

18<sup>th</sup> July 2021

### RESOLUTIONS for AGM 2021

**Note 1:** Resolutions which propose changes to the Articles or which seek to issue instructions (as distinct from advice or suggestions) to the Board are Special Resolutions and require a 75% majority to pass. Other resolutions are Ordinary Resolutions and require only a simple majority.

**Note 2:** In resolutions which propose changes to the Articles words proposed to be deleted are shown crossed through and words proposed to be added are shown underlined.

**Note 3:** Where there is similar wording for example Resolution 5 & 6 and 8 & 9 these will be debated and considered together. The second resolution (resolutions 6 and 9 respectively) will only be put to the meeting if the first resolutions (resolutions 5 and 8 respectively) fail.

**Note 4:** In Resolution 22 there has been a proposed Amendment which is identified as 22a in the AGM Notice and in the below detail and will be heard and voted on ahead of Resolution 22. If it fails then Resolution 22 will be voted on as originally proposed; if it passes then Resolution 22 will be voted on as amended.

#### 1 Ordinary Resolution

**C Dangerfield (Shropshire)**

That the affiliation fee for the 2021/22 season be reduced by the amount of any fee paid in 2020/21.

*Rationale: This proposition is asking the board to provide free membership for the 2021/22 season, to any player, at the same level that was purchased during the 2020/21 season.*

*Paraphrasing, the board stated at the Jan 21 National Council that whilst they acknowledge most players did not play during the 2020/21 season, they felt value was still provided to the membership.*

*The main example of this was the support provided to leagues, by the development team around coronavirus support. We do not seek to disagree with this statement and do accept that some value was received by all members during the 2020/21 season, even if it was not directly obvious or recognised by all. However, this proposal seeks to demonstrate to the board that their decision to reduce membership fees for those who paid in the 2020/21 season by only 50% is not fair, nor acceptable. Those members who paid in good faith, should not be expected to fund the value received by every member. There is no way to distinguish the value received by players who paid or who did not pay, therefore as it is unreasonable to expect members who did not pay last season to pay double this coming season, the only fair solution is to accept that the burden should be taken by the association, not a group of players who were for the most part simply unlucky, that they had chosen to have an automated renewal. This proposal simply seeks to achieve fairness to all members. Any individual member who is given free membership for 2021/22, would be free to make a voluntary contribution to the association, at the time of renewal, this is a much fairer way to handle a difficult situation and puts the decision of whether to support the association, firmly in the hands of each individual member, which is where it should be. In terms of any projected losses that may be incurred as a result of this proposition being enacted, we simply say that coronavirus was a unique and hopefully un-repeatable situation; we have reserves built up over many years and ultimately this is a perfect example of what they should be used for.*

## Board View

The Board does not support this resolution because it is unaffordable without a highly detrimental impact on the work of the association and/or the reserves. The cost of over £220,000 amounts to more than 50% of the reserves, which is already below the level required by the reserves policy.

The Board is extremely grateful to the members who did renew their membership in 20/21 and recognising the important contribution they made to this unprecedented and difficult year, the Board has agreed to extend an offer of a 50% discount to those members on their 21/22 membership (the fees being frozen at £16 adult for the 4<sup>th</sup> season in a row). Membership income is a vital source of income and supports member services which are not covered by other funding sources such as Sport England. It also provides essential additional funds into the performance budgets. The importance of this income is explained in more detail here <https://tabletennisengland.co.uk/membership/register-or-renew/how-your-fees-support-our-sport/> and the membership fee contribution has certainly helped us weather the covid impact without needing to make redundancies and importantly allowed us to continue to provide support and benefit to the members through webinars, return to play advice, assistance access external grants and preparing to help the sport bounce back. The Board acknowledges the arguments in the rationale but it is not realistic to simply create equality but refunding everyone's fees which would have a detrimental effect on everyone, and some more than others, going forward.

