

# Board of Directors

Tuesday 20 April 2010  
10:15 – 17:00



Derby Conference Centre, Derby, DE24 8UX

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## Minutes

### Attendees:

Neil Cameron  
Mike Forest  
Mike Hamilton  
David May

Jenny Peel  
Martin Ward  
Lyn West  
John Woodall

Laura Martin – Minute taker

Apologies: Philip Baxter  
Ed Nicholas

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### Subject

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#### 1. Opening Business

#### 1. Apologies

NC welcomed members to the meeting and noted apologies from Ed Nicholas who was stepping down from his role as Director due to his appointment as British Orienteering Development Manager. Further late apologies were tendered from Philip Baxter due to his flight cancellation caused by the volcanic ash cloud.

NC congratulated MF and LW on their election at 2010 AGM.

Due to Ed's resignation as Director, Board members had the power to co-opt a Director until the next AGM if they chose to do so.

MW asked about any potential impact on quorum level of staying with 9 Directors opposed to 10. NC explained the quorum level was 5 attendees regardless of total number of directors.

Members discussed the options for co-opting a Director until the 2011 AGM and it was noted that consideration of the Board's current skills and skill gaps was necessary. The skills gaps currently identified within the Board were particularly marketing and legal expertise.

**Action 1:** Board members agreed that the Chair would put together a proposal to be considered at the next meeting for potentially co-opting a tenth director (Chair, by next Board meeting)

#### 2. Declarations of interest

DM declared an interest in discussions relating to Rules Group  
MH declared an interest in discussions relating to appointment of Chair  
LW declared an interest in discussions relating to Events Committee  
MF declared an interest in discussions relating to Events Committee

#### 3. Minutes of the 24 February Board meeting

Board members approved minutes from previous Board meeting as a true record of the meeting.

#### 4. Action list, outstanding actions & questions

Board members agreed to remove Action 14 as this was the topic of ongoing discussions and carry forward Actions 8 + 9.

#### 5. Notification of AOB

MW raised two items; the British Orienteering tent at British Championships and the current appeals procedure.

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**6. Ratification of any decisions taken by email since the previous meeting**

**a) Regional squad request for funding**

Discussions on this item would be postponed until after discussion of the financial items on agenda (Item 2.1d)

**7. Correspondence: to deal with any significant correspondence received since the last Board meeting**

**a) Home Internationals, responses from the Home Nations to the NI suggestion**

Board members agreed to review responses once all Home nations had contributed. The response from Wales was still awaited.

**b) Response from the Chair of Elite Competition Group to the Interim Terms of Reference for the Group**

Board members reviewed a paper outlining the Chair of ECG's feedback to Interim TOR. Board members discussed implications at great length and agreed on a course of action.

**8. Outstanding issues to be addressed:**

**a) Issues pertaining members of committees/groups operating outside the governance structure**

Board members discussed, at length, the issues surrounding members of British Orienteering Committees/Groups operating outside the governance structure

**Action 2:** MH and NC to develop governance protocols for members of committees/groups. Circulate to Board members for approval. (MH/NC, ASAP)

**Action 3:** Specific committee/group members involved would be contacted directly to express the Board's disappointment and to explain development of new clear governance protocols for committee/group members to adhere to. (NC, ASAP)

**Action 4:** Governance protocols developed to be circulated to committee/group members (MH/NC, ASAP)

**b) Service Awards for Committee and Group members**

**Action 5:** DM to develop proposal for Service Awards for Committee/Group members to bring to next meeting (DM, by next meeting)

**9. Appointment of Chair, Vice Chair and Treasurer**

NC explained that he had previously decided to step down as Chair of the Federation. NC proposed LW as new Chair of British Orienteering and JW seconded the nomination. Board agreed and LW was appointed Chair.

LW thanked NC for all his work as Chair of the Federation especially in reforming the governance structure of the federation.

LW proposed MW as Vice Chair and DM seconded the nomination. Board members agreed and MW was appointed Vice Chair.

