

A meeting of the Council was held at the Ibis Hotel, Ladywell Walk, Birmingham B5 4ST on Saturday 13<sup>th</sup> October 2012 starting at 13.30.

## 1. Apologies, Proxies and Postal Votes

- 1.1 Attention was drawn to the printed lists of Apologies for Absence, Members voting by Proxy and Members casting postal votes.

The following list of attendees gives names only. The full Attendance document recording the capacities, in which people attended, together with apologies for absence, is held in the ECF Office with the official copy of these Minutes.

M Amin (MA)	WG Armstrong (WGA)	L Barnes (LB)	N Belinfante (NB)
DG Clayton (DGC)	JL Denning (JLD)	NW Dennis (NWD)	B Edgell (BE)
PC Ehr (PE)	KL Escott (KLE)	AP Farthing (APF)	AJ French (AJF)
SN Gilmore (SNG)	AJ Griffiths (AJG)	MJ Gunn (MJG)	RJ Haddrell (RJH)
R Hardy (RH)	AR Holowczak (ARH)	GN Jepps (GNJ)	RH Jones (RHJ)
AT Leadbetter (ATL)	AB Leary (ABL)	CE Majer (CEM)	C Mattos (CM)
AH McFarlane (AMc)	JA Philpott (JAP)	S Reuben (SR)	C Priest (CP)
RJ Richmond (RJR)	DR Sedgwick (DRS)	PG Sherlock (PGS)	D Smith (DS)
DR Thomas (DRT)	R Thompson (RT)	M Truran (MT)	D Welch (DW)

In attendance: R Edwards (RE)

Chairman : MJ Gunn (MJG)

Minutes : D Eustace (DE)

Apologies received: Cheshire & North Wales, Southend & District, EPSCA, English Deaf Chess Association.

## 2. Notices

- i. Tellers were appointed: John Philpott and Andrew Leadbetter.

## 3. Approval of the Minutes of the Finance Council Meeting of 14<sup>th</sup> April 2012.

The following amendments were proposed by David Sedgwick and agreed by the meet

### Item 6

After “apologised for this” insert:

“CEM sought to introduce a motion disapproving of the Board’s decision to pursue the case. MJG said that the way to express such disapproval would be to vote against acceptance of the report.”

### Item 16

Amend the first paragraph to read (amendments emboldened):

After “chosen by the Board” add “DRS said that the Code as drafted was far too wide ranging; for example, it would preclude him from stating that he normally went to church on Easter Sunday.”

After “invited by the deadline stipulated” add “MJG said that comments made at the meeting would be taken into account.”

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**Item 17**

Amend the second sentence to read to read:

“The budget is **remitted** to the Board, but where **necessary** expenditure figures in the budget may be used as a basis of expenditure decisions over the next three months”

Other amendments:

**Item 4**

Add “said” after “ANR at DW’s request.”

DW mentioned a point that he had raised at the meeting concerning a question of whether a Board meeting had been properly called. This was to be addressed under the CEO’s report.

The minutes were approved nem con and it was agreed that the Chairman of the meeting shall sign the minutes as being an accurate record.

**4. Matters arising from the Minutes**

i. Membership Scheme

A question was raised about the selection of a different supplier from the one given at the meeting. The reason was one of cost, but AF could not reveal the amount because of commercial sensitivity.

ii. 2012/13 Budget

JAP reported that it was approved by 123 votes to 9 by a resolution. JAP commented that written resolutions were only suitable for straight yes/no decisions.

**5. Report of the President**

MG advised that as there was no President in post there was no report.

**6. Report of the Chief Executive**

i. AF submitted his report and highlighted progress on the Membership Scheme:

- The invoicing process was now in place and invoices were being despatched promptly
- Live membership was now 5650 approximately – 87% adults, 13% juniors.
- Purchases were 50% online, 50% in other ways; members were steadily joining
- The split of membership was as follows:

	<u>Adult</u>	<u>Junior</u>
Bronze	52%	31%
Silver	28%	31%
Gold	18%	38%
Platinum	2%	
	_____	_____
Total	100%	100%

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i. AMc raised an issue over the expenses paid to the past President, CJ de Mooi, for his visit on ECF business to Istanbul. AF advised that his expenses had been paid on the provision of receipts and the amount was far short of his total costs for the trip. MG also added that the ECF had agreed that he should attend and there had been informal discussions on the role he should play. SR also commented that he was active at the meetings.