The Board did consider if it could offer a bigger refund or discount. In the end, balancing all factors and considering their fiduciary duties to the company and the members to ensure the company is not placed into a position of financial instability, the directors concluded that a 50% offer was fair, balanced and a manageable risk. Over the course of the season very few requests for refunds have been received and as of 20 May less than 600 members (less than 5% of 20/21 members) have registered their request for the 50% discount on next season. That figure will of course increase, and the Finance Committee will monitor the impact closely and adjust budgets accordingly.

20/21 members 13,778

20/21 membership fees £223,344

Reserves £433,082

Reserves policy of 3 months operating costs £457,710



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## 2 Special Resolution

## P Charters (Berkshire)

In Article 3, amend definition of Independent Director as follows:

**Independent Director** means a director of the Company appointed in accordance with Article 24, who is not the Chairman and is determined by the Board as being independent, ~~including, but not limited to, their having no material or pecuniary connection with the Company and whom an objective outsider would view as independent;~~ according to the definition of 'independent' as defined by Sport England in its Code of Governance;

*Rationale: Sport England requires that 25 per cent of the Board is comprised of 'Independent Directors'. These are 'Appointed Directors'. Sport England permits table tennis players and/or members of TTE to fall into the category of 'Independent Directors'. However, the TTE Board currently has the power to redefine this definition at its own discretion, and has chosen **not** to allow table tennis player and/or member of TTE to apply for these posts. That is 25 per cent of the Board which TTE Board has decided must come from outside the sport although it is not a requirement by Sport England. This discriminates against table tennis players who have the required skill set from being able to apply for a quarter of the positions on the Board, solely on the basis that they play table tennis. Put simply – if there was a vacancy on the Board for an Independent Director to fulfil a skill shortage say for a financial background, an accountant who played TT in the local league and or had been a coach for 30 years would be prevented from even applying whereas the person who had never played table tennis would be allowed – just because they had never played table tennis. We are limiting our talent pool for Directors by exercising prejudice against table tennis players. It limits our ability to have a wider range of table tennis skills by actively ruling out table tennis players without giving their wider range of skills due consideration. This doesn't over-rule the issue that the best or right man or woman should be selected according to a range of factors. However, it does level the playing field so that table tennis players/members can apply and compete on equal terms with non- table tennis players/members.*

### **Board View**

The Board does not support this resolution. While we have agreed to revise our definition of independent (see below) we do not believe that the Articles are the appropriate place for this to be documented. It is important that the Nominations Committee has the flexibility to take account of all relevant factors and that decisions made now do not bind future Boards unnecessarily. It is therefore most appropriate that the Board's definition of independent is contained in the Board Guidance document.

Board definition of Independent - a person is independent if they are free from any close connection to the organisation and if, from the perspective of an objective outsider, they would be viewed as independent. This does not exclude a current member or player from being defined as independent which shall be at the discretion of the Nominations Committee taking all relevant factors into account. As a general rule a person who has an official function within a club or league or is an active coach or official would not be independent.

Code definition of Independent - a person is independent if they are free from any close connection to the organisation and if, from the perspective of an objective outsider, they



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would be viewed as independent. A person may still be deemed to be ‘independent’ even if they are a member of the organisation and/or play the sport. Examples of a ‘close connection’ include: (A) they are or have within the last four years been actively involved in the organisation’s affairs, e.g. as a representative of a specific interest group within the organisation such as a sporting discipline, a region or a home country; (B) they are or have within the last four years been an employee of the organisation; or (C) they have close family ties with any of the organisation’s directors or senior employees

As is evident the Boards definition of independent is taken from the Code but provides for the Nominations Committee to consider all relevant factors to define close connection – something which the Code would expect and provides for. The Board’s position is that the current definition of ‘independent’ in the Articles is appropriate and does not need changing. Importantly the current definition includes the restriction on material and pecuniary interest which the Code definition does not explicitly however the proposition deletes this.

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### 3 Special Resolution

Board

#### Definition of Registered Players

*That the following definition be added to Article 3.1:*

**Registered** (in respect of a player in a Local League competition) means an Affiliated Member permitted by the regulations of the Company and the Local League concerned to play in that Local League competition who has paid the requisite Company and Local League fees to do so.

