



**MINUTES OF THE SHAREHOLDERS MEETING  
HELD AT THE ROYAL NATIONAL HOTEL, LONDON,  
ON WEDNESDAY 13<sup>TH</sup> APRIL 2011**

<b>Present:</b>	Sally Bugden Andrew Petrie Michael Hill Barry Capal Heather Dhondy Jeremy Dhondy Graham Jepson Ian Payn Margaret Curtis Gerard Faulkner Max Bavin John Pain Karen Durrell Malcolm Oliver	Chairman Vice Chairman & Tournament Committee Chairman Treasurer General Manager, Company Secretary & Merseyside/Cheshire Proxy Board Member & Selection Committee Chairman Board Member & Laws & Ethics Committee Chairman Board Member Board Member Vice President & Essex Shareholder Vice President & Norfolk Shareholder Tournament Manager Minute Taker Reception Board Member
<b>Apologies:</b>		

<b>County</b>	<b>Shareholders: Present</b>	<b>Apologies</b>	<b>Proxy</b>	<b>County</b>	<b>Shareholders: Present</b>	<b>Apologies</b>	<b>Proxy</b>
Avon				Lincolnshire			
Bedfordshire	Dr C Parkin			London	Mrs S Behrmann Mrs C Duckworth J Smith		
Berks & Bucks	T Garrett	N Thompson		Manchester	S Travers M Newman	K Comrie	S Travers
Cambs & Hunts				Merseyside/Cheshire		A Clark	B Capal
Channel Islands	Mrs P Panter			Middlesex	P Hasenson	R Hillman	Mrs C Vine
Cornwall	JM Booth			Norfolk	R Amey JG Faulkner		
Cumbria				North East		J McCourt I Rankin (P)	
Derbyshire				Northants	G Hedley		
Devon		T Treeby		Notts		Mrs J Burgess DK Rodgers	RH Northage
Dorset	R Heath			Oxford	Mrs B Harris Mrs S Nicholson Mrs R Brown		
Essex	Mrs M Curtis D Green I Moss			Somerset			
Gloucestershire				Staffs & Shrops	J Withers M Carey	PD Hackett	J Withers
Hants & IoW	WK Palmer RR Ray	Mrs M Gale	WK Palmer	Suffolk			
Herefordshire		G Harrington R Underhill		Surrey	PB Bentley S Foster Miss S Pritchard	H Marsen	PB Bentley
Hertfordshire	B Blackman BN Eddleston M W Minting			Sussex	PJ Bates Miss JB Simpson	Mrs J Clinton	E Williams
Isle of Man		Dr E Slatcher	F Kissack	Warwicks	D Evetts J Pyner	C Lang	D Evetts
Kent	BR Crack JM Lewis			Westmorland			
Lancashire	B Brelsford	Mrs J Wright Mr J Smith (P)		Wiltshire	P Green		
Leicestershire	RH Northage J Wilcox			Worcester	P Hammond		
Present	Jill Feldman			Yorkshire	Mrs J Latham Mrs L Millet P Mason I Rodger		

The Chairman welcomed shareholders to the meeting. She first congratulated the England U20s who had won the Peggy Bayer Trophy and the U25s who had won the Junior Camrose. She thanked Suzanne Gill for her contribution while on the Board and in particular her work on the Education Working Group. Suzanne has recently retired from the Board. Sally was pleased to welcome Ian Payn who had been co-opted to fill the space vacated by Suzanne. Ian's brief would include Education.

Sally offered condolences to the families of Bill McCarthy, Jane Preddy, Eric Pudsey, Matthew Hoskins and Gerald and Carol Block – all had passed away since the AGM in October.

### **1 APOLOGIES FOR ABSENCE**

See page 1 for County information.

### **2 MINUTES OF THE ANNUAL GENERAL MEETING OF 6<sup>TH</sup> OCTOBER 2010**

The minutes were signed as a true record. Sally announced that the EBU would, subject to the member's approval, once again be able to collect the Direct Members County affiliation fees and then pay them over to the County. It was suggested that there be a fixed rate for County fees but it was pointed out that Counties have widely varying figures for County fees.

