

# Board of Directors

## Minutes of the Conference Call held on:

Tuesday 22 April 2013, 18:00 – 19:00



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**Board attendees:** Martin Ward (MW); Scott Collier (SC); Bob Dredge (BD); Mike Hamilton (MH); Judith Holt (JH); David Maliphant (DM); John Woodall (JW)

**Minute taker:** MH

**Apologies received:** Philip Baxter (PB);

## 1. Welcome & Meeting Administration

The Minutes of the previous Board meeting were agreed as a true record.

Updates on outstanding actions from previous Board meetings: Feb and post AGM

Action 1: BD to look into the money remaining from WOC 76 and report back to Board (Next Board meeting). BD stated this work remains on-going.

Action 2: MH to look into issue of payroll and quasi-employees and put assurances in place to mitigate risks. (MH, ASAP). Completed: list of employees reduced and clarified, only self-employed (or volunteers) to be recognised as service providers

Action 3: Board members to read and submit comments on the Transgender Policy to MH (Board, by Friday 22nd February 2013). Policy being re-worked for consideration at the June meeting – draft will be circulated by email asap

Action 4: NC to develop document outlining numbering changes to articles caused by 2 AGM proposals (NC, ASAP). Completed

Action 5: Board members to review AGM booklet and feedback any amends or updates to their pen portraits to LM/MH. (Board, by Friday 15th Feb 2013). Completed

Action 6: MH asked to provide more information regarding the resource options for major events. This options paper should include how volunteers would be managed, a risk/reward analysis and recommendations. (MH, ASAP). On-going

Action 7: MH to investigate bespoke SRA training for Board members. (MH, by next Board meeting). Completed: where feasible directors interested to be supported in attending sports generic training organised by SRA.

Action 8: Board members tasked JW, DM and MW to put together an action plan for most effective Board communications with membership. (JW, MW and DM, by September Board meeting). On-going

Action 9: PB would look at the British Orienteering risk register and highlight key issues for Board to look at and address. (PB, by next meeting). On-going

Action 10: MW to confirm future dates of Board meetings, after consultation with Board members. (MW, ASAP) Completed with June meeting now confirmed as being Saturday 22 June.

Declaration of any interests in addition to those held on the register; no additional declarations were made.

## Decisions

### 2. Process for the recruitment & appointment of Independent Directors

MW introduced the item and handed over to SC who was thanked for the work he had done on this matter and the excellent paper he had produced.

SC stated that most recent Board skills audit had shown that competencies that the Board was weak in included marketing, legal, media, PR, fundraising, disability sport and safeguarding. The Board agreed that legal knowledge could be sought professionally as and when required, but that the appointment of Directors with skills in one or more of the other areas would be beneficial. It was agreed that the advertising should be targeted at people with specialist knowledge in areas of expertise that will be beneficial to British Orienteering, and the roles be made attractive to such individuals. It was noted that any appointees must be competent to serve as Directors.

After discussion it was agreed that marketing and media/public relations should be one area we seek independent directors in with fundraising and financial income streams being a second and equality and safeguarding the third priority.

Members agreed that it will be good to be able to appoint directors in two of these three areas of knowledge and competence.

Members also agreed that there should be a positive attempt to attract women onto the Board, but not at the expense of appointing independent directors with the best knowledge and competencies.

Board members were generally happy with the suggested channels for advertising – using the free options to advertise first and if unsuccessful tackle the pay for recruitment options to advertise. JW mentioned that it is important to use advertising channels that have a good ‘reach’ in order to attract suitable candidates. JW to send contact information of advertisers to SC.

Appointment process it was agreed that the Chair of British Orienteering should represent the Board on the Appointment Panel. It was agreed that a rota of Associations was a good method for selecting the Association Chair to serve on the Appointment Panel, and that Association Chairs should be identified by approaching each association on the rota in turn, starting from a different place on the rota each year. If the person approached was unavailable or preferred not to join the Appointment Panel, then we would just ask the next person on the rota. The suggested order of the rota was:

1	SOA	8	NEOA
2	SEOA	9	WMOA
3	NWOA	10	NIOA
4	EMOA	11	SWOA
5	WOA	12	YHOA
6	SCOA	13	EAOA
7	BSOA		

The Panel will also have a third member who should not be a member of British Orienteering and it was agreed that the preference is to use the SRA first to identify such a Panel member.

Board members were in agreement with the timetable provided which will aim to have appointed independent directors by the end of July.

### 3. Reforecast of the 2013 Budget

Brief overview was provided by MH and supported by BD. SC asked that the outturn of the budget be confirmed as neutral, which is no profit or loss.

MH to provide information regarding the Budget to members as soon as possible.

