

**Minutes of the Annual General Meeting of the Company held at the Hilton Birmingham Metropole Hotel, NEC, Birmingham, B40 1PP at 11am on Saturday 18<sup>th</sup> October 2014**

Present:

Peter King (Chairman)	Chairman, England Athletics
Chris Jones	CEO, England Athletics & Board Director England Athletics Associate member Cambridge & Coleridge AC.
Michael Heath (Vice Chair)	Enfield & Haringey AC; BAL Director; Non-Executive Director, England Athletics
Tony Shiret	Newham & Essex Beagles; Non-Executive Director, England Athletics; Chairman England Council; Co-Chairman London Regional Council
Nigel Rowe	Non-Executive Director, England Athletics
Wendy Sly	Non-Executive Director, England Athletics
Karen Neale	Non-Executive Director, England Athletics
Neil Costello	Non-Executive Director, England Athletics; Cambridge & Coleridge AC
Peter Crawshaw	Non-Executive Director, England Athletics; Achilles Club and Co-Chairman London Regional Council
Andrew Gardner	St Theresa's AC
Susan Deaves	Woking AC & South of England AA
Dean Hardman	Sale Harriers Manchester, Long Eaton RC (second claim) & England Athletics Council Network & Communications Manager
George Bunner	AAA & Sportshall Athletics
Chris Carter	Brighton & Hove AC
Bill Adcocks	Coventry & Godiva Harriers
Sally Hughes	Non-Executive Director elect and member Achilles Club
Stephen Grainger	Non-Executive Director elect & member Mansfield Harriers AC
Lynette Smith	Head of Membership Services, England Athletics
Andy Barber	National Communications Officer, England Athletics, Newham & Essex Beagles AC
Michael Davis	Financial Controller, England Athletics
Susan Tamblyn	Company Secretary, England Athletics
David Jeacock	Company Solicitor

The following clubs were present by proxy:

Haywards Heath Harriers  
Hertfordshire County AAA  
Weir Archer Academy  
Gordonians Association  
Oxfordshire Athletics Association  
Horsham Blue Star Harriers  
Witney Road Runners  
Holland Sports AC  
Dacorum & Tring AC  
Paddock Wood AC  
Petts Wood Runners  
Blackheath & Bromley Harriers AC

**Apologies:** Tim Soutar – Non-Executive Director, Blackheath & Bromley Harriers AC

The Chairman welcomed all present to the meeting and thanked them for attending.

### **1. Minutes of the AGM meeting held on 5<sup>th</sup> October 2013**

The minutes of the AGM Meeting held on 5<sup>th</sup> October 2013 had been made available on the web site and hard copies were available at the meeting.

The Chairman asked all present if they accepted the minutes as a true and accurate record of the meeting held on 5<sup>th</sup> October 2013 subject to the matters arising below.

Proposed: Tony Shiret: Seconded: Susan Deaves

### **2. Matters arising from the minutes**

Susan Deaves is mentioned on a number of occasions in the minutes sometimes as Susan and others as Sue. She would like to be known as Susan.

### **3. To receive the Directors Report of the Activities of the Company during the year ended 31<sup>st</sup> March 2014 and to include a report from the directors directly elected by the membership.**

Presentation given to the meeting by Chris Jones. A copy of the presentation is available on the Website and forms part of the minutes of the meeting.

Neil Costello spoke on behalf of himself and Tim Soutar as new non-executive members of the Board who were elected from the membership. Neil and Tim had been impressed, since joining the board, of the director's willingness to make changes and their support of the members. Things are never as simple as they might seem to the membership and the current funding and strategy plans are complex in dynamic. They were aware that UKA has a role that is different to EAs and which is becoming more detached from the grass roots and that this relationship has been challenging for EA but this issue was being addressed positively by the board. Both Tim and Neil want it to be known that they are keen to receive feedback from clubs and bring those views to the board. They are looking forward to the next 6 months.

Matter arising from the presentation given by Chris Jones:

Susan Deaves stated that at the 2013 AGM the Articles of Association were changed to include a definition of 'County Association' and should there now be a definition of 'Area' added in? The Chairman agreed this would be discussed by the Board.

Bill Adcocks raised the matter of the affiliation fee that is paid by Event Promoters and didn't believe it was fair that they should pay the same as clubs. Some members would have already paid the fee so it was akin to double counting. Neil Costello commented that there should be different sums paid by different organisations but it needed to be looked at carefully to ensure that no unintended consequences arise from making quick decisions. The membership advisory group would be well placed to review this at the appropriate time. Lynette Smith reminded the meeting that the £100 included the provision of insurance for all. Mike Heath added that this would be considerably more if clubs had to arrange it themselves. The concern was raised that some clubs might be affiliating just to have the insurance cover but Mike reminded the meeting that it is important that this should be viewed as a service and volunteers needed to be protected. Chris Jones said that there are likely to be newly added benefits to members through an enhanced insurance policy (to be announced in the very near future)

Chris Carter asked if there was a correlation between the resignation of the CEO of UKA from the EA Board of Directors and the letter he had sent to him expressing concern at his large bonus.

Peter King said no it didn't and that UKA made a unilateral decision to remove both their respective representatives from the EA Board as directors.