Peter Hasenson asked why contributors were referred to as 'a delegate' rather than by name. The Minute Taker said that delegates did not always give their name and county and it was invidious to mention some but not others. Delegates were asked to give the information before they spoke and this would help newer shareholders as well.

Gerard Faulkner asked why the agenda did not refer to the Board Minutes of August 12<sup>th</sup> – an oversight. He further asked about the progress of Charitable Status. Andrew Petrie gave an update – first he congratulated Hitchin Club on achieving charitable status. He had been in touch with the Charity Commissioners and confirmed that Bridge had been accepted as a mind sport so the way was now open to make an application. The June Board meeting would make the decision whether to proceed with the application. The General Manager had attended an open meeting run by their legal firm who were grateful to the EBU for their input which would be beneficial to all the mind sports – chess, Go etc.

### **3 TREASURER'S REPORT**

The Treasurer referred delegates to the papers. He said that the deficit for this year and the proposed deficit for 2011-12 could be serviced but there was a need to return to surplus in 2012-13.

Bernard Eddleston asked about the projected overheads at £75K. Andrew Petrie noted that the projected figure was lower than that for 2010-11 but everything had been hit by inflation. The Treasurer said that there was small investment to produce a satisfactory in-house scoring system to run simultaneous pairs and there was to be a new junior member of staff.

Dick Green asked how it was proposed to return to surplus in 2012-13. The Treasurer said that advertising revenue had been badly down for *English Bridge*, actions had been taken to make advertising more attractive and he hoped things would improve here. Further actions would be considered to reduce costs if no improvement is made. The Pay to Play figure for 2012-13 would have to reflect the need to return to surplus.

Keith Palmer asked about the fees payable to the WBF and EBL now that EBU membership was much higher and also about the cost of internationals. The Chairman said that the international commitment was known in advance and included in the budget. The EBU was formulating an approach to the EBL and WBF and that there was nothing more to report at this juncture.

Sid Travers asked about the number of players' sessions and also about the number of affiliated clubs. The 1.9m player sessions had proved a very accurate estimate but 6% of registered sessions were exempt and this had reduced the income. The General Manager said that around 20 clubs had either rejoined or joined for the first time during the year. From April 2011 two affiliated clubs were not continuing.

Peter Hasenson asked why costs were up by around £100K. The Treasurer said the main cause had been inflation running at around 5%.

Steve Foster asked about the projected increase of 15% in shop sales. There were two factors – on line sales were planned and there had been a reduction in staff running the shop. The Chairman said we were always looking for ways to reduce costs and opportunities to improve the service offered to clubs and counties.

There was a question about the Pay to Play figure for 2012-13. The Chairman said that the Board would review matters at the August Board meeting and bring forward a proposal to the AGM in October.

#### **4 SPECIAL RESOLUTION**

*The Board recommends that the Articles of Association are amended as proposed to include the Definition of a Member in Good Standing*

The Chairman said that it was desirable to provide a definition of a member in good standing specifically for the purpose of the Articles. This defined the criteria for Board Members and Members of the Standing Committees.

Gerard Faulkner said he understood the need for definition but found the criteria to be poorly drafted.

The Chairman said the wording had been taken from the EBL statutes but agreed that it needed to be drafted more carefully.

Jeremy Dhondy said it was important that members understood why it was necessary to define the term. If an ordinary member misbehaves the EBU Disciplinary Rules provide a route to deal with the matter. However there is currently no process by which a Board Director or a member of a Standing Committee can be removed.

It was agreed to refer the matter back and discuss it again at the AGM.

**5 CHANGES TO THE BYE LAWS**

Shareholders were invited to consider proposed changes to the bye-laws.

Under 10.1 there was a discussion about the size of the proposed deposit. Some shareholders expressed their thoughts that £500 was too high. Philip Mason thought that £500 was acceptable. Darren Evetts suggested that those who claimed hardship to pay such a deposit should be asked to prove it. The appellant could take advice of the Pro-Bono advisor before lodging the appeal. Gerard Faulkner (the Pro-Bono advisor thought the figure too high). Jeremy Dhondy asked the meeting to reflect on the practicality – there were about 20 – 30 normal appeals from tournaments a year and few deposits are kept. There were fewer disciplinary hearings and even fewer appeals.

