

BRITISH ORIENTEERING FEDERATION LIMITED

Registered in England & Wales No.1606472

43rd ANNUAL GENERAL MEETING

SATURDAY, 5th October 2024 at 11:00

At

[The Studio](#)

7 Cannon Street

Birmingham

B2 5EP

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2024 AGENDA

The 43rd Annual General Meeting of British Orienteering Federation Limited will be held at 11:00 on Saturday, 5th October 2024 at The Studio, 7 Cannon Street Birmingham B2 5EP

The AGM is called for the transaction of the following business:

1. Apologies for absence
2. To receive the Minutes of the Annual General Meeting of 16th September 2023
3. Chair's Report
4. Treasurer's Report
5. To receive from the Board the Company's accounts
6. Chief Executive's Report
7. Proposals
 - 7.1. to appoint the auditors and authorise the Board to fix their remuneration;
 - 7.2. to decide the annual subscriptions and affiliation fees;
 - 7.3. to transact such other business as may be legitimately brought before it;
 - 7.3.1. to decide on the levy fees from 1 January 2025
 - 7.4. to re-appoint (as appropriate) the President, and Vice-President(s);
 - 7.5. to elect the Elected Directors in place of those retiring or seeking re-election; and
 - 7.6. to elect Honorary Members
8. Any Other Business
9. Closing of AGM

The AGM will be followed by lunch and then a Members Meeting

Directions to The Studio Birmingham can be found [here](#)

Introduction

Notice is hereby given that the 43rd Annual General Meeting of British Orienteering will be held on Saturday, 5th October 2024 starting at 11:00am.

In order to increase engagement with the members, the meeting will be hybrid, permitting both online and in-person participation. All members are invited to attend and participate in the AGM virtually and instructions on how to do are contained within this document. It will not be possible to vote at the AGM if attending online; those intending to attend online should submit a proxy vote in advance.

Mi-Voice have been appointed by British Orienteering to provide the platform to host the meeting and to administer voting arrangements for this year's AGM.

All resolutions will be decided by a poll.

Members will be asked to consider and vote on the resolutions below. All the resolutions will be proposed as ordinary resolutions which require a simple majority to be passed.

Resolution 1: to appoint the auditors for the 2024 and authorise the board to fix their remuneration;

Resolution 2: to approve the member and club affiliation fees from 1st January 2025;

Resolution 3: to approve the levy fees from 1st January 2025;

Resolution 4: to appoint the President of British Orienteering;

Resolution 5: to elect the Directors;

AGM Arrangements

The arrangements for the 2024 British Orienteering AGM are as follows:

Members are welcome to join the AGM in person.

The meeting will be conducted as a hybrid meeting to allow for members to attend virtually, using Microsoft Teams platform.

The AGM will be quorate if at least fifty voting members are present in person including virtually or by proxy, as required by the Articles of Association.

Members will be able to vote either at the meeting, by submitting a proxy in advance (recommended) via the MI-Voice platform or appointing a person to act as their proxy. Details of how to submit a proxy are set out on [here](#).

The AGM will only transact the formal business of the meeting as set out in the Notice of AGM.

In addition, should a member have a question that they would have raised at the AGM, we ask that where possible they send it by email to info@britishorienteering.org.uk in advance of the meeting, ideally by 17:00 on Thursday, 3rd October, although we will also endeavour to address questions that are raised during the meeting.

Joining the Meeting

In person registration

Please arrive at least 5 mins early and ensure that you complete the register of attendance.

If you plan to attend in person, please complete [this form](#) so we can ensure we have sufficient and appropriate refreshments available. Please confirm by 26th September 2024.

Registration for virtual attendance

If you wish to attend the AGM via the Microsoft Teams platform, **you will need to register**. You can do this ahead of time or immediately before joining the meeting.

Click this [registration link](#) to open the Registration page.

Click **“Register”**. Enter your contact information and fill out any other required fields. Once you have successfully registered, you will see a **“Confirmation Page”** and receive joining confirmation via email. You will also receive a reminder email the day before the AGM with the joining instructions should you mislay your original email.

Joining the AGM

Shortly before the AGM start time, you can join the webinar. Your confirmation email will contain a link which will quickly take you to the waiting room, or straight into the meeting if it has gone live.

Problems

If you have any problems registering for or joining the AGM, please either email Peter Brooke pbrooke@britishorienteering.org.uk or call 07540 150963

Protocol

- Please join the meeting 5-10 mins before it starts, so that you can test out your connection and microphone.
- If you are late, join quietly and do not interrupt the conversation or the presentation. The Chair will notice that you've joined.
- Background noise and audio feedback can disrupt the meeting. Mute your mic whenever you are not speaking, and turn off your phone or anything else that might distract you or the other participants.
- When you want to raise a question, use the chat facility.
- Members will be invited to orally ask questions at the meeting by the Chair.

VOTING

All individual members of British Orienteering are entitled to vote at the AGM provided they will be 18 years of age or older on the 31 December 2024. Each member has only one vote.

If you are a member eligible to vote on the resolutions, you should have received an email by Wednesday, 11th September 2024 from elections@mi-voice.com. Please check your junk/spam folder.

