

Board of Directors

Monday 11th September 2017, 11:00am

Meeting held in the Tansley Village Hall

Church Street, Tansley, Matlock, DE4 5FH



Board attendees: Bob Dredge (BD); Mike Hamilton (MH); Ruth Holmes (RH); Judith Holt (JH); Elizabeth Pariag (EP)
Julie Webster (JW)

Minute taker: Scott Parker

Apologies received: Philip Baxter (PB) David Maliphant (DM)

Meeting Administration

Welcome from the Chair

- a) Judith Holt welcomed Ruth Holmes to the meeting and the board as a co-opted elected director, JH also noted that David Camm has resigned as Independent Director
- b) Progress in appointing an Independent Non-Executive Director
JW noted that Andy Tapley and Diana Smith will assist Julie on the interview panel, JW also noted that 5 candidates have been shortlisted with 2 already being interviewed and the final 3 being interviewed on the 12th September 2017
- c) Declarations of interest in addition to those held on the register
RH noted her profession working with UK Sport and links to current performance athletes as a coach and supporter
- d) Minutes for the June Board meeting
The minutes of the meeting were adopted as a true record.
- e) Actions from the June meeting
 1. Sport England to be notified of the need to appoint a chief executive (MH)
Sport England have been informed and wish to be updated as the recruitment progresses but do not expect or require to be heavily involved.
 2. EGM to be held during October 2017, in conjunction with the Association and Club conference (MH)
Agenda item
 3. E&CC and Major Events, a briefing paper for discussion by E&CC to be produced (DM)
Briefing paper delivered – awaiting feedback and progress
 4. Association and Club Conference venue to be determined (admin)
Conference logistics arranged
 5. Association and Board conference to be organised every 2 years commencing 2018
Agenda item (Board, September 2017)
 6. Membership, review the SOA membership numbers in relation to the British Orienteering members (MH)
Completed
 7. Performance indicators, targets for the Strategic Plan need to be set (MH, asap)
In progress
 8. Succession planning, annual review of the plan to be added to the Board schedule of work (MH)
Completed and item added to the schedule
 9. Role of CEO, review of functional analysis and updated draft to be circulated to Board members (MH, asap)
Completed and circulated
 10. Honorary members, Emily Benham to be invited to become an honorary member (JH, asap)
Completed, no response currently.
 11. GDPR, review of the impact to be drafted and circulated (EP, asap)
In progress, MH also attending a sport specific conference to consider the impact.
EP noted that her new employers are the leading practice for GDPR and have useful resources explaining

what GDPR is and will circulate to the Board, EP also offered her assistance with altering the privacy policy

Governance Action Plan

- a) MH noted that Sport England are now checking up on the action points, MH distributed the Governance Compliance Return. MH noted the need to respond to Sport England asap. MH noted that a public statement needs adding to the website and distributed a draft Board Values Statement to the meeting. After the discussion at the June meeting it was agreed that the Head of Development would organise annual consultations with stakeholders including: members, volunteers, elite athletes and staff. The Head of Development to report to the board and make recommendations for actions based on this input.
- b) BD noted that we need to show the best intent as British Orienteering will struggle to engage with populations
MH noted that Sport England have only provided funding for gender diversity
JW noted that Sheffield are strong with ethnic diversity
MH noted to keep the action points on the agendas
JH noted that EP has accepted the role of senior independent director
The audit committee – terms of reference was accepted. JH thanked BD for completing the document
BD noted that three or more members of the committee now need appointing, MH pointed out that a recruitment process will take place.
It was discussed that board members would make up the audit committee with at least 1 being independent and becoming the chair of the committee BD altered the terms of reference to highlight this.
MH highlighted that all directors need to provide a declaration of good character
JW noted that the declaration needs sending out with position offers to the new independent directors
JH noted that the Governance Action Plan had been received and the new independent directors need to be appointed before assembling the audit committee.
- c) Consider & agree on a Duty of Care action plan
JH noted that all NGB Boards should have a Duty of Care guardian
MH noted that an action plan is needed for Sport England

EGM and Association & Conference

- a) Proposed changes to the articles of association
The proposed changes to the articles of association were agreed
The board discussed and agreed that a more substantial update of the articles of association will be presented at the next AGM
- b) Board Appointments practices
The Board appointments practices were tabled. BD noted that a Non-executive director cannot hold an executive role
MH to make changes to the document to reflect this
- c) Progress in organising the association and club conference
MH agreed to continue to organise the conference. MH also noted that the venue has been booked and the membership has been notified but the agenda needs confirming.

CEO Recruitment

Update on the progress to date

JH update the board explaining that 52 applications had been received in total of which 3 are orienteers and 1 internal candidate. JH and JW have shortlisted the candidates down to 8, 1 being and orienteer and the 1 internal candidate. The interview dates are still to be finalised.

