

Board of Directors

Wednesday 14 December 2011, 11:00 – 16:00

British Orienteering National Office, Darley Dale



Minutes

Board attendees: Lyn West (LW); Martin Ward (MW); Mike Forrest (MF); Philip Baxter (PB); Neil Cameron (NC); Scott Collier (SC); Mike Hamilton (MH); Judith Holt (JH); Henry Morgan (HM); John Woodall (JW)

Minute taker: Laura Martin

1. Meeting Administration

There were no apologies as all board members were present.

There were no additional declarations of interest.

With a few minor amends, the Board approved the December conference call minutes.

Board members were taken through the outstanding actions from previous conference calls and Board meetings.

The following were identified as items of additional business; a) Insurance cover for 2012 b) ratifying the Sport England Assurance statement c) Potential dates for the Association and Club Conference d) Naming of 'International' Committee

Monitoring performance

2. Finance

Board members were taken through the Finance paper. Mike answered questions from the directors. The key issues were:

- The lower than expected level of levy income in 2011
- Predicted overspend on governance relating to meetings and expenses claims

3. WTOC 2012 & WOC 2015

WTOC 2012

Board members received a written report updating them on the work completed so far by the organising committee. Board members appreciated the work and thanked the committee for their work so far. Board members were concerned about the level of volunteers needed for the event and asked NC to communicate with the organising committee to try to establish the level of volunteer manpower required.

Action 1: NC to contact WTOC 2012 organisers and reflect the Board's thinking and request for further information on the level of volunteer manpower required. (NC, ASAP)

WOC 2015

MW took Board members through a series of tabled papers which outlined the thinking so far with regards to the organisation of WOC 2015. MW answered questions from Board members on the papers and progress including some issues regarding potential access considerations due to ground nesting birds.

The next actions directly relevant to the Board were the development of documentation and contracts with Event Scotland, SOA and Scottish 6 Days. MW explained that it would be a Board decision to review and authorise the contracts. The Board would then be able to authorise MW or MH to sign the contracts on behalf of British Orienteering.

The next meeting of the WOC 2015 steering group would be held in April 2012.

MW also proposed a definition of 'delegated authority' in relation to his position as British Orienteering representative on the WOC 2015 steering group. NC requested an addition to the definition to include continual updates on the level of spending of the contingency budget as well as notification of 'one off' uses of the budget that were of greater value than the defined level.

With these amends, the Board approved the delegated authority to MW on the WOC 2015 steering group.

Strategy

4. British Orienteering 4 Year Strategic Plan

MH took Board members through an outline of the key strategic objectives for the next 4 years. If agreed, these key strategic objectives would be written into a draft plan by the February Board meeting.

The key messages were:

- Clear differentiation between 'core business' and externally funded projects
- Clarity over who is responsible for driving tasks and results
- Need for focussed and clear objectives
- Focus on embedding necessary changes
- The need to focus efforts on improving the event quality of either JK or BOC, we are unlikely to have the resource to deal with both JK and BOC
- The importance of developing volunteers
- Finding the appropriate focus area for current Regional squads
- The importance of increasing participation and embedding the 'Community orienteering' product
- The importance of developing targeted local events as a tool for retaining participants
- To align marketing and promotional activity to specific projects

MH took Board members through the 'Participation funded projects', 'Podium Success funded projects', 'Core governing body business' and 'WOC 2015 project'.

Board members agreed the principles of the strategic plan.

In regard to using the Strategic Plan to inform funding submissions to sports councils, MH explained that Sport England were putting NGBs into 'bands' according to likely funding awards for the 2013-17 funding period. MH noted the importance of maximising the use of any funding awards by working effectively with clubs and associations. PB noted the importance of using language in the strategic plan, and any subsequent funding submission, that was appropriate to all home nations.

5. Staff issues

Gareth Candy (GC), International Programme Director joined the meeting. GC is leaving employment at British Orienteering to return to his native Australia. LW asked GC to give any comments he wished to discuss with the Board about his time with British Orienteering.

GC and Board members discussed issues raised including the level of resource available, promoting successes to the membership and the impact of coaching on programmes. GC thanked British Orienteering for the opportunity and MH for his support and guidance. Board members thanked GC for his work and wished him and his family well for the future.

6. Articles of Association

JW raised issues, noted at the Association meetings he had attended, regarding the Articles.

SC asked for clarification regarding whether the new Articles would allow for AGM paper distribution and proxy vote casting electronically. NC explained that the re-drafting allowed for this as an option if decided upon.

Changes to the draft would mean that directors could choose to inform the Board of their planned resignation after an AGM and the Board would still be able to proceed with the recruitment process for that director vacancy at the AGM in that year. Board members tasked NC and MH with producing the text from the AGM proposal.

The Board confirmed the brief for the updating of the Articles

The Board recognises that the changes in presentation and format to the Articles are significant. However the intention of the review is that the draft Articles replicate the current Articles except for the changes identified to the Association & Club Conference.

Action 2: NC and MH to produce text for Articles of Association proposal to be put to AGM 2012. (NC and MH, by February 2012 Board meeting)

7. Membership & Levies Scheme

PB took Board members through the thinking so far regarding the Membership and Levy Scheme consultation. Board members discussed the potential principles for developing the new scheme. Board members thanked PB, MF and MW for their work pulling together the consultation process and the information so far.

MH noted the importance of deciding on principles that fit in with the strategic leadership of British Orienteering.

