

2017 ANNUAL GENERAL MEETING BOOKLET



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36th Annual General Meeting

The 36th Annual General Meeting of British Orienteering Federation Limited will be held at **5.00pm** on **Friday 14th April 2017** in **Lecture Room 061** at **The Lecture Centre, Brunel University London, Kingston Lane, London, Uxbridge, UB8 3PH.**

Agenda

1. Apologies for absence
2. Minutes of the 35th AGM held on Friday, 25th March 2016 *
3. Chair's Report (page 4 of the Annual Report 2016)
4. Treasurer's Report (page 18 of the Annual Report 2016)
5. Chief Executive's Report (page 7 of the Annual Report 2016)
6. Proposals (page 2 of the 2017 AGM Booklet)
7. British Orienteering Awards Ceremony
8. 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/page/agm> or by going to Governance and then AGM. They can also be obtained from the National Office on submission of a stamped addressed envelope to British Orienteering, Scholes Mill, Old Coach Road, Tansley, DE4 5FY.

PROPOSALS

Proposal 1: Adoption of Accounts

That the accounts for the financial year ending 31 December 2016 be adopted.

Proposed: The Board of Directors

Copies of the accounts will be available at the AGM and will be published on the website prior to the AGM 2017.

Proposal 2: Appointment of Auditors

That Grant Thornton UK LLP be appointed as the auditors for the 2017 accounts to be presented at the 2018 AGM.

Proposed: The Board of Directors

Supporting Statement

The audit by Grant Thornton undertaken for the 2016 Accounts was again thorough and challenging. In 2013, the opportunity was taken to seek competitive tenders for the 2014 audit. After consideration of the tenders, the Board nominated Grant Thornton UK LLP for reappointment as auditors on the understanding that different partners and audit staff be involved in future audits. This was agreed at the 2014 AGM, and a new partner was allocated to the audit.

Grant Thornton have indicated that they are content to again undertake the audit in 2017 and the Board now proposes that Grant Thornton UK LLP be appointed as our auditors for 2017.

Membership Fees and Event Levy 2018

No proposal is made to change the membership fees and event levy from 1st January 2018. They will remain the same as they are in 2017.

From 1st January 2018 until amended, fees will be as follows:

Senior member – £10.00

Junior member – £3.30

Levy per senior – equivalent event participant – £1.50

Club affiliation fee – £46.00

University club affiliation fee – £9.20

Proposed: The Board of Directors

Supporting Statement

The membership fees and event levy were raised significantly at the EGM held in October 2016 and the Board has decided to leave the fees and levy static at the same level as in 2017.

Membership and levy fees are British Orienteering's main source of non-grant, non-conditional income. This income is vital in paying for the services that British Orienteering provide to the membership, including many of the behind-the-scenes costs of administering and developing the sport.

Elections

Nomination for President: Sir Christian Bonington, CBE.

Proposed: The Board of Directors

Board of Directors:

The Board consist of:

6 Elected Directors – elected at the AGM and serving a maximum 3 terms of 3 years

3 Appointed Independent Directors – appointed by a Panel and serving a maximum of 3 terms of 3 years

The Chief Executive of British Orienteering who is an Executive Director and serves as Company Secretary

At each AGM, a minimum of two Elected Directors are required to be elected.

At the 2017 AGM two Elected Directors Martin Ward and Judith Holt reach the end of a term in office; Martin has served the maximum length in office of 3 terms of 3 years and cannot be re-elected; Judith has reach the end of her second term in office and has been nominated for re-election.

No other nominations to stand as Elected Director have been made therefore Judith Holt will be re-elected for her third and final term.

The Board has the powers to co-opt a member of British Orienteering to the Board to fill the second Elected Director position if they wish. The Board will also continue to work to encourage more members to put themselves forward as Elected Directors.

In 2017 two Appointed, Independent Directors will be appointed; David Camm has reached the end of his first term in office and John Flook is resigning with effect from 31 March 2017 due to personal reasons. Recruitment for the two positions has commenced and David Camm has indicated he is available for re-appointment.

2017 Nominations for Elected Directors:

There are two Elected Director vacancies on the Board and one nomination:

Judith Holt (Derwent Valley Orienteers, Director until 2017, 2nd term)

I have been involved in orienteering for 28 years. I am a regular competitor in events at all levels and active as an event official in my local club as well as running a Club Night. I am a coach and have been involved in coach education and assessment. I have brought to my director role skills drawn from my professional experience as a senior manager in Social Work and latterly in Higher Education.

