

2011 ANNUAL GENERAL MEETING BOOKLET



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The 30th Annual General Meeting of British Orienteering Federation Limited will be held at 5.00pm on **Saturday 23rd April 2011** in Craigtanlet Room of Stranmillis College, Stranmillis, Belfast BT9 5DY.

AGENDA

1. Apologies for absence
2. Minutes of the 29th AGM held on 3rd April 2010 *
3. Chairman's Report (page 2 of the Annual Report 2010)
4. Treasurer's Report (pages 6+7 of the Annual Report 2010)
5. Chief Executive's Report (pages 4+5 of the Annual Report 2010)
6. Proposals (pages 2-5 of the 2011 AGM booklet)
7. Elections (pages 5-8 of the 2011 AGM booklet)
8. British Orienteering Awards Ceremony
9. Memorandum and Articles discussion item
10. Membership and Levy systems discussion item
11. Any Other Business

* Copies of the minutes will be available at the meeting. The minutes are available on the British Orienteering website http://www.britishorienteering.org.uk/images/uploaded/downloads/governance_minutes_agm10.pdf or by going to Documents/Governance/Minutes. They can also be obtained from the National Office on submission of a stamped addressed envelope to British Orienteering, 8a Stancliffe House, Whitworth Road, Darley Dale, Matlock, DE4 2HJ

PROPOSALS

Proposal 1: Adoption of Accounts

That the accounts for the financial year ending 31 December 2010 be adopted.

Proposed: Mike Forrest (BOK)

Seconded: Philip Baxter (LVO)

Copies of the accounts will be available at the AGM and will be published on the website in mid-March 2011.

Proposal 2: Appointment of Auditors

That Grant Thornton UK LLP be appointed as the auditors for the 2011 accounts to be presented at the 2012 AGM.

Proposed: Neil Cameron (NGOC)

Seconded: John Woodall (NOC)

Supporting Statement

The audit by Grant Thornton undertaken for the 2010 Accounts was thorough and challenging. If adopted, this will be the fourth year the audit is prepared by Grant Thornton UK LLP.

Proposal 3: British Orienteering Membership Fees 2012

That British Orienteering Membership Fees for 2012 and subsequent years until amended shall be as follows (the figures for 2011 are in brackets):

	2012	2011
National membership		
Family Membership:	£31.00	(£30.00)
Senior Membership:	£22.00	(£21.50)
Junior & Student Membership:	£4.75	(£4.65)
Local membership		
Family Membership:	£14.50	(£14.00)
Senior Membership:	£8.25	(£8.00)
Junior & Student Membership:	(Nil)	(Nil)
Associate:	£22.00	(£21.50)
Club affiliation:	£46.00	(£45.00)

Proposed: Mike Forrest (BOK)

Seconded: John Woodall (NOC)

Supporting Statement

British Orienteering were anticipating a small surplus in 2011, which would not normally have led to the need for an increase in membership subscription rates for 2012. However, in the light of reduced funding from UK Sport and the uncertainty surrounding other future grant funding available to support our programmes of activity, the Board believes that it is prudent to recommend small increases in membership subscription rates designed to increase revenue by about 2%.

Proposal 4: Levy charges for 2012

That event levy charges for 2012 are increased, as shown below, and remain at that level until amended (the figures for 2011 are in brackets). 3 juniors will remain the equivalent of 1 senior for levy purposes:

Participation	65	Lower Participation level
	210	Higher Participation level

Levies	£2.20 (£2.15)	Lower Levy - for all participants over the Lower Participation level and up to and including the Higher Participation level.
	£3.60 (£3.55)	Higher Levy - for all participants over the Higher Participation level

Proposed: Mike Forrest (BOK)

Seconded: Lyn West (SOS)

Supporting Statement

As for the supporting statement for proposal 3 (membership fees), an increase in participation levy rates is recommended, also to generate an increase in revenue of about 2%

Proposals 5 and 6: Student orienteering

“Higher and Further Education establishments are excellent places to recruit new members who would be attracted to orienteering as a challenging adventure sport... It is likely there are considerably more members who have joined orienteering clubs later in life as a result of experiencing the sport at university; this is supported by results from our internal participation survey on how members started orienteering... Students experiencing orienteering at university could, in later life, bring their families to the sport and are likely to be those people who take up club official roles e.g. chair, treasurer etc.”

