

# Board of Directors

Thursday 22 September 2011

The Hallmark Hotel, Midland Road, Derby  
at <http://www.hotelhallmark-derby.com/>



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## Minutes

### Attendees:

Philip Baxter (PB)	Judith Holt (JH)
Neil Cameron (NC)	Henry Morgan (HM)
Scott Collier (SC)	Martin Ward (MW)
Mike Forrest (MF)	Lyn West (LW)
Mike Hamilton (MH)	John Woodall (JW)
Laura Martin – Minute taker	

### 1. Opening Business

#### a. Apologies

There were no apologies and all Board members were present. MW and MF would be leaving the meeting briefly during the afternoon.

#### b. Declarations of interest

PB and JH declared additional interests in the budget discussions relating to home nations. This was regarding PB's involvement in NIOA and JH has family members employed by the England Orienteering Council.

#### c. Minutes of the July Board meeting

The minutes were accepted as a true record of the meeting.

#### d. Minutes of the September Board Conference Call

**Action 1:** Board to re-read section 9a of Conference Call minutes and approve wording. Board members to feedback comments by Monday 26<sup>th</sup> September. The minutes will be published after this time (Board members, ASAP).

The Board accepted the minutes with these later amendments.

#### e. Notification of AOB

The items of additional business raised were:

- SC: Requested Board members to discuss and, if agreed, sign up to Government's Charter on Homophobia and Transphobia in Sport

- JH: Requested Board members discuss a way forward with updating the Equality Review and Action plan

- SC: Requested an update on the process for appointing an Events and Competitions Chair

- HM: Requested re-visiting the allocation of directors across regional associations

### 2. Staffing, to receive an update on the current staffing situation

MH briefed Board members on the current staffing situation regarding LM going off on maternity leave from December.

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MH explained the plan for maternity leave. This involved LM completing as much project work as possible prior to departure and picking this project work back up on her return. During the maternity leave, the admin team would complete the essential tasks. There was the possibility of employing someone if needed to assist the admin team during busy periods. MH would monitor the workload of the admin team and react accordingly.

Board members noted MH's plan for maternity cover. The Board expressed support for ensuring funding was available for additional resource if needed. MH was authorised to monitor the situation and react accordingly.

MH briefed Board members on the departure of Gareth Candy as Performance Director. This is a significant loss of a senior strategic lead. MH explained that a replacement could only be appointed up to the end of the current funding cycle i.e. March 2013. Discussions between GC and MH had concluded that work could be moved around and the programme managed until the funding decision was clearer. MH explained that it was crucial to match resources against need.

### 3. Major items requiring decisions

#### a. IOF Post holder support: To agree the principles that will underpin support (MH)

PB suggested completing an objective assessment of the value of the different IOF commissions to British Orienteering. This would help in future with deciding the input and resources available.

PB also made a suggestion, to be discussed in future, regarding allocating some of any WOC 2015 profit to fund the IOF postholders.

Board members discussed the value of the different commissions. The Board concluded that they do not possess enough information to make a judgement on the relative value of the commissions. PB suggested Brian Porteous, IOF Vice President, could be consulted on the roles of the different commissions.

**Action 2:** LW will ask Brian Porteous to assist with information on the different IOF commissions and will task him with evaluating the importance of the commissions to British Orienteering. This is an evaluation of the IOF commissions and not the individual postholders. (LW, by next Board meeting)

Board members agreed the principles of IOF Postholder funding allocations.

#### b. Budget 2012: To agree the budget

MH presented a draft 2012 budget to Board members.

Board members discussed the options for a breakeven budget or a minor deficit budget.

Board members went through the key budget issues discussing each in turn. Board members discussed the possibility of reallocating some of the Performance Director's salary (which would be available in 2012 due to GC's resignation) to cover some of the Performance programme costs in 2012. Board members agreed.

Board members reviewed strategies for reducing governance costs including using technology for some meetings. The Board agreed to reduce governance costs.

