



**The Minutes of the Finance Council Meeting of the English Chess Federation held on Saturday 23 April 2022 at 1.30 pm at the Broadway Conference Centre, Tothill Street, London SW1H 9NQ and via Zoom**

*Note: In these minutes the phrase 'nem con' is used to indicate that no one voted against a motion. In some cases (perhaps many) the vote was probably unanimous but the difficulties of the hybrid environment made it difficult to see whether there might have been some abstentions*

| <b>Attendees</b> | <b>Representing:</b>  |
|------------------|---|
| Adam Ashton      | Director of Finance   |
| Shohreh Bayat    | Director of Events  |
| Paul Cooksey     | Berkshire Chess Association   |
| Gareth Ellis     | Lancashire Chess Association, Merseyside Chess Association  |
| David Eustace    | ECF Platinum Members Representative (carrying all votes)  |
| Peter Farr       | Sussex County Chess Association, Mid-Sussex League, Crowborough Rapidplay   |
| Michael Farthing | Chairman  |
| Nick Faulks      | Bronowski Trophy, Croydon & District Chess League, Chair of the Finance Committee   |
| Michael Forster  | Chess Arbiters Association  |
| Satish Gaekwad   | Kent County Chess Association   |
| Mike Gunn        | Surrey/Hampshire Border League, The Past Chairman of Council  |
| John Hoddy       | Derbyshire Chess Association  |
| Christopher Holt | Lincolnshire Chess Association  |
| Alex Longson     | Delancey UK Schools Chess Challenge   |
| Steve Mann       | Yorkshire Chess Association, Doncaster Chess Congress   |
| Alex McFarlane   | Northumberland Chess Association, Caplin Hastings International Congress, Scarborough Chess Congress  |
| Aga Milewska     | Director of Women's Chess, ECF Bronze Members Representative  |
| Mark Murrell     | Southern Counties Chess Union, Essex Chess Association, North Circular League   |
| Malcolm Pein     | Director of International Chess, Past Chief Executive (proxy), President (proxy), North Essex Chess League, Chess in Schools and Communities  |
| Stewart Reuben   | ECF Life Members Representative   |
| John Reyes       | Manchester Chess Federation, Midland Counties Chess Union, Dorset County Chess Association, Bournemouth & District League, South East Lancashire League, Stockport & District Chess League, Stockport Rapidplay |

|                 |   |
|-----------------|---|
|                 | League, Torbay Chess League, Warrington & District League, Stockport Rapidplay Chess Congress, ECF Silver Members Representative  |
| Paul Shepherd   | Surrey County Chess Association, Surrey Congress Ltd, Briant Poulter Chess League   |
| Michael Siddle  | Darlington & District Chess League  |
| Chris Skulte    | ECF Bronze Members Representative   |
| Robert Stern    | Central London League, Pimlico Summer Tournament, Chairman of the Governance Committee, London Public Services League   |
| Nigel Towers    | Warwickshire Chess Association, Director of Home Chess  |
| Mike Truran     | Oxfordshire Chess Association, 4 Nations Chess League, Kidlington Chess Congress, Witney Congress, Witney Rapidplay, Chief Executive, Leyland Rapidplay, Ribble Congresses, Non Executive Chair (proxy) |
| Brian Valentine | Bedfordshire County Chess Association   |
| John Wickham    | East Anglian Chess Union, Cambridgeshire Chess Association, Norfolk County Chess Association, Bury St Edmunds Congress  |
| Rob Willmoth    | Middlesex County Chess Association, City Chess Association, Barnet Knights, Chess Coaching Services, Director of Membership, ECF Gold Members Representative  |

## 1. Appointment of Chairman

The Chairman was present for the start of the meeting.

## 2. Observation of a Minutes Silence

For colleagues who have died since the past meeting. Particularly were mentioned David Anderton, David Robertson.

## 3. Notices

### **Apologies for Absence:**

Kevin Dalley of Staffordshire Chess Association (Suffering Covid)

Tony Corfe of Castle Chess (In Africa)

Julian Cummins (Chess Event Duties)

Gerry Walsh of Braille Chess Association and Life Members' Representative (Funeral)

Malcom Pein and Aga Milewska sent apologies that they would be delayed

During the meeting Tim Wall sent apologies (Connection Difficulties)

### **In Attendance with the Permission of the Chairman:**

Andrew Walker                      ECF office

### **Appointment of Tellers:**

Tellers were not appointed for the meeting as an electronic voting system was in use.

## 4. Minutes of the Last Meeting

The minutes of the last meeting were approved *nem con*.

## 5. Motion to allow Council Meetings to be made public via internet.

THAT this and future Council Meetings shall be made public via an internet access.

