



**MINUTES OF THE SHAREHOLDERS MEETING  
HELD AT THE ROYAL NATIONAL HOTEL, LONDON,  
ON WEDNESDAY 13<sup>th</sup> MAY 2015**

<b>Present:</b>	Jeremy Dhondy	Chairman
	Ian Payn	Vice Chairman and Tournament Committee Chairman
	Andrew Petrie	Treasurer
	Barry Capal	General Manager
	Jerry Cope	Board Member
	Darren Evetts	Board Member
	Anthony Golding	Board Member
	Rob Lawy	Board Member
	Margaret Curtis	Vice President , Essex Shareholder & Proxy
	Andy Bowles	Selection Committee Chairman
	Tim Rees	Laws & Ethics Committee Chairman
	John Pain	Minute Taker
	Kay Carter	Reception

County	Shareholders: Present	Apologies	Proxy	County	Shareholders: Present	Apologies	Proxy
Avon				London	Mrs C Duckworth	Mr J Smith	Mrs C Duckworth
Bedfordshire					Mr RH Morton		
Berks & Bucks	Mr A Wallen	Mr R Davey		Manchester	Mr M Newman	Mr R Lighton	Mr J Morris
Cambs & Hunts				Merseyside/Cheshire	Mr S Travers	Mr J Merrill	
Channel Islands	Mrs P Panter			Middlesex	Mr PD Roberts	Mr R Hillman	Ms S Mohandes
Cornwall		Mr MJ Booth			Mr S Panchamia	Mr P Hasenson	
Cumbria				Norfolk	Mr R Amey		
Derbyshire		Mr J Parker	Mr J Dhondy		Mrs S Gill		
Devon	Mr T Treeby	Mr R Andrews	Mr T Treeby	North East	Miss S Caygill		
		Dr M Hamon	Mr T Treeby	Northants	Mrs N Bainbridge		
Dorset	Mr T Dunsby	Mr R Heath	Mr T Dunsby	Notts	Mrs C Batten	Mr D Rodgers	
Essex	Mrs M Curtis	Mr K Thompson	Mrs M Curtis	Oxford	Mrs S Nicholson	Mrs S Claridge	
	Mrs J Hartley					Mr A Wilson	
Gloucestershire	Mr J Simons			Somerset	Mr P Hackett	Mr J Withers	
Hants & IoW	Mr R Ray	Mrs M Gale	Mr R Ray	Staffs & Shrops	Mr M Carey	Prof R Hanley	
Herefordshire		Mrs L Lewis		Suffolk			
		Mr C Chowney		Surrey	Mr S Foster		
Hertfordshire	Mr B Eddleston				Miss S Pritchard		
	Mr M Minting			Sussex	Mr R Millard		
	Mr R Teesdale				Mr P Bates	Mrs J Mayall	Mr P Bates
Isle of Man						Mr R Wheeler	Mr P Bates
Kent	Mr B Crack			Warwicks	Mr J Pyner	Mr C Lang	
	Mr P Jones				Mr L Reece		
	Mr M Lewis			Westmorland		Mr RM Rothwell	
Lancashire	Mr B Brelsford	Mrs J Wright	Mr B Brelsford	Wiltshire	Mr P Green		
Leicestershire	Mr R Northage			Worcester	Mr D Thomas	Mr P Hammond	
	Mr R Smith						
Lincolnshire		Mr P Wokes		Yorkshire	Mrs J Latham	Mrs L Millet	Mr N Woolven
					Mr P Mason		

**Apologies:** Mrs H Dhondy (Board member), R Millet (Board member)

## 1 APOLOGIES FOR ABSENCE

See page 1 for County information.

The Vice Chairman asked members present to remember Peter Bentley (Surrey) who had recently died. Ian remembered Peter as a friendly and encouraging delegate to shareholders meetings.

## 2 MINUTES OF THE ANNUAL GENERAL MEETING OF November 26<sup>th</sup> 2014

Accuracy:

Additional item (P10): Only winners of heats were entered into the draw – not all pairs playing.

Clarification:

The Treasurer agreed that the wording in item 6/7 regarding the rise in UM rates may not have been entirely clear.

The UM subscription of 29p was set to be financially neutral based on 2007/8 Subscription and Masterpoint income. Increasing this by RPI each year results in a UM subscription of 36.1p in 2014/15. The actual UM subscription for that year was 35p – 1.1p less than the fully inflated figure.