We strongly agree with the sentiments expressed above, which come direct from the British Orienteering Whole Sport Plan for 2009-13. There is a generally acknowledged lack of young adults in the sport, and active, friendly student clubs can be highly effective both at attracting new young people into orienteering and at retaining junior orienteers who would otherwise drift away from the sport when they start university.

However, since this document was published in 2008, the number of student clubs affiliated to British Orienteering has actually shrunk from 15 to 10. Only four student clubs were able to field full teams (of three men and three women) at the 2010 British University Championships. It is true that a very small number of the larger student clubs have relatively secure futures; however, many of the smaller clubs, including some “established” names, find themselves in precarious positions. A once-thriving student club can vanish completely within a couple of years.

The financial pressures on individual students are already huge, and are set to grow significantly under the new university funding arrangements. Many smaller student clubs depend heavily on their members for income, lacking the manpower and resources to put on their own income-generating events, at least without substantial help from other clubs. Orienteering is an expensive sport if you do not have your own transport, and petrol costs or minibus hire can often make up a large proportion of a student club’s expenditure. There is a wide range of sporting activities on offer at most universities; if the cost of orienteering become too high, there is a serious risk that some students will choose cheaper alternatives.

These motions will not solve all the problems facing student clubs, but we hope they will help to ease the financial pressures on student orienteering. Many student orienteers will stick with the sport into adulthood, and three or four years of discounts may be followed by fifty years of paying full adult fees. We acknowledge that the Board are considering a major overhaul of the membership and levy schemes for 2013. However, we are bringing these motions now to strengthen student orienteering in the immediate future, to raise awareness of the current state of student orienteering amongst the wider orienteering community, and to establish a long-term principle of support for student orienteering which will trust the Board will take into account in any future changes.

Board response

In responding to the two proposals, the Board would first like to make it clear that it strongly supports student orienteering. However, there are other initiatives which seem more likely to grow participation among students than changing the club affiliation fee and levy rates applicable to them. British Orienteering has, in the past, given grants of members’ money to University clubs to help with specific projects aimed at growing and re-energising clubs and would encourage further applications. The Development team is actively working with university clubs to increase participation among students.

Proposal 5: Reduced British Orienteering affiliation fee for student clubs

That, from 2012 and until explicitly revoked at a General Meeting, student clubs affiliating to British Orienteering shall pay a British Orienteering club affiliation fee of 20% of the ordinary club affiliation fee. For the purposes of this proposal, a "student club" shall be any closed club whose membership is restricted to students currently enrolled in full-time education.

Proposed: Ingrid Franklin (SO/ShUOC)

Seconded: Ben Windsor (LEI/OUOC)

Supporting Statement

The British Orienteering club affiliation fee – £45 in 2011 – may seem small to most orienteering clubs. However, in light of the financial pressures mentioned above, it can be a significant sum in the budget of a small student orienteering club, and in some cases it is enough to deter that student club from affiliating to British Orienteering.

We strongly believe that affiliation to British Orienteering is a good thing for all student clubs. If a small student club fails to affiliate to British Orienteering, its activities cannot be covered by British Orienteering public liability insurance. Indeed, British Orienteering may have no knowledge that an unaffiliated student club exists at all, and so would be unable to contact them, or offer any development support to those struggling student clubs where it is most needed.

We agree that it is important for a student club to have strong links with their local open club. However, we do not think that small student clubs should routinely be encouraged to merge completely with their local open club. Although there may be some cases where this is appropriate, the loss of a separate student club with a distinct student identity can make orienteering a less appealing activity to student newcomers, and can make dealings with university athletics unions much more difficult. Additionally, since an unaffiliated club would not appear on the British Orienteering website or in the results from events, awareness of its existence amongst the wider orienteering community – and particularly amongst 17-year-old orienteers choosing which universities to apply to – may be zero.