Board members discussed the budget implications of holding an Association and Club conference in 2012, together with a series of Roadshows, as in 2010. Board members agreed to allocate funding to hold an Association and Club conference in 2012. Board members agreed to remove the funding allocated to holding roadshows in 2012 as a result of the need to reduce costs. If more income became available, these series of Roadshows may be reinstated. Associations wishing to host and fund a British Orienteering roadshow in their region could still do so and British Orienteering would

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staff the events. Any interested associations should contact the Chief Executive.

Board members discussed the funding allocated to support the Home Countries. Board members agreed a series of reductions to the funding allocated to the Home Countries.

Board members discussed the funding situation for IOF Postholders and agreed a funding level for 2012. Any subsequent external funding sourced will make savings to the amount allocated by British Orienteering.

Directors discussed funding for the different orienteering disciplines (SkiO, TrailO, MTBO) in 2012 and agreed on levels.

Board members questioned the costs of Membership mailings including Focus magazine. MH explained that some of the mailing costs associated with Focus magazine were required anyway for the Spring, Autumn and Winter editions due to mailing the membership with cards, renewals and AGM papers. The Summer edition of Focus magazine is the only edition sent out independently. Board members discussed the options for changing the way the summer edition of Focus magazine was delivered e.g. electronically.

**Action 3:** MH to discuss with Caroline Povey the cost cutting strategies for producing Focus magazine including the possibility of removing the Summer Edition of FOCUS magazine to be replaced by an electronic version. MH to present likely savings to the Board via email prior to October conference call meeting (MH, by October conference call meeting)

Board members agreed a reduction in costs to the membership mailings and Focus magazine costs. Board members agreed that the National Office budget seemed representative of costs and there were no obvious signs of savings to be made.

MH explained the costs associated with website to Board members.

MW explained that the 2010 AGM decision on membership and levy fees, when coupled with the change in patterns of attendance at events (more people attending locally and fewer people at larger levy-paying events) had likely reduced levy income by 22k from 230k to 208k. In 2012 it was proposed to use reserves to backfill this reduction, but it was also noted that this would not be sustainable moving forwards.

With agreed reductions, Board members agreed a minor deficit budget (the deficit being around the same value as the reduced levy income described above).

**c. Board Effectiveness: To respond to recommendations for improving Board effectiveness**

Board members reviewed discussions from the previous day on Board effectiveness. These discussions had taken place with Staff and invited Committee Chairs at the previous day's 'away' day.

Board members discussed the paper produced on Board effectiveness and approved suggested actions 1, 2, 3, 4, 11.

Board members discussed the importance of developing a communication plan to address many of the issues identified.

Other improvements identified were; greater direction from Chair to keep Board focussed during Board meetings; more frank and explicit representation of issues from Chief Executive and limiting the number of operational issues on meeting agendas. Operational matters should only be discussed if there is a clear rationale to do so.

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Board members considered the advantages and disadvantages of having portfolios of work for directors e.g. working with the associated committee and staff members. Also the meeting considered having subgroups of directors, used in between Board meetings, to review specific issues. These subgroups could meet electronically and improve Board efficiencies.

**Action 4:** Develop a portfolio programme for directors including the use of subgroups. LW and MH to discuss the way forward and LW to produce an action plan to be discussed by Board by end of October 2011. (LW, by telephone conference at end October 2011).

MW left the meeting at 12.05

**d. Association & Club Conference: To discuss association and club recommendations for items to be included in the agenda and agree which should be included**

There were no additional agenda items submitted by clubs and associations for the conference. Board members agreed which directors would lead on agenda items at the conference.

**e. JK organisation: To consider recommendations and agree changes to the organisation of the JK**

Directors discussed the model for JK organisation provided in the discussion paper.

Board members agreed the model provided in the discussion paper. The Board expect the model to be cost neutral in 2012. The JK Management Group will be asked to deliver the JK within British Orienteering's overall strategy for major events. In 2013, the model and its associated costs will be incorporated into budgets.

**Action 5:** MH delegated to implement the model outlined in the JK organisation discussion paper (MH, ongoing).

#### **4. Governance**

**a. Communication with Associations: Director feedback from Association visits; brief points to note or of interest**

SEOA – had asked for clearer details of the Events and Competitions Chair appointment process. SEOA had also asked for clarification regarding whether Keith Marsden was still a corresponding member of the International Committee.

