



MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE EBU LIMITED
held on Zoom, Wednesday 19th June 2024 at 1pm

Present:

Adrian Darnell (AD) (Chair)
Abey Smith (AS) (Vice-Chair)
Paul Gibbons (PG)
Diana Nettleton (DN)

Patrick Shields (PS)
Ian Sidgwick (IS)
Gordon Rainsford (GR) (Chief Executive)
Samantha Kelly (SK) (Minutes)

1. Apologies for Absence

Debbie Sandford was seconded to the Board recently and could not attend. AD will formally welcome her to the Board at the strategy meeting tomorrow, which she is able to attend.

2. Minutes of the meeting 21st and 25th March 2024

2.1. Accuracy

One minor point of accuracy corrected - PG was not recorded as being appointed to the L&E Committee following Gayle Webb's resignation; AD thanked him for accepting the role.

2.2. Matters arising

The list of actions was reviewed; a number were deemed completed, and the subset closed but with an outcome of interest appear in the list in Appendix B, along with the outstanding actions which are still ongoing.

3. Actions taken since last meeting

3.1. Election of EBU Vice-Chair

Tony Russ (TR) has resigned from the Board due to illness. The Board all send their very best wishes to TR and thank him enormously for his service to the Board and bridge in general. He has worked tirelessly for many years as tournament organizer and Chair of Somerset before joining the Board three years ago. The Board thanked TR for creating the wonderful legacy of the *Bridge – It's a Big Deal!* Festival to raise the profile of bridge and to raise funds for Cancer Research UK. This kind of festival event has never been attempted by the EBU before. TR is a marvellously fun person to work with, great at networking and always full of ideas. 99 events are currently registered to take place as part of the Festival. This is an ever-growing number. As TR was the Vice-Chair, following his stepping down, AS was invited and accepted the role. The Board agreed she is the ideal candidate.

3.2. Appointment of Debbie Sandford as a co-opted Director of the EBU

The Board welcomed that Debbie Sandford (DS) has been newly co-opted as a Board member, and agreed to co-opt Michael Hornung, who will attend the next meeting.

3.3. A New Trustee and Treasurer of EBED

We noted that EBED had appointed a new Trustee of EBED, Tony Cherrett. The EBU have also appointed William Bourne as an EBED Trustee and as the new EBED Treasurer. PG was previously appointed interim Treasurer for EBED and was thanked for briefly stepping into this role at short notice.

3.4. UMS During the Festival

The Board agreed that UMS charges for special events held as part of the BIABD Festival would be donated by the EBU to Cancer Research UK.

4. Finance Report

4.1. Draft March Year-End Management Reports

PS circulated the draft Year-End reports prior to the meeting. He highlighted some key points:

- They show a surplus of about 5% of turnover, resulting from increased UMS receipts from increased bridge activity (up 6% of the previous year), an unexpected rebate on the rates (as we are in the leisure industry), interest rate increases, and the success of renting out part of the building over the past year.
- The Bridge Warehouse continues to deliver a profit, as well as providing a valuable service to members and their clubs.
- As well as a cash donation, the EBU continues to subsidise course fees for members attending EBED training courses, and gives free EBED advertising in the EB magazine, as well as other office support.

It was noted that as our previous Aylesbury tenant went into liquidation, we are likely to need to write-off a loss of £4.4k for unpaid rent.

4.2. EBU Reserves

PS circulated the EBU reserves details prior to the meeting. These show that we have the ability to cover six months operating costs even if all income ceased, and that this is appropriately greater than our existing liabilities. This is consistent with the policy and not outside accepted norms.

4.3. Funding of Internationals

In light of the increasingly healthy financial position, the Board agreed to fund the accommodation and travel expenses for our four junior teams (U16, U21, U26 and U26W) for European and World Championships. PS will update the funding policy and adjustments will need to be made to the four-year plan.

4.4. 4-Year Plan

Gail Nancarrow (GN) (Accounts Manager) has provided the meeting with a new version of this updated following the agreement on the draft budget at the last Board meeting. She was thanked for an excellent piece of work. No changes were suggested and this will be updated again following the decision on funding Junior Internationals.

