

2018 ANNUAL GENERAL MEETING BOOKLET



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37th Annual General Meeting

The 37th Annual General Meeting of British Orienteering Federation Limited will be held at **5.15pm on Friday 30th March 2018** in **The Main Gymnasium at The Ministry of Defence, Beacon Barracks, Stafford ST18 0AQ.**

Agenda

1. Apologies for absence
2. Minutes of the 36th AGM held on Friday, 14th April 2017*
3. Chair's Report (page 2 of the Annual Report 2017)
4. Treasurer's Report (page 15 of the Annual Report 2017)
5. Chief Executive's Report (page 4 of the Annual Report 2017)
6. Proposals (page 2 of the 2018 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 2017 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 2018.

Proposal 2: Appointment of Auditors

That Grant Thornton UK LLP be appointed as the auditors for the 2018 accounts to be presented at the 2019 AGM.

Proposed: The Board of Directors

Supporting Statement

The audit by Grant Thornton undertaken for the 2017 Accounts was again thorough and challenging.

The Board recognise that the Audit was last put out to tender in 2013 and therefore propose to have a competitive tender process for the 2019 audit.

British Orienteering Federation Limited's articles of association and Company Law do not require us to have a full audit. The Board considered a Compilation Report as an alternative to a full audit. A compilation provides no assurance on an organisation's financial statements and there are no testing or analytical procedures performed during the process. The Board took a view given the staffing levels of the Federation that it would like the re-assurance that a full audit would bring to members in respect of the finances.

Grant Thornton have indicated that they are content to again undertake the audit in 2018.

Proposal 3: Membership Fees and Event Levy 2019

From 1st January 2019 until amended, fees will be as follows:

Senior member – £11.00

Junior member – £5.00

Levy per senior – equivalent event participant – £1.50

Club affiliation fee – £60.00

University club affiliation fee – £20.00

Proposed: The Board of Directors

Supporting Statement

The Board of Directors would like to propose an increase in membership fees from 1st January 2019 after two years of being frozen.

The fee for club affiliation has been increased to cover the costs of Employers Liability insurance.

The income generated from membership is invested into key areas to support the sport including:

- Public liability insurance
- Club Employer insurance
- Fulfilment of membership services
- Support the Strategic Plan
- Support the talent and performance programme

British Orienteering has a strategic plan and will have to be a financially sustaining organisation from 2021 and the increase is to support this very key strategic aim.

Direct benefits to members will include:

- Public Liability Insurance when participating in events and activities registered with British Orienteering
- Access to competitions
- Discounts from national and local companies through the member discounts scheme including:
 - 15% at Cotswold Outdoors

- 10% and free standard delivery with sportsshoes.com
- 10% with Up & Running
- 20% with SkyParkSecure.com
- 50% when joining the YHA
- Access to coaching qualifications
- Monthly email newsletters
- Voting rights

No changes to event levy have been proposed.

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 2018 AGM there are three Elected Director Positions available. Ruth Holmes was co-opted in 2017, Phillip Baxter has reached the end of all three terms and David Maliphant is stepping down at the end of two of his three terms.

Scott Collier, Ruth Holmes, and Andy Robinson have been nominated to stand for election.

As there is the same number of nominations as there are vacancies Ruth Holmes, Andy Robinson and Scott Collier will be elected onto the Board unopposed. In accordance with Article 31.7.1 Ruth Holmes will be elected for a further two years of her first term.

Andy Robinson and Scott Collier will be elected on a first term of three years.

2017 Nominations for Elected Directors:

There are three Elected Director vacancies on the Board and three nominations:

Scott Collier (Cornwall Orienteering Club)

I'm passionate about orienteering. I want to build a sustainable future for competitive orienteering, across the country and at all levels. I believe we can increase the number of younger adults who orienteer, as is happening in other adventure sports.

In my professional life I've worked in a range of public-sector technology, analysis and policy roles, and I hold qualifications in project and change management. I previously served as a Director of British Orienteering from 2011 to 2014, including a year as Vice Chair, and I've sat on assorted committees and workgroups at national and association level. My involvement in major events has included organising the JK relays and writing web content for WOC 2015, and I've planned numerous races for a variety of clubs.

As a competitor I possess more enthusiasm than talent, and at championships my name can usually be found towards the bottom of the M21E results.

Proposer: Bob Dredge

Secunder: Ruth Holmes

I have been involved in Orienteering all my life having been introduced with my family as a child. I have enjoyed and benefitted hugely from being a part of the social and competitive aspects of orienteering as a junior, and went on to train and compete as a senior for Great Britain at World Championships and World Cups. As a retired athlete I continue to compete and be involved in orienteering. It is the experiences that I have gained from orienteering both in the UK and the opportunities that I have being lucky to have all over the world that drive me to want to be involved in the leadership of our sport in the UK, to ensure that the sport that I love has an exciting future.

