



**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE EBU LIMITED
AT BAKER TILLY MANAGEMENT LTD,
2 BLOOMSBURY STREET, LONDON WC1B 3ST
ON WEDNESDAY 6th MARCH 2013 COMMENCING AT 12.30PM**

PRESENT: Sally Bugden (Chairman) (SB)
Jeremy Dhondy (Vice Chairman) (JD)
Andrew Petrie (Treasurer) (AP)
Jerry Cope (JC)
Heather Dhondy (HD)
Ron Millet (RM). Note Taker
Malcolm Oliver (MO)
Ian Payn (IP)
Michael Hill (MH)
Barry Capal (General Manager) (BC)

1. Apologies for Absence

There were no apologies for absence

2. MINUTES OF THE LAST MEETING HELD 16th JANUARY 2013

SB thanked Ian Payn for taking the minutes.

SB congratulated both Camrose teams, and the Peggy Bayer and Junior Camrose teams for their success in these recent competitions.

2.1 Accuracy

There were no matters of accuracy and the minutes were agreed as a true record.

2.2 Matters Arising

2.2.1 BBO Online Bridge Update

SB reported she had contacted Fred Gitelman who had taken up the cause of our online bridge playing events. Gordon Rainsford was nominated as our liaison with BBO. The Tournament Committee would discuss the level of MP awards at their meeting on 12th March 2013.

Action IP

2.2.2 British Sims

JD reported that he has drafted a letter to clarify the terms of any renewal to the current British Sims agreement with the SBU and WBU which ends 31/03/14.

The letter will also include the following information:

- The EBU will increase its entry fee from £2.50 to £2.60 from 1 October 2013. This still represents a real reduction in the price of entry for our clubs.

- The EBU will not licence any further simultaneous events in England.

AP stated that the prize structure for simultaneous events should be reviewed and that this would be discussed at the Tournament Committee with a view to being implemented in Spring 2014.

Action AP, JD

2.2.3 MP Reciprocity

The correspondence on this matter from the WBU and SBU showed willing but no action as yet. It was decided that if we have heard nothing after the re-scheduled SBU meeting we will write to both the WBU and SBU and inform them that we will be suspending MP reciprocity from 1st September 2013 but that if re-instatement occurs any MPs won by our members in tournaments, competitions and congresses run by the WBU and SBU in the intervening period will be honoured.

Action JD

2.2.4 Sim Pairs Consultation

SB reported that she had met with Andrew Urbanski and had agreed that it was best to undertake some information gathering about these events after the new arrangements had been in force for a year i.e. from May 2013. This would be discussed at the National Club Committee meeting along with incentives to encourage clubs to take part in the EBU and British Sims events.

Action SB/JD

2.2.5 European Champions Cup

HD reported she had made an initial approach to a potential sponsor. The Board agreed that they needed a definite decision as soon as possible but no later than the Autumn so that the EBL could be informed. JC reported that Sky Arts were going to broadcast a national Chess championship and that it would be worth approaching them to see if they may have interest in filming the ECC.

Action SB, HD

2.2.6 Pharon sponsorship

There had been no response to our letters.

2.2.7 Procedures Manual

JD reported on a consolidation of the Procedures Manual. A copy had been sent to all board members and all updates would in future be online only. **Action JD**

2.2.8 VAT Reclaim

AP reported that we had now received a "Statement of Case" from HMRC, which is their response to our initial claim. Copies are available. The Claim centres on the meaning of "Sport", the European definition and usage and the "fit" of Bridge within this. The claim challenges us to provide proof that that the treatment by other European countries operating under EC Directives includes Bridge. AP explained that this is a sharper test than evidence where comment and reportage from those benefiting from the European treatment of Bridge as a Sport is sufficient. Evidence requires us to produce documentation, ideally from both beneficiaries and the tax authorities demonstrating that that this treatment is in operation.

The response has to be with HMRC by 04/04/13; AP may have to ask for an extension of time so that information can be gathered.

After a brief discussion the following was agreed:

- Write to the EBL and the constituent members for information and support.

Action AP, SB.

- Liaise with Marc De Pauw and Yves Aubrey
- Undertake a trawl of relevant EC Documents

Action SB

Action RM

2.2.9 Bridge Overseas

AP reported that the Memorandum of Understanding was now operational in terms of the accommodation service, and bridge holidays for EBU club members were now being planned. He also expected benefits with the hire of the events rooms at congresses in England.

2.3 Review of Action list

All actions were complete or in hand.

