

# **THE MINUTES OF ANNUAL GENERAL MEETING OF THE ENGLISH CHESS FEDERATION HELD ON 15 OCTOBER 2016**

Malvern Room, Britannia Hotel, New Street, Birmingham B2 4RX on Saturday 15 October 2016 starting at 1:30 p.m.

Present: L Barnes, P Beckett, J Clissold, J Denning, NW Dennis, B Edgell, P Ehr, G Ellis, D Eustace, M Farthing, N Faulks, C Fegan, AJ French, D Fryer, D Gilbert, SN Gilmore, H Grist, MJ Gunn, R Hardy, T Herring, A Holowczak, P Hornsby, N Hosken, AT Leadbetter, AB Leary, CE Majer, S Mann, AH McFarlane, J Melsom, W Metcalfe, M Misson, M Murrell, M Pein, S Reuben, J Reyes, RJ Richmond, P Sharratt, R Stern, D Thomas, MC Truran, BJ Valentine, D Welch, T Whitfield, JR Wickham

In attendance: J Foley (candidate for NED), M Jordan (ECF Manager of Publicity), G Willson (minutes secretary), S Woodhouse (candidate for NED)

Absent with Apologies: D Lawson, J Philpott, S Freeman, S Longson

## **1. Appointment of Chairman**

In the absence of the President, Council appointed Julian Clissold to chair the meeting.

## **2. Observance of a minute's silence for those who died during the last year**

The passing of Richard J Haddrell in particular was noted, a great loss to chess.

## **3. Notices**

3.1 The Chair noted that the meeting had been called according to the instruments and articles and that the meeting was quorate.

3.2 Printed lists of Apologies for Absence, Members voting by individual Proxy and Members voting by Proxy to the Chairman of the Meeting, were displayed on the wall inside and outside the room.

3.3 Others in attendance with the permission of the Chairman were duly noted.

3.4 David Gilbert and Chris Majer were appointed as tellers.

3.5 The whereabouts of the amendments to the published voting register were noted.

## **4. Approval and, if necessary, correction of minutes of the Finance Council Meeting of 16 April 2016**

4.1 No requests for amendment were received prior to the deadline. Council declared the published minutes as a true and accurate record of the Finance Council meeting.

## **5. Matters arising from these minutes**

5.1 The minutes referred to a National Chess Day. Mike Truran stated that this initiative was being led by David Levens, and that although support was provided as appropriate there was no question of the ECF endorsing the initiative.

5.2 Council asked for an update on the National Chess Centre. John Foley reported that progress was being made, if a little slowly. So far no ECF monies had been spent.

## **6. To receive and approve the Reports:**

### 6.1 The Board's Report

The report as previously published was discussed.

Concerning communications and publicity, it is believed that improvements are being made, now that Mark Jordan has had some time in post. Mark reported that his "Chess Master at the Local" programme is proving successful, and his budget is currently under planned expenditure by £250.

Alex Holowczak was asked how he arrived at the decision to change the format of the British Championships. He explained that it was based on his wish to fill a ratings gap in entrants, and survey and other feedback received from strong players who were discouraged that they had to take two weeks from work. When other considerations were taken into account (such as not playing 2 games a day) a 9 day tournament spread over a week and two weekends seemed like the optimum solution.

The retention of the Tradewise sponsorship was warmly welcomed, and Malcolm Pein was commended for the sponsorship deal he had secured with Jupiter Asset Management. Malcolm said it was nice to obtain the support of a company of that stature; it had meant that the players had been able to arrive early and acclimatise, and also to have the extra coaching services of Boris Avrukh (which had been instrumental in the defeat of China), whilst still coming in under budget. Akshaya had been a shining star of the ladies team, and he believes she has a successful future ahead of her.

Stewart Reuben commented that the report on Tradewise did not mention their support of the Colin Crouch Memorial Tournament.

The report in today's Times newspaper was mentioned, calling for a separate organisation to run women's chess in England.

The report was accepted nem con.

### 6.2 The Chairman of the Governance Committee's Report

Robert Stern (Chair of Governance) was asked why he had referred to misadministration within the Board the previous year, and replied that he was referring to comments made directly by his predecessor and not his own observations. When pressed, he confirmed he wished to stay neutral on issues prior to his tenure and not make judgements.

Andrew Leadbetter stated that the Governance Committee had had many more meetings this year, all of which cleared a lot of business, and he believed the Governance Committee had achieved much more this year.

The report was approved nem con.

### 6.3 The Chairman of the Finance Committee's Report

Tim Herring drew Council's attention to the fact that now John Philpott is retiring, we would need to look for paid support to cover his role in the absence of suitable volunteers from the chess world.

The report was approved nem con.

## **7. To pass a vote of thanks to the outgoing Officers**

7.1 Mike Truran gave his thanks to all the officers who were leaving post, and for their hard work throughout the year.

## **8. Special resolutions to amend the Articles of Association**

Council was invited to consider and, if thought fit, approve the following resolutions to amend the Articles. As these were special resolutions, at least 75% of the votes cast needed to be in favour if the resolutions were to be passed.

