

Minutes of the 40th Annual General Meeting

Date: Wednesday, 21st April 2021 @ 17:00

Venue: British Orienteering Federation Limited HQ, Scholes Mill, Old Coach Road, Tansley, Matlock DE4 5FY

Note: *The meeting was held virtually due to COVID 19 restrictions on gatherings.*

Virtual Attendees:

Clive Allen (SN), Nick Barrable (SYO), Ruth Beale (SN), Janet Biggs (HAVOC), Charles Bromley Gardner (BAOC), Peter Brooke (Staff & SELOC), Ian Byrne (SMOC), Julie Cleary (LOK), Ian Cooper (SYO), Bob Dredge (WCOC), Roger Edwards (LEI), Barry Elkington (OD), Peter Entwistle (BKO), Derek Fryer (LOC), Stephen Gilmore (LVO), Geoff Goodwin (DFOK), Simon Greenwood (SAX), Peter Hart (BOF & CEO), Julian Hartwell (SOC), Jonathan Howell (WCH), Chris Huthwaite (BAOC), Carol Iddles (BOK), Nev Myers (EBOR), Mike Pedley (EPOC), Andy Robinson (Treasurer & LOC), David Rosen (LOK & SROC), Stephen Round (SELOC), Christian Saxtoft (BOK), Roger Scrutton (ESOC), Chris Smithard (FVO), Laura Kaye Tomlinson (DVO), Drew Vanbeck (Chair & SMOC), Christine Vince (KERNO), Chris Virgo (DEVON), John Webb (SUFFOC), Judith Wood (PFO), Andy Yeates (WCH).
(37 members)

Guests: Simon Thomson and Chloe White from Mi-Voice

Minute Taker: Peter Hart

Apologies:

Darren Bernstein (Independent Director), Duncan Birtwistle (OD), Scott Collier (KERNO), Lauren Pagé (Independent Director), Pauline Tryner (SYO), Ernie Williams (LEI).

1. Welcome & Thanks who

The Chair, Drew Vanbeck, welcomed everyone to the meeting.

He informed the members that the Board were running the meeting virtually because of the government restrictions on gatherings but confirmed that Peter Hart, Chief Executive was present at the office.

The Chair introduced the members of the Board who were attending virtually:

Peter Hart, Chief Executive, Andy Robinson, Treasurer. Also present were three further Directors: Laura Kaye Tomlinson, Ruth Beale and David Rosen.

The AGM, Annual Report and Accounts focussed on activities in 2020.

The Chair confirmed that there was a quorum. Under Article 43.6, "fifty Voting Members present in person or by a proxy shall be a quorum". This threshold had been exceeded as 643 Proxy Votes had been submitted via Mi-Voice and with those present it representing 10.2% of the membership.

The Chair thanked all the members for engaging in the process.

The Chair informed the meeting that he will move Item 6i to follow the approval of the Accounts. This was agreed by the meeting.

The Chair declared that the voting was now open for all Resolutions and that he would give due warning on when the voting is to close.

Request for AOB Items

The Chair asked the meeting to register if there were any items of any other business.

No other business was raised

2. Minutes of the 39th Annual General Meeting held on Saturday, 1st August 2020

No matters or comments were arising from the minutes of the above meeting.

The adoption of the minutes was proposed by Andy Yeates (WCH) and seconded by David Rosen (LOK & SROC).

The minutes of the 39th Annual General Meeting were approved.

3. Chair's Report

Drew Vanbeck, the Chair, referred to the Annual Report.

He highlighted the huge impact that COVID had on our society generally and that of the sport in 2020.

He thanked the staff and Board for the tricky balance of implementing government guidance, thinking about our sport and what we need to do to be safe and to the clubs and volunteers who had to implement this.

He informed the meeting of the development and launch for consultation of the Strategic Plan. Further details would be covered after the formal meeting.

The Chair thanked Sir Chris Bonington for his many years of service and looked forward to working with the new President, subject to the outcome of the voting later in the meeting, to provide guidance and support for the sport.

No questions were raised, and the report was accepted.

4. Treasurers Report

Andy Robinson, Treasurer referred to the annual accounts, which had been available on the British Orienteering website.

He thanked Jannette Blunden for her work in preparing the accounts from the basic book-keeping entries right through to auditing. He thanked Andrew Evans (DFOK) and also now Chair of the Orienteering Foundation for his work in securing significant donations to British Orienteering as a result of the cancellation of the British Long Championships.

He informed the meeting, that Coronavirus has been the dominant influence in affecting all the variations in numbers. Income was massively down but also there were significant reductions in expenditure.

British Orienteering's reserves at the end of 2020 were £553.7k. These are substantially in excess of the level required by our Reserves Policy as the sum required for this is £264.5k. The purpose of having a policy of a reserve minimum to cover our activities and any subsequent redundancy payments for a period of six months. The Treasurer highlighted that our reserve requirement is much lower than before due to removing the JK and BOC expenditure.