### 4. Liaison Directors

The Directors with Association liaison responsibilities were confirmed as:

<b>Portfolio</b>	
Associations	John Woodall
Development National Steering Group	David Maliphant
Event & Competitions Committee	Scott Collier
Governance	Judith Holt
Performance National Steering Group	? (was MW)
TrailO Committee	? (was Neil Cameron)
Association Liaison	
EAOA	David Maliphant
EMOA	John Woodall/Judith Holt
NEOA	Judith Holt
NIOA	Philip Baxter?
NWOA	John Woodall
SCOA	Scott Collier
SEOA	Scott Collier
SOA	Martin Ward
SWOA	John Woodall
WMOA	John Woodall
WOA	Bob Dredge
YHOA	Martin Ward
BSOA	Judith Holt?

NIOA, Performance National Steering Group, TrailO Liaison and BSOA Liaison to be agreed electronically and confirmed at the next Board meeting.

The role of Portfolio Holder includes the maintaining and enhancing their knowledge, skills and understanding of an assigned portfolio area by:

- Holding regular briefings with staff and or committee/working group chairs
- Participate in relevant committees and working groups
- Background research
- Attending training sessions, seminars and conferences in areas relating to the assigned portfolio
- Brief other Board members from time to time on issues relating to the assigned portfolio
- Investigating issues with clubs and associations

The portfolio holder will not have decision making powers or operational responsibility in relation to the assigned portfolio area – this is the responsibility of the Board or has been delegated by the Board to management under British Orienteering's Standing Orders.

Association Liaison Director Role includes:

- Work with Association Liaison Directors to communicate information to Associations and to bring feedback to the Board
- Produce summary of main messages to communicate to Associations after each Board meeting
- Work with other portfolio holders on consultation with Associations

## 5. University/College Orienteering BUCS (DM)

DM explained that BUCS are in the process of developing a 'sports criteria' which current BUCS-sanctioned competitions must meet. This seems to be a result of the BUCS office being at capacity and therefore being unable to accept any new sports. Orienteering is extremely likely to fail to meet the current proposed criteria by a considerable margin, and is therefore likely to be removed from the BUCS programme for 2014-2015. The Board needs to decide what, if anything, we would like to do about this.

A 'Rationalisation' of BUCS Sports

Relevant Documents: [BUCS Advisory Group Minutes, March 2013](#) (Section 4C)  
[Sports Criteria \(draft for feedback\)](#)

- BUCS has finite resources which are currently at capacity – no further sports can be added.
- The principle of adding and rationalising sports is part of the current BUCS strategy.
- BUCS are unable to increase their capacity, so to meet their stated aim of adding new sports, some must be removed from the programme.
- Current BUCS Sports will be assessed in the next few months and 'rationalised' in time for the 2014-2015 academic year.

A sports criteria document has been proposed to 'score' current BUCS sports against similar criteria to those required of new entrants. It measures sports on:

- The number of instructions participating in a programme
- The number of teams participating in a programme
- The number of individuals participating in a programme
- The financial cost/income to BUCS of a programme
- Whether a programme is at the maximum extent of its capacity
- The support received from the NGB in terms of participation and/or performance.

The criteria document is not yet finalised.

The timescale for change taken from the BUCS Advisory Group minutes for March 2013 states:

June 2013	Complete criteria
July 2013	Identify events at risk
2013/14	Opportunity for review / appeal
2014/15	Implementation

From this it would seem that we can plan for an Orienteering BUCS in 2014, but subsequent years are at risk.

Ways forward

It is thought that orienteering may lose its BUCS status after 2014. The Board considered a number of options as a response and agreed that:

- a) A university championship of some sort is required as it provides one of the main competition and social highlights of the year for university clubs. There would also be implications for World University Championships selections.

- b) Losing BUCS sanctioning is highly likely to cause severe reductions in established university clubs' funding from their universities. This is likely to make the sport less attractive to potential new members and cause the 'not a real sport' misconception to be even harder to overcome when recruiting in universities and colleges.
- c) British Orienteering should make an offer to BUCS to organise the championships with no commitment from BUCS. Ideally this will remain endorsed by BUCS to ensure universities retain funding and support for orienteering. Further work is required but it was agreed that the Board should make a pre-emptive approach to BUCS.

## Information

### 6. Association matters

It was noted that EAOA no longer has a chair and that NWOA has significant concerns regarding the organising of JK2015.

### 7. IOF Matters

It was agreed that MW should attend The IOF Presidents' Conference in Finland to represent British Orienteering.

### 8. Communications Update

DM provided an update on the use of social media indicating there has been modest growth in the use of Twitter and a big increase in the use of Facebook. This growth has created increased promotion of events.

### 9. Steering Groups Update

MH stated that work is now well underway to populate the Steering groups and the key volunteer positions to manage areas of work. National Associations have been requested to put forward names of a person who has the expertise and national knowledge to input into the various groups which are:

- Strategic Advisory Group
- National Steering Group for Coaching
- National Steering Group for Talent & Performance

The Coaching CPD Group currently consisting of association coaching representatives have a meeting organised for May at which the role of the members will be discussed. MH is working closely with Lynne Walker on this.