The direct financial impact of this proposal on British Orienteering would be tiny: a 0.3% reduction in membership and affiliation income based on the most recent (2009) figures, which we believe would be more than outweighed by the benefits of lowering the barrier to affiliation for smaller student clubs.

Board response

The Board recommends that you consider the issues and vote FOR the proposal. The impact on the finances of British Orienteering will be minimal. It may encourage registration of student clubs and thereby compliance with basic governance requirements although it is unlikely to lead to increased membership of these clubs.

Proposal 6: Students treated as juniors for levy purposes

That, from 1 January 2012 and until explicitly revoked at a General Meeting, students currently enrolled in full-time education shall be treated as juniors for the purposes of calculating the British Orienteering levy due at any event where such students pay a discounted entry fee equal to the junior entry fee.

Proposed: Scott Collier (KERN/OUOC)

Seconded: Anne Edwards (TVOC/OUOC)

Supporting Statement

Very many clubs currently choose to offer the junior rate of entry to full-time students at their events. As student orienteers we are very grateful for this: the adult entry fees, particularly at larger events, are often beyond what most students can afford.

Under the British Orienteering levy system introduced for 2011, three juniors are counted as one adult for the purposes of levy calculations, reflecting the discounted entry fee normally offered to juniors. However, this levy concession does not extend to students, even when they are also paying the reduced junior rate. At larger events with the 2011 higher rate of levy this means that clubs may be making a loss on each student entry just in paying the levy.

We believe it is vitally important that clubs continue to offer discounted student entry fees, and we do not wish clubs to be forced to reconsider their policy for financial reasons. Increasing young adult participation benefits the sport as a whole, and we therefore believe it is fair that the short-term loss in

income that comes from offering discounted student entry fees is shared between the organising club and British Orienteering, just as it is for discounted junior entry fees.

Like much in orienteering, it is often taken on trust that someone claiming the discounted student entry fee at an event is a genuine student. Organising clubs do lose out financially by offering student discounts at their events, and this will remain true even with a discounted student levy, so it is in the interests of the clubs to prevent non-students from falsely claiming the discount. While we acknowledge that the number of genuine students at an event is difficult for British Orienteering to check when "policing" the levy, we believe British Orienteering should be able to trust the judgment made by the clubs about whether or not somebody is a genuine student.

We acknowledge that there are perhaps other groups who may also have a claim to a discounted entry rate, but we believe that those issues need to be discussed separately. We also acknowledge that, in practice, some clubs may not wish to offer a student discount at some events. That is their choice, and with this proposal we merely seek to ensure the many clubs who do currently offer student discounts at their events do not lose out unduly by doing so.

Admittedly it may in some cases require extra work by volunteers to keep track of the number of discounted student entries at an event. If a club offers a student discount at their events but decides that the reduction in levy is not worth the effort of counting those student entries separately, we would not anticipate British Orienteering objecting to that club paying the full adult levy on their student entries.

Although no figures are readily available, we believe that given the current numbers of student orienteers the financial impact of this proposal will be very small, relative both to the overall levy income and to the levy discount currently given to juniors. Discounted entry fees, however, are of crucial importance to student orienteering, and this proposal will help to ensure that they continue to be offered at many events.

Board response

The Board recommends that you consider the following issues and vote AGAINST the proposal.

- How will this be administered by organisers and clubs? In the Board's opinion there are practical problems with the implementation of the proposal. It is difficult to define a student for levy purposes. There are only about 80 'Student' members so if this is used as a definition; students who sit within Family memberships would be disadvantaged. Using 'members of university clubs' to define students is not feasible as some university clubs allow non-student membership.
- There will be an increase in the workload for event volunteers if the proposal is adopted.
- The proposal, if passed, will further add to the complexity of our levy and membership systems which are already challenging.
- The Board intends to undertake a review and consultation of the entirety of the membership and levy systems and propose changes at the 2012 AGM. The Board does not wish to make changes now which will incur additional staff time and costs (e.g. database and website) which could then recur a year later.
- There are always groups of members who might wish to argue for preferential treatment, but most selective or "special case" changes increase complexity and encourage other groups to seek similar concessions in the future.

