

<b>Meeting</b>	International Testing Agency ("ITA") – Foundation Board
<b>Place</b>	Conference Call
<b>Date</b>	12 December 2018

## AGENDA

### **Item 1a): Opening of the meeting and welcome statement**

The Chair opened the meeting and welcomed the Foundation Board Members to the last gathering of 2018 to close ITA's first year of operations.

### **Item 1b): Roll call**

Chair of the Board:

Dr Valérie Fourneyron

Members of the Board:

Ms Kirsty Coventry – Member representing the Athletes

Prof. Uğur Erdener – Member representing the IOC

Mr Francesco Ricci Bitti – Member representing the IFs

Ex-officio non-voting Member:

Mr Sébastien Gillot – WADA Director, European Regional Office and International Federations Relations

ITA Management:

Mr Benjamin Cohen – ITA Director General

Persons invited:

Mr David Dellea – PwC Head of Sports Business Advisory – for agenda item 5

Ms Jessica Hellman – ITA office coordinator – Minutes taker

Excused:

Prof. Peijie Chen – Independent ITA Board Member

Start of the meeting: 12 December 2018 at 13h00

End of the meeting: 12 December 2018 at 15h00

## **Item 2: Approval of the minutes of the previous Foundation Board meeting, 21 June 2018**

The Chair submitted to the Foundation Board Members the minutes of the meeting held on 21 June 2018 for approval.

**DECISIONS:** The Foundation Board Members approved the minutes of the meeting held on 21 June 2018 in Lausanne.

## **Item 3: Report of the Chair**

The Chair explained that since the last Foundation Board meeting the ITA had grown rapidly from birth to adolescence in record time thanks to the dedication of the team under the leadership of the Director General, Benjamin Cohen. During the last months, the ITA Chair had met with the IOC, NOCs, WADA, IFs, AFLD, TAS and the French parliament to name just a few and had also been present at the Youth Olympic Games and IOC Session in Buenos Aires, the WADA Foundation Board meeting in Baku, the IF Forum & CAS Symposium in Lausanne and more recently at the debrief session of the 2018 PyeongChang Games as well as the Olympic Summit.

The Chair highlighted the following challenges:

- a) ITA's positioning/role in the anti-doping landscape;
- b) ITA's ability to build a structure agile enough to be able to scale up during major events and continue to run the regular programs with the same level of service throughout the year; and
- c) Guarantee IT security and data protection.

As a not-for-profit Foundation, the ITA continues to work on a pricing model that can be absolutely transparent. The ITA will need to remain ambitious and ensure that it has the proper resources to grow and deliver the highest level of services so that the sport movement can be fully confident that anti-doping is in good hands. It is extremely important that the funding processes be clear with the IOC which is providing the funding capital on behalf of the Olympic Movement. Finally, the ITA continues to take part in the discussions relating to the current revision of the world anti-doping Code.

The Chair thanked all the members for their support over the past months.

## **Item 4: Report of the Director General**

The Director General started by thanking the Chair for all the valuable work done in the preceding months in support of ITA's activities.

He summarized the following main items of his report:

- **Administration and Human Resources:** The ITA had settled into its new headquarters in Lausanne and the organisation was now fully operational with 18 staff members (more to join shortly).
- **External Consulting:** in its set-up phase, the ITA mandated several external companies to assist with the various challenges required to effectively be operational.
  - a) PriceWaterhouseCoopers (PWC) supported the ITA from April 2018 to December 2018 in the following areas: organisation, governance, positioning & strategy, finance & budgeting and project planning. The cooperation went very well and allowed for the establishment of several key outcomes such as finance processes and internal processes;
  - b) ATOS had been mandated to conduct a general assessment of ITA's needs in terms of IT infrastructure and IT security. They were also asked to roll out the initial

IT platform for the ITA and ensure a smooth transfer of the GAISF DFSU data to the ITA. ATOS provided a report that was of poor quality and failed to ensure ITA's IT operational readiness within the agreed timeframe. As a result, ITA immediately hired Swiss-based IT provider Swisscom who filled the gaps and ensured ITA's IT operations on time. The settlement discussions between the ITA and ATOS were finalized, the ITA would pay 60% of the overall agreed service fee. The cooperation with Swisscom will continue and will extend throughout 2019 with a focus on IT infrastructure, Cybersecurity and Data protection;

