

# **BRITISH ARMY ORIENTEERING CLUB – ANNUAL GENERAL MEETING 2023**

## **23 NOVEMBER 2023 – ZOOM MEETING**

### **MINUTES**

**Present** (10 members):

Mike Cooke	Stu Greening	Graeme MacMillan
Colin Dickson	John Leddy (Treasurer)	Richard Mawer
Jason Edwards	Andy McGregor	Charles Bromley Gardner (Secretary)
Allan Farrington (Fixtures)		

**Apologies:** Nil

#### **1. INTRODUCTION**

a. The Secretary welcomed and thanked all attendees. He apologised that (a) no AGM had been held in 2022; and (2) no Minutes had been produced from the AGM held on 21 Nov 21 as the Zoom recording had been lost.

b. He thanked Chris Huthwaite for his strong leadership as Chairman, which had ceased earlier this year as Chris withdrew from orienteering for personal reasons.

#### **2. ELECTION OF CHAIRMAN**

Therefore our first task had been to elect a new Chairman, as the current Constitution did not enable a replacement Officer to be co-opted.

Mike Cooke offered to take on the role, and was duly elected, with thanks.

#### **3. REPORTS**

##### **a. SECRETARY**

The Secretary reported that he was orienteering far less nowadays due to participation as an official in other sports. For this reason, he had not nominated himself to continue as Secretary, hoping that someone else would come forward. As no-one had, he would be prepared to continue to fill the role, which included attending SCOA and SEOA committee meetings as a Club Representative when available.

##### **b. TREASURER**

(1) The Treasurer presented accounts at Annex A covering the two years to 31 Mar 23. The balance at the bank was £7243.49.60, after an excess of expenditure over income of £152.88. Other assets were 25x O Tops, for sale at £35 each, giving a Net Worth of £8118.49.

(2) The Treasurer confirmed that BAOC already used a commercial bank account with registered signatories, and was therefore not affected by the new requirements on Service Non-Public Funds.

c. **MEMBERSHIP SECRETARY**

Karen O’Hara-Styles had not been able to attend. She retained the ability to email all BAOC Members and was thanked for her contribution to our organisation & administration. From the Membership Fee income, 2022 membership consisted of 143 adult members. This is historically consistent (142 in 2021), although membership fluxed according to the number of organised corps Sport Visits to UK multi-day events. **After-Meeting Note:** There were 154 Members as at 26 Nov 23, of whom 13 were Juniors.

d. **FIXTURES SECRETARY**

Allan Farrington reported that our desire to host the (overnight) Harvester Relays since 2021 had come to naught, thwarted by a number of circumstances including COVID and Ukrainian training. The latter has been, and would continue to be, a much higher priority for the use of major training areas. The winter use of Winchester for an Urban event continued in 2022 and 2023, the latter in conjunction with SOC’s November Classic, generating a profit of nearly £1000 for BAOC. Despite lots of valuable help on the day, BAOC needed more people to volunteer to plan and organise, rather than relying on the usual culprits.

e. **CLUB CAPTAIN**

Rob Ashton did not attend; it was recognised that his participation in orienteering events was rightfully ceding to family and military commitments. There had been supported BAOC teams at the JK and British Relays, and unofficially at the British Sprint Relays.

3. **ELECTION OF OTHER OFFICERS**

- a. SECRETARY: There being no-one who had come forward, Charles Bromley Gardner agreed to continue in post and was elected.
- b. TREASURER: John Leddy offered to continue in post and was elected.

4. **ELECTION OF MANAGEMENT COMMITTEE**

The Officers desired the support of further officials:

- a. FIXTURES SECRETARY: Allan Farrington agreed to continue and was elected.
- b. MEMBERSHIP SECRETARY: Karen O’Hara-Styles agreed to continue and was elected.
- c. CLUB CAPTAIN: No volunteers. The Chairman would endeavour to identify suitable volunteers. Alternatively, an interested individual could be invited to manage competitors and entries for each Relay event separately.

