

**The Board met at 09:30 – 18:00 hours on Friday 2 and Saturday 3
September at the NVJ Athens Plaza, Athens, Greece**



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Present:

Carlo Croce – President
HM King Constantine - President of Honour
George Andreadis- Vice-President
Chris Atkins - Vice-President
Sarah Gosling – Athlete Commission Chair
Adrienne Greenwood - Vice-President
Gary Jobson – Vice-President
Nazli Imre- Vice President
Quanhai Li - Vice-President
W. Scott Perry – Vice-President
Andy Hunt – Chief Executive Officer

In attendance:

Hugh Chambers – Chief Commercial Officer
Alastair Fox – Director of Events (by phone)
Helen Fry – Business Operations Director
Jon Napier – Director of Legal Affairs & Governance

1. Opening of the Meeting

(a) Communication from the President

The President welcomed everyone to the meeting and reported on the recent IOC Session and the Olympic Sailing Competition in Rio.

(b) Minutes

The minutes of the Board meeting of 5, 6 and 8 May 2016 (circulated and approved after the meeting) were noted.

(c) Minutes Matters Arising

i) Special Events

Decision

A paper will be circulated to the Board before the end of September for approval. Once approved, it will be a recommendation to Council for its

November meeting.

ii) Inter Company Agreement

Continued discussions have taken place with World Sailing advisors and work on this is in progress and will be presented to the new Board to consider.

(d) Declaration of Conflicts of Interest

No-one declared a conflict of interest.

2. General Business

Finance

(a) Finance Report for the 2nd Quarter 2016

The CEO presented the Finance Report for the 2nd Quarter 2016.

(b) Debtors

The list of Debtors was reviewed.

Decision

The Board suspended Fédération Djiboutienne des Voiles et des Sports Nautique (non-payment 5 years) and the Federation Sènégalaïse De Voile (non-payment 4 years). The CEO is to inform them of this decision and the suspension may be withdrawn if the arrears are paid.

(c) Four Year Financial results

Scott Perry presented the Four Year Financial Results.

Decision

The CEO will present a Four Year financial projection to Council at the Annual Conference in Barcelona.

(d) Quarterly Report on the Isle of Man Trust

An update on the Isle of Man Trust was given by Scott Perry.

(e) World Sailing Deposits

An update on the World Sailing Deposits was given by Scott Perry.

Governance

(f) MNA Matters

i) Application for full membership - Brunei Darussalam Yachting Association

Decision

The Board recommend that Council approve the full membership application of Brunei Darussalam Yachting Association.

ii) Application for full membership – Timor Leste Sailing Federation

Decision

The Board recommend that Council approve the full membership application of Timor Leste Sailing Federation.

iii) Papua New Guinea

The Board noted that Sailing PNG Inc has applied to become the full member with the permission of our existing member. The application has been given to the Constitution Committee for reviewing.

(g) Disciplinary Cases

The Board noted there were no current Disciplinary cases.

(h) Goals and Priorities – Presentation to Council

The final report on the Goals and Priorities for 2013 – 2016 were reviewed.

Decision

The Final Report on the Goals and Priorities for 2013-2016 will be circulated to our Members and published on the World Sailing website.

(i) Submissions

i) Deferred Submissions

The Board noted there were no deferred submissions.

ii) Submissions 2016

The Board noted the submissions due for consideration at the Annual Conference and will finalise its recommendations to Council at its November meeting.

iii) Board Submissions

The Board considered a number of draft submissions.

Decision

The Board authorised a number of submissions to be made by it.

iv) Late Submissions

The Board noted there were no late submissions.

3. Reports / Information

General

(a) Vice-President's Reports

The Vice-Presidents reported on their activities since the last meeting.

i) Update on 'Match Racing' and 'Team Racing' tactics in fleet racing regattas.