8.1 To amend Article 43 to increase the maximum number of directors from 10 to 12.

The proposal opens the way to include a non- Executive Chair of the Board and a Director of Women's Chess, whilst leaving the Federation considerable short term flexibility as we move forward. The proposed size is within the SRA guidelines. The amendment was approved nem con.

8.2 To enable the FIDE Delegate to be removed from office or suspended by notice in writing signed by all directors (other than any director concurrently holding the post of FIDE Delegate).

The amendment was approved nem con.

## **9. Amendments to the Regulations**

9.1 Regulation No.2 The Directors and Officers Responsibilities Regulations

Some minor adjustments needed to be made, including the consequences of the creation of the new Directorial posts, and to have the company Secretary report to the Non-Executive Chair of the Board (and not the Board as a whole). The changes were noted by Council.

9.2 Regulation No.3 The Arbiters and Coaches Regulations

Council commended the Director of Home Chess and the Chess Arbiters Association for the manner in which this consultation was conducted. The changes were noted.

## **10. Elections and Appointments**

10.1 President: Dominic Lawson standing for re-election

Council noted the important role Dominic has played in gaining the support of Tradewise. He was re-elected nem con for two years.

10.2 Chief Executive: Mike Truran standing for (re-)election, nominated by Julie Denning (Director)

The post is for two years. There were no questions. Mike Truran was re-elected nem con.

#### 10.3 Non-Executive Chairman: Julian Clissold, nominated by Julie Denning (Director)

(The chair of the meeting was temporarily handed over to Mike Truran). The post is for 3 years. Julian was elected nem con.

#### 10.4 Director of Finance: David Eustace standing for re-election

The post is for 1 year before re-election. Following questions, David was re-elected nem con.

#### 10.5 Two Non-Executive Directors:

- Julie Denning standing for re-election
- John Foley nominated by Malcolm Pein (Director)
- Peter Hornsby nominated by the Cambridgeshire County Chess Association, Middlesex County Chess Association and Phil Ehr (Past Chief Executive)
- Stephen Woodhouse nominated by Julian Clissold (Director) and Julie Denning (Director)

In order to dovetail two appointments into the revised election timetable, Council was informed that if Julie (as an incumbent) were re-elected, she would be elected for one year, and the other successful candidate for three years. If Julie were not re-elected, then the successful candidate with the most votes would be elected for three years, and the second placed candidate one year.

Following individual election addresses and questions, votes were cast as follows:

Julie Denning:	240
John Foley:	31
Peter Hornsby:	55
Stephen Woodhouse:	193

#### 10.6 Other Executive Directors:

##### 10.6.1 Director of Home Chess: Alex Holowczak standing for re-election

Following a short question and answer session, Alex Holowczak was re-elected nem con for one year.

##### 10.6.2 Director of Junior Chess & Education: Traci Whitfield standing for re-election

Following a short question and answer session, Traci Whitfield was re-elected nem con for two years

##### 10.6.3 Director of International Chess: Malcolm Pein standing for re-election\*

Malcolm was congratulated on securing the sponsorship of the Olympiad Team by Jupiter Asset Management, which enabled us to come in under budget. He was re-elected for three years nem con.

##### 10.6.4 Director of Membership: David Thomas standing for re-election

Following a brief question and answer session, David was re-elected for one year nem con.

#### 10.6.5 Director of Women's Chess: Sarah Longson nominated by the Board \*

Sarah had previously given apologies for absence. On the issue of the Women's World Championship being held in Iran, Malcolm stated that the ECF deplored the idea that anyone should be made to wear specific items of clothing in order to take part in any chess tournament. However, as we were not fielding a candidate, we had decided not to take a lead on the issue. Sarah was voted in for three years nem con.

10.7 Chairman of the Council: Mike Gunn nominated by the Southern Counties Chess Union, the Hertfordshire Chess Association, Angus French (Direct members' representative), the Croydon & District Chess League and the Friends of Chess.

Mike Gunn was voted in as Chair of Council nem con, after a short question and answer session.

#### 10.8 FIDE Delegate: Malcolm Pein standing for re-election

Malcolm Pein was voted in as FIDE Delegate nem con.

#### 10.9 Standing Committees

10.9.1 Chairman of the Finance Committee: Tim Herring standing for (re-)election, nominated by Robert Stern (Chairman of a Standing Committee)

Tim Herring was voted in nem con.

10.9.2 Members of the Finance Committee: Ray Clark, Ian Reynolds, nominated by Tim Herring (Chairman of a Standing Committee)

All existing members of the committee standing were re-elected nem con.

10.9.3 Chairman of the Governance Committee: Robert Stern standing for (re-)election, nominated by Tim Herring (Chairman of a Standing Committee)

Robert Stern was voted in nem con.

10.9.4 Members of the Governance Committee: Angus French, Mike Gunn, Andrew Leadbetter, nominated by Robert Stern (Chairman of a Standing Committee)

Council asked for the members of the Governance Committee to be voted on individually.

