

WELSH ATHLETICS LTD

ANNUAL GENERAL MEETING

Annual General Meeting held at the Metropole Hotel, Llandrindod Wells on Saturday 27 October 2018.

Present:

Company Members of Welsh Athletics Ltd

Carol Anthony	Board Member (Chair)
Bernie Plain	Board Member
David Roberts	Board Member
Nicky Lewis	Board Member
Ron Odunaiya	Board Member
Sue Alvey	Board Member – Chair General Council
Matt Newman	Chief Executive / Company Secretary
Lynette Harries	Honorary President
Graham Finlayson	Honorary Vice President
Ian Griffiths	Honorary Vice President
Alan Currie	Life Member of Company
John Penny	Life Member of Company
Bernard Harris	Regional Athletics Council – North
Joyce Tomala	Regional Athletics Council – East
Steve Jones	Welsh Schools
Mark Gold	Cardiff AAC
Hedydd Davies	Carmarthen & District Harriers AC
Denise Harris	Deeside AAC
Steve Hames	Neath Harriers
Ken Goodger	Newport Harriers
Jayne Powney	Ogmore Phoenix Runners
Elizabeth Rowland	Pembrokeshire Harriers
Lynn Cushing	Rhymney Valley AC
Richard Marks	Sarn Helen
Tony Clements	Swansea Harriers
Dave Edwards	Wrexham AAC

Also present

Judith Gooding	Secretary, Track & Field Committee
Brian Alvey	Pembrokeshire Harriers
Peter Morris	Volunteer
James Williams	Head of Operations
Chris Jones	National Head Coach
Andrew Thomas	Office Manager
Brenda Currie	Minutes Secretary

i President's welcome

The President (LH) welcomed everyone to the AGM of Welsh Athletics Ltd and stated that whilst embracing the innovations brought in this year, the importance of continuing to improve the infrastructure was noted. This year the level of volunteers approached crisis point so the recruitment of volunteers must be a top priority in the future.

A minute's silence was observed for those who had passed away since the last AGM – Tony Elgie, Robert Sercombe, Dil Robbins, John Chidlow, Dave James, Roy Jones, Pat Jones, John Evans plus the two runners from the Cardiff Half Marathon – Ben McDonald and Dean Fletcher.

ii Apologies for absence

Arwel Lewis, Christian Malcolm, Paul Brooks, John Messum, David Alun Williams, Graham Webb, Gareth Oldham, Jake Morgan, Ruth Powell, Angharad Mair, John Elward, Dic Evans, Barrie Owen

iii Minutes of the 2017 AGM

- 2.1 Add Ken Goodger (Newport H).
John Chidlow – delete Officials Committee add Endurance Officials Committee
John Elward – delete Officials Committee add Track & Field Officials Committee
- 6.7 Replace South East Region with Regional Athletics Council – East
- 6.10 Replace 'question' with 'correction'
- 16.2, 16.3, 16.4
Replace the word 'Nominations' with 'Recommendations'

With the above amendments, the minutes were unanimously accepted as an accurate record.

iv Matters arising

There were no matters arising.

ITEMS OF ORDINARY BUSINESS

1 Appointment of Scrutineers

- 1.1 Andrew Thomas and Brian Alvey, both non vote holders, were appointed scrutineers.

2 Report of the Board of Directors

- 2.1 The Chair (CA) presented the Annual Report on behalf of the Board of Directors stating that the report outlines how Welsh Athletics continues to adapt in order to meet the challenges of a constantly changing sporting environment. The Chair expressed thanks, on behalf of the Board, to Angharad Mair who is stepping down at the end of serving two terms as a Non- Executive Director, for her valuable advice and support during this time and also thanked all the volunteers who contribute so greatly to the success of athletics in Wales.

Questions emanating from the report were then taken.

- 2.2 Within the Track and Field report, reference to Cardiff AAC's successful promotion of disability events had been omitted.
- 2.3 On page 8, the name of the athlete, Sabrina Fortune, had been omitted from the photograph.
- 2.4 In response to a question on committee reports it was pointed out that all committee secretaries were invited to submit reports.
- 2.5 It was noted that the full list of recipients of awards under the Roll of Honour was not included as had been agreed at a previous AGM. It was stated that the full list is on the website. It was requested that the full list be published in subsequent Annual Reports.
- 2.6 Welsh Athletics was complimented on the excellent quality of the Annual Report. It was suggested that it should be used as a selling point for obtaining sponsorship.
- 2.7 **The report of the Board of Directors was accepted unanimously.**

3 Financial Report, Accounts and Audit Findings

The CEO

- 3.1 The annual accounts to March 2018 and a full audit report had been distributed ahead of the AGM. As had been agreed previously a full annual audit had been conducted.
- 3.2 Although the accounts show a net deficit of £98,670, it is important to note that the Company operates under a four year funding cycle with Sport Wales. The previous two years had shown surpluses and the reserves (£269K) are above the required level.

- 3.3 The next four year cycle will come into effect from 2019 and Sport Wales will be operating under a new financial investment model. It is not anticipated that there will be any loss of income but there will be a change in focus with possibly more emphasis on clubs/coaching and less on elite sport.
- 3.4 Comment was made that there was too much reliance on grants and that more sponsorship should be sought. It was noted that sponsorship is more readily available for large scale events.
- 3.5 The sport of athletics needs to be aware of the possible competition from traditional winter sports, like rugby and football, moving to the summer.
- 3.6 Comment was made about Park Runs being lottery funded. However it was pointed out that this applies only in England and not in Wales. Run Wales works with Park Runs via the Social Running Programme and also works with the Welsh Government scheme relating to the health of the nation.
- 3.7 The current donations from Run4Wales were directed towards Welsh Schools' activities. The next round will be used to benefit social running.
- 3.8 It was noted that the four regions each receive a £4K annual grant plus they are provided with Championship medals and Welsh Athletics covers the cost of the Welsh Inter Regional Championships.