Gerard Faulkner proposed an amendment seconded by Mike Booth that the deposit be set at £100. The vote was carried substantially. The amended proposal was accepted.

Section	Description and Phrasing	Meeting decision
3.6	<p><i>Change of date as follows:</i></p> <p>Without prejudice to the provisions of paragraph 3.5, a Player Member who has not paid his annual subscription for a particular Subscription Year (if required to do so) by <del>1<sup>st</sup> August</del> June 30<sup>th</sup> in that Subscription Year shall forfeit all rights afforded by the Company and any Association to Player Members until he has done so, but shall remain subject to the obligations imposed on Player Members as set out in these Bye-Laws.</p>	<p><i>P: Sally Bugden</i>  <i>S: Steve Foster</i></p> <p><i>Carried nem con</i></p>
Appendix A 6.1	<p><i>Deletion as follows:</i></p> <p>A Disciplinary Panel shall be appointed annually by the Board. It shall consist of not fewer than five <del>nor more than ten</del> Player Members, none of whom may also be current members of the Laws and Ethics Committee. The Chairman of the Board shall appoint members of the Disciplinary Panel to form Disciplinary Committees to perform the functions set out in Rule 6.2. The number of panelists required to form a Disciplinary Committee in any particular case shall be determined in accordance with Rules 6.3 and 6.4.</p>	<p><i>P: Sally Bugden</i>  <i>S: J Booth</i></p> <p><i>Carried Nem con</i></p>
Appendix A 8.4	<p><i>Rewording as follows:</i></p> <p><del>Save where the Disciplinary Committee orders otherwise, all proceedings of the Disciplinary Committee shall take place in</del></p>	<p><i>P: Sally Bugden</i>  <i>S: Christine Duckworth</i></p> <p><i>Carried Nem con</i></p>

	<del>private.</del> 8.4 Save where any member under the age of 18 is involved or the Disciplinary Committee orders otherwise, all proceedings of the Disciplinary Committee shall take place in public.	
Appendix A 10.1	<i>Additional wording as underlined:</i> Every Defendant found guilty of an offence by the Disciplinary Committee has the right to appeal the Disciplinary Committee's decision to the Appeals Committee. <u>A deposit of <del>£500</del> £100 must be lodged with the English Bridge Union before the appeal is granted. This deposit will normally be returned unless the appeal is considered frivolous by the Disciplinary Committee.</u>	<i>See above.</i>
Appendix A 11.5	<i>Additional wording as underlined:</i> The L&E Secretary shall promptly notify any Association <u>and any Affiliated Club</u> of which the Defendant is a member of the Sanction imposed provided that such notification shall not be made in the case of a Sanction imposed by the Disciplinary Committee until the time for appeal has elapsed. Where the Sanction imposed is expulsion or suspension, upon receipt of notification of the Sanction the Association shall take like action unless the Disciplinary Committee or Appeals Committee specifies otherwise.	<i>P: Sally Bugden S: Graham Jepson Carried nem con.</i>

## 6 BRIDGE GREAT BRITAIN

The Chairman referred to a paper on the future of EBU Simultaneous Pairs that had been circulated at this Shareholders meeting and is replicated below for readers to understand the context of the reference to the future of simultaneous pairs in the discussion about BGB.

### ***EBU Simultaneous Pairs***

*The EBU is a member's organisation. It is not for profit and it ploughs any surplus it makes back in to members services and the development of duplicate bridge in England.*

*With the implementation of universal membership came the commitment to streamline administration and develop more services for our clubs. The development of our own simultaneous pairs software forms part of this pledge. It will provide several advantages to our members:*

- *Enhanced national programme of Simultaneous Pairs*

- *Simultaneous pairs for clubs and counties provided as and when requested*
- *Reduced costs resulting in a more economical service*

*ECATs, a commercial company, has provided us with an excellent service over the years. However we are duty bound to ensure that all we do is in the best interests of the members and it is time to use our own technical and event running expertise to provide this improved service.*