This item was included early at the request of the previous Council Meeting so that if passed it could be implemented immediately for the rest of the current meeting. The item caused considerable discussion and though most speakers were sympathetic in principle there was concern that the controversy of some meetings could, if manifested publicly, damage the reputation of Chess and, in particular, deter sponsors. Concern was also raised that Members of Council would be deterred from speaking openly with ideas (perhaps only partly thought out) that would later be treated as their firm opinion.

The motion was defeated on a hand vote with 6 in favour and 21 against.

## 6. Matters Arising from the Minutes and not Otherwise on the Agenda

There were no matters arising from the minutes.

## 7. Finance Director's Report and Draft Annual Accounts

To receive the Finance Director's Report and the Draft Accounts for the ECF year ended 31 August 2021. Council is invited to consider and, if thought fit resolve:

THAT Council receives the Finance Director's Report

The report was noted and approved *nem con*.

At this point the report of Nick Faulks, Chairman of the Finance Committee, was presented by Nick. He made the recommendation that his committee should be able to review draft accounts within 6 months of the year end and that it would then be possible for these to be brought to Finance Council. Adam Ashton, Director of Finance, agreed that this was a reasonable target.

## 8. Fees

Council was invited to consider and, if thought fit, resolve:

THAT ECF membership fees for direct members and member organisations and that game fees are changed from 2021-22 as follows:

| Fee                    | 2021-22 | 2022-23 |
|------------------------|---------|---------|
| Platinum               | 75.00   | 75.00   |
| Junior Platinum        | 75.00   | 75.00   |
| Gold                   | 39.00   | 39.00   |
| Junior Gold            | 19.50   | 19.50   |
| Silver                 | 27.00   | 27.00   |
| Silver Junior          | 6.00    | 6.00    |
| Bronze                 | 18.00   | 18.00   |
| Bronze Junior 6.00     | 6.00    |         |
| FIDE Rated Pay to Play | 11.00   | 12.00   |
| Congress Pay to Play   | 9.00    | 9.00    |

|                             |       |       |
|-----------------------------|-------|-------|
| Congress Pay to Play Junior | 2.50  | 2.50  |
| Non-Members Game Fee        | 18.00 | 18.00 |
| Non-Members Game Fee Junior | 6.00  | 6.00  |
| Member Organisations        | 64.00 | 64.00 |

There were no substantive issues and the motion was carried on a hand vote, nem con.

## 9. Budget

Council was invited to consider and, if thought fit, resolve:

THAT Council accepts the budget proposals for 2022-23 as set out in the Finance Director's documents

There were no substantive issues and the motion was carried on a hand vote, nem con.

*At this point the ECF meeting was suspended and the BCF General Meeting held so that the next item could be considered in the light of the decisions made by the BCF.*

## 10. Permanent Investment Fund

Council was invited to consider and, if thought fit, approve the Special Resolution:

THAT, conditional on the BCF resolving to donate to the Chess Trust the assets of the Permanent Investment Fund No. 1 and of the Permanent Investment Fund No. 2, article 1.1 of the articles of association of the Company be amended by removing references to "Trustees" from the Articles, specifically:

- (a) deleting the defined term "the Trustees" in Article 1.1
- (b) deleting the words "the Trustees;" in the definition of "Full Members".
- (c) deleting in the definition of Requisitionists subparagraph (e) and in subparagraph (i) the words "any two of a Trustee," and relettering the sub paragraphs appropriately;
- (d) In Article 4(2) deleting the words "or one of the Trustees" and "or Trustee";
- (e) In Article 5 deleting sub paragraph 5(10), renumbering appropriately;
- (f) In Article 7 deleting the phrase "the Trustees;"
- (g) In Article 9 deleting the phrase "the Trustees,"

As the BCF had given its consent to the donation of its assets and there were no comments from the floor of the meeting, this motion went straight to a hand vote and was passed *nem con*.

*At this point in the meeting the Chief Executive requested that item 18 of the agenda be brought forward because he had another commitment that might prevent his being present for the motion otherwise. No objection was made by attendees and the Chair agreed to this request. The item is presented here retaining its numbering in the agenda.*

## 18. Rolling Membership

Council was invited to consider and approve the Board's plan

that the ECF moves from fixed membership years (1 September – 31 August) to rolling membership years (new/rejoining members receive a full year's membership regardless of (re)joining date).

This motion caused some concern, particularly from representatives of league competitions, about the consequent effect on, and possible complication of, the arrangements for charging organisations for rated games submitted where a player was not in membership. Some examples were given of possible situations where the charging might occur unreasonably.

The Board gave assurances that it would be sensitive to such situations and would ensure it was taking reasonable decisions.

The motion was put to a hand votes and was carried by 21 votes to 6.

