



**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE EBU LIMITED
held at EBU Office Aylesbury, Wednesday 15th June 2022 at 1pm**

Present:

Ian Payn (IP) (Chair)

Cathryn Fox (CF) (Vice Chair)

Kay Preddy (KP) (Treasurer)

Rob Lawy (RL)

Tony Russ (TR)

Patrick Shields (PS)

Gayle Webb (GW)

Sam Kelly (Minutes) (SK)

1. Apologies for Absence

Adrian Darnell (AD) and Gordon Rainsford (Chief Executive) (GR)

IP noted the retirement of Ron Millet (RM) from the Board, and thanks him for 9 years' service.

2. Minutes and Approval from the meeting of 13th January 2022

a. Accuracy

There were no matters of accuracy.

b. Matters Arising

There were no matters arising. The minutes were approved.

3. Financial Matters

KP had circulated three reports prior to the meeting.

i. Treasurer's Report on Draft Management Accounts – Year Ending 31st March 2022

KP noted that the draft management accounts for the year ending 2022 ended with a slight surplus, compared with a budgeted deficit. The main cause for this difference was the cancellation of some Junior international events.

KP discussed other areas of the budget. There were increased profits from competitions because some events were transferred to online rather than held face-to-face. However, the popularity and income from Simultaneous Pairs events continue to decline. The Bridge Warehouse ended the year slightly ahead of budget. Income from Membership was in line with the predicted budget. There was an increase in income from licences for Green Pointed County events (prior to the price increase) reflecting the popularity of these relatively low-priced events.

The budget for non-junior internationals was in line with predictions. Income from trials, including Premier League, was below budget which is perhaps something we should consider when planning these events for this year.

There was a suggestion from PS that a Premier League type event be held year-round. This was briefly discussed with pros and cons of changing the arrangements noted.

In all areas of Laws & Ethics, the actual spend was lower than the budget, with the greater savings being seen within Professional Charges, Casual Labour & Disciplinary Hearing costs.

The advertising revenue in English Bridge magazine is still low reflecting the continued effects of Covid, Chris Danby (CD), the Advertising Manager, is seeking to increase the advertising revenue. IP noted that if the magazine were moved online, costs would reduce but so also would advertising revenue, perhaps even entirely.

Payments to the EBL and WBF were greater than forecast, as we had hoped to take advantage of the Covid discount, but no such discount was given.

KP noted that since the report, UMS had increased slightly, as had the income from the Bridge Warehouse.

ii. EBU Board Paper for Consideration at the Board Meeting in June 2022

KP had circulated this paper prior to the Board meeting.

The paper made the following recommendation:

The Board recommends to the Shareholders at an EGM that the EBU appoint the current auditor to prepare and submit the EBU's financial returns and that the auditor complete an assurance report but not a full audit.

Of the optional elements of the Auditors costs, the Board recommends that the EBU retain the insurance (£261) and asks the Auditor to attend the AGM only when financial matters are discussed, thereby reducing the costs to a third or so (c£200).

This recommendation was accepted by the Board.

The report was in-part prompted by a request made prior to the most recent AGM by a shareholder who requested that the EBU sourced competitive quotes for auditors. KP noted that the EBU does not require an audit as it does not meet the criteria as set out by the Government. However, if more than 10% of the shareholders request an audit be completed, then one must be completed.

It was agreed by the Board that an EGM via Zoom with the Shareholders be held as soon as possible and reasonable at which the recommendation from KP will be considered.

iii. Critical Financial Review

KP discussed the concept of the Critical Financial Report; two documents were presented, the Terms of Reference (TOR), and an attempt to answer these TOR which was delivered unexpectedly by the EBU's auditor, Beacons, when they were consulted about the TOR. KP asked members of the Board to advise her of any additional items that should be included for consideration.

KP also noted that the auditor's response was very helpful and recorded some useful information about financial practices and decisions taken.

KP noted that the Review had been prompted because such a review is good practice and because of the current financial situation; the EBU should do what it can to ensure that it is making sound use of its assets and that it reviews its costs.