Association & Board Conference

Options for the date and venue of the conference

The board discussed and agreed that the conference will take place bi-annually, like the coaching conference, it was agreed that feedback from associations will be gathered to find a suitable date and to decide if there is still a desire for the conference to go ahead.

Finance

a) Management Accounts to July – raise any queries or challenges to the accounts

The management accounts had been circulated prior to the meeting for members to consider. BD explained that the overall position is better than that anticipated. Key points from the accounts are:

- Ahead on Levy income in terms of the budget by £15,000 with Scottish 6 days' income to be added once received.
- JK levy considerably down on expectation, about £5,000 due to a decrease in participation numbers
- BOC Long levy considerably higher than expected by almost £4,000
- Grant funding – awaiting payment from Sport England of almost £90,000
- FOCUS Magazine – the budget did not include a printed magazine for 2017 and the publication of the 50th anniversary edition of FOCUS cost almost £10,000 in total
- Membership and Public Liability insurance has made a saving of almost £5,500 which offsets the cost of the 50th Anniversary edition of FOCUS
- BOC Middle currently expected to produce a loss of £3,000
- Board costs are higher than budget by just over £2,000 due to extra costs associated with supporting the 50th Anniversary and WMOC2020 bid
- Committee costs are down on budget by almost £3,000 due to fewer meetings taking place than expected
- IOF affiliation is down by almost £4,000 due to the change in exchange rate and British Orienteering's higher rankings place
- Development Event Officials support costs are over £28,000 above budget but these costs have been met by Sport England funding carry forward
- Talent Development carried forward funding and this offset the £60,000 variance
- Salaries have a variance of almost £37,000 overspend due to redundancies and the change in staffing structure during April
- Expenditure on expenses are over budget by almost £4,700 but this is primarily a timing issue
- Admin, IT Support and Supply is £4,000 below budget due to saving and timing
- Promotions and Advertising is lower than budget by £4,500 this has been used to offset the cost of the 50th Anniversary edition of FOCUS

b) 2018 budget – discuss and agree the 2018 budget focusing on the use of British Orienteering funds

The Board discussed the 2018 budget, the following modifications have been implemented:

- Department budgets have now been included to provide more detail
- Cost centre SEN – Sport England has now been infilled based on the funding to be received pro rata across the 9 months of 2018
- Cost centre SNI – Sport Northern Ireland has been infilled based on the agreed funding and pro rata across the 9 months of 2018
- The BOF deficit for 2017 includes £11,700 for athlete contributions that were processed for the performance/talent programmes and SEN resulting in a net deficit of £22,610
- Included in the 2018 budget is an agreed deficit including: additional payment to the performance programme of £6,000; support for the Orienteering service role of £20,000 resulting in a total use of reserves of £26,000
- Salaries and the national office costs have been updated
- As agreed by the board there is no rise in membership or levy projected
- Club & Association returns includes under DEV a £5,000 which is money raised through the Recognised Centre Scheme – there is an equal cost to service the scheme under expenditure

MH noted the rise in the pension contributions during 2018 which has been factored into the budget

BD questioned if British Orienteering's ranking will drop? And that there will be a 20% increase in IOF fees due to the exchange rate

Monitoring Reports

a) Summary of matters that are of significance to the Board

The following matters were brought to the attention of the Board:

- Membership has fallen significantly since 2016. This is primarily due to SOA introducing a local membership cutting out the need to join British Orienteering and due to Sport Northern Ireland increasing membership through their development programme but the programme changing in 2017 resulting in a drop off of members
- Sport England funding agreement has continued to take up an excessive amount of time, primarily for MH. The Governance Action Plan is obviously being monitored carefully for compliance and a report is due to be completed in the next couple of days
- Staff – interviews for the England Development Officer took place during week commencing 4 September, two candidates have been offered the roles with both verbally accepting
- The roll out of the ranking scheme update has gone well although there remains an aspect of the updated algorithm that is yet to be modified – the developers are awaiting more clarity on the remaining change
- The addition of the volunteer module to the website has been specified and it is envisaged that the module will be developed over the next month or so. The module will track members volunteering
- The Xplorer website now sits within the British Orienteering website rather than a separate entity. User functions remain the same
- Safeguarding: no significant safeguarding matters have been raised since the last meeting
- Ant-doping: no significant reports or activity have been notified
- Complaints & grievances: no complaints have been received during this period
- Insurance: the board are required to decide about the provision of insurance for 2018. Whilst the process of recruiting a new CEO continues it is recommended that the current insurance is rolled forward to 2018
- BOF 50th Anniversary celebrations: the celebrations have gone well and Jennie should be congratulated on her work. There have been very positive responses to the 50th Anniversary edition of FOCUS

RH asked what the benefits of becoming a British Orienteering member are

MH explained that insurances, contact with NGB, participation at Major Events, member discounts, incentive schemes and ranking leagues are the main benefits

RH noted that a need for strengthening the benefits is crucial before considering a raise in membership fees