I work in Innovation for the English Institute of Sport, with broad experience across Olympic and Paralympic sport, developing and delivering new initiatives in the high-performance system. I was co-opted onto the British Orienteering board in 2017 and have spent the last 6 months getting to know and understand the challenges that our sport faces and where I can best support the incredible work of the executive and the membership.

Proposer: Jon Cross

Secunder: Tessa Strain

Andy Robinson (South London Orienteers)

June 1977. Ranmore Common. Wayfarers Course. 2.3km. En-route to first control thinking “this is great – this is what I want to do”. I was 22 and finished second to an 11-year-old. Since then there have been long stints as South London Orienteering Club captain, then South London Orienteering Club Fixtures Secretary, and on South-East Orienteering Association committee. At national level there have been short stints on GP&F committee and Senior Competitions Group. I have organised a JK Relays, a World Cup Sprint, a JK day 2 and a BOC individual.

Retirement and an imminent move to Cumbria mean it's time to do something different and as BOF director I would promote orienteering as a competitive sport while widening the base by expanding the variety we offer. Professionally I was a Chartered Accountant and for many years was the senior employee in organisations run by the membership. I understand how the relationship should work.

Proposer: Graham Gristwood

Secunder: Nick Barrable

Elected Directors – Current Profiles

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

This will be my last year on the Board as my initial six months of co-option count as a term of office. I plan and hope I can hand over some of the knowledge and lessons I have learnt to a new Treasurer who can continue to challenge and support our dedicated staff. I also hope that someone on the Board will take on and actively support the Talent and Performance programmes that deserve the full recognition of the efforts put in by all who actively support them. I am the Board link to the Welsh and South-Central Associations and will continue to 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 will continue to be the Board link to the IOF and will attend WOC and the General Assembly-where I will be cheerleading for our dedicated athletes as well as dealing with more formal matters including my membership of the IOF Ethics Panel.

I have learned so much about the sport-the administration, politics and approaches to performance that were not apparent in my 30+ years of orienteering before my involvement at British Orienteering. As a rewarding, if at times frustrating, way to give a bit back I would encourage all of you to give some serious consideration to getting involved and doing something positive to develop and sustain our sport.

Judith Holt (Derwent Valley Orienteers, Director until 2020, 3rd 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 the 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 the development of the sport.

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

I became an orienteer 10 years ago because 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 Nottinghamshire Orienteering Club and East Midlands Orienteering Association. I have organised a sizable number of events including 2016'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 effective communication and influencing.

2018 Appointments for Independent Directors:

There are no Appointed Independent Director vacancies, one current Appointed Independent Director is available for re-appointment.

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.

Appointed, Independent Director – Current Profiles

Darren Bernstein (Independent Director until 2020, 2nd term)

I have worked in the Sports Industry throughout my career in a variety of roles and sports. Currently a lecturer in Football Business & Marketing at UCFB Etihad Campus, previously I have been Marketing and Communications Director of England Squash, where in addition to the Marketing and Communications functions, I also oversaw Events & Competitions, Insight and Commercial. This built upon the experience of a range of other football governing bodies, having worked for The Football Association for 6 years and the Football League for 5 years, following a spell in the Republic of Ireland working for the Football Association of Ireland.

Sport has always been a part of my life and I've been lucky to pursue a career ensuring that other people benefit from its power to unite, educate and give confidence to groups and individuals. This is my motivation for offering my time and experience to British Orienteering and the sport in general.

Margaret Nolan (Independent Director until 2019, 2nd Term)

I have more than 18 years' experience working with and for National Governing Bodies of Sport and County Sports Partnerships plus 14 years in private industry in the financial services, engineering and retail sectors. I bring a broad range of skills to the role of Board Director and a wealth of experience in the sports, exercise and leisure industries.

I joined British Cycling in 1998 and worked my way up to become Head of National Programmes taking a leadership role to establish, recruit and manage a national development programme. From 2007-2011 I managed Sport England's club and volunteer programme (runningsports) working across all 46 NGBs and the CSP Network, supporting paid and voluntary workforces with governance; administration; volunteering; and financial management products and services. More recently I was the Development Director at British Fencing and British Taekwondo, working with the respective CEOs, Senior Leadership Teams and Boards to create company strategy, turning the company vision into action through national, regional and local delivery programmes. I have achieved success through effective collaboration and continues to share her passion to empower others to innovate, inspire and activate participation.

Away from work I am an active volunteer, enjoy walking, yoga and I have recently taken up climbing.

Proxy Voting Instructions

For the Annual General Meeting of British Orienteering on the Friday 30th March 2018 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 2018. 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 5.15pm on Wednesday 28th March 2018.

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.

Completed forms must arrive at the National Office no later than *5.15pm on Wednesday, 28th March 2018*.

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:

- Adoption of Accounts
- Appointment of Auditors
- Membership Fees

	FOR	AGAINST	ABSTAIN
Adoption of Accounts			
Appointment of Auditors			
Membership Fees			

Signature: _____ Date: _____

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