



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 31ST OCTOBER, 2012

Present; Sally Bugden (Chairman) (SB)
Jeremy Dhondy (Vice Chairman) (JD)
Andrew Petrie (Treasurer) (AP)
Michael Hill (MH)
Jerry Cope (JC)
Val Gibson (VG)
Ron Millet
Malcolm Oliver (MO) Note Taker
Ian Payn (IP)
Barry Capal (General Manager) (BC)

The Chairman welcomed new member, Ron Millet, to his first Board Meeting.

1. Apologies for Absence

Heather Dhondy

2. Minutes of Last Meeting

SB thanked Michael Hill for taking the minutes.

2.1 Accuracy

After clarification of an item under AOB the minutes were passed as accurate.

2.2 Matters Arising

2.2.1 Simultaneous Pairs

SB said that she had written to Mike Ash and informed him that there would be no master point reciprocity for Pan Celtic Sims. This would also apply to any English clubs playing in Welsh, Scottish or Irish simultaneous pairs from now on.

The status quo was retained for master point reciprocity on other tournaments and competitions which members of our respective unions attended. A Club Bulletin on Simultaneous Pairs had been sent to all our clubs on 19th September. This matter would also be raised at the forthcoming NCC meeting. (See item 7.1)

The European Bridge League had informed us via email that they had failed to resolve the application of statute 14 to this issue. The Board expressed its disappointment at this lack of guidance and asked JD to respond to the EBL.

2.2.2 Aylesbury Refurbishment

BC reported that the refurbishment work was now complete and that it had been brought in considerably under budget.

2.2.3 County Constitutions

JD reported that there are still 9 county constitutions which either remain unapproved or in need of updating. It is proposed to have all County Constitutions posted on the EBU website.

SB reported that she would be writing to counties to inform them that they no longer require an auditor for their accounts and that an independent examiner was sufficient. She would invite them to change their constitutions as soon as it was convenient for them i.e. at their next AGM. A reminder to those counties who are yet to supply an up-to-date self certified constitution will be included in this letter.

2.2.4 Document Archive

JD reported that some progress had been made and BC was asked to investigate a package that scanned, indexed and remotely stored our paper documents. **Action BC**

2.2.5 Sussex Complaint

JD reported that he had advised the complainants that the matter was a Sussex CBA internal matter and that EBU was unable to intervene

2.3 Review of Action Points

All actions were complete or in hand.

3. Board Responsibilities

SD outlined individual Board Member operational responsibilities for the coming year:

Jerry Cope – Staff Development

Jeremy Dhondy – Vice Chairman, Laws and ethics, BGB, editorial Board, Tournament Directors Development Group (TDDG) , Archive and Web development working group

Heather Dhondy – Selection and Internationals including juniors, Chairman TDDG

Val Gibson – National Club Committee

Michael Hill - Update of five year financial plan

Ron Millet - Honours and awards/ Research into benefits that playing bridge can bring to fighting cognitive decline

Malcolm Oliver – development of bridge shop

Ian Payn – Tournaments and competitions/ Website working group

Andrew Petrie – Treasurer, Charity registration, corporate governance,

Sally Bugden – Chairman, Charity registration, Chairman Editorial Board, director responsible for education, WBF and EBL liaison, All Party Parliamentary Group, County and club constitution updates and Annual Report 2013.

4. Financial Matters

4.1 Treasurer's Report for the 6 Months ending 30th September, 2012

The Treasurer updated the Board performance to the end of September, which is in line with budget i.e. a loss for the year of around £50000. Some savings have been made against the international budget, but costs of Postage for English Bridge have increased and competition income is down mainly due to disappointing entry levels at Brighton.

4.2 Annual Review of Reserves

The Board had introduced a policy last year on EBU's reserves which was Liquid Reserves of £225K and a Liquidity Ratio of 1.5.

Despite the expected loss on the year and the cost of refurbishing the Aylesbury Offices these targets should be comfortably met.

4.3 2013/4 Budget Preparation

All budget holders agreed that the timetable set by the Treasurer was achievable.

4.4 VAT Reclaim

Our VAT reclaim has been rejected by HMRC and a request to have the case heard by a Tribunal has been made.

4.5 Five Year Financial Plan

AP had circulated a paper on the timetable for finalising the 5 year financial plan.

5. Strategy Update

SB explained that the strategy update of Bidding for the Future should be published in the New Year.

In order to have an idea of what type of development investment was required for the coming five years the Board directors needed to consider and cost the tactics that they wish to use to implement their areas of responsibility within the strategy plan.

An additional single item agenda Board meeting has been scheduled for 22nd January 2013 to deal with this matter.

JC kindly agreed to facilitate this meeting and advised the Board that all inputs were required by 10th January. **Action All**

6. Charity Update

AP had circulated a paper on a revised charity conversion plan before the meeting and it was agreed that a formal electronic application to Charity Commissioners be made. **Action AP**

7. National Club Committee

From now on VG reported that the NCC would be a regular item on the Board agenda.

7.1 Simultaneous Pairs Consultation

It had been agreed that a formal consultation take place about simultaneous pairs in our affiliated clubs to determine how these events are being received. VG reported that initial feedback was that clubs considered them to be too numerous, too expensive and too 'mundane'. There was a suggestion that there be more 'transparency' on the use of the profits from Sim Pairs.

