

CONFIDENTIAL

| Minutes of the Board | | | | | |
|----------------------|----------------------------|-----------------------------|--------------------------------|--|----------------------|
| Date/Time | 18 th Sept 2021 | | Location | National Motorcycle Museum, Birmingham | |
| Attendees | Initials | | Attendees | Initials | |
| Colin Povey | CP | Chairman | Annmarie Wallis | AMW | Independent Director |
| Fran Connolly | FC | CEO | Clare Morley | CM | Nominated Director |
| Bridget Blow | BB | Senior Independent Director | Jennifer Thomas | JT | Co-opted NED |
| David Armstrong | DA | Independent Director | Naomi Defroand (in attendance) | ND | Company Secretary |
| Debbie Ryan | DR | Nominated Director | Emma Fielding (in attendance) | EF | Finance Director |

| Apologies | Initials | |
|------------------|----------|----------------------|
| Sharanjit Gulati | SG | Nominated Director |
| Tracy Clarke | TC | Independent Director |
| Ashley Giles | AG | Independent Director |

| Circulation List |
|--------------------|
| EN Board President |

| Acronyms | | | |
|----------|-----------|-----|--------------------|
| Aus | Australia | ToR | Terms of Reference |

| 1.0 | Apologies | Action |
|-----|--|--------|
| 1.1 | CP noted that apologies had been received from SG, TC and AG in advance of the meeting. | |
| 2.0 | Declaration of Conflicts of Interest | |
| 2.1 | It was noted that there were no changes to the conflicts of interest | |
| 3.0 | Composition of Committees, Terms of Reference and Matters Reserved for the Board | |
| 3.1 | A paper confirming the composition of committees and Board Champions was circulated in advance of the meeting. | |
| 3.2 | CP noted that following the Board meeting DR and SG had been elected for a further term as Nominated Directors. | |
| 3.3 | CP noted that the Nominations Committee were also recommending CP and AG for a further term as Independent Directors and Joan Mills for a further term as President. The Board confirmed these further terms. | |
| 3.4 | DR noted that she still feels uncomfortable with the Nominated Director not being an official position on the Nominations Committee. CP noted that this is as a consequence of requirements of the Governance Code but suggested that this could be fed back to Sport England as part of any future review to look to allow flexibility of interpretation. | |
| 3.5 | The board noted and approved the committee composition and board champions for the next 12 months. | |
| 3.6 | The Terms of References for each committee had been shared in advance of the meeting. | |

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| 3.7 | CM noted the need to change the reference to BAME in the Nominations Committee ToR. | ND |
| 3.8 | AMW suggested changing the title of the Investment Steering Committee to something clearer to the purpose. | |
| 3.9 | Following these amends the ToRs were approved | |
| 3.10 | The Matters Reserved for the Board were circulated in advance of the board meeting. | |
| 3.11 | BB noted that the Executive Team have the sign off of the HR policies but suggested there might be some things that the board should approve. She therefore suggested that item 30 should include an addition of the word material to reflect this. | EF |
| 3.12 | DR suggested the need to add into item 31 clarity that is related specifically to Article 26. | EF |
| 3.13 | Following these amendments the board approved the Matters Reserved to the Board. | |
| 4.0 | Policy Register | |
| 4.1 | The updated Policy Register was circulated in advance of the meeting and the board noted the contents. | |
| 5.0 | AOB | |
| 5.1 | FC provided an update on the Roses NZ tour – following a relatively hard quarantine period the team are now training and preparing for a 3-match series against NZ starting on 20 th Sept. FC warned of further risks associated with the follow-on series in Australia due to changing COVID travel and entry restrictions. | FC |
| 5.2 | DR suggested sending a note from the board to the players and team. | |
| Details of next meeting | | |
| Date/Time | 7 th October 2021 | Location Hilton, Birmingham |