
Board of Directors

Minutes

Monday, 5 February 2024



Hybrid meeting: The Studio, 7 Cannon St. Birmingham B2 5EP

Board Attendees in Person: Scott Collier; Peter Hart; Alison Howe; David Rosen; Pauline Tryner; Drew Vanbeck. Andy Robinson;

Via Teams: Duncan Birtwistle; Laura Kaye Tomlinson

Guests: Peter Brooke; Tom Bray (Item 2).

Observer: Gemma Sykes

Apologies: Darren Bernstein; Lauren Pagé

Minute taker: Peter Hart.

1. Meeting Administration

1.1. Welcome and introduction.

The Chair welcomed Gemma Skyes and Tom Bray to the meeting.

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.

The Board noted and recorded their deepest condolences to the families of Mike Hamilton and Ed Catmur, who recently passed away.

1.2. Apologies:

The Chair informed the Board that Darren Bernstein and Lauren Pagé had submitted their apologies due to other commitments.

1.3. Any other business

Four items were raised:

- Insurance for non-members
- Enrich Education
- IOF Environment and Sustainability Commission
- Nominations for IOF Commissions.

No further items were raised.

1.4. Declarations of interest

Alison Howe declared an interest in respect of item 5.4 as she had a business relationship with Howdens.

No further additional declarations of interest were made.

2. Performance Pathway Update

The Chair welcomed Tom Bray to the meeting.

Tom gave an overview of the Programme in 2023 and a preview of activities for 2024. He outlined British Orienteering's overall position internationally both in terms of performance, structure and financial support.

Tom made the Board aware of the challenges faced during last year, including the lessons learnt from the Selection process and appeals and the financially challenging environment.

He informed the meeting that the job description for the role of Performance Director was currently under consultation and would be advertised in the near future.

The Board congratulated the team on their achievements and recognised that this year was an important one for the sport.

Tom Bray left the meeting

3. Minutes of Board meetings 11 October 2023

The Chief Executive informed the Board that he had received the following amendments from Board members:

Item 14.1.1 Ranking List Forest & Urban:

Following a discussion, it was understood that currently we do not have the ability to split the different disciplines within the database, but this would be looked at as a future development.

14.1.2 - Orienteering in schools:

~~A member had raised the issue Pauline Tryner informed the Board that she had been approached by a member asking~~ of why orienteering is not a GCSE sport.

The above amendments were accepted, and no further amendments were made, and the minutes of the meeting 11 December 2023 were approved.

4. Actions from previous minutes

4.1. British Orienteering Environmental Policy/Strategy

To be presented to the Board at a future date.

4.2. Orienteering recognised as a GCSE sport

Action still outstanding

4.3. Forest/Urban Ranking List/Scheme

Action outstanding

5. Finance

5.1. To receive the draft end of year Accounts 2024

The Treasurer referred to the previously circulated draft end of year accounts. He reminded the Board that we set a deficit budget of £78K for 2023. The final figure subject to any adjustment would be a deficit of £44.5K.

The key reasons were:

- The surplus from the JK and British Championships was £24K against a budget of £5K,
- Interest from reserves were higher than forecasted and
- There was a reduced expenditure on payroll due to timings on recruitment and appointment.

The Treasurer highlighted the overspend on the Performance Programme. This was due to the initial budget being low and an overspend on the purchase of new kit, which would be partially offset by reduced expenditure in future years.

5.2. Reserves Policy

The Treasurer reminded the Board that the current Reserves Policy allowed for six months full operating costs plus any wind down costs including redundancy payments.

As of 1 January 2024, this was £361,365.

Following a discussion, the Board approved the Reserves Policy.

5.3. Budget for 2024 and indicative figures for 2025

The Treasurer referred to the previously circulated paper on the budget for 2024 and indicative figures for 2025.

He informed the Board that overall, we were forecasting a deficit of £100K in 2024 which included £40K of support to the hosting of WOC.

He explained that the key assumptions of the budget were that the membership would be 9,000 and that there would be 140,000 paid levy runs.

Sport England Grant income has now been agreed until 2027. However, the Grant does not reflect the increases in inflation over this period. There were on-going discussions with Sport Northern Ireland, which should result in a long-term agreement which was due to be announced in early April 2024.

Overall expenditure on servicing and external support is increasing above inflation.

The Chief Executive explained that in the Performance Pathway Programme, British Orienteering currently pays for event entries, accreditation, and the costs for the support team. British Orienteering also covers the costs of the in-country transport, accommodation and food for the events and then invoice the athletes their proportionate share of their costs. This is reflected within the 'athlete contributions' income in the budget (£60K). It is forecasted that additional grants for the programme would be received which are reflected in the income and expenditure. The total cost of the programme is £170.6K, excluding staff costs which are absorbed within the payroll line.

