

Board of Directors

Wednesday 6 July 2011

10:45 – 17:00

Holiday Inn, Birmingham City, B5 4EW



Minutes

Attendees:

Philip Baxter (PB)
Scott Collier (SC)
Neil Cameron (NC)
Mike Hamilton (MH)
Laura Martin – Minute taker

Henry Morgan (HM) (Left meeting at 1pm)
Martin Ward (MW)
Lyn West (LW)
John Woodall (JW)

1. Opening Business

LW welcomed all to the meeting and thanked them for their attendance.

a. Apologies

There were apologies tendered from Judith Holt and Mike Forrest.

b. Declarations of interest

PB declared an interest in budget discussions regarding funding to home countries.
There were no further additional declarations of interest

c. Minutes of the May Board meeting

MW outlined that a discussion regarding carrying out rankings in accordance with Appendix K took place at the May Board meeting and had been missed out of the minutes.

Action 1: LM to add a post-meeting note regarding rankings and Appendix K to the May Board meeting.

With the above amendments, the minutes were accepted as a true and accurate record of the meeting.

d. Action list: raise any outstanding actions & respond to any queries

LM gave a verbal update on the numbers attending and costs of the regional roadshows held in October and November 2010.

e. Notification of AOB

SC had previously submitted AOB items via email and they were included on the agenda.

f. Correspondence: to deal with any significant correspondence received since the last Board meeting

There was no significant correspondence during this period

2. Major items requiring decisions

a. Budget 2012 (MH) *

i. To agree the underpinning principles for the budget

The principles of the 2012 budget were discussed and agreed

The principles discussed and agreed were as follows:

- A breakeven budget should be prepared
- The reserves should be re-calculated in light of changes to the staffing structure
- The budget should be prepared in 3 significant sections 1) Membership and events, 2) Development 3) Performance

The Board discussed the re-branding of the 'International' programme as the 'Performance' programme. Staff felt that 'performance' was a more accurate description of the work conducted. The Board agreed and discussed communicating this to the

membership.

Action 2: Performance programme to change references to 'International' programme on documentation and on the website and communicate rationale behind change of branding to membership. (Performance programme, ASAP)

MH explained that MF, as treasurer, favoured a 'real' budget based on known costs. MH was happy with this principle however a level of contingency should then be included.

MH outlined that the impact of funding contracts meant that funding was allocated on specific programme basis and therefore the money has to be spent against these outcomes.

ii. To agree on the treatment of outstanding budgeting issues

Matters to be addressed

Board members discussed how the National Office infrastructure costs were split across full-time members of staff.

The following decisions were made regarding the draft budget for 2012. All would be reviewed at the September Board meeting:

- Level of budgeted Membership, Levy and Major Event income
- Level of salary increase
- Level of performance programme funding
- Level of governance costs
- Level of funding for IOF postholders
- Level of funding for home countries
- Level of funding for orienteering disciplines ie MTBO, TrailO, SkiO

Board members discussed costs relating to WTOC 2012, WOC 2015 and issues relating to coaching income, Volunteer Manager and Club and Coach funding.

Board members requested details of any budget shortfall by the September meeting. This will enable a discussion about how to pull the budget into line.

Action 3: Board members requested details of any budget shortfall by the September meeting (MH, MF and JB, September Board meeting)

Action 4: Board members requested details on how much British Orienteering generated funding was spent on staff salaries. (MH, MF and JB, September Board meeting)

Action 5: Board members requested a breakdown of spend for the British Orienteering governance structure. (MH, MF and JB, September Board meeting)

The Board noted that there was no direct programme funding for the Events or Marketing programmes.

MH explained that the Board will be required to agree a final budget at the September Board meeting.

b. Company Articles (MH)

i. To agree the project plan to roll out the new Articles

Board members agreed the project plan for developing the new Company articles.

ii. To review progress in drafting the new Articles

SC requested that the draft documents are published to members as often as possible along the drafting process to ensure constant communication.

MH and NC explained that they were building the draft articles on the sports specific example produced by a law firm and were adapting them to suit the needs of British Orienteering. The draft would map the clauses in the new articles to show how they relate to current British Orienteering articles.

These changes are necessary to ensure the articles are compliant with the changes implemented in the Companies Act 2006.

c. Membership & Levy (LW)

i. To agree the project plan to roll out the proposal

Board members agreed the project plan for developing the membership and levy proposal.

ii. To review the draft proposal and communication and agree modifications required

Board members discussed modifications to the draft Membership and Levy consultation paper

Board members agreed that the aim of the membership and levy system should be to have a “clear, simple, easily understood, easy to administer, fair process to collect and raise income that supports our vision.”

Board members went through amendments to membership and levy consultation draft.