JD pointed out that the EBU had reduced the cost of Sim Pairs by 17% and that the number of Sim Pairs had been increased to allow those clubs which met only once per week the opportunity to participate. There was no requirement that our clubs enter all the simultaneous pairs. He asked VG to direct clubs to the Club Bulletin circulated to them in September 2012 which dealt with the frequency, reasons behind each simultaneous pairs event. He asked her to ensure that the clubs understand precisely what they are supporting when they take part in these events. There is an opportunity for our Club Liaison Officer to explain this when he visits clubs and discusses the services and events available from the EBU for club participation.

AP asked VG to request that the NCC help us get across the message that any surplus that arises from our operations is ploughed back in to the development and infrastructure of the game. He stated he would be happy to address any concerns the NCC had on financial matters. **Action VG/AP**

7.2 Model Constitution

JD is to prepare an article for inclusion in English Bridge and Club Focus on the benefits of adopting the model club constitution. **Action JD**

7.3 Orange Book Consultation

Concerns centred on Alerting Doubles and Announcements.

An offer had been made by South East RCC to test any proposed changes in regulations as a kind of focus group. **Action VG/JD**

7.4 NGS

This has been well received. Some refinements are currently being discussed with a view to implementing them in 2013.

7.5 Clubs wishing to affiliate which play fewer than 26 sessions per annum

SB explained that when universal membership was implemented the number of playing sessions per annum for a club was set as 26. This was determined because the vast majority of our clubs fulfilled this requirement. We also had to ensure that there was no abuse of the new universal membership system. It was agreed that club affiliation had now settled and it would be acceptable to allow bona fide duplicate bridge clubs who play less than 26 sessions per annum to affiliate subject to their county's agreement. It was felt that there should be some differentiation between these clubs and existing affiliated clubs. Affiliation costs for these clubs would be a double annual affiliation fee plus payment of the full pay to play subscription fee for each session played. This was agreed subject to feedback from the NCC. This would be implemented at 1 April 2013.

Action VG/SB

7.6 Supervised/Assisted play sessions and magazine points

There is a category of affiliated club members that are playing in supervised play sessions for many, many years. These players are not on the EBU's radar as they fall outside of the EBU's progression of play i.e. Bridge for All student for 24 months, part of which includes supervised play sessions, and then these students becoming fully fledged club players. The issue is how can the EBU engage with these players? One club who had such players as members wanted them to receive the magazine. It was agreed that if these players are to earn magazine points then they should pay the full play to pay fee. Their sessions are outside of the NGS and MP awards as there is no scoring. BC to investigate with Michael Clark how to implement this scheme which would be purely voluntary for those affiliated clubs who wish to register these sessions. This was agreed subject to feedback from the NCC. This will be implemented on 1 April 2013. **Action BC/VG/SB**

8. AGM Minutes and Matters Arising

8.1 One Day Joint Ventures heading

Unfortunately the heading "One day Joint Ventures" had been used on the Company Accounts – this heading will be changed next year to One Day County Green Point events. **Action AP**

8.2 No of clubs & churn on membership sheet

All this requires is a plus/minus comparison of clubs affiliated to the Union and to each of its counties on the new membership sheets circulated to the shareholders at the AGM. **Action BC/MC**

8.3 Availability of tournament numbers within the Annual Report

The Board asked IP to address this with the Tournament Committee and make some recommendations. **Action IP**

8.4 Data Protection Act and Club Records

SB stated that there is detailed information available to clubs about this issue. It is part of the pay to play documentation. It needs to be circulated or made available again. It was agreed to do this through the NCC. **Action SB/VG**

8.5 Notice of Questions

A reminder to be added to the agenda when it is circulated in the first instance (three weeks before the meeting). **Action BC/SB**

9. General Manager's Report

BC reported that from December 2014 Enterprise (our management software package) would no longer be supported and outlined the problems of replacing the system. Investigation of a suitable replacement was authorised by the Board.

BC is to look into and is to prepare options and approximate costs involved to report back to the Board in January and to feed into the 5 year financial plan. **Action BC**

10. EBL/WBF Matters

10.1 European Champions' Cup

Due to the imminent retirement of Max Bavin and the handover to Gordon Rainsford no progress has been made on the investigations into the viability of EBU hosting the EBL 2014 Champions Cup. IP will report before Christmas in order to allow sufficient time to approach sponsors to determine whether they will fund the event

Action IP

12. Any Other Business

SB advised that due to health reasons Gerard Faulkner has resigned as *pro bono* advisor. She informed the Board that she had thanked Gerard on their behalf for the years of dedicated service he had provided in this role. A new pro bono advisor is being sought.

Action JD

SB reported that she had received via email in October a letter dated 8th February from Toby Manning of the UK Mind Sports Council. The Board agreed to retain its membership of this body and Jeff Morris will continue to attend the meetings on our behalf. The UK Mind Sports Association has disappeared from the Mind Sports scene.

Action SB

The location of the Board/Strategy meeting in June was discussed. Due to the re-location of some Board members it was felt that London would be an appropriate place to hold this meeting in future. The Board joined with the Chairman in extending their thanks to Peter Stocken who had hosted this meeting for the past six years. All directors were asked to provide their ideas for economic accommodation within London.

Action All

There being no further business the meeting closed at 5.15.