JP explained that she had decided to step down from her role as Treasurer due to work and family commitments. JP proposed MF as her replacement and MW seconded the nomination. Board members agreed and MF was appointed Treasurer.

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**2. Performance Management & Monitoring**

**1. Finance:**

**a. March Management Accounts**

JP took Board members through the March Management accounts.

Board members noted that currently membership numbers were down on last year however income from membership fees had increased.

Board members discussed the projected deficit in income from JK 2010 due to a number of land access issues and

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subsequent increase in access costs.

Board members discussed membership and levy payments from clubs and members.

**Action 6:** MF to look into options on policing membership and levy fees. (MF, by next meeting)

**b. Debtors & Creditors report**

No issues were raised.

**c. Budget 2010: International Programme (Gareth Candy joined meeting at 1.00pm)**

JW asked about implications of forthcoming General Election on proposed income in coming years. MH responded by explaining the funding agreement was in principle moving forward and that was as good as position as possible at this stage.

Gareth Candy joined meeting and took Board members through a tabled paper outlining the current World Class projected programme overspend of 12k.

Board members discussed issues and Gareth Candy answered questions.

LW thanked Gareth for his time and for preparing the paper. LW acknowledged that the Board were supportive of the programme and would consider any possible ways of helping seriously.

Gareth Candy left the meeting.

Board members noted that they were impressed by the paper presented and by the steps already taken to reduce costs.

Board members discussed a number of possible options.

Board members decided on allowing the World Class programme to spend upto 12k from British Orienteering reserves on the proviso that they paid back 6k in 2011. This led to a more general discussion on the reserves policy.

**Action 7:** MF and MH to prepare a British Orienteering reserves against costs equation to be considered at the next Board meeting. This item should be included on the agenda at October Board meeting and all subsequent Board meetings. (MH/MF, by next Board meeting)

Board members returned to Item 1.6a regarding the Regional Squad Co-ordinators request for funding for Summer tours.

Board members discussed in-depth the issues surrounding the request for funding and particularly how the tour fitted in with British Orienteering targets.

Board members concluded that given the current financial situation, British Orienteering were unable to support the request at this time. They noted that there were still 38 athletes of this age range being selected for British Orienteering tours. Board members suggested Regional Squad Co-ordinators could apply to the Development Fund which could grant funding if they saw fit.

Board members then considered a request from EOC to increase the British Orienteering financial contribution. Board members agreed the contribution would stay the same as in previous years due to financial situation.

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#### **d. Budget 2011: Initial overview**

Board members went through a paper tabled by MH looking at discretionary costs for 2011.

Board members discussed issues arising such as there being no carry forward of funds into 2011 and changes required to National Office re-charge.

Board members authorised MH and MF to look at best way of arranging office re-charge between departments.

**Action 8:** MH and MF to discuss and devise re-charge principles for 2011. Board members to approve by email. (MH/MF, by end of May 2010)

#### **e. Any other financial matters arising**

LW noted necessary changes to banking/cheque signing mandate regarding following changes to Board roles. Mandate available at meeting to be completed by Directors.

### **2. Staffing update**

MH noted Ed Nicholas' appointment as Development Manager, to commence on 1<sup>st</sup> June 2010. MH noted implications e.g. Ed's resignation as Chair of Development Committee and Director on International Committee.

MH briefed Board members on the current admin situation and Directors thanked Laura Martin for her work in dealing with admin issues arising.

Board members went onto discuss several staffing issues.

Board members gave MH and MF authority to review the affordability of the current staffing structure. This review was with a view to making the staffing structure affordable moving forwards.

**Action 9:** MH and MF to review the affordability of the current staffing structure and produce recommendations (MH/MF, ASAP)

### **3. Sport England Annual Report inc Key Performance Indicators update**

MH explained that the S.E. Annual Audit/Report had been considered by staff and at two staff meetings. MH explained that the figures for Active People were slightly down on last year and this is likely to mean a 'warning' phase was imposed by Sport England where British Orienteering would need to provide its own figures to prove continued level of improvement.

PESSYP and Clubmark clubs were progressing well.