*Rationale: The Articles refer to players being registered to take part in a Local League competition but it is not clear exactly how that is defined. The proposition provides a definition.*

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### 4 Special Resolution

P Charters (Berkshire)

That the number of Elected Directors be increased from three to four, as follows:

23 Elected Directors

23.1 Company Members shall elect ~~three~~ four directors, who shall be titled Elected Deputy Chairmen.

*Rationale: Three out of the current 12 Directors on the Board are elected by the membership as Elected Deputy Chairmen. Since 2017, the membership via their representatives from Leagues and Counties can elect three directors (Elected Deputy Chairman) from within the membership, giving the membership greater representation and allowing a wider reach from within the table tennis community. This proposal seeks to increase that figure to four members which is in line with SCoG which permits one third of the Board can be elected. This gives the membership better and greater representation in the decision-making process at Board level. It also guarantees that at least a third of the Board have a direct involvement with the Sport and the membership. It still permits six ‘discretionary’ appointments which primarily focus on skill set requirements via the ‘Appointed Directors’ and allows for at least three of these to be independent in accordance with the requirements in SCoG. The CEO and Chairman, bring that total to 12 Directors*



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### **Board View**

The Board does not support this resolution because it would make it less likely that the wide range of necessary skills, experience and diversity could be provided between the 12 Directors.

The skills matrix that the Nominations Committee uses when recruiting 'Appointed Directors' identifies 23 areas of skills and experience to be covered. In addition, there are requirements associated with the Code of Sports Governance on diversity that must be met. The process for recruiting Appointed Directors allows the Board to prioritise gaps. On the other hand, while the Elected Directors of course bring both table tennis and professional skills to the Board, the election process is not targeted towards any missing skills or areas of expertise. Since two of the Directors (the CEO and Chair) are appointed with a specific skillset, that only leaves 10 Directors to provide the necessary skills, experience and diversity. In this context, a move from 3 to 4 Elected Directors would represent a significant change.

The Board therefore believes that the current composition of Chairman, three Elected Directors, seven Appointed Directors and CEO provides the optimal balance of membership representation and the flexibility to bring missing skills, experience and diversity onto the Board. This is particularly so now that the change in definition of 'Independent Director' permits TTE members to apply for any of the appointed positions ,



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## 5 Special Resolution Elected Directors

Board

That Article 23.1 be amended as shown:

23.1 Company Members shall elect three directors, who shall be titled ~~Elected Deputy Chairmen~~ Elected Directors, one of whom the Board shall designate as Deputy Chairman.

and in consequence Article 3.1 be amended as shown:

~~Elected Deputy Chairman~~ means the director or directors elected as ~~Elected Directors~~ for the time being of the Company;

Deputy Chairman means the Elected Director designated by the Board as Deputy Chairman for the time being of the Company;

In addition that Article 18.1 be amended as shown:

18.1 If the Chairman is not participating in a directors' meeting within ten minutes of the time at which it was due to start, the Deputy Chairman shall chair the meeting. In the absence of the Deputy Chairman, the participating directors must appoint one of themselves to chair the meeting.

*Rationale: The current Articles provide that the three Elected Directors are all Elected Deputy Chairmen. This means that none of them carry the authority which a single Deputy Chairman would have. The proposition is that the Board designate one of the Elected Directors as Deputy Chairman who would then act as a full deputy to the Chairman. The process for appointing the Deputy Chairman is set out in the Board Guidance Pack as follows:*

*Elected Directors are three Board members who are elected by and/or on behalf of the membership and one will be nominated as the Elected Deputy Chairperson. The Elected Directors will recommend to the remainder of the Board their nomination for Elected Deputy Chairperson and the Board will ratify that decision. If there is more than one Elected Director that wishes to be Elected Deputy Chairperson then the Board will appoint on a majority decision.*

## 6 Special Resolution

P Charters (Berkshire)

In Article 23.1, after 'titled, delete Elected Deputy Chairmen' and substitute 'Member Elected Directors' and add 'one of whom shall be nominated by the Member Elected Directors as the Deputy Chairman and ratified by the Board as such', as follows:

23.1 Company Members shall elect three directors, who shall be titled ~~Elected Deputy Chairmen~~ Member Elected Directors, one of whom shall be nominated by the Member Elected Directors as the Deputy Chairman and ratified by the Board as such.