Decision

The Board requests that the paper on Match Racing against Opponents at

SWC and Olympic Qualification Regattas be forwarded to the Chairmen of the Race Officials Committee and Racing Rules Committee and asks that the Committee report back by the end of 2016 on:

- 1) The summary to Case 78 and whether it should be changed in the light of 2016 Olympic qualification experiences.**
- 2) Whether guidance should be given to on-the-water jury members who see what they believe to be 'team racing' in a race.**

ii) Athletes Commission

Sarah Gosling reported on the work of the Athletes Commission since the last meeting.

Decision

The Athletes Commission would have quarterly meetings in the future, mainly by Skype conference calls.

iii) Classic Yachts

George Andreadis presented a paper on Classic Yachts and the Board noted that the Regulations may need to be expanded in the future to cater for classic boats.

(b) CEO Report

The CEO presented a summary of the activities and progress of the Executive Office against the agreed priorities since the last meeting. Significant progress has been achieved and was covered within other items on the Agenda.

(c) Silver / Gold Medal Awards

Decision

A list of possible recipients would be compiled for consideration by the Board.

(d) Beppe Croce Award

Decision

The Board would seek nominations from our Members. The nominations will then be considered by the Board at the beginning of October.

(e) President Development's Award

Decision

The Board would seek nominations from our Members. The nominations will then be considered by the Board at the beginning of October.

Events

(g) 2016 Olympic Sailing Competition

The Director of Events gave a brief overview of the successful 2016 Rio Olympic Sailing Competition.

(h) Youth Sailing World Championships 2017

An update on the Youth Sailing World Championship 2017 was given and it was noted

that some progress had been made but planning to date was not fully on-track. The Board also reviewed and independent security threat report.

Decision

The Board would like the Events Department to request the Organizing Authority to provide a report on the security plan for the 2017 championships.

- (i) World Sailing Championships 2018

A positive update on the World Sailing Championships 2018 was given and the next formal review is planned to take place on the 4-5th October 2016.

- (j) 2018 Youth Olympic Games

The Board received the approved Qualification System that shows the equipment for the BA YOG is the IKA Twin Tip Racing Class. This is essentially a box rule class. The YOG Working Party has been reviewing whether it should be bring your own equipment or supplied.

Decision

The Board agreed that the equipment should be supplied equipment for the YOG 2018 Kiteboarding events.

- (k) 2020 Olympic Games

The Board received an update on the planning for the 2020 Olympic Games.

- (l) IMA J-Class Worlds 2017

The Board reviewed a request from the J-Class to hold a World Championship in 2017.

Decision

The Board approved the J-Class to hold a World Championship in 2017 only. Further World Championships shall require further application from the IMA or J-Class Association to World Sailing.

2. Future Strategy

- (a) Governance

The Board reviewed draft policy on conflicts of interest as required by the Regulations, and also the proposed anti-bribery and whistleblowing policies for the Executive Office.

Decision

The draft policies are approved with amendments (the Conflict of Interest Policy is annexed at Appendix A to these minutes)

- (b) Brand Strategy and World Sailing Positioning Launch Plan

Hugh Chambers presented the Marketing Strategy and Plan, which has an overriding goal of reaching various target audiences of World Sailing by compelling communication. The presentation also included Brand identity and Launch, Business

Development and the arrangements for the Annual Conference 2016.

Decision

The Board formally adopted the Vision and Mission and Brand strategy for launch in early October.

The Board approved the plan for the Annual Conference and the commercial plan and 4-year projections for commercial revenues.

(c) Agenda 2020

The CEO advised the Board that a member of the IOC Sports Department would be present at the Council meeting at the Annual Conference 2016 in Barcelona to present on Agenda 2020.

Sailing World Cup

The Director of Events presented the 2017-2020 Sailing World Cup strategy for discussion and review by the Board.

Decision

The Board approved the Sailing World Cup strategy which will can now be communicated to members.

(d) Para World Sailing

The Board noted that there were 80 sailors from 23 countries competing in 41 boats at the Para World Sailing competition. The Board also noted that 35 countries had wished to compete in the recent 2.4m World Championships, which combined with the successful Games in Rio is the foundation for future participation growth.

