

AGM MEETING MINUTES, 7th March 2021



2021 ANNUAL GENERAL MEETING OF THE ENGLAND TOUCH ASSOCIATION (COMPANY NUMBER 07164624)

Date: 7th March 2021, 9.30am to 10.45am

Venue: Zoom call

The following were present at the meeting:

Mark Croston (meeting Chair)	ETA Non-Executive Chair
Chris Simon (meeting co-host and minutes)	ETA CEO & League - Perfect Motion Nottingham
David Cope (meeting co-host)	ETA Governance Director
Rich King (meeting co-host)	ETA Membership Secretary
Adam Irvine	ETA Funding Officer
Adie Smith-Hayes	NED Candidate
Aisling Musgrove	ETA Events Manager
Andrew Wilding	ETA Non-Executive Board Director
Andy Penniceard	Club - Wolves Touch Rugby Club
Ash Grimsey	Club - Horsham Tigers
Becci Pearce	Club - Manchester Chargers Touch Club
Ben Powell	ETA High Performance Director
Brad George	NED Candidate
Catriona Weir	Club - Hot Custard Touch Club
Chris Wearmouth	ETA Head of Comms
Dan Parkinson	ETA Non-Executive Board Director
David Whittingham	NED Candidate
Dominic Bes-Jeary	Club - Warwick Touch Club
Emi Beredugo	NED Candidate
Emma Hardaker	NED Candidate
Emma Young	Club - London Eagles
Erica Robertson	ETA Courses Manager
Erik Williams	Club - Galaxy London Touch Club
Gabe Pennington	Club - NQ Rebels
Gareth McRae	League - Putney/Wandsworth
Hugh Murfitt	Club - Royston Rugby Club
Ian Syder	NED Candidate
James Webber	Club - Exeter Touch Rugby
Jane Sabugueiro	ETA Non-Executive Board Director
Jason Harborow	ETA Non-Executive Board Director
John Kearsley	League - Bedford Touch League
Jordan Melling	Club - Wigan Warriors Touch Club (Non-Member)
Joshua Lea	Club - University - University of Edinburgh
Justin Conway	NED Candidate
Matt Brown	NED Candidate

AGM MEETING MINUTES, 7th March 2021



Melissa Day	Club - Galaxy London Touch Club
Michael Abromowitz	League - Regents Park
Nikola Halse	Club - Nottingham Touch Club & ETA Head of Volunteers
Robin Budd	ETA Referees Manager
Ross Perera	Club - University - Durham University
Sagara Ratnayake	Club - Saracens Touch Club
Sarah Bellew	Club - Manchester Chargers Touch Club
Siany & Julian Gilding	Club - Crewe and Nantwich Touch Club
Simon Robinson	Club - Northampton
Soul Phoenix	Club - Nomads & NED Candidate
Stefan Fletcher	Club - Galaxy London Touch Club
Stephan Guder	Club - St Albans Touch
Vic Hulstrom	NED Candidate
Vicki Franks	Club - Cambridge Touch Association, League - CTA League
Will Serocold	Club - London Scorpions Touch Club

1. Welcome and Introduction

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

2. Apologies

Apologies were received from the following:

Alan Reed	Bournemouth Touch Centre
Geoff Howes	ETA Finance Director
Sammie Phillips	League - Maidenhead, League - Oxford, League - Reading O2 Touch League, ETA Staff

3. Registration and accreditation of nominated delegates

There were no proxy votes received.