Action 6: PB to amend membership and levy consultation draft paper in light of Board discussion. Circulate amendments to Board (PB, ASAP)

Action 7: Board to complete feedback on membership and levy consultation draft paper ASAP. (Board, ASAP after circulation)

d. Board Effectiveness: To report back on the survey findings (LM)

Board members thanked LM for producing the report.

Board members agreed to discuss the outcomes further at the September Board meeting.

Action 8: LW and LM to produce a summary of the Board effectiveness report to publish to members (LW and LM, by September Board meeting)

e. Rules documentation: To receive a progress update (HE)

Board members thanked Helen Errington for producing the papers.

Board members made minor wording amendments to the paper on British Champion eligibility.

Board members reviewed the rules documentation interim report. HE requested clarification on how to move the report forwards and the role of the planned Events and Competitions Committee in implementation.

Board members agreed that the task of moving the document forwards will be the responsibility of the, to be formed, Events and Competitions Committee.

3. Governance

a. Association & Club Conference: outline details circulated previously (LM)

i. Receive an update on the arrangements

Board members were given an oral update of planned arrangements by LM.

ii. Agree the criteria for the payment of expenses

Action 9: Board members requested LM to circulate details of the rationale used for paying expenses to delegates attending previous conferences. Board members to agree via email. (LM, ASAP)

Board members discussed approaching the Compass Sport Cup final organisers and asking about the possibility of conference attendees being allowed to run non-competitively.

b. Committee Review: Receive an update and agree the resolution to any issues arising (MH)

MH explained that he had circulated all feedback received so far on the Committee Review paper. Although there were many different opinions, there was overall acknowledgement that change to the structure was necessary. The next stage was to appoint a Chair designate for the

new Event and Competitions Committee. No other action would be taken until after discussion at the Association and Club Conference.

Action 10: MH to finalise person specification for Events and Competitions Committee Chair role. MH to circulate to Board members to agree. (MH, ASAP)

There was a discussion regarding whether or not directors should put themselves forward to be appointed the chair of a committee.

MH noted the Board's responsibility to decide the structure that is appropriate for British Orienteering.

Any appointment would be an open, fair and transparent process and would be done in line with the British Orienteering recruitment policy.

The Board agreed that it was their responsibility to appoint the best and most appropriate person to chair a committee, in this case designate chair of new committee, whether this be a candidate who was already a director or not.

Action 11: Board members agreed that the process for appointing a designate chair of the Events and Competitions Committee should be communicated to club and association chairs and secretaries. This should explain the discussion that had taken place at the Board meeting and the plan for moving this forward. (MH, ASAP)

c. **Communication with Associations: Director feedback from Association visits; brief points to note or of interest (All)**

LW explained that the BSOA/BOF agreement had now been signed.

LW explained that she had communicated with SOA with a view to a meeting during Scottish 6 day in August and was awaiting a response from the President.

There were no further comments regarding association liaison.

d. **Competition Review: Agree the final consultation stage (MH – standalone paper to be circulated)**

Action 12: MH explained that he would amend the final draft of the competition review paper. (MH, ASAP)

This paper would then be sent to BSOA and then out to the membership for consultation.

e. **International Influence Strategy:**

i. **Receive an update on the progress of the submission**

LM explained that a decision on the level of funding given by SRA would not be known until the end of July.

ii. **Update the Board regarding the response to the communication from Brian Porteous**

Board members discussed the position of the IOF representatives, in particular the position of Brian Porteous as Vice President of the IOF.

Board member agreed to pay all reasonable expenses for Brian Porteous' trips to IOF sanctioned meetings until September 2011 when the position would be reviewed.

Action 12: LW to talk with Brian Porteous and explain discussions that had taken place at the Board meeting and requirements of agreeing to fund him as an IOF representative. (LW, Aug 2011).

f. **Risk management (LW):**

Board members agreed the composition of the risk management sub-group. The members would be NC, PB and JW. The sub-group would report by September Board meeting.

g. **AGM 2012: Receive an update on arrangements and agree the venue and date (LM)**

LM briefed Board members on the options for timing and location of the AGM in 2012.

Board members discussed options and agreed to hold the AGM after the Sprint event on Friday 6th April 2012 at a venue at the sprint location.

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

i. Development Committee – 4 June 2011

Board members were awaiting publication of the latest meeting minutes.

Chair Ian Webb intends to feedback issues discussed at meeting on Committee review paper.

ii. Coaching Committee – 11 June 2011

Coaching Committee noted their thanks John Woodall for his involvement as the previous director liaison contact.

MH briefed Board members on the progress of the coaching operational plan.