Council asked for clarification over Mike's role as a member of the Governance Committee and as Chair of Council, and asked if there was any conflict. Mike replied to the effect that if there were any conflict he felt well able to manage it should it arise. It was noted that as the articles and regulations did not forbid it, then it was permissible. Mike was voted in with all in favour, save one against.

Angus French was elected to the Governance Committee nem con.

Andrew Leadbetter was elected to the Governance Committee nem con.

#### 10.10 To appoint the Auditor

Goatcher Chandler Ltd were re-appointed as auditors nem con.

## **11. Awards**

11.1 To approve the following awards:

Honorary Life Vice-President – Richard Haddrell, Peter Purland and David Welch

All three candidates were commended for their life-long commitment to chess. The awards were approved nem con. Mike Truran also brought to Council's attention the fact that Dave Welch had recently received an arbiters' award at FIDE's 2016 Arbiters' Awards Ceremony held during the General Assembly of the FIDE Congress at Baku.

Honorary Life Member – Brian Callaghan OBE and James Humphreys

Both candidates were commended for their support of chess, in particular the annual Tradewise Gibraltar Chess Festival. Both were approved nem con.

11.2 To note other ECF awards for 2016

Council noted the following awards:

ECF Player of the Year: Anum Sheikh

ECF Club of the Year (16 members or more): Hackney

ECF Small Club of the Year (less than 16 members): Ulverston

ECF Website of the Year: South Hams of Devon

## **12. Strategy**

12.1 Council is invited to consider and approve the Board's Strategy Statement, which had been in the public domain for some time.

David Fryer believed it was discriminatory to offer free entry to the British Chess Championships for women. He moved to amend the statement to include a reference to acknowledge this point of view, but the motion failed as there was no seconder.

Individual Council members asked for a number of specific amendments to be made to the document. Mike Truran stated that this could have taken place well before the meeting, given the document had been widely circulated weeks before the meeting. Following a proposal by Michael Farthing, seconded by Andrew Leadbetter, Council agreed by a show of hands to refer the document back to the Board, with members to feed comments to Mike.

12.2 The Chair asked Council if they wished to formally extend the deadline of the meeting by 30 minutes, this was agreed by show of hands with one against.

## **13. Proposal by the Southern Counties Chess Union : "That the penalty prescribed in County Championship rule D1.2 be reduced to £25".**

The proposers believed the fine of £100 to be excessive.

The Director of Home Chess indicated that he would be happy to waive the fine altogether, if the draw could be made in March (with the opening round still played in late April). An amendment of the motion to this effect was agreed by Council with an overwhelming show of hands (two against). The amended motion was agreed by an overwhelming show of hands (one against).

## **14. Finance**

Members should refer to the paper C25.13 of the Annual General Meeting October 2016 and the supporting papers, 2016/17 Budget Version C and the Five Year Financial Plan.

### **14.1 2016/17 Budget Version 'C'.**

Version 'C' of the 2016/17 budget was presented to Council for approval. The key changes in this version are the inclusion of all expenditure from Version A presented in April 2016 plus an additional £10,000 for book keeping services to replace the voluntary effort of John Philpott who is retiring from the Financial Controller role, less the proposed increases in Membership / Game fees.

Approved: 32 for, 6 against.

### **14.2 Five Year Financial Plan**

The Finance Director presented the Board's proposed Five Year Financial Plan on which the Board was seeking Council's guidance. More detailed plans would be presented at the April 2017 Finance Council. The Board proposes to increase the activity over the five-year period, particularly in International, Junior and Home Chess. The Board is proposing to cover the ECF's core on-going expenditure by Membership / Game Fee income and to fund increases in activity with drawdowns from the associated trust funds - John Robinson Youth Trust, Permanent Invested Trust and maybe The Chess Trust (when funded). This may involve capital drawdowns from those trusts subject to the necessary approvals of the respective trustees as illustrated in the Five Year Financial Plan.

Some concerns were expressed that the Membership fees appeared to be funding the increases in International expenditure. It was explained that this was not the intention and that the actual budget proposals in April 2017 would address this concern.

Votes taken on proposals:

14.2 Approval of the proposed Five Year Financial Plan - approved 32 for, 6 against

14.2 (a) Approval of the proposed Membership fees - approved 32 for, 6 against

14.2 (b)(i) Approval of the funding of the ECF from the Reserves in the Permanent Invested Fund - approved 32 for, 2 against

14.2 (b)(ii) Approval of the funding of the ECF from the Reserves of the John Robinson Youth Chess Trust - approved 27 for, 7 against

14.2 (c) Approval of the transfers from the Permanent Invested Fund (50% of the Fund) to The Chess Trust - approved 37 for, none against.

## **15. The dates and locations of General Meetings in 2017**

Council noted that the Procedural Bye Laws require the 2017 Finance Council Meeting to be held in Birmingham and the 2017 Annual Council Meeting to be held in London.

## **16. Any other business as advised to the Chairman before the start of the meeting**

Congratulations were offered to Stewart Reuben for receiving Honorary Membership of FIDE.

The meeting closed at 18:05.