

**Minutes of the 82nd meeting of the English Chess Federation Board
On Friday 7th March, 2014, at 11am
At Ibis Hotel, Ladywell Walk, Birmingham, B5 4ST**



Present

Andrew Paulson (AP):	President	- by Skype
David Openshaw (DO):	Director of International Chess	- by Skype
Phil Ehr (PE):	Chief Executive	
David Eustace (DE):	Director of Finance	
Alex Holowczak (AH):	Director of Home Chess	
Lawrence Cooper (LC):	Director of Junior Chess and Education	
David Thomas (DT):	Director of Membership	
Sean Hewitt (SH):	Non-Executive Director	
Julian Clissold (JC):	Non-Executive Director	

In Attendance

John Philpott (JAP)	Company Secretary
Paul Loasby (PL)	Minutes Secretary

By Skype

Isabel Keen (IK):	Candidate Commercial Director	- by Skype
(For Item 5 on Commercial Director position)		

Apologies

Nigel Short, Chris Majer, Mike Truran.

AH and AP joined the meeting (AP via Skype) for discussion of Item 8 onwards.

These Minutes were produced by Angus French and DE from the Minutes Secretary's detailed account of conversations.

Housekeeping

1. PE move to approve agenda.

Agreed.

2. PE: Minutes

- a. Move to appoint PL as Minutes Secretary. Approved.
- b. Minutes of the 81st Board meeting 8th February 2014. There is one change. Will make this and then circulate the minutes amongst you. There may be a few words that need changing. Pending one change. Approved.
- c. Draft Minutes of the 80th Board Meeting of 19th January. At SH's suggestion this it deferred to later in the meeting because of the pressures of time. Agreed.

3. Clarification of Arbitrator Regulations

A discussion followed on the most appropriate way to handle the new rules concerning the requirements for a “CRB” clearance for arbiters. The Board concluded that there was no authoritative position on whether or not to require arbiters to have clearance under the new DBS regulations. A balance had to be struck between safeguarding children etc and the rights of individuals under the Rehabilitation of Offenders Act. It was agreed that the current requirements on the website should be removed, but the Board would reserve the right to re-instate appropriate requirements after consultation with the Federation’s Legal Adviser.

Action: AH

4. Discuss standards for Board minutes and agenda.

a. Standards for Board minutes

After some discussion on the level of detail contained in recent sets of minutes SH proposed that the template for the minutes set by the previous Minutes Secretary (DE) would be a good example of the level of detail required.

Agreed: All

b. Meeting Agendas

DE proposed that the Company Secretary produce a draft agenda for each meeting well in advance of the seven day deadline. The agenda will be approved by the Chief Executive.

Agreed: All

Action: JAP

5. ECF handbook (additional areas for review)

JAP raised the issue of approving changes to the regulations e.g. the role of the new Commercial Director. If these were approved the Company Secretary would make the necessary changes to the regulations. It was agreed that JAP would create any changes for the regulations to be reviewed at the next meeting.

Agreed: All

Action: JAP

6. Future Meetings

To prepare for the April Council meeting the following schedule was agreed:

- Any special notice to be issued by 15th March
- Agenda for Council by 19th March
- Notice of the meeting by 22nd March
- Meeting of the Board on 23rd March at 20.00 by Skype. All papers to be ready by then.
- All papers to be issued by 29th March
- The Board will meet prior to the Council meeting on 12th April at 11.00.

Agreed: All

7. Discussion with Isabel Keen re Commercial Director position.

Isabel Keen had been invited to discuss the potential for a Commercial Director role at the ECF. There was a wide ranging discussion on a number of topics which proved of interest to members. The Board thanked Isabel for her interest in the role.

Note: Alex Holowczak joined the meeting; and Andrew Paulson joined the meeting via Skype.

8. Chess Centre Ltd

It was agreed to recommend the appointment of David Eustace and John Philpott as Directors of Chess Centre Ltd., in place of Geoffrey Steel (recently deceased) and Alan Martin (who had indicated a wish to retire) to the Board of Chess Centre Ltd. John Philpott was also recommended for appointment as Company Secretary. DE and JAP would liaise with Chess Centre Directors to enable these appointments. These appointments would assist in ensuring the financial affairs of the company are aligned with the ECF financial timelines.

Approved: All
Action: DE, JAP

9. Disbursements - Bank Accounts for the British Championships

It was agreed that the following would be removed as signatories the BCC bank account – Lara Barnes, Roger Edwards, Maureen Edwards.