In Article 18.1, after 'was to start', add 'the Deputy Chairman shall chair it. In the absence of the Deputy Chairman', as follows`:

18.1 If the Chairman is not participating in a directors' meeting within ten minutes of the time at which it was to start, the Deputy Chairman shall chair it. In the absence of the Deputy Chairman, the participating directors must appoint one of themselves to chair it.

*Rationale: At the AGM in 2017, the title Elected Deputy Chairmen was conferred on all three of the Elected Directors in order to give them a 'special status' within the Board. In reality, this has had the opposite to the desired effect. As three people – potentially four - hold the title it has diluted the significance of the role and consequently none of them hold a 'special status'. The Elected Directors support a move to ensure one of them is recognised as the Deputy Chair of the organisation therefore ensuring that the membership is always represented within the*



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*Governance structure. To ensure full membership involvement in the process, the Deputy Chair should be selected by and from the Elected Directors. This amendment says that the Board should ratify the position. However, it is worth considering if this position should be approved at the AGM.*

### **Board View**

*The Board does not support this resolution.*

*As set out in the rationale to Resolution 5 the Board has agreed a process for the designation of the Deputy Chairman. From a governance perspective this must be a Board decision, however the process for doing so is more appropriately set out in the Board Guidance Pack and provides for the Elected Directors to identify their preferred candidate. However, it is always possible that two or more individuals might wish to fulfil the role so the Board will be the ultimate decision maker.*

*The title Member Elected Director is superfluous as it is clear they are elected by the membership and the term 'Elected Director' is preferred. The Board has two categories of director – elected and appointed.*



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## 7 Special Resolution

Board

### Election of directors – vote units

*That Article 23.6 be amended as shown:*

23.6 The vote of each Company Member shall count as the following number of vote units:

23.6.1 Individual Company Member: 1 unit

23.6.2 County Representative Company Member: 1 unit

23.6.3 League Representative Company Member appointed by a Local League with ~~30 or fewer teams in membership~~ 120 or fewer registered players: 2 units

23.6.4 League Representative Company Member appointed by a Local League with ~~31-100 teams in membership~~ 121-400 registered players: 4 units

23.6.5 League Representative Company Member appointed by a Local League with ~~101 or more teams in membership~~ 401 or more registered players: 6 units

23.6.6 The number of registered players accredited to a Local League for this purpose shall be the number accredited to it under Article 41 to determine its voting entitlement at a General Meeting.

*Rationale: The number of vote units a Local League has in a director election depends on its size. The Articles currently define this by the number of teams. So the number of teams as well as the number of registered players have to be collected and recorded which doubles the administrative work for leagues and office staff to no good purpose. The proposition is to use the number of registered players instead. To ensure that the balance between leagues of different sizes is maintained the existing provision has been translated on the basis that each team is assumed to have 4 registered players. Thus:*

- 30 or fewer teams becomes 120 or fewer registered players
- 31 to 100 teams becomes 121 to 400 registered players
- 101 or more teams becomes 401 or more registered players



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## 8 Special Resolution

Board

### Elected Director's Term of Office

*That Article 23.7 be replaced by a new clause as shown:*

~~23.7 An Elected Director shall hold office for a term that begins on the day after the Annual General Meeting following his election and terminates not later than at the end of the fourth Annual General meeting thereafter. A casual vacancy among Elected Directors shall be filled in accordance with the procedure set out in 23.2-23.6. The person thus elected shall take office immediately the result of the election is determined and shall serve for the remainder of the term of office of the person giving rise to the vacancy.~~

23.7 An Elected Director shall hold office for a term of four years that begins on the day the position becomes vacant or, if later, the day the result of the election is determined.