Although the scope of the review is still being finalised the following areas will all be actively investigated when the CFR gets underway:

1. Use of the building

GR has commissioned a report with the options and impacts on the EBU and on EBED.

2. The financial relationship with EBED including use of the building and charitable giving

KP will discuss this further with the EBED treasurers (incoming and outgoing).

3. Bridge Warehouse (which is associated with use of the building);
4. Insurance – review and possibly seek competitor quotes for insurance;

KP will review this in conjunction with Gail Nancarrow, Karen Durrell and GR.

5. Bridge Structure including county structures and income model; and
6. English Bridge; Should it continue and should it continue in its current form?

These last two remain under consideration by the Board but no decisions were taken.

There are also two financial issues that require attention:

1. The requirements for VAT on BBO related activity

The EBU accountant is looking at this.

2. EBU Investments; Ensure that these are properly diversified;

Gail Nancarrow is looking at this.

4. Chief Executive's Report

GR circulated his report (summarised in Appendix A) prior to the meeting.

IP stated that GR will organise meetings with IP and the Sottish Bridge Union and Welsh Bridge Union to explore a possible relationship.

5. Update from the Chair's Meeting

It was noted that the new monthly communications the clubs and counties are well received as are the new quarterly County Chairs meetings. The minutes from the most recent meeting are now available online and the recording will be available shortly. TR asked the Board about the new buddy system for board members and counties, it was agreed that for many counties this has had a positive impact.

PS asked SK to ensure that on future monthly communications to clubs and counties that we explicitly ask officials to circulate the details to other club and county officials who may not have received the emails.

6. EBED Update

TR confirmed the current status of SmartBridge (there are 12 lessons, and a third of these are now recorded). A second trial is due to take place involving a handful of clubs in Kent in September, with a roll out likely due early 2023.

AD was unable to attend the Board meeting, however, he presented the Education Strategy for 2022 to the Board the following day at the Board strategy meeting. The Education Strategy was agreed with no amendments.

7. Policies

a. General Review

GR is undertaking a review of policies along with Karen Durrell (KD) office manager.

b. Volunteer Policy

The updated version of the volunteer policy was discussed. The policy has been amended to give clarity. The Board discussed the changes and whether it is appropriate to ask volunteers to sign such a document. There was also discussion around the wording for who would be classified as the responsible person for each role. It was agreed that the document requires further changes, the language should be friendly, giving context to the volunteers that the EBU's role is of protection for the volunteers. The document should detail the EBU's role and what is expected from the volunteers. IP confirmed he would re-write the introduction to the document. RL will amend the rest of the policy and then re-send to all Board members for approval.

8. Updates from Sub Committees

a. Counties Working Group

PS noted that the concept of Regional Counties Working Groups has been overtaken by the quarterly County Chairs meetings and therefore the primary function of the RCWGs is no longer valid. PS confirmed that Midlands CWGs continues to thrive as a support group and provides communications between the counties involved; however the name may need to be changed in future to reflect those attending the meetings. PS suggested that reports on this topic were no longer necessary at future Board meetings but that the minutes from all previous and future MRCWG meetings will remain on the EBU website as a useful resource.

b. Competitions Working Group

RL confirmed that the original Competitions Working Group had amalgamated with the older Tournaments Group. A decision was made at the last meeting to work in smaller teams and report back to the main group.

One group is looking at the efficacy of the NGS system and whether any changes are required. A detailed analysis of data from pre- and post- lockdown was undertaken, and showed that the system is working as expected. The group concluded that there is a need to improve member's understanding of the system and how it works. The

group also suggested allowing additional exemptions for holiday bridge in line with the existing ones for social bridge games. KP suggested that the group had not adequately addressed the fact that NGS changes can be a dis-incentive to play, and RL asked KP to join the next group session to discuss this further.

The same group is also looking at Masterpoints. They noted the work that had been undertaken to encourage recognition of Masterpoint promotions. It was noted that masterpoints provide a continuous celebration of success, unlike NGS which fluctuates. They suggested that more work needs to be put into celebrating the Masterpoints achievements of the average member. They concluded that there should be a balance in the emphasis placed on NGS and on Masterpoints, while keeping both systems running.