3.9 The financial report and accounts were accepted

4 General Council Report

- 4.1 The report was included in the Annual Report and no issues were raised in the meeting.
- 4.2 **The General Council Report was accepted.**

5 Appointment of Accountants

- 5.1 It was agreed to continue with O'Brien and Partners.

WITH THE AGREEMENT OF THE MEETING, THE AGENDA ON ITEMS OF ORDINARY BUSINESS WAS SUSPENDED SO THAT ITEMS OF SPECIAL BUSINESS COULD BE DEALT WITH FIRST. DECISIONS MADE UNDER SPECIAL BUSINESS COULD HAVE AN IMPACT ON LATER ITEMS UNDER ORDINARY BUSINESS.

ITEMS OF SPECIAL BUSINESS

11 Notices of Motion

- 11.1 Board of Directors: amendments to the Articles of Association and Byelaws.
 - 11.1.1 Welsh Athletics has been working with the Sport and Recreational Alliance to establish an appropriate Board structure for our sport to enable it to tackle the challenges ahead. As Welsh Athletics will be undertaking a new long term strategy to prioritise its activities for funding purposes, there is a need to review aspects of governance in order to scrutinise and support this objective. Consequently the Governance sub group, under Dr Nicky Lewis, was charged with reviewing the Articles of Association and Byelaws. Legal implications were considered and practices of other Sport Governing bodies were taken into account.
 - 11.1.2 Changes were proposed to Articles numbers 1,3,7,9,10,14,15, 16,19,21,24 and 27. The most significant were the creation of an appointments panel to oversee the recruitment and appointment of an independent Chair and non-executive directors; to establish a skills and experience based Board structure with all directors having a passion for the sport with a least two having a role within the sport; Chief Executive to become a non-voting member of the Board; number of Directors to be increased to a maximum number of 12 with a secretary to support the Board. Plus the Awards Panel Recommendations no longer to require the approval of the AGM.
 - 11.1.3 All the proposals were accepted except for the article relating to the Awards Panel Recommendations. The meeting felt that the AGM should continue to approve the nominees for Service Awards. As the Awards Panel members have the authority to make their own recommendations, it was felt that the AGM should approve their recommendations to avoid any possible suggestion of favouritism.
 - 11.1.4 As a result, changes would be also be made to the Byelaws to reflect the changes made in the Articles.
- 11.2 Service Awards Panel: amendments to the Byelaws
 - 11.2.1 As agreed at the 2017 AGM, the Service Awards Panel submitted changes to the criteria for Service Awards which were accepted.
 - 11.2.2 It was proposed that a new Athlete Achievement Award be established in recognition of athletes who do not qualify for the Hall of Fame but have given outstanding service to the sport. This was accepted but with the amendment that the award should be called the Athlete Service Award.
- 11.3 Board of Directors: extension to term of office for the Chair of the Board
 - 11.3.1 In line with UKA policy, it was proposed to extend the term of office of the Chair of the Board for a period of up to 12 months

during the transition period in which a new Chair would be appointed. **This was approved.**

11.3.2 Carol Anthony was thanked for her contribution as a Director and Chair.

MEETING RETURNED TO ITEMS OF ORDINARY BUSINESS

6 Appointment of Patrons

6.1 Lynn Davies CBE was re-appointed as Patron of the company.

7 To appoint the following positions

7.1 Ron Odunaiya and Dave Roberts were re-elected as Non-Executive Directors for a three year term.

7.2 Sue Alvey was re-elected as Chair of General Council for a two year term.

7.3 No nominations were received for the post of Secretary to the General Council. Lynn Cushing, who was standing down from the position, was thanked for her contribution. Members of the Executive Staff team will continue to fulfil this role until such time as the post is filled.

7.4 No nominations were received for the Secretary of the Endurance Officials Committee. In the interim, members of the Executive Staff team will fulfil this role.

8 Appointment of Delegates to organisations on which the Company is entitled to be represented

8.1 Delegate to the Commonwealth Games Council for Wales Executive Committee – Chris Jones

8.2 Delegates (3) to the Commonwealth Games Council
Carol Anthony, Matt Newman, Chris Jones

8.3 Delegate to the Welsh Sports Association – James Williams

8.4 Approved en bloc

9 Determination of Annual Registration and Affiliation Fees (2019/2020)

9.1 To continue with the current Club affiliation fee. Approved.

9.2 To continue with the current Athlete registration fee. Approved.

10 Consideration of the Report of the Service Awards Panel

10.1 To elect two members of the Service Awards Panel for a three year period.
Alan Currie and John Penny were elected.

10.2 To receive and accept the recommendations for the Meritorious Award.
The following were recommended:

Gerald Davies (Glamorgan Valley Schools)

Dai Gatehouse (Dyfed Schools)

Arthur Egan (Wrexham AAC)

Ian Robinson (Wrexham AAC)

Steve Ryan (Neath/Swansea High Jump Coach)

- 10.3 To receive and accept the recommendations for the Award of Honour. In the absence of any external nominations to the Panel, the following were recommended by members of the Panel:

Paul Brooks (North Wales)

Kath Crane (Brecon AC)

Stuart Hodson (Midland Counties)

Nigel Jones (Swansea City Council)

- 10.4 All the above were approved.

- 10.5 General comment was made regarding the lack of diversity. It was noted that these are historical awards and that in time the situation should improve.

12 Date and venue of 2019 General Meeting

26 October 2019 in Llandrindod Wells was the provisional date, but this to be confirmed by the Board with reference to possible clash with fixtures.