4.5. UMS – futures

Following an (admittedly limited) amount of feedback, the Board agreed that there is currently insufficient appetite for this change. It will not be pursued unless further drivers for it emerge. It was suggested that we remain aware that if and when new structures of playing bridge are taken up by clubs (more shorter sessions, drop-in Chicago games, ...) we may want to revisit this.

4.6. Handling members' money

The Board discussed the processes for managing money owed to a member, noting that there are two drivers for better organising this – the duty to ensure a member can recover any money they do not wish to leave with the EBU, and a need to clear a serious number of tiny amounts dating from before 2017 but still on the books. PS will issue improved documentation on the process soon.

4.7. Other topics mentioned

Work is underway to simplify the reporting of Management Accounts. The Finance Committee will firm up the proposed changes over the coming weeks and we will apply it starting with the April 2024 accounts. The ideas have been discussed with the EBED Treasurer, as EBED shares a common Accounts Management style.

5. Board nominations – Co-opted members

The Board currently has five elected members and two co-opted members. The Board discussed the possibility of a third co-opted member. Two elected Board members must retire at the AGM in November, and they intend to stand for re-election (AS & PS).

6. Chief Executive's Report

GR circulated his report prior to the meeting, see appendix. He highlighted some aspects of it:

- The EBU has been freshly certified (subject to performance of regular vulnerability scans) by the WorldPay SaferPayments programme for another year of card payment transactions. The Board thanked Tim Anderson (TA) for his work on this project.
- The Board congratulated GR on his work on the new Safeguarding policy. This is a joint project working with EBED to merge policies.
- The Board also congratulated Jonathan Lillycrop (JL) on his promotion to Deputy Chief Tournament Director.
- The Board welcomed Aaron Hutton (AH) to the IT Working Group and thanked him for his work so far.

7. Articles of Association – New draft

The Board thanked PG for his work on the new draft Articles of Association. The details will be discussed at the Board offsite tomorrow. Following the final draft from the Board, PG will consult with the committees in late July, to ensure time for any changes to be made prior to consulting the counties in September. It is hoped that the new proposed Articles will be ready to be presented for agreement at the AGM in November.

8. EBU Strategy

Full discussion of the EBU Strategy will take place at tomorrow's meeting.

9. EBED Update

IS gave a presentation detailing the current position for EBED, see appendix C. He highlighted their strengths and looked at areas for improvement. It was suggested that the residential weekends needed a storyboard to enable parents to better understand the context, and the pathway open to the participants.

An updated EBED Heads of Agreement will be drafted jointly by AD and IS, circulated and finalised with a view to it being agreed at the September Board meeting.

The Board thanked IS, AS and PG for all their work with EBED.

10. Skills Audit for the Board

Work has started on a skills audit of the Board. Suggestions were made that the skills list should include the ability to pay attention to detail, and the ability to challenge group think. DN will test out the current version with some Board members and present an update at the next Board meeting.

11. Selection Committee Matters

11.1. To receive final amended Terms of Reference

PS confirmed that the new Terms of Reference are now available on the EBU website.

11.2. To receive Minutes of Selection Committee meeting 10/04/24

There were no items for attention

12. Laws & Ethics Matters

12.1. To receive final amended Terms of Reference

The amendments will be postponed until the Articles of Association have been updated.

12.2. To receive Minutes of Laws & Ethics Committee meeting 17/05/24

The Board will confirm with the L&E Committee that there will be no changes to the Terms of Reference until after the Articles of Association have been updated.

13. Editorial Board Matters

13.1. To Receive minutes of the Editorial Board meeting 10/05/24

It was noted that the Style Guide is currently being updated, which has created lots of discussion. The contract for the publication distribution is currently out to tender.

