

Board of Directors

Thursday 3 December 2015, 11.00 – 17:00

Meeting at the Tansley Village Hall



Board attendees: Martin Ward (MW); Philip Baxter (PB); Bob Dredge (BD); John Flook (JF); Mike Hamilton (MH); Judith Holt (JH); David Maliphant (DM); Elizabeth Pariag (EP); John Woodall (JW).

In attendance: Marc Scott (Sport Northern Ireland) (for items 1-3 only)

Apologies: None

1. Meeting Administration

Three items of Any Other Business were raised.

- a. WOC Squad and kit
- b. Meeting with associations
- c. Orienteering Foundation request

No declarations of interest in addition to those held on the register were made.

Update on the actions from the September and October meetings:

1. Director Appraisals: Action plan to be completed prior to the December Board meeting.
Agenda item
2. Self Assurance Statement: MH agreed to circulate to Board members by the end of the second week in October.
Completed
3. Self Assurance Statement: MH to complete the statement and forward to MW for signing on behalf of the Board
Self Assurance statement signed off and submitted to audit
4. Commercial Programme: MH to provide a detailed statement at future Board meetings.
Agenda item
5. Standing Orders: MH to make the agreed changes to the Standing Orders.
Completed
6. Policy Booklet: MH to circulate the latest version of the Booklet prior to the Board Conference Call in October.
Completed and finalised document published
7. Anti-doping: MH to arrange for the agreed changes to be made to the anti-doping page of the website.
Completed
8. O-Safe: MH to finalise the update and circulate to Board members prior to the October Board meeting.
Circulated to Board members for consideration
9. O-Safe: MH to circulate final draft to the Board.
O-Safe published
10. Anti-bullying Strategy & Action Plan: Piloting of the plan to commence as soon as possible; NIOA to be asked to be a part of the piloting.
NIOA asked to pilot the action plan
11. JK Support: MH asked to communicate the outcomes of the Board decision regarding support for the staging of the JK to the WMOA.
Communicated to WMOA reps at the Conference
12. Association Advisory Group: Board to consider establishing a group prior to further discussion at the December Board meeting.
Agenda item
13. Membership & Direct Debits: MH, with staff, to consider the problem highlighted by PB regarding DDs and report back to the Board.
On-going
14. Elite request re fixture clash: MH to communicate the board's decision regarding the clash between the World Cup in Poland and the BOC Long.
Elite have been communicated with via GGristwood

15. Rule changes: MH to communicate to E&CC the Board's approval of the requested changes.
Rule changes made and E&CC notified
16. Event Organisers: MH to inform E&CC that the Board has asked them to consider how Event Organisers can be requested to consider the full range of competitors and their needs including the physicality of the courses.
Request conveyed
17. SNI Change Form: MH to sign and return on behalf of the Board.
SNI Form signed and returned
18. Appointment of replacement independent director
BD enquired as to progress on this appointment; MW is in the process of seeking a suitable appointee.

2. Strategic Plan for Orienteering

- a) MH provided a brief update regarding the Governments Strategy for Sport and the knock on effect to Sport England's strategy and funding situation.

The Governments Strategy for Sport is due to be published before the end of the year and will provide the framework against which funding and Government support/resources are allocated. Due to the need for Sport England to wait on this strategy their own timeline for decisions related to funding has been put back.

Expectation is that funding decisions will be made against the following timeline:

1. December 2015: Government Strategy for Sport published
2. January 2016: British Orienteering need to develop our own Vision, Strategic Plan as a working, discussion
3. Feb/Mar: Sport England expect expressions of interest/intent to request funding – probably based on an NGB strategic plans with requests for funding support against it
4. April/May: 'Full' submissions to Sport England for funding on 'agreed' aspects of our strategic plan
5. Jul/Aug: Assessment of submissions during Olympic period
6. October: Sport England Board decisions taken at their Board meeting

- a) Overview of the Strategic Plan for Orienteering

MH presented an overview of the Strategic Plan explaining that considerable work had already gone into detailed aspects of the plan in some areas but that it was important for the Board to agree with the overview and general direction before more detail was added.