3. FINANCIAL MATTERS

3.1 Treasurers Report

AP reported that the re-forecast is indicating a net deficit for the year of £23.3K, almost £20K better than we expected at the start of the financial year. This significant improvement is mainly down to the hard work of the EBU's staff and volunteers to whom he passed on his thanks on behalf of the membership.

As usual the forecast out-turn results from various positive and negative factors. Of particular note:

- A reduction of £9.3K in the operating costs for the Bridge Shop
- An increase of £9.5K in income from subscriptions, mainly due to an increase in the number of playing sessions
- An increase of 20% in the income from licences
- An increase of £5.4K in income from Student Training which bodes well for the future of the Union
- A saving of £9.1K in our International costs
- A saving of £29.9K due to the change in plans for how the EBU will extend its charitable activities
- An increased deficit of £10.6K from English Bridge caused by reduced advertising income and increased postage costs
- An increase in our NBO costs of £11K due to the increase in membership numbers resulting from Universal Membership
- A shortfall in the income from our Competitions caused primarily by a very disappointing Brighton but also by significant shortfalls against budget from:
 - Autumn Overseas Congress
 - Blackpool Year End
 - Guernsey Congress
 - Spring Congress Harrogate
 - Spring 4's
 - Spring Overseas Congress
 - Swiss Teams Congress
- Sim Pairs returning £11K less surplus than the budget of £75K

3.2 Budget 2013-14

The 2013/14 budget indicates a further loss of £5.5K, on top of losses in three of the four preceding years. This is only acceptable if we are able to deliver or improve upon the 5 year financial plan. Of particular note next year we have:

- Another challenging year for English Bridge
- Two teams in the World Championships in Bali and a European Youth Teams Championship for at least two teams of Juniors
- A predicted significant improvement in the surplus from Competitions

3.2.1 TD Costs

The number of TDs attending tournaments was discussed. Gordon Rainsford's efforts to ensure that the number of TDs appropriately matched the number of players were noted.

3.2.2 English Bridge

SB reported that she and JD were looking at ways to reduce costs whilst exploring ways to improve the provision of an entertaining and informative read for the membership.

Action SB/JD

3.2.3 Overview

JC invited the members of the Board to consider where the EBU would be financially in 5 -10 years from now. With a fairly static performance and our costs running inevitably beyond inflation the EBU faces real challenges. SB stated that we need to look at the way in which we fund our activities and the changes required in the structure and culture of the organisation to achieve a thriving bridge playing population in England. **Action All**

3.2.4 Solar Panels

BC reported on this matter that would provide a return of 13% on investment. The Officers had agreed the expenditure on behalf of the Board as the work needed to be undertaken quickly to achieve the better tariff. Installation would take place in May subject to us meeting the necessary requirements. The Officers' actions were approved by the Board.

4. GENERAL MANAGER'S REPORT

BC presented his report. He drew attention to, or updated on the following matters

Website – it was hoped that this would be released by early April. It is likely that there will be various hitches to deal with and there would also be questions of access to sort out.

Enterprise Management System – The current system will end later than thought in August 2015. BC to investigate the most economic and effective replacement.

Changes in universal membership policies for clubs

Changes for supervised play sessions and the number of annual sessions a club needs to be able to affiliate to the EBU will be publicised to clubs, counties and shareholders and changes will be made to the documentation on the website. **Action SB**

4.1 Report from Club Liaison Officer

The Board complimented Andrew Urbanski on his interesting and concise report.

A detailed discussion took place on individual clubs and terms of affiliation as follows:

Rugby Village Bridge Club wished to change its county of affiliation from Warwickshire to Northamptonshire because it was more accessible for the club to take part in competitions

run by Northamptonshire. The Board accepted the reasons given for change of affiliation. The club and both counties would be written to. **Action BC**

Royal Bridge Club -Isle of Man has two bridge clubs and a pay to play fee of 22p. The Royal Bridge Club wished to affiliate to a mainland county. It was agreed that this was not allowed by the existing county constitution. The club would be advised that they cannot change their county of affiliation and must use their democratic rights to effect change within their county. **Action BC**

North Cotswolds Club – have not submitted P2P files since 28/02/12 despite requests to do so. It was agreed that a final letter be sent to them advising them that if their files are not received within 14 days, then their affiliation will be revoked. **Action BC**

4.1.1 Club Affiliation

During the discussion on 4.1 above a further discussion arose on requests for direct affiliation by Clubs to the EBU. It was agreed that the EBU could not accept direct affiliation from an individual club based in England, the Channel Isles or Isle of Man.