Areas for improvement were junior volunteering and coaching. Coaching was proving to be an issue impacting across all the interventions. A number of issues were identified including lack of female coaches, lack of coaches suitable for talent pathway and the appropriateness and cost of the current UKCC L1 qualification.

**Action 10:** MH to communicate coaching issues raised to Coaching Committee. (MH, by 12<sup>th</sup> June)

**Action 11:** MH to circulate SE Annual Audit paper to Board members ASAP. Board members to read and comment by Friday 23<sup>rd</sup> April. Board members authorised MH to submit to SE on their behalf. (Board members, by Fri 23<sup>rd</sup> April)

### **4. 2010 Operational Plans Update**

**Action 12:** Board members requested budget dates to be added into Operational Plan (Jannette Blunden/MF, by next Board meeting)

Board members noted some slight amends to Operational Plan e.g. movement of potential online entries system to task for later in year.

Board members noted their disappointment about the lack of Coaching information inputted into the plan.

**Action 13:** MW to look at information inputted for Quarter 3 and

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Quarter 4 of 2010 Operational Plan and amend to version suitable for publication on website. (MW, by next Board meeting)

**5. Project reports and updates: comments or queries arising**

Board members were taken through the Performance Monitoring paper.

A number of issues arose including:

Aggressive communications received regarding CRB Disclosures and the CRB procedure. NC noted that staff should not have to deal with aggressive communication and any should be forward to the Board for them to address directly.

Board members authorised MH to deal with any updates to Risk Assessment and Risk Management procedures.

Board members gave authority to MH to cancel British Orienteering events at short notice if he felt they did not fit in with legal or insurance requirements. MH should seek to consult with Board regarding issues however if time did not permit this, Board members were happy to grant MH authority to make relevant decisions.

MH noted that safety issues at events needed serious and considered work by senior staff members to develop clear procedures.

**Action 14:** MH to work with staff e.g. Helen Errington, Dave Peel, Laura Martin and the British Orienteering Insurance Broker to develop thorough and useable safety procedures. (Staff group, by next Board meeting)

Board members approved new style risk assessment form with necessary accompanying instructions to use immediately.

**Action 15:** LM to upload new style risk assessment to British Orienteering website (LM, ASAP)

MH reminded Board members that David Meli, British Orienteering's Sport England Client Manager would be attending the July Board meeting.

**a. Review of the JK 2010**

MH briefed Board members on JK 2010 and issues relating to land access.

MH noted that lessons could be learnt from the issues arisen and hopefully measures could be adopted that avoided repeats in future.

**b. Major Event Franchise: Are these between British Orienteering and the Association or Club involved?**

Directors discussed issues regarding which parties the Major Event Partnership Agreements would be made between.

MF noted that the planned approach was to have the agreement with the group of people delivering the event, not necessarily the regional association.

NC noted the comparisons to the IOF and the need for association 'buy-in' to deliver major events. NC went onto suggest that if it was the case that partnership agreements were to be made with the group delivering the event only then this needed publicising widely.

It was agreed the Major Event Partnership Agreement could be made with the group delivering the event.

**c. Web Development:**

**- Results & Rankings Scheme**

MH introduced the issue of whether or not M/W16 should be included in ranking list. MH explained that he had sought opinions from various groups and the consensus had been that they should be included.

Board members agreed that ranking would include M/W16 and juniors would be included from their 16<sup>th</sup> birthday onwards and not on reaching M/W 16 age class.

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Post Meeting note: Due to technical reasons members who are 16 or older on 31 December in a given year will be included in the Ranking Scheme for that year.

**- Discussion Forum**

Board members agreed to move this item to the next meeting as it was not currently a priority.

**6. Forestry Commission agreement**

**Action 16:** Board members were asked to review draft forestry commission agreement and feedback any issues to MH ASAP (Board members, ASAP)

**Action 17:** Board members to feedback comments on work needed for changeover from 3 tier to 4 tier event structure (Board members, ASAP)

**Action 18:** DM to look at necessary amends to Rules, Guidelines, Appendices needed for change from 3 tier to 4 tier event structure. (DM, ASAP)

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**3. Strategic Issues**

**1. MTBO: Where next with the potential for integration of MTBO into British Orienteering activities**

JP briefed Board members and explained that a proposal would be brought to the next meeting.