JH noted that there are contrasting views on how to develop and need to agree to differ. The real way forward is to be honest about what events have to offer and a need to differentiate between events more. Dialogue between the Board and members is crucial to success but there are not enough effective forums to achieve this

MH explained that participation numbers are down and below where they should be with Scottish 6 days still to be included. Non-club runs not included yet but also looking to be down on the 70k achieved last year. Xplorer participation figures are down due to the programme not being pushed due to because of the programme no longer being funded by Sport England

b) Performance indicators

MH explained that there is a new kpi dashboard from Sport England giving British Orienteering a baseline frequency of 25,500 people regularly participating in orienteering 2x in the last 28 days although Sport England want to have a discussion of including active days

RH questioned if other sports have similar targets

MH explained that he has met with other NGB's with Sport England and individually but this hasn't had any impact on the sports council

RH expressed concerns that the frequency is not achievable

MH noted that Sport England must mentor British Orienteering or the funding will be dropped completely

JH noted that British Orienteering have never been in a position of losing funding due to kpi's not being met

Diversity – trying to improve the number of women being members for more than three years. Sport England picked up on both men and women stay longer if they remain a member for more than 2 years. Sport England have set a baseline of 19% of women that are members for three years or more are retained.

Top 20 success at Junior World Championships with a baseline of 5-6

MH expressed that Sport England was not happy with the drop in top 20 finishes at JWOC but with a cut in funding how can this still be achievable

RH noted that top 20 finishes are not reliant on funding but down to strong club structures

c) Risk register

An updated Risk Register had been circulated prior to the meeting and after discussion the Board agreed on the following changes the significant changes are in bold:

1.5 & 3.1 Strategic plan now in place reducing the risk from 12 to 9 however the risks relating to the lack of resources and the need to deliver a business plan to implement the strategic plan remains significant

4.11 Failure to implement equal opportunities & increase diversity is now a more significant threat as it is linked directly to Sport England funding agreement; the risk has risen from 6 to 9

5.15 The opportunity to bid to host the Sprint WOC 2022 has arisen but there is a need for caution due to the financial risk and the lack of clarity regarding the IOF hosting rules for the event

No questions or changes were raised on the risks

Review of the performance programme

The board considered a report produced by BD with the help of Liz Campbell and Ed Nicholas

BD explained that the review puts into context the position the programme with the changes to funding. Liz Campbell put together figures comparing the performance against funding

The following recommendations were noted and considered:

- Concerns over staffing structure relying too heavily on volunteers
- Be specific with volunteers/coaches about their roles & responsibilities
- Use funding to concentrate on medal winning athletes rather than a centralised programme
- Work towards getting everyone involved to understand what is and isn't available due to funding cuts
- Expectation being the same with less funding is an issue
- Recommendations to be resolved before 2018

JH expressed gratitude towards Ed Nicholas and Liz Campbell for their continued support and looks forward to the outcomes of the October Talent and Performance Steering Group meeting

Association Matters

No Association matters were brought to the meeting

Steering Group and Committee Matters

The Board considered committee or group matter raised since the last Board meeting

- a) E&CC have been notified that all changes to the rules need to be submitted along with how the changes will help to implement the strategic plan
- b) Coaching:
 - Sport and Recreation alliance are overseeing the UKCC review
 - A new Sports coach relationship manager has been appointed and is to meet with the senior coaching volunteers
 - The revision of the Coaches Code of Conduct has been completed
- c) Talent and Performance:
 - Meeting to take place in October – covered in the meeting
- d) Development: No meeting has taken place since the last board meeting – nothing to discuss
- e) TrailO: No meeting has taken place since the last meeting – DM to attend the next meeting

Welfare and Safeguarding

No Welfare or safeguarding matters were declared – nothing to discuss

IOF Matters

IOF matters that had been raised since the last Board meeting included:

- Failure of the WMOC 2020 bid has been recorded
- BD to attend a meeting to discuss the proposal to host the 2022 WOC Sprint – British Orienteering are not able to host the event

BD attended the IOF assembly in Estonia and the Ethic commission meeting, BD noted the following points from the meetings:

- IOF steering away their attention to become an Olympic sport
- IOF have stepped up their drug testing
- 2018 presidents conference will take place in conjunction with WOC but will be in Prague 4-7 October
- Programme of the World Cups annual international cycle of events explained;
 1. WOC will be taken out of the World Cup Series and will consist of 2 European races in July (at O-ringen each year) and 1 organised by the Swiss Cup company (not always in Switzerland)
 2. 3rd event is in the gift of the IOF and will be at EOC in biannual years and elsewhere in other years
- Sprint World Championships will likely be a knock out sprint with a mass start in heats of 6 to 8 runners
- Ethics commission sent through consultations for the revision of their internal documents

JH invited PB to coordinate the comments/responses to the IOF Ethics consultation

JH noted thanks to BD for attending the IOF meetings

Any other business

No other business to record

BD & RH recorded their apologies for the next Board meeting

Future meetings

Thu, 7th Dec

Meeting closed at 16:40