

2015 ANNUAL GENERAL MEETING BOOKLET



CONTENTS OF AGM BOOKLET

Page 1	Agenda
Pages 1-4	Proposals
Pages 5-6	Elections and Director Profiles
Page 7	Proxy Voting Form Instructions
Page 8	Proxy Voting Form

The 34th Annual General Meeting of British Orienteering Federation Limited will be held on **Friday 3rd April 2015** at **Elizabeth Livingston Lecture Theatre, Lancaster University, Bailrigg, Lancaster, LA1 4YW** starting at 5.00pm.

AGENDA

1. Apologies for absence
2. Minutes of the 33rd AGM held on Friday, 18th April 2014 *
3. Chair's Report (page 3 of the Annual Report 2014)
4. Treasurer's Report (page 8-9 of the Annual Report 2014)
5. Chief Executive's Report (page 6-7 of the Annual Report 2014)
6. Proposals (pages 1-2 of the 2015 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/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 31st December 2014 be adopted.

Proposed: The Board of Directors

Copies of the accounts will be available at the AGM and will be published on the website in March 2015.

Proposal 2: Appointment of Auditors

That Grant Thornton UK LLP be appointed as the auditors for the 2015 accounts to be presented at the 2016 AGM.

Proposed: The Board of Directors

Supporting Statement

The audit by Grant Thornton undertaken for the 2014 Accounts was again thorough and challenging. Two years ago in 2013 the opportunity was taken to seek competitive tenders for the 2014 audit. After consideration of the tenders, the Board decided to nominate Grant Thornton UK LLP for reappointment as auditors on the understanding that different partners and audit staff will 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 2015 and the Board now proposes that Grant Thornton UK LLP be appointed as our auditors for 2015.

Proposal 3: Membership and Levy fees 2016

That from 1st January 2016 British Orienteering membership and club affiliation fees continue at 2015 levels, and British Orienteering event levy be increased by 15p per senior-equivalent run.

From 1st January 2016 until amended, fees will be as follows:

Senior member – £5.00

Junior member – £2.00

Levy per senior equivalent event participant – £1.25

Club affiliation fee – £46.00

Student club affiliation fee – £9.20

Proposed: The Board of Directors

Supporting Statement

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 and as a governing body, including many of the behind-the-scenes costs of administering and developing the sport. It is increasingly important that we are able to supplement the support we receive from our grant giving bodies as the financial outlook for them is at best uncertain, as is our position when the current funding agreements end in 2017. We therefore have to begin to seek alternative funding if we are to continue to operate in all our current areas of activity. Of course, we will also continue our efforts to reduce costs wherever possible and to explore alternative sources of income to supplement the essential funding we receive from our members and participants.

British Orienteering remain committed to the principle of a low membership fee and flat-rate levy as agreed at the 2012 AGM, believing that this structure offers the right balance for continuing to grow participation and the fairest way of distributing the cost of running the governing body and the sport.

The current membership fees were agreed in 2012 and will continue throughout 2015. Major changes were made to the membership and levy structure at the 2012 AGM, and the additional uncertainty this introduced made it challenging to determine the level of income that would be raised. Although the estimates made at the time have proved to be fairly robust, the income produced by the current fees has been slightly lower than predicted, while other costs have increased in the intervening two years.

As a result of this, we are seeking to increase the levy per senior run by 15p from 1st January 2016, while keeping the levy structure the same and maintaining the same low membership and club affiliation fees. We anticipate that this will raise approximately an extra £12,000 per year.

Elections

Nomination for President:

Sir Christian Bonington, CBE.

Proposed: The Board of Directors

Nomination for Vice President:

Dr John Disley, CBE.

Proposed: The Board of Directors

Board of Directors:

There are three Elected Director vacancies on the Board, two for the full three year term and one for a one year term due to the transition from nine elected directors to six elected directors and three appointed, independent directors. John Woodall has kindly offered to be nominated for the one year term. There being no additional nominations there will be no election and the nominees will be appointed onto the Board of Directors. The Board continues to work to encourage more members to put themselves forward as directors.

The seven current Directors who will remain in office are profiled below in alphabetical order for the information of members.

CURRENT DIRECTOR PROFILES**Bob Dredge (Walton Chasers Orienteering Club, Director until 2016, 2nd 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, constructively challenge them. I also try to ensure that the Board is fully aware of our financial position.