During the discussion that followed many points were made including:

1. 'Our Vision' is for orienteering across the UK.
2. 'Our Mission' is based around the objects of our Articles of Association and are for British Orienteering rather than the sport in general.
3. There was general agreement over pages 1 and 2 of the draft
4. The Plan is 'gender neutral' and a query was raised about whether the plan needs to be more explicit in dealing with men/women i.e. should there be explicit references to women in orienteering? Generally, Board members felt this was difficult as it could lead to the need to explicitly deal with other categories such as disability.
5. Agreement over the need to address the impact of summer multi day events on the annual competitive runs statistics
6. Agreement over the 3 'focus' strategic programmes: participation growth, competition growth, sustainable performance at WOC
7. Agreement that 5 'support' strategic programmes underpinned the focus programmes: raising the profile, developing & supporting volunteers, collaborating with delivery partners, developing financial sustainability, leadership & good governance (and this should deal with the structure of governance as well as good governance).
8. The plan should be 'periodised' in some way, that is we can't do it all at once but need to distribute programmes intelligently across the 10-year period of the Plan. A series of KPIs may be required to create shorter term targets to match this.
9. Each programme should start with a statement about what we are trying to achieve (target?) and then a short statement about how.
10. Structure of the Strategic Plan: long discussion concerning the market audience for the Plan. On one side the membership is the key audience and the Board though a short Plan would be most appropriate not getting into any of the detail of the 'how'; against this there is clearly a need for a plan that meets the needs / expectations of funding partners which will have to included far more detail.
Ultimately the Board agreed that the short version should be drafted and circulated to Board members in preparation for a consultation period with the wider membership through late Jan/Feb. Whilst this is on-going staff can continue to develop the detail that will be required during discussion and presentations with funding partners.

3. Governance & Sport Northern Ireland

Marc Scott (SNI) attended the Board meeting and provided Board members with information about the programme being delivered in NI. Marc also provided information about the expectation/requirement that SNI has of British Orienteering in terms of good governance.

Board members expressed their thanks to Marc for this information and for Marc's input regarding Strategic Planning. MW, Chair, thanked Marc for attending the meeting and sharing his knowledge and experience with the board.

4. Programme Reviews

Commercial Programme

MH led the Board through a detailed consideration of the programme and what has been achieved during 2015. This included income generated, partnership agreements established and how servicing the agreements is being delivered.

MH recommended that British Orienteering continue to work commercially but with several reservations:

- a) Experience has demonstrated that it is challenging to manage commercial activities in relation to major events. Volunteers and members find the 'normal' approaches to commercialising events, adopted by most other governing bodies, difficult. This probably leads us to conclude that the costs of staging our major events will have to be borne almost completely by the participants rather than being offset against any commercial income that could be generated.
- b) Each staff member leads in areas they work in maintaining partner relationships and servicing the partnerships. For instance, Jennie Tailor leads on partnerships that are related to member benefits. If two areas work with a potential partner, then that will be brought back to the senior management team and a decision taken about how and who should be involved.
- c) No replacement for the Commercial Manager will be recruited at this time – we need to understand the next funding cycle and whether or not we are in a position to manage our assets/branding more strongly before we commit to an appointment.

Major Events Programme

MH opened this item by informing the Board that Sally Pygott has confirmed she will commence maternity leave as of April 2016.

The method to deal with the JK/BOCs were agreed at the last Board meeting. Outstanding is the matter of the 'super-levy'. BD/MH/JB have completed some modelling regarding the 'super-levy' and the order of super-levy that will be required to generate a similar level of income to British Orienteering. BD explained that it is the considered recommendation that a super-levy be agreed based on 'X' times the levy agreed for the year prior to the event. The rationale behind the timing is the need to establish a budget well in advance of the event. This recommended solution means that BOC 2018 will use a super-levy of 'X' times the levy agreed at the 2016 AGM and applicable in 2017. Once the AGM is concluded at Easter 2016 the budget can be developed for BOC 2018.

After discussion related to the modelling, the Board agreed that a super levy of 3x be used rounded to the nearest 10p for simplicity in budgeting. So as an example BOC 2018 will use for budgeting purposes a super-levy of 3x the levy agreed at the 2016 AGM for 2017.

MH updated the Board about arrangements for the major events to be staged in 2016. SP will not be available after March 2016. MH recommended that maternity cover be recruited and that the prime focus of the cover be to establish and deliver a new series of innovative events (e.g. like Red Bull Robin Hood) in late 2016.

There was general support for this approach although it was agreed that if a suitable candidate cannot be found no appointment should be made.

