

## Board of Directors

Tuesday 8 March 2011

10:15 – 17:00

Holiday Inn, Birmingham, B5 4DY



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### Minutes

Attendees:

Philip Baxter

Mike Forrest

Laura Martin

Lyn West

John Woodall

Janine White- Minute taker

Helen Errington via conference call for  
item 2.a

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<i>Item</i>	<i>Subject</i>
<b>Opening Business</b>	<p><b>a) Apologies</b> Apologies given for Neil Cameron, Mike Hamilton, David May and Martin Ward.</p> <p>LW noted that Jenny Peel had resigned as a Director since the previous meeting. Thanks were expressed to JP for her work as a Director and particularly as Treasurer.</p> <p><b>b) Declarations of interest</b> No additional conflicts of interest were declared.</p> <p><b>c) Minutes of the December Board meeting</b> The minutes were accepted as a true and accurate record of the meeting</p> <p><b>d) Action list, outstanding actions &amp; questions</b> Apart from Action 4, all were complete or are agenda items. A response from Sports and Recreational Alliance was awaited on Action 4.</p> <p><b>e) Notification of AOB</b> Board members noted the following items of additional business:</p> <ul style="list-style-type: none"><li>- BSOA update</li><li>- Update on members who bring the sport into disrepute</li></ul> <p><b>f) Ratification of any Board decision taken since the previous meeting</b></p> <p><b>i) Forestry Commission: decision taken to adopt the transition agreement for 2011</b> The agreement as outlined at the previous Board meeting was agreed by email and is now in place.</p> <p><b>g) Ratification of any decisions taken by conference call since the previous meeting</b> It was agreed that minutes taken at conference calls should be published.</p> <p><b>i) WOC 2015: decision taken to submit the application to host WOC 2015</b></p>

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The board had agreed by conference call to submit the application to host the WOC 2015.

**h) Correspondence: to deal with any significant correspondence received since the last Board meeting**

**i) Scott Collier: Response by the treasurer to the query regarding university club affiliation fees and students participating as juniors.**

MF has responded to Scott Collier's query and has circulated his response.

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**Major  
Items  
requiring  
decisions**

**a) Review of Rules, Appendices, Guidelines (HE)**

**i. To receive an update on progress and agree the way forward**

Helen Errington (HE) is happy to work to the time frame that the board set. HE was asked how consultation with event officials (planners, mappers, controllers) would be conducted. HE plans to take a slice across all regions at all event levels. Associations and staff also need to be involved in the review

**Action 1:** LM to discuss the review of rules, appendices and guidelines at the next staff meeting. (12<sup>th</sup> April 2011)

Board members agreed for HE to proceed with review. Questions were raised over the timescale of the work and it was decided that Helen would make an interim review of the requirements needed by the July Board meeting. Major events will be reviewed in June and consider any changes to the Rules that are needed. It has been agreed that only minor changes will be made for 2012 and the more comprehensive review will follow on. There will be no major changes until 2013.

**Action 2:** HE to produce a preliminary report on the review of the Rules documentation for the July board meeting. (July Board meeting)

**Action 3:** HE to send a final version of the review of rules documentation project plan to MF as Chair of Events Committee (ASAP)

**Action 4:** MF will circulate the project plan to Events Committee and its groups explaining the implications for 2012-2013. (ASAP)

**b) Events Committee & Group Governance Review (LW)**

LW produced a model for discussion. The aim of the model was to improve the governance structure and bring clarity to the decision making process. Delivery of major events needs to have more continuity and become more professional. PB suggested that a review of all British Orienteering committees, not just Events Committee is needed. A programme detailing a review of all governance should be drafted looking at all the committees. A governance review should be a review of everything with a sequence agreed of what will be reviewed. The Board agreed a model for Events Committee in principle but that it needs refinement. The model consists of a committee with a reduced number of support groups. Once the paper is satisfactory to the board it will then go to the Events Committee and groups for consultation and final agreement at the July Board meeting.

**Action 5:** MH and LW to review the governance model presented and bring to the Board meeting in July for consultation (July Board meeting)

**Action 6:** PB to circulate his comments on the governance

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review paper to the rest of the Board for further comments.  
(ASAP)

**Action 7:** MH to ensure the British Orienteering governance review is on the agenda for the May Board meeting (MH, May Board meeting)

**c) Silva Award, ratify the decision**

Board members ratified the recommendation from the sub-group for the 2011 recipient of the SILVA Award

**d) Preparations for the 2011 AGM (LW)**

**i) To ratify the AGM Booklet**

Board members agreed AGM Booklet with final amendments.