Draft Terms of Reference for the groups should be available prior to the June Board meeting but may take longer as the input from members of the groups is being sought.

The following key volunteers have been approached and have agreed to provide support:

- Hilary Palmer – Coaching Manager
- Pat Mee – Coaching qualification system

Role descriptions are being discussed and should be fit for the Board to view prior to the June meeting.

Needs Groups Update:

Recommendations from the two needs groups are planned to be presented to the Board at the June meeting.

## Monitoring performance

### 10. Review of the AGM

Laura Martin had prepared an overview of the AGM which stated that organisationally the AGM was a success with 75 attendees. Although the gender balance of director proposals did not pass, overall there was little comment or animosity to Board's position and views. The room was large enough with appropriate layout and teas and coffees provided.

Issues and suggestions:

- Early pre-organisation had been difficult as JK organisers did not want British Orienteering staff dealing directly with the school venue whilst they were still negotiating a contract. However organisation closer to the meeting, when dealing directly with the school, was effective.
- Only a few proxy votes were received in comparison to previous years. Cause was probably two-fold a) Issues were not particularly contentious and therefore people were not motivated to have their say b) AGM booklets went out via email and some members missed the link or were put off voting by not having the paper copy in front of them.
- In future, AGM booklet needs to clarify last day and time to submit proxy votes in line with articles or Company's Act, if different.
- The venue changed the room the AGM would be held in at the last minute and without informing us. However new room (Main Hall) was much better and well prepared so did not affect the overall meeting.
- Lack of knowledge of JK organisers and volunteers at Sprint day on where the AGM venue was in relation to Campus. Need to keep organiser better informed in future years and ensure better signage from Sprint.
- Postcode did not work on some Sat Navs. However, advertised postcode was provided by school itself. Need to check postcodes for future years.

- One suggestion was to have JK Sprint prize-giving held directly before the AGM and at the same venue, to emphasise the celebration and prestige of both the AGM and prize-giving. LM can discuss this possibility with Helen Errington and JK 2014 organisers.

#### Positives

- Venue and refreshments were provided free of charge.
- Sufficient British Orienteering staff were in attendance to ensure the meeting ran smoothly with few hiccups. Learning from previous years meant issues such as prize-giving and registration were handled more efficiently.
- All required papers, forms etc...were available.
- AGM roles and responsibilities document was issued to all staff in attendance to outline roles and priorities for the meeting. Kept staff informed and focussed on their designated tasks.
- AGM script was prepared to assist in running of meeting, agenda and prize-giving.
- Meeting ran quickly and stayed to time.
- Votes collected, counted and announced to meeting quickly and accurately.

#### Work to follow up

- How to deal with future presentations of 'gender balance of Board members' proposals to increase the likelihood of proposal acceptance.
- AOB item of insurance, go out to tender for insurance contract from 2014 onwards (as was planned anyway).

BD stated this was a good summary and expressed thanks to LM for preparing it.

The Board agreed the 2014 AGM should be held on the Friday after the JK sprint. SC expressed concern at the potential travel problems to accommodation and the need to get through the AGM quickly.

## 11. WOC 2015

Key issue is the appointment of the Event Director; the appointments process was discussed briefly.

There is a need to update the WOC 2015 budget and this work is progressing in order to present the updated budget to EventScotland by the end of April.

BD queried World Masters Orienteering Championship 2015 in light of dates published; MW explained the current situation – not good but slightly better than it had initially appeared.

## 12. Any Other Business

It was noted that LEI and DVO had done a good job staging the British Sprints and Middle, the Board congratulated them.

## Action List

### Outstanding:

Action 1: BD to look into the money remaining from WOC 76 and report back to Board (Next Board meeting). BD stated this work remains on-going.

Action 6: MH asked to provide more information regarding the resource options for major events. This options paper should include how volunteers would be managed, a risk/reward analysis and recommendations. (MH, ASAP). On-going

Action 8: Board members tasked JW, DM and MW to put together an action plan for most effective Board communications with membership. (JW, MW and DM, by September Board meeting). On-going

Action 9: PB would look at the British Orienteering risk register and highlight key issues for Board to look at and address. (PB, by next meeting). On-going

### Action List:

Action 1: Recruitment of Independent Directors to be completed by end July 2013 (MW/SC)

Action 2: Budget 2013 information to be provided to members as soon as possible (MH)

Action 3: Independent Director Appointments Policy to be produced asap and circulated for Board approval (SC)

Action 4: Liaison Directors for NIOA, Performance National Steering Group, TrailO Liaison and BSOA Liaison to be agreed electronically and confirmed at the next Board meeting (MH)

Action 5: The 2014 AGM will be held on Easter Friday after the sprint; notification to members in the next Focus (MH)