SCOA – had engaged with the Association and Club conference topics at their meeting.

SOA – LW reported that it had not been possible to arrange to meet members of SOA Board during Scottish 6 day. LW & MH had attended an SOA-British Orienteering liaison meeting with the President and Professional Officer. LW was still hoping to be invited to SOA board meeting.

WMOA – JW will be the new liaison director to WMOA as HM will shortly take up role of chair of association.

**b. Risk management: To receive a report from the working group and agree any recommendations**

A Board subgroup of directors had begun work on the risk register. The subgroup briefed the Board on progress so far and agreed to report on further findings at the December Board meeting.

**c. ICT Strategy: To receive and adopt the updated strategy**

Directors agreed the strategy as a working policy document.

**d. AGM 2012: To agree in principle the proposals to be prepared for the AGM**

Board members agreed that the final text for proposals will be required by the December Board meeting.

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MH and NC agreed to prepare the proposal for updating the Articles of Association. PB, MW and MF agreed to prepare the proposals on the membership and levy schemes.

Draft proposals on the Articles and membership and levy schemes will be prepared after feedback from delegates at the Association and Club conference. The final text will be approved at the December Board meeting.

**Action 6:** LM to publish news item reminding membership about membership and levy consultation process. (LM, ASAP)

**Action 7:** PB, MF, MW to draft membership and levy scheme proposals and circulate to Board members for their views. Board members to hold a conference call to feedback ideas. (PB, MW, MF, post Association and Club conference 15<sup>th</sup> October)

**Action 8:** MH and NC to draft Articles of Association proposal and circulate to Board members for their views. Board members to hold a conference call to feedback ideas. (MH and NC, post Association and Club conference 15<sup>th</sup> October)

**Action 9:** NC to discuss issues relating to the home nations with WOA prior to the Association and Club conference. (NC, by 15<sup>th</sup> October)

**Action 10:** Board members are asked to review their profiles in the draft AGM booklet and feedback changes to LM ASAP. (Board members, ASAP)

**e. Receive committee/meeting reports and raise any issues for Board attention:**

**i. Development Committee – not until 24 September 2011**

SC explained that the minutes from the June meeting had not yet been circulated and questioned the need for admin support to the committee to ease workload on Ed Nicholas.

LW explained that Ian Webb, Development Committee chairman had asked the Board to provide direction on any issues they wished the committee to look into. Board members requested the committee look into development of orienteering in the home nations and to bring together the home nations development plans.

**ii. Coaching Committee – no meeting since 11 June 2011**

There has been no meeting held since the previous Board meeting.

**iii. International Committee – no meeting since last Board meeting**

There has been no meeting held since the previous Board meeting.

**iv. Events Committee – no meeting since 18 June 2011**

**1. Rules 2012 documentation: To receive any recommended changes**

MF explained that he had reviewed the changes needed and spilt them into major strategic changes and minor corrections or typos.

Board members tasked MF with making the minor corrections and typos changes. Any major strategic changes would need to come back to the Board for a decision.

Board members agreed that any amendments, not finalised by the November Events Committee meeting, would not happen for 2012.

This process for rule documentation changes was necessary as,

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although the Board delegated responsibility for rule changes to Rules Group, they had currently not followed through on requests made for changes in a timely manner.

**v. Welfare & Safeguarding Steering group – no meeting since last Board meeting**

JH had agreed to chair the Steering Group following on from Peter Christopher's resignation. Board members thanked Peter for his tireless work as Chair of the group. Work was planned to reconstitute the group and arrange a meeting date for the end of 2011.

**vi. Trail O Committee – 16 July 2011**

Board members noted the minutes from the last meeting.

**vii. IOF matters to report**

Board members noted the report circulated.

The main issue requiring feedback was the 'WOC in the future' paper. Gareth Candy had previously sought the views of athletes and had fed these directly into the IOF 'WOC in the future' group. These would also be fed into the overall feedback from British Orienteering.