(e) RRS, Case Book, ERS App

The CEO updated the meeting on the Apps for RRS, Case Book and ERS.

(f) Kiteboarding

The CEO and Events Director presented a paper on the current status of Kiteboarding governance and recommended a number of changes that would be encapsulated into a Board submission for Council.

Decision

The CEO and Director of Events should arrange a meeting for the GKA, KRU and IKA at the earliest opportunity in order to appoint a promoter for expression World Championships and World Tour for 2017.

The Board will make a submission for the 2016 Annual Conference that restricts the rights of Kiteboarding Classes for expression events.

World Sailing should review its existing special events contracts with the discipline of Kiteboarding.

4. Future World Sailing Meetings

(a) 2016 Annual Conference – 5-13 November, Barcelona, Spain

The CEO outlined the plans for the 2016 Annual Conference – Our Sustainable Future.

(b) Bids for the Annual Conference 2017 and 2018

Bids have been received from Mexico, USA and Russia and they will be invited to present at the General Assembly in Barcelona.

5. Any other Business

(a) Board Meeting

It was proposed that a provisional date for the New Board could be 20th November 2016 at the Sofitel Hotel at Heathrow Airport in order to discuss the new Committee membership and Committee Chairs.

(b) Council Meeting

It was proposed that a provisional date for the New Council to meet would be 24 to 26 February 2017 in Lausanne where the Agenda 2020 could be debated along with the setting of new Goals and Priorities for the next quadrennial.

There was no further business.



Appendix A

World Sailing - Conflicts of Interest Policy

1. Scope

- 1.1 This Policy sets out the procedures for identifying and managing conflicts and potential conflicts of interests or duty (called “Conflicts” in this Policy) affecting all persons involved in the administration and running of World Sailing and its business (who are called “Parties” in this Policy).
- 1.2 This Policy was approved by the Board under Regulation 3.5.1 on 3 September 2016.

2. Background

- 2.1 Parties have an obligation to act in the best interests of World Sailing and in accordance with the Constitution and Regulations. They are expected to act impartially and objectively and to actively take steps to avoid Conflicts.
- 2.2 Conflicts matter because they affect discussions and decision-making and may result in decisions being reached that are not in the best interests of World Sailing. They can give the impression – both internally and to the wider public – that improper conduct has occurred even when it has not.
- 2.3 Conflicts come in a number of different forms. It is primarily the responsibility of each Party to identify if there is a Conflict or potential Conflict that may affect them or someone connected to them.
- 2.4 This Policy is not intended to adversely affect normal decision making within World Sailing. It is intended to make it more transparent, and to allow the management of Conflicts that will inevitably arise. It is important that management of a Conflict is proportionate to the risk that it poses to the best interests of World Sailing.

3. Identifying what a Conflict is

- 3.1 There are two types of Conflict:
 - (a) A **conflict of interests** – this is where a Party has an interest personal to them (which may be financial or non-financial) which conflicts, or may conflict, with the best interests of World Sailing.
 - (b) A **conflict of duties** – this is where a Party owes a duty to another body (such as being an employee, elected official, shareholder, trustee etc.) that conflicts, or may conflict, with their duties to act in the best interests of World Sailing.

This type of conflict does not have to be personal or financial to the Party.

A conflict of duties can also be described as a **conflict of loyalties**.

4. Connected Persons

- 4.1 A Conflict can still rise if it involves a payment or benefit being given to a third party connected to the Party in question. A “Connected Person” is:
 - (a) any parent, grandparent, child, stepchild, grandchild, brother, sister or spouse of a Party or any person living with the Party as his or her partner;

- (b) a firm, company or association in which the Party is a partner, officer, employee, consultant, director, member or shareholder (unless the Party owns no more than 1% of the issued shares on a recognised stock exchange);
- (c) a firm or company in which an individual listed in (a) above is connected in the ways set out in (b).

5. Duty to avoid conflicts

- 5.1 All Parties are under a duty to avoid a Conflict where possible.
- 5.2 If a Conflict or potential Conflict exists, it must be declared by the Party and managed as set out in this Policy.
- 5.3 Any doubt as to whether certain facts or circumstances may give rise to a Conflict should be resolved in favour of declaring those facts or circumstances.

