

## Minutes of the 43rd Annual General Meeting

**Date:** Saturday, 5<sup>th</sup> October 2024 @11:00

**Venue:** The Studio, 7 Cannon Street, Birmingham, B2 5EP

### Attendees:

Sue Birkinshaw (MDOC), Julie Brook (MDOC), Peter Brooke (Staff & SELOC), Jane Kayley Burgess (DVO), Scott Collier (KERN0), Barry Elkington (OD), Peter Hart (BOF), Alison Howe (SAX), John Hurley (DVO), Peter Langmaid (HOC), Beryl Pring (SAX), Andy Robinson (LOC), Andrew Yeates (WCH), Alison Yeates (WCH), Drew Vanbeck (Chair & SMOC), Keith Willdig (OD), Margaret Willdig (OD), David Williams (HOC).

(18 members)

### Virtual Attendees:

Neil Cameron (NGOC), Ian Gamlen (HOC), Lindsey Hensman (FVO), David Rosen (SROC), Richard Sansbury (QO), Pauline Tryner (SYO), Robert Vickers (HOC), Martin Ward (SYO).

(8 members)

**Minute Taker:** Peter Brooke

### Apologies:

Michael Atkinson (ELO), Darren Bernstein (Independent Director), Mark Earnshaw (LVO), Lindsey Knox (RR), Lauren Pagé (Independent Director), Rob Parkinson (MOR), Laura Kaye Tomlinson (Independent Director), Miriam Rosen (SROC), Lesley Ward (SYO), Ernie Williams (LEI).

## 1. Welcome and thanks

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

He informed the members that the Board were running a hybrid meeting with 18 members present and 8 joining us virtually.

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

Peter Brooke (Acting Chief Executive), Andy Robinson (Treasurer), Alison Howe and Scott Collier.

The AGM, Annual Report and Accounts focussed on activities in 2023.

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 547 Proxy Votes had been submitted via Mi-Voice and with those present it represented 7.4% of the membership.

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

The Chair informed the meeting that all proposals will go to ballot.

## 2. 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.

### 3. Minutes of the 42<sup>nd</sup> Annual General Meeting held on Saturday, 16<sup>th</sup> September 2023

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

The adoption of the minutes was proposed by Alison Howe (SAX) and seconded by Ian Gamlen (HOC).

The minutes of the 42<sup>nd</sup> Annual General Meeting were approved.

### 4. Chair's Report

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

The Chair thanked the clubs and volunteers for the work they do in supporting the sport and making it happen.

He thanked the Sports Councils for their continued and generous support of the sport.

The Chair reflected on the progress in implementing the Strategic Plan, particularly the improved social media coverage. He was also pleased to report that an Independent Governance Review had been undertaken and we had received a very positive final report.

Despite this AGM reviewing 2023, the Chair felt it important to take the opportunity to thank everyone who was involved in delivering a successful WOC 2024 in Edinburgh. There were some significant challenges along the way particularly regarding the financial viability of the event. Contributing factors included the delay to the event and inflationary pressures. Significant financial support was received from Edinburgh Council and EventScotland which was greatly appreciated.

At last year's AGM, it was highlighted that British Orienteering may be providing funding to support WOC of up to £100,000. The final accounts are currently being concluded, but the expected funding from British Orienteering is estimated to be £40,000.

Away from WOC, the Chair highlighted the success of all the athletes on the 2023 roll of honour and Ralph Street for his victory at the World Cup event in Czechia.

He highlighted and thanked Scott Collier for his contribution to Board and wider orienteering matters over many years. Scott was stepping down after a total of three terms on the Board and the Chair welcomed Keigh Willdig (OD) to the Board.

The Chair concluded with his thanks to everyone involved in the sport and for the support that he had received from the Board.

## 5. Treasurer's Report

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

He informed the meeting that in 2023 we recorded a deficit of £51K, which was in line with what was planned.

The new levy cost for non-members appears to have gone smoothly with no adverse effects. In fact, non-member participation has shown an increase in the first half of 2024.

The main costs within the budget were increasing the staffing levels to pre COVID levels, the performance pathway programme ahead of WOC 2024, and inflationary pressures.

The Treasurer highlighted that a forward plan had been presented to the Board, including further delivery of the Strategic Plan, which would result in a deficit in 2024 and 2025.

The Treasurer thanked the staff and in particular Kelly Perryman at British Orienteering for their support.

### 5.1 AGM to receive the accounts for 2023.

The Chair presented the accounts for acceptance by the AGM and highlighted that these were the first by the new auditors.

