

Board of Directors

Thursday 15th February 2018, 11:00am

Meeting held at the Tansley Village Hall

Church Street, Tansley, Matlock, DE4 5FH



Board attendees: Philip Baxter (PB); Darren Bernstein (DB); Bob Dredge (BD); Peter Hart (PH); Judith Holt (JH); David Maliphant (DM), Margaret Nolan (MN), Elizabeth Pariag (EP); Julie Webster (JW) Ruth Holmes (RH)

Invitees: Jannette Blunden (JB) agenda item 3 Finance; Craig Anthony (CA) agenda items 5 Youth Strategy & 6 Land Access

Minute taker: Scott Parker

Apologies received: No Apologies

Agenda

1. [Welcome & Meeting Administration](#)
2. [AGM Matters & Annual Report](#)
3. [Finance](#)
4. [Monitoring Reports](#)
5. [Youth Strategy](#)
6. [Land Access](#)
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1. Welcome & Meeting Administration

The Chair welcomed directors to the meeting and welcomed Peter Hart to the first Board meeting as Chief Executive Officer.

RH asked for a discussion on the website to be included at the end of the meeting.

The conclusions of the January teleconference were adopted, PH to summarise the minutes before being published on the website.

Declarations of Interest: MN Noted that she has started a volunteering role with Girl Guides UK.

JH Declared her interest in the Youth Strategy agenda item.

Actions from the December meeting

- a) Report on Stake Holder consultation to be added to annual work schedule for Board
On going
- b) Diversity Action Plan to be included in e-news to members
On going
- c) Chair to arrange appointments panel prior to AGM. This can be via telephone.
Ongoing – EP to stand for re-appointment
- d) Prepare proposals for membership / levy increase in line with RPI.
Agenda item
- e) Date to be agreed for a Board & Association Conference when new CEO in post
To be revisited in the light of PH's contacts with all stakeholders.

- f) Rule changes to be implemented. Terry Smith to be thanked for developing the proforma and his on-going work in relation to Events and Competitions.
Rules have been updated and a letter of appreciation sent to Terry Smith for his work.
- g) Anne Braggins to be thanked for her work supporting Trail O
Anne received flowers organized by office staff and is mentioned in the annual report.
- h) Update on GDPR at February Board Meeting
Ongoing - Advice for clubs is in preparation.

Actions from the January Teleconference

- a) Mike Hamilton to approach IOF to confirm that a contract for a World Event can be directly between IOF and an event delivery organisation
Actioned – Tom Holloway (IOF Secretary) confirmed this can happen and has been actioned.
- b) JH & BD to liaise with Roger Scrutton (Scottish Orienteering Association President) to confirm the position and take the decision on cancellation/postponement at the next bid group meeting.
Actioned – A telephone conversation took place and the formal bid meeting was postponed.

2. AGM Matters & Annual Report

- a) Proposals: To agree any proposals to be put to the membership;
- 2017 Accounts: To confirm that the accounts are being recommended to the membership.
It was agreed that the 2017 accounts are to be recommended to the membership.
 - Auditors: To confirm that Grant Thornton, the current auditors, will be recommended to deliver the 2018 audit.
The audit by Grant Thornton undertaken for the 2017 Accounts was again thorough and challenging. The Board recognise that the Audit was last put out to tender in 2013 and therefore propose to have a competitive tender process for the 2019 audit.
British Orienteering Federation Limited's articles of association and Company Law do not require a full audit. The Board considered a Compilation Report as an alternative to a full audit. A compilation report provides no assurance on an organisation's financial statements and there are no testing or analytical procedures performed during the process. The Board took a view given the staffing levels of the Federation that it would like the re-assurance that a full audit would bring to members in respect of the finances.
 - Membership Fees and Event Levy: To determine the membership and levy fees for 2019.
 - Following a discussion, it was agreed that the membership fees and levy should be increased to support the commitment to become self-funding from 2021.

The Board agreed to propose the following changes to membership fees from 1st January 2019

Senior	£11.00
Junior	£5.00
Club Affiliation fee	£60.00
University Club Affiliation Fee	£20.00

No changes to the levy will be proposed.

The increase in club fees was to reflect the additional cost incurred for Employer Insurance.

