of Council