Elections

Nomination for President:

Sir Christian Bonington, CBE.

Proposed: Lyn West (SOS)

Seconded: David May (SLOW)

Nomination for Vice President:

John Disley, CBE.

Proposed: Lyn West (SOS)

Seconded: David May (SLOW)

Board of Directors:

There are four vacancies on the Board to be decided at the 2011 AGM.

The six **current** Directors who will remain in office are profiled below in alphabetical order for the information of members.

CURRENT DIRECTOR PROFILES**Phillip Baxter (LVO, Director until 2012, 1st term)**

I have been orienteering for over 40 years, with an enthusiasm that is still occasionally tinged with accuracy. I am a long term member of LVO and BAOC and, for a while, QUANTICO in the USA. I have orienteered, planned and organised around the world at all levels and am the planner for the JK 2011 Relays. I am also a Grade 2 Controller with ambitions to progress.

I have considerable experience in strategic planning, developing and implementing policy and analysing corporate risk, in the orienteering world and in my professional military career, gaining a Master's Degree in Strategic Studies along the way. I chaired the Army Orienteering Association from 1999 to 2002; since leaving the Army at the end of 2007 I have been the Chairman of the Northern Ireland Orienteering Association. In this latter capacity I have been instrumental in developing a new long term strategic plan and in securing a fourfold increase in Sport NI financial support, which has funded 3 part time development officers as well as allowing us to start our own NI Schools Orienteering Association. I am a keen supporter of club level activity, seeing it as the basis on which all essential orienteering volunteering is founded.

I live in Northern Ireland with my wife Helen (a keen W55 and part time RDO) where we both coach. My son (M21) is an occasional orienteer and my daughter (W21) is a keen member of LVO and of QUBOC, her university club.

Neil Cameron (NGOC, Director until 2013, 3rd term)

A Scot and a Glasgow University Mathematics graduate, I worked for IBM for 25 years in a variety of technical marketing and managerial positions. I have since done consultancy work for organisations including the AA and London 2012. I was for 13 years a Council member of the International Badminton Federation (IBF), eight of which as a Vice-President. I refereed badminton at the Olympic Games in Barcelona and Atlanta, and had responsibility for much of international badminton's preparations for Sydney and Athens. I became IBF Director of Tournaments for 18 months and was then IBF Chief Executive for 6 years before retiring in 2003.

I started orienteering in 1990 and was BOF's first Secretary General in 1997 before becoming a Vice Chairman of BOF for two years. I have planned District and Club events and have achieved Championship badge status on several occasions. I was South West M60 Champion in 2007. As well as my involvement in the 90's, I was Chairman from 2006 to 2010 and have been trying as hard as I can to improve the governance and transparency of our Federation, and to recognise the efforts of the many volunteers on whom the sport depends.

I live with my wife Pat (W60, Secretary of NGOC) in Tewkesbury and have been a member of BADO, DVO and now NGOC.

Mike Forrest (BOK, Director until 2013, 1st term)

I have been a "journeyman" orienteer for over 40 years, regarding the sport as a leisure activity rather than a competitive sport. However, I have combined this with developing an understanding of the needs and benefits of an elite competitive sport existing alongside my leisure activity. I have planned major events, including the University Championships in 1974, four national events and two JK races. I have also organised a British Schools Championships, British Relays and JK. I am a grade 1 controller and have officiated at a JK and two British Championships. I am currently the Treasurer of British Orienteering and chairman of Events Committee.

Professionally, I have over 30 years of business experience as a Chartered Accountant, recently in not for profit organisations as Finance Director of YHA and of a London-based children's charity. I am also a past Treasurer of BOF (1982 – 85).

Mike Hamilton (Chief Executive and Director)

Sport in one capacity or another has been a way of life; after leaving school I studied Physical Education at Loughborough and went on to teach in a mixed comprehensive school. Playing became coaching and

I've been lucky enough to have coached hockey at all levels from beginners to the men's and women's Olympic squads. As a Coach Educator I've directed seminars around the world.