- d. **SAFEGUARDING OFFICER** British Orienteering (BOF) required each affiliated club to fill this role, separately from any of the other Officers. There being no volunteers, Allan Farrington agreed to continue with the responsibility.

**After-Meeting Note:** Graeme MacMillan subsequently offered to take on the role, and was co-opted onto the Management Committee under the revised Constitution. He would be inducted into the role by the Secretary and Allan Farrington.

## 5. **FINANCIAL STRATEGY**

There was no current intention to increase the Membership Fees, as they covered the Club's Fixed Costs (BOF & Association Affiliation Fees; website costs; bank charges): adult £5; junior free; no Family rate.

## 6. **REVISIONS TO CONSTITUTION**

a. The Secretary reported that the 2016 Constitution had been shown to fall short in three areas:

- (1) Para 4a: our inclusivity criteria did not meet BOF's requirement.
- (2) Para 6a: we had been unable to co-opt an Officer to fill a vacancy between AGM elections.
- (3) Para 7a: we had been unable to co-opt any-one to fill a vacancy on the Management Committee between AGM elections.

b. The revised Constitution (attached) was put to a vote and accepted.

## 7. **ANY OTHER BUSINESS**

### a. **BAOC FUTURE ACTIVITIES (FIXTURES & TEAMS)**

BAOC was not committed to the organisation of any major BOF event during 2024.

The Nick Bateson Memorial Trophy Long event would be held as normal in January – subsequently scheduled for Wed 17 Jan on Mytchett.

Relay teams would be supported at JK (East Midlands) and British Championships, should someone come forward to organise them.

### b. **BAOC URBAN SINGLET**

Richard Mawer proposed that we investigate the availability of a Sprint/Urban Orienteering singlet in BAOB colours. This was supported

Annexes:

A. Income and Expenditure Account for FYs 2021/22 & 2022/23.

Attachment:

1. Accepted changes to BAOC Constitution.

**ANNEX A TO  
BAOC AGM 2023 MINUTES**

**Income & Expenditure for the British Army Orienteering Club for Financial Year 2022/23**

<b><u>Income</u></b>	<b><u>2022/23</u></b>	<b><u>2021/22</u></b>	<b><u>Variance</u></b>
	<b><u>£</u></b>	<b><u>£</u></b>	<b><u>£</u></b>
BOF/Club Membership Fees	715.00	750.00	- 35.00
Event Income	1,526.00	656.90	869.10
Event Refunds	-	100.00	- 100.00
O Tops	210.00	420.00	- 210.00
JK's/British Relay Individual Contribution	210.00	120.00	90.00
<b>Total Income</b>	<b><u>2,661.00</u></b>	<b><u>2,046.90</u></b>	<b><u>614.10</u></b>
<b><u>Expenditure</u></b>			
Event Levies (SCOA, BOF, BMBO, MLS)	-	69.00	69.00
JK & Brit Relays Entry Fees	534.00	228.00	- 306.00
Land Hire Fees	-	-	-
Website Fees	132.00	264.00	132.00
OCAD Fees	-	-	-
BOF & SCOA Club Fees	103.00	210.00	107.00
Officials Expenses	-	-	-
Map Printing	-	-	-
BOF membership Refund	20.00	20.00	-
Mapping	1,797.00	-	- 1,797.00
Kit Purchase	-	1,511.67	1,511.67
Advertising	-	-	-
British Champs	-	-	-
Course	-	110.00	110.00
Bank Charges	60.00	20.00	- 40.00
Event Expenses	-	100.00	100.00
<b>Total Expenditure</b>	<b><u>2,646.00</u></b>	<b><u>2,532.67</u></b>	<b><u>113.33</u></b>
<b>Surplus/Deficit</b>	<b><u>15.00</u></b>	<b><u>- 485.77</u></b>	<b><u>500.77</u></b>

**Balance Sheet**

Assets	Bank Balance	£ 7,243.49
	O Tops (25 x £35)	£ 875.00
		<u>£ 8,118.49</u>
Liabilities	Website Fees	<u>£ -</u>
Net Worth		<u>£ 8,118.49</u>



# BRITISH ARMY ORIENTEERING CLUB

## Draft Constitution (November 2023)



[BAOC Website](#)

### 1. Title.

The name of the club shall be British Army Orienteering Club (subsequently referred to as BAOC or the Club).

