



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE EBU LIMITED
held via Zoom, Thursday 23rd March 2023 at 11am

Present:

Ian Payn (IP) (Chair)	Patrick Shields (PS)
Kay Preddy (KP)	Ian Sidgwick (IS)
Paul Gibbons (PG)	Abbey Smith (AS)
Gordon Rainsford (Chief Executive) (GR)	Tony Russ (TR)
Rob Lawy (RL)	Gayle Webb (GW)

1. Apologies for Absence

Adrian Darnell (AD)

IP welcomed PG and IS to the Board.

2. Minutes of the meeting 12th January 2023

2.1. Accuracy

There were no matters of accuracy.

2.2. Matters Arising

There were no further matters arising.

2.3. Actions from the previous meeting

The Board discussed the actions from the previous meeting not covered by the agenda. They noted that:

#5: the improvement to the framework for handling behavioural complaints is being progressed by the Disciplinary Panel.

#6: a spreadsheet had been created by HB with information about all past disciplinary cases, making any necessary searches and cross-referencing much more practical.

#9: it was felt that the intent – to get the Shareholders more engaged in oversight of the Standing Committees and the Board – would not be sufficiently addressed just by notification about publications. PG was actioned to develop a proposal for how to take the intent forward.

3. Financial Matters

3.1 January Management Accounts & Treasurer's Report

KP talked through the Management of Accounts report for January. KP also briefly referenced the management accounts for February, of which she had seen an early version. KP noted that despite some adverse information in the management accounts, it is still expected that the year-end actuals will be fairly consistent with the budget for this year, which would lead to a small deficit of approximately £6k.

The January management accounts report a deficit of £30.9k against a budgeted deficit of £27.4k. The comparison of actual to budget indicates a negative swing from last month of £6.3k. This primarily is caused by timing of some financial entries; Membership (our most important income stream) remains above budget and the Bridge Warehouse saw a welcome increase in sales.

Membership income for January was £3.9k above budget; budget set at £57.7k, actual received £61.6k. The number of player sessions in January exceeded last year's by c15,000. Early indications are that February also looks to be on track to exceed last year's numbers – perhaps by c5000.

In addition to this, the number of sessions uploaded to date (as at 31st January) by clubs on a free trial of affiliation were 15,426.

Competitions show a deficit of £3.4k vs budget compared to last month's surplus of £5.6k. While this looks concerning it is driven by timing of costs for Crockfords (£1.9k) and Tournament Director fees (£5k) together with slightly less than budgeted outcomes for Autumn Overseas (£0.5k) and Year End Congress (£1.9k).

Licence income was down on budget this month by £1k which was mainly as a result of reduced overseas income and no income from Green Point events.

English Bridge saw a small increase in the deficit this month reflecting the fact that some costs were slightly larger than budgeted: production costs alone have exceeded the budget by £1k, with sundry costs of £0.5k also accounted for this month.

The Bridge Warehouse income from sales of £16.3k was significantly higher than the budget set of £8.1k this month. Obviously relative costs were higher too, but overall, the Bridge Warehouse increased their surplus to budget by £2.3k from last month.

3.2 Budget 2023/2024

In October 2022, an early budget was completed in preparation for the AGM in November 2022. This early budget was used to make proposals of changes to UMS and other fees. KP suggested that it become normal practice to complete an early budget before the AGM in November as this provides the context for increasing UMS (and other fees).

KP talked through the Proposed Budget for 2023/24 (circulated prior to the meeting). The accompanying report highlighted the key factors and assumption used and how these varied from the early budget prepared in October 2022.

The proposed increase of 2p to UMS at the AGM was approved by the Shareholders in November 2022. The other increases to Direct Membership and other fees are in line with inflation and were approved by the Board.

The proposed budget shows a deficit of approximately £12k. KP talked through the main differences between the early budget and the Proposed Budget.

- a small grant of £10k for clubs, to support their drives for expansion. The proposed budget includes only £8k due to the slow initial take up.
- funding of £3k in the budget for a squad activity, (although it was noted that this may not be utilised).
- removal of annual prize money and associated stationery for master point awards, saving approximately £3k next year.