14. Updates from Sub-Committees

14.1. Competitions Working Group

The CWG reported that

- We plan to run an NGS-9-High competition parallel to the Corwen, specifically for players in the 9-High bracket. County Associations must organise their own qualifying round, and their entitlement to places in the final will be as for the Corwen, and the final will take place online over one day of the same weekend as the Corwen.
- The regulations around the team which a County Association can put forward for the Pachabo are being relaxed, to make it easier for Counties to field a team. They should also note that the Pachabo in 2025 will take place face-to-face.
- A new Sunday evening game (once a month) will be trialed in the Autumn, to be managed by Cumbria CBA on Realbridge on behalf of the EBU.
- We have noted that the NTL clashes with club nights for some clubs, and we have noted that opinions on screens in RealBridge games are very polarised – but we have not yet identified any changes which will improve the situation across the board.

14.2. I.T. Working Group

The IT Working Group was discussed previously in this meeting (within the CEO report).

14.3. Marketing Working Group

The Festival planning is progressing well.

14.4. Education Working Group

The concept of the Education Working Group is currently on hold, until EBED plans are more complete.

15. EBU Policies

15.1. Code of Conduct & Observing the Principles of Confidentiality Updates

The Code of Conduct is agreed but will be updated to include the EBU logo before publication.

It was agreed that there should be a welcome pack for new Board members and Committee members.

DN will look at pulling together existing information and creating a welcome pack.

15.2. Latest Policy Reviews

The Board noted that the review of the Safeguarding policy is currently in progress, and that other policies due to be reviewed are Gift Aid and Charitable Giving.

16. Award Nomination Considerations

The Award Nominations were discussed.

Tony Russ was nominated for a Silver Award and the nomination was approved.

The Junior Awards will be nominated by the Selection Committee.

The Counties have been asked for their nominations for the Dimmie Fleming awards. It was agreed that citations for Dimmie Fleming awards will be relocated as an Appendix of the AGM minutes.

17. AOB

No other business.

Next Meeting:

Thursday 19th September (Zoom) 10am

Future Meetings:

Board: Thursday 17th October (Zoom) (AGM items) 10am

AGM: Wednesday 27th November (London) 1pm

Meeting closed at 17:30

Appendix A: CEO Report

Chief Executive's bullet points from board report of June 2024

- Our downstairs tenants' business went into liquidation quite suddenly but we are agreeing a new lease with the company which has taken them over.
- Louise is due to come back to work after her maternity leave, in mid-September, working four days a week.
- Jonathan has been promoted to Deputy CTD.
- Harry Watson has been doing a C# fundamentals course, which he is finding useful.
- Kiat Huang has stood down from the IT Working Group and his place has been taken by Aaron Hutton.
- Peter Flippant, who is responsible for [TabScore](#), has been writing code for us to extract LoveBridge data directly into EBUScore and is working on our longer-term project to update EBUScore.
- After a very productive safeguarding meeting with Ro Kaye, Abbey Smith and Mark Humphris, I created [this leaflet](#) aimed at clubs but also of use to teachers.
- Ro is now the Safeguarding Adviser for both the EBU and EBED, and we are working on combining the Safeguarding policy documents for the EBU and EBED.
- We successfully ran a County Chairs' meeting on 12 June, with the following topics:
 - Safeguarding – Ro Kaye
 - Bridge – It's a Big Deal! Festival – Espen Gisvold
 - Club stats and keeping membership up to date - Tim Anderson
 - EBED update – Ian Sidgwick
- Espen Gisvold from Manchester has joined the organising committee of the *BIABD!* festival, which has a lot of clubs involved and is being run in conjunction with the SBU.
- Next year is the 100th anniversary of the creation of Contract Bridge by Harold Vanderbilt and I have made some early moves towards a joint venture with [the Worshipful Company of Makers of Playing Cards](#), to commemorate it.
- The Easter Festival was held successfully in a primary school in South Kensington, and we have booked it for the Year End Congress and provisionally for next year's Easter Congress.
- The Spring Fours attracted 57 teams and the new hotel in Bristol was well received.
- There have been a lot of Trials this year but they are coming to an end. This year's Premier League has enough entries to merit a fourth division.
- The county TD course in May was run successfully by Sarah Amos and Phil Godfrey. We might look at returning the running of this and the Advanced TD course to EBED next year, now that the new trustees are in place.
- New Festival Update emails are being sent to all members with updates and information about the Bridge – It's a Big Deal! Festival. The map of events for it continues to grow, with currently just under 80 events
- Sam has created a new website page: <https://www.ebu.co.uk/play-bridge> which details the many avenues to playing bridge both online and in clubs.
- We are also removing any old news articles that are no longer relevant.
- Lancaster BC have now voted to affiliate on a trial basis and Jonathan is in contact and will visit them again to help with scoring program training.
- Kipling's Bridge Club has also signed up for trial affiliation bringing the clubs currently under trial affiliation to five.
- Burton BC and East Horsley Bridge Club Virtual have closed.