George Bunner expressed his concern at the way in which the funding for young people had disappeared and although this was not proving to be an issue at the moment he wanted Sport England to be aware of this need to invest in young people. Chris Jones agreed that investment in young people in both clubs and schools was imperative and that £9,000 had been allocated to every primary school in the country at present towards sport. The potential issue with this though is that there is no remit as to what is to be done with this funding. Teachers are the key here and EA continues to provide teacher training, particularly at primary school level, to ensure teachers are given the basic competencies to introduce athletics during the curriculum. Strong school-club links were important as well and the satellite club programme was realizing some success in this area, particularly where Athletics Networks were active.

Peter King said that as a Board we are setting strategies for the future and it is important that we don't lose sight of these important areas that are not currently funded in any detail from Sport England.

#### **4. To receive an address from the Chairman of the National Council**

Tony Shiret, the Chair of the National Council, described the structure of the Council system and reported on progress since the last AGM.

The main issue facing the grass roots clubs was that many decisions affecting them were taken by UKA and the HCAFs need to have transparent input to these decision making bodies. The NC had been somewhat restricted in its actions by the negotiations between EA and UKA regarding how responsibility for Sport England funding and outcomes were managed, which were still un-resolved.

Progress had been made in increasing strategic debate in areas like coaching and officials, and the NC had direct representation on the Officials' body (the Technical Advisory Group or TAG) for the first time. It had also initiated a debate within the YDL. Communications had improved through setting up an e-mail exchange for Portfolio holders and various Chair Blogs.

Going forward TS felt that after a period of debate the NC should now push for changes in strategy where change is obviously needed. Consultation needs to continue and the spring focus on this was helping to create debate. There was also a continuing need to involve more regional councilors more actively in the overall debate.

Bill Adcock's reiterated what Tony said with regard to engagement with members and the ability to "complain" when it was considered that actions were wrong.

George Bunner referred to the 'Foster report' asking how it was that UKA had become so unanswerable. Susan Deaves said that Tony should be pleased that a lot of the National Council demands had been met.

#### **5. To receive a presentation of the Company's Financial Statements for the year ended 31 March 2014.**

Presentation given to the meeting by Michael Davis. A copy of the presentation is available on the Website and forms part of the minutes of the meeting. The presentation also included a summary of the 2014-15 Annual Budget in comparison to the 2013-14 financial year and the 'core' activities budget for 2014-15.

Bill Adcocks asked for an explanation of the £51,339 paid to UKA Limited for the services of a director (note 5). It was explained that this was for the services of Kevan Taylor for the period before he ceased to be finance director of England Athletics.

**6. To appoint the Company's auditors for the year ended 31 March 2015 and delegate agreement of their remuneration to the Company Board.**

The Company's auditors recommended by the Directors were haysmacintyre and they are to be appointed as auditors for the year ended 31<sup>st</sup> March 2015 and agreement of their remuneration is to be delegated to the Company Board.

Proposed: Mike Heath Seconded: Tony Shiret. Unanimously accepted by all present.

**7. To note the retirement of Michael Heath and Nigel Rowe as directors and to thank them for their service.**

On behalf of the Board and members Peter King thanked Mike and Nigel for their service to EA. They have both contributed greatly to the Company and its development.

**8. To elect Peter Crawshaw as a director of the Company**

**9. To elect Sally Hughes as a director of the Company**

**10. To elect Stephen Grainger as a director of the Company**

The election of the directors was by a poll the operation of which was explained to the meeting by David Jeacock, the Company Solicitor. This included the counting of proxies received prior to the meeting.

The result was that all three were duly elected – 2 unanimously and 1 by a majority.

**11. To receive notification of the membership of England Council.**

The following are members of the National Council:

Tony Shiret	Chairman & London
Peter Crawshaw	London
Mike Harris	North West
Mike Moss	Yorkshire & Humberside
Andrew Ward	North East
Stewart Barnes	West Midlands
Barry Parker	East Midlands
Mike Shortland	East
Nigel Rowe	South West
Mike Neighbour	South East

**12. The following is proposed as a single special resolution. It requires 75% of those voting (whether in person or by proxy) to be carried.**

That the Articles of Association of the Company be amended:

- 1) By the deletion of Articles 15.3 and 21
- 2) By the deletion from Articles 17 of the words "or UKA"
- 3) By deletion in article 22 of the words "UKA or"
- 4) To substitute the article 100.2 the word "UKA"

5) By the correction of the numbering and cross references to reflect the changes made in this resolution.

A proposal was put forward by Peter King and seconded by Mike Heath that this resolution should be adjourned until a later date.

At a meeting with Sport England it was indicated that this amendment to the Articles would not be helpful in light of the current partnership negotiations between EA and UKA. UKA had already indicated that they would not be taking the opportunity to fill this position though EA had indicated that they would be welcome to do should they so wish.

The adjournment was unanimously agreed.

Susan Deaves said that it had been an informative meeting and thanked the Board. She was heartened by what she heard in relation to UKA.

George Bunner also echoed Susans sentiments saying how pleasing it was that EA was listening and engaging with the sport. This must continue. The meeting closed at 12.50