

EXTRAORDINARY GENERAL MEETING

Minutes of an Extraordinary General Meeting of the English Table Tennis Association Limited held at the Holiday Inn, 500 Saxon Gate West, Central Milton Keynes, Buckinghamshire, MK9 2HQ, on Saturday 12th April 2014, commencing at 2.00 pm.

VOTING MEMBERS OF THE COMPANY (including present by Proxy)

DIRECTORS OF THE COMPANY: Mrs S Deaton (Chairman), RC Scruton (Deputy Chairman and Vice-Chairman (International Relations)), K Thomas (Treasurer).

INDIVIDUAL COMPANY MEMBERS:

MGR Smith (Vice-Chairman (Administration)), Ms S Hughes (Vice-Chairman (Communications)), HJ Webb (Vice-Chairman (Competitions)), CP Goulding (Vice-Chairman (Development)), TV Purcell (Vice-Chairman (Membership)), A Nixon (Non Executive Board Member).

COUNTY REPRESENTATIVE COMPANY MEMBERS:

Mrs VJ Murdoch (Bedfordshire), CG Dyke (Berkshire), RR Washington (Buckinghamshire), Mrs KM Tonge MBE (Cheshire), AE Ransome OBE (Cleveland), LA Chatwin (Derbyshire), GM Wilson (Durham), BR Granger (Essex), LJ Smith (Gloucestershire), DB Turner (Hampshire), HS Jutle (Herefordshire), DJ Edwards (Hertfordshire), N Le Milliere (Kent), S Clarke (Lancashire), GGE Sanders (Leicestershire), GE Tyler (Lincolnshire), M Close (Middlesex), RS Barr (Northamptonshire), JRC Donnelly (Northumberland), JM Burtenshaw (Somerset), R Loxley (South Yorkshire), PF Fordham (Suffolk), Miss M Fraser (Surrey), EJ Williams (Warwickshire), MG Clark (Worcestershire), RB Hudson (Yorkshire).

LEAGUE REPRESENTATIVE COMPANY MEMBERS:

DL Hockney (Bath), MG Howard (Milton Keynes), JR Cowell (Derby), Miss C Homewood (Bromley), DC Hayman (Wembley & Harrow), B Rimmer (Retford), Mrs B L Hughes (Birmingham), R Whittaker (Nuneaton), C Dangerfield (Kidderminster), Mrs CM Palmer (Malvern), Mrs BJ Hudson (Hull). BM Scott-Johns (Bournemouth by proxy DB Turner), S Jay (Bracknell/Wokingham by proxy CG Dyke), JM Barnes (Cheshunt by proxy DJ Edwards), Mrs D Macfarlane (Coventry by proxy EJ Williams), K Bennett (Halton by proxy Mrs KM Tonge MBE), Miss RA Rainton (Hastings by proxy Mrs DM Webb), R Maddrell (Hereford by proxy HS Jutle), M Edwards (Kidderminster by proxy C Dangerfield), MC Macfarlane (Leamington Spa by proxy EJ Williams), PI Wilson (Leicester by proxy MGR Smith), A Drapkin (Northumbria by proxy JRC Donnelly), RETF Hurley (Shaw by proxy DJ Edwards), TDS Fell (Stratford-upon-Avon by proxy EJ Williams), DW Bissett (Sunderland by proxy GM Wilson), B Watkins (Tamworth by proxy CJ Bell), S Seaholme (Watford by proxy DJ Edwards).

STAFF:

Mrs S Sutcliffe (Chief Executive), RH Sinclair (General Secretary), J Bruck (Head of Operations), Ms G Cronin (Head of Marketing & Communications), S Mills (Head of Coaching & Performance), Ms E St John (Head of Development), Ms C Nunn (minute taker).

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PRESIDENT:

Mrs DM Stannard.

HONORARY LIFE MEMBERS:

LA Chatwin, MG Clark, CJ Clemett, AE Ransome OBE, RC Scruton, LJ Smith, Mrs DM Stannard, HJ Webb.

VICE-PRESIDENTS:

J Arnold MBE, PR Bradley, JM Burtenshaw, S Clarke, M Close, Mrs S Deaton, BR Granger, WV Moran, RH Sinclair, MGR Smith, Mrs KM Tonge MBE, RR Washington, GM Wilson.

ORGANISATIONS IN GOOD STANDING:

W V Moran (VETTS), P Taylor (BTTAD), MGR Smith (BUCS), JA Arnold MBE (ESTTA).