### 2. Objectives.

The Club is established to:

- a. Enable and foster participation in the sport of orienteering.
- b. Organise, manage and develop orienteering for all Club Members through training, competitive and social events.
- c. Uphold the [Rules, Policies and Procedures](#), [Values](#) and Regulations of British Orienteering (BO). The Club will abide by the final outcome of any disciplinary and appeal proceedings.
- d. Promote and maintain the highest standards of safety, technical competence and equal opportunities in sport.

### 3. Affiliation.

The Club shall affiliate to the National Governing Body, [British Orienteering \(BO\)](#), through the [South Central Orienteering Association \(SCOA\)](#).

### 4. Membership.

The Club is a Closed Club under BO Rules insofar as Membership is limited to individuals with a close present or past association to the British Army, including their families and dependents.

- a. No person shall be refused membership on the grounds of **age, ability, gender, race, ethnicity, religious belief, sexuality or social/economic status**.
- b. Membership shall be dependent on the payment of the appropriate annual membership fee, which will be determined at the Annual General Meeting each year and shall become due on 1 January each calendar year.
- c. Categories of membership (e.g. club, full, senior, junior, family, group) shall be consistent with SCOA's and British Orienteering's policies.
- d. Each fully paid-up Member shall be entitled to attend and vote at General Meetings, and may be elected to and serve on the Management Committee.
- e. An application for membership of the Club may be refused by the Club's Management Committee, on the grounds that such membership would be prejudicial to the Club Objectives.

- f. The Club's Management Committee shall be entitled to refuse renewal, terminate or suspend any membership, provided that the Member concerned shall be given a month's notice and shall have the right to be heard by the full Management Committee before a final decision is made. Any such decision will be communicated to the Member in writing, by email or letter.
- g. Club Members' personal details, only as requested by BO, will be stored by the Club in electronic form, and will be used to fulfil the Club's Objectives in accordance with Data Protection laws.
- h. Club Members are deemed to have assented to, abide by and adhere to BO Policies, Procedures, Rules and Regulations as published on the [BO website](#). They will abide by the final outcome of any disciplinary and appeal proceedings.

## 5. General Meetings.

### a. **Annual General Meeting (AGM).**

A Club AGM shall be held annually between 1 September and 31 December. A minimum of 14 days' notice shall be given to the Membership. The AGM shall include reports from the Chairman, Secretary and Treasurer, the election of the next Management Committee, setting the Membership fees for the next calendar year and the transaction of other business. An Auditor shall be appointed. Proposals for discussion at a General Meeting shall be seconded and notified to the Secretary in writing at least two days before the meeting.

### b. **Extraordinary General Meeting (EGM).**

An EGM may be called at any time by the Management Committee or by written (email or letter) application to the Secretary, signed by a Quorum of the Membership. An EGM shall be held within four weeks of receipt of such an application.

### c. **Voting at General Meetings.**

All Club Members present aged 16 and over have one vote, except that a Group has only one vote. Proxy voting is not permitted. Voting at General Meetings shall be by a show of hands unless a secret ballot is requested by either the Chairman or by one third of those Club Members who are eligible to vote. A simple majority shall determine all votes. In the event of a tie, the Chairman may cast the additional deciding vote.

### d. **Quorum.**

A quorum of the Club shall comprise ten Club members aged 16 and over, or one fifth of the membership of the Club aged 16 and over, whichever is least. A Group Member shall count as one Club member.