*and in consequence Article 25.4 be deleted as shown:*

~~25.4 For the purposes of this Article a year in office, or a year break in office for an Elected Director shall be taken as the period between Annual General Meetings.~~

*Rationale: The current Articles provide that an Elected Director whose predecessor left office early serves only for the remainder of that term before there is a fresh election. It is proposed that if an Elected Director leaves office for any reason whatsoever before their full term is completed it would trigger an election for a new director who would receive a new full four year term. This means that Elected Directors will no longer take office and leave office at an AGM. The deletion of 25.4 is a consequence of this.*

## 9 Special Resolution

P Charters (Berkshire)

Delete Article 23.7 and substitute:

23.7 An Elected Director shall hold office for a period of four years that begins on the day on which the position becomes vacant or the day on which the result of the election is determined, whichever is the later; a casual vacancy among Elected Directors shall be filled in accordance with the procedure set out in 23.3-23.6.

*Rationale: The aim is to create a level playing field so Elected Directors who replace an elected director mid-term can serve a four year term in his/her own right, as is the case with an appointed director. All Directors are permitted to serve a total of eight years (two x four year terms on the Board). However, the same conditions do not apply across the Board, resulting in discrimination against elected directors compared to more favourable terms for appointed directors. In the case of an elected director leaving mid-term, his or her replacement would serve the remainder of the original terms, whereas in the case of an appointed director leaving mid-term, his or her replacement would serve four full years in his or her own right. This could therefore prevent an elected director serving a full eight year term – like an appointed director – as they are discriminated against by ‘inheriting a position’. This also amends a contradiction that an Elected Director should take office immediately, not the day after the AGM. This proposal levels the playing field.*

### Board View

*The second part of the article is unnecessary and contradictory as the concept of ‘casual vacancy’ does not exist if it is agreed that an Elected Director will serve for a full 4 years from the date he/she is elected.*



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## 10 Special Resolution

## P Charters (Berkshire)

In Article 24.2, after 'appointed', add 'or re-appointed', as follows:

24.2 Such directors shall be appointed or re-appointed by resolution of the Board following an open, formal, publicly advertised and transparent selection process by an appointments panel, taking account of the candidate's ability, experience and expertise to fulfil the identified role on the Board.

In Article 25.1, after 'appointed', add 'in accordance with 24.2', as follows:

25.1 A director shall be eligible to be elected, or appointed in accordance with 24.2, for a further term in office provided that he or she is not prohibited under any other provision of these Articles from being a director.

*Rationale: This again is aimed at providing a level playing field between Elected and Appointed Directors; and create a fairer, more open and transparent process for appointments and re-appointments of Appointed and/or Appointed Independent Directors. At the moment, Elected Directors need to be re-elected at the end of their term in an open, transparent manner which gives other members of TTE the opportunity to stand against them. The same does not apply to appointed directors, whose position could be 'rolled-over' or 'rubber-stamped' by the Nominations Committee and/or Board for another four years. This is discriminatory and also limits the opportunities for new talents, skills or diversity to be considered. Existing directors could choose to re-apply for their posts and therefore it would be a fair appointment process which would not prevent others from also applying and the widest, broadest field could be considered. Sport England's Code requires (2.6) 'an open, publicly advertised recruitment process' for the appointment of the Chair and independent non-executive directors. TTE's own Articles support this for all appointed Directors (24.2) 'appointed following an open, formal, publicly advertised and transparent selection process...taking into account of the candidate's ability, experience and expertise to fulfil the identified role on the Board'. One could make a case that a re-appointment is effectively an appointment and therefore these conditions would apply anyway. However, it is ambiguous enough that some might argue it only says 'appointment' therefore creating a 'loophole' whereby a re-appointment can be 'rubber-stamped' without an 'open, transparent, publicly advertised' process. This Resolution clarifies the situation.*

### **Board View**

*The Board does not support this resolution because it goes beyond the requirements of the Code for Sports Governance. If we wish to go beyond the Code, which the Board has agreed to do (see below), it is more appropriate that this is documented in the Board Guidance document. It would not be appropriate for future Boards to be bound by this.*

*The Board does not 'roll over' or 'rubber stamp' re-appointments and there are precedents for Board members not being re-appointed for a second term. A process is undertaken via the Nominations Committee to consider a director's suitability for a second term taking into matters such as skills required, demonstrated commitment and the value they have added in their first term.*