OTHERS:

CJ Clemett (Chairman, Rules Committee), J Palmer (Vice-Chairman, Herefordshire), Ms F Bargery (Thomas Eggar), Mrs C Williams (Warwickshire), Mrs DM Webb (Membership Committee), G Wood (British League Committee). Regional Chairmen: B Davison (East), Mrs S Pickering (East Midlands), M Close (London), Mrs KM Tonge MBE (North West). Deputy National Councillors: C Bell (Staffordshire), T Catt (Sussex).

1. Report of Standing Orders Committee (7610/1/DLH)

DL Hockney (on behalf of Standing Orders Committee) referred to 7610/1/DLH dated 10th March and explained that paragraph 4.2 needs to be deleted as it is not appropriate for this meeting. DL Hockney asked that the meeting accept the report as amended. Members agreed.

2. Adoption of Standing Orders (7608/1/RHS)

Miss M Fraser (Surrey) proposed and seconded by LA Chatwin (Derbyshire). Members agreed.

3. Appointment of Tellers (Standing Order 13)

SD proposed J Palmer and Mrs CM Palmer. S Clarke (Lancashire) proposed and seconded by R Hudson. (Yorkshire). Members agreed.

4. Apologies for Absence

Mrs S Airey (Vice-Chairman(Coaching)), P Huggon (Vice-Chairman(Marketing)), MR Holt (Honorary Life Member), AN Murdoch (Honorary Life Member), PR Bradley (Vice-President), Mrs DM Jermyn (Vice-President, National Councillor Cornwall), CN Sewell (Deputy National Councillor, Wiltshire), AT Millman (National Councillor, Devonshire), Mrs LA Reid (Evesham), DW Bissett (Sunderland).

5. Special Resolution: CJ Clemett (Chairman, Rules Committee) read the Special Resolution that with immediate effect the regulations set forth in the printed document 7601/2/CJC be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, all the existing Articles.

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- 5.1 MGR Smith (Vice-Chairman (Administration)) proposed the Special Resolution; RC Scruton (Deputy Chairman) seconded.
- 5.2 Mrs C Williams (Warwickshire) questioned if the document number is 7600 or 7601. Mrs S Deaton (Chairman) confirmed both document numbers were the same document.
- 5.3 AE Ransome OBE (Cleveland) referred to Article 23.9 limits term of office, which would be very restrictive; Mrs S Sutcliffe (Chief Executive) indicated the process for potential extension.
- 5.4 T Catt (Deputy National Councillor, Sussex) asked whether the new Table Tennis England would be covered under the same Articles of Association being proposed in the name of English Table Tennis Association Limited. Mrs S Sutcliffe (Chief Executive) said that ETTA Ltd is trading as Table Tennis England.
- 5.5 MG Clark (Worcestershire) considered that it was imperative that the proposed Articles that were first decreed to be necessary in December 2012 prior to the Portas report should now be adopted. MGC queried why there was no mention of election years; CJ Clemett (Chairman, Rules Committee) explained that in future elections would not be at fixed intervals as in the past, but would be held when a director post became vacant owing to retirement or the end of a term of appointment. MG Clark (Worcestershire) disagreed with the concept and considered that timing of elections should only be determined as per the Articles and that an amendment should be made at the July AGM.
- 5.6 GM Wilson (Durham) said that in future it should not be necessary for us to keep referring to the Articles because they are similar to the majority that apply to Companies Limited by Guarantee. Professionally he fully supported what was in front of us which in his opinion was fit for purpose and the proposal should be adopted without any amendment.
- 5.7 S Clarke (Lancashire) asked when the Regulations to replace the present Appendices would be available. CJ Clemett (Chairman, Rules Committee) said that all except those relating to current competitions had been drafted and were expected to be approved by the Board within the next few days, with the remainder being published in time for the 2014/15 season.
- 5.8 MG Howard (Milton Keynes) asked whether a check had been made on the legal aspects of changing the Articles and Ms F Bargery (Thomas Eggar LLP, Solicitors) confirmed that this had been done.
- 5.9 Mrs S Deaton (Chair) advised that the Chair could require a card vote and indicated she would wish to do so for such an important vote; this was generally supported.
- 5.9.1 The result of the card vote was:
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| Votes in favour | 32,741 (95.17% of votes cast) |
| Votes against | 1,662 (4.8% of votes cast) |
- The Special Resolution was carried with more than the required 75% majority.

6. Any Other Business

Mrs S Deaton (Chair) thanked Members for their attendance and support of the adoption of the Articles of Association and to all those involved in preparing the Articles.

Meeting finished at 3 pm.

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