6. Declarations of interests

- 6.1 On appointment, Parties must declare their interests on the declaration of interests form found on the World Sailing website. In particular, this declaration must include:
 - (a) directorships, partnerships and employments with Member National Authorities, Class Associations, Continental Associations, World Sailing or businesses that are engaged in the sport of sailing or derive any substantial portion of their revenue from sailing;
 - (b) any office held with a Member National Authority, World Sailing Class Association, Continental Association and any other international sailing or sporting bodies;
 - (c) trusteeships or board positions with Member National Authorities, Class Associations, Continental Associations, World Sailing or institutions or charities that are engaged in the sport of sailing or derive any substantial portion of their revenue from sailing; and
 - (d) any material interests arising from close family or personal relationships with another Party in World Sailing.
- 6.2 The Chief Executive Officer will use the information in the declarations to maintain a register of interests. The information provided in any declarations of interest will be processed in accordance with the data protection principles as set out in the UK Data Protection Act 1998. The information provided will not be used for any other purpose by World Sailing.
- 6.3 Parties must update their declarations as soon as possible following any change in circumstances and, in any event, must re-submit them not later than 14 days before the Annual Conference each year.
- 6.4 At Council, committee or commission meetings, a Party is required by the Regulations to declare to the Chairman and the Chief Executive Officer (or the relevant staff manager) the nature and extent of any potential or actual Conflicts he may have in the proposed business of the meeting. In particular, this includes declaring any interests he or any Connected Person may have in any existing or proposed transactions or arrangements with World Sailing. This procedure applies also to any email votes or other electronic discussions.

- 6.5 Each meeting of Council (or a committee or commission) will contain declarations of Conflicts as a separate agenda item. Declarations of Conflicts concerning any item on the agenda must be made at this point and will be minuted. If a Party realises at a later point in the meeting that he or she may need to declare a Conflict, this must be done promptly and will be minuted.
- 6.6 If a Party has an interest listed in the Register of Interests that should be disclosed as a Conflict, the chairman of the meeting shall disclose it to the meeting if the Party does not do so at the relevant point on the agenda.
- 6.7 Any Party who has a concern or is unsure of the proper procedure to follow should contact their Chairman and World Sailing staff manager for their committee or commission for advice.

7. Managing conflicts of interest

- 7.1 If a Party has a Conflict, then a decision must be made as to how to manage it. This decision will be made by:
 - (a) the President (for Conflicts relevant to members of Council and the Board);
 - (b) the chairman of the meeting at which the Conflict becomes relevant; or
 - (c) in all other cases, the Chairman of the part of World Sailing to which the conflict is relevant,and in each case after consultation with the Chief Executive Officer (via the relevant staff manager) and the Ethics Commission (if necessary).
- 7.2 If the President has a relevant Conflict, then a Vice President chosen by the other Vice Presidents will make the decision. If a Chairman has a relevant Conflict, the Vice-Chairman will make the decision.
- 7.3 A Party is required to give the decision-maker any additional information asked for in order to determine how the conflict is to be managed.
- 7.4 The decision-maker may decide that the Party:
 - (a) can continue to participate in the normal way with the interest being minuted;
 - (b) shall not participate in the proceedings and is to abstain in any vote (but the body may ask the Party to provide any relevant information concerning the matter); or
 - (c) is to withdraw for the whole or part of the affected proceedings.
- 7.5 In addition, Regulations 3.5.2 and 7.7.1 allows the meeting itself to require the Party to withdraw from the meeting.

8. Specific Situations

- 8.1 This Policy has set out general principles applicable to all situations. This section contains requirements on specific situations which are likely to commonly occur. The lists are not exhaustive.