**2. Generation of income streams in anticipation of 2013**

Board members noted that this had been on the agenda many times and was now becoming an increasing priority.

**Action 19:** MH to consult with Caroline Povey regarding way forward and inform International Committee to add item to their next meeting agenda. (MH, ASAP)

MW suggested using some time at the next Board meeting to discuss all possible idea for raising income, this was agreed.

**3. Board Planning: To receive an update**

MH discussed a tabled paper regarding the current membership scheme and the need for culture change within orienteering.

Board members agreed to discuss these issues further at next Board meeting.

**4. Office lease/location update**

MH introduced this item and explained that the current office lease was reaching a 'break point' at the end of 5 years.

MH noted that terminating the lease agreement would require 6 month notice and that would mean a short-time frame for decision making.

MH suggested there were pros and cons to moving office location in this time-frame.

Board members agreed to give authority to MH to decide on level of priority given to this issue.

**Action 20:** MH to decide on level of priority given to this issue and to investigate potential other National Office locations if appropriate (MH, ASAP)

**5. Committee / Group Review**

**Action 21:** MH to email Board members outlining current progress/ thinking regarding chairmanship and composition of Committee/Group Review Party. (MH, ASAP)

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**4. Governance**

**1. AGM 2010**

**a. Review of the AGM**

Board members discussed tabled paper regarding review of 2010 AGM

**- Organisation pre-AGM**

**- Organisation at the AGM**

**- Proposal 7: 2011 Levy queries**

Board members agreed that they should learn from

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development of levy proposals in 2010 and improve drafts for 2011 AGM booklet.

**- Proposal 10: 4 Tier Event structure**

Board members briefly discussed the process for developing a project plan for implementation of 4 tier event structure.

**Action 22:** Caroline Povey and MH to discuss marketing and website implications of changes to event structure. (MH/CP, ASAP)

**Action 23:** DM (with assistance from MF) to produce document on implications to rules, appendices and guidelines of changes to event structure. (DM, by 30<sup>th</sup> April)

**Action 24:** MH to compile input on changes necessary for move to 4 tier structure. Circulate to Board members for comment. (MH, ASAP)

**Action 25:** Board members to agree location of 2011 AGM. (Board members, by 30<sup>th</sup> April)

**2. Director feedback from Association visits**

Address any issues via email after meeting.

**3. Receive committee and other meeting reports**

**a. Coaching Committee – 13 Mar 2010**

Board members had previously approved new-style risk assessment. Minutes were noted.

**b. Events Committee – 13 Mar 2010**

Board members gave interim approval of Junior Competition Rules with request for Rules Group to re-write for 2011.

As LW had previously been approved as Chair of the Federation, it was necessary to appoint a new Chair of Events Committee. Board members approved Mike Forrest as interim Chair of Events Committee until Committee/Group Review takes place.

Board members agreed LW would approach a potential candidate for Chair of Development Committee in light of Ed Nicholas' employed status.

**c. BSOA/British Orienteering – 24 Mar 2010**

**d. International Committee – 19 Apr 2010**

International Committee had put forward Martin Ward as a potential Chair to replace Dave Harrison after his departure from the role at the September meeting of International Committee.

Board members approved appointment of Martin Ward as Chair after their September meeting.

**e. IOF matters to report**

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**5. Any Other Business**

**1. Consider matters raised by Board members at the meeting  
If there is time available:**

Due to time pressures no further items were addressed.

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**6. Dates & venues of  
next meetings**

**Dates for 2010:**

**Wed 7 Jul Birmingham;**

**Tue 21 Sep Birmingham;**

**Thu 15 Dec Darley Dale (formerly 9 Dec)**

LW thanked members for their attendance and closed the meeting at 5.40pm.

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