

## IMMAF Board meeting

Date: 20<sup>th</sup> May 2020

Location: Microsoft Teams

Time: 15.00 GMT

Agenda for this meeting;

1. Approval of new or replacement Commission and or Committee members. (Nick to provide list).
2. Approval of Ltd company structure and location.
3. Discussion on proposed mandatory grading for IMMAF championships
4. Discussion on roles and responsibilities i.e General Assembly, Board, and Executive (largely covered by board training on 13th May. CEO awaiting from board members their 2 main takeaways from the training for strategic/governance planning moving forward).
5. Tobias Sahlin update to the board on the scope of work done resulting from Nemysis report.
6. AOB.

Minutes (20<sup>th</sup> May 2020).

Agenda item	Comments	Action
Roll Call	Kerrith Brown (president), George Salfeldt (VP), Bertrand Amoussou, Wissam Abi Nader, Raymond Phillips, August Wallen, Tom Madsen, Tatiana Klimenko, Vadim Finkelstein, Han Jiuli, Svetlana Odintsova, Deni Batchvarova, Iskander Karim.	
Apologies	Stewart Brain	
Item 1	<p><b>The board were asked to approve the replacement of individuals to the following commissions and committees.</b></p> <p>Disciplinary Committee:</p> <ol style="list-style-type: none"> <li>1. Chris Dunn</li> <li>2. Tara Johnson</li> <li>3. Andy Herbert</li> </ol> <p>Financial Audit Committee:</p> <ol style="list-style-type: none"> <li>1. Mr. Luigi Perillo</li> </ol> <p>Business Development Commission:</p> <ol style="list-style-type: none"> <li>1. Mr. Steve Dapper.</li> </ol> <p>Approved unanimously.</p> <p><b>Action 1:</b> ND, DW to communicate decision to successful applicants.</p>	ND/DW
Item 2	<p><b>Approval of Ltd company structure and location:</b></p> <p>The board was given a powerpoint presentation delivered by ND. The presentation detailed several options for the formation of a IMMAF Ltd commercial entity and provided a rating for each location. Monaco, Dubai and UK were rated in the top 3. The structure of the company board including share options were discussed.</p> <p>There was a question raised in the meeting by DB if this decision to form a new Ltd company had been approved by the BoD.</p> <p>KB and GS explained that what had been agreed was to conduct a feasibility study and then the BoD could decide whether to take this project forward based on information provided.</p> <p><b>Action 2:</b> The board to be given more time to absorb the information provided. The working group to provide additional detail on the commercial and revenue generating</p>	ND

	activities of the Ltd company.	
Item 3	<p><b>Discussion on proposed mandatory grading for IMMAF championships:</b></p> <p>There was a lengthy discussion by the board about the message communicated to the membership on the mandatory grade requirement for IMMAF championships.</p> <p>AW commented that the General assembly had only voted for a voluntary progression system and therefore no decision made by the board or the operational team could contradict that decision.</p> <p>There was consensus among the board that there is a need for a progression scheme however it was not clear for which groups a mandatory grade should be applied.</p> <p>It was suggested by board members that a mandatory requirement could be applied to the youth competitions.</p> <p>GS suggested the communication to the membership on a mandatory grade for IMMAF championships should be retracted.</p> <p>KB agreed that a revised statement should be made notifying the membership of the agreed strategy.</p> <p><b>Action 3:</b> The decision of the board was that a 360 evaluation of the progression scheme should be completed including the coaching commission, regulatory affairs and AW should be involved with that work.</p>	BA/AW,
Item 4	<p><b>Discussion on roles and responsibilities i.e General Assembly, Board, and Executive (largely covered by board training on 13th May.</b></p> <p>CEO awaiting from board members their 2 main takeaways from the training for strategic/governance planning moving forward).</p> <p>DW reported to the board the relevant slide 12 in the presentation of Geoff Wilson that clearly sets out the role of the General assembly, the board, commissions and operational staff.</p> <p>GS asked for this to be an agenda item and views this as a strategic issue</p> <p>KB suggested 360 by Geoff Wilson so that we get clarity on roles and responsibilities and where they lie. ND and DW to</p>	

	<p>feedback. More staff training for the BoD.</p> <p><b>Action 4:</b> More board training and a 360 of the roles and responsibilities of General Assembly, Board, Committees/Commissions and the Executive Team.</p>	DW
Item 5	<p><b>TS gave IT information and update on the Nemysis report.</b> Discussed at last meeting but since then a more comprehensive analysis shared with the BoD but no feedback so far. IMMAF business objectives improving efficiency, Data mgt, overall mapping of landscape, recommendations to achieve the objectives. Vendors and staff were interviewed in compiling the report.</p> <ul style="list-style-type: none"> <li>• Office 365 introduced.</li> <li>• New website created.</li> <li>• One point of contact TS.</li> <li>• Moved away from Ridgeworks</li> <li>• Road map aligned with team.</li> </ul> <p><b>Action 5:</b> Continuation of implementing recommendations of the Nemysis report.</p>	TS
AOB	<p>KB- BoD member Victor Frolov still incarcerated in Russia. KB recommends that he should stand down from the board. TK- situation no progress in the case due to virus. April court hearing has been moved to May to a later date. To avoid any negative stories it's the right decision. TK asked about a proxy or interim replacement until the situation clears up. GS- NED elected at GS not in favour of proxy. We have enough people to get business done. TK- points out that Victor has not been charged or found guilty of any wrong doing its just a matter of preventing harm to the image of IMMAF. KB its about reputational risk. TM asked about statutes on this matter. DW- clarified proxy issue. TK wished to vote on VF behalf while he is absent. But if VF is stepping down there is no rule that allows a proxy. The Bod appoints the NEDs. GS we are doing a review of the statutes to check that. TM we need to check the statutes before any decision taken.</p> <p><b>Action 6:</b> KB and TK to have a further discussion on the topic and feedback to the BoD.</p>	KB/TK

