



National Ice Skating Association of the United Kingdom Limited
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SIGNED UP TO
Good Governance

AGM on 1st September and EGM for positions of Synchronized and Singles and Pairs Director – date to be confirmed.

Dear Members,

Concerns have been raised to NISA regarding the upcoming AGM and the transitional arrangements.

As you may know, the Code for Sports Governance (Requirement 2.7) mandates that a Board has a succession plan for orderly appointments and elections (as the case may be) to the Board so as to maintain, among other things, elements of continuity of knowledge and experience on a Board.

At the NISA Board Meeting on 28 February 2017 one of the Directors raised the point that legal advice and precedent at the last change of Articles of Association of NISA, had allowed for the then existing Directors to continue in office until the end of the terms for which they had been elected.

Wharton Consulting therefore put forward proposals for the then Portfolio Directors to serve out their current terms of office, but to transition to become Nominated Directors (under the proposed revised NISA Articles of Association) representing the various ice-skating disciplines (but not exceeding the maximum terms allowed under the Code for Sports Governance).

The proposed transition arrangements for the NISA Board were shared with UK Sport. Following discussion at the NISA Board Meeting on 23 March 2017, the then proposed NISA Board Transition & Succession Plan was circulated to the Board on 7 April 2017.

The NISA Board sought legal advice from Hewitson Moorhead regarding the proposed transition process. Wharton Consulting suggested to Hewitson Moorhead the inclusion of the transition arrangements within the proposed revised NISA Articles of Association. Hewitson Moorhead advised that putting in place the transitional arrangements only required relevant resolutions to be passed by the NISA Board, and that it was not necessary to include the transition provisions in the Articles.

Information was provided to NISA's membership and stakeholders in the Explanatory Notes (which were agreed by the NISA Board on 3 November 2017 and posted on the NISA website as part of the information available in advance of the 2 December 2017 EGM) regarding the planned transition arrangements for the Portfolio Directors then in place, as follows:

"If the EGM approves the revised Memorandum and Articles of Association, then the following transition arrangements will be put in place: The six existing elected Portfolio Directors will transition (on the basis of their existing skills and experience in the disciplines of ice skating) to become Nominated Directors for the remainder of their current terms of office. They may then (if permitted under the Articles relating to maximum terms in office) choose to stand (or not, as their preference may be) as candidates for election for a further term as a Nominated Director."

At the request of our new independent Chair, Hewitson Moorhead have reviewed their previous advice regarding the transition arrangements for the Portfolio Directors.

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CHAIRMAN: Rob Jones; INTERIM CEO: Michelle Draper
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Hewitson Moorhead have now proposed that, in the current circumstances, it would be prudent for the NISA Board to consider the option of holding elections for the two remaining Nominated Director positions (namely for: Figure Skating - Singles & Pairs; and for: Figure Skating: Synchronized). The Board has decided to follow this course of action, and will be making arrangements for the necessary 80 day Notice of Elections for these two positions (and for the EGM at which these elections will take place) to be posted on the NISA website shortly.

The NISA Board accepts that it had not met the requirement for NISA Board Meeting Minutes to be posted on the NISA website in a timely way. Meeting Minutes of the Board Meetings held on: 25 July 2017, 7 September 2017, 21 November 2017, 30 January 2018 and 29 March 2018, will shortly be posted to the NISA website.

The NISA Board also acknowledges that the time frame for completing the transition process (which the Explanatory Notes for the 2 December 2017 EGM indicated would be completed by the NISA AGM scheduled for May 2018) has not been met.

The recently appointed independent chair Rob Jones has commented:

"I wish to thank the membership, staff and relevant board members for both their commitment to these essential changes and their patience in fully implementing them. The new constitution provides an excellent basis for taking the sport of ice skating in the United Kingdom forward and in particular, allowing us the maximum opportunity to reengage with our stakeholders and funding partners".

Yours faithfully

Michelle Draper LLb, MSc
NISA Interim CEO

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