Professionally I left the teaching role of Head of Extension Studies in 1985 to commence working at the Leicestershire Computing Centre developing software for use in education and administration. In 1990 I became Director of Coaching for hockey, responsible for directing the training and development of coaches and developing grass roots hockey. In 1997 I authored the first World Class hockey performance plan and was appointed High Performance Manager and later Performance Director. Inevitably the highlight of working in hockey was involvement in the Olympic programmes from 1992 to 2004. During the period 1997 to 2004 I was involved in a programme to develop coaching in business to pass on lessons learnt in sport whilst 'borrowing' ideas from business.

I've thoroughly enjoyed my role as Chief Executive of British Orienteering since 2006 and have learnt a lot about orienteering during that time. I am fully committed to trying to help orienteering achieve its vision and of increasing public awareness of the sport.

Lyn West (SOS, Director until 2013, 3rd term)

I started orienteering in 1992 as an activity to share with my family. Now W55, I regard myself as an ordinary club orienteer, typical of the majority of our membership and the volunteers essential to our sport. I regularly organise events of varying sizes for my club so understand the need to support volunteers. I am keen to create an environment that allows events of all types to flourish providing for the diverse needs of the orienteering population.

I served as Treasurer and Chairman on both Club and Regional Committees, joined BOF Council in 2002 and became Vice Chairman in 2006, continuing the role on the Board. In April, I was elected Chairman. I chaired Events Committee from 2006-2010. I have also been a Parish Councillor and a School Governor.

I retired after 30 years working as a veterinary surgeon in June last year allowing me more time to devote to orienteering and to my garden which at nearly 5 acres amounts to more of a smallholding. I am married to Colin, also a keen orienteer and we have 3 grown up children, 2 of whom still orienteer.

John Woodall (NOC, Director until 2012, 1st term)

I have been involved as an active orienteer for many years and am still an obsessive, but not too successful, competitor. I was Chairman of BOF from 2000 to 2003, having been Vice Chairman for the two previous years, and so know much about the governance of the sport. Since retiring as Chairman I retained an active interest in the running of the sport and Chaired the Membership Working Party which recommended the present membership system and I was a member of the Development Committee. I am also the President of EMOA.

I have now retired from full time work, so have plenty of time for the necessary Board meetings. I fully understand the role and responsibilities of a director of the type needed by British Orienteering as I was a non-executive director of a National Charity for ten years.

2011 Nominations for Directors:

There are four director vacancies on the Board to be decided at the 2011 AGM and four Director nominations have been received. Although there are four director vacancies and only four nominees, the normal director voting procedure is required to determine positions. The fourth vacancy is due to the resignation of a Director, on 31st December 2010. This director had 1 year remaining of their 3-year term. The appointment for a replacement director to fill this vacancy will be for the remaining 1 year of the 3-year cycle only. The fourth highest candidate will therefore be elected as a replacement for the one year, part term created by this resignation. Consequently, if this director is re-elected they will be eligible for a further two 3-year terms. This limits their directorship to seven years rather than the typical nine years, as per the Memorandum and Articles.

Nominees

Scott Collier (KERNO/OUOC)

I started orienteering as a student at Oxford University in 2005, and I continue to believe that university orienteering has an important role to play in both recruiting and retaining younger people in the sport. Over the past six years I have served in numerous club committee positions, helped to introduce orienteering to schools, and planned and organised events from local summer evening series to UK Cup races. As a competitor I possess rather more enthusiasm than talent, and can often be found at the very bottom of M21E results.

At a regional level I have been an elected member of the SWOA committee, and I currently represent the South-West on both Development Committee and Senior Competitions Group. I also coordinate the UK Relay League and am a non-voting member of Elite Competitions Group.

As an M21 I am acutely aware of the relative lack of young adults in orienteering, and I hope that British Orienteering's excellent development work will help to address this. However, I firmly believe that frank and open communication in both directions between British Orienteering and its clubs, associations and members will be fundamental to all progress.

Proposed: Lynden Hartmann (HOC)

Seconded: Arthur Vince (KERNO)

Judith Holt (DVO)

I have orienteered for 22 years, in events from low key local through to the World Masters and this year the Interland. I have organised, planned and controlled events and am an active coach. I led LEI in junior development and gaining ClubMark accreditation.