5. Director Appraisals

JH provided a summary of the outcomes of the appraisals. Director Appraisals followed the system previously agreed by the Board; this included prompts for self-appraisal based on the principles of good governance identified in the Sport & Recreation Alliance Voluntary Code:

1. **Integrity:** Acting as guardians of the sport, recreation, activity or area
2. **Defining and evaluating the role of the board**
3. **Delivery of vision, mission and purpose**
4. **Objectivity:** Balanced, inclusive and skilled board
5. **Standards, systems and controls**
6. **Accountability and transparency**
7. **Understanding and engaging with the sporting landscape**

Every member of the board had participated in an appraisal discussion. Appraisers completed brief notes of the discussions identifying achievements, strengths, areas for development and goals for the forthcoming year. Some common themes, issues and proposed actions are identified below.

Achievements

The common theme for the independent directors is their ability to provide challenge from an external perspective. The elected directors identified communication with the British Orienteering membership in a range of different ways as being important to them.

Strengths

While all directors identified strengths in some areas of the work of the board it is not clear that all the skill areas required by the board are covered.

Areas for development

Two common themes;

- Succession planning in relation to; Staff, Board Members and Volunteers within the sport.
- Driving change within the sport expressed in different ways e.g. achieving some cultural change within the membership, ensuring the needs of the 'silent majority' are not dominated by a vocal minority,

Goals for the forthcoming year

All Directors identified more than one goal for the forthcoming year relevant to their personal experience and responsibilities. These include actions to enhance their contribution to the board process and specific roles within the sport. Independent directors wish to learn more about orienteering to provide the context for board discussion and decision making.

Proposed actions

Revisit the Director skills audit.

Consider whether support is necessary / possible to enable directors to meet their individual goals.

MH provided members with a copy of the current (2015) Board skill matrix and asked directors to update their profile based on the new criteria.

MH to collate returns and provide directors with an updated skills matrix.

On reflection it was agreed that, where possible, spaces on the Board be filled with people with knowledge and expertise in: Marketing/PR, Legal, Commercial and we need to strive to ensure the gender balance of the Board is maintained or improved.

6. Monitoring Reports

The various monitoring reports had been circulated prior to the meeting. MH was asked to highlight significant matters for Board members:

a) Performance Indicators

MH reported on significant matters since the last Board meeting:

1. WOC 2015: Event Scotland has been extremely positive about the impact of WOC 2015. The finances are yet to be closed although it appears that indications are that there is now unlikely to be a loss.
2. Staffing: Major Events Manager will be commencing maternity leave in April 2016.
3. Development: Xplorer has performed extremely well during 2015 although there remains lack of evidence of Xplorer participants transitioning to competitive orienteering. Obtaining data from our national partners working to increase participation is proving as difficult as ever and we are unlikely to gain returns from a number of significant partners until well into 2016.
4. Talent: Selection process and criteria have been published for 2016. The Talent programme has met its Sport England targets for 2015/16.
5. Marketing: Jennie is finding the work load and prioritisation challenging with multiple calls on her time to assist various programmes. We are working as a senior management team to address this challenge.
6. IT: After the preliminary audit meeting it became clear that we needed to progress the purchase of a new server and pcs if we are going to take advantage of the funding cycle remaining. Consequently, we have replaced the server and 3 admin pcs during the last couple of weeks; this additional work load has caused some disruption.
7. Business Support: We are now into the membership renewal period which always puts admin staff under considerable stress. Inevitably other work programmes have to take a back seat during this period.
8. Strategy for Sport: A response to the Government consultation was submitted based on the work of the SRA and the CEO Forum. This has been an important piece of work as the Government strategy will determine the future funding regime and the opportunities that may be available to NGBs. There is little doubt that Government thinking will be more joined up but that there will be an emphasis on an 'active nation' and outdoor recreation. British Orienteering needs to determine if it will engage with this strategy or choose to stay on our own path to develop the sport.

9. Safeguarding: O-Safe has been updated and published – fairly well received so far although it is still early days.
10. Talent & Performance has had a successful year with many indicators showing that progress is being made. Unfortunately, it looks as though British Orienteering will have to seriously consider the nature of the programme post March 2017 if, as we are told is probable, funding for talent programmes ceases.
11. Business Support (Finance and Administration): Good news that the old office in Darley Dale is close to being signed away to another company which will make 3 months of rent savings, in addition to the already significant savings made from the office move.
12. Participation-it was noted that the large shortfall in the current participation numbers is not wholly unexpected as a major activity supplier provides only an annual return in March.

