

EXTRAORDINARY GENERAL **MEETING**

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Minutes of the Extraordinary General Meeting held at The Mercure Hotel, The Approach, Two Mile Ash, Milton Keynes MK8 8LY, on Saturday 12th August 2017, commencing at 1.00pm.

PRESENT

VOTING MEMBERS OF THE COMPANY

INDIVIDUAL COMPANY MEMBERS

Mrs S Deaton (Chairman, Director, Vice President), Mrs S Hughes (Deputy Chairman), D Livingstone (Director), Ms D Paterson (Director), TV Purcell (Director), M Quartermaine (Director), MGR Smith (Director), Mrs S Sutcliffe (Chief Executive, Director), K Thomas (Treasurer, Director)

COUNTY REPRESENTATIVE COMPANY MEMBERS

DL Hockney (Avon), BR Freer (Cambridgeshire), Mrs KM Tonge MBE (Cheshire, Regional Chair North West), AE Ransome OBE (Cleveland), Mrs DM Jermyn (Cornwall), R Lindner (Dorset), A Thompson (Durham), DB Turner (Hampshire), DJ Edwards (Hertfordshire), G Rushton (Lancashire), Mrs S Pickering (Leicestershire, Regional Chairman East Midlands), M Allsop (Nottinghamshire), N Hurford (Oxfordshire), C Dangerfield (Shropshire), Miss M Fraser (Surrey), A Catt (Sussex), CN Sewell (Wiltshire), MG Clark (Worcestershire)

LEAGUE REPRESENTATIVE COMPANY MEMBERS

Miss C Homewood (Bromley), Mrs L Reid (Evesham), K Childs (Gosport/Fareham), T Laws (Guildford), Mrs E Shaler (Hinckley), M Howard (Milton Keynes), P R Bradley (Reading), BE Spicer (Sevenoaks), J Davidson (South and West Middlesex), B Watkins (Tamworth), A Reeves (Walsall), DC Hayman (Wembley/Harrow)

HONORARY LIFE MEMBERS

P Bradley, PA Charters, MG Clark, S Clarke, AE Ransome OBE, MGR Smith, Mrs DM Stannard, Mrs KM Tonge MBE, Mrs J Watts JP, H Webb,

VICE PRESIDENTS

M Allsop, PR Bradley, S Clarke, Mrs S Deaton, Miss M Fraser, Mrs DM Jermyn, TV Purcell Mrs J Ransome, Mrs E Shaler, Mrs KM Tonge MBE, R Washington, Mrs J Watts JP,

OTHERS

Mrs A Bowness (Teller), J Bowness (Teller), I Folger, J Kenny (South Yorkshire Deputy NC), Mrs C Palmer (Teller), J Palmer (Teller), Mrs S Pickering (Regional Chairman East Midlands, Leicestershire TTA), M Starkie, Mrs M Shearwood (Worcestershire General Secretary)

ORGANISATIONS IN GOOD STANDING

British Universities Colleges Sports (MGR Smith), British Para Table Tennis (Mrs K Tonge MBE)

STAFF

J Bruck (Head of Operations), S Mills (Head of Talent and Performance), E St John (Head of Development), M Taffler (Head of Commercial), Ms A Gabb (Minute Taker)

1. OPENING OF THE MEETING

1.1 Sandra Deaton (Chairman) welcomed everyone and explained how the meeting will run.

2. REPORT OF STANDING ORDERS COMMITTEE (7716/0717/DLH)

2.1 Sandra Deaton (Chairman) asked for the Report of Standing Orders Committee to be accepted.

2.2 The meeting accepted the report.

3. ADOPTION OF STANDING ORDERS (7711/0617/DLH)

3.1 Sandra Deaton (Chairman) asked for the meeting to adopt the standing orders.

3.2 The meeting agreed by a show of hands.

4. APPOINTMENT OF TELLERS

4.1 It was agreed that Jim Palmer (Malvern), Cicely Palmer, John Bowness and Angela Bowness will be appointed the Tellers for the meeting, should the discussion go to a card vote. The Tellers were reminded before appointment that Tellers could not vote or take part in debate.

5. APOLOGIES FOR ABSENSE

PRESIDENT: Jill Parker

INDIVIDUAL COMPANY MEMBERS:

COUNTY REPRESENTATIVE COMPANY MEMBERS: P Goulding (Devonshire), Neil Le Millier (Kent), Rod Barr (Northamptonshire), E J Williams (Warwickshire)

LEAGUE REPRESENTATIVE COMPANY MEMBERS: Grahame Fernback (Barnets), Mike Newton (Bath), Ken Eliot (Gainsborough),

HONORARY LIFE MEMBERS: C Clemett, HJ Webb, J Wright,

VICE PRESIDENTS: C Dyke, K Eliot, S Sherlock, RH Sinclair, K Tonge, Mrs D Webb

STAFF MEMBERS: E St John, G Yarnall

OTHERS: J Donnelly (Vice Chair of Northumbria), A McTiernan

6. DECLARATION OF BUSINESS INTERESTS

- 6.1 C Dangerfield (Shropshire) declared a business interest as a director of TableTennis365.