- reduction of the number of Tournament Directors available on BBO games, making a saving of approximately £5k.
- the UMS forecast in the early budget was slightly more optimistic than in the proposed budget due to more data being now available.
- the competitions proposal is slightly more pessimistic than the early budget, particularly the Online One-Day Green-Pointed events.

IP suggested abolishing the prize money for the Player of the Year competition. The Competitions Working Group will look at this for the next year.

IS asked if there were any savings to be found in the mass ordering of items such as paper or joining an energy consortium. GR confirmed that the EBU are not currently part of an energy buying consortium, but it is something we could look at.

KP asked the Board to agree the budget and increases. The Board agreed.

KP noted that next year is exceptionally low in terms of international events. The expenses for international teams in 2023-2024 will be approximately £15k whereas an annual average is closer to £70k (using the draft international funding policy). If we had had average expenditure this year, the deficit would be approximately £61k.

KP noted that in order to have a sustainable budget where the income is similar to outgoings we will need to increase income or decrease expenditure. She warned there will be tough decisions to come. It was agreed that GR, GW, IS & KP will meet to discuss cost-saving options, and present ideas at the next meeting.

KP raised the issue of the possibility of VAT being charged on BBO games. We have commissioned an external company with expertise in VAT to consider the issue. The company expects to report back before May.

PG stated that a further UMS increase could result in the disaffiliation of some clubs. He proposed that member should be able to opt out of certain expenditure strands, for example opting out of funding for international. IP reported that the Board has never been in favour of a pick and mix approach to UMS as it fractures things too much and would start a clamour for other items to opt out of.

KP restated the general approach to setting fees: fees, and hence income, from clubs and members is generally set such that it is similar to the costs of services provided to clubs and members. Excess income from tournaments has in the past been thought of as monies to subsidise the costs of internationals.

3.3 Assurance Report

IP noted that he had agreed with one shareholder to act as a reviewer of the assurance report and the EBU's response; IP is in discussion with another shareholder to also act in this capacity.

KP noted that these two shareholders would also assist in the development of the scope of next year's assurance report.

3.5 Stagnant Funds in clubs and counties

KP noted that some counties and clubs may have significant stagnant funds. AD will look at finances for counties and report with proposals for collaborating with County Associations on investment into the future of bridge, at the next meeting.

IP called for big ideas, enthusiasm and imagination.

4. Chief Executives Report (GR)

GR circulated his report (summarised at Appendix A) prior to the meeting. He highlighted a few points including:

- The EBU received donations from charity licence of £500, GR asked the Board which charity it should be donated to. It was agreed that donations from the EBU should be alternated each year between EBED and the NSPCC, with a review of this decision to take place annually. This year just over £500 will be donated to the NSPCC.

IS asked about the decrease in adverts on the website. GR noted that the new carousel has now been implemented and will hopefully attract new advertisers. GR also noted that it is in general getting harder to sell online advertising.

5. Sponsorship & Fund Raising (PS)

Prior to the meeting, PS had circulated a paper. He asked for thoughts from the Board.

PS suggested that counties could sponsor international teams in specific contexts.

IP reminded the Board that a few years ago, the EBU Youth Squads successfully raised funds to send international teams to China. As a National Bridge Organisation, we are expected to participate in World Bridge Federation (WBF) events, and we need to focus on raising more money to achieve this.

PS thanked the Board for their thoughts and will refine the paper with additional points that have been made.

6. Standing Committee Responsibilities

PS proposed that the wording in 16.1 of the Articles of Association is changed from:

- to exercise such powers of the Directors as the Directors shall determine.

To:

- to exercise such powers of the Directors as the Directors shall document in published Terms of Reference for each Committee.

thereby ensuring that the powers of the Standing Committees are clear. The Board discussed and agreed the new wording and will put it to the Shareholders at the next AGM.