**Action 11:** LW to draft feedback on the IOF 'WOC in the future' paper taking in views of athlete feedback gained from Gareth Candy. (LW, by end December 2011)

## **5. Performance Management & Monitoring**

**a. Sport Councils: To receive an update on the Sport England Key Performance Indicators and raise any queries.**

MH explained that Sport England had modified the reporting of KPIs to 6-monthly intervals and the next report would be available in time for the December Board meeting. The 30 month review with Sport England would take place at the end of October.

**b. Monitoring report: to receive the update and raise any queries**

**Action 12:** MH to circulate updated levy figures to Board members via email. (MH, ASAP)

**Action 13:** LM to send information on the Events and Competitions Chair appointment to Events Committee members, members of events groups, clubs and associations. LM to publish documents and a news item to raise awareness of appointment process. (LM, ASAP)

Board members were disappointed with the response so far of people interested in the position.

Board members discussed the likely composition of an appointments panel for the Events and Competitions Chair.

**c. Income Generation: To receive an update on progress**

MH briefed on plans for income generation including a recent meeting with David Meli, Sport England Relationship Manager.

**d. WTOC 2012: To note update on progress in staging the event, review meeting 30 August**

Board members reviewed the minutes previously circulated. Directors commented that the plans seemed on track and were happy with the progress made.

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**e. WOC 2015**

**i. To note the signing of the WOC 2015 Agreement**

Board members noted the signing of the WOC 2015 agreement.

**ii. To receive an update post partnership meeting to be held on 15 September**

MW briefed Directors on the content of the partnership meeting held with representatives of all stakeholders in Scotland on 15<sup>th</sup> September. The meeting was to discuss and agree the structure for delivering WOC 2015.

Board members agreed that WOC 2015 should be an integral part to the WSP 2013-2017. Board members acknowledged it was their responsibility to monitor the overall work focus as the overall risk sits within British Orienteering.

Board members agreed, in principle, the structure of the WOC 2015 delivery group.

Board members agreed MW as the British Orienteering representative on the WOC 2015 delivery group.

Board members agreed MH as Chair of the WOC 2015 delivery group.

Board members delegated authority to MW to make decisions within his remit as representative on the WOC 2015 delivery group.

Board members acknowledged that some decisions sit above the WOC 2015 delivery group and would need to be brought back to Board for agreement.

MW explained that contracts between the key stakeholders would be drafted and signed. Board members would receive copies of the contracts prior to signing.

**Action 14:** MW to draft what 'delegated authority' means in relation to the WOC 2015 delivery group and circulate for Board approval (MW, ASAP).

Board members approved Dave Peel as WOC 2015 Event Director.

The Board agreed that there was much thinking needed regarding handling the finances of the event but all members agreed that British Orienteering would need control of the finances as they were shouldering the risks associated with it. This had cost and resource implications.

**f. Self-assurance statement: To receive an update on the completion of the statement**

MH explained that the Sport England Self Assurance statement needed completing by Friday 30<sup>th</sup> September. The statement would require sign off by LW.

**6. Any Other Business: Consider matters raised by Board members at the meeting if time is available.**

Sports Charter – Board members agreed to sign up to the Government's Charter on Homophobia and Transphobia in Sport

**Action 15:** MH to contact the Equalities Office and sign British Orienteering up to the charter. (MH, ASAP)

Equality Action Plan – MH explained that the cycle of policy review, including the Equality Action Plan and Review, was detailed in the policy review document. British Orienteering is awaiting an update on the equality requirements post Equality Standards. Work to implement the details of the Equality Action Plan and Review will depend on priority of workload.

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Board members discussed future possibilities of formats for the AGM documents and potential future voting methods.

## 7. Dates & venues of next meetings

### a. Dates for 2011: Wed 14 Dec (Matlock)

Board members agreed to arrange telephone conferences for the first week in Dec and the week after the Association and Club conference in October w/c 16 Oct.

### b. Dates for 2012:

Board members agreed on the meeting dates for 2012; Tues 21 Feb, Wed 25 Apr, Tue 26 Jun, Tue 25 Sep Away day?, Wed 26 Sep, Wed 12 Dec. Venues to be agreed.

The meeting closed at 3.35pm

## Action List

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