The support to hosting WOC2024 was estimated to be £40K, consisting of a £30K cash contribution and a further drawdown on the March funding of £10K in the forecast. The Treasurer reminded the Board that we had previously agreed a package that included a "double lock" for another £50K and a loan for £20K. Currently it looked like the organising committee would not be requesting any additional support beyond the initial £30K.

Overall, the budget deficit would be £100K but the reserves position would be able to support it.

Peter Brooke, Operations Manager left the meeting.

5.3.1 Payroll for 2024

Payroll, the Chief Executive introduced this item separately as the payroll budget line represented a significant figure in the overall expenditure.

He reminded the meeting that as previously agreed, any increase would be backdated to the 1 January 2024 and that we would continue to pay the minimum of the Real Living Wage to all staff.

The Chair, Treasurer and Chief Executive had reviewed a number of different published figures, including inflation, salary increases in the private and public sectors and the forthcoming increases in the minimum wage and current living wage.

The overall payroll line reflected an uplift in staff salaries in line with inflation and the sector with the exception of those staff whose salary where a larger increase was required to reflect the Real Living Wage or a change in working hours.

Following the discussion, the recommendations were:

- British Orienteering should, as a minimum requirement, continue to pay the Real Living Wage (at the rate set by the Living Wage Foundation) to all employees.

Following a discussion, the Board approved the above recommendations.

5.3.2 CEO remuneration.

The Chief Executive left the meeting. Recording of the meeting was stopped.

The Chair presented a proposal to the Board regarding the Chief Executive's salary.

Following a short discussion, the Board agreed to the proposals.

The Chief Executive and Operations Manager re-joined the meeting, and the recording was restarted.

5.4. Insurance – increase our Combined Liability Insurance

The Chief Executive reminded the Board that Howdens at this year's renewal discussions made us aware of a recent liability settlement in the sport & recreation industry of £12m. Following a discussion at the last Board meeting the Chief Executive had requested quotes for increasing the Combined Liability insurance.

Howdens provided quotes for £15m and £20m. the Board discussed and considered the risk and agreed to proceed to increase the Combined Liability insurance to £15m.

The Board requested that when this was communicated to the members that a reminder was sent to the clubs regarding the insurance provision for non-members and that the Frequently Asked Questions were updated on the website.

5.5. Corporation Tax

The Chief Executive informed the meeting that guidance had been received from the consultant and a response has been sent for consideration before sending on to clubs.

In summary, clubs are liable for Corporation Tax on income from investments and income from entries from individuals who are not a member of the host club. However, clubs may be able to reduce their liability through either:

- Becoming Community Amateur Sports Clubs and or
- Demonstrating that these events are not being run on a commercial basis.

We have requested that the consultant strengthen the guidance on demonstrating that clubs are not operating on a commercial basis before holding a webinar on the subject.

5.6. Competition Partnership Agreements

The Chief Executive referred the Board to the paper submitted to the Board. The paper outlined the current position of the different types of partnership agreements that British Orienteering has with the organisers of the major events (JK and British Championships).

The Chief Executive outlined a number of different options.

There were discussions on the various models and potential impact and presentation.

It was agreed not to pursue setting up a separate legal entity to organise the major events.

It was agreed further meetings were required to discuss the detailed arrangements including the level of underwriting for consideration by the Board at the next meeting.

The Board asked the Chief Executive to clarify with the Auditors that it was acceptable for British Orienteering to underwrite events when there was no direct financial control.

6. Governance

6.1. Independent Board Review

The Chair welcomed Gemma Sykes from Governance United who had been engaged to deliver the independent review of the Board.

Gemma outlined the process and timelines for the review. She thanked the members of the Board for their engagement.

Gemma informed the meeting that she would be submitting the final report at the next Board meeting.

6.2. AGM 2024

The Chief Executive confirmed that the AGM would be held in Birmingham on the 5th October 2024 at the Studio alongside a Members Forum meeting.

The Treasurer questioned when the accounts had to be submitted to Companies House before the AGM? Laura Kaye Tomlinson informed the meeting that the accounts had to be submitted before the end of September 2024 but at the AGM the meeting only accepts the accounts and does not approve them.

6.3. Criteria for Supporting International Competitions

The Chief Executive referred to the circulated document about hosting Major Events.

Following a discussion, it was agreed the document required further review and should be re-presented to the Board for agreement at a future meeting.

6.4. World Masters Mountain Bike Orienteering Championships 2026

The Chief Executive informed the meeting that he had received a request from the Chair of SOA for British Orienteering to submit a proposal to the IOF to host the World Masters Orienteering Championships in 2026.