The Treasurer highlighted his concerns over the next two years. The Board had agreed on a budget for 2021 which had a deficit of £108k. This budget is due for review in June 2021 before any formal re-forecasting. In 2022 we would start a new grant period with the Sports Councils and the level of financial support at this point is unknown.

The Board have at this point not recommended any changes to the membership fees or levies although they have left open the option to hold an EGM after the June re-forecast.

Bob Dredge (WCOC) asked about the use of the excess reserves to support the staff.

The Treasurer replied that the Board had approved the recruitment and appointment of an Access Officer and that it would review the situation after the June financial review.

Chris Huthwaite (BAOC) asked about the role of the Orienteering Foundation. The Chief Executive provided an overview of the Orienteering Foundation and examples of areas that the Orienteering Foundation fund.

No further questions were raised, and the report was accepted.

The Chair thanked the Treasurer for the work that he does on behalf of the sport.

4.1 Resolution 1: To ADOPT the statement of accounts.

The Chair asked the meeting to adopt the statement of accounts for the year ending 31 December 2019 which was proposed by the Board of Directors.

The accounts were **approved** subject to verification of the votes.

4.2 Resolution 2: To APPOINT the auditors, Haysmacintyre LLP as the auditors for the 2021 accounts, to be presented at the 2022 AGM which was proposed by the Board of Directors

The Resolution was **approved** subject to verification of the votes.

5. Chief Executive's Report

The Chief Executive referred to the Annual Report

He thanked all the clubs and volunteers involved in running and making the sport happen throughout the UK. He also highlighted the planning and preparation that had gone on to organise the Jan Kjellström and British Long Championships which unfortunately fell victims to COVID restrictions.

He highlighted the impact that COVID has had on the international programme and athletes of all abilities and hoped that we would see an improvement in 2021.

He thanked the Sports Councils for the support that they have given the sport over the last 12 months in allowing British Orienteering to use the grant in a more flexible way which has helped our end of year financial position.

He informed the meeting that the big challenge was now to resource and operationalize the Strategic Plan. The Board and staff look forward to developing the targets and operational plan to support a thriving club network.

Finally, he thanked Scott Parker from the office who left the association earlier in the year and wished him the best with his new career.

No questions were raised, and the report was accepted.

6. Resolutions:

The Chair introduced the resolutions for the meeting.

7.2 Resolution 3: To change the requirements for club affiliation which was proposed by the Board of Directors

The Chair informed the meeting of the new requirements that a club must meet in order to affiliate to British Orienteering which have been introduced to seek to protect the sport and members by ensuring good governance standards are met, whilst not creating a disproportionate administrative burden.

The Resolution was **approved** subject to verification of the votes.

7. Elections

7.1 Resolution 4. Appointment of President

The Appointment of Steve Cram CBE to be President, proposed by the Board of Directors.

The Chair informed the meeting that Sir Chris Bonington was keen to support the nomination of Steve Cram for this role.

The **Appointment** of Steve Cram CBE as President was approved subject to verification of the votes.

The Chair thanked Sir Chris Bonington for many years of service. and thanked Graham Patten for liaising with both Sir Chris and Steve Cram.

7.2 Proposal 5. To Elect Directors

The Chair informed the meeting of the makeup of the Board of Directors, the vacancies.

Two nominations had been received and that there were two vacancies. Therefore, both nominees; Scott Collier (KERNO) and Andy Robinson (LOC) would be appointed unopposed.

The Chair congratulated both Scott and Andy for their input over the last three years and looked forward to working with them during their next term.

8. Any other Business

Clive Allen (SN) raised asked if there had been any developments in British Orienteering's relationship with British Mountain Bike Orienteering (BMBO).

The Chair informed the meeting that following the request last year he had contacted the Chair of BMBO but only had a holding response. He would follow up with a further communication as he recognised that there were opportunities to increase publicity and greater membership opportunities.

9. Closing of Meeting

No other business was raised by the meeting, so the Chair thanked everyone for attending the AGM and closed the meeting at 17:45.

10. Voting

Subsequent to the meeting mi-voice confirmed the final votes as follows

Resolution	For	Against	Abstain	Total
Resolution 1: To ADOPT the statement of accounts	627	3	26	656
Resolution 2: To APPOINT the auditors, Haysmacintyre LLP as the auditors	622	5	26	653
Resolution 3: To change the requirements for club affiliation	582	32	39	653
Resolution 4. Appointment of President	632	10	11	653
Proposal 5. To Elect Directors – Scott Collier	636	2	15	653
Proposal 5. To Elect Directors – Andy Robinson	625	6	19	650