



**Minutes of the British Dressage 2021 Annual General Meeting
held on 12 October 2021 at The Windmill Hotel, Birmingham Road, Coventry**

Directors present: Linda Whetstone - Chairman
 Caroline Godfrey – Finance Director
 Simon Bates – Sport Operations Director
 Judy Harvey – International Director
 Julie Frizzell – Para Director
 Suzanne Homewood – Business Development Director
 Peter Storr – Judges Director
 Claire Moir – BD Youth Director

In attendance: Jason Brautigam, Chief Executive
 Ben Waterhouse, Chief Operating Officer

1.	<p>Welcome</p> <p>After a welcome and introduction by BD Chairman Linda Whetstone, Jason Brautigam, BD Chief Executive, opened the 2021 Annual General Meeting. He stated that he took as read the notice convening the meeting.</p> <p>Two apologies were given from members, Anita Darken and Paul Hayler.</p> <p>Thirty-one members were in attendance at the meeting. A total of 29 Proxy forms were received to allow the Chairman to vote on behalf of those not present.</p>
2.	<p>The Chief Executive announced he would now take members through the Ordinary Resolutions as set out in the Notice of the AGM.</p> <p>First Ordinary Resolution</p> <p>Jason Brautigam (CEO) then moved to the First Ordinary Resolution; to receive the Financial Statements of British Dressage for the year ended 31 December 2020 and the Directors' and Auditors' Reports thereon.</p> <p>Finance Director, Caroline Godfrey, then presented the 2020 accounts. Points to note from the presentation:</p> <ul style="list-style-type: none"> • 2020 surplus was £85K – a loss of £3K in the charity and a surplus of £88K in the trading company (60% of the surplus made by trading in 2019). • The full financial impact of COVID-19 will continue to be felt in 2021. • Income for 2020 was £3.4million, down from £4.8million in 2019 – membership income down 5.6%, horse registration down 25%, and revenue from competition, championships and training activities down by 54%. • Overall costs fell by £3.3million, with some costs deferred to 2021. • Over £150K was received from the government's job retention scheme when staff were on furlough during lockdown periods.

	<ul style="list-style-type: none"> Income is broken down as follows: 54% subscriptions, 20% from training and education activities, 10.5% from competitions and championships, with the remainder coming from other trading activity, Gift Aid, furlough and other items. The Balance Sheet at 31 December 2020 shows that BD had total assets of £2.3m, and held £2.8m in cash and deposits at the year end, prior to meeting liabilities in excess of £1m. <p>CEO then proposed that the financial statements, together with the Directors Report and Auditors Report for the period ended 31 December 2020, be received and called for votes from the members in attendance. On a show of hands 31 votes were received in favour and none against. He stated 29 proxy votes in favour had been received ahead of the meeting, none against. He declared that with unanimous support in favour of this resolution, it was duly carried.</p>	
3.	<p>Second Ordinary Resolution</p> <p>CEO then moved on to the Second Ordinary Resolution, that Mazars are re-appointed as auditors of British Dressage and authorise the Board to fix their remuneration and asked for a show of hands for and against. On a show of hands 31 votes were received in favour and none against. He stated that 29 proxy votes in favour had been received ahead of the meeting, none against. He declared the resolution duly carried with unanimous support.</p>	
4.	<p>Special business</p> <p>CEO then addressed the one item of special business, a special resolution (item 3 on the notice of AGM), which is the approval and adoption of new Articles of Association of British Dressage. He stated copy of the proposed new Articles of Association (with a marked-up document for comparison purposes) have been on the British Dressage website since Thursday 9 September.</p> <p>He then provided some further background to the proposed changes for clarity.</p> <ul style="list-style-type: none"> The updates were proposed to reflect best practice, in accordance with the Code of Sport Governance published by UK Sport and Sport England. The BD Board of Directors should continue to attract high calibre individuals with the right level of knowledge, skills and experience to represent members and ensure that the sport is governed effectively. The introduction of a Nominations Committee has provided greater scrutiny over the Director nominations process, including the appointment of Extra Directors for specific areas of expertise, and members now have a binding vote for all elected Director positions, regardless of whether or not the candidates stand unopposed. The proposed changes will further strengthen the process for appointing the Chairman, which will remain subject to the membership vote. The position of Chairman will continue to be advertised publicly, and nominations invited from members. All suitable candidates, as approved by the Nominations Committee and the Board, will then be put forward for election by the members, with the final result of the electronic ballot being binding. In the event of only one candidate being put forward unopposed, members will still have the ability to accept or reject the proposed appointment. The Chairman will continue to hold this position on the Board for a maximum of eight consecutive years. However, if a Director currently holds another position on the Board, they can still be nominated and elected Chairman by the members and serve up to a maximum of twelve consecutive years in total. After the twelfth year, the individual must still wait four years before they can be appointed to the Board again. 	

	<ul style="list-style-type: none"> • Twelve consecutive years is the maximum that an individual can serve across their Director and Chairman positions combined. All appointments to the position of Chairman remain subject to election by the membership. <p>He then opened the vote to the room. On a show of hands there were 31 votes in favour, none against. Of the 29 proxy votes submitted ahead of the meeting, 26 were in favour, three against. With a total of 57 votes to three, CEO declared the special resolution carried by more than a 75% majority decision.</p>	
5.	<p>Director elections</p> <p>The final section of formal business was to announce the result of the director elections. CEO stated that following the retirement of Paul Hayler and Julie Frizzell at the end of their second term as Directors, there were two vacancies on the Board – for Training Director and Para Director.</p> <p>After review by the Nominations Committee, one candidate for was put forward to the membership vote for Training Director, with the electronic ballot carried out independently by Mi-Voice. In total 1,560 votes were cast, with 96.3% in favour of the appointment, so CEO announced Harry Payne is duly elected as Training Director, with immediate effect from the date of the AGM.</p> <p>He stated the Nominations Committee also interviewed all applicants for the Para Director role, with two candidates put forward for election by the membership. Again, the electronic ballot was carried out independently by Mi-Voice. A total of 1,405 votes were cast, with the result as follows:</p> <ul style="list-style-type: none"> • Tracy Ormrod received 798 votes (representing a 56.8% share) • Ursula Treadgold received 607 votes (43.2%) <p>CEO formally declared that Tracy Ormrod is duly elected as Para Director with immediate effect.</p> <p>CEO offered his congratulations to both Harry and Tracy and also expressed his sincere thanks and gratitude to Paul and Julie for their immense contribution to British Dressage on behalf of everyone.</p> <p>This ended the formal business of the AGM.</p>	
6.	<p>Presentations</p> <p>There followed presentations from the Chairman, CEO, COO and each director detailing a round up of their portfolio to reflect on 2020 and update on plans for 2021. A copy of the slides from the presentation is available for viewing.</p>	
6.	<p>Member questions</p> <p>CEO then addressed questions from members which had been submitted in advance of the meeting. A copy of the questions and official responses are available online.</p>	
7.	<p>There being no further business or questions, the meeting closed at 19.47pm.</p>	