*However, the current Board has agreed to advertise for re-appointments as demonstrated by the process this year when three appointed directors had completed their first term of office. This goes beyond the requirements of the Code for Sports Governance, which sets out the requirement as follows:*



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## 2.4 Code

*Each organisation shall have a formal, rigorous and transparent procedure for the appointment of new directors to the Board, and all appointments shall be made on merit in line with the skills required of the Board.*

*Sport England have also confirmed that the requirement for open and transparent recruitment is only necessary for new directors but that it is of course open for the Board to decide to do it for all appointments as this Board has chosen to do. The Board's view is that an amendment in the articles is not necessary as it goes beyond the Code requirements. Should the Board alter its position regarding re-appointments in the future it is accountable to the membership to explain why.*

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### 11 Special Resolution

Board

#### Company Membership

*That a new clause 30.4 be added to Article 30 as shown and the existing clause 30.4 and subsequent clauses be renumbered accordingly:*

30.4 Every person who wishes to become a Company Member must be an Affiliated Member. A Company Member whose affiliated membership lapses may not act as a Company Member pending renewal.

*Rationale: The current Articles are not clear what happens if a Company Member ceases to be an Affiliated Member – usually through inadvertently allowing his or her Affiliated Membership to lapse. The proposition is that Company Members whose membership lapses would not cease to be Company Members but would not be able to act as such until they renewed their affiliation.*

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### 12 Special Resolution

Board

#### Directors as Company Members

*That Article 30.7 be amended as shown:*

30.7 An Individual Company Member ceasing to be a director shall thereupon cease to be a Company Member and a director ceasing to be a Company Member shall thereupon cease to be a director.

*Rationale: The Articles make the directors automatically Company Members. It is not clear what would happen if a director resigned his or her Company Membership. The proposition is that a director who ceases to be a Company Member would also cease to be a director.*

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### 13 Special Resolution

Board

#### Titles of Company Members who are directors or National Councillors

*That throughout the Articles all references to Individual Company Member shall be amended to Director Company Member and all references to County Representative Company Member shall be amended to National Councillor Company Member; plurals shall be similarly amended.*

*In consequence 30.5 shall be amended as shown:*

30.5 No-one shall be a Company Member in more than one class and no-one shall be a National Councillor Company Member or League Representative Company Member for more than one County Association or Local League.

*Rationale: The Articles currently refer to Company Members who are directors as Individual Company Members. There is no good reason for this and it causes confusion. The proposition is to refer to them as Director Company Members instead. Similarly the Articles currently refer*



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to Company Members who are National Councillors as 'County Representative County Members' and it is proposed to use 'National Councillor Company Members' instead.

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#### 14 Special Resolution

Board

##### Honorary Appointments

That Article 33 be amended as shown:

33.4 The President ~~and Vice Presidents~~ shall be elected for a term ending at the 3<sup>rd</sup> AGM after ~~their~~ election but shall be eligible for re-election at the end of such term.

33.5 The appointment of Honorary Past Presidents, ~~and~~ Honorary Life Members and Vice Presidents may be terminated only by Special Resolution at a General Meeting on a proposal by the Board.

*Rationale: The current Articles require that Vice-Presidents be re-appointed every three years. This creates extra administration to no good purpose. The proposition eliminates the need for this. It would still be possible to remove a Vice-President if the AGM so desired.*

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#### 15 Special Resolution

Board

##### Affiliation Fees

That Article 34.3 be deleted and replaced as shown:

~~34.3 Affiliation fees shall be set only at a General Meeting~~

34.3 A proposal by the Board to increase affiliation fees shall require the approval of a General Meeting

*Rationale: The current Article provides that affiliation fees shall be set only at a General Meeting. This is to prevent the Board increasing them unilaterally. In 2019 two members proposed a large reduction in the affiliation fees to the AGM. Such a motion, if passed, has the potential to damage the Company's financial stability. The Directors owe a fiduciary duty to the company under Company Law. The proposition maintains the need for AGM approval to increase fees, but provides that a reduction in fees would be a matter for the Board who are legally responsible for the financial management of the Company. It would still be possible for a General Meeting to instruct the Board to reduce the fees by a Special Resolution which would require a 75% majority.*