The Board recognised that the financial risk was low and that SOA were prepared to underwrite the event.

It was agreed that once BMBO and SOA had formally agreed that SOA would organise the event, that SOA would underwrite the event and that the IOF were prepared to contract with SOA, British Orienteering would support the bid.

7. World Orienteering Championships 2024

8.1 Update

The Chief Executive referred to the previously circulated update on WOC by the Event Director. He highlighted that at the moment the organising committee were not looking at drawing down on the “double lock” funding from British Orienteering.

8.2 WOC24 Participation/Community Engagement

The Chief Executive informed the meeting that British Orienteering and SOA had held a meeting to look at community engagement at the event. Plans are at an early stage but were in the process of being developed.

He went on to inform the Board that following an approach by the IOF an initial meeting had been held with Enrich Education (the IOF School Orienteering Partner) to investigate opportunities link their activities with the World Championships.

David Rosen asked some questions regarding the involvement with Enrich Education and the Chief Executive informed the Board that the discussions were at a very early stage and that he would report back to the Board with any developments.

8. Strategic Plan

The Chief Executive gave an overview of the progress in the Strategic Plan.

9.1 Performance Figures

The Chief Executive provide the meeting with an update of the end of year figures for membership and participation including the profile of members.

He reported that the final membership numbers were 8,953, which was slightly below those forecasted at the start of the year (9,000).

16-40 segment of the membership was now at 1,909 (21%) which was up on the previous year.

Participation just broke 150,000 at 150,323.

The number of non-member runs was up to 17% of the total runs at just under 22,500.

9.2 Development

Major Events and Development Conference

The CEO referred to the previously circulated paper on the Development and Major Event Conference. He highlighted that the programme covered a wide range of topics and it was well engaged by the membership.

Website Development

The Chief Executive informed the Board that work was continuing on the development of the content of the new website with a timeframe for launch in April 2024.

Marketing and Communications

The CEO went on to inform the Board that we had recently launched a number of email campaigns with a success rate of openings of 66%.

Our Instagram followers have recently reached 1,500.

9. Matters of Significance

10.1 Forestry England relationships

The CEO informed the Board that the concerns raised regarding the JK 24 with access to Forestry England land had now been resolved satisfactorily.

However, there were still concerns over the longer term agreement with Forestry England specifically around the cost model for permissions. The Chief Executive was contacting the CEO of Forestry England directly to raise his concerns.

There were no other matters of significance to report.

10. Welfare & Safeguarding

10.1. Welfare Matters

Peter Brooke, Lead Safeguarding Officer informed the Board of an incident that occurred at an event.

To be redacted from published minutes

The incident was an alleged physical assault/abuse of a minor. The alleged perpetrator and minor are not members of British Orienteering or a club.

Peter Brooke informed the Board of the actions undertaken.

Peter Brooke reported that no further cases that had been received.

11.2. Welfare Matters

Peter Brooke informed the Board that the annual Safeguarding webinar was delivered as part of the development conference with the focus on how clubs can ensure their events are delivered safely. Liza Ware from CPSU produced and delivered the very informative session. Key feedback highlighted that it was reassuring that a lot of the content and recommendations were already being actioned by clubs.

Peter Brooke left the meeting

12. Standing Items

12.2. Steering Groups and Committees

12.2.1. E&CC/Rules Group

The Chief Executive informed the meeting that the Rules Group had recently published the competition rules for the 2024 season.

12.2.2. Talent & Performance

Chair of PPPG

The CEO informed the meeting that following a competitive recruitment process that Ruth Beale was being recommended for appointment by the Board as Chair of the PPPG.

The Board approved the recommendation and thanked Ruth for being prepared to take on this role.

Performance Director

The Chief Executive informed the Board that the Job Description for the role was currently out for consultation and that the recruitment progress would shortly start.

13. International Matters

The Chief Executive informed the board members that he had been informed by the IOF that they had extended the period for nominations for the IOF Athlete Commission and that British Orienteering had nominated John Kewley.

The Board were informed that Emma Monkman had resigned as a member of the IOF Environmental and Sustainability Commission.

14. Closing business

14.1. Any Other Business

No further matters were raised.

15. Future meetings

Key Dates	Venue
Monday, 29 April 2024	The Studio, Manchester - confirmed
Monday, 24 June 2024	Birmingham the Studio - confirmed
Saturday, 7 September 2024	Teams
Saturday, 5 October 2024	AGM and Club and Member Forum (Birmingham the Studio)
Monday, 9 December 2024	London

The Chair formally closed the meeting at 15:25