The Board agreed on the following principles for the membership and levy scheme review:

- Single tier of membership
- Membership fee set to a nominal level
- Individual membership units only
- Senior > 21
- Junior < 21
- 3 juniors count as 1 senior for levy purposes – principle remains
- Single rate of levy to count across all participants at all events

Action 3: PB, MF and MW to work up a draft proposal regarding the Membership and Levy schemes. Circulate this draft for comment by the Board. (PB, MF, MW, by 20th January 2012)

As a separate point, it was noted that there is need for a review of the procedures associated with major event income and its inclusion in the Development Fund

8. Committee re-structuring

Board members approved MF as a member of the appointments panel for the Events and Competitions Committee (ECC). Board members approved Ernie Williams (EMOA) as the Association representative on the Events and Competitions Committee appointments panel. It was noted that, depending on the level and type of candidates, it may be that Ernie had a conflict of interest e.g. if many applicants were from same association. It was agreed that this would be reviewed again once all nominations were received.

It was noted that some association members had expressed a view that they were unhappy with the appointments process for ECC.

Action 4: MH to draft a communication to all Associations and to be published on the website that clearly explains the appointments process for ECC including the previous situation with association representatives on committees (MH, ASAP)

SC was approved as the Board member included on the appointments panel for ECC. The final member of the panel will be Helen Errington, Events Manager. The Board approved the ECC appointments panel.

MH briefed Board members on the current situation regarding the events committee groups and the process of them being stood down.

Board members discussed and agreed the timeline for completing the Committee Structure review.

9. Operational Plan 2012

The Board discussed the prepared papers regarding insurance cover for 2012. It was agreed that British Orienteering should, in this instance, continue the cover with Worldwide Sports Insurance UK Ltd. The decision was taken based on the good service the brokers had offered over the life of the policy. The Board also agreed that insurance cover should be reviewed in entirety and tenders sought for cover commencing January 2014.

Board members went on to discuss the Operational Plan 2012 papers prepared by MH. It was universally agreed that the staff resource were over-committed and although staff would work to improve their effectiveness, the resource would remain over-stretched.

Action 5: MH to draft proposals to bring to the next Board meeting that could help improve staff effectiveness and address the over-commitment of staff resources. (MH, by February Board meeting)

Board members approved MH's proposal for dealing with admin cover during LM's absence on maternity leave.

10. Finance: Authorisation levels, signatories and Regulations

With LM's absence in 2012, Board members approved the addition of Caroline Povey to the authorised cheque signatories list.

Board members went on to discuss proposed changes to payment authorisation levels.

MF explained that any invoice above £1k would have been authorised by a director, according to current procedures, and as such the further need for payments over £1k being second authorised was not necessary. MF noted that it was the invoice process that required the authorisation and the physical payment process was incidental.

Board members agreed but stressed the need for clear guidelines for budget holders on when it was and was not appropriate for them to instigate purchases or sign off authorisations.

Action 6: MF to review and amend financial procedures including amends to above process prior to his departure as Treasurer. (MF, by 6th April 2012)

11. Employment

Board members discussed employment issues regarding staff working in home nations. PB gave background information regarding the procedures in NIOA and then declared an interest in the discussion and took no further part in discussions.

Board members approved the increase in employment hours for the NIOA Coaching and Talent Development Manager from 0.6FT to full time. Board members agreed the salary rate as proposed by NIOA and SportNI.

Board members agreed that any changes in the staff compliment within British Orienteering needed prior Board approval.

Board members gave authority to MH to decide on the level of any salary rates for staff within the parameters agreed by the Board during the budget discussions.

Board members noted that there needed to be clarity over line management responsibilities for staff in home nations and tasked PB and MH with furthering the discussions.

12. Officer Roles

Board members approved the officer role descriptions as a working document. MH asked directors to review and feedback any comments.

Action 7: Board members to feedback comments to MH on Officer role descriptions paper (Board members, ASAP)

13. Volunteer Strategy

MH briefed Board members on the progress so far with development of the Volunteer Strategy.

Action 8: MH to produce a draft Volunteer Strategy for circulation prior to February Board meeting (MH, by February Board meeting)

14. Rules

Board members approved rules documentation for 2012.

Board members agreed that the process for rules documentation amends and approval would need to be agreed by the new Events and Competitions Committee.

Information

15. UKS/Sport England Self Assurance report

MH took Board members through the report raising the key issue of having independent directors sitting on the Board. MH explained that Sport England were aware that a major governance change such as this would require the support of the British Orienteering membership, and would take time to research, market and implement. MH asked Board members to feedback any significant comments about the assurance report.

Action 9: Board members to feedback comments to MH on UKS/SE Self Assurance report (Board members, ASAP)

16. Committee minutes

Board members noted the committee minutes published since the last Board meeting.

MH noted the intention of Keith Marsden, Coaching Committee Chair to step down. Keith had proposed Lynne Walker as a replacement. Board members thanked Keith for his contribution to coaching in British Orienteering and approved Lynne Walker as an interim Chair until conclusion of the Committee Structure review.

MW, Chair of International Committee, noted that the minutes of the International Committee meeting remained outstanding.

Action 10: MW to complete International Committee minutes and circulate to Board members for comment. (MW, ASAP)

MW proposed the renaming of International Committee to Performance Committee which would have greater alignment to the work of the programme and the committee. Board members approved the renaming.

17. AGM 2012

Board members received an update on plans for the AGM 2012 from LM.

18. Association matters

JW raised two concerns from members of WMOA regarding British Championships eligibility and the Compass Sport Cup. Board members noted the concerns.

19. IOF matters

Board members noted the report from Brian Porteous, IOF Vice President. Directors thanked Brian for the report and its helpful contents.

20. Any Other Business

Board members suggested the 20/21st October 2012 as the proposed date for the next Association and Club conference.

The next Board meeting would be held on the 21st February 2012 at Darley Dale, Matlock, Derbyshire.

The April Board meeting would also be held in Darley Dale in conjunction with the new director inductions.

The Board meeting closed at 16.30.