Matters arising.

7.1: reporting of figures in the various UM categories.

It was confirmed that it was hoped to have a separate column for UM0 members in the end of year figures (UM0 are members who had not played any counting sessions). The column UM 0 – 11 would become UM 1 – 11 and UM12+ would remain unchanged.

A number of clubs had tidied up their databases to remove non-qualifying members but there was a long way to go. It was suggested that Counties could have a list of the UM0 members, which could be passed on to clubs to deal with.

## 4 TREASURER'S REPORT

### 4.1 re-forecast for 2014-15 and budget for 2015-16

The Treasurer reported as follows:

#### 2014/15 forecast

We are forecasting a surplus of around £87K compared to a budget deficit of £15K. This has come about mainly through the following:

- Non-EBED Education – a write off of an accrual against BFA books (£14K).
- An under spend of £12K on internationals.
- Competitions beating budget by around £20K, due mainly to a £10K contingency not being required.
- *English Bridge* beating budget by around £25K by reducing the size of the magazine.
- Admin costs coming in at nearly £40K better than budget. This was mainly due to not replacing a member of staff whilst on maternity leave and savings on external consultations by doing the work associated with EBU/EBED trading, the VAT Tribunal and Judicial Review in-house.

Offsetting these surpluses was an over spend on Membership of nearly £19K, caused mainly by our provision of free cards to clubs.

It is worth particularly highlighting the overall investment in Education, because a significant part of this investment is in the overheads. In 2014/15 we estimate our investment to be nearly £80K.

We do not have an EOY forecast Balance Sheet but the end February Management Accounts showed cash at the bank at over £600K – a very healthy level. The Board, at its annual strategy meeting, is to discuss how best to invest some of this money in the development of duplicate bridge in England.

It was suggested that there had been a change in the format of the Overheads and this made it difficult to compare the figures. The Treasurer agreed to look into this.

### **2015/16 Budget**

The 2015/16 budget shows an overall deficit of about £47K. The main reasons for this are:

- Three teams qualifying for the World Championships in Chennai – two fully funded, one entry fees and uniforms only.
- £34K to cover the costs of hosting the European Champions Cup. (Since the budget was formulated, some sponsorship has been forthcoming, so the costs will be reduced).
- £50K to cover the cost of implementing a new Membership Management System (MMS).

You will note that EBUTA has been transferred to EBED.

### **Early payment for the new MMS**

Since the preparation of the 2014/15 EOY forecast and 2015/16 Budget, we have received an invoice from Workbooks\* for about £25K and we paid this in the 2014/15 Financial Year. This will reduce the surplus in 2014/15 and the deficit in 2015/16 accordingly.

(\* Workbooks is the new MMS to be implemented).

The Treasurer said he had received no questions before the meeting but was happy to answer enquiries by email subsequently. He thanked the EBU staff for helping to make the savings highlighted. He noted that 2015/16 would be more challenging with three teams having qualified for Chennai. It was noted that this involved a significant investment into Internationals, so thanks to members for their support in this area.

The treasurer further noted that the average player plays around 40 times a year, so has a UM liability of about £14 – about the price of two cinema tickets. He regarded UM as having been a success and the balance sheet was now back on track. He said details of the investments to be made would be given at the AGM.

He said that some sponsorship had now been received so the £34K figure for the Champions Cup would be reduced accordingly.

The Chairman said that an U15 squad had now been set up and there will be some costs associated with that.

There was thanks from the floor for the supply of free cards recently sent to clubs. It was suggested that if it were possible to do it again in the future that Counties and possibly bridge teachers might benefit from the distribution.

It was suggested that, as there had been a large surplus, it was not necessary to increase the UM rate again and that it could be held for a year. The Treasurer said that such a consideration was a Board matter and The Chairman said that the long term view needed to be considered and that the budgeted deficit for 2015/16 would mean a dip into the reserves.

#### **4 Future of Standing Committees**

Anthony Golding introduced the discussion on the future of the EBU's three standing committees.

- This suggestion is the latest in our attempt to update and modernise our governance.
- The officers and board have conducted a review of our three standing committees. Before putting proposals to the AGM they wish to ask shareholders and also county chairmen for their opinion.
- Firm proposals to be voted upon will be brought to the AGM in November 2015 after this consultation.