- c) The agreement with JTA Ltd. came to term at the end of 2018 and as per the discussions held during the Foundation Board meeting in June 2018, the ITA will be seeking to hire a Communication/Media specialist in the first quarter of 2019;
  - d) Dr Marjolaine Viret, a Geneva-based lawyer specialized in Anti-doping, life sciences and well-versed in data protection regulations was hired by the ITA to provide legal support to ensure that the ITA was fully compliant with data protection and GDPR regulations. She supports the legal department and works with Swisscom to ensure that data protection is dealt with in a harmonious and consistent manner from a legal and IT standpoint.
- **Operations:** the ITA was finalizing the process of renewing existing partnerships with the IFs that used to work with the DFSU. Only the International Ice Hockey Federation (IIHF) had expressly indicated that they no longer wished to work with the DFSU/ITA. The IIHF would internalise this through their legal department. It was decided that the ITA Chair and Director General would send a letter to the IIHF in early 2019 to set up a meeting.
- a) Please read item 3.1 in the report from the Director General to see all new signed agreements with IFs;
  - b) Please read annex 4.1 of the report from the Director General to see the full list of ITA existing partners. In addition, an agreement had been signed with the Fédération Internationale de Natation (FINA) in December 2018;
  - c) Please read item 3.2 in the report from the Director General to see signed agreements with Major Event Organisers. In addition, discussions were ongoing with GAISF regarding the Urban Games;
  - d) Please read item 3.3 in the report from the Director General to find further details about the agreement WADA – ITA;
  - e) Please read item 3.4 in the report from the Director General to see which NADOs had showed interest in establishing a close relationship with the ITA.
- **Department activities:** the activity reports from Testing, Science & Medical and Legal departments can be found in the annexes 4.2, 4.3 and 4.4 of the report from the Director General.
- **Local authorities:** On 3 July 2018, the Cantonal authorities approved ITA's request to be exempted from Communal, Cantonal and Federal income taxes. In addition, the ITA filed a request to both the City of Lausanne and the Canton de Vaud to apply for a special financial subsidy. The request had been granted as follows:
- a) The City of Lausanne will grant the ITA the sum of 135'300 CHF;
  - b) The Canton de Vaud will grant the ITA the sum of 135'300 CHF.

### Questions and comments from the Foundation Board Members:

Mr Francesco Ricci Bitti suggested to concentrate on the two subsequent contractual models:

- Contractual model with the IOC (terms and responsibility);
- Contractual model with the NADOs.

The Director General responded that the ITA had signed two agreements with the IOC in 2018:

- One covering the Youth Olympic Games;
- One Master agreement which would run the cooperation between the ITA and the IOC with an appendix that would be signed for each specific project.

The reanalysis programme service agreement was signed in 2018 which covers all previous editions of the Olympic Games. The ITA would review which samples needed to be stored, which samples needed to be reanalysed and would also take over the result management of any positive sample. Over the past months, The ITA had been focused on London 2012 and will continue to do so throughout 2019.

The Director General mentioned that a tripartite agreement between the local organising committee, the IOC and the ITA was being discussed. He also explained that the agreement regarding the NADOs was ready and that it would be shared and signed with NADOs.

Ms Kirsty Coventry confirmed that the ITA had been presented at the last three Athletes Forums (Africa, Asia, Pan-America). The presentation was well received by the athletes. The Chair and the Director General thanked Ms Kirsty Coventry for her support.

The Chair mentioned that the Director General had reached and even gone beyond the set objectives. Therefore, she recommended that his contractual bonus be granted as per the terms of his employment contract. The Board members approved this recommendation.

#### **Item 5: Financial matters**

The Director General reported that the ITA ended 2018 with a positive financial outcome as revenues were 230% higher than what was initially forecast. He informed the members that an amount of approximately USD 4.3 million was in the bank accounts out of the USD 4.9 million initially received. He also stressed that the ITA had been prudent in terms of finances and more particularly of capital expenditures.

IFRS accounting standards had been approved during the last Foundation Board meeting in June 2018, however the auditors had strongly advised ITA not to apply them immediately. The IFRS standards would make it more difficult to allocate reserve funds and would complicate significantly the closing of the annual accounts. The auditors usually recommend new companies to apply the legal Swiss Code of obligations for the first years of operation as it gives more flexibility.