I am the Board link to the Welsh and South Central Associations and make every effort to attend their meetings and liaise with them in between their meetings, 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. This oversees the talent and performance programmes. In this role I have tried to make links to our professional staff and our squad athletes, I seek to be available to relate their issues to our staff and the Board, I have also sought to improve the communications with, and inputs from, athletes, and volunteers involved in coaching and selection of our squads and teams. In particular, in the last year, we have made great and positive efforts to improve and cement the links to the Regional Junior Squads.

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 organise and assist at local events.

Elizabeth Dunn (Independent Director until 2015, 1st 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.

John Flook (Independent Director until 2016, 1st term)

I am an accountant who spent much of his career working in the NHS, and more recently a portfolio career working across the private, public and voluntary sectors. This has included chairing main boards and audit committees and directorships in an executive and non-executive capacity. Since 2011 I have served as an independent member of the Audit, Risk and Governance Committee of Sport England. A lifetime as a runner involved in the running community has given me direct experience of the positive impact of sport on health and wellbeing. I have a lifelong passion for sport and am now committed to developing my active involvement in its governance.

Mike Hamilton (Chief Executive and Director)

Nine years after commencing the role of Chief Executive with British Orienteering I think we've accomplished quite a lot whilst recognising there's plenty more to do.

Having taught, worked in IT and then, for the last 25 years, worked within governing bodies of sport I am fortunate to have such a challenging and fulfilling role. Sport has always played a huge part in my life from participating through competing and coaching to administering. Working with players, orienteers, volunteers and fellow professionals has and continues to be a real privilege.

I've learnt a lot about orienteering and orienteers during my time with the sport; I'm now wise enough to know that whilst the start and finish points may be easily agreed the ways of getting from one to the other are endless and the 'best' route unlikely to be agreed! My role is 'to be the glue' between the various team of people in orienteering whilst trying to offer leadership to keep the sport moving along an agreed route. I'm fully committed to helping orienteering achieve its vision and of increasing public awareness in the sport and recognise there will always be some big challenges for our sport to address – that's why working in sport is so enjoyable!

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

When elected as a Director I brought to the role a knowledge of orienteering built over 25 years. I compete regularly in events from low key local through to National and International. I organise, plan and control events and run a Club Night. I have been a coach, coach assessor and coach educator. I also brought skills drawn from my professional experience as a senior manager in Social Work and latterly in Higher Education. To add to these, during the past four years as a director I have learned a great deal about the wider sports landscape, including the role of Sport England, and how British Orienteering fits into this.

Areas of the board's work in which I take a particular interest include; liaison with British Schools Orienteering, welfare and safeguarding, development, supporting and training club volunteers and coaching. 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 may mean making further changes to when where and how we orienteer. I will do my best to listen to different; perhaps opposing, views and help orienteering find the best path through the challenges that are bound to come through development of the sport.

Martin Ward (South Yorkshire Orienteers, Director until 2017, 3rd term)

I'm an Engineer and MBA-qualified project manager, and work in the railway industry in the UK and abroad, often combining a business trip with some overseas orienteering. I started orienteering in 1982 in south-east England, and in 1987 I chose to go to university in Sheffield partly because of its reputation for orienteering excellence. Having been ShUOC club captain I've continued my connections with student orienteering through SPOOK, the Sheffield post-graduates club.

On leaving University I joined SYO and am currently a committee member. I've planned, organised and controlled events and am currently a Grade B Controller. My wife Lesley and I co-organised the 2011 British Championships individual race at Wharnccliffe.

I led the Board's input to the successful 2015 IOF World Championships bid and I am now the Board's representative on the WOC 2015 Steering Group. I'm looking forward to being part of a huge home crowd celebrating the success of the British athletes that will compete at Highland 2015.

Rosie Williams (Independent Director until 2017, 1st term)

I am a versatile and collaborative leader with a broad range of experiences drawn from sporting organisations both in Australia and the UK. I have a strong background in the management of people and change in challenging situations, while balancing the needs of staff and volunteers. My professional experience includes being Managing Director of the Rugby Football Union for Women and Tournament Director for the highly successful Women's Rugby World Cup in 2010. Other experience includes equestrianism, volleyball and sports medicine. I was awarded an OBE in the Queen's birthday honours list for services to rugby, having overseen a 103 per cent increase in women and girls playing rugby in England since 2004, and I am currently studying a performance coaching qualification.

2015 Nominations for Elected Directors:**Phillip Baxter (Lagan Valley Orienteers, Director until 2015, 2nd term)**

I have been orienteering for over 45 years, with an enthusiasm still sometimes tinged with accuracy. I am a long term member of LVO and BAOC and, for a while, 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.