We have three standing committees (*Tournament, L&E, Selection*). They have been in place more or less unchanged since the 1940's. Their membership is currently seven members who are elected by the Shareholders plus the Chief TD/Tournament manager and the Chairman and Vice Chairman of the board (the treasurer is also a member of the Tournament Committee). All committees are responsible to the board under their terms of reference.

The way they are run, procedures for election to them etc is defined by our articles (Section 16).

#### **Why change?**

Modern practice, especially in the charitable sector, is to use board sub-committees rather than standing committees. This provides flexibility for the board to have the committees of the size most effective for the role, and to be able to add or remove members as circumstances require (for example, to avoid conflicts of interest). In practice, this is likely to lead to each of the committees being smaller than at present. In recent years, including 2014, we haven't usually had contested elections and we have had to be proactive to make sure we had enough members.

Smaller committees confer some advantages e.g. Ability to hold meetings on Skype and to involve interested parties from anywhere in the country.

With the way the EBU has changed in recent years the model of 60 years ago is not the best now. For example the bulk of tournament management and development is undertaken by the Tournament Staff at Aylesbury. A small advisory panel is of benefit rather than the current structure which has become unwieldy. Members will of course retain ultimate control through their voting on board appointments.

As part of the review of the present structure, we have also looked at the roles of the various committees. One area that we think might usefully be changed is to split the current role of the L&E committee so that disciplinary matters are handled by a separate panel

#### **Proposal for change**

1. To change all committees to sub committees of the board (there are existing sub committees such as the Editorial Board)
2. To reduce the numbers on each committee to the size appropriate for each role
3. To appoint members to each committee, encouraging interested members to be proposed or put themselves forward for appointment. One possible model is to have 3 or 4 appointees plus one or two members of the board and the Chief TD/Tournament Manager as an ex officio non voting member.

4. To split the current function of the L&E so that it becomes a regulatory body only and matters of discipline are dealt with separately keeping the existing Disciplinary panel to act as the Judiciary, to keep the administrative arrangements the same.
5. To amend/update the articles at the November AGM and also after this to update the committee terms of reference

The Chairman thanked Anthony for the presentation and said that the discussions today and at the County Chairman's conference in July would guide the Board to producing proposals for the AGM in November.

Many Shareholders spoke in the discussion, summarised as follows:

**Laws and Ethics Committee:**

There was general approval with the idea of splitting the Laws and Ethics Committee into two bodies – one dealing with laws and regulations; the other dealing with disciplinary matters. However more details were needed on how the two bodies would function. It was suggested that fewer serving TDs (other than the Chief TD as an ex-officio member) should be on the L&E. If the Committee was split, then details such as who would bring and prosecute a case (currently done by the L&E) would need to be addressed. The disciplinary committee should be independent of the Board (the current Disciplinary Panel has 15 EBU members, none of whom is a Board member).

**Selection Committee:**

The Selection Committee usually has nine members to call on to assist its work, with eight having an interest in selection themselves. The possible conflict of interest is well understood, but the present set up is thought to work well. There was no consensus about how the committee should be formulated: elected, nominated or some of each. It was also noted that the current committee had selected three teams which had won medals and qualified for Chennai, so they must be doing something correctly. It was thought that the Selection Committee was unique in UK sports and pastimes in having a committee to make its selection rather than a named individual.

**Tournament Committee**

There was widespread support for the view that the Tournament Committee was well past its sell by date and should be abolished. Most discussions these days are undertaken by the Chief TD, Peter Jordan and the TC Chairman. There used to be six meetings a year, but that is now down to two only. There still needs to be a body with a more strategic role, but that might take the form of short-term working committee to review specific matters.

Shareholders noted the general difficulty in the current process of putting up members for election with real change happening only when an existing member retires. In some counties there had been no contested elections for officer posts for years so they understood the difficulty in attracting suitable candidates. And even then many shareholders were voting for candidates they didn't know.

The Chairman thanked members for their contribution which would be considered again at the County Chairman's conference.

**5 COUNTY WORKING GROUP REPORT**

Darren Evetts reported as follows:

The EBU County Working Group was set up by the Board in August 2013 as part of the 2013-2018 Development Plan, Bidding for the Future, to focus on County development, the key

objectives of which include communications and relationships with Counties, Clubs, Members, and potential Members.

The National County Working Group is made up of two representatives from each of the five Regional County Working Groups, with an open invitation for the provincial Counties to send one representative each, together with Board Members and the General Manager.

