



**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE EBU LIMITED
AT BAKER TILLY MANAGEMENT LIMITED,
2 BLOOMSBURY STREET, LONDON WC1B 3ST
ON WEDNESDAY 30TH OCTOBER, 2013**

Present: Jeremy Dhondy (Chairman) (JD)
Ian Payn (Vice Chairman) (IP)
Andrew Petrie (Treasurer) (AP)
Sally Bugden (SB)
Jerry Cope (JC)
Heather Dhondy (HD)
Darren Evetts (DE)
Ron Millet (RM)
Barry Capal (General Manager)(BC)

Peter Stockdale (Minuting the meeting) (PS)

1. Apologies for Absence

Malcolm Oliver (MO)

2. Minutes of the meeting of 14th August 2013

2.1 Accuracy

DE questioned the accuracy of item 5.1. The remainder of the Board believed the minutes were accurate, however the implication of the item was discussed further under the agenda item 2.2.1

The minutes were signed by JD as being an accurate report of the meeting.

2.2 Matters Arising

2.2.1. County Working Group

DE said that following initial meetings with county groups it was felt that the Terms of Reference were not yet defined, (*See 5.1 August meeting*) and that the counties believed they were to have an input. The Board was in agreement that the Terms of Reference are not in draft form but nor are they set in stone. If the feedback from the counties was therefore that there was significant oversight then amendments could be made. Otherwise it is the Board which established the terms, though the counties were to have the flexibility to adjust their

own objectives to consider size, demographics etc. DE would continue to attend meetings to collate feedback. The Board thanked DE for his work on this task.

Action: DE

2.2.2. Awards structure international players

JD and RM had discussed the matter. RM is to present a paper at the January meeting so that the idea is on schedule for implementation in 2014. The matter would be on the agenda for the January board meeting.

Action: RM

2. 2.3 Other matters arising

With reference to 2.2: Governance, JD stated that we will need to propose the amendment of 16.22 of the articles so it is consistent with the change made relating to Vice Presidents in Section 17 at the AGM.

Club affiliation would be discussed at the January Board meeting with a view to establishing whether any changes to the Bye Laws might be needed.

Action: JD

Further to the previous suggestion that the articles and powers of the Board, Shareholders etc be reviewed, it was discussed that consideration be given to whether the standing committees that are in place are correct, sufficient, etc. There was the suggestion that the current structure is archaic, and a useful exercise may be to consider what the ideal structure would be if given a clean start. Thought could then be given to how the current structure could evolve towards the ideal.

The composition of standing committees, and the opportunity to co-opt people onto such committees, was also discussed. The Board was in favour of this being discussed further.

HD reported that she had written to the potential sponsors (*See Item 9 from the August meeting*) explaining that we would not be running the European Champions Cup in 2014 and why. She had received positive and helpful responses from them.

3. Appointed Directors

JD reported that the Board had the option to appoint two directors for the forthcoming year. Michael Hill had stepped down. Malcolm Oliver was happy to stand again and his appointment was unanimously agreed. A second director was not to be appointed at this stage although the option to do so during the year remained.

4. Board Responsibilities

Board responsibilities for 2013-14 were reviewed and agreed. It was agreed that this information would appear on the website.

(Note: Subsequent to the meeting this has been done)

5. General Manager's Report

BC had circulated this by e-mail prior to the meeting. He went on to explain the difficulties currently experienced with the Sage accounting system, and the proposed solutions. Gail Nancarrow was thanked for her efforts in finding the best and most cost-effective solution. BC also raised the difficulties experienced with our banking facilities and the possible need to change. The Board gave him the authority to take action as necessary, but BC stated his hope that it would not be necessary, and any significant decision would be made consulting the board.

Action: BC

BC gave an update on the use of Pianola for scoring, and it was agreed that it offered numerous benefits to tournament staff, office staff and to any interested players. He also stated that online events had been running for a few weeks, and whilst the income wasn't high per event it may add up across the year to a reasonable income.

BC reported that Andrew Urbanski had advised of a number of new club affiliations and re-affiliations.

Thanks were given to BC for the IT schedule. Not all pages had yet been migrated to the new website, but the majority of work had been completed. New or forthcoming projects include work with passwords, a digital archive of the old magazines, and an online shop. The capacity to gather data on visits to the website was also being considered. DE expressed thanks to Michael Clark for the establishment of the County Online Forum.

Action: BC

6. Financial Matters

6.1 Treasurers Report

AP circulated his report, and apologised for it being late but he wanted to include September figures. He raised two concerns: that targets may not be achieved, although he acknowledged that these were 'a stretch' when established; that the income from Simultaneous competitions, and from tournaments, was falling.

Simultaneous competitions were to be raised later in the meeting, so discussion on that issue was postponed. With regard to declining attendances at tournaments it was discussed that this may reflect a change in the membership and their view of bridge, and that a fresh approach may be required. The majority present had ideas but first wanted the Tournament Committee (TC) to consider the options. The necessity for a small working group within the TC was also mentioned. IP will discuss the matter with the TC and will report back at the January meeting. The Board acknowledged that even if significant changes are not made then there is still a need in future years for greater consideration of conflicting events – for example WBU and SBU congresses. Also consideration should be given to not only the cost of the event, but also additional costs experienced by the player, for example travel and accommodation (the relationship with Bridge Overseas was recognised as beneficial in this respect). Whilst the fall in tournament revenue was not considered as important as a fall in profit from those events, it was recognised that the Five Year Plan considers revenue, so efforts to arrest the decline should be made.

Action: IP

SB reported that a significant contribution had been donated towards the Junior Teach-In. She gave thanks to Patricia Davenport. A date had been set for the 2014 event.

AP was asked about the increase in NBO figures. He believed that it was a true increase, rather than a 'timing issue' but he would check.

