

---

## Board of Directors

### Minutes

Monday, 22 May 2023 @ 11:00

The Studio, Manchester



---

**Board Attendees in Person:** Darren Bernstein Duncan Birtwistle; Peter Hart; Andy Robinson; David Rosen; Pauline Tryner; Drew Vanbeck.

**Board Attendees Remotely:** Ruth Beale; Scott Collier; Lauren Pagé; Laura Kaye Tomlinson

**Guests:** Peter Brooke; Alex Welch (Item 2)

**Minute taker:** Peter Hart

### 1. Meeting Administration

#### 1.1. Welcome and introduction.

The Chair welcomed the Board members to the meeting.

The Chair welcomed Alex Welch to the Board meeting for the first agenda item.

The Chair informed the meeting that a recording of the meeting would be held on the Chief Executive's computer on a personal drive and would be deleted when the minutes were approved.

It was agreed for the meeting to be recorded.

#### 1.2. Apologies:

There were no apologies.

#### 1.3. Any other business

The following additional items were raised:

- i. WOC 24
- ii. Sprint Format
- iii. Environmental Policy/Strategy

#### 1.4. Declarations of interest

No additional declarations of interest were made.

### 2. Marketing & Engagement Plan

The Chair welcomed Alex Welch to the meeting.

Alex delivered a presentation which outlined a strategy to address the changing perceptions section theme of the strategic plan.

She outlined four areas that required development and the investment.

1. Digital marketing
2. To have a greater understanding of current resources across the sport and develop as necessary.
3. Review current content and programmes and develop as necessary.

4. Understand and deliver a better competition experience for the target markets within the strategic plan (ages 16 to 40)

The Chief Executive informed the Board that the Board had committed £90K to the areas of marketing and competition experience over the next three years. To support this plan, it was estimated that an additional £70K would be required over the same period.

The Board discussed at length the case for investment. They recognised that there has been little investment in digital marketing for a number of years. The Board agreed that there was a requirement to invest in marketing and communications if we and the clubs are going to present the sport as an adventure sport and reach new audiences.

#### **Action**

The Board approved the direction of travel and recognised that these were indicative figures.

The Board approved working within this budget and to report back to the Board and seek approval if the project area is likely to exceed the presented budget.

The Treasurer requested a better understanding of the phasing of the costs over three years.

The Chair thanked Alex and Darren for the presentation especially given the timescales involved.

#### **2.1. Barouder Submission**

The Board discuss the submission from Barouder in connection to making the most of WOC24.

It was agreed that we could not support the full proposal/financial request from Barouder.

The Board agreed that there were elements within the marketing engagement plan and budget previously discussed which could be used to achieve the same goals.

*Alex Welch left the meeting*

### **3. WOC24 – Confidential Item**

The Board received an update on the organisation of WOC2024

### **4. Minutes of Board meetings 24 April 2023 and Action Points**

#### **4.1. Minutes of the Board meeting on 24 April 2023**

The Chief Executive informed the meeting that three small changes had been suggested:

Item 5.4 - Delete the reference to junior non-member levy fee.

Item 6.4 – Small grammatical change

Item 9.1.2.1 – Change to read, “It was agreed that this was not appropriate to discuss this at the Board given that there were ongoing appeals and that the Board should allow the process to finish. The CEO should investigate the welfare concerns and report back at the next meeting.

With the above changes accepted the minutes of the meeting 24 April 2023 were approved.

## **4.2. Actions from the last meeting**

### **4.2.1. Strategy for hosting Major Events & IOF Representation**

No further action.

### **4.2.2. Diversity Action Plan**

The Chief Executive informed the Board that we had started work on the Diversity and Inclusion Action Plan with the Sport England consultants.

### **4.2.3. Trans Policy Review**

On agenda

### **4.2.4. Committee Structure**

Meeting arranged.