Counties forming each Regional Group are generally based on the Inter-County league structure. Unfortunately, due to other commitments and priorities, the volunteer from the Western Region stood down, and we were unsuccessful in establishing the Metropolitan Group. However, I am pleased to report that Andy Hughes, Hants & IoW, is currently focusing on forming a Southern Group which will encompass the Western and Metropolitan Regions. I do hope Andy is successful, and that Counties in those regions will engage with this group.

The National Group is currently focusing on three main areas (Hot Topics), which were determined by the Regional Groups identifying what they felt were the first and most important areas to focus on. The three Hot Topics are:

- Topic A - Improving the relationship between the EBU/Counties and unaffiliated Clubs
- Topic B - Developing a Value Proposition and a Progression Strategy for Players at all levels that revitalises our membership
- Topic C - Structuring, staffing and motivating the volunteer workforce that we depend on at National and County level

It is intended that at their meeting in June the National Group will have some firm proposals to present to the Board for consideration. It is also the intention for Topic C to feature in the County Chairmen's Meeting in July.

All Counties have the opportunity to participate in the County Working Group structure, and I do hope that if your County is not already represented, you will seek to remedy that situation to ensure that the views of your members are included.

If you have any comments or questions I can be contacted at [Darren@EBU.co.uk](mailto:Darren@EBU.co.uk).

Darren highlighted the following:

Positive points – there were some firm proposals for the Board to consider; one area had revamped its inter-county league; another region had held a newcomers event.

Negative points: not able to engage all groups across the country.

Comments were received:

- Eastern Counties region – generally disappointed with some good and some poor counties. Some are only nominally involved.
- The County Chairman's conference was a good place to enthuse counties again.
- It was heavily reliant on volunteers (often the same volunteers as in other areas).
- 2 regions very buoyant, others struggling.
- There were hardly any new (post 2010 UM) members in any county positions or other high levels of bridge administration.

## **6 EBU Awards**

The Chairman reminded shareholders that they would shortly be receiving details of the annual Dimmie Fleming awards where successful recipients receive their awards at the AGM in November (or at other times by arrangement).

He also mentioned that the first two Diamond Awards had been presented to Nicola Smith and Tony Forrester at the Lederer Trophy.

He had also been in discussion with Tony Priday's widow Vivian with a view to presenting a new award in Tony's honour. The award would be for 'excellence' and was not necessarily restricted to excellence in bridge performance. Vivian had approved the award and the first presentation would be made at the AGM in November.

## **7 Updates**

### **7.1 Enterprise replacement**

The General Manager gave a report on the need to replace the Membership Management System (Enterprise) with a new product. Enterprise had been in use for about 10 years and support for it was being withdrawn. Two systems were considered as replacements – one from the current supplier and another from Workbooks. The Board had decided to move to Workbooks with a likely implementation date of October 1<sup>st</sup>. Shareholders were advised that there would be additional functionality on the new system and if they had a particular wish for something they should contact Barry at the Aylesbury Office.

### **7.2 EBU Youth Policy**

The Chairman said that a revised Youth policy was now available from the website. Counties were encouraged to make use of it in areas where young people were involved in bridge activities.

## **8 REPORT ON PROGRESS WITH SPORT ENGLAND AND HMRC**

The Vice Chairman gave a report on the recent activity regarding the moves to classify bridge as a sport. A recent ruling had granted the EBU permission to have a judicial review following Sport England's continuing refusal to recognise bridge. Following the judge's decision he had done a series of radio and TV interviews, together with a number of column inches in local and national newspapers. It was estimated that the publicity was worth something around £200K. It was not clear when the next stage would take place.

The second stage review of HMRC's ruling on EBU entry fees was still to come, with a possible appeal after that. THE EBU remained grateful to David Ewart who was carrying out the legal work *pro bono*.

## **9 MINUTES OF BOARD MEETINGS**

The minutes of the meetings of October 29<sup>th</sup> 2014 and January 14<sup>th</sup> 2015 were considered. Members were concerned about the imminent move by the EBU to support Jeff Smith's Pairs Scorer software. Many clubs use ScoreBridge and shareholders felt that support should be available. There was a request for training sessions in the use of Pairs Scorer.

The Chairman said there was no reason why clubs who used ScoreBridge could not continue to do so – support was still available from Stephen Bligh and there was no directive that said clubs had to change. Pairs Scorer would be made available as EBU Score from October and would be free of charge to clubs (any number of users), with Ian Mitchell being the support assistant in the EBU Office. Clubs could sign up for a chargeable support service (rate to be determined). It was anticipated that at least one training session for EBU Score would be held during the Brighton Summer Meeting. Other programs in the suite (Teams Scorer, Individual Scorer, Swiss Pairs Scorer and Swiss Teams Scorer) would also be available.

