



**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 5<sup>TH</sup> SEPTEMBER, 2012**

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

SB opened the meeting by congratulating the England Women's Team on winning a gold medal in the World Mind Sports Games.

**1. Apologies for Absence**

None.

**2. Minutes of Last Meeting**

**2.1 Accuracy**

The minutes were passed as accurate.

**2.2 Matters Arising**

Due to his work for the European Bridge League and World Bridge Federation David Harris has stood down as Honorary Counsel. DH had been thanked by the Chairman on behalf of the Board for the contribution he had made over the many years he had held this post. David Ewart QC has agreed to take on the role. The Board formally approved his appointment.

**2.3 Review of Action List**

All actions were complete or in hand.

### **3. Financial Matters**

#### ***3.1 Treasurer's Report for the Four Months ending 31<sup>st</sup> July, 2012***

The Treasurer had updated us on actual performance to the end of July, which was broadly in line with budget. AP mentioned that the expenditure envisaged for charity conversion would not now be required.

There was brief discussion on the paper on the five-year plan that AP and MH had circulated. BC expressed concern about the timing of the workload for Gail when the upgrade of Sage was also imminent. It was agreed that AP and MH would discuss this with Gail at the planned meeting on 19<sup>th</sup> September.

#### **4. Simultaneous Pairs**

The Board was concerned about the impact of too many such events and decided that they would circulate a bulletin to clubs detailing the various simultaneous pairs events, including any fund raising involved and any master points that will be awarded.

##### ***4.1 British Simultaneous Pairs***

A meeting with Mike Ash had been very productive and resulted in proactive promotion to the Scottish Clubs by the SBU. The WBU had also stated their commitment to this event.

##### ***4.2 Pan-Celtic Simultaneous Pairs***

English clubs had been invited to compete in this event and this seemed contrary to EBL Article 14 as the event had not been approved or licensed by the EBU. An EBL ruling on this was awaited but Scotland had accepted it and altered their publicity. It was agreed that there would be no master point reciprocity for these or any future Pan Celtic Sims. If any clubs from England had already entered the December event then master points would be awarded but no payment would be accepted from the SBU for these clubs. This would be communicated to all our clubs and to the home unions.

##### ***4.3 WBF Simultaneous Pairs for Youth Bridge***

There were to be seven such events per year and the WBF wanted their member NBOs to publicise them to their clubs.

### **5. Update on Charity Registration**

AP informed the Board that the proposed conversion of the EBU to a charity, whilst approved by the Charity Commission, had proved to be financially non-viable. There were serious tax issues if BEL were to own the Aylesbury building and the alternative of funding it by giving it some of the EBU's surplus-making operations could not be made to work once the requirements for a "commercial rate" for services provided to it by the charity were included, even using the most favourable interpretations that could be envisaged. The way forward was, therefore, to create a charity in the form of a company limited by guarantee whose objectives were Bridge Education and Development. That could be expected to raise funds from other charitable trusts. It was hoped that the new charitable trust could incorporate the existing Youth and Education Trust. It was not clear whether the existing company, Bridge England, could be used but we first needed to check whether that could be changed to a company limited by guarantee.

**Action BC**

## **6. Strategy Allocation**

The Chairman's paper on this, circulated ahead of the meeting, was agreed.

## **7. General Manager's Report**

An outline paper on the re-design of the EBU website had been circulated in advance of the meeting. All Board members were asked to feed any comments to BC and JD. BC reported that he had now identified software that would enable Ubercart (the system proposed for the on-line shop) to be integrated with Sage, so bringing the shop on-line would be easier.

There were problems in the office at present as new floor tiles that had been supplied proved to be the wrong ones and there was a delay awaiting the replacements. Meanwhile Karen was now on maternity leave and Kay was working an extra day a week as partial cover.

## **8/9. Personnel Changes at Officer Level and Appointments to the Board**

SB reported that MH was standing down as Treasurer and that he and GJ were retiring from the Board. She conveyed the Board's thanks to both for their contributions. AP was standing as Treasurer and JD as Vice-Chairman, whilst JC and Ron Millet (Yorkshire) were standing for the vacant places on the Board. In order to maintain the right mix of skills, she proposed that MO was appointed to the Board to deal with shop matters and development and MH was appointed to the Board to produce the 5 year plan for the updated strategy. These appointments to the Board would take effect from 4<sup>th</sup> October 2012 and this was agreed.

## **10. Corporate Governance Guidance for Counties**

AP had assembled all relevant advice and guidance in a paper (circulated for the meeting) which would go out to counties with the self-certification document.

BC and SB reported on an issue raised by one county about what constituted "paid-up members" and "primary members" and who had the right to vote at county AGMs. This was being dealt with.

### **10.1 SCCBA**

SB left for this discussion and AP took over the chair. Correspondence from a Sussex member had been circulated in advance but JD summarised the background. AP summarised the constitutional position – the EBU can address issues of a county failing to follow its approved constitution but cannot address issues when it is acting in accordance with that constitution. In the latter case, aggrieved members can pursue their action via proposing a vote of no confidence in the County committee at an AGM or EGM. It was agreed that the EBU's position should be clarified in writing to both the County and the complainant.

**Action JD**

## **11. EBL/WBF Matters**

The issue of subscriptions has been resolved as follows:

- For the year 2010-11 the EBU will pay its per capita payments on 30,000 members
- For future years (from 2011-12) the EBU will pay its per capita payments on those members that play 12 or more club player sessions

## **12. Calendar of Meetings for 2012-13**

The list of dates circulated in advance was agreed.

## **13. Any Other Business**

JD reported that the papers recently acquired for the archive indicated that we had an action, as yet unfulfilled, to recognise in some way the collection of books bequeathed to the EBU by G.C.H.Fox. It was agreed that, when the library was classified and catalogued, that all books from that source should have a suitable acknowledgement in that catalogue. SB suggested that a local library school might be approached to do the cataloguing and classification.

SB reported a proposal from Paul Hackett that a sponsor who provided shirts labelled "English Seniors" should also be allowed to produce some labelled "supporting English Bridge". This was rejected on the grounds that the sponsor in question actually supported only his own (seniors) team, and nothing else.

It was agreed that SB would write to Paul Hackett offering the sponsor the opportunity to enter in to a commercial sponsorship agreement to supply all the England team's uniforms. Dependent on the outcome, the Board would consider "supporting English Bridge" appearing.

The meeting concluded at 3.35pm.