*The new programme of Simultaneous Pairs events will be launched in April 2012. During this interim period we will complete the development of our new package. We will provide information on this development directly to clubs and counties and also on our website and in English Bridge.*

*ECATs will continue to run our simultaneous events until 31 March 2012.*

Since August 2010 when we gave 6 months notice on the existing BGB agreement, the EBU Board has been determined to ensure that our members' interests are effectively represented within BGB whilst at the same time protecting the future of the activities that BGB organises as follows:

#### All Home Internationals

Camrose

Junior Camrose

Peggy Bayer

Senior Camrose

Lady Milne

#### Gold Cup and Silver Plate

#### Simultaneous Pairs

On the 18<sup>th</sup> January the EBU invited the SBU and WBU to a meeting where our respective negotiating teams discussed a number of proposals to secure these events for the future of BGB. These proposals were agreed at the meeting and taken by each NBO representative to be recommended to their respective Boards. On the 20<sup>th</sup> January the EBU Board agreed the proposals.

One of the proposals dealt with the BGB Simultaneous Pairs. The EBU does not want to damage, in any way, the international activities organised by the SBU and WBU which are mainly funded by the income from these simultaneous events. Equally the Board has a duty to its members to review any expenditure undertaken on their behalf and work towards modernising and streamlining any operations that it is directly involved with.

To this end the EBU offered to run the simultaneous pairs for BGB and created a formula to match and even increase the current income levels received by the SBU and WBU.

This would have ensured that all our members' interests were served with any surplus being re-invested in the development of duplicate bridge. We listened to the SBU and WBU and agreed to test run the software and provide an up-to-date analysis based on the most recent accounts from BGB when they became available.

The responses from the SBU and WBU respective Boards wanted ECATs to continue to run the Simultaneous Pairs irrespective of any savings that might accrue.

The current situation is as follows:

The EBU Board wrote to the Presidents of the SBU and WBU on the 30<sup>th</sup> March 2011 informing them that the EBU will:

- fulfil its commitment to compile an agreement to continue the current operation of BGB until 31 March 2012.

and we:

- Provided another set of proposals to ensure the continuation of the Home Internationals, the Gold Cup and Silver Plate.
- Provided a proposal for a working group to select a team to represent Great Britain at any Olympic Games where duplicate bridge has been accepted as a participant. This is not currently regarded as likely to occur.
- Accepted the agreement for the EBU to continue to license overseas events, splitting the proceeds from these annually on an 80% (EBU), 15% (SBU) and 5% (WBU) basis.
- Decided that from 1 April 2012 the EBU will run simultaneous pairs using its own software and replacing those run by BGB in England. We are happy to allow clubs from the WBU and SBU to take part in these events and will discuss a formula for a split of income based on the amount of individuals playing from their respective clubs.

Taking all the above in to account, we see no reason why BGB should exist after 31st March 2012.

We are yet to receive a reply to this letter.

The Board believes that the recommendations that we have made are the most appropriate way to secure the events previously organised by the BGB whilst saving all the NBO's memberships the resources used in running BGB and its now unnecessary and costly level of administration.

There followed an extensive debate about BGB and its future. Jeremy Dhondy, the EBU's representative on the BGB Core Committee provided some background information:

BGB was created in 2000 and is currently governed by an agreement signed in 2004. If one union gives notice that it wants to renegotiate then either the renegotiation succeeds or the agreement ceases and BGB is dissolved.

The Chairman said that the EBU were not trying to break up the competitions, just trying to make them more beneficial to all the home unions. The EBU will to run its own Sim Pairs, but using its own software from April 2012. The future of the BGB Sims is unclear.

Keith Palmer asked about the ECats charges and some discussion ensued.

***(Post meeting note: ECATS charged the EBU 25p per pair plus VAT for the EBU Simultaneous Pairs events in Spring and Autumn 2010)***

Ron Heath said that BGB had formed as a rump from the British Bridge League (BBL) of which he was an ex-secretary. It was time to move on.

A proposal from James Smith, seconded by Darren Evetts that the Shareholders support the work being done by the Board to resolve the BGB issue was carried overwhelmingly.