During my career in Social Work and Higher Education I became a senior manager through which I gained experience in developing and implementing policy. I have been involved in promoting Child Welfare, disability and equality issues.

I recognise that orienteering must develop in response to social and economic changes. My priorities as a director would be to; value our volunteers, make consultation with members more visible and make the sport attractive and accessible to as many people as possible.

Having recently retired I now have time to commit to helping shape the future of orienteering and to enable more people to enjoy the sport I love.

Proposed: Helena Burrows (LOC)

Seconded: Ernie Williams (LEI)

Henry Morgan (POTOC)

I worked as a teacher in Outdoor Education Centres for over 30 years (8 of these as deputy head), teaching all ages, types, ethnic groups and disabilities. I planned and jointly organised, over 12 years, annual Staffordshire Schools Champs. for 800+ children (Jon Duncan and Matthew Crane came through this system). I retired early and now spend many hours mapping schools and teaching orienteering. This currently involves planning a permanent course and trail O at Reaseheath College: the inaugural North Staffordshire and Stoke on Trent Schools Champs: the annual WMOA Schools Champs.

I was chairman of WMOA between 2005 and 2008, which in those days involved attending BOF council meetings. I still attend WMOA meetings as POTOC rep. and controllers coordinator. I also attend Development Committee meetings on their behalf.

As a level 3 coach, my aim is to cheerfully help and encourage all ages, so everyone can participate, whatever their fitness and ability, to enjoy our sport; everybody matters, everybody can try. My own personal orienteering is always enjoyable, but not always fast! I also compete when visiting friends on the continent and my daughter in Israel

Proposed: Neil Cameron (NGOC)

Seconded: Barry Elkington (OD)

Martin Ward (SYO)

I'm an Engineer and MBA-qualified project manager, and work in Derby for an international railway consultancy. We operate internationally, and consequently I travel a lot, and occasionally combine a business trip with some overseas orienteering.

I started orienteering in 1982 in southeast England, and in 1987 I chose to go to university in Sheffield partly because of its reputation for orienteering excellence. Having been ShUOC club captain I've continued my connections with student orienteering through SPOOK, the Sheffield post-graduates club.

On leaving University I joined SYO and am currently a committee member. I've planned, organised and controlled events and am currently a Grade B Controller. I co-organised the 2010 Northern Champs, and with Lesley my wife, I am co-organiser for the 2011 British Champs individual race at Wharnccliffe in May.

I chair British Orienteering's International Committee, and also recently led the Board's input to the 2015 IOF World Championships bid.

Proposed: Jon Cross (FVO)

Seconded: Jenny Peel (SYO)

Proxy Voting Form – TO ARRIVE NO LATER THAN WEDNESDAY 20th April 2011
[to meet the requirements of the Companies Act 2006 rather than as determined in the Articles]

FORM A (Options 1 and 2)

I, (Name in block letters) _____,
 Membership Number: _____, hereby appoint the Chairman of the meeting as my
 proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Form C & D
 Signature: _____ Date: _____

FORM B (Options 3 and 4)

I, (Name in block letters) _____,
 Membership Number: _____, hereby appoint
 (Proxy's name in block letters) _____
 as my proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Form C
 & D (Under Company Law it is no longer permissible to limit the proxy to being a member)
 Signature: _____ Date: _____

FORM C (Options 2 and 4)

I hereby instruct my proxy to cast my vote as follows (please place a cross in one box for each proposal):

Proposal:	FOR	AGAINST	ABSTAIN
1. Adoption of Accounts			
2. Appointment of Auditors			
3. Membership Fees 2012			
4. Levy charges for 2012			
5. Reduced affiliation fee for student clubs			
6. Students treated as juniors for levy purposes			

Signature: _____ Date: _____

FORM D (Options 2 and 4)

Election for Directors
 Four directors will be appointed. Place a 1 against your most preferred candidate, a 2 against your next preference, and so on down to your least preferred candidate. You may rank all four if you wish. It is legitimate to vote for fewer candidates by placing a 1 against your most preferred candidate and then optionally using 2 etc for other candidates you wish to support but you must always use the number 1, and any other numbers you use must be in sequence i.e. 2, 3, 4 – do not use any number twice.
 I hereby instruct my proxy to cast my vote as follows:

Director nominations	Rank your preferred candidates in order starting with 1, then 2, 3, 4
Scott Collier	
Judith Holt	
Henry Morgan	
Martin Ward	

If you wish the Chairman of the General Meeting to complete your ballot paper as a proxy at his or her discretion please leave the ballot paper completely blank; if numbers are entered on your paper it will be counted as is.