It was further agreed that Kevin Staveley, John Philpott and David Eustace would replace Lara Barnes, Roger Edwards, and Maureen Edwards as signatories for the British Championships' bank account. The Office signatories for the account will remain as current to enable the account to be operated from the Office.

Agreed: All
Action: JAP

10. Changes to Charity Trustees

To improve manageability it was agreed to reduce the number of ex-officio trustees from five to two – the Chief Executive and Finance Director.

It was agreed to request that Council elect the three current PIF trustees to become trustees of the new Chess Trust on transfer of the PIF funds to the trust.

Agreed: All
Action: DE

11. Clarification of Directors' Subsistence Claims

It was agreed that Directors and officers entitled to attend meetings (Board, Council etc.) are allowed to claim reasonable amounts for subsistence, including travel, accommodation, lunch or breakfast and any reasonable out-of-pocket expenses. Proof of expenses will be necessary.

For tournaments etc, the Director / Manager of the tournament decides what expenses can be claimed. 'Reasonable' means that the individual must be able to justify his or her expenses to the Finance team. Claims should be submitted not more than one Board meeting behind. These arrangements will be reviewed in 12 months' time.

Agreed: All
Action: DE

12. 2013 World Junior Payments

LC again raised the concern that six months after the event neither player had been invoiced for four figure amounts meaning the ECF were several thousands pounds out of pocket. PE acknowledged the delay and JAP kindly offered to forward the relevant information to LC so the matter would be resolved. No blame could be attached to either player as they had not been told how much was owed but at least one family had contacted the ECF to try to resolve this.

13. Personnel Item – Redacted

14. Motions from DT’s Membership Paper

- a. The Director of Membership asked the Board to **Propose to Council that** the following be adopted from 2015:

From 1st July the Federation will sell memberships running until 31st August the following year, backdated to date of joining for the purposes of playing in current events.

After some discussion this proposal was accepted by a majority vote.

- b. The Director of Membership asked the Board to **Propose to Council that:**

From 2014 Congresses taking place in September and October will not be invoiced for Game Fee until after 31st October, and that memberships taken out through a Membership Organisation will be backdated to 1st September for this purpose.

He was advised that it was within the Board's remit to agree this change and notify Council. The Board voted to agree to the change.

- c. The Director of Membership asked the Board to **Propose to Council that:**

The following Game Fee Exemption be established: “That where cross-border leagues are submitted to the ECF for grading Game Fee will not charged in respect of members of clubs geographically outside England who are members of the appropriate National Federation.”

This replaces a similar exemption with limited geographical scope which expires in August 2014. The Director was advised that this proposal was also within the Board's remit to agree and notify Council. The Board agreed to the proposal.

15. Manager of Chess in Prisons

It was agreed to appoint Carl Portman as Manager of Chess in Prisons.

Agreed

16. Women’s International Selection committee Appointment

It was agreed to appoint Natasha Regan as a member of the Women’s International Selection Committee.

Agreed

17. Approval of 2014-2015 Budget

A paper covering the budget for 2014-2015 was presented by the FD. The budget included additional sums for Seniors, Women and Junior Chess above the previous year’s budget.

The proposal included a recommendation not to increase membership fees in 2014/15, but to give guidance that increases in membership fees would be recommended in the following two years. Additionally SH proposed, and it was agreed, that a recommendation would be made to Council to increase Game Fee by 25p in 2014/15, and by 25p in each of the following two years.

The budget as presented was approved. Papers for Council are to be prepared on this basis.

Action: DE/JAP

Note: DO requested that additional funds be set aside to support the Olympiad teams. It was agreed that he would present a separate paper to Council for their agreement to this. Amount to be requested is £5,500.

Action: DO

There was a vote of thanks to JP and DE for their work.

18. Permanent Invested Fund (PIF) and the Chess Trust

The following motion was approved: "It is agreed that on the establishment of the new charitable trust (The Chess Trust) that up to the full amount of the investments and funds held with the Permanent Invested Fund (PIF) shall be transferred to the new charitable trust, subject to any taxation or other issues. In addition, Council will be requested to elect the existing trustees of the Permanent Invested Fund as trustees of the new Chess Trust in accordance with the new trust's charter."

The PIF fund has an end date of the 20th May 2014. It either needs to be extended or something else needs to be done with it. Moving the PIF Fund over to the Chess Trust keeps it safe and there are tax advantages.

Action: DE

19. Proposed action following the Board's vote of confidence in Andrew Paulson

At the meeting of 8th February a motion of confidence in the President, Andrew Paulson, had been defeated and this meeting considered the optimum way to follow through on that decision. First, consideration was given to whether an EGM should be called.

a. An EGM or Council Meeting

A discussion over the options of holding a vote at an EGM or at the forthcoming Council meeting produced differing views that finally resulted in a motion on whether or not to hold an EGM.