## **7 PAY TO PLAY, MASTER POINTS AND LICENSING REGULATIONS**

Andrew Petrie said the responses from counties had shown this was not, in the main, a contentious issue – only three counties were against the proposals.

Bernard Eddeleston asked whether Scorebridge would be amended to cope with the 50% Pay to Play charge for county events, but it was thought the software would cope automatically.

Barry Brelsford said the regulations asked a lot of league secretaries – there had been an old system, a new system and now a newer system. The General Manager said that software was being developed to provide a league management system which would make the administration of leagues much easier. Andrew Petrie said that he always kept a close eye on the operation of leagues – he recognised that leagues were run by volunteers and any software should make life easier for them.

The General Manager asked that suggestions for inclusion in the league management system should be sent to Michael Clark at Aylesbury Headquarters in good time. Suggestions received earlier were more likely to be considered.

It was confirmed that if you only played in county events paying only 50% of the Pay to Play fee that did not afford EBU membership.

Malcolm Carey asked for confirmation that a county sim pairs played in clubs attracted pay to play at the full rate through the club and that a second county ½ rate would not be taken as well. This was confirmed – only one fee.

Paul Hammond asked about how the rebate for those who had played more than 150 sessions in the year would be organised. The General Manager said that we would wait until April was over (as some clubs wont be uploading until then), but once the cut off had been reached members would be given a credit onto their EBU accounts which would show in their members area.

Keith Palmer asked about events on the Isle of Wight where they ran their allotted two events to encourage new members. It was confirmed that he could apply for a licence to run more.

Darren Evetts gave an example of where club and county events had clashed. Andrew Petrie said that more clashes were a possible outcome of the easing of the licence regulations but, in his opinion, the gains from this change outweighed this possible disadvantage. Good communications across a county and between neighbouring counties and neighbouring clubs should avoid the problem.

## 8 MEMBER REPRESENTATION UPDATE ON COUNTY CONSULTATION

Andrew Petrie thanked those counties who had responded and likened it to the 'dog that didn't bark'. The status quo would continue.

Sandra Nicolson asked for guidance on how to dismiss delegates who did not pull their weight and the process for dismissing them. It was agreed that part of the County Chairman's conference would address the roles and responsibilities for shareholders.

## 9 MINUTES OF BOARD MEETINGS

August 12<sup>th</sup> 2010: No matters arising

September 28<sup>th</sup> 2010: Gerard Faulkner asked that he be shown the advice to Disciplinary Panel members when Honorary Counsel had prepared it.

October 28<sup>th</sup> 2010: Gerard Faulkner asked about the selecting of selectors. The questionnaire had had only seven replies the majority of which were happy with the current arrangement. He also suggested a rewording of 7.2 to insert the word 'alleged' in front of 'bad behaviour'.

Bernard Eddleston asked what was meant in 6.4 by 'opening up volunteering'. The Chairman said there had been many volunteers over the years, more were needed but it was right to describe what was expected of them.

January 20<sup>th</sup> 2011: Sandra Nicolson noted in 3.2 that no Education Officer was to be appointed from April 1<sup>st</sup> 2011. She said the appointment was an important one, the Chairman said the Board still wanted to appoint one and hoped it would be possible in 2012-13. Chris Parkin endorsed the comment. While he recognised the financial constraints it was still a shame.

Gerard Faulkner asked about the online survey. He had no access to the internet and felt disenfranchised by not being able to take part in the members' survey. Could he have it in longhand? The Chairman said that the key word was 'money' – it cost to send questionnaires out in the post and it cost in staff time in Aylesbury having to process the forms. Dick Green agreed with the comment – anyone should be able to have anything in print. The General Manager said the on-line survey had cost just £500. Previous surveys done by post needed processing and cost thousands of pounds. It was not cost effective to have a member of staff dedicated to it.

Bernard Eddelston talked about Hitchin Club's charity status. He said that being an affiliated club of the EBU had enhanced the application and any other club hoping to follow had to be affiliated to the National Body.

## 10 MINUTES OF THE MEETINGS OF THE LAWS AND ETHICS COMMITTEE

Jeremy Dhondy summarised points of note for three meetings (November 3<sup>rd</sup>, January 26<sup>th</sup> and April 12<sup>th</sup>).