## 11. Blitz Games

Council was invited to consider and, if thought fit, approve the ordinary resolution:

THAT the game fee for ECF rated over the board blitz events be set as below, with enabling amendments to the Game Fee Bye Laws as detailed in the Game Fee Bye Law changes paper.

(A) ECF rated blitz events (leagues and internal club competitions) – There will be no charge for rating blitz games played by bronze members or above. Players not meeting the bronze member requirement will be exempt from game fee for their first 18 games in that league/event (ie 3 times the number of games allowed for rapid events) – but once they play an additional game they become liable for a Game Fee equal to the current bronze or junior bronze membership cost (ie £18.00 if an adult, £6.00 if a junior)

(B) ECF rated Open Blitz Congresses - There will be no charge for rating blitz games played by silver members or above. Players not meeting the silver member requirement will be liable for a charge of the difference between bronze and silver membership (currently £9) per event, whether the player is adult or junior, except for junior only events where the charge is £2.50. In those cases where a charge of £9 applies and the player is already a (Junior) Bronze member, their membership will be upgraded to (Junior) Silver.

AND THAT

Any charges for blitz game fees are deferred until a date to be determined by the board after the first Over the Board blitz rating lists are published with no retrospective charges for games played before the first list is published.

The motion drew some technical questions on implementation which were addressed by Nigel Towers, Director of Home Chess. Implementation would only be carried out when a reliable blitz rating list became available. This in turn depended on there being no “disconnected pools” within the list. Some technical concerns about the right to play FIDE rated blitz were also answered. The motion was carried on a hand vote, *nem con*.

## 12. Modification of the Voting Register during the Year

Council was invited to consider and, if thought fit, approve the Special Resolution:

THAT the articles of association of the Company be amended by:

(a) deleting the current wording of article 22 and replacing it with: "The chairman of Council shall by no later than 10<sup>th</sup> September in each year, or such other date as Council may determine by ordinary resolution, publish a base register of voting entitlement for the 12 month period commencing on the next succeeding 1<sup>st</sup> October. Such register shall form the basis of a specific register to be prepared in respect of each general meeting to be held in the period. Each specific register shall initially be published no later than the date on which formal notice is given of the relevant general meeting and may be amended prior to the meeting. A specific register shall reflect (i) all changes in membership that occur 72 hours or more before the specified start time of the relevant meeting and (ii) all assignments, rescissions of assignment and replacements of assignment that have taken effect under article 32 by such specified start time".

(b) deleting in article 32 the words "on publication of the next voting register" and replacing them with "72 hours after receipt".

This motion was designed to relax restrictive requirements on the amendment of voting registers unintentionally introduced in a previous amendment to the Articles. It was passed on a hand vote, *nem con*

## 13. Change to Deadline for Proxy Notification

Council was invited to consider and, if thought fit, approve the Special Resolution:

THAT the articles of association of the Company be amended by inserting in article 37(3) after the words "not less than 48 hours" the words "(or such shorter period specified in the notice of meeting)".

This motion was designed to relax the rules on proxy appointment as with electronic voting there is no longer the need for office production of customised ballot papers. The motion was passed *nem con*.

## 14. Casual Vacancies for Direct Member Representatives

Council was invited to consider and, if thought fit, approve the special resolution:

THAT the Articles of Association of the Company be amended by deleting article 14 and replacing it with the following: "Where an elected Direct Members' Representative vacates office during a term of office and such vacancy arises on or before 31<sup>st</sup> January in the relevant term, a bye-election in respect of the remainder of such term shall be held as soon as reasonably practicable in accordance, *mutatis mutandis*, with the provisions for elections set out in the Direct Members Bye Laws".

This motion was designed to enable direct members to choose a representative in the event of a casual vacancy and removes the need for a Board appointment. The motion was passed on a hand vote, *nem con*.

## 15. Duties of Direct Members' Representatives

Council was invited to consider and, if thought fit, approve the ordinary resolution:

THAT the Direct Members Bye Laws be amended by inserting as paragraph 5.3 (and re-numbering the existing paragraph 5.3 as paragraph 5.4) the following: "Direct Members' Representatives shall

represent the interests of the Direct Members of the relevant category, consult with them in relation to material agenda items at general meetings of the Company and any other relevant matters of substance and shall, when exercising their speaking, voting and other rights at such general meetings, bear in mind the views expressed by those consulted”.

The motion drew no substantive comment and was passed on a hand vote, *nem con*.

## 16. Direct Member Representatives to be in the Class they represent

Council was invited to consider and, if thought fit, approve the ordinary resolution:

THAT the Direct Members' Bye Laws be amended by inserting as a fourth sentence in paragraph 5.2: “A person is only eligible for election or re-election if at the time of election or, as the case may be, re-election they are a Direct Member of the relevant category of membership”.