Proposal by AM as amended by others: "It is proposed that the Board investigates whether Mr Mooi adequately fulfilled his role as representative in Istanbul, and if not adequately fulfilled, seek to reclaim his expenses paid from his date of resignation" **in favour 15, against 12**

MG confirmed that the Board would follow this instruction.

ii. DW sought clarification over the monies for the Torquay venue that the past President had undertaken to cover if a shortfall so that the ECF would not lose out. AF confirmed that resources had been earmarked from a legacy to cover the cost of the venue.

### 7. Report of the Non-Executive Chairman

No report was represented, but questions were raised concerning a confidential item appearing in the published minutes. The Chairman agreed to address this. **Action: MG**

### 8. Report of the Director of Finance

AF reported that the Director of Finance had been ill recently and was unable to present the accounts; although drafts had been prepared, a number of questions needed to be answered before the accounts could be finalised. JAP added that there were a number of issues still to be resolved, but foresaw that, once the information had been obtained, the Board would be able to complete the accounts in good time for the 31<sup>st</sup> January 2013 Companies House filing deadline.

There followed discussion on the responsibility for the accounts which moved on to the introduction of the proposed Director of Finance, Chris Mattos, who expressed his desire to ensure that in future the right information was passed to members in good time and to improve the level of training in the office which JAP was well qualified to provide.

### 9. Achievement Report

The Achievement Report was received and approved Nem Con.

### 10. Report of the Director of Home Chess

The Home Chess Report was received and a number of questions were raised on the lack of items for Women's Chess. AF confirmed that there had been a budget allocation for Women's chess, but no proposals were forthcoming. The report was approved: **in favour 21, against 3.**

### 11. Report of the Director of Junior Chess & Education

The Director of Junior Chess & Education presented his report and highlighted the requirement for assistance for the U13 and U18 championships.

MA sought clarification over the "racial discrimination allegations" reported in the press. AF confirmed that the father of the children involved had made allegations publicly. The Equality & Human Rights Commission had requested information on the incident and AF had sent a response. The Sports & Recreation Alliance which reports to the Culture Secretary had also been advised that the allegations were unfounded.

AF confirmed that the whole issue had been taken very seriously and the drafts of the proposed Complaints Procedure had been thoroughly discussed with David Anderton. PE suggested that one of

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the tools in these circumstances would be an agreed Code of Conduct.

After further discussion on Girls' chess the report was approved Nem Con.

### **12. Report of the Director of International Chess**

The report of the Director of International Chess was received and approved Nem Con.

### **13. Report of the Director of Marketing**

Several points were raised concerning the lack of support for the British Championships and the lack of a budget proposal and justification to Council. The report was approved: **in favour 2, against 1.**

### **14. Report of the Delegate to FIDE**

There was discussion on the issues concerning the court case against FIDE, the knowledge of the Board before it made decisions and the potential implications for the ECF. AF confirmed that the Board acted on the information provided by the FIDE Delegate.

The report was approved. **in favour 21, against 4.**

### **15. Report of the Chairman of the Governance Committee**

The report was received and approved Nem Con.

### **14. Report of the Chairman of the Finance Committee**

The Chairman of the Finance Committee presented his report highlighting recent issues with governance and the production of the accounts. He recommended the appointment of a treasurer for the British Championships. The report was approved Nem Con.

### **15. Report of the ECF Sport & Recreation Representative**

The report was received and approved Nem Con.

### **16. Thanks to Retiring Officers**

MG proposed a vote of thanks to retiring officers for the work that they had performed on behalf of the Federation. Additionally, a special vote of thanks to Andrew Farthing was proposed for his considerable contribution. This was agreed Nem Con.

### **16. Changes to Regulation No.2 - The Directors and Officers Responsibilities**

MG agreed that the Board would examine any CRB implications. **Action: MG**

### **17. Proposal to Change Composition of the Board**

BE proposed that the number of Directors should be increased to a maximum of 10 and that the position of Director of Women's Chess be created.

**in favour 6, against very large number- motion lost**

### **18. Motion on Roger Edwards' Election Address**

The motion: "to consider the proposal set out in the attached paper to instruct the Board not to pursue certain ideas in the election statement by Roger Edwards."

