



Annual Governance Statement

The Annual Governance Statement provides Sport Resolutions' stakeholders, clients and suppliers with a report on the governance performance of the company during the reporting period. This statement is prepared as part of the Code requirements and outlines our progress to date.

Reporting period: 2017 AGM (27 September 2017) – 2018 AGM (20 September 2018).

The Code

The UK Government introduced the Code for Sports Governance in October 2016 and commenced assessing all national governing bodies in October 2017. Annual compliance with this code is a requirement of receiving funding from UK Sport.

The Code sets out 58 requirements across five governance areas:

- 1) Structure
- 2) People
- 3) Communication
- 4) Standards and Conduct
- 5) Policies and Procedures

Statement

Sport Resolutions has made it a priority to meet the requirements of the Code for Sports Governance ('the Code') and the company was delighted to receive notice of compliance with The Code in December 2017.

The company has made efforts to disclose information in its governance, structure, strategy, activities and financial position since its inception however new policies and procedures created in line with the Code's requirements have further improved our transparency.

The purpose of this Annual Governance Statement is to report on the governance actions and changes over the reporting period. The Code will remain a standing item on the Management Board's meeting agenda and the executive will continue to report on compliance with the Governance Action Plan. The Board understands compliance with the Code is an on-going requirement and it is our aim to demonstrate through this report and through our website that we have the necessary governance to maintain a robust system of internal control and that we fully support our policies, objectives and strategy.



Edwin Glasgow Q.C
Chair, Sport Resolutions (UK)
20 September 2018

The Board

The full Board of Sport Resolutions is made up of a maximum of seven Independent Non-Executive Directors, nine Representative Directors, who are nominated by each of the member organisations, and the Chief Executive Officer.

At the annual AGM, the Board of Directors meet to appoint individuals to sit on the Management Board and the four sub-committees of the Board. The full Board delegates to the Management Board the responsibility to oversee the running of the business and for setting strategy.

The Management Board meets four times a year and is made up of an Independent Chair, five Independent Non-Executive Directors, three Directors representing the member organisations, and the Chief Executive in an ex-officio capacity. The Management Board is made up of 66% Independent Directors and does not consider any of its Representative Directors to be 'independent'. The Management Board also sits as the Nomination Committee, making it responsible for referring to the Board Skills Matrix, Board Diversity Action Plan and Board Recruitment Procedures when a vacancy arises on the Board.

Summary minutes from Management Board meetings and the AGM are published on the Sport Resolutions website.

The Board has four sub-committees, each of which meets 3-4 times a year and which report into the Management Board;

- The National Anti-Doping Panel Board
- The Panel Appointments & Review Committee (PARC)
- The Marketing and Service Development Committee (MSDC)
- The Finance and HR Committee (FHRC)

Each Committee and position has its own unique Terms of Reference which clearly states its remit and responsibilities. These are available to view on the company website.

The FHRC reviews the company Risk Register at least once every six months to consider new risks and review existing and identified risks. The FHRC submits any recommendations or issues to the Management Board for consideration. A new Risk Register, to include mitigating factors, was approved by the Management Board in September 2018.

Board Governance Changes during period:

- The Management Board also serves as the "Nomination Committee" of the company.
- Appointment of a Senior Independent Director and new Role Profile.
- Revised Board Induction Policy.
- New Director Code of Conduct.
- New Director Declaration of Good Character.
- Revised Risk Register.
- New Board Skills Matrix.
- Revised Board Evaluation Process.
- Publication of summary Management Board and AGM minutes.

Board Personnel Changes during period:

- Resignation of David Rigney, Senior Independent Director and Chair of FHRC.
- Appointment of Bryn Williams, Independent Non-Executive Director.
- Resignation of Sally Lockyer, Representative Director for the British Athletes Commission.
- Appointment of Victoria Aggar, Representative Director for the British Athletes Commission.
- Appointment of John Palmer, sitting Independent Non-Executive Director, to the position of Senior Independent Director until the 2018 AGM.
- Appointment of Keith McGarry, sitting Representative Director for the Northern Ireland Sports Forum, to the position of Chair of the FHRC until the 2018 AGM.

Annual Board Evaluation

The Board undertakes an evaluation on an annual basis. Directors are asked to review the following areas of the company:

- Board duties and responsibilities.
- Company structure and operations.
- Board meetings.
- Compliance.
- Communication.
- Board effectiveness.
- Skills and experience.
- Competence.

The evaluation is completed on an anonymous basis and the results are shared with the Management Board so that any issues can be discussed and so that improvements can be made.

As part of the annual evaluation directors are required to complete the Conflicts of Interest Register, Skills Register, Equality Monitoring Form and the Declaration of Good Character.