Proxy Voting Form Instructions

For the Annual General Meeting of British Orienteering on the 23rd April 2011 or at any adjournment thereof.

Voting

All individual members of the Federation (including those with Family membership) are entitled to vote at the AGM, in person or by proxy, provided they will be aged 18 years or over on the 31st December 2011. Each member shall have one vote only.

Voting In Person

Members attending the AGM and entitled to vote will be provided with voting papers at the meeting and should not complete a proxy voting form. Members who have completed a proxy voting form will not be permitted to vote at the meeting unless they have withdrawn their proxy vote, in writing, before the meeting commences.

Voting By Proxy

Members entitled to vote who will not be attending the AGM may appoint a proxy to vote on their behalf. They should complete a Proxy Voting Form and return it to:

Company Secretary, British Orienteering, 8a Stancliffe House, Whitworth Road, Darley Dale, Matlock, DE4 2HJ

The Proxy Voting Form must arrive no later than WEDNESDAY 20th April 2011.

One Proxy Voting Form can be accepted from each member. We have provided two proxy voting forms on adjacent pages for the convenience of family members. Additional family members entitled to vote can photocopy the page.

There are four options for casting a vote by proxy. Please choose one option and follow the instructions listed.

- Option 1:** You may appoint the Chairman of the meeting to cast your vote at his or her discretion. For this option please complete Form A only.
- Option 2:** You may appoint the Chairman of the meeting to cast your vote according to your instructions. For this option please complete Forms A, C and D.
- Option 3:** You may appoint any person who will be present at the meeting to cast your vote at his or her discretion. For this option please complete Form B only.
- Option 4:** You may appoint any person who will be present at the meeting to cast your vote according to your instructions. For this option please complete Forms B, C and D.

Please note:

1. In accordance with article 30 of the Articles of Association, proxy votes will only be counted if the vote goes to a poll. Normally proposals are decided by a show of hands as set out in Article 26.
2. Proxy votes may only be cast by a person who is personally present at the meeting. Appointing the Chairman of the meeting, whoever that may be, ensures that your proxy vote will be cast.
3. A proxy may cast your vote or abstain at his or her discretion unless specifically instructed otherwise by Form C & D. If you use Form C & D to specify how your vote is to be cast on some items but not others, your proxy may use your vote or abstain, at his or her discretion, on the items which are not specified.
4. The results of the voting in the election of directors will be calculated in the following way:
For each ballot paper, if N is the number of Nominees the voter chooses to rank, the first-ranked Nominee on the ballot receives N points, the second-ranked Nominee receives N-1 points, and so on, with any Nominee not ranked on the ballot paper receiving zero points. The points awarded per Nominee from all valid ballot papers will then be summed.
The 4 Nominees with most points will be taken as the ones elected. If there is a tied position of significance, the appointment will be resolved as provided for in the Articles (currently, by drawing lots at the AGM).
5. Due to the resignation of a Director, on 31st December 2010, who was two years into the three-year cycle of their directorship, the appointment for a replacement director to fill this vacancy will be for the remaining one year of their cycle only. Also if this successful candidate chooses to stand for election again, and is successful, their cycle will be limited to seven years (remaining part of maximum three terms of office) instead of the typical nine years, as per the Memorandum and Articles. Although there are four director vacancies and only four nominees, the normal director voting procedure will be employed to determine positions and the 4th highest candidate will be elected as a replacement for the one year, part term.

