

# THE MINUTES OF THE ANNUAL GENERAL MEETING OF THE ENGLISH CHESS FEDERATION 15<sup>TH</sup> OCTOBER 2017

Thistle City Barbican Hotel, 120 Central Street, Clerkenwell, London, EC1V 8DS, starting at 1.30 p.m

Present:

Francis Bowers, Julian Clissold, Julie Denning, Nigel Dennis, Ben Edgell, Gareth Ellis, Adrian Elwin, David Eustace, Michael Farthing, Chris Fegan, Michael Forster, Angus French, David Gilbert, Simon Gilmore, Mike Gunn, Roger Hardy, Sean Hewitt, Alex Holowczak, Peter Hornsby, Gerry Jepps, Andrew Leadbetter, Chris Majer, Steve Mann, Marcus Misson, Mark Murrell, John Reyes, Robert Stern, David Thomas, Mike Truran, Traci Whitfield, Gary Willson, Stephen Woodhouse.

## 1 Apologies.

Apologies were received from Malcolm Pein, Sarah Longson, Neill Cooper and Alec McFarlane.

## 2 Observation of a minute's silence to remember colleagues who have died since the last meeting

Council observed a minute's silence in memory of our colleagues in the chess fraternity who have died, including Andrew Paulson, Peter Poobalasingam and Keith Richardson.

## 3 Notices

(a) Location of printed lists of Apologies for Absence, Members Voting by individual Proxy and Members Voting by Proxy to the Chairman of the Meeting.

Council was duly notified.

(b) Announcement of others in attendance with the permission of the Chairman:

Gary Willson, Christelle Hafstad.

(c) Appointment of Tellers

Andrew Leadbetter and David Gilbert were appointed nem con.

(d) Voting Register. Council was invited to note the Voting Register and any amendments thereto.

## 4 Last minutes

Council agreed that the minutes of Finance Council 2017, as published, were an accurate record of the meeting.

## 5 Matter arising

Mindsports Centre update: the Go Association wish to buy a property outright, but the ECF are more in favour of a pilot period using a rental agreement to test the concept. The money committed to by

the ECF has been spent on the feasibility study, and it is for the Go Association to make further proposals.

Individual Directors' Reports: the Chairman informed Council that he did not wish to revert to the old practice of having individual directors produce reports for their individual directorates, and reminded Council that the single Board report is as recommended by Gareth Pearce.

## 6 To receive and approve the following reports

### (a) The Board of Directors' report (Mike Truran)

Julian Clissold (Board Chairman) informed Council that it had been difficult this year to identify dates for meetings where all directors are available due to their other commitments. The Board is working to find the best solution.

The report was passed nem con.

### (b) The Chairman of the Governance Committee's report (Robert Stern)

The report as published was passed nem con.

### (c) The Chairman of the Finance Committee's report (Tim Herring)

Council had no questions for Tim Herring; the report was passed nem con.

## 7. Elections and appointments

### (a) Director of Finance David Eustace standing for re-election

David informed council that the accounts for 2016 had been published, and apologised for their delay. The ECF's financial performance was worse than the previous year's, but it remains financially robust. We have implemented a more robust invoicing and collection process in the Office. David informed Council that membership can no longer be purchased for 3 years to enable us to move more easily to payment by direct debit.

### (b) Director of Home Chess Alex Holowczak standing for re-election

Concern was expressed at the use of FIDE ratings for some of the traditionally graded sections at the British Championship. Alex undertook to consider the comments within the ongoing review process. The directorate are trying to increase the number of entrants in the County Championships, and will review in 2018 and report back to the Board. Alex expressed his commitment to continue to FIDE rate as many games as possible, noting that some (including many evening league matches) currently fall outside the FIDE eligibility rules.

### (c) Director of Membership David Thomas standing for re-election

In response to a question, David confirmed he was content with the current levels of membership, which did not include figures for free Junior Silver members. David is quite happy to send membership figures to any Council members who contacts him.

### (d) (1) Non-Executive Director Julie Denning standing for re-election

Julie gave a brief statement before taking questions. Julie was asked about the role of a NED as providing oversight over the Board. She stated that the whole Board went on a training course run by the SRA when she first joined, and that she felt she had undertaken her role as an NED

appropriately throughout her period of office, including supporting other executive directors and scrutinising Board initiatives.

(d) (2) Peter Hornsby nominated by Francis Bowers Platinum Direct Members Representative, Middlesex County Chess Association, Cumbria Chess Association, South Tyne League, Cambridgeshire County Chess Association

Peter announced to Council that he was formally withdrawing from the election, and endorsed Julie's nomination.

(e) Chairman of Council Mike Gunn standing for re-election (chair: Julian Clissold)

In response to a question, Mike commented that his role was a more technical one than a Board position; he would like to see Council members being more proactive and putting motions forward for consideration. He also stated that in his view bi-annual Council meetings were sufficient to conduct the necessary business of the ECF.

(f) FIDE Delegate Malcolm Pein standing for re-election (chair: Mike Gunn)

Delegates were given the opportunity to submit written questions to Malcolm. None were received.

(g) 1 Member of Finance Committee Ray Clark nominated by Tim Herring (Chairman of Finance Committee)

(h) 2 Members of Governance Committee Andrew Leadbetter nominated by Robert Stern (Chairman of Governance Committee) Michael Farthing nominated by Robert Stern (Chairman of Governance Committee)

Michael Farthing stated the he wished to consider all views when fulfilling his role on the committee. Andrew Leadbetter stated that he had been on the committee for a number of years, and he believed the presence of experienced members was important.