Key performance indicators (to November):

Work area	KPI	Baseline	To date	Target
Participation	Number & frequency of people orienteering (participation)	392,548	261,947	455,424
	Club Event (participation)	174,755	165,639	169,038
	Club Activity (participation)	60,645	49,345	53,953
	Xplorer (participation)	18,103	38,860	21,970
	Activity non-club (participation)	10,346	8,103	184,000
	Club events (no of)	1,781	1,515	
	Club Activities (no of)	2,781	1,892	
	Xplorer activities (no of)	560	453	
	Activity non-club (no of)	141	118	
	Clubs (no of)	109	109	
	Schools registered (no of)	620	664	
	HE/FE Clubs (no of)	11	10	
	POCs (no of)		433	
	Partners delivering (no of)	50	72	
Performance	WOC Top 10 (no of)	2	4 (+2 Relay)	
	WOC Top 20 (no of)	3	11 (+3 Relay)	
	JWOC Top 10 (no of)	1	2 (+ 1 Relay)	
	JWOC Top 20 (no of; inc top 10)	4	4 (+ 3 Relay)	42,128
Membership	Members (no of)	10,328	10,939	11,000
	New members (no of)	1,874	2,233	2,000
	Lapsed members (no of)	1,568	1,389	
	Retained members (no of)	8,219	8,939	
	Junior members (no of)	2,794	3,550	
Governance	Operates within an effective governance framework	4	4	4
	Plans and delivers key objectives in accordance with our strategic plan	3	3	4
	Operates a sound system of financial management including planning, policies, controls & reporting	4	4	4
	Manages employees and key volunteers in accordance with employment legislation and best practice management principles	3	3	4
	Organisational policies have been documented, approved by the board & communicated to relevant employees, volunteers, members & stakeholders	4	4	4
	Manages key risk areas successfully	3	4	4

b) Risk Register

Significant changes to the risk register noted are:

- 1.5 Vision & Strategic Plan focus: Continues to be a challenging time with a transition from the old plan whilst the new plan is developed. Staff depend on a plan to maintain their priorities and create a backdrop to work plans.
- 2.4 Major Events generating income: The change from 'partnership events' to 'super-levy' continues and will need time to settle down.
- 3.3 Developing a commercial income stream: Failure to generate significant commercial income raises a question over the future feasibility of a commercial programme.
- 4.6 Business Continuity situation has improved considerably due to improved use of the web enabling more access to information and the ability to work from anywhere
- 4.8 Data security: Whilst data is safer than it has ever been in regard to data loss there is a growing concern over data theft and security.
- 5.1 Strategic focus: Increasingly challenging for staff to feel their work is focused – the new strategic plan will help resolve this.
- 5.7 Failure to deliver the recommendations of the VNWG becomes an increasing threat to the capacity of the volunteer workforce.
- 5.8 to 5.12 WOC 2015: Delivery of WOC & the associated risks are now finished or reducing; financial risk remains but has improved otherwise risks terminating

The Board discussed and noted these changes to the risk register.

c) WOC 2015

The event had been well received and successful; the debrief and review with EventScotland was very positive, "good value for money". Considerable interest was shown within Scotland at the success of the event. The Economic Impact Statement completed by a 3rd party had demonstrated that for around £360,000 of investment by EventScotland there had been a benefit to Scotland of approximately £9m.

The financial position regarding WOC 2015 is yet to be finalised but there is an expectation from Stephen Round (WOC Treasurer) that there is now unlikely to be a loss. Stephen is waiting on the finalisation of the S6D accounts and hopes that these will be available shortly.

Paul McGreal, WOC 2015 Event Director, has produced a number of review statements which had been circulated to Board members separately. The Board agreed that a brief review of WOC be published highlighting the positives and lessons to be learnt.

EventScotland are positive towards seeking further opportunities to stage a major event. Roger Scrutton as SOA President is investigating possibilities and is seeking general interest/approval of the idea. The Board expressed their interest in the idea and supports further investigations.

d) Complaints & Grievances

MH reported he was able to confirm that no formal complaints or grievances had been raised in the period since the last Board meeting.

e) Safeguarding

MH reported he was able to confirm that no safeguarding matters had been raised in the period since the last Board meeting.

f) Insurance

The Board noted the brokers offer regarding Cyber Liability and after discussion decided not to pursue cover at this time. This matter to be reviewed annually.