- Jonathan has continued to visit clubs in the North East as well as Lancashire with Oliver Cowan (competitions secretary for Lancashire), and Tunbridge Wells BC. He will be meeting Bedford Bridge Club about their success in bringing new players from classes to supervised sessions, and visiting Edgbaston Priory to give them technical assistance, as well as visiting Heathercroft on the same day, and he plans to visit Stamford BC.
- The Bridge Timer kindly given to us by Mike Rothwell is available to affiliated clubs along with EBUScore.
- Our IT staff have been working hard on ensuring compliance with PCI DSS (the Payment Card Industry Data Security Standard) - a list of requirements needed to comply with security regarding card payments.
- They have needed to create a new payment system which runs on a separate server, and has card details entered into an embedded form that is actually served by the payment processor; the card details are not directly visible to us.
- Our pilot scheme emailing members after a session has gone well and is expected to be rolled out to the entire membership shortly.
- The “find a teacher service” connects enquirers with potential teachers and has received several hundred enquiries since its launch. We will be refining it and integrating with EBED’s list of registered teachers to produce an improved, combined service within a few months.

Gordon Rainsford

June 2024

APPENDIX B

N	Origin	Description	Progress	Owner/Status
1	14-Sep-23	AS is working with Gail Nancarrow (GN) to add fund raising details on the EBU website to make the process more transparent.	List of donors is recorded at https://www.ebu.co.uk/youth/supporting-youth-bridge	Done
2	14-Sep-23	PS has started creating an action plan looking at further data analysis of membership trends, and how best to utilise the results.	Needs were addressed at the Board offsite, Jun24, and discussions on feasibility are underway	PS, ongoing
8	14-Sep-23	PG to explore the charity model further and look at issues, particularly if becoming a charity would affect how the EBU funds international teams and if it would restrict any present activities.	Paper submitted at Jan24 Board meeting	Done
16	14-Sep-23	The Board to look at the heads of terms of agreement with EBED annually.	Proposal at June24 Board meeting is that this be worked and finalised at the Sep24 Board meeting	AD/IS, ongoing
18	29-Nov-23	At AGM from Surrey: request for graph of membership numbers over a year or more. AD confirmed Board will look at the details of this.	Stats have been made available to CBAs through MyEBU which should address this adequately. Follow through via action #2	Done
20	29-Nov-23	Electronic voting: Board to amend wording and liaise with shareholders who made suggestions.	Pros and cons were discussed by GR & PS, with conclusion that it was inappropriate to rush through any change. Now subsumed within action #41	Done
25	29-Nov-23	How will we deliver on our proposals and success be measured? "Specifics are needed to follow this up" was in our response. An observation here might be that we do not have a formal set of annual objectives nor formally adopted KPIs. Work at offsite on Strategic Aims will address this.	"Specifics are needed to follow this up" was our initial response. We do not yet have a formal set of annual objectives nor formally adopted KPIs - but when the strategy work is progressed in June, we should have.	DN, ongoing
26	29-Nov-23	Is the EBU taking action to fill Education gaps?	On hold until EBED re-organisation complete. Will be re-assessed later summer along with the question of whether the EBU needs an Education WG	AS, ongoing