The second group is looking at ways to rejuvenate Sim Pairs events. They have some ideas that need to be clarified and they are not certain how much these events will ever regain their past popularity.

The third group is looking at the viability of all competitions and how they fit with the calendar. RL noted that GR and PS had submitted papers reflecting the concerns that were being felt. The group felt that changes were needed to the County Green Point One Day Events arrangements, particularly to those which are online. In the discussion which followed it was suggested that Green Points should be more emphatically National Points and Blue Points should be thought of as Regional Points. It was suggested that Online Green Point events – which by their nature are national events - should only be run by the EBU not by counties. PS suggested that we needed a Regional Points (Blue Points) leaderboard and championship trophy. The Board noted there would be concerns about this, and discussed the viability of changing the licences for county events. If this went ahead, it could be a monthly event (sponsored?), starting in January 2023, but would need discussion at the County Chairs meeting in September and possibly at the AGM. It was noted that some counties have already applied for GP licences for 2023 events. IP asked the group to add further details to the approach before it is raised with the counties.

Actions: PS will chase selected county contacts and engage them in the WG discussions. TR will raise the proposed changes at the next County Chairs meeting prior to the issue being raised at the AGM.

c. Technology (IT) Working Group

The IT Working Group was included in GR's report.

d.

CF highlighted the fact that the majority of the Board would be attending the Summer Meeting at Eastbourne. The Board discussed the viability of the Summer Meeting at Eastbourne. It was agreed not to cancel the event this year. SK was asked to promote the event to all members again next week reminding people that the early bird offer will end on 30th June.

e. Membership/Marketing Working Group

CF displayed the new marketing materials and asked if the Board is happy with the new colour scheme. The Board agreed that the new materials and communications are positive. CF also thanked Glen Miller for his help as a designer. CF also confirmed

that the blog has had more interest in recent weeks, and it is hoped the positive trend will continue.

CF thanked SK for her help with the new infographic poster “Your Bridge Journey” which is hoped to be used in conjunction with the marketing materials.

f. Education Sub-Committee

The Education sub-committee was agreed to be discussed at the strategy meeting the following day.

9. L&E/Disciplinary Matters

IP confirmed that there are currently very few disciplinary matters active at this time, and it is hoped this will continue.

IP shared an updated version of the Bye Law changes affecting discipline but confirmed that unfortunately it did not have any tracked changes showing the amendments. IP offered to send a further document with tracked changes to the Board following the meeting. However, following discussion of the changes, the Board agreed with the amendments but suggested a few minor changes. IP confirmed he would ask for the document to be updated with the Board’s suggestions and then an EGM will be called as soon as possible.

10. EBU Strategy - Update

PS circulated the a top level summary of the objectives of each strategy strand (Appendix B below) prior to the meeting and summarised the updates during the meeting. PS asked for the Boards approval of the wording of the new strategy policy. The Board discussed some of the wording and agreed to define the details during the strategy meeting following the Board meeting. PS will provide SK with an updated version of the policy following any amendments.

11. Award Nominations

IP reminded the Board that David Price was given a Diamond award earlier this year. IP noted any nominations for this award, and for Tony Priday and Silver awards would be discussed and confirmed at the September Board meeting.

The counties will be asked for their nominations for Dimmie Fleming awards. The Selection Committee will be asked to discuss their nominations for Junior Awards at their next meeting.

12. Any Other Business

No other business.

Next Meeting:

EBU Board Thursday 15th September (Zoom)

Future Meetings:

Wednesday 20th October (Zoom) (*AGM items*)

AGM: Wednesday 30th November (Royal National Hotel, London)

County Chairs: Thursday 29th September (via Zoom)