7. Finance

The Board noted the Management Accounts to October.

BD reported that the financial position was far stronger than had been anticipated after the concerns earlier in the year. . There had been concern over several significant matters including major events and WOC, however each matter appeared to have been resolved in our favour. The final financial position of WOC 2015 is yet to be determined but as stated earlier Stephen Round (Event Treasurer) is becoming more confident that there will not be a significant loss.

The British Orienteering position at the end of October is for a £52,175 loss on the year to date but against that is set an income from athlete contributions of £45,409.

This creates a loss to the end of October of £6,746.

The Board noted this position and that a number of savings had been made including not recruiting a Commercial Manager. The Board also agreed that the 2016 Budget confirmed at the September Board meeting be rolled forward into 2016 with a reforecast to be presented at the February Board meeting. MH pointed out that several matters and specifically the audit standard change to FRS102, which was briefly described by BD, will necessitate changes to the budget that are as yet unclear. An update on this matter will be available when the auditors confirm a number of key factors related to the change.

8. AGM Preparation

The Board discussed preparations for the 2016 AGM and agreed that consideration needs to be given to:

- a) Membership and levy: BD to make a recommendation to the next meeting of the Board
- b) Director elections and appointments

Concern was also expressed regarding the timings for the AGM and it was agreed that MH / MW should agree a plan that fits the prize giving, AGM, celebrating 50yrs of the JK and the latest time for departing the building and car park.

9. Association Matters

JW reported that there had been few matters raised until the SWOA meeting, at which 2 matters had been discussed that required resolving: a safeguarding issue and the possibility of the Event Safety Workshop being made available on-line and the application of the Event Safety Workshop to Level D organisers.

Both are currently being looked into.

10. Steering Group and Committee Matters

The Board considered committee or group matters raised since the last Board meeting that had not been dealt with elsewhere in the agenda. These included:

- a. E&CC: Board members noted that the following of items had been raised:
 - Mixed Sprint Relay – the Board was in agreement this should be implemented as soon as is feasible as our athletes now have a full programme including mixed sprint relays.
 - How should simplification of the Rules be progressed? Whilst agreeing strongly in principle the Board decided that it was too soon after the last major update for a significant change to the Rules to be considered.
It was also recognised that there needed to be a wider agreement about the objectives of simplifying the Rules and that the Development SG should also have a significant input.

11. Welfare & Safeguarding

JH noted that we are approaching the time for the annual review to take place with the CPSU.

No other matters were brought to the Board's attention.

12. IOF matters

MW reported that it would probably be advantageous to engage with the IOF Marketing Manager and programme. He also reported that Norway has submitted to host WOC 2019 which will be the first 'split' WOC. BD noted that it will be important for the T&P Programme staff and athletes to consider the implications of the new WOC format and particularly decide whether or not specialisation will be advantageous.

13. Any Other Business

- a. WOC Squad and kit

PB stated he had been in contact with members of the WOC team regarding the comments made about the wearing of kit during WOC 2015 and that he appreciated and understood the problems related to the quantity and amount of team kit.

- b. Meeting with associations

It was agreed that a meeting with association representatives or invitees be held to consider the Strategic Plan for Orienteering and the potential benefits of a regular meeting between associations and representatives of the Board.

It was suggested that a Saturday in Jan/Feb be identified when such a meeting can be held; MW to recommend dates to MH.

- c. Orienteering Foundation request

MH raised the request from the Orienteering Foundation to provide a link from the British Orienteering website to the OF website to encourage members to donate funds to the OF. Board members discussed this and whilst positive towards the outcomes and appreciative of the advantages attached to this the Board agreed it required more time to consider income generation in general for British Orienteering. Consequently, it was agreed that this should not be implemented at this time.

14. Future meetings

The Board noted the challenges of timing a meeting when the accounts could be signed off and the Annual Report etc could also be signed off. In 2016, with the AGM on Friday 25 March, this appears not to be feasible. Consequently, the Board agreed that the Accounts will be signed off electronically; if necessary a Conference Call meeting could be used.

Wednesday 3 Feb, Saturday 18 Jun, Saturday 17 Sep, Thursday 8 Dec

Oct Club & Association Conference

Further Conference calls to be organised as required.

Conference calls TBC.

There be no other business the meeting close at 4:55pm