The Treasurer highlighted that due to the date of the AGM and legal requirements, the accounts had already been submitted to Companies House.

There were no questions or objections raised.

## 6. Chief Executive's Report

Peter Hart presented the Chief Executive Report and referred to the Annual Report.

[Note: Peter Hart stepped down as Chief Executive in September 2024 but is supporting British Orienteering as an adviser and delivering the 2023 CEO report.]

2023 was difficult because of the additional financial challenges and inflation whilst managing it against a static income from funding grants in England. He highlighted that the current funding award from Sport England runs to March 2027 and the landscape remains uncertain as to the future level of funding that may be received after that.

He placed on record his thanks to the funding partners Sport England and Sport NI.

He thanked the clubs and volunteers in their enthusiasm and perseverance in delivering activities and competitions no matter what barriers are put in their way - like many sports we are finding it much more difficult in finding venues and dealing with increasing levels of bureaucracy and permissions.

He referred to the time spent realigning/recruiting staff against the strategic plan and the investment in the plan, including the major overhaul of the British Orienteering website which started in 2023 and launched in 2024. He thanked the Board for their support through funding to enable these projects to happen.

The Chief Executive concluded by thanking the staff and Board for their support.

He signed off by saying that if we all work together, we will be much stronger in the future.

## 7. Resolutions:

The Chair introduced the resolutions to the meeting.

### 7.1 Ordinary Resolution 1: To AUTHORISE the Board to appoint the auditors for the 2024 accounts and to fix their remuneration, which was proposed by the Board of Directors

The Chair outlined that the new Auditors were in place and both parties were happy with how the process was conducted this year.

There were no outstanding issues with the previous auditors.

There were no questions from the floor.

The Resolution was **approved**

For the motion – 533, Against – 3, Abstain – 18

### 7.2 Ordinary Resolution 2: To APPROVE the member and club affiliation fees from 1<sup>st</sup> January 2025

The Chair introduced the Resolution.

He informed the meeting that there was a planned small increase to senior membership fees with a vision to increase these gradually in the next couple of years in line with a review.

Club affiliation fees were also to see an increase.

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

| Membership & Affiliation 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 affiliation   | £25.00    | £25.00    |

**Commented [GU1]:** Scott C: I've amended these to match the numbers given in the AGM booklet.

There were no further questions.

The Resolution was **approved**.

For the motion – 524, Against – 26, Abstain – 6

### 7.2 Ordinary Resolution 3: To APPROVE the levy fees from 1<sup>st</sup> January 2025

The Chair introduced the Resolution.

He informed the meeting that there was a planned small increase to all levies.

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

| Levy Fees                           |           |           |
|-------------------------------------|-----------|-----------|
|                                     | 2024 Fees | 2025 Fees |
| Senior Member Levy                  | £1.65     | £1.80     |
| Senior Non-Member Levy              | £2.50     | £2.75     |
| Junior (Member and non-member) Levy | £0.55     | £0.60     |



There were no further questions.

The Resolution was **approved**.

For the motion – 524, Against – 26, Abstain – 6

#### **7.7 Ordinary Resolution 4: To APPOINT the President of British Orienteering**

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

The **Appointment** of Steve Cram CBE as President was **approved**.

There were no further questions raised.

For the motion – 538, Against – 7, Abstain – 9

#### **7.9 Resolution: To Elect Directors**

The Chair informed the meeting that two of the serving elected directors had reached the end of their term.

Andy Robinson was seeking re-election and had been formally nominated.

Scott Collier had completed his second term of office (three terms in total with a gap between terms one and two) has made the decision not to seek re-election.

Keith Willdig of Octavian Droobers OC had also been nominated for election.

The Chair informed the meeting that the role of a board member is an important part of governing the sport and thanked the Board for all their hard work.

On behalf of the Board and British Orienteering he thanked Scott for his work and contribution to the sport. Scott was presented with a memento as thanks.

As there were two vacancies and two nominations, Andy Robinson and Keith Willdig were declared elected unopposed.

The Chair also welcomed Keith Willdig to the Board and looked forward to working with him for the benefit of the members and sport.

## **8. Any other Business**

Martin Ward wished to thank the organisers and all involved in WOC 24. It was not an easy challenge and such a big achievement in delivering the event should not be understated.

Peter Hart added his thanks to Edinburgh Council and Sport Edinburgh for their support at WOC 2024.

There was no further business raised.

## **9. Closing of Meeting**

The Chair thanked everyone for attending the AGM and closed the meeting at 11:40.