It was decided that clarification of our responsibilities for a club's county of affiliation should appear in our constitution and this would be amended at the AGM in October 2013.

Action AP

4.2 Report from Communications Officer

The Board complimented the Communications Officer on his report. The issue of Club Management Focus (CMF) reaching the appropriate club committee members was discussed. It was agreed that this would be mentioned in the new issue and once again at the next National Club Committee Meeting. CMF would have controlled access on the new website.

5. STRATEGY UPDATE

5.1 Communications

SB reported that the new strategy document "Shaping the Future" would be circulated at the May Shareholders Meeting and published in the June edition of English Bridge. It would then be rolled out to the National Club Committee and all the Standing Committees. **Action SB**

A meeting with staff to provide an introduction to the strategy will occur on 14th March 2013. This will be followed by a workshop in the summer. **Action JC/SB/JD**

5.2 Shop

MO reported that he had reviewed buying trends. He was holding a meeting about how to increase use of the shop at Aylesbury on 14th March. The key message being that any purchase from the shop helped the membership as whole by increasing the surplus available to invest in the development of duplicate bridge in England. **Action MO**

5.3 Education

SB informed all present that she was working on a top line document for communication on the work of the charity, the skills required etc... **Action SB**

5.4 Tournaments

The idea of implementing an online knock out competition which had been publicised in the February issue of English Bridge had elicited some correspondence about the potential for players to act in an unethical manner. IP stated that this was a complex area and it would be

fully discussed at the Tournament Committee meeting.

Promotion of the Brighton Congress was proceeding with success in most areas. Some aspects of online promotion needed to be honed and improved. **Action IP**

5.5 Internationals

There had been a good response from the EBL to the feedback given from the EBU about the European Championships. HD and the Selection Committee will continue to provide feedback on international competitions to the EBL & WBF which it is hoped will maintain and improve our working relationships

5.6 Archive

We were now ready to buy the equipment and proceed with the conversion of our records to the previously agreed format **Action JD/BC**

5.7 Clubs

SB reported that she would be discussing ideas to increase our engagement with our clubs at the next NCC meeting. She also reported that it was hoped to hold a meeting of all the 39 county club representatives at some point during the 2013-14 financial year.

6. CHARITY UPDATE

AP and SB had reviewed the documentation for a CIO application and AP had received a response from Caroline Jones this could form an acceptable basis for an application.

Action AP/SB

7. AWARDS

RM presented a Report outlining the current situation with recommendations. Appendices to the Report included an earlier comprehensive report from 2011 on suggested approaches and protocols.

The perspective of a more organised and managed approach to Awards that had more relevance to advancing the EBU was warmly welcomed. In significant part this would be through greater involvement of the membership in the nomination process.

The majority of the recommendations were approved.

The discussion also involved the appointment of ambassadors to help the membership understand the work of their organisation. SB reminded the Board she had written a paper on communications that referenced this and that this paper would form the springboard for discussion at the Board strategy day in June.

SB reminded the Board that her ideas for awards for clubs would be discussed at the NCC meeting in May.

Action SB

8. EBL/WBF MATTERS

There were no matters to discuss.

9. ANY OTHER BUSINESS

SB reminded the Board that there was a vacancy for one director arising from the resignation of Val Gibson. It was proposed and agreed that Darren Evetts be appointed in accordance with Article 11.10.

For clarification the Board directors and the dates of their appointment/election is as follows:

ELECTED

1. Sally Bugden – 2010
2. Heather Dhondy – 2010
3. Ian Payn – 2011
4. Andrew Petrie – 2012
5. Jeremy Dhondy – 2012
6. Ron Millet – 2012
7. Jerry Cope – 2012

APPOINTED FOR ONE YEAR

1. Michael Hill
2. Malcolm Oliver
3. Darren Evetts

Under our Articles, the three Appointed Directors must all retire at the next AGM but may stand for election if they so wish. Following the AGM the Board can appoint 2 Directors for one year.

At October we will have 7 elected directors, therefore 2 will have to retire, these being SB and HD.

Assuming at October 2014 we have 8 elected Directors then 3 must retire, these being IP + 2 of AP, JD, RM and JC. As stated in Article 11.9 (b)...if any directors were elected on the same day those to retire shall (unless they otherwise agree among themselves) be decided by lot.

There being no further business the meeting closed at 4.10