There had been a seminar for Panel TDs in October and it had been suggested that schedule of misdemeanours from tournaments be drafted. That is on its way.

He mentioned a change to the regulation regarding non-members playing in heats of EBU events – National Pairs, Sim Pairs. He confirmed that the Board had approved the change that clubs would no longer be obliged to take non-members if they didn't want to.

There were other changes to regulations regarding appeals in matches played privately.

He also said there were no changes to the list of permitted arrangements to take effect on August 1<sup>st</sup>. Some minor wording changes would be made to the Orange Book.

## **11 MINUTES OF THE MEETING OF THE SELECTION COMMITTEE**

Heather Dhondy summarised the meetings of November 7<sup>th</sup> and March 9<sup>th</sup>. She wished the ladies good luck in the Lady Milne coming up at the weekend and reminded members it would be available to watch on BBO.

James Smith asked about the U25 ladies team. Heather said that there was funding available in the budget to send a ladies team to the European Championship; however at the moment there were only two pairs available. It would be possible to send a team if a third pair of suitable standard became available. She confirmed that failure to attend was not because of funding. Peter Hasenson asked whether we were mandated to go. Heather said that we were not, however we will send a team if we have one

## **12 MINUTES OF THE MEETING OF THE TOURNAMENT COMMITTEE**

Andrew Petrie summarised the meetings of October 27<sup>th</sup> and March 29<sup>th</sup>. He said that competitions had not met the projected profit – numbers were dropping. The relatively late change to Brighton last year had not helped and the clash with another Brighton event this year would also be difficult. Members had cited travelling distance and cost of accommodation as two things that put them off attending. That was why the committee were looking at other possibilities – such as the Portland Pairs by putting on more heats local to people.

He also mentioned that Gordon Rainsford had now taken up his new post of Assistant Chief TD and was working for the EBU on a 1-day a week basis. He was now responsible for TD issues.

Mike Minting asked about the proposals to change the National Pairs. Andrew confirmed the entry fee was being reduced but Mike asked why there was a fee at all? The Club does the work and free entry might encourage more to play. Andrew reminded delegates that the EBU had considerable processing to do with the club results to produce the regional entry lists. Graham Hedley agreed it should be free to enter at Club level – it was the premier pairs event. Brian Crack said we needed to get more pairs to the regional finals and one idea was to introduce more of those.

Andrew Petrie reminded delegates that there would be an A and B final next year.

There was debate about the failure of Essex to secure a date for a One Day Joint Venture. Essex had been invited by Herts to make a weekend event. However this had been after the official closing date. As the application was late the TC had been obliged to ask other counties who had already been allocated the day whether there were objections. Surrey objected so permission was refused. It was suggested that the Shareholders General

Meeting was not the forum to carry on the argument. Andrew Petrie confirmed that the TC had to follow the rules and it had been a difficult decision to refuse the application.

He confirmed that just because a county had historically had a particular date this was not a right – if the application had been in time the committee would have had to decide which county (or maybe both) should have the date.

### **13 ANY OTHER BUSINESS**

Shirley Pritchard said that as a new shareholder she had found some of the paperwork confusing and not in context. The Chairman was sympathetic and said that too often it was assumed people knew what was going on. She agreed the need to put things in context and it was useful to hear a new delegate say that.

Shirley also asked whether EB deadlines could be widened. The Chairman said that EB dates were given a year in advance and changing them was impossible due to printing schedules - any amendments to copy dates would be costly.

It was asked when online booking and shopping would be back. We had been provided with new software which had not worked, so we had given up with it. Michael would be providing something as soon as he could but he had to prioritise his work.

Paul Hammond asked whether it was possible to see how much a member had in his own account. The General Manager said that was on its way.

Graham Jepson reminded delegates about the final of the National County League on July 10<sup>th</sup>.

There was no further business and the meeting closed at 4.27pm.

**Date of the Annual general Meeting is Wednesday 5<sup>th</sup> October in the Tudor Room,  
Imperial Hotel, Russell Square, London, Start 12.30pm**