### **4.2.5. Selection Appeals Outcome**

On agenda

### **4.2.6. Membership Review**

On agenda

## **5. Finance**

### **5.1. Annual Accounts (2022).**

The Treasurer referred to the previously circulated end-of-year Accounts.

The Treasurer highlighted a few presentational errors. Subject to these changes, the Board approved the Chair to sign the annual accounts 2022. Once signed it was agreed to publish these on the British Orienteering website.

The Treasurer recommended the approval of the accounts.

The Board accepted and approved the 2022 accounts.

### **3.2 2022 Accounts**

The CEO had email confirmation from the Auditors that they had completed the audit.

The Treasurer recommended that the 2022 accounts be presented at the AGM in September 2023.

The Board approved the 2022 accounts for presentation at the AGM.

### **3.3 Letter of Representation**

The Treasurer brought to the attention of the Board a Letter of Representation that was required to be signed by a Director to confirm that the Audit had been carried out correctly and that all relevant information had been passed to the auditors.

The Board confirmed that they were not aware of any fraudulent activity and that no major expenditure had been committed since the audit.

The Treasurer proposed that the Chair signed the letter on behalf of the Board.

This was approved by the Board.

### **3.4 Key Audit Findings**

The Treasurer brought the attention of the Board to the Audit Findings from Haysmacintyre.

The Treasurer highlighted that Haysmacintyre did not report any areas of concern that required a management response.

The Board accepted the report.

The Chair thanked the Treasurer and Kelly Perryman (Finance Manager) for their work on the annual accounts and audit.

### **3.5 Reserves Policy**

The Board reviewed the Reserves Policy. It was agreed that no changes to the Policy would be made this year.

The Treasurer highlighted that the reserves required by the policy had increased from £264,608 to £358,498. The Treasurer informed the Board that the changes were because the Board had received confirmation from the Sport Councils that their grants could not be used to cover redundancy payments and that previous reserve figures were calculated on wind down costs rather than full operating costs as identified in the Reserves Policy.

## **6. Governance**

### **AGM**

#### **6.1. AGM Timelines**

The Chief Executive gave an overview of the AGM timelines.

#### **6.2. AGM Notice**

The Chief Executive confirmed that the AGM was to be held at Decathlon close to Canary Wharf, London on Saturday, 16 September starting at 15:30. The event would follow the City of London Sprint races. The meeting would be a hybrid meeting but voting will have to be either in person or via a proxy vote.

The Chief Executive presented the draft Notice for the AGM which the Board approved.

#### **6.3. Proposals**

The Chief Executive informed the Board that no proposals had been received from the membership but the closing date for receipt was 28 July.

*Scott Collier left the meeting during the above item*

#### **6.4. AGM Booklet and Voting site**

The Chief Executive gave an overview of the voting website and AGM booklet to the Board including sight of the draft website and requested feedback from Board members.

David Rosen provided some changes to the supporting documentation which would be incorporated into the final version.

#### **6.5. Auditors**

The Board confirmed that HaysMacintyre would be proposed as the Auditors for the 2023 accounts.

## **6.6. Proposals**

The Chief Executive confirmed that the final date for membership proposals was the 28th of July 2023.

The Board went on to discuss a number of Board proposals and supporting statements.

They confirmed that we would seek approval from the membership for the following:

- The membership fees for new members in their first year of membership
- The introduction of a new membership category for families
- The introduction of a new membership category for young adults between the ages of 21 and 25
- Introduction of a new levy fee for non-members seniors only
- Increase in the club affiliation fees
- Increase of senior membership levies junior membership levies

The Chair invited Board members to review documentation and make any suggestions to the Chief Executive before the next meeting.

## **6.7. To approve Honorary Members**

The Chief Executive referred to the paper previously circulated to Board members regarding draft proposals for Honorary members.

The Board accepted the recommendations to propose those athletes that medalled at the 2022 World Championships. There was a further discussion regarding the other nominations.

It was agreed there should be a more formal and documented process in terms of nominating and selecting people to be proposed as Honorary members. The Chief Executive was asked to review this and report back.