If you are not able to locate your email please contact Mi-Voice using support@mi-voice.com before 11:00, Thursday, 3rd October 2024 (this is the last time that you can submit a proxy vote).

Voting at the meeting (in person only)

If you have not already voted online in advance and wish to vote in person at the AGM itself, you are able to do so. You should not vote at the meeting if you have previously submitted a proxy vote and not withdrawn this by Thursday, 3rd October 2024.

Voting by proxy (non attendees or attendance via Teams)

Members who wish to vote but are not attending the meeting may do so by submitting a proxy in advance of the AGM. To ensure that their vote counts, members must either:

1. appoint the Chair of the AGM to act as their proxy or
2. appoint another person to act as their proxy.

Note: If you are not physically attending the meeting you will not be able to vote during the AGM.

To appoint a proxy to vote on your behalf, you must complete via the link sent to you via the Mi-Voice email.

Only one Proxy Voting Form can be accepted from each member. The completed Form must be received by the National Office before 11:00 on Thursday, 3rd October 2024 in order to be valid.

If completing the Proxy Voting Form and appointing either the Chair or another person to act as your proxy, you may decide if you wish to instruct your Chair how to vote on your behalf or leave it to their discretion. If you instruct the Chair or Proxy how to vote on your behalf, they are legally required to vote in accordance with your instructions.

If you are not able to locate your email, please contact Mi-Voice using support@mi-voice.com before 11:00, Thursday, 3rd October 2024 (this is the last time that you can submit a proxy vote).

SUPPORTING DOCUMENTATION

[Minutes of the Annual General Meeting of 16th September 2023](#)

[Accounts for the financial year 1 January 2023 to 31 December 2023.](#)

[Annual Report](#)

PROPOSALS

Ordinary Resolution 1: To APPOINT the auditors for the 2024 accounts and authorise the Board to fix their remuneration.

Supporting Statement

British Orienteering Federation Limited's articles of association and company law do not require us to undertake a full audit. However, the Board continue to take the view that the reassurance that a full audit brings to the members in respect of the finances is appropriate, given the staffing levels of the Federation.

Following an open and competitive tender exercise in 2023 the Board appointed [Bates Weston](#) as auditors for the 2023 accounts and within the tender exercise agreed remuneration for the 2024 audit and accounts.

The Board therefore recommends the appointment of Bates Weston as auditors for the financial year 1 January 2024 to 31 December 2024.

Proposed: The Board of Directors

Ordinary Resolution 2: To APPROVE the member and club affiliation fees from 1st January 2025

Supporting Statement

The last increase in British Orienteering membership fees took effect in January 2020. Consumer price inflation between January 2020 and June 2024 is 22.7%.

Although British Orienteering currently holds reserves in excess of the level required by the reserves policy, the Board have set a deficit budget over the next year in order to invest in the delivery of the strategic plan. The Board believes this investment is vital to safeguarding the future of the sport but recognises that this approach long term is not sustainable. Given the challenging financial environment, British Orienteering needs to increase its income in order to remain on a sustainable financial footing in the long term.

Recognising the challenges that sporting organisations more widely are facing in recruiting and retaining members, the Board is proposing a measured response aimed at ensuring the sustainability and continued growth of our organisation in making a small increase in some of the membership categories and increases in the club affiliation fees. Even with these adjustments, our fees remain below the market rate in the sports sector.

The proposed fee structure, to have effect from 1st January 2025 until amended, is as follows:

Membership and Levy Fees		
	2024 Fees	2025 Fees
Senior	£15.00	£16.00
Junior	£5.00	£5.00
Young Adult	£10.00	£10.00
Family	£35.00	£37.00
Club affiliation	£80.00	£90.00
University Club	£25.00	£25.00

British Orienteering will retain the system of part-year fees for new members agreed at the 2023 AGM, where new members joining between 1st May and 31st August pay two-thirds of the annual membership fee and those joining between 1st September and 31st December pay one-third.

Proposed: The Board of Directors

Ordinary Resolution 3: To APPROVE the levy fees from 1st January 2025

Board Proposal

The Board are open to suggestions and new ideas on levy and membership, but any plan must maintain current membership and participation levels and be financially sustainable.

Context

Event levies are one of three ways by which the “normal” activities of British Orienteering are financed (together with membership subscriptions and surpluses generated from British Orienteering Major events).

These income streams are crucial as they support the servicing of our members, the employment of staff in the National Office, and the payment of necessary costs. These include membership management systems, rules, map copyright, event and public liability insurance, health and safety, safeguarding, Great Britain Team support, and other statutory and non-statutory obligations of our sport obligations of our sport.

Race/event levies are the norm across many National Governing Bodies of sport; we are no different.

The Board have recommended an increase in levy income overall to help cover off inflation.

Why was non-member levy implemented?

While many participants who are not British Orienteering members will be new to the sport, a significant proportion are regular orienteers who have, for whatever reason, chosen not to join British Orienteering. This includes people who have joined a club and/or association but not British Orienteering.