7. International

7.1. Funding of Olympiad (KP, PS)

PS described the current funding policy for international teams. It currently does not address the World Bridge Games (usually referred to by its earlier name, the Olympiad). The Olympiad is the one WBF competition where England teams would play against the rest of the world. The other WBF

representative events have a regional qualifying path. The Olympiad is held every four years. It is the world equivalent of the European Championships.

In the 1960's, 1970's and 1980's the Olympiad was held regularly before disappearing from the events calendar. It returned as part of the World Mind Games. It therefore does not have the same history or prestige as the other WBF representative events.

The Board discussed potential funding for the event. It was agreed that trials for all four categories will be held for the Olympiad. The price of entry to the trials should cover the entry fees and uniforms for the Olympiad's teams.

It was agreed that the current policy is updated to reflect this decision and that it is then published. It was noted that the funding policy for all international teams will be reviewed from time-to-time.

KP will update policy wording.

8. EBED Update (AD)

AD was unable to attend the meeting to provide a full update. IP confirmed that a meeting is planned for 20th April at 12.30pm, it will be attended by four people from the EBU and four from EBED.

IP asked PS with AD to contact Lee Guy (LG) (EBED Chair) to discuss the agenda for the meeting.

9. EBU Strategy Policy & Plan Updates (PS)

PS reported that the plans from the last meeting had not yet progressed, but he would push forward on these as soon as possible.

10. Draft Changes – Terms of Reference: Selection Committee

PS reported that that some uncertainties had just arisen around the management of Selection Committee budget, and that once these were resolved, then updated words would be proposed.

11. Updates from Sub Committees

11.1 Competitions Working Group

RL gave a brief update from the Competitions Working Group. Meetings are held monthly.

RL confirmed the CWG are working efficiently. They have received an offer from Oliver Cowan (OC) to run the Northern Midweek Congress. GR noted that this event used to be successful, and it would be nice if OC could run it.

RL reported that the National Pairs Regional Finals are this coming weekend, and at the time of the meeting approximately 250 pairs have entered the event.

A number of changes are proposed for The Crockfords Cup. This would involve an early round robin of four teams, which will give unseeded teams more matches. There will be no separate plate competition, but the Crockfords Plate will be a game for the losers in the round of sixteen. All teams will play at least three matches before playing a seeded team.

11.2 I.T. Working Group

GR confirmed that all relevant information from the IT Working Group was detailed in his CEO report. The IT working group are meeting once a week, and there is always a lot to discuss. The most recent changes are the new carousel on the website and back-office changes to

Workbooks. The group is made up of mainly staff, with Kiat Huang (HK) (Former Board member) as a volunteer expert advisor.

11.3 Education Working Group

The Terms of Reference for the Education Working Group were sent to the Board via email prior to the meeting. These have now been formally adopted.

11.4 Marketing Working Group

GW will be stepping down from the Board at the next AGM. She will be replaced as chair of the Marketing Working Group by TR. GW confirmed she will be happy to attend MWG meetings in the medium term.

GW reformed the group in early February. It now consists of three sub-groups: Promotion of EBU competitions; Promotion of bridge nationally; and Promotion of Clubs and Counties. Each sub-group meets regularly, with the larger group meeting every few months.

11.5 Working Group Discussion Topic – Wish Lists

IP asked the Board to consider big picture ideas to take bridge forward, for example running a national press campaign. These ideas would need to be well planned, but the first step is the idea.

This also links in with sponsorship and fund raising. The EBU should not overly focus on cutting expenses, we also need to focus on growth and income generation.

IS volunteered to look at gaining sponsorship. GR welcomed the offer but cautioned that it is difficult.

12. EBU – Charity decision

It was confirmed that an expert is currently looking into the feasibility of the EBU gaining charity status, a report should be available in July 2023.

13. EBL/WBF Matters

Nothing to report.

14. Any Other Business

The Board formally approved the Accounts.