During the past six years as a director I have learned a great deal about the wider sports landscape and how British Orienteering fits into this. On the board, I have taken a particular interest in; liaison with British Schools Orienteering, Welfare and Safeguarding and Development.

Following the 2016 AGM I took on the role of chair of the Board. British orienteering has started the work needed to respond to the major challenge created by loss of external funding. I am standing for a third and final term on the Board in the hope that I can contribute to the implementation of our new Strategic Plan.

I continue to believe that, while it is important that the board works to promote our sport as we currently know it, my passion is to ensure that the joy and benefits of orienteering are accessible to a new generation of participants. That will mean making further changes to when, where and how we orienteer. I do my best to listen to different, frequently opposing, views and to help orienteering find the best path through the challenges that arise through development of the sport.

Proposer: Martin Ward

Seconder: Julie Webster

Elected Directors – Current Profiles

Philip Baxter (Lagan Valley Orienteers, Director until 2018, 3rd term)

I have been orienteering for almost 50 years, with undimmed enthusiasm and occasionally with accuracy. I am a long term member of LVO and, for a while, BAOC and QUANTICO in the USA. I have orienteered, planned and organised around the world at all levels. I was part of the core delivery group for JK

2011 as Treasurer and Day 4 Planner. I am a regular club coach and also a Grade 2 Controller with ambitions to progress. Fundamentally, though, I am an orienteer who enjoys running courses set by others and setting courses for others to run.

I have spent 8 years on the Board, bringing a balancing perspective from one of the smaller Associations outside England. I have considerable experience in strategic planning, developing and implementing policy and analysing corporate risk, in the orienteering world and as a Trustee of a major UK mental health charity. I have been the on the Northern Ireland Orienteering Association since 2007, as Chairman and Vice-Chairman. In this latter capacity, I was instrumental in developing a new long term strategic plan that helped secure a fourfold increase in Sport NI financial support, funding 2 full time posts as well as allowing us to start our own NI Schools Orienteering Association. I am a keen supporter of club level activities and events, seeing them as the basis on which all essential orienteering volunteering is founded. I am also keen to see orienteering improve its use of promotional material across all platforms to increase the number and frequency of participation.

I live in Northern Ireland with my wife Helen (a keen W60) where we both coach and tutor. My son (M21) is an occasional orienteer and my daughter (W21) is a keen member of LVO with experience of running at WOC.

Bob Dredge (Walton Chasers Orienteering Club, Director until 2019, 3rd term)

I was seconded onto the Board in 2012, and elected in 2013 to essentially fill the role of Honorary Treasurer. In doing this I try to support our staff and, if appropriate, challenge them. I also try to ensure that the Board, and Members, are fully aware of our financial position. I also attempt to play a full role in the broader governance of the sport and make myself available to support all aspects of the Board and our functioning. I estimate that, all in all, I am giving around a day a week to the sport and have the time and inclination to so do.

I am the Board link to the Welsh and South Central Associations and make every effort to attend their meetings and liaise with them as and when the need arises-from both sides. I am always happy to take their comments and concerns-and indeed any Members-to the attention of our staff and the Board. I am also the Chair of the Talent and Performance Steering Group which oversees the talent and performance programmes. In this role I have made myself available to support and encourage our staff and athletes. I try to help at some of the squad camps so that I can see what goes on "on the ground", and be visible to the athletes as well. I also have been asked to assume the lead and links for IOF matters and have recently been appointed to the IOF Ethics Commission.

I remain an active orienteer and compete most weeks. More practically I do try to contribute to the everyday running of the sport by helping plan and organize and assist at local events.

David Maliphant (Lakeland Orienteering Club & DrongO, Director until 2018, 2nd term)

Five years ago I stopped complaining about orienteering and stood for election to the Board. Since then I've been trying to do my best at Board-level for the sport I've loved all my life. I grew up in Bristol Orienteering Klub, then moved on to Cambridge University Orienteering Club where I learned the importance of selling our sport effectively to young people as Captain and later Publicity & Development Officer, as well as organising the Cambridge City Race. I was also Volunteer Communications Manager at the World Orienteering Championships. Now I'm a member of Lakeland OC and work for an educational publishing company in South Cumbria.

Julie Webster (Nottinghamshire Orienteering Club Director until 2019 1st term)

I became an orienteer 10 years ago as a result of my son's interest. He has long since moved on, but my husband and I still compete every week and are active volunteers with NOC and EMOA. I have organised a good number of events including last year's Midland Championships at Sherwood Forest.