Since January 2020, as requested by clubs, British Orienteering has provided liability insurance for all participants who reside in the UK at registered events. This removes the administration burden that required clubs to track how many events each individual non-member had attended.

British Orienteering's insurers considers non-member participants to be a higher risk than members. Therefore, our insurers charge an additional fee for this cover, based on the number of declared non-member participants each year.

To ensure that British Orienteering members are not subsidising the additional expense of providing liability insurance to non-members, the board proposed a non-member levy fee at the AGM in 2023 for implementation in 2024. This was approved by the AGM with a majority of 71%. There is no evidence that the additional levy charge has had a negative effect on participation by senior non-members, and in fact the number of runs by senior non-members during the period Jan-Jun 2024 is up by 15% compared to the same period in 2023.

In July/Aug 2024, there was a full consultation with clubs to ascertain if they wanted to continue with the model of providing 3rd party liability insurance to non-members at competitions and 73% of clubs voted to continue this arrangement.

How the levy is paid and or absorbed is very much up to the club, in most cases it is passed directly on to the participants via the entry fees, but clubs are able to either pay or subsidise this

We accept that there are different models to funding the sport at a club and national level and are happy to listen to alternative models providing they are financially sustainable and will grow membership and participation.

The proposal is as follows:

	2024	2025
Senior Members	£1.65	£1.80
Junior Members	£0.55	£0.60
Senior non members	£2.50	£2.75
Junior non members	£0.55	£0.60

Ordinary Resolution 4: To APPOINT the President of British Orienteering

Steve Cram CBE

Steve Cram is a British retired track and field athlete and former orienteer and has been President since 2022.

Along with fellow Britons Sebastian Coe and Steve Ovett, he was one of the world's dominant middle distance runners during the 1980s. Nicknamed "The Jarrow Arrow", after his home town, Steve set world records in the 1500 m, 2000 m and the mile during a 19-day period in the summer of 1985. He was the first man to run 1500 m under 3 minutes and 30 seconds. He won the 1500 m gold medal at the 1983 World Championships and the 1500 m silver medal at the 1984 Olympic Games.

In 2000, Steve co-founded international children's charity COCO (Comrades of Children Overseas) with British Army Major Jim Panton after running the Bosnia Comrades ultramarathon in 1998. Steve remains chairman of COCO, an organisation which currently provides sustainable sources of quality education to children living in poor, remote parts of East Africa.

In 2008 Steve was appointed Chancellor of the University of Sunderland, replacing Lord Puttnam, and in 2009 was elected as President of Jarrow & Hebburn Athletics Club.

Steve now works as a television presenter and athletics commentator, motivational speaker and athletics coach.

Steve's introduction to Orienteering as a teenager seemed like a marriage made in heaven for a map-loving, running enthusiast. He has so many happy memories of belting through forests and across moorland, often recklessly, occasionally with surprising accuracy! *"The thrill of the find always outweighing the sense of bewilderment at my own navigational shortcomings. It also gave me on my mantras I hold to this day....the map is never wrong!"*

Proposed: The Board of Directors

Ordinary Proposal 5: Election of Elected Directors

The Articles of Association require that Board of Directors of British Orienteering constitute eleven members, including:

- The Chair, appointed in accordance with Article [26](#);
- Six Elected Directors, elected by the membership in accordance with Article [30](#);
- Three Independent Directors, appointed in accordance with Article [31](#); and
- The Chief Executive, ex officio.

At the 20243 AGM, two Elected Directors, Scott Collier and Andy Robinson, reach the end of their terms respectively of office.

Scott Collier is not seeking re-election.

We have received two nominations for the vacant positions. Article 30.4 states If there are the same number of candidates as there are vacancies for a post, those candidates shall be declared elected unopposed at the annual general meeting.

1. Andy Robinson (LOC)

Statement

Six years down and three to go. That's the plan if you will approve me. For most of that time I have been in the Treasurer position and feel that has worked well with the office staff. I have also been the liaison Director for three of the regional associations. These are roles that I'm happy to continue with. The Board currently seems well-balanced and works effectively together. However in the next

few months there will have to be changes in the positions of CEO, Chair and Vice-chair. So some continuity in other roles will be vital.

Proposed by: Don McKerrow (South London Orienteers)

Seconded by: David Roach (South London Orienteers)

2. Keith Willdig (OD)

Statement

Having considerable background as a director and trustee, years of experience as an orienteer and club official in a number of sports, currently as OD chair, equips me to make a contribution to the sport as a BOF elected director. Having been a member of the IoD for many years and part of their East Midlands Leadership Team in the past, I am well aware of the stewardship requirements of a board director which do differ from operational input.

Orienteering faces challenging times with exciting adventure sports vying for the attention of the demographic that we are trying to attract. Progressive clubs are showing the way, we have to carry the good things forward but development and change is inevitable. I hope to help the board refine its strategy to make orienteering and its clubs an attractive proposition for the current and future digital/mobile savvy, often pay-and-play leaning, generations.

Proposed by: Jane Kayley-Burgess (Derwent Valley Orienteers)

Seconded by: Bob Brandon (Octavian Droobers)