## **6.8. Elections**

### **6.8.1. President**

The Board confirmed that they would propose Steve Cram CBE to be president for another year.

### **6.8.2. Board Elections**

The Chief Executive informed the Board that he had received a nomination which had been seconded for Alison Howe as a Director.

## **7. Strategic Plan**

### **7.1. Membership**

The Chief Executive informed the Board up the current membership figures.

He highlighted that the budget was set at 9,000 members and it was likely the that we would only reach around 8,600 by the end of the year.

Membership in the 16 to 40 age group was showing a slight increase and was at 20.7% of the total membership.

## **7.2. Participation**

The Chief Executive presented the current understanding of participation at competitions.

He highlighted that the budget was set at a total of 130,000 runs and we were predicting around 140,000 runs by the end of the year.

He highlighted that the proportion of non-member runs is increasing month on month and now stood at nearly 16% of the total of runs.

## **7.3. Trans Policy Update – response to the IOF Consultation.**

The Chief Executive referred to the IOF consultation on transgender athletes and the draft response by the working group.

The Working Group had recommended supporting the IOF criteria for transgender athletes participation in international competitions but were split on the question of when this should be introduced.

Following a discussion and vote, the Board supported an implementation date for the IOF Policy to be the 1 January 2024.

The IOF would make a decision in July 2023 at the World Championships and British Orienteering would review the implementation of their policy following the IOF decision.

## **7.4. English Orienteering Council - Memorandum of Understanding**

The Chair referred to the Memorandum of Understanding with the English Orienteering Council.

The Board approved the document.

## **8. Matters of significance.**

The Chief Executive informed the Board that there were no new matters of significance that were required to be raised with the Board.

## **9. Standing Items**

### **9.1. Sub-committee Review**

**9.2.** The Chair informed the meeting that there was a committee review meeting due to be held in the week following the Board meeting.

### **9.3. Performance Pathway.**

#### **9.3.1. Appeals**

The Chief Executive reminded the Board following the latest round of selections four appeals were received.

He informed the Board that the appeals were heard by the Appeal Panel who rejected three but sent one back to the Selection Panel for review as the evidence suggested that not all evidence was considered. The Selection Panel have since met, and selected the same team as before. There have not been any subsequent appeals and the period for submitting appeals has now expired.

As part of the appeal findings, a number of recommendations have been made regarding the process. These were being considered by the Performance Pathway Team in the near future.

Lauren Pagé offered assistance in terms of guidance to the Selection Panel in what should be included in any Selection Policy.

The Chief Executive thanked Lauren for this.

## 10. Welfare and Safeguarding

### 10.1. Safeguarding

Peter Brooke updated the Board on recent developments on a case that had been previously discussed at a Board meeting.

He confirmed that there were no safeguarding allegations made involving orienteering.

## 11. International Matters

There were no further international matters raised.

## 12. Closing business

### 12.1. Any Other Business

#### 12.1.1. British Championships Sprint format

Pauline Tryner raised concerns over the format for the British Sprint Championships and requested that it was a future Board item for discussion.

It was agreed that this was a matter for the Events and Competition Committee to discuss, make recommendations and report back to the Board.

#### 12.1.2. British Orienteering environmental policy/strategy

Pauline Tryner requested an update on the British Orienteering Environmental Policy/Strategy.

The Chief Executive informed the Board that there had not been any progress on this and that he would report back at the next meeting.

No further matters were raised.

## 13. Future meetings

Key Dates	Face-to-face / Teams <i>(Teams meetings will be evenings)</i>	Purpose
Monday, 7 August 2023	Teams (evening)	Agree on AGM Handbook
23 August	AGM Handbook to be sent to members	
Saturday, 16 September 2023	AGM	
Proposed - Monday 25 September	The Studio, Birmingham	Standard Meeting
Proposed - Monday 11 December		Standard Meeting - London

The meeting closed at 15:07