MH noted the recent systems visit by the awarding body's external verifier. The external verifier was very happy with the procedures in place. Board members thanked Janine White, Administrator for her work streamlining procedures.

iii. International Committee – none

There had been no further meeting since the last Board meeting.

iv. Elite Competitions Group – 16 June 2011

MW noted that himself and SC had attended the ECG meeting on the 16th June. At the meeting the group reviewed the elite competitions held in the current year, and plans for the competitions in the next year. There was some specific discussion on which events should have elite courses, and how long they elite winning times should be at those events.

v. Events Committee – 18 June 2011

Board members were awaiting publication of the latest meeting minutes

MH briefed the Board on the Events Committee discussions regarding the Committee Review paper. Events Committee requested the swift appointment of a designate chair of the new Events and Competitions Committee.

vi. Welfare & Safeguarding Steering group – To note the appointment of Judith Holt as Chair

Board members approved the appointment of JH as new chair.

vii. TrailO Committee –

NC explained the next TrailO meeting was being held on Saturday 16th July.

viii. IOF matters to report – meeting notes circulated

LW explained that British Orienteering is still awaiting papers for the President's conference to be held during WOC 2011 in France in August.

In light of the decision being made about the bid for WOC 2015, both LW and MW are attending WOC 2011.

Board members noted the appointment of David Olivant as the new chair of Map Group. Board members wished to thank Colin Spears for his years of tireless work as Map Group Chairman.

4. Performance Management & Monitoring

a. Finance (MH in MF absence)

i. Quarter 1 re-issued management accounts

MH noted the change in presentation of the accounts and noted that there were still several issues regarding the presentation of the figures that needed improving.

ii. Quarter 2 (not yet prepared) to agree on the process to approve

MH explained that Jannette Blunden (JB), MH and MF were meeting on Thursday 14th July to discuss the management accounts for Quarter 2.

Action 13: Finalise the Quarter 2 management accounts and then circulate to Board to discuss. (JB, MH, MF, End July 2011)

b. Sport Councils (MH)

i. Sport England Key Performance Indicators: To receive an update and raise any queries

MH explained that staff had met with David Meli this week to discuss the latest KPI data. SE are satisfied overall with the current position however it was highlighted that we are not meeting all targets.

MH explained that SE will be holding a meeting later this month to discuss the requirements for the WSP 2013-17.

Progression of the WSP will be on the agenda for the September Board meeting.

ii. Sport England Annual Review: To receive an update on progress

The 24 month review feedback from Sport England was noted.

iii. UK Sport Annual Review: To receive an update

MH explained that Gareth Candy is working with UKS to agree targets for 2011 and 2012.

MH noted that UKS had employed a member of staff to oversee the governance process of the sports it funds.

MH suggested that he would have to prioritise work to address some of the issues highlighted by the UKS independent governance audit.

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

Board members reviewed and noted the monitoring report. Board members agreed that they preferred the new style report.

d. Income Generation (MH): To receive an update on progress

Board members discussed the potential opportunities for raising income and the resources needed in money or staff time to progress them further.

Board members agreed that income generation will form part of a wider discussion on the WSP at the September Board meeting.

Board members suggested asking members for their views about potential ideas for raising income. The Board suggested this should be via an edition of FOCUS magazine.

WTOC 2012 (NC): To receive an update on progress in staging the event

Board members received and noted the report from Anne Braggins and thanked her for preparing it.

e. WOC 2015 (MW): To receive an update on the preparations to visit the IOF at WOC 2011 in August

LM explained the current plans for promoting the bid at WOC 2011.

MW noted that Lynne Walker and Robin Orr were stepping down from their director roles for the Scottish Six Day Company. It would be important to build good working relationships with their replacements once announced.

f. Forestry Commission: To update Board members on continuing negotiations with FC

MH explained that the FC are currently in a period of restructuring and MH will update the Board with any developments.

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

a. SC: Travel distances members travel to events

SC explained the possibility of a research project into finding out how far members travel to events. SC noted that Ollie O'Brian had offered to do this research.

Board members noted that this would be useful information and agreed to the research. Board members noted that the development of a clear brief to guide the research will be necessary including covering any data privacy issues.

SC and MH will communicate about moving the project forwards.

JK Development paper

Board members held a brief discussion on progression of the JK Development paper but time did not permit full consideration.

6. Dates & venues of next meetings

a. Dates for 2011:

Wed 21 Sep (Away Day, Derby), Thurs 22 Sep (Derby), Wed 14 Dec (Matlock?)

b. Dates for 2012:

Tues 21 Feb 2012, Wed 25 Apr, Wed 27 Jun, Tue 25 Sep Away day, Wed 26 Sep, Wed 12 Dec

Action 14: Board members to review Board meeting dates for 2012 and feedback any problems to LM (Board, ASAP)

LW thanked everyone for their attendance and closed the meeting at 17.15

Action List

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