**ii) To note the 2010 Annual Report**

Board members noted 2010 Annual Report. Thanks were extended to Caroline Povey for producing a professional document.

**iii) To formally ratify the Membership fees and Event Levy proposal**

Board members ratified the principles of the Membership fees and Levy proposal by teleconference

**iv) To discuss and agree the discussion items (Membership & Levies Schemes, Memorandum & Articles) that will be taken to the 2011 AGM in preparation for proposals for the 2012 AGM**

The principles of the two discussion items were agreed. There was some discussion on the need to emphasise the background and reasons for reviewing the membership and levy structure

Board agreed original time slot of 5.00pm for the AGM.

**Action 8:** LM to confirm the 5.00pm start time for AGM in all documentation (LM, by AGM)

**Action 9:** LM to finalise AGM booklet, taking into account amendments, and forward to Caroline Povey for printing. (LM, ASAP)

**Action 10:** MH & NC to finalise presentations for discussion items at AGM.(MH/NC, by AGM)

**e) To consider the Key Issues Memorandum prepared by the auditors (Conference Call)**

**i) To receive the audited accounts (conference call)**

The accounts were discussed during a conference call prior to the Board meeting

**ii)To consider the Key Issues Memorandum prepared by the auditors (Conference Call)**

MF discussed the standard letter received from the auditors in relation to this year's audit. MF has circulated a draft response to this letter. No major issues were raised in the letter. Some points have already been rectified. A point was raised regarding internal checks. All committees, groups, staff and board need to complete a declaration of interest. There are three issues of interest to the board.

1. Our dependence on our Accounts Manager. LM stated that an admin meeting is to be held to discuss what responsibilities could be shared with other members of the team to provide greater

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cover. The situation will be closely monitored.

2. Board would like further details of computer problems experienced and how issues will be dealt going forward to ensure that we are getting value for money. There was a feeling that using the CEO as an IT manager was not the best use of his time.

3. The benefits of using sage to its full potential instead of relying on excel for management reports were discussed.

The Board was happy with response to audit letter.

**iii) To formally adopt the accounts**

The board agreed to formally adopt the accounts.

**f) Income Generation.**

No progress has been made towards trying to replace our income we are going to lose going forward 2012-2013. It was recognised this is not an issue that can be ignored. However, all potential options require resourcing either by making staff time available at the expense of other work programmes or using volunteers.

**g) Mileage rate for volunteers and staff**

**i) To agree the rates from 1<sup>st</sup> March 2011 (Conference Call)**

Board agreed at a conference call prior to the meeting volunteer rates of 25p per mile with 2p per passenger to an upper limit of 29p.

**Customer Charter**

**ii)** Board agreed the updated customer charter to be published on the web.

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**Discussion  
and  
Feedback**

**a) Roadshows (LM): to receive a report, to address any issues arising as a result of the roadshows and to discuss the potential for future roadshows**

The Board agreed that the roadshows were a success, meeting the objective of direct communications with members. LW suggested that the process should be repeated, but not on an annual basis. It was thought that a rolling programme of roadshows over a three or four year period might be a good compromise between the need to maintain communication with members and the significant amount of staff that their delivery entailed as well as financial cost. .

**Action 11:** LM to produce a workable programme of events such as the roadshows for 2012-2016 and report back to the board at the next meeting. (LM, May Board meeting)

**b) WOC 2015**

**Update on progress of bid submission (conference call)**

Since the conference call a letter outlining probable changes to the event programme has been received asking how we will address the changes. There is going to be an evaluation visit in April which Dave Peel (DP) is currently working on. An update will be given at the next board meeting.

**c) c. WTOC 2012**

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A progress report was discussed on the conference call and a further report from Anne Braggins was also noted.

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**Governance**

**a) Communication with Associations**

**i) Director Feedback from Association visits**

PB mentioned that some footage may be filmed at JK. Development and marketing are looking at commissioning some footage so there is scope for working together.

**Action 12:** LM to liaise with PB and staff to discuss using footage of orienteering to raise profile of sport. (ASAP)

**b) Financial Regulations**

The Board ratified the new financial regulations with amendments as agreed by conference call.