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**First Vote: in favour 16, against 17**  
**Card Vote: in favour 124, against 88**

**19. Elections and Appointments**

a. Board and Executive Directors

- i. President: Roger Edwards elected **First Vote: in favour 23, against 10**  
**Card Vote: in favour 111, against 101**

ii. Chief Executive - no candidate

iii. Non-Executive Chairman: Mike Gunn elected Nem Con.

iv. Director of Finance: Chris Mattos elected Nem Con.

v. Director of Home Chess Alex Holowczak elected Nem Con.

vi. Director of Junior Chess & Education Phil Ehr elected Nem Con

vii. Director of Membership & Marketing - Candidate Adam Raof **in favour: 9, against 20**

A vacancy for the Director of Membership & Marketing remains

viii. Non-Executive Directors Sean Hewitt elected **in favour many, against 8**

Jack Rudd elected **in favour many, against 4**

ix. Director of International Chess - no candidate

b. Other Officers

x. FIDE Delegate Nigel Short elected **in favour 148**

Rupert Jones **in favour 55**

At this point MG proposed to extend the meeting to 18.30. This was agreed Nem Con.

c. Standing Committees

xi. Chairman of the Finance Committee Mike Truran elected Nem Con.

xii. Members of the Finance Committee Ray Clark elected Nem Con.

Ian Reynolds elected Nem Con.

xiii. Chairman of the Governance Committee Chris Majer elected Nem Con.

xiii. Members of the Governance Committee Richard Haddrell elected Nem Con.

Andrew Leadbetter elected Nem Con.

d. Auditors

The firm of Goatcher Chandler was appointed as Auditors Nem Con.

**20. ECF Awards for 2012**

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These were noted by the meeting.

### 21. Long Term Strategic Plan

The Long Term Strategic Plan was approved Nem Con.

### 22. Summary of Responses to Consultations

AF commented that there had been few responses to the consultation documents issued. This was noted by the meeting.

### 23. Change of Financial Year of the ECF

The proposal to change the end of the financial year of the ECF from 30<sup>th</sup> April to 31<sup>st</sup> August was agreed Nem Con.

### 24. Standards of Conduct and Complaints Procedure

i. Proposal by the Chief Executive: “That the Standards of Conduct for ECF Officials as set out in Appendix A to the enclosed paper be adopted with immediate effect”.

An amendment was proposed: That an additional sentence be added at the end of section 3.1 - “This applies equally to public fora, social networks, media sites and personal blogs”

The amendment was approved:

**in favour 22, against 4**

DS raised an issue re unintended consequences of the standard as in Section 3.3.2 which states that ECF publications are not to be used as a forum for polemics on non-chess related subjects. For example, “statements and discussions about religion, politics, race, sexual orientation, etc., are prohibited”. This could prevent comments such that a member is a church warden.

This point was clarified by MA who pointed out that the key word is “polemics”. Therefore, there would be nothing in the standard to prevent an individual being described for example as a churchwarden if this was factual and uncontroversial. This clarification was accepted.

The proposal above was approved:

**in favour 25, against 5.**

ii. Proposal by the Chief Executive: “That the ECF Complaints Procedure as set out in Appendix B to the enclosed paper be adopted with immediate effect”.

The proposal above was approved:

**in favour 23, against 1**

### 25. Charitable Status

AF proposed to arrange an EGM in January/February to vast the issues of governance, articles and capital apportionment etc. This was agreed Nem Con.

Comments made on the charitable status concept were:

- DW - “The BCF and ECF should not have the same directors so as to create some tension in the relationship, not leaving it too cosy”
- DA – there needs to be further discussion on the relationship between Chess England and the charity component in the new model. Also, feedback on the Permanent Invested Fund and the John Robinson fund would be appreciated.

It was agreed that any feedback should be sent to MG.

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**26. Amendments to the Articles & Bye Laws**

- i. Amendment to Article 13 to increase the number of direct members' representatives from eight to ten
- ii. Amendment to Article 13 to remove the requirement for direct members' representative to remain in the same category in which they were elected throughout their period of office.
- iii. Amendment to the Membership Bye Laws to remove the restriction on the types of organisations that can enter into Framework Agreements.
- iv. Amendment to the Game Fee Bye Laws to vary the payment date for organisations entering into the Framework Agreements.
- v. Amendment to the Game Fee Bye Laws to vary the payment date for the winter leagues run by organisations that have not entered into Framework Agreements.

All the above amendments were approved Nem Con.

**27. Grading of Overseas Games**

Proposal: - "That Council is requested to endorse the proposal by the Manager of Grading and Rating that the grading of overseas games is discontinued from 1 January 2013"

The proposal was rejected.

**in favour 10, against - a large number**

**28. Amendment to the County Championship Rules**

It was agreed to postpone discussion and a decision to the April 2013 meeting.

**29. Barnstaple Chess Club**

Proposal: To admit Barnstaple Chess Club to membership as an "Other Organisation".

This was approved.

**in favour 16, against 7**

**30. Dates and venues of the General Meetings in 2013**

The following were agreed:

- 13<sup>th</sup> April in Birmingham
- 12<sup>th</sup> October in London
- An Extraordinary General Meeting in January / February to discuss charitable status.