Those in favour 3; against 5

b. Discussion on removal of Andrew Paulson as President

AP proposed a motion on his preferred method of leaving the ECU:

"If I resign now the Board recommends to Council that I be thanked for my services and that I am nominated and given the proxy to vote for me and that it is the unanimous vote of the Board that I am thanked, that I am nominated, and the recommendation to Council is that I get this proxy. Can we count on the Board to lobby for that decision rather than against it?"

The Board rejected this offer, as individuals representing organisations were not able to lobby for this without reference to those organisations they represent. The discussion focussed on achieving a compromise solution that would allow AP to resign but also have support for his forthcoming campaign in the ECU Presidential election in which he hoped to become Deputy President of the ECU. It was finally agreed that AP's resignation would be separated from any commitment to support his candidature for the ECU; this was an issue to be decided by the Council. The following way forward was counter proposed by the Board:

“If AP resigns unconditionally we will pass the motion, hopefully unanimously, on AP’s motion. We will say good things about him and his contribution. We can offer to support his nomination as ECU Deputy President and wish him well and we can recommend to Council that they give their proxy vote to AP for the ECU election. What we can’t do is guarantee that they will vote in favour of it, but directors will not speak against it.”

The Board agreed to amicably settle an internal matter with an agreement with Andrew Paulson.

In favour: DE, AH, LC, DT, SH, JC, AP. Abstain: DO

In favour but not voting: PE

It was agreed that PE and SH would agree with AP suitable wording for the Board’s statement to be completed on 8th March with AP’s resignation.

Action: PE, SH, AP

A Motion was agreed in the event AP’s resignation was not forthcoming: “calling for Council to remove AP as a Company Director.”

In favour: All except JC, DO, AP who abstained

The Board (delegated to PE and SH) and Andrew Paulson agreed to the following for inclusion in the Board minutes:

“The Members of the Board agree to both the letter and the spirit of this Motion. They will support the passage of the Motion by ECF Council: although in no way obliged to lobby for this Motion, they will not in any way lobby against this Motion.

The eight Members of the Board, who voted for this Motion, will publicly declare without reservation that they will support this Motion with their own votes [meaning their respective Director’s vote], which do not necessarily include votes where they are duty bound to represent the expressed wishes of others at Council.

Andrew Paulson (a) agrees to respect Board Confidentiality and will refrain from public debate until the Council Meeting on April 12th, (b) retains the right to discuss ECF Board issues with Members of ECF Council in private in advance of the Council Meeting on April 12th so as to garner their support, and (c) retains the right to discuss ECF Board issues in private with representatives of other chess federations within the ECU so as to clarify his situation.

Andrew Paulson retains the right publicly to answer any campaigning statements initiated by Garry Kasparov, Silvio Danailov, Nigel Short or their agents if such appears publicly before the Council Meeting on April 12th. Andrew Paulson will cede this right and refrain from comment on a case-by-case basis if the Board denounces them in an acceptable and timely manner.”

20. Agreed Statement between the Board and Andrew Paulson.

The following public statement was agreed:

The English Chess Federation Board resolved *nem con* on 7 March 2014 to amicably settle an internal matter.

“The Board has today accepted the resignation of Andrew Paulson as President. The Board gratefully recognises Andrew Paulson's contributions to English chess, from his organising of the FIDE Grand Prix and Candidates Tournaments in London to his untiring service since his election as President. Further, the Board nominates Andrew Paulson for the position of Deputy President of the European Chess Union and looks forward to a close and constructive collaboration between the ECU and the ECF. The Board recommends that the ECF Council at its April meeting approve a Motion to give Andrew Paulson standing during the ECU General Assembly election meeting in Tomsø in August by designating him as the official ECF Delegate at that meeting.

.....
Andrew Paulson retains the right publicly to answer any campaigning statements initiated by Garry Kasparov, Silvio Danailov, Nigel Short or their agents if such appears publicly before the Council Meeting on April 12th. Andrew Paulson will cede this right and refrain from comment on a case-by-case basis if the Board denounces them in an acceptable and timely manner.”

21. The Board declares its intention to instruct the FIDE Delegate to cast the ECF’s vote for Garry Kasparov in the FIDE Presidential Election.

This was agreed unanimously. Further, the Board will review the matter once nominations close. The Chief Executive will proceed with the invitation already extended to incumbent FIDE President.

22. The Chief Executive will proceed with the invitation already extended to incumbent ECU President.

This was unanimously agreed.

End of meeting.