## 6. Officers.

- a. A Chairman, Secretary and Treasurer of the Club shall be elected by a simple majority vote at each AGM. They will serve from the conclusion of that AGM until the conclusion of the following AGM. **If an Officer can no longer continue in post during the year, the Management Committee shall co-opt a replacement, separate to the other Officers (in order to comply with BO regulations).**
- b. The Secretary, or assistant, shall record and publish Minutes of AGMs, EGMs and Management Committee Meetings.
- c. The Treasurer shall prepare accounts and balance sheets which shall be audited and published at each AGM.

- d. The Treasurer will authorise all expenditure from the bank account. Single items of expenditure over £750 shall be authorised by two signatories: the Treasurer and either the Chairman or Secretary.

## **7. Management Committee**

### **a. Election of the Management Committee.**

The Club shall elect a Management Committee at each AGM. The Management Committee shall comprise a Chairman, Secretary, Treasurer and Safeguarding Officer at the minimum. Up to a further five Committee Members may be elected as desired at each AGM. **If a Management Committee member (other than Officer) can no longer continue in post during the year, the Management Committee shall be entitled to co-opt a voting replacement.**

### **b. Nominations.**

All nominations for Management Committee members shall be notified to the Secretary in writing (email or letter) at least two days before each AGM, nominees having indicated their willingness to stand for the position for which they are nominated. Nominations will be accepted from the floor of the meeting for any Management Committee positions for which nominations have not been received prior to the meeting.

### **c. Functions of the Management Committee.**

1. To manage the operation of the Club in such a way that the Club Objectives are realised. In order to carry out this function, the Management Committee should meet at least twice per year.
2. To co-opt additional committee members as necessary. Co-opted committee members are not eligible to vote at Management Committee meetings.
3. To appoint sub-committees, as necessary, to carry out delegated functions. These functions might include, but not limited to, for example, co-ordination of fixtures and co-ordination of mapping.
4. To appoint individual Club Members, as necessary, to carry out delegated tasks. These tasks might include, but not limited to, for example, compilation of Club statistics, equipment storage and map storage.

### **d. Quorum.**

A quorum at a Management Committee meeting shall comprise at least 50% of committee members.

### **e. Procedure**

1. The Chairman shall chair the meeting, or in his/her absence a nominee from the committee members present.
2. A minimum of seven days' notice shall be given by the Secretary for a routine meeting, although 14 days' notice should be standard; in an emergency, the Chairman may call a meeting at three days' notice, in which case distance participation, e.g. via Skype or telephone conference call, should be enabled.



3. . All elected Management Committee Members shall be entitled to vote. A simple majority shall determine all votes. In the event of a tie, the Chairman may exercise a casting vote.
4. The Secretary will distribute draft Minutes to all Management Committee Members, not only those who attended, within 14 days. The draft Minutes from a Meeting called in emergency will be distributed within three days.

#### **8. Finance.**

- a. The assets of the Club shall be applied solely towards the Club's Objectives.
- b. The Club shall have the authority to raise money by means of annual membership fees as determined at the AGM.
- c. All money shall be lodged in a bank account in the name of the Club.
- d. The Treasurer will authorise all expenditure from the bank account. A further signatory, the Chairman or Secretary, shall be required for cheques or transfers greater than £750.
- e. The Club Financial Year shall run from 1 January to 31 December annually.
- f. Audited accounts will be presented to each AGM.

#### **9. Changes to the Constitution.**

This Constitution shall not be amended without the consent of a majority of voting Club members present at a General Meeting.

#### **10. Auditor.**

The Auditor shall be required to audit the accounts of the Club prior to each year's AGM, and shall be given access to the Club's books, accounts, equipment, maps and property.

#### **11. Dissolution of the Club.**

Any proposal to dissolve the Club must be notified to all Members in writing (email or letter) at least 28 days before a General Meeting, at which the decision shall be taken and must be passed with the consent of two-thirds of voting Club members at the meeting. Any assets remaining after the satisfaction of all debts and liabilities shall revert to the Army Orienteering Association or to another orienteering club that is affiliated to BO.