

2016 EXTRAORDINARY GENERAL MEETING BOOKLET



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Extraordinary General Meeting

The Extraordinary General Meeting of British Orienteering Federation Limited will be held at **11:00am on Saturday 29th October 2016**, venue **The Priory Rooms Meeting & Conference Centre**, Quaker Meeting House, 40 Bull St, Birmingham B4 6AF.

The venue is a short walk from New Street and Snow Hill rail stations. For those travelling by car there is no parking available at the venue, however discounted rates are available at the nearby Londonderry House NCP. The car park provides secure parking and is only a short walk from the conference centre. More information on directions and transport can be found [here](#).

Agenda

1. Apologies for absence
2. Appointment of Tellers
3. Proposal
4. Meeting closes

The Club & Association Conference will commence after a short break.

PROPOSALS

Proposal 1: Membership Fees & Levy 2017

That, for the 2017 membership year, the British Orienteering membership fees and levy be set as follows:

Option 1: To increase the membership and levy fees to:

Senior member – £10.00

Junior member – £3.30

Levy per senior equivalent participant – £1.50

Option 2: To increase the membership and levy fees to:

Senior member – £7.50

Junior member – £2.50

Levy per senior equivalent participant – £1.70

Proposed: The Board of Directors

Supporting Statement

Background

British Orienteering is the National Governing Body of Sport (NGB) for Orienteering - it sets rules; governs events and competitions; provides vital services and information for members and clubs; represents the sport nationally and internationally; and is an essential conduit to access additional funding sources.

The financial position of British Orienteering and other NGBs is changing in 2017; government funding that has subsidised our 'core business' will no longer be available and consequently core business must become self-funded. We are asking for your support in ensuring that British Orienteering is able to continue to fulfil its role and responsibilities to members, clubs and towards the wider development of the sport.

An overview of the core business of British Orienteering has been [published](#). Whilst volunteers play a vital role in delivering strategy and some core business, much of the core business is led, facilitated, coordinated and/or delivered by a small, paid staff team.

Government and lottery investment to NGBs is channelled through the sports councils. Currently only funding through Sport England is available to subsidise the core business of British Orienteering and this funding is being removed from 1st April 2017. This creates an estimated shortfall of £138k per year. The external funding available after this date will be ring-fenced specifically for certain development activities and not to subsidise core business.

In anticipation of this change in funding, cost savings exceeding £40,000 per annum have been instigated since 2014, including not replacing departed staff and relocating to a lower cost National Office. Further cost savings are planned for 2017, including a restructure of staffing and consideration being given to reducing the cost of Focus and the financial support to the performance programme. We continue in our efforts to reduce costs further whilst we seek to identify and secure alternate sources of income.

Our only reliable sources of income are membership fees and levy, our main source of non-grant, non-conditional income. Over the last 10 years this income has stayed relatively level at £170k in 2005, £199k in 2010 and £180k in 2015. Our other incomes include major events profit share and trading profit, which generate a total of approximately £35k per year. Members have indicated they do not want an increased cost of entry to major events, therefore the only available and reliable way to increase income is through raising the membership fees and levy.

Vision & Strategic Plan

A vision for orienteering and a strategic plan have been developed. Consultations on the vision and strategic plan have already taken place and further consultation will follow; so far support for the main thrusts of the plan has been strong. The plan focuses on:

- Increasing competitive orienteering
- Increasing participation in all aspects/forms of orienteering
- Achieving sustainable success on the international stage

These are underpinned through programmes to: develop and support volunteers; raise the profile of the sport; provide good leadership & governance; become more financially sustainable.

Delivery of the Strategic Plan will be in addition to running the core business, with funding to be secured separately, drawing particularly on the theme of participation, which in turn will lead to a wider membership base and a secure and sustainable future for the sport.

2017 onward

We would like to be able to itemise plans showing you the specific changes that will be made depending on the outcome of this proposal. This is not feasible as employment law and human resource constraints prevent disclosure of details and potential changes before due process has been followed with staff, and consultations with staff cannot commence until the financial position is known. However, it is feasible to spell out the implications of the funding position facing British Orienteering in 2017:

- a) If the proposal is not adopted: The current staff structure contains 6 people including an administrator and a part time administrator, this excludes staff employed fully through grant aided posts. This small staff structure combined with the costs associated with the National Office and services receives £138k of subsidy through Sport England. *The current staffing structure is not sustainable if income levels remains static, that is, if membership fees and levy remain the same, staffing and discretionary costs must be significantly reduced further. We will be unable to maintain even the basic core business of an NGB. Publishing Focus and supporting the WOC programme will not be feasible.*
- b) If the proposal is adopted: The additional income will reduce the need to cut staffing levels so drastically, albeit the current staff structure will still need to be reduced. The staffing structure will still have to be reviewed and restructured to align the roles with the changed circumstances. British Orienteering will remain a very small but viable NGB able to deliver a reduced package of core business. We will be unable to support the implementation of the strategic plan, certainly in the short term. *This is the position outlined in the [‘Strategic Budget 1: Prudent’](#) and is sustainable if either option in this proposal is adopted. Note, it is still unlikely to be feasible to publish Focus in its current form nor to be able to support the WOC programme.*
- c) Implementing the Strategic Plan: If we want to deliver core business and implement key aspects of the strategic plan this will require additional funding and resources over and above the increases inherent in this proposal. This position is outlined in the [‘Strategic Budget 2: Strategic Implementation’](#). We understand and accept this will be challenging and will rely on increasing the number of members and participants. It will also require a gradual increase in membership fees and levy by small increments annually alongside developing additional commercial income. *We accept acquiring this funding will not be achievable in 2017 but may become achievable over a number of years.*

The Board is faced with a dilemma; no increase in membership fees and levy income accompanied by a significant reduction in staff will lead to a deterioration in the delivery of core business; asking you to support the membership fees and levy increases inherent in this proposal will still lead to a reduction in staff but should enable a sustainable delivery of a reduced package of core business; neither outcome addresses the larger question of how the full strategic plan will be funded.

Proposition

Since the original proposal to increase membership fees and levy for 2017 was withdrawn at the AGM, consultations have taken place through the summer. A detailed report of the consultation feedback has been considered by the Board and [published](#). The options in the proposal demonstrate the sympathy the Board has with the development/participation argument made by some members and clubs, that is increasing the levy too much will impact on participation particularly at local events. We are committed to investigating ideas that have been put forward including investigating other means of income generation and the mechanisms used to collect income.

Net of cost savings already realised, a shortfall of circa £80k in core business running costs has been identified for 2017. Given further anticipated cost savings for 2018 and beyond, the Board have agreed that £11.5k of funding can be covered from reserve for 2017 only. The Board therefore seeks your approval to cover the remaining £68.5k of funding via an increase to membership fees and levy, set-out in the two options. This increase in income is based on membership numbers and participation at events remaining similar to 2015 levels.

The requested increases are modest – a senior member taking part in 30 events a year would contribute to British Orienteering an additional £12.50 under Option 1 or £16.00 under Option 2.

We believe the options within the proposal are fair in distributing the cost of running the governing body across members and participants. Option 1 tends towards a higher increase in membership fees and lower increase in levy whilst Option 2 tends towards a lower increase in membership fees and a higher increase in levy. As a consequence of the consultation the levy element in both has been reduced from the examples used in the consultation.

If you are considering voting 'against' the proposal, you should appreciate that it will not be possible to sustain the core business expected of British Orienteering as a national governing body of sport.

The Board ask for your support to adopt either option 1 or option 2 and enable British Orienteering to continue to fulfil the larger part of its role and responsibilities as the national governing body of sport for orienteering.

The Board

Proxy Voting Instructions

For the Extraordinary General Meeting held on Saturday 29th October 2016 or at any adjournment of the meeting.

Voting

All individual members of British Orienteering are entitled to vote at the EGM, in person or by proxy, provided they will be 18 years of age or older on the 31st December 2016. Each member is entitled to only one vote.

Voting in Person

Members attending the EGM 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 EGM, 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 entitled to vote and to count the Form must be completed and returned to the National Office to be received before 5.00pm on Thursday 27th October 2016.

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, 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:

1. The Articles of Association specify proxy votes will only be counted if the vote goes to a poll. The Board confirm that a poll will be called to ensure member views expressed as proxy votes are taken into account.
2. 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.
3. 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.

British Orienteering EGM 2016 - Proxy Voting Form

Completed forms must arrive at the National Office no later than 5.00pm on Thursday, 27th October 2016.

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: (Leave blank to give your proxy discretion in casting a vote on your behalf; or to instruct your proxy how to vote, place a cross in the appropriate box against the option you wish to instruct your proxy how to vote;).

You can only vote once (only put a cross in **one** of the four boxes below).

To vote FOR the proposal, place a cross against **one or other** of the Options 1 and 2. To vote AGAINST the proposal put a **single cross** under Against. The proposal will be passed if the sum of votes for Options 1 and 2 is greater than the votes cast against, in which case the Option with the greater number of votes will be adopted.

If the Proposal is not passed the Membership & Levy fees for 2016 continue as is for 2017 with all of the ramifications outlined in the supporting statement.

**Increase the 2017
Membership Fees & Levy**

FOR		AGAINST	ABSTAIN
Option 1 Membership Senior £10 Junior £3.30 Levy £1.50	Option 2 Membership Senior £7.50 Junior £2.50 Levy £1.70		

**The proposal will be passed if the
sum of the votes for options 1 and 2
is greater than the votes cast 'against'**

Signature: _____ Date: _____

You may print multiple copies of this Proxy Form as required but each member eligible to vote may only vote once.