



Board of Directors' Meeting Seven

Minutes

9th December 2021

Venue: Zoom

Time: 19.00-22.00

Ref	Action	Actions Arising	Due Date
1	<p>Opening Remarks</p> <p>Present:</p> <p>BOARD: Alan Ryan (AR), Bernard Hanratty (BH), Conor MacGuinness (CMG), Darragh Rea (DR), Emma Killian (EK), Anna Deegan (AD), David McNally (DMN), Mark Farquhar (MF), Maxine Strain (MS).</p> <p>STAFF: Darren Coombes (DC), Linda O'Connor (LC).</p>		
2	<p>Apologies</p> <p>None - full attendance noted.</p>		
3	<p>Declarations of Interest</p> <p>It was noted that a number of directors have either a conflict of interest or perceived conflict of interest in respect of the major events announcement.</p> <p>However, the Board is not involved in any capacity in the selection process as it is a devolved function to the Executive team.</p>		

4	<p>Approval of Minutes</p> <p>Board approved the October minutes - both internal and public.</p>		
4.1	<p>Matters Arising</p> <p>The Board discussed the outstanding actions and noted the inclusion of strategy in the Executive Report had been dealt with. However, DC requested to keep this action open to revisit in 2022 with Director support.</p>		
5	<p>Standing Updates</p>		
5.1	<p>Executive Report</p> <p>The report was taken as read and sent in advance. There were further discussions on several items as follows.</p> <ul style="list-style-type: none"> ● Grants: There was a discussion around the Company's income streams and the Sport Ireland Resilience Funding. ● Sponsorship Update: The directors asked for an update on sponsorship. DC briefed them on the current position. ● High Performance: DC gave the Board an update on the High Performance Department. ● Membership: There was a discussion on the 2022 Membership Campaign. 		

	<ul style="list-style-type: none"> ● Zwift League: The Zwift league was discussed. ● Brilliant Events - LTO course: There was a discussion regarding the recent Local Technical Official (LTO) course. 		
5.2	<p>Major Events 2022 DC provided the Board with a brief update on Major Events for 2022. He emphasised that the Board is not involved in the process and it is a devolved function to the Executive. DC expressed this was not subject to Board approval.</p>		
5.3	<p>Funding Update DC advised there was no update in relation to Resilience Funding but it should be forthcoming by the end of the week.</p>		
5.4	<p>Performance Director (PD) Recruitment DC gave the Board an update on the Performance Director recruitment process and acknowledged the contribution of the High Performance Committee (HPC) in adding value to the process. DC asked the Board Liaison for assistance in getting a Chairperson appointed to the HPC.</p>	Action: Board Liaison to assist in conclusion of HPC Chairperson appointment.	Feb 2022
5.5	<p>Draft Tokyo Review The draft Tokyo Review was discussed by the Board directors and they noted there were criticisms and some positives in it. They acknowledged the need for the Board to act on it.</p>		
5.6	<p>Safeguarding Report The Directors were given an update on the Sport Ireland audit, Safeguarding Education and Safeguarding Committee.</p>	.	

5.7	<p>Finance Report & Audit Timeline LC provided the Board with an update on the financial report and October management accounts. The audit timelines were discussed also.</p>		
6.0	<p>Items for Discussion/Decision</p>		
6.1	<p>World Triathlon Congress One of the directors gave an update of how the World Triathlon Congress went.</p>		
6.2	<p>Governance Committee One of the directors discussed recent work by the Committee on Board Composition, Election Protocols and other Constitutional Issues. The Committee will bring formal resolutions to the Board for review.</p>		
6.3	<p>Governance Assurance Process - Governance Code DC gave a brief update of the Company's compliance with the Governance Code and requested more involvement from the Board. He said he will include more detail in Meetings 1 & 2 early next year regarding what is involved.</p>		
6.4	<p>Board Work Plan 2022 The directors discussed the Board Work Plan for 2022 which was included in the Board Pack. It was agreed that meeting in person would be beneficial at the first opportunity, restrictions allowing. There was also a discussion around how to measure progress against the strategic plan.</p>		
6.5	<p>Remuneration Committee Update It was agreed to move this to the final item on the Board Agenda as DC and LC would leave the call.</p>		

7	AOCB		
7.1	World Triathlon Sustainability Commission The directors discussed the sole applicant to the above commission. It was agreed that the candidate has an excellent CV and cover letter. It was unanimously agreed to put the candidate's application forward to the World Triathlon Sustainability Commission.	Action: DC to put application forward to the World Triathlon Sustainability Commission.	Dec 2021
7.2	Remuneration Committee Update DC and LOC left the meeting. All Board Members remained on the call for the Remuneration Committee update.		

Total Time 2 hours 10 mins

<u>Board</u> AR = Alan Ryan BH = Bernard Hanratty CMG = Conor MacGuinness EK = Emma Killian	<u>Board cont'd</u> MS = Maxine Strain DR = Darragh Rea MF = Mark Farquhar AD = Anna Deegan DMN = David McNally	<u>Staff</u> DC = Darren Coombes LC = Linda O'Connor
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