Relationships with MNAs

- 8.2 It is recognised that most Parties will have involvement with their MNAs and this is to be expected. For members of Council, they are specifically appointed to represent the MNAs in their Group collectively. For committee and commission members, the Regulations provide that they are not appointed to represent their country or any national interests.
- 8.3 There is no conflict due to the Party's MNA involvement, even when that MNA has made a submission that is being discussed, unless the discussion or proposed decision:
- (a) affects the Party's MNA specifically;
 - (b) affects the Party's MNA in a different way from all other MNAs; or
 - (c) the Party is an employee of his MNA and that employment may be affected by the decision.

Relationships with Classes

- 8.4 Individuals who hold either elected or paid positions with a World Sailing class association will have a conflict in any discussion or decision concerning:
- (a) the association's World Sailing status;
 - (b) the selection or de-selection of the association's equipment for a World Sailing Event, Regional Games or the Olympic or Paralympic Sailing Competition; and
 - (c) the association's class rules or constitution.
- 8.5 Parties who are members of a class association (but are not elected or paid officials) should declare their membership if one of the matters in section 8.4 arises during a meeting.
- 8.6 Other than those situations, a Party does not need to make any declaration if participating in a discussion or decision on a submission from his class association.

Own Competition

- 8.7 A Party does not need to make any declaration if participating in a discussion or decision which would affect their competition as a sailor (provided it is a general decision affecting all sailors equally – for example changes to the Racing Rules of Sailing).

Employment or Appointments by World Sailing

- 8.8 A Party will have a conflict in relation to any discussions or decisions concerning actual or proposed:

- (a) employment with World Sailing Limited, World Sailing (UK) Limited or World Sailing Event Management Limited; or
- (b) appointment by World Sailing to any international sports organisations.

8.9 Article 62(c) of the Constitution contains further provisions concerning members of Council.

Provision of goods or services or other Commercial Arrangements

8.10 A Party will have a conflict in relation to any discussions or decisions concerning the actual or proposed provision of goods or services to World Sailing Limited, World Sailing (UK) Limited or World Sailing Event Management Limited. This also applies to any commercial arrangements with these companies or World Sailing Events.

Race Officials

8.11 World Sailing Race Officials are governed by Regulation 34 with respect to their appointments to events.

8.12 In relation to event appointment decisions by World Sailing, the procedures and conflict of interest rules of the Event Appointment Working Party apply.

World Sailing - Declaration of Interests

Name:	
Positions held in World Sailing:	
Date of declaration (or review):	

Category	Please give details of any interests (yours or from connected persons), including full background, any other parties involved and the likely duration. Please detail any current interests or those within the last 2 years.
Offices or positions (elected, volunteer or paid) held with: i) a Member National Authority ii) World Sailing Affiliate or Associate Members iii) World Sailing Class Association iv) Continental Association v) Any other international sailing or sporting bodies	
Involvement with the training or selection of competitors	
Contractual or commercial relationships with World Sailing Limited, World Sailing (UK) Limited or World Sailing Event Management Limited	
Directorships, partnerships or employment with i) Member National Authorities ii) World Sailing Affiliate or Associate Members iii) World Sailing Class Association iv) Continental Association v) businesses that are engaged in the sport of	

sailing or derive any substantial portion of their revenue from sailing;	
Trusteeships or board positions with i) Member National Authorities ii) World Sailing Affiliate or Associate Members iii) World Sailing Class Association iv) Continental Association v) institutions or charities that are engaged in the sport of sailing or derive any substantial portion of their revenue from sailing;	
Membership of any sailing or yacht clubs	
Close family relationships, commercial/business or personal relationships with another Board, Council, Committee or Commission Member	
Membership of any professional bodies, special interest groups or mutual support organisations	
For Board Members: In respect of businesses that are engaged in the sport of sailing or derive any substantial portion of their revenue from sailing: i) Investments in unlisted companies, partnerships and other forms of business, ii) Major shareholdings of more than 5% of the issued capital iii) Beneficial interests	

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis or more frequently if requested by World Sailing.

I give my consent for it to be used for the purposes described in the World Sailing Conflicts of Interest policy and for no other purpose.

Signed:	
Date:	