Meeting closed at 17.35pm

Action Points

Date	Action	Person Responsible	Status
17/03/22	Volunteer policy under review	GR	Ongoing
17/03/22	Action plan to raise awareness of how people can raise safeguarding concerns		
17/03/22	Junior International funding to be cut and hardship fund created	IP and GR	Ongoing
17/03/22	Disciplinary Laws being rewritten to be reviewed at EGM		Ongoing
17/03/22	Education Working Group to discuss next steps for strategy	TR	Ongoing
17/03/22	SmartBridge project	TR & GP	Ongoing
17/03/22	New teacher's directory in development	GR & HW	Ongoing
15/06/22	PS will chase selected county contacts and engage them in the WG discussions. TR will raise the proposed changes at the next County Chairs meeting prior to the issue being raised at the AGM	PS	Ongoing
15/06/22	Raise proposed masterpoint changes at the next County Chairs meeting prior to the issue being raised at the AGM	TR	Ongoing
15/06/22	Provide SK with an updated version of the strategy policy	PS	Ongoing

Appendix A

Chief Executive's board report for June 2022 – bullet points of topics covered

- Aylesbury Office – we are looking at possible alternative arrangements for the office to reflect its reduced use since the various lockdowns.
- Legal & Disciplinary – we have a much-reduced number of disciplinary matters but two ongoing legal cases.
- Overseas events and playing accommodation - the river cruise took place and there are plans for a “lakes and mountains” holiday at a similar time next year. *First for Bridge* will take entry fees for us in future to avoid members having to make two payments.
- The new Competitions Working Group has been meeting regularly and is considering the future strategy for competitions.
- Charlie Bucknell has left and been replaced by Louise Crisp who seems to be settling in well.
- Website - there is a new banner section on the front, split into two boxes and is currently being used for fund-raising for juniors and the Summer Meeting.
- Clubs and counties that use Bridgwebs have been encouraged to take advantage of the EBU news box and display it on their own sites.
- Master points emails - the new monthly emails continue to be sent to clubs about their member's masterpoints and letting them know of any club promotions. We are also sending out monthly emails to all members with masterpoint promotions that are not provided with printed certificates. These members now receive an email with an attached pdf certificate, as well as information tailored to the member's rank and/or county.
- Magazine - the next paper issue will be sent in September along with copies of the EBU diary. The next issue of Discovery (an annual online-only magazine aimed at less-experienced players) is due in June.
- Clubs
 - Many clubs have returned to face-to-face but not getting the same numbers as before Covid and having to review their viability. Some are also struggling for directors. They have needed more support with face-to-face scoring, uploading sessions and related topics due to not having done these things for two years. At many clubs new people are now performing these roles.
 - In April the EBU organised a *Rebuilding Clubs* seminar so clubs could share their experiences and ask questions
 - The Club Liaison Officer has started visiting clubs again, including four clubs in Wiltshire and Dorset, with an EBU Score training session and a number of clubs in Manchester.
 - 18 clubs have taken up the EBU's Trial Affiliation offer.
- IT updates
 - We completed a major update of the IT infrastructure earlier this year. Sage and remote desktop hosting migrated to Azure, email and collaboration migrated to Office 365.
 - We migrated our web site to a new version of Drupal and a new AWS server, which was a complex process.
 - Other recent projects include:
 - Convention card upload and inspection facility added to My EBU
 - Masterpoint reports improved with new "current ranking" for county lists, the ability to page through rankings to see all players, and masterpoint ranks shown alongside point totals.
 - Support for 3D secure added to our payment processing, as required by new online payment regulations.

- Setting up a new cloud virtual machine for admin and development, to remove reliance on PCs in Aylesbury that are old and/or hard to keep backed up.
- Automation:
 - Automating more admin processes in order to free staff time - e.g., generation of labels for posting Sims booklets; replacement of forms emailed to clubs and processed manually; processing of online results for master points, NGS and UMS.
 - Planning the ability to email players with results after a session; posting English Bridge as HTML rather than PDF; update a Windows-based bridge teaching system to become an online book to learn bridge.
 - We want to move away from Windows-only software towards cross-platform or web-based software.
- Work in progress:
 - New directory of clubs and teachers.
 - Integration with Bridgeweb where possible for club session schedules
- Future challenges: we have a number of different parts to our software including a large amount of custom code written largely in PHP and JavaScript, which we would like to streamline where possible.

Gordon Rainsford June 2022