World Sailing Board Minutes

The World Sailing Board met by conference call between 10:00 to 13:30 (GMT) on Wednesday 18 November 2020 and 10am to 11.30am on Thursday 19 November 2020.

Present:

Quanhai Li - President

Ozlem Akdurak – Vice President

Jo Aleh – Chair, Athletes' Commission

Philip Baum – Vice President

Tomasz Chamera – Vice President

Sarah Kenny – Vice President

Yann Rocherieux – Vice President

Cory Sertl – Vice President

Marcus Spillane – Vice President

In Attendance:

David Graham – Chief Executive Officer

Raksha Patel – Finance Director

Kendall Harris – Director of Legal & Governance

1. Opening of the Meeting

(a) President's Opening Remarks

The President welcomed everyone to the meeting.

The President asked the CEO to chair the meeting on his behalf.

(b) Apologies for Absence and Declarations of Interest

No apologies for absence were received.

The CEO noted that a register of interests had been created and added to AdminControl. There were no additional declarations.

(c) Minutes of the 11 November 2020 meeting

The Board noted that the minutes of the 11 November 2020 meeting will be approved out of session.

(d) Matters arising

There were no matters arising since the previous meeting.

2. World Sailing Board Responsibility Matrix

The Board noted the template Board Responsibility Matrix.

Decision

The Board requested that the Executive Office work with Sarah Kenny, Yann Rocherieux and Tomasz Chamera to prepare an updated version of the Matrix which streamlines some of the responsibilities, and also includes examples of the practical tasks and responsibilities associated with each function, committee, commission etc.

3. Paddington Office Update

The Board received an update from the CEO regarding the offices at 20 Eastbourne Terrace, London.

4. **Finances**

The Board received an update from the Finance Director regarding the 2021 cash flow and budget, as well as the 2021 – 2024 quad overview.

5. **Appointment of World Sailing UK Directors**

The Board noted the proposed appointment of Tomasz Chamera and Marcus Spillane, along with CEO David Graham, as directors of the company.

6. **Committee and Commission Nominations**

The Board agreed that in nominating Committee and Commission members, a number of core principles will be important including:

- candidates must have experience relevant to the Committee or Commission and its duties and responsibilities;
- gender representation is important and there should be there should be an equal number of women and men on all Committees and Commission wherever possible;
- there should be a mix of experienced members and new members to ensure that corporate knowledge is retained, but new members are given the opportunity to develop and learn;
- geographical representation from the difference regions is important;
- candidates must demonstrate their capacity to participate in, and contribute to, the discussions and work of the Committee / Commission;
- where a Committee or Commission has responsibilities for legal functions, the majority of members should be qualified and experienced in common law jurisdictions; and
- nominees need to declare all actual or potential conflicts of interest (not just financial interests) in respect of themselves, and their close personal and business connections.

7. **Ethics Commission**

The Board noted the Annual Report of the Ethics Commission.

8. **Any other business**

(a) iQFoil

The Board noted the recommendation of the Constitution Committee that the applications related to the 'senior' iQFoil classes be deferred, and the parties be asked to participate in mediation.

The Board noted that it is important to ensure the athletes are the main stakeholder and voice within every class.

<u>Decision</u>

The Board determined that Jo Aleh and Marcus Spillane will assist the Executive Office with the next steps, including engaging an independent mediator and assisting to facilitate the mediation.

The Board asked the Director of Legal and Governance to confirm whether the Constitution Committee whether its recommendation is the same for the 'junior' iQFoil class applicant.

(b) Misconduct case

The Board noted an update from the Director of Legal and Governance on an ongoing misconduct case.

(c) America's Cup

The Board noted an updated from the Director of Legal and Governance regarding the rules for AC36.

There being no other business, the Chair closed the meeting.