Next Meeting:

Wednesday & Thursday 21st/22nd June (EBU Offices, Aylesbury) to start at 1pm

Future Meetings:

Thursday 14th September (Zoom) to start at 1pm

Thursday 19th October (Zoom) (*AGM items*) to start at 1pm

AGM: Wednesday 29th November (The Royal National Hotel, London) to start at 1pm

*Venue needs to be confirmed

Meeting closed at 14.30

Actions –

1. Competitions Working Group to look at the Player of the Year with the potential to discontinue the prize money.
2. GR to look into the EBU potential to join an energy buying consortium.
3. GR, GN, IS & KP to discuss cost saving options for the EBU and present ideas at the next meeting.
4. Report into potential VAT charges on BBO games due in May.
5. AD to look at the finances of counties and report to the Board at the next meeting with proposals for collaborating with County Associations on investment into the future of bridge.
6. KP to update the current funding policy for international teams.
7. PS and AD to contact LG to discuss agenda for meeting dated 20th April.
8. PS to continue strategy policy plans.
9. All Board members to consider big picture ideas for the future of bridge.
10. IS to look at gaining sponsorship.

EBU

Appendix A: CEO Report (Bullet pointed)

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

- Our attempts to let part or all of the Aylesbury building, now that we do not need it all for ourselves with fewer staff and more working from home, had brought a prospective tenant who now appears to have withdrawn but there is another possibility in line.
- We are still trying to recover costs from our recent court cases, one of which was won in the High Court and the other was dropped.
- The secretary of the L&E Committee has been compiling a database of archived cases, which will be very useful.
- It is proposed that the money raised through charity licences be donated to the NSPCC, with the expectation that they will be a regular recipient of this money.
- We have been having meetings with an HR advisor who is looking at all our various policies and making suggestions as necessary.
- We have had mixed numbers for competitions with the Ranked Masters Pairs and Masters Pairs up on last year but not where they were pre-Covid. Entries for the Spring Fours are looking hopeful, as are those for the new format National Pairs and the new Online One-Day Green Pointed events.
- Sam has been trying out a new format of email with more visual content.
- The website carousel for adverts is expected soon.
- The Club Liaison Officer has continued his club visits and been involved with the Membership Development Officer in running club seminars, which have proved popular.
- Numbers playing face-to-face are continuing to rise, though slowly.
- Six clubs ended their trial affiliation and half of them have chosen to continue it.
- Recent IT additions include an events report for staff members, a new unified calendar, and work is continuing on making it easier for enquirers to find out about classes.
- We continue to look into different options for our main database but it is a very complex question, limited to a significant degree by our accounts software.
- A new staff leave booking system is planned.
- We have had a volunteer looking over the website and helping us to tidy up old, duplicated or erroneous content.
- New reports for master points are live, making it easier to group lists according to the type of point, and will be accompanied by free entries to OODGP events for those who have done well in earning master points.

The EBU Education Working Group (EWG)

DRAFT Terms of reference

Purpose: the EWG is:

1. the primary mechanism through which the EBU manages the implementation of its Education Strategy;
2. the mechanism through which the EBU coordinates the implementation of its Education Strategy with EBED and other parties.

Effectiveness

Annually, to review the effectiveness of the WG against its Terms of Reference and make recommendations as appropriate.

Membership

The EBU Board Member with responsibility for Education (Chair);

3 other Board Members, nominated by the Board (for a period of up to 3 years);

The EBU Staff member with responsibility for Membership & Development;

The EBED CEO or nominee;

1 EBED Trustee, as nominated by the EBED Board of Trustees (for a period of up to 3 years);

Powers

1. to make recommendations to the EBU Board;
2. to set up Task & Finish Groups (T&FGs)* as necessary to expedite the WG's business;
3. to invite representative of other relevant parties to meetings or join T&FGs.

Meetings

The Group shall meet 6 times a year or more as it deems necessary.

Reporting

1. the Group shall nominate from its numbers a scribe members to record the meetings;
2. the Group will report its meetings to the EBU Board;
3. to other relevant parties, as identified by the EWG, so that they are aware of and appropriately engaged with EWG activities.

* A T&FG is a group established with a specific *task* to complete, within a specified time frame, and is thereafter *finished*, disbanded).