**DECISIONS:** The ITA will base its accounting standards on the obligations foreseen by the Swiss Federal Code of Obligations and will continue to assess the possibility to adopt IFRS accounting standards.

The Foundation Board members were asked to send their bank account details to Ms. Jessica Hellman, ITA Office Coordinator in order to receive their per diem for Foundation Board meetings and presentations delivered on behalf of ITA over 2018.

**PriceWaterhouseCoopers (PWC):** Mr Dellea joined the call and explained that they had been working, together with the ITA management, on a revised 5-year business plan (2019-2023). Each individual partner had been studied to collect number of tests and the time required on services. This allowed to estimate the net revenues and how much staff would be required to deliver the services. Mr Dellea highlighted the following differences between the new 5-year business plan compared to the initial feasibility and budget plan:

- Revenues and the traction of the ITA was higher than initially planned with some consequences on the costs since more employees were required;
- Investment that was planned for 2018 and early 2019 had been postponed to 2019/2020;
- Based on the estimate that was done with the IOC a year ago, the ITA would still have a deficit of between USD 500k and USD 2 million in 2022.

Mr Francesco Ricci Bitti recommended to receive the payment from the IOC in Swiss Francs since the local costs of the ITA office are in Swiss Francs. He also suggested that the ITA should offer the possibility to absorb employees from the bigger federations in order to attract them. The Director General agreed and mentioned that it was important to retain the existing expertise and not forget to take into account the human factor.

#### **Item 6: Business plan / Strategy**

A draft report of ITA's positioning and strategy was done through several workshops in 2018 between PriceWaterhouseCoopers (PWC) and the ITA management. The draft report can be found under item number 6 in the Foundation Board meeting documents.

The Director General went through the Strategy report and informed the Board Members that this report would be further discussed internally among the ITA Management Team and finetuned before implementation.

Further information about strategic decisions will be presented during the next Foundation Board meeting in 2019.

#### **Item 7: Board Composition**

The Chair mentioned that in October 2017, two Foundation Board Members were appointed for one year and two were appointed for two years.

In order to formalise processes, the Director General would send an official letter to the foundation Board Members as soon as a term is coming to an end to ask whether they would like to extend their mandate.

#### **Item 8: Proposed Statutory Amendments**

The Director General presented two proposed amendments which were mostly housekeeping modifications. One pertained to further promoting ITA's independence and the second addressed signature rights to bind the ITA vis-à-vis third parties.

The Director General recommended that signature rights be granted to the ITA Finance Manager allowing the administration to conclude operational agreements (with a value of up to 99'999 CHF) without the need for an ITA Board Member to countersign. All agreements with a value beyond 100'000 CHF would have to be signed by two members of the Board or one member of the Board and the Director General.

In addition, Service agreements signed between the ITA and IF/MEOs would be signed by the Director General and ITA's Finance Manager (regardless of the consideration) to further promote ITA's independence and ensure a delineation between the ITA Board and the administration.

**DECISIONS:** The Foundation Board Members approved the amendments.

#### **Item 9: Other Matters / Miscellaneous**

Mr Sébastien Gillot highlighted the following items:

- the final period of consultation for the WADA Code review had begun;
- the second review phase for the international standards was ongoing; and

- the first and final phase of the Anti-Doping Charter for Athletes' Rights was ongoing.

He also updated the members on the Russian laboratory and explained that more information would follow during the upcoming weeks.

Mr Sébastien Gillot mentioned that the Ice Hockey International Federations (IIHF) and World Rowing (FISA) had been audited by WADA in 2018.

#### **Item 10: Next Meeting / Inauguration**

The Chair and the Director General thanked all the members and informed them that more information would follow regarding the next meeting. ITA would try to have an inauguration day/week during the WADA Symposium that would take place in March 2019.

---

These minutes are made in one original copy and signed in accordance with Article 9 of the ITA Statutes on \_\_\_\_ 2019.

Dr Valérie Fourneyron  
Chair of the Board

Mr Benjamin Cohen  
Director General

*Jessica Hellman*  
*Office coordinator*  
*Minutes taker*