7. CONSIDER AND, IF THOUGHT FIT, PASS THE FOLLOWING RESOLUTION WHICH SHALL BE PROPOSED AS A SPECIAL RESOLUTION

- 7.1 Sandra Deaton (Chairman) explained that the resolution put forward at the recent AMG failed by 0.07% therefore an EGM was called with the intention of getting the funding reinstated. Sandra Deaton (Chairman) said that the resolution presented today is the same as it was at the AGM, because it is the only resolution which was code compliant.

Sandra Deaton (Chairman) said that prior to the AGM, a meeting was set up with the opposition and the idea was put forward of an independent governance review group. The group will be looking at governance as a whole, the element of democracy, and introducing more policies to bring to the 2018 AGM. There is now an agreement to set up an independent governance review group. The group will be set up by the Board and will allow a wider consultation with the membership and stakeholders.

- 7.2 Anthony Reeves (Walsall) questioned who the independent governance review group will be made up of.
- 7.3 Sandra Deaton (Chairman) explained that the group will be made up of National Councillors, Volunteers and Board members.
- 7.4 Martin Clark (Life Member, Worcestershire) said that it is disappointing that the Board have presented the same resolution as was rejected at the recent AGM. He said that there was a lack of time to produce more meaningful alternatives which will provide a better way forward. Martin Clark (Life Member, Worcestershire) said that the commitment from the Board of the independent governance review group will be a way that democracy can be restored whilst also allowing the members to examine other aspects of the way Table Tennis England operates.

Martin Clark (Life Member, Worcestershire) concluded by saying his county is going to support the proposal on this occasion with promise of the independent governance review group in mind.

- 7.5 Alan Ransome OBE (Life Member, Cleveland) explained that he is going to support the proposal as he did at the AGM however he remains concerned about the damage which the proposals may cause to the sport. He said that making the decision to take away the election of the Chairman away from the members, only having 3 elected members on the Board and limiting their service to 8 years are all steps in the wrong direction. Alan Ransome OBE (Life Member, Cleveland) added that the decision previously to reduce the power of National Council had a negative impact on the sport.

7.6 Geoff Rushton (Lancashire) said that table tennis needs to be modernised and that change is needed in the sport.

7.7 Margot Fraser (Vice President, Surrey) said that in the past the Management Committee contained people who were invited by the Chairman and not elected. She continued by stating, two years ago there was a Voting Review Group which dispersed due to government changes. Margot Fraser (Vice President, Surrey) explained that the National Councillors were displeased when it was proposed that they should have a proportionate number of votes rather than one vote for every player in their leagues, which she believes is not democratic.

Lastly, Margot Fraser (Vice President, Surrey) expressed that by having non-table tennis players on the Board is beneficial because they are able to bring other business experience and knowledge to the sport.

7.8 Tony Catt (Sussex) agreed that having Board members who do not play table tennis is an advantage because they are independent people who have no conflicting personal agendas. Tony Catt (Sussex) added that they can also offer different and potentially more valuable skill sets to the running of the sport.

Tony Catt (Sussex) suggested that members may have voted against the proposal at the AGM because the communication wasn't clear enough, therefore it is important that Table Tennis England constant feedback of any changes that are being made along with any progress. Tony Catt (Sussex) pointed out that this has always been done so clearly in the past.

Tony Catt (Sussex) also said that the independent governance review group is a fantastic opportunity that should be utilised.

7.9 Gary Wood (Secretary of the British League) questioned if terms of reference will be published and if so when.

7.10 Sandra Deaton (Chairman) confirmed that terms of reference for the governance review group will be published within the next few weeks.

7.11 Neil Hurford (Oxfordshire) spoke to encourage the meeting to vote in favour of the proposal put forward and said that the independent governance review group is the beginning of productive debates and positive changes.

7.12 Chris Dangerfield (Shropshire) said that the independent governance review group is a tremendous opportunity for the sport and therefore he is in favour of the proposal.

7.13 Sandra Deaton (Chairman) proposed that the resolution was taking to a card vote.

'That the Company's Articles of Association be amended by the adoption of the Articles of Association attached to this Notice in substitution for, and to the exclusion of, the Company's existing Articles of Association'

The result of the resolution was 96.69% for and 3.31% against, therefore the proposition passed.

8. ANY OTHER COMPETENT BUSINESS

- 8.1 Jose Ransome (Vice President) questioned when the independent governance review group will form so members can start sharing their views.
- 8.2 Sandra Deaton (Chairman) said that the Board are meeting immediately after the EGM to look at the terms of reference. The governance review group will meet in September to then look at setting up the independent governance review group which should be done by October.
- 8.3 Diana Jermyn (Cornwall) asked how the members will be chosen for the independent governance review group.
- 8.4 Sandra Deaton (Chairman) explained that categories will be set and people will be invited to join.

The meeting closed at 1:55pm.