This motion drew significant comment with several Members of Council of the view that it was not unreasonable for a representative to be of a different class if members vote that way. There was some concern that this could lead some classes of membership to be unrepresented or under-represented. The counter view was that, given low turnouts in elections, the current arrangement made it easier for individuals to gain significant voting power without a full commitment to the role. The vote was carried on a hand vote by 13 votes to 11 and the Chair ordered a card vote. The card vote was carried by 113 in favour and 63 against.

## 17. Board Members not to be Direct Member Representatives

Council was invited to consider and, if thought fit, approve the ordinary resolution:

THAT the Direct Members Bye Laws be amended by adding as a final sentence in paragraph 5.2: “A person is ineligible for election or re-election if at the time of the relevant election or, as the case may be, re-election they are a Director. With effect from 1<sup>st</sup> August, 2022, if a Direct Members' Representative becomes a Director then their office as a Direct Members' Representative shall be automatically vacated with effect from midnight of the date of their becoming a Director”.

There was some discussion of this motion over whether any conflict of interest existed in a director also being a direct members' representative and, if so, whether this differed from conflicts of interest of other Council members. In a hand vote the motion was passed by 20 votes to 5. There was no call for a card vote to be held.

## 18. Rolling Membership

Covered above.

## 19. Revision of Regulations

Council was asked to note revised versions of:

- (a) Regulation 2: The Directors and Officers Responsibilities
- (b) Regulation 4: Standards of Conduct for ECF Officials
- (c) Regulation 5: ECF Complaints Procedure

## 20 Ukraine

*The motions below were originally proposed by the Durham County Chess Association and seconded by Tim Wall, ECF Silver Members' Representative. Unfortunately they were received out of time and so are here formally proposed by the Chair. The Chair had intended to invite Tim Wall to propose the motion, but Tim had connection problems and in his absence the Chair invited Malcol Pein to do this, which invitation he accepted.*

(A) Council was invited to consider, and if thought fit, approve the ordinary resolution:

*In discussions by email between Tim Wall and other Council members concerned about this motion a revised wording had been agreed for the first of the two motions presented. With the consent of the meeting this revised wording of the motion was used*

THAT the ECF utterly condemns the regime of Russian President Vladimir Putin, which by its barbaric invasion of Ukraine and mass murder of Ukrainian civilians has put itself outside the civilised world community.

Council believes that, in view of these actions, as Russian Deputy Prime Minister from 2012-18, including during Russia's illegal annexation and occupation of Crimea and involvement in conflict in Eastern Ukraine from 2014 onwards, Mr. Dvorkovich is not a fit and proper person to hold the post of FIDE President at this time.

Council accordingly calls on Mr. Dvorkovich immediately to step aside as FIDE President for the remainder of his term, thereby allowing FIDE Deputy President Bachar Kouatly of France to take over the responsibilities of President until the elections at the FIDE Congress in August 2022.

There was some discussion about whether this motion was merely a gesture and whether it was appropriate to single out individuals because of their nationality. It was suggested that Mr Dvorkovich had shown some distancing from the Russian regime, though Malcolm Pein, having had recent contact with him, expressed a doubtfulness about this.

The motion was passed on a hand vote with 20 in favour and 3 against.

(B) Council was invited to consider, and if thought fit, approve the ordinary resolution:

A request was made that the wording to the original published wording should be made to recognise the ECF Board had already started to introduce the measures that the motion was calling for. The rewording essentially changed "requests the ECF Board to implement" to "supports the ECF Board's policy of". The change was agreed by the meeting without dissent and the new version is shown here.

THAT Council sends its solidarity to the people of Ukraine as they face an unprecedented and barbaric military onslaught by Russian President Vladimir Putin and his regime, and supports the ECF Board's policy of an emergency programme to offer whatever material humanitarian assistance the ECF can to help our colleagues in the Ukrainian Chess Federation.

The motion was carried on a hand vote, *nem con*.



## **21. Any Other Business**

No formal request for Any Other Business had been notified but the Chair requested that Council should consider the appropriate format for Council Meetings going forward in view of the low face-to-face turnout at this meeting (14) and the marginally higher number attending by Zoom. Council was also invited to comment on cost implications.

A constructive discussion ensued and, though no voting took place, the consensus view seemed to be that a Zoom option should always be available. There was a clear desire that some face-to-face should take place and it was suggested that this would be appropriate for the AGM, where attendance is usually higher and candidates for office can be met in person. There seemed a general feeling that the Finance Council might become Zoom only.

It was left for the Chair to discuss options with the Board to reach a consensus view.

*The meeting closed at 5.37 pm*

DRAFT