Proxy Voting Form – TO ARRIVE NO LATER THAN WEDNESDAY 20th April 2011
[to meet the requirements of the Companies Act 2006 rather than as determined in the Articles]

FORM A (Options 1 and 2)

I, (Name in block letters) _____,
 Membership Number: _____, hereby appoint the Chairman of the meeting as my proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Form C & D
 Signature: _____ Date: _____

FORM B (Options 3 and 4)

I, (Name in block letters) _____,
 Membership Number: _____, hereby appoint
 (Proxy's name in block letters) _____
 as my proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Form C & D (Under Company Law it is no longer permissible to limit the proxy to being a member)
 Signature: _____ Date: _____

FORM C (Options 2 and 4)

I hereby instruct my proxy to cast my vote as follows (please place a cross in one box for each proposal):

Proposal:	FOR	AGAINST	ABSTAIN
1. Adoption of Accounts			
2. Appointment of Auditors			
3. Membership Fees 2012			
4. Levy charges for 2012			
5. Reduced affiliation fee for student clubs			
6. Students treated as juniors for levy purposes			

Signature: _____ Date: _____

FORM D (Options 2 and 4)

Election for Directors
 Four directors will be appointed. Place a 1 against your most preferred candidate, a 2 against your next preference, and so on down to your least preferred candidate. You may rank all four if you wish. It is legitimate to vote for fewer candidates by placing a 1 against your most preferred candidate and then optionally using 2 etc. for other candidates you wish to support but you must always use the number 1, and any other numbers you use must be in sequence i.e. 2, 3, 4 – do not use any number twice.
 I hereby instruct my proxy to cast my vote as follows:

Director nominations	Rank your preferred candidates in order starting with 1, then 2, 3, 4
Scott Collier	
Judith Holt	
Henry Morgan	
Martin Ward	

If you wish the Chairman of the General Meeting to complete your ballot paper as a proxy at his or her discretion please leave the ballot paper completely blank; if numbers are entered on your paper it will be counted as is.

Election Rules for Appointment of Directors

Directors to the Board of British Orienteering Federation Ltd are elected at the Annual General Meeting.

Who can vote

All members of British Orienteering at the date of the AGM in the year of election are eligible to vote in the election, provided they are over 18 or attain their 18th birthday during the year of the AGM.

Members entitled to vote can complete a ballot paper at the AGM or arrange a proxy to vote for them.

Method of voting - How to vote

The Modified Borda Count is the voting method used and is a form of preferential voting where the rankings are converted into points, and the nominees who receive the most points are elected. Details of the Borda Count can be found on the Electoral Reform Society website at:

<http://www.electoral-reform.org.uk/article.php?id=75> or on Wikipedia at

http://en.wikipedia.org/wiki/Borda_count#Modified_Borda_count

Each voter will rank nominees for Director on his or her ballot paper with '1' being the first ranked nominee, '2' the second, and so forth. Voters are recommended to rank all nominees for Director on the ballot paper. A voter may not rank equally any nominees: if this is done, the entire ballot paper of that voter will be void.

Ballot papers that do not contain numerical and sequential ranking of nominees commencing with a '1' will be void.

Calculating the outcome

The final ranking from the ballot papers will be calculated on the following basis:

- For each ballot paper, if N is the number of nominees the voter chooses to rank, the first-ranked nominee on the ballot receives N points, the second-place nominee receives N-1 points, and so on, with any nominees not ranked on the ballot paper receiving zero points. The points awarded per nominee from all valid ballot papers will then be summed.
- If L positions for Director are to be filled, the L nominees with most points will be appointed. If there is a tied position of significance, the appointment will be resolved as provided for in the Articles (currently, by drawing lots at the AGM).
- In the event of a nominee withdrawing from the election for Directors after the nominees' names have been published on the ballot paper, members will be informed at the earliest opportunity by a notice on the website, and an announcement at the AGM. The election will proceed to the ballot and to the count without any amendment to the ballot papers. Any ranking awarded to a withdrawn nominee will be counted in the normal way. However, when the results are announced, the total points awarded to a nominee who has withdrawn will be ignored and not be announced.

Proxy voting

As described previously on the Proxy Voting Form Instructions.