(i) The reappointment of Goatcher Chandler Ltd as auditor was proposed.

Following collation by the tellers of all the votes cast for each of the elected positions, Mike Gunn confirmed that everyone was re-elected by a large majority (the largest being 211 in favour, the smallest being 167 in favour).

## 8 Awards

Council were informed that the **President's Awards for 2017 for Services to Chess** go to:

- Bryan Bainbridge from Bishop Auckland, the current President of the NCCU, who has been active in County Durham chess for 50 years
- Malcolm Pein, the CEO of Chess in Schools and the Community and organiser of the London Chess Classic
- Steve Rumsby, Chairman of Banbury Chess Club for the past 30 years.

**Club of the Year** – Halesowen Chess Club, West Midlands

**Small Club of the Year** – Maldon Chess Club, Essex

**Congress of the Year** – Calderdale Chess Congress, Yorkshire

**Website of the Year** – Downend and Fishponds Chess Club, Bristol

**Magazine of the Year** – The Gazette, the magazine of the Braille Chess Association

Council was informed that no decision had been made concerning the future of the Player of the Year award.

## 9 Voting reform.

- (a) a special resolution to amend the Articles of Association to increase the representation at Council of Direct Members' Representatives.

A 75% majority was required. By a show of hands, 27 votes were in favour of the motion, 1 against, with 2 abstentions; the resolution was passed.

- (b) an ordinary resolution to amend the Direct Members Bye Laws to supplement the amendments to the Articles of Association in (a) above.

Because (a) had been passed, a simple majority was required. By show of hands the motion was passed nem con.

- (c) a special resolution to amend the Articles of Association to provide for the publication of how members cast their votes on certain votes conducted by way of poll at meetings of Council.

Council was informed that this motion only applies to card votes, but not those involving the election of an official.

The resolution required a 75% to be passed. By show of hands, 23 votes were in favour with 4 against. The resolution was therefore passed.

- (d) a special resolution to make some routine amendments to the Articles of Association, principally reflecting the outsourcing of the role of Company Secretary.

Council was informed that the ECF had entered into an agreement with a private company to undertake the functions of the Company Secretary. The resolution was passed nem con.

- (e) an ordinary resolution to amend the Procedural Bye Laws to reflect the outsourcing of the role of Company Secretary.

The resolution was passed nem con.

- (f) an ordinary resolution to update the Direct Members Bye Laws to reflect changes made in recent years to membership categories, fees and benefits and other matters.

The resolution was passed overwhelmingly by show of hands with none against and one abstention.

## 10 Dates

Council approved the dates of the next two Council meetings:

Finance Council to be held Saturday 28<sup>th</sup> April 2018 in London

AGM to be held on Saturday 13<sup>th</sup> October 2018 in Birmingham.

## 11 Strategy paper

Mike informed Council that the feedback he had received since the last meeting had been incorporated within the revised document.

Concern was expressed about the possibility of moving over to monthly grades. Whilst it was agreed there would be some hurdles to overcome, Council would be consulted before any changes were implemented.

The Board's Strategy document was approved by an overwhelming majority with one vote against and 3 abstentions.

## 12 Finance

Council was informed that BCF accounts had been completed, and the accounts of the Chess Centre were for noting.

The ECF accounts had been completed but were subject to audit. They show a surplus of around £29K which was carried forward. The accounts were approved by an overwhelming majority.

We are awaiting the outcome of the ECJ Judicial Review lodged by the English Bridge Union concerning the payment of VAT. If successful we will not have to pay VAT on membership fees.

Mike Truran, Isobel Keen and Chris Mattos had all joined David Eustace and become trustees of the Chess Trust. It had received money from Richard Haddrell which had been passed to our investment managers. With further money from the Carr family and the other PIF, all told there will be around £600K to support junior chess. The Trust is a separate entity, but with strong links to the Federation through the Chief Executive and Director of Finance.

## 13 Platinum members

Following discussion, it became apparent that the motion to change Platinum membership fee arrangements did not have strong support among Platinum members. As well as some disagreement on the principle, it was not believed the effort to implement the proposal was worthwhile when compared to the potential benefits we would gain.

On an amended proposal, it was agreed by an overwhelming majority (many in favour, 1 against, 3 abstentions) to continue to consider the structuring and support for future funding for the Chess Trust.

## 14 Any Other Business

Yearbook: MT will be bringing a proposal to Council to hold much of the information currently in the Yearbook to the website and to transform the Yearbook into a record of chess activity in England for the year.

Alex Holowczak reported on the FIDE Congress: the plan to extend the licensing of arbiters and coaches to players will no longer happen. Revised rules will come into force in January 2018. The ECF is going to wait for the findings and recommendations from FIDE's Anti-Cheating Commission before implementing any new rules with England. However, the funding for the Commission had been slashed, so outcomes are uncertain.

The Verification Commission reported a huge drop in FIDE reserves. There is concern that Agon appear to owe FIDE £500K. FIDE's legal fees had also increased significantly.

The number of players on the Online Arena is very low. FIDE has confirmed they are happy for players to move Federation like football players.

The meeting closed at 17:30.