The income generated from membership is invested into key areas to support the sport including:

- Public liability insurance
 - Club Employer insurance
 - Fulfilment of membership services
 - Support the Strategic Plan
 - Support the talent and performance programme
 - British Orienteering have a strategic plan and will have to be a financially sustaining organisation from 2021 and the increase is to support this strategic aim
- Proposal: To discuss and respond to any proposals submitted by the membership.
No proposals were submitted.
 - Elections: To confirm the office holder positions for election.
It was confirmed that there are three elected vacancies on the Board and three nominations. David Maliphant and Phillip Baxter will be standing down. Ruth Holmes will be elected, Ruth is currently a Co-opted member. The remaining two vacancies will be filled by Scott Collier and Andy Robinson who will be elected unopposed.

- b) Annual Report: To circulate copies of the Annual Report 2017 and discuss the draft report.
Copies of the draft Annual Report were circulated to members prior to the meeting and the draft report was discussed. Suggested amendments to the report were agreed.

3. Finance

- a) Yearend Accounts: to sign off the audited yearend accounts and to discuss and raise any queries related to the accounts.
Drafts of the audited accounts were circulated prior to the meeting. JB highlighted that there is an error on page three that the auditors are aware of and will amend.
BD explained that a meeting with the auditors has taken place and they have signed British Orienteering accounts off as a going concern; Income has reduced significantly due to the reduction in the Sport England grant; and a surplus was made through levy fees due to the increase in fees and participant runs that came into effect at the 2016 EGM.
Income from levy is down from last year as British Orienteering used to account for all income and expenditure from major events but now this is done by the organising association.
JH thanked BD and JB for all their hard work.
The yearend accounts were signed off.
- b) Key Audit Findings: To agree on the management response to the findings.
To discuss the findings and raise any queries about the findings or audit process.
BD explained the thorough and robust audit findings and highlighted that there are no significant findings and thanked JB for her work.
- c) 2018 Budget: To note the budget which was reforecast in December and any changes that might be required.
JB noted that there is no change since September.
RH asked if WOC squad support could be changed to Performance Squad. JB agreed that this was possible and highlighted the relevant budget was in the wrong cell.
- d) To review and adopt any changes required to the reserves policy.
The reserves policy was reviewed and it was agreed that there will be no changes to the Policy however, the figures in the Policy have been updated.

4. Monitoring Reports

To consider and challenge the various monitoring reports:

- a) Management Accounts: To note that management accounts for January have yet to be finalised. This is in line with normal practice which is to prepare the first set of management accounts of the year for January/February period.
It was noted that the management accounts have not been finalised.
- b) Performance indicators: To note the information indicated in the report and raise questions regarding the report.
PH explained that the information is the same as what will be published in the annual report and that he will be looking at more specific targets going forward.
- c) Risk Register: To note any updates to the register and consider any changes which might be necessary.
There were no changes to the risk register to note.
- d) Matters of significance: To note any matters of significance to the Board including governance, complaints and grievances, Safeguarding or insurance.
PH brought the matter of employer liability insurance for clubs to the Board and it was agreed that this will be included in the insurance policy.

5. Youth Strategy

- a) To discuss and endorse British Orienteering's Youth Strategy
CA brought the proposal of the Youth Strategy to the Board and gave a brief explanation of the strategy and its aims.
The strategy has been brought to the board to endorse three key areas;
- Club junior development – clubs to offer junior programmes that are active, local and fun.
 - Improving sport for young people – the overall provision of orienteering for juniors will become more joined up.
 - Fun, Friendship and inclusion - the sport will be more sociable and accessible to all young people at all skill levels.

The Strategy will use Sport England funding so the work will take in place in England, CA highlighted that Scotland, Wales and Northern Ireland have been approached – the strategy will cost around 8-10k. PB noted that the strategy is English so could use England as a pilot and roll out to other home nations if successful. PB also highlighted that Juniors cannot get to orienteering on their own so may need an enabling adult which may be a parent, teacher or volunteer, this focus needs to be included in the strategy. DB highlighted that the document is length and will need trimming down when taking to clubs etc. and offered to help CA with this process. DB also explained that the communication is vital and asked what process is being used and ensure that strategy aligns with the strategic plan? CA thanked DB for his offer of assistance with slimming down the strategy and working with communication. PB noted that some supporting papers may need to be produced about the enabling adults and how to generate the delivery of the strategy. The board agreed to endorse the three key areas of the strategy, CA to work with PH and report back to the Board.