**c) Code of Conduct**

Amendments to the Code of Conduct were made and agreed by the board.

**Action 13:** LM to amend the director's Code of Conduct and send to the four director nominees prior to the 2011 AGM. LM to circulate to the board. (ASAP)

**d) Receive committee/meeting reports and raise any issues for Board attention:**

**i) Development Committee 5 Sep 2010, 29 Jan 2011**

The Board noted the award of Development fund money to clubs and the minutes of September meeting. The minutes of the January meeting were not available but JW gave a brief report.

**ii) Coaching Committee - 13 Nov 2010**

Extra meeting of the coaching committee was held in October to discuss resourcing issues. Board members noted issues raised within the minutes. JW reported on a successful Coaching Conference but questioned the cost of staging it. He suggested looking into having the coaching conference every two years instead of every year.

**iii) International Committee - 16 Oct 2010**

Board members noted issues raised within the minutes. MW has been approved as the new chairman.

**iv) Events Committee 6 Nov 2010**

Board members noted issues raised and approved the minutes. The February meeting was cancelled.

**v) Trail O 12 Feb 2011**

Board members noted issues raised within the minutes. IOF have introduced new eligibility rules for the Paralympic class and this will exclude many of our current Paralympic class team members.

**vi) IOF matters to report**

LW had received a report from Brian Porteous on the recent IOF Council meeting and apologised for not circulating it to Board members.

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**Action 14:** LW to circulate report on IOF Council meeting to the Board.

**e. Mountain Bike Orienteering**

LW circulated a report proposing a closer working relationship with British Mountain Bike Orienteering (BMBO). In practice BMBO administer MBO with minimal involvement from British Orienteering. International teams have to be entered by British Orienteering as it is recognised as the National Governing Body by IOF. A number of concerns were raised with the model in particular that BMBO do not adhere to the same governance practices as British Orienteering. LW reassured the meeting that the proposals for administering entries would make things easier for the office as there is currently no clear procedure. Concerns over staffing implications of MBO were raised and it was agreed that if staffing could not be found at National office then a volunteer would be needed. It was agreed that a working group be developed looking at ways to encourage MBO within BOF clubs and to regulate the governance for world championships. A update on this would be brought to the board meeting in September

**Action 15:** LW to discuss staffing of MBO working group with MH.(ASAP)

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**Performance  
Management &  
Monitoring**

**a. Review of Board effectiveness**

**i) Agree process to review effectiveness of board operation**

LW suggested that a review is required to ascertain the effectiveness of Board operation using the same process as a previous review. It was also agreed that external review is needed. Committees, groups, associations and staff should be involved. The skills set should be done every year. The internal and staff review should begin in May with committees, groups, clubs and association's to follow.

**Action 16:** LM to begin process of the board review.(before July Board meeting)

**b. Sports Councils**

**i) Sport England Key Performance indicators**

The performance indicators have been circulated. Ed Nicholas 'review of Development has resulted in the restructure to meet Sport England targets. Although funding is the same this year, in future failure to meet targets will have a bigger impact on funding.

**c. Monitoring reports and updates**

LM reported that the development programme has undergone a restructure with two new members of staff appointed to start in April.

**d. Operational Plans**

Operational plans for 2011 agreed by the Board with minor amendments. It was agreed that the operational plan, monitoring reports and updates will be considered in detail at the next board meeting. LW stated that it is the directors' responsibility to educate members about staff priorities in relation to members' requirements.

**Action 17:** LM to discuss Northern Ireland staff and the operational plan with EN. (ASAP)

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**AOB**

**a. BSOA Update**

The agreement with BSOA has still not been finalised. LW hopes to attend the

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next BSOA committee meeting.

**Action 18:** LW to update on BSOA agreement at (May board meeting)

**b. Bringing the sport into disrepute**

This issue was a complicated case and needs to be looked into further before any decision is made.

**Action 19:** LW to discuss disciplinary procedures with MH and update the board (at May meeting.)

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**Dates & venues of next meetings**

**Dates for 2011:**

**(Sat 23 April AGM) Belfast**

**Wed 11<sup>th</sup> May Derby, Wed 6<sup>th</sup> July Birmingham, Wed 21<sup>st</sup> Sept Derby, Wed 14<sup>th</sup> Dec Matlock**

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