N	Origin	Description	Progress	Owner/Status
27	29-Nov-23	A request was made for other meetings of Board and Shareholders during the year.	Was raised at the Feb24 County Chairs meeting. The suggestion to invite the shareholders to the next county chairs meeting was rejected by the County Chairs. Board (Jun24) agreed that as well as (zoom) meetings with shareholders coming during 2024 on specific topics such as the Articles of Association (#41) the EBU will arrange a (zoom) meeting in late September, to be chaired by a shareholder, to allow shareholder discussion on topics of interest in advance of the AGM.	Done
36	18-Jan-24	Review the manage outstanding amounts process and offer an updated version to the Board for endorsement.	Discussed at the Jun24 Board meeting, and a new proposal for the process to be used will emerge soon.	PS, ongoing
41	21-Mar-24	Produce a new draft of the updated Articles by the end of May, for discussion at the June meeting.	Principles were discussed and a documented proposal is being developed, to be exposed to shareholders in September.	PG, ongoing
42	21-Mar-24	Arrange for the items agreed to be covered by the assurance report. Contact the potential members to be independent scrutinisers.	Third assessor has agreed his role. The full documentation of the targets for assurance will now proceed.	PS, ongoing
45	22-May-24	Review meeting with staff on IT Strategy for the future	To be scheduled once PCIDSS work completed	PS, ongoing

A New Dawn for EBED

Keeping Strengths, Filling Gaps, Seizing Opportunities

My Starting Point

- Surprise!
- Perspective of 3 years as a county chair
- Have been ok with the basics
- Projects frustrated
- Recognise that there is potential and find this exciting and motivational
- Willing to volunteer my time to give something back to a game that has given me much

What EBED is about

- The charity has two public benefit objectives:
 - A) the furtherance of duplicate bridge as an activity which enriches the life of all
 - B) a specific aim to foster duplicate bridge among those in full time education

National coverage is greater on the first than the second

Strengths

- Very large “bank” of comprehensive & maintained online and in book form to support a classic approach to teaching
- Small team of 4 experienced staff and one contractor +1, all part time
- Youth: 3 residential camps; Inter Schools League; Grand Prix; Schools Cups; Certificates of Attainment; working really well with fellow enthusiasts at certain schools and counties
- Teacher’s club EBTA with access to resources, newsletters, seminars, insurance and something of a support line
- Meeting requests from clubs/counties/individuals to run TD and Teacher Training courses, turning out 804 individuals last year and same rate YTD. Many of them discounted/subsidised/free to attendees/clubs (are all clubs aware of this perk?)

Gaps to Fill

- Define and adopt a strategy for youth in liaison with major stakeholders (GP May draft)
- Expand the excellent base that we have for youth bridge to more children and counties.
- Youth bridge varies greatly county to county. How many have active youth officers - 21 have a named YO, 8 are known to be active
- Have a destination website/tool for youth with multiple functionalities
- Define and support a “quick hook” process for new people to get them started on their learning journey

Current Action Areas

- Recruit and form a new team of Trustees - two recent great additions
- Recruit a new CEO - process underway
- Recruit a National Youth Officer to expand success - appointed last week
- Reinforce Safeguarding to further protect children - EBED/EBU meeting 22/5: new joint briefing aid, Adviser and Leader
- Develop a web based destination for youth bridge, building on something existing (no “massive vanity project”) - being formalised
- Create a single data base for prospective students to find bridge teachers - agreed EBU/EBED being implemented
- Carry out a strategic review over the summer and define further action areas and policies. Need new CEO to input & implement

Finance

- We have a substantial bequest, final figure not yet known. It is naturally a focus of widespread interest
- It is our duty to deploy it for bridge and to do so prudently. Related to this is our intention to define a Reserves Policy
- If we were to make our offerings free and expand to establish a marketing function then it would be depleted to nothing after some years and EBED would then cease to exist
- We are not profit oriented but do aim for sustainability
- In any case, money may be great but it is not the answer to everything. Actually more important is willing, able and active volunteers in all counties. Getting a bridge club going in a school takes very little money for example and adult lessons can often be self financing

Conclusion

- A completely new leadership team
- A new and more natural relationship with the EBU
- Great opportunity for a comprehensive review
- Several immediate actions taken or initiated
- Overall success depends on effective teamwork
EBED/EBU/Counties/Clubs/Volunteers