6. Access

- a) To Discuss and agree British Orienteering's response to the land access challenges the sport currently faces. CA explained to the Board, the issues regarding land access, mainly in England. There are three main bodies that are causing challenges: Forestry Commission, Ministry of Defence and The National Trust. The Board Discussed the issues and agreed that they would need to understand the challenge further. Is land access becoming more expensive? Or is access to use land is becoming more restrictive due to environmental issues? PH and CA to look at obtaining more evidence to determine the extent of the challenge best way to approach the issue. The board agreed that until further understanding was gained, British Orienteering would continue with the stance of encouraging and supporting clubs and members to address access issues locally.

7. Governance & Leadership

- a) Articles of association: To review the articles and respond to any recommendations. No proposals had been received to change the articles of association.
- b) Governance Action Plan: To review the action plan and note any actions that are required in 2018/19. It was confirmed that British Orienteering have now received correspondence from Sport England that they are compliant with the Governance Code.

8. Association Matters (Liaison Directors)

- a) To agree any actions or responses required to any Association matters raised for Board consideration since the last Board meeting. PB suggested that PH take over as the liaison director for Northern Ireland once he steps down after the AGM. It was agreed that the Northern Ireland Liaison Director will be reviewed at a future board meeting. BD raised WOA concerns over the WMOC bid but this is covered as an agenda item. No further matters were raised.

9. Standing Items

9.1 Steering Group and Committee Matters

To consider any committee or steering group matters raised since the last Board meeting and agree the resolution of any decisions that have been requested of the Board.

- a) E&CC: No meeting since the last Board meeting
- b) Coaching: No meeting since the last Board meeting.
- c) Talent & Performance: No meeting has taken place since the last Board meeting but BD did highlight that the Performance grants have now been allocated with one athlete declining the grant so that it can be allocated elsewhere. The Talent squad are attending their final training camp with recognition going to Paul Murgatroyd and Mark Nixon for their continuing hard work.
- d) Development: No meeting since the last Board meeting.
- e) TrailO: No meeting since the last Board meeting but DM did highlight that the selections for ETOC have been announced.

There were no matters raised for the Board to take any action on.

9.2 Welfare & Safeguarding

To receive and note an update regarding any matters arising since the last Board meeting.

- a) Safeguarding issues: To note that the annual review is to take place during the February/March period. No matters were raised. It was noted that there is an upcoming review with CPSU.

9.3 IOF Matters

To consider and note any IOF matters raised since the last Board meeting:

- a) WOC Sprint: update on progress in delivering a bid.
British orienteering has agreed to support a bid for the 2022 World Sprint Championships in Edinburgh following a notification from the IOF that they are prepared to contract with a third party to deliver the event. SOA are in talks with an event management company. The bid is due to be submitted at the end of March and the outcome will be known in August 2018.
- b) WMOC 2022: To note the partners involved in the submission have been informed that no submission will be supported to host the event in 2022 due to the WOC sprint stipulation by Edinburgh Council. It was agreed that British Orienteering will support for WMOC bid if the 2022 WOC Sprint bid isn't successful.
- c) Other matters: No other matters were raised.

10. Closing business

10.1 Any Other Business

To respond to any significant, pertinent business raised by Board members.

Issues regarding the website were raised:

- The membership finds it difficult to login to the website.
- The website doesn't log in automatically.
- News items are not visible all the time.
- Event fixtures are difficult to view.
- The mobile site isn't fully optimized for mobile use.

Issues with the website were discussed, a range of difficulties will be reviewed by PH.

The two directors stepping down at the AGM, Philip Baxter and David Maliphant, were thanked for their input and commitment to the Board.

10.2 Future meetings

There will be a short Board meeting following the AGM to confirm the position of the officers of the association.

The June meeting was confirmed as Wednesday 13th June, venue to be arranged following the AGM to allow input from the new Directors.

Meeting closed at 16:26.

Actions from the meeting

- a) Report on Stake Holder consultation to be added to annual work schedule for Board (PH)
- b) Diversity Action Plan to be included in e-news to members (PH)
- c) Date to be agreed for a Board & Association Conference (PH & JH)
- d) Update on GDPR at June Board Meeting (PH)
- e) World Sprint Championships - Scottish Orienteering Association to confirm the position and take the decision on cancellation/postponement at the next bid group meeting. (PH)
- f) Put Audit out to tender (PH)
- g) WOA concerns over the WMOC bid (PH)
- h) Website developments update (PH)