I recently stepped down after almost 30 years in the IT industry where I led the governance and delivery of major software projects using teams located across Europe and Asia. My strengths are in bringing diverse teams together to collaborate and deliver as required, on time, and to budget, and I achieve this by listening, building relationships and active influencing. I have also worked in a training capacity and enjoy helping people to learn new things.

As a passionate orienteer, I am beginning to gain a broader insight into the challenges of the sport, and I am keen to ensure orienteering as a sport endures and grows in line with the changing demands of today's competitors by helping to drive the strategy for the future through strong communication and influencing.

Appointed, Independent Director – Current Profiles

Elizabeth Pariag (nee Dunn, Independent Director until 2018, 2nd term)

I am a solicitor at a leading global law firm, with a practice focussing on commercial and regulatory matters in the sports and gambling industries, including sports media rights, sponsorship, governance, licensing and event-staging issues, gambling licensing and regulation. I was twice seconded to both the legal and sports teams of the London Organising Committee of the Olympic and Paralympic Games (LOCOG), where I gained experience working with LOCOG's sports management teams, national governing bodies, international federations, the IOC, commercial partners and other stakeholders, such as the National Trust. I am passionate about the importance of sport and the positive influence sport can have, no matter who you are and how you get involved. I am looking forward to continuing to work with British Orienteering during a challenging period for sport in the UK.

David Camm (Independent Director until 2017, 1st term)

I joined the Board of British Orienteering as an independent Non-Executive Director. Professionally, I am a Management Consultant and have worked with the boards of many blue-chip organisations to deliver programmes of strategic change. I am an active trail runner that has competed for Great Britain as an age group triathlete and participated in Mountain Marathon and Mountain Bike Orienteering type events regularly over the last 8 years. I am passionate about health and fitness and I am also a qualified Sports Therapist and fitness coach.

Proxy Voting Instructions

For the Annual General Meeting of British Orienteering on the Friday 14th April 2017 or at any adjournment thereof.

Voting

All individual members of British Orienteering are entitled to vote at the AGM, in person or by proxy, provided they will be 18 years of age or older on the 31st December 2017. Each member has only one vote.

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 withdraw their proxy vote 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.

To appoint a proxy to vote on your behalf you must complete a Proxy Voting Form. Only one Proxy Voting Form can be accepted from each member and to count the Form must be completed and returned to the National Office before 5.00pm on Wednesday 12th April 2017.

In completing the Proxy Voting Form, you decide who will act as your proxy, the Chair of the meeting or a named person; then you need to decide if you wish to instruct your proxy how to vote on your behalf, or whether you leave the proxy to cast your vote at their discretion.

By Post

The Proxy Voting Form should be completed and posted to:

Company Secretary, British Orienteering, Scholes Mill, Old Coach Road, Tansley, Matlock, DE4 5FY

By Email

The Proxy Voting Form should be completed and then scanned or photographed and emailed to:

info@britishorienteering.org.uk.

Please note:

In accordance with 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 45.

Proxy votes may only be cast by a person who is personally present at the meeting. Appointing the Chair of the Meeting, whoever that may be, ensures that your proxy vote will be cast.

A proxy may cast your vote or abstain at his or her discretion unless specifically instructed otherwise in Section B of the proxy Voting Form. If you use the Form 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.

British Orienteering AGM 2017 - Proxy Voting Form

Completed forms must arrive at the National Office no later than 5.00pm on Wednesday, 12th April 2017.

I, (Name in block letters) _____,

Membership Number: _____, wish to cast my vote as follows:

Section A – must be completed

I appoint the following person as my proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Section B.

- 1. My appointed proxy will be the Chair of the Meeting unless I complete (2)
- 2. My appointed proxy is (enter Proxy's name in block letters) _____
If no name is entered my appointed proxy will be the Chair of the Meeting

Section B – to be completed if you wish to instruct your proxy how to cast your vote

I instruct my proxy to cast my vote as detailed: (place a single cross in the appropriate box against each proposal you wish to instruct your proxy how to vote; if left blank your proxy has discretion in casting a vote on your behalf).

Proposal:

- 1. Adoption of Accounts
- 2. Appointment of Auditors

	FOR	AGAINST	ABSTAIN

Signature: _____ Date: _____

You may print multiple copies of this Proxy Form as required.