

AGM MEETING MINUTES, 21st June 2020



2020 ANNUAL GENERAL MEETING OF THE ENGLAND TOUCH ASSOCIATION (COMPANY NUMBER 07164624)

Date: 21st June 2020, 9.30am to 10.30am

Venue: Zoom call

1. Welcome and Introduction

Mark Croston (ETA Chair) chaired the meeting and welcomed everyone. The meeting started at 9.30am.

The following were present:

Mark Croston (meeting chair)	ETA Chair
Chris Simon (meeting co-host)	ETA Chief Executive Officer
David Cope (meeting co-host)	ETA Governance Director
Jon McNaught (meeting minutes)	ETA Company Secretary
Jason Harborow	ETA Non-Executive Director
Dave Christophi	ETA Non-Executive Director
Dan Parkinson	ETA Non-Executive Director
Andrew Wilding	ETA Non-Executive Director
Gregg Cropper	ETA Chief Operating Officer & Club Manchester Chargers
Geoff Howes	ETA Finance Director
Ben Powell	ETA High Performance Director
Gareth McRae	League In 2 Touch Leagues
Katherine Jones	Club Cambridge Touch
Julian and Sian Gilding	Club Crewe and Nantwich
James Webber	Club Exeter Touch
Ash Grimsey	Club Horsham Tigers
Rich King	Club London Eagles & ETA Membership Officer
Justin Conway	Club London Scorpions and NED Applicant
Nikola Halse	Club Nottingham Touch & ETA Head of Volunteers
Bronte Sykes	Club University of Bath Hawks
Simon Mallard	Club Warwick Touch Club
Robin Budd	Observer – ETA Referee Manager
Ash Musgrove	Observer – ETA Events Manager
Chris Wearmouth	Observer – ETA Marketing and Comms Officer
Gabe Pennington	Observer – Club NQ Rebels
Robin Wylie	Observer – League Cambridge Touch
Mike Branston	Observer – Club Barns Green
Dom Tripp	Observer – Club London Scorpions
Ant Atherton	Observer – NED Applicant
Clive Lovering	Observer – NED Applicant
Ian Syder	Observer – NED Applicant
Jane Sabuguerio	Observer – NED Applicant
Kieran Edwards	Observer – NED Applicant
Paul Barker	Observer – NED Applicant
Nicholas Van de Rijt	Observer – Referee
Emma Petheybridge (part)	Club Cheltenham

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2. Apologies

Apologies were received from the following:

Alan Reed	Club Bournemouth Touch Centre
Jason Wainwright	Club Scotton Saxons
Neil Davies	League Bath In 2 Touch
Adrian Twigg	Club Bedford Touch
Sue Wilson	Club Canterbury Touch
Tom Hewson-Haworth	ETA Head of Participation

3. Registration and accreditation of nominated delegates

21 Voting Members were present in the meeting as follows:

Mark Croston (meeting chair)	ETA Chair	1
Chris Simon (meeting co-host)	ETA Chief Executive Officer	1
David Cope (meeting co-host)	ETA Governance Director	1
Jason Harborow	ETA Non-Executive Director	1
Dave Christophi	ETA Non-Executive Director	1
Dan Parkinson	ETA Non-Executive Director	1
Andrew Wilding	ETA Non-Executive Director	1
Gregg Cropper	ETA Chief Operating Officer & Club Manchester Chargers	2
Geoff Howes	ETA Finance Director	1
Ben Powell	ETA High Performance Director	1
Gareth McRae	League In 2 Touch Leagues	1
Katherine Jones	Club Cambridge Touch	1
Julian and Sian Gilding	Club Crewe and Nantwich	1
James Webber	Club Exeter Touch	1
Ash Grimsey	Club Horsham Tigers	1
Rich King	Club London Eagles & ETA Membership Officer	1
Justin Conway	Club London Scorpions and NED Applicant	1
Nikola Halse	Club Nottingham Touch & ETA Head of Volunteers	1
Bronte Sykes	Club University of Bath Hawks	1
Simon Mallard	Club Warwick Touch Club	1

A question was asked by Katherine Jones over the voting rights for Cambridge and whether they should receive a vote for each of their club and league membership. Governance Director, David Cope, stated that the Articles of Association state that if a League Provider: (1) is also a Club; and/or (2) operates more than one Touch league, it shall still only be entitled to one vote. David to share with Cambridge the Articles of Association following the meeting. **Action: David Cope.**

Two proxy voting forms had been received as follows:

- London Scorpions – Justin Conway now present at the meeting
- BBR – not a current voting member (membership has lapsed)

As such there were no proxy votes.

In accordance with Article of Association 30.2, the meeting was quorate (*quorum is 10*).

4. Receive and consider the minutes of the 2019 AGM

The minutes were proposed by Gregg Cropper and seconded by Geoff Howes as being a true and accurate record. Nikola Halse raised that she was in fact present at the 2019 meeting and represented Nottingham Touch as Club Chair. As a result, the previous minutes will be amended.

Action: ETA Secretary

5. To consider the changes to Company Structure and Election of Directors

The Governance Director outlined the changes proposed and election of Directors and how these would be voted upon using the Zoom platform, sending private votes to the ETA Secretary. All members were invited to vote privately on the two matters separately.

The result of the voting was announced following the presentation of the director reports below.

6. Financial Report

The financial report was presented by Geoff Howes. Details of the 2019 financial accounts were previously provided in the AGM folder and a broader report included in the Annual Report.

7. Director's Report

Reports were provided by the CEO, Governance Director and High Performance Director. Details are available in the Annual Report.

8. Receive and consider the Annual report

The Annual Report was added to the AGM folder over the weekend and will be released later today.

Ash Grimsey (Horsham Tigers) asked about kit sales income for HP. Incomes and costs relating to kit and the agreement with Belief are currently being reviewed by Chris Simon. **Action: Chris Simon**

The meeting was adjourned for five minutes whilst the votes for the changes to the Company Structure and Election of Directors was ratified and confirmed.

9. Changes to Company Structure and Election of Directors (voting results)

Vote on Resolution 1: That the position of CEO as a Director of the Board be an appointed role, by virtue of their role within the company. This resolution will lead to an amendment of the Articles of Association (paragraph 12.1.1), deleting the current text and replacing it with "***the Chief Executive, appointed in accordance with Article 20***". Passed 12 votes for, 1 vote against. **Action: David Cope.**

The voting on the election of the Non-Executive Director was announced by the Chair, with Jane Sabugueiro winning the vote by a simple majority and is elected to the Board. All other applicants were thanked by the Chair.

10. Closure of the meeting at 10.35am

All members were invited to stay for an informal Q&A with the Board.