Directors are encouraged to meet with the Chief Executive and the Chair of the company at least once per annum. Wider Board engagement and encouraging more regular one-on-one meetings is included within the Governance Action Plan.

Skills Matrix

The company updated its Board Skills Matrix during the reporting period. The matrix outlines the skills which the company should have on its Management Board. This can be compared to the results of the skills register and any skills which are missing or under-represented can be identified ahead of any Board recruitment.

Diversity

The company has introduced a Board Diversity Statement and Board Diversity Action Plan during the reporting period. The plan outlines the steps which need to be taken to improve diversity on the Board and throughout the company. Sport Resolutions currently has 44% female representation on its Management Board and 43% female representation across the company.

The company publishes all equality statistics within its Annual Report and equality monitoring is undertaken for all recruitment (Panel, Board and Staff) so that a profile can be built. The equality profile of the company has improved when assessing the protected characteristics of sex, disability, sexual orientation, race, religious belief and age.

A challenge going forward is to continue to improve diversity amongst the Board, Panel and Staff including in the areas of BAME and social economic background.

Audit

The company has its financial accounts and financial procedures audited on an annual basis. SBM & Co Chartered Accountants completed their audit in August 2018 with no matters arising.

Policy Review

The company completes an internal review of all policies on an annual basis. This review includes all company, Board, financial and human resources policy. Any updates or amendments are reported into the FHRC for approval. In having an internal review of all policies on an annual basis and having undertaken an external audit of all policies in 2016, the company was in a strong position when assessing itself against the requirements of The Code.

Staff Engagement Survey

The staff engagement survey is completed annually by all employees of the company on an anonymous basis. This survey gives the staff an opportunity to report to the Board on areas including communication, leadership and responsibility so that any issues can be discussed and so that improvements can be made.

The staff engagement survey, annual Board evaluation and feedback received through external surveys will be considered at the next Board strategy day in October 2018.

About Us

Sport Resolutions is the independent, not-for-profit, dispute resolution service for sport in the United Kingdom. We were established by the main stakeholder groups in sport. Our aim is to provide an expert, speedy and cost-effective alternative to internal appeals processes and court-based litigation. We provide sport specific arbitration and mediation services and operate the National Anti-Doping Panel (NADP) and National Safeguarding Panel (NSP). Two-thirds of our income is self-generated through service level agreements with NGBs, arbitration and mediation fees, training and room hire. As of 31 March 2018, 21% of our income was received from UK Sport to provide a service to organisations in the Olympic and Paralympic high-performance sport system.

Our vision

Our vision is to be the dispute resolution service of choice for everyone engaged in sport.

Our aim

Our aim is to continue to make available to all governing bodies, leagues, clubs, athletes, coaches and commercial partners to sport:

- independent, expert, timely and cost-effective resolution of all disputes
- professional administration and management of arbitration and mediation
- information, education and training to prevent, manage and resolve disputes

Our mission

Our mission is to be:

- the centre of excellence for all sports dispute management and training;
- the nominated referral body when disputes in sport arise;
- a non-profit making body, reinvesting in sport.

Our values

Our values as the only sport specific arbitration and mediation service in the UK:

- Independence – run independently, on a non-profit basis for the benefit of sport
- Expertise – we understand and speak the language of sport and law
- Integrity – always fair, impartial and transparent in our dealings with parties
- Accessibility – approachable, trusted and user-friendly
- Cost-Effectiveness – affordable and helping to save sport time and money
- Educational - working to educate sport about effective conflict and dispute management

Board Structure

Directors (15)

Member Representative Directors

British Athletes Commission
British Olympic Association
British Paralympic Association
European Sponsorship Association
Northern Ireland Sports Forum
Professional Players Federation
Scottish Sports Association
Sport and Recreation Alliance
Welsh Sports Association

Victoria Aggar
Shahab Uddin
Elaine Battson
Warren Phelops
Keith McGarry
Simon Barker
John Kerr
James Allen
Richard Hendicott

Independent Non-Executive Directors

Edwin Glasgow Q.C
Bryn Williams
Margot Daly

Johanna Sheppard
John Palmer
Tracy Harrison

Ex Officio

Richard Harry

Company Secretary

Ross Macdonald

Management Board (9)

Edwin Glasgow Q.C (Chairman)
Margot Daly
Bryn Williams
John Palmer (Sen. INED)
Tracy Harrison
Elaine Battson
Keith McGarry
Richard Harry (CEO)
Johanna Sheppard
James Allen

Member Organisations



Board approval received (date)	September 2018
Last review (date)	September 2018
Reviewed by (name)	Board
Next review and approval due (date)	August 2019