I have spent 5 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 W55) where we both coach and tutor. My son (M21) is an occasional orienteer and my daughter (W21) is a keen member of LVO.

Proposer: Raymond Finlay (Lagan Valley OC) Second: Susan Lambe (Lagan Valley OC)

David Maliphant (Lakeland Orienteering Club & DrongO, Director until 2015, 1st term)

After being involved in orienteering for my entire life, three years ago I left the ranks of British Orienteering's rather vocal critics and stood for election to the Board to see what I could do for our great sport. In my first term I've learned a lot about the challenges facing orienteering in Britain, and the extraordinary dedication of staff and volunteers at all levels. But despite all this hard work, it's never enough and there's still plenty more to do and to improve.

I approach Board meetings with a questioning mind, a youthful perspective and a keen eye to the future of our sport developed over years of active participation. I grew up in Bristol Orienteering Klub (and wrote the club's junior newsletter and constructively critical opinion column), 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. Now I'm a member of Lakeland OC and work for an educational publishing company in the South Lakes. I'm also kept busy as Volunteer Communications Manager for WOC 2015.

Proposer: Linda Cairns (Southern Navigators OC) Second: Matthew Vokes (DrongO OC)

John Woodall (Nottinghamshire Orienteering Club, Director until 2015, 2nd term)

I took up orienteering when I became too old to play top class rugby. I have been an active orienteer for many years in many countries and am still an obsessive, but not too successful, competitor. I was Chairman of BOF

from 2000 to 2003, having been Vice Chairman for the two previous years, and I have now been a BOF Director for six years. I am also the President of EMOA.

In addition to my orienteering I do much voluntary work. I am, however, now retired from full time work so have plenty of time for the necessary BOF Board meetings and activities. After six years on the Board I fully understand the role and responsibilities of a director of British Orienteering and I still have the enthusiasm for a further term

Proposer: Ernie Williams (Leicestershire OC)

Secunder: Bob Roach (Deeside OC)

Proxy Voting Form Instructions

For the Annual General Meeting of British Orienteering on the Friday 3rd April 2015 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 aged 18 years or over on the 31st December 2015. Each member shall have one vote only.

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 have withdrawn their proxy vote, in writing, before the meeting commences.

Voting By Proxy – Post

Members entitled to vote, who will not be attending the AGM, may appoint a proxy to vote on their behalf. They should complete a Proxy Voting Form and return it to:

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

OR

Voting By Proxy – Email

Members entitled to vote, who will not be attending the AGM, may appoint a proxy to vote on their behalf. They should complete a Proxy Voting Form and return it to info@britishorienteering.org.uk. **The only acceptable way to submit a Proxy Voting Form via email is to complete the printed form, scan a copy of the completed form and email it to the address above.**

The Proxy Voting Form must arrive no later than 5.00pm on Wednesday 1st April 2015.

One Proxy Voting Form can be accepted from each member.

There are four options for casting a vote by proxy. Please choose one option and follow the instructions listed.

- Option 1:** You may appoint the Chair of the meeting to cast your vote at his or her discretion. For this option please complete Form A only.
- Option 2:** You may appoint the Chair of the meeting to cast your vote according to your instructions. For this option please complete Forms A and C.
- Option 3:** You may appoint any person who will be present at the meeting to cast your vote at his or her discretion. For this option please complete Form B only.
- Option 4:** You may appoint any person who will be present at the meeting to cast your vote according to your instructions. For this option please complete Forms B and C.

Please note:

1. 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.
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 by Form C. If you use Form C 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.

Proxy Voting Form – TO ARRIVE NO LATER THAN 5.00pm on Wednesday 1st April 2015

FORM A (Options 1 and 2)

I, (Name in block letters) _____,

Membership Number: _____, hereby appoint the Chair of the meeting as my proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Form C

Signature: _____ Date: _____

FORM B (Options 3 and 4)

I, (Name in block letters) _____,

Membership Number: _____, hereby appoint

(Proxy's name in block letters) _____

as my proxy, to speak on my behalf and cast my vote at his/her discretion, except as specified in Form C (Under Company Law it is no longer permissible to limit the proxy to being a member)

Signature: _____ Date: _____

FORM C (Options 2 and 4)

I hereby instruct my proxy to cast my vote as follows (please place a cross in one box for each proposal):

Proposal:	FOR	AGAINST	ABSTAIN
1. Adoption of Accounts			
2. Appointment of Auditors			
3. Membership and Levy fees 2016			

Signature: _____ Date: _____

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