It was confirmed that EBU Score would only work on Apple machines where the PC interface was installed.

Members indicated that, although it was fine piece of software, there were some issues with Pianola. The General Manager said the EBU had no control over Pianola and that any issues should be directed to the program authors.

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

Tim Rees presented the minutes of January 21<sup>st</sup>. There were no questions. He said that the forthcoming meeting would look at any regulation changes to take effect in August, although he did not anticipate many changes this time.

It was noted that Grattan Endicott was no longer attending L&E meetings. It was confirmed that Grattan had received the EBU Gold Award in 2013 for his distinguished service across many areas of the EBU, including the L&E.

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

Andy Bowles presented the minutes of January 6<sup>th</sup>. He said a number of issues had already been discussed during the meeting. He confirmed the new U15 squad would be sending a team to Tromso, Norway for the European Youth Teams Championships. This would involve a cost in terms of travel, subsistence and uniforms but entry was being provided free by the EBL for the inaugural U15 event.

He reminded shareholders that, because of our success in the Europeans, we were sending three teams to Chennai.

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

Ian Payn presented the minutes of December 9<sup>th</sup>. A correction in 6.4 should say July rather than June.

The main issue discussed was appeal by Herts/Essex regarding their one-day events weekend and a dispute with London over dates. It was open to the TC to take another look at its forthcoming meeting.

#### **13 ANY OTHER BUSINESS**

a) 75% rule

A member asked about the new regulation requiring competitors to play a minimum of 75% of the boards in play for Master Point purposes. The regulation had been circulated via Club Management Focus, on the website and at least one year's notice had been given. Some clubs however still seemed to be unaware of the change. It was agreed that the one movement that would most often fall foul of the regulation was that of an 11 table Mitchell with 33 boards in play, where only 8 rounds (24 boards) were played. Alternative movements, such as a Hesitation Mitchell, would be fine.

A copy of the new regulation is copied here for the convenience of Counties and Shareholders:

*From 1st August 2015 Master Points will only be awarded for pairs events in which all the competitors are scheduled to play at least 75% of the boards used in the movement. Thus, when the intention is to play 24 boards in a session, for example, no more than 32 boards should be in play. It is acceptable for those 24 boards to include some scheduled to be sat out by a number of pairs.*

*This is a new regulation introduced in the 2014 edition of the Master Point & Licensing Handbook but will not be enforced until 1st August 2015 to allow clubs to make preparations for its introduction. The purpose of the regulation is to try to maximise the number of boards in common to all contestants, not only for reasons of fairness but also because it provides more interest for players when discussing and comparing hands afterwards.*

*To help those clubs who encounter situations not conducive to 'standard' movements we have prepared a 'movement guide'. It will hopefully be useful in helping to establish which would be an appropriate movement to use to ensure everyone meets the requirements in a fair and effective way. It is available here - <http://www.ebu.co.uk/documents/miscellaneous/suggested-movements.pdf>*

*Please also don't hesitate to contact [gordon@ebu.co.uk](mailto:gordon@ebu.co.uk) for advice about adhering to the new rule or for further details on suitable movements.*

b) Magazine and diary

The Chairman said that savings of about £6K per issue had been made following the move to the new size magazine. He also said that the problem of members wishing to opt out of having a diary had, hopefully, been resolved for this year. He also confirmed the diary would be sent with the August magazine.

c) Publicity

It was hoped that the EBU Communications Officer could attend some shareholders meetings so his face became more familiar – he had attended the November AGM and performed the Simultaneous Pairs prize draw. There was a good opportunity to build on recent publicity by highlighting the forthcoming U15 squad in Norway and the three teams in Chennai.

d) Final meeting

The Chairman concluded the meeting by pointing out this was to be the final Shareholder's Meeting for Philip Mason. He had attended every meeting for many years as the Yorkshire delegate having been Yorkshire chairman and a long-serving member of the Tournament Committee. Members showed their appreciation by a round of applause.

There being no further business, the meeting closed at 3.30pm.

**Date of the Annual General Meeting is Wednesday 25<sup>th</sup> November in the Tudor Room,  
Imperial Hotel, Russell Square, London, Start 1pm**