Action: AP

6.2 Annual Review of Reserves

AP reported that annual review of reserves had been carried out and that the level was satisfactory and no action was needed.

It was also discussed that if a change of bank account was required that the 'savings' aspect, as well as the 'current account', should be considered.

Action: BC

6.3 Schedule for 14/15 Budget Preparation

The schedule had been circulated to the board. AP emphasised the responsibility of each member to liaise with the relevant Aylesbury manager regarding point B. By the time of the January meeting it was expected that points A and B should have been completed, and that completion of point C should be imminent. The possibility of an 'investment-style' project was raised. It was mentioned that there were still aspects of the Five Year Plan outstanding after year one which should be considered, and it was agreed that any smaller projects should be considered by the member with responsibility for that area.

Action: All

6.4 Update on VAT claim

AP reported that there had been no further information, although if the anticipated schedule was met then a response would be expected in November. The possibility of an appeal based on the outcome was discussed, and it was believed that in the case of an unsuccessful outcome that an appeal would be strongly considered.

6.5 Update on 5 year Financial Plan

AP stated that the five year plan would be updated when the budget forecasting is complete.

7. Board Response to Middlesex Letter

AP outlined the letter received asking for an explanation on how the EBU judges financial success especially in relation to pre and post Universal Membership. He circulated a proposed response which, with one amendment, met with the Board's approval. It was suggested that the document be circulated to the board members, and JD stated he intended using it in his piece in the February issue of English Bridge. AP was thanked for his efforts in preparing the document.

Action: AP/JD

8. Disciplinary Panel

The annual review of this panel took place. Two members had retired. The panel was large enough that no replacements were needed and it was re-appointed. Letters of appreciation would be sent to the two retiring members.

Action JD

9. Charity and Charity Partnership

SB referred to the update circulated prior to the meeting. She added that a new domain had been registered for the website – www.ebedcio.org.uk – and that migration to the new site would take place when the new employee was in place. Concern was expressed that the new website should not excessively burden the existing IT staff at Aylesbury (once the initial migration had occurred), and it was confirmed that the new site would be easily maintained by SB and the new employee.

The new employee would be appointed in January or February (John Pain will be retiring from his education duties in April). An advert for the position would appear online and in the December issue of English Bridge. It was agreed that the wording regarding the candidate's ability to play bridge should be carefully considered. Trustees for the charity would be appointed early in 2014.

Action SB/BC

10. AGM minutes and matters arising for Board attention

10.1 Instructions for voting

JD advised that the instructions on the voting papers used at the AGM had been rewritten to help avoid confusion.

10.2 Article 16.22

See 2.2.3 above for action

10.3 Club Governance (item 4.1 of March Board minutes)

It was agreed that this would be addressed at the January meeting.

10.4 Any other matters

Some minor amendments to the minutes for the AGM were agreed. They would now be distributed.

11. Offer of prizes

JD reported that Mark Horton of Bridge Magazine had offered free subscriptions to their online magazine as a prize for the EBU online tournament. This had been accepted. An offer of a short (three month) free subscription period for all members had also been received. The Board discussed this and agreed to decline the offer. There was a concern about data protection and a recognition that many members did not like receive emails with offers from outside sources.

JD outlined articles containing factual inaccuracies concerning EBU regulations and training courses which had appeared in recent publications. The Board approved of the action he had taken in response.

12. Sims promotion

The board were in agreement that action should be taken to arrest the decline in entries in Simultaneous Pairs events. The new prize schedule which was circulated was agreed with the alteration that each event prize be the same (i.e. not a reduced prize on Friday). It was also agreed that the wording be changed to “The Tournament Committee endorse...” rather than “propose”.

The board agreed that Gordon Rainsford (GR), along with Peter Stockdale and Andrew Urbanski, should be encouraged to be proactive in promoting the events, and should be given the scope to incentivise entry as GR sees fit, any significant financial cost should, however, be approved by AP in advance. The ‘survey’ by GR proposed at the August meeting was raised and the Board agreed it would be interesting to know the outcome if the survey had occurred, and if not then it was suggested that GR still undertake a survey prior to beginning promotion of the events.

Action BC

13 EBL/WBF matters

13.1 Visit of Yves Aubry

Yves Aubry (President of the EBL) had contacted JD to suggest a meeting with the EBU. This was accepted and he will visit in mid-November and meet with JD, HD, IP and BC. There was speculation that the visit may relate, in part, to the EBU hosting a future EBL event. JD stated he would listen with interest and an open mind, but make no promises relating to anything which was raised until a full Board discussion had occurred. The Board agreed with this approach.

14. Possible Survey

At the August meeting the possibility of a survey to assess the impact of changes to the magazine and other matters was discussed. The Board could see both pros and cons of such an approach. A significant concern related to the cost and time of collating and processing the data. BC was therefore asked to look at the cost of online survey/analysis options. It was also agreed that it would be important to maximise the benefit from any survey which was undertaken and that ‘expert’ advice should be sought to ensure it is carried out to best effect. JC agreed to contact a member who may be able to help.

Action: BC/JC

15. Future Board Meetings

JD stated that as the AGM in 2014 would be in November a decision on Universal Membership would not be required in August – it could be left until the September meeting. He therefore proposed that there be no meeting in August. This was approved.

The June meeting was also discussed. It was agreed that this would probably be held over two days in the Aylesbury area, with the first day being at EBU headquarters and involving the office staff. JC would design an activity that would involve the staff to best benefit for all involved. AP would discuss venues for the remainder of the event with Bridge Overseas.

Action: JC/AP

DE requested that future meetings not be held as standard on specifically the third Wednesday of the month.

16. Any other business

It was agreed that the minutes would be posted in draft form on the website once the officers and other members on the board had had the chance to see and agree any changes.