There were 31 Voting Members present in the meeting as follows:

Voting Member	Voting Representative	Votes
Club - Cambridge Touch Association	Vicki Franks	1
Club - Crewe and Nantwich Touch Club	Siany & Julian Gilding	1
Club - Exeter Touch Rugby	James Webber	1
Club - Galaxy London Touch Club	Erik Williams	1
Club - Horsham Tigers	Ash Grimsey	1

Club - Hot Custard Touch Club	Catriona Weir	1
Club - London Eagles	Emma Young	1
Club - London Scorpions Touch Club	Will Serocold	1
Club - Manchester Chargers Touch Club	Sarah Bellew	1
Club - Nomads & NED Candidate	Soul Phoenix	1
Club - Northampton	Simon Robinson	1
Club - Nottingham Touch Club	Nikola Halse	1
Club - NQ Rebels	Gabe Pennington	1
Club - Royston Rugby Club	Hugh Murfitt	1
Club - Saracens Touch Club	Sagara Ratnayake	1
Club - St Albans Touch	Stephan Guder	1
Club - University - Durham University	Ross Perera	1
Club - University - University of Edinburgh	Joshua Lea	1
Club - Warwick Touch Club	Dominic Bes-Jeary	1
Club - Wolves Touch Rugby Club	Andy Penniceard	1
ETA Board Director	Andrew Wilding	1
ETA Board Director	Ben Powell	1
ETA Board Director	Chris Simon	1
ETA Board Director	Dan Parkinson	1
ETA Board Director	Dave Cope	1
ETA Board Director	Jane Sabugueiro	1
ETA Board Director	Jason Harborow	1
ETA Board Director	Mark Croston	1
League - Bedford Touch League	John Kearsley	1
League - In2Touch Leagues	Michael Abromowitz	1
League - Perfect Motion Nottingham	Chris Simon	1

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

4. Receive and consider the minutes of the 2020 AGM

The minutes were proposed by Nikola Halse and seconded by Jason Harborow as being a true and accurate record. The minutes were approved.

5. Receive and consider the Annual Report

The Annual Report was made available to the AGM online.

Chris Simon (ETA CEO) provided a brief summary and asked for any questions, thanking the volunteers and wider Touch community for all their efforts.

Ben Powell (ETA High Performance Director) provided a brief overview of the HP programme and thanked those involved for their continued efforts.

6. Financial Report

The financial report was presented by Chris Simon in the absence of Geoff Howes (ETA Finance Director). The draft final P&L is included in the annual report, with the balance sheet position to be added shortly.

The final loss for the year is forecast between £35k and £40k. The original forecast when Covid hit was a £60k loss.

7. To consider the changes to Company Structure

David Cope (ETA Governance Director) outlined the changes proposed and members were invited to vote privately via a google form during the meeting.

The AGM is asked to vote on the following resolution:

To replace paragraph 12.1 of the Articles of Association (Issue 3, 2020) with a new version:

12.1 There shall be at least three and no more than 10 Directors on the Board, and (to the extent any such person is appointed or elected from time to time) the Board shall comprise:

12.1.1 the Non-Executive Chairperson, elected in accordance with Article 19;

12.1.2 up to three Non-Executive Directors, elected in accordance with Article 19;

12.1.3 up to three further Non-Executive Directors, appointed in accordance with Article 20;

12.1.4 the Chief Executive, appointed in accordance with Article 20;

12.1.5 the Finance Director, appointed in accordance with Article 20; and

12.1.6 one further Executive Director, appointed in accordance with Article 20

It was explained that because this is a change to the Articles of Association, and is therefore a Special Resolution, it requires a majority of 75% to be passed.

Votes were counted and the result of the vote was

Yes - 29

No - 0

Abstain - 1

As a result the changes to the Company structure were passed.

Action: David Cope to update the Articles of Association and records at Companies House.

8. Election of Directors

The Governance Director introduced the 11 candidates and directed members to the candidate applications shared online. Members were invited to vote for their two preferred candidates privately via a google form during the meeting. Votes were counted and the result of the vote was that Emma Hardaker and Justin Conway were elected to the board.

The Chair congratulated Emma and Justin on joining the board and thanked all candidates for their applications and interest in helping the ETA.

Action: David Cope to update records on Companies House.

9. Closure of the meeting at 10.45am

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

Attached - Q&A with the board