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#### 16 Special Resolution

Board

##### Requisitioning an EGM

That Article 37.3 be amended as follows:

37.3 An Extraordinary General Meeting may be called at any time by the directors and one shall be called at the request of Company Members who represent at least 5% ~~10%~~ of the total voting rights of all Company Members having a right to vote at general meetings. ~~or by Company Members representing one-third of the Local Leagues, whichever is lower.~~

*Rationale: The current Article specifies that an EGM may be requisitioned only by Company Members holding 10% of the voting rights or a third of the leagues. The figure of 10% was originally specified in the Companies Act but the Act has since been amended to 5%. The provision allowing Company Members representing one-third of the Local Leagues is now redundant as that number is several times higher than 5%.*



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## 17 Special Resolution

Board

### Members who play in multiple leagues

*That Article 41.3.2 be amended as shown:*

41.3.2 League Representative Company Member: 1 vote unit for each player registered to take part in the league competition of the Local League by which he or she is appointed. A player registered with more than one Local League shall be required to identify their primary league and shall be accredited only to that league for voting purposes.

*Rationale: At present a player who plays in multiple leagues counts towards the voting strength of each of them. The proposition is that a player should count towards the voting strength of only one league.*

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## 18 Special Resolution

Board

### Casting vote at General Meetings

*That Article 41.4 be amended as shown:*

41.4 In the case of an equality of votes, whether on a show of hands or on a poll, the person who is chairing the meeting shall have a second, or casting, vote. ~~on matters relating to finance but not on any other matters; in any other case the resolution shall fail.~~

*Rationale: The current Article is unnecessarily complicated to no good purpose. The proposition simplifies it.*

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## 19 Special Resolution

Board

### Right of Appeal

*That the current Article 51.1 be replaced by the new Article 51.1 as shown:*

~~51.1 The directors shall make provision for a right of appeal, to the Board of Appeal or otherwise, for an Affiliated Member or Affiliated Organisation aggrieved by a decision or action taken by or on behalf of the Company or an Affiliated Organisation.~~

51.1 The Board shall make regulations to provide a right of appeal to the Appeals Tribunal or otherwise, for an Affiliated Member or Affiliated Organisation significantly adversely affected by a decision, action or omission by or on behalf of the Company or an Affiliated Organisation. and in consequence throughout the remainder of Article 51 replace 'Board of Appeal' by 'Appeals Tribunal'

*Rationale: The regulations covering the Board of Appeal have been comprehensively revised since the current Article was produced. It is now chaired by a QC. The proposition changes the title of the Board of Appeal to the Appeals Tribunal to emphasise its independence from the Company Board and aligns the Articles with the revised regulations.*

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## 20 Special Resolution

Board

### Proxies

Delete Article 44.3:

~~44.3 Except in the case of an organisation, no person shall act as a proxy who is not entitled to be present and vote in his own right.~~

and re-number subsequent paragraphs. In addition:

Amend Article 37.4 as follows:

37.4 All Company Members (or their proxies) and Affiliated Members shall be entitled to attend General Meetings; Company Members (or their proxies) shall have the right to speak and vote and Affiliated Members may speak with the permission of the chairman of the meeting.



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*Rationale: The current Articles require proxies to be Company Members but Company law now permits anyone to be appointed a proxy.*

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## **21 Ordinary Resolution**

**C Dangerfield (Shropshire)**

*Insert into General Meeting Standing Orders, appropriate wording to achieve the following.*

That the poll votes of each Company Member participating in a General Meeting be recorded and retained by the Returning Officer for a period of at least 6 months.

For a period of 6 months after a General Meeting, the General Secretary of a League or County may apply to the Returning Officer to request confirmation of how their own Company Member voted in said meeting. This proposition is in no way intended to directly give the board or staff of Table Tennis England the ability to discover how a Company Member has voted.

*Rationale: There is strong feeling within the community is that more transparency is required within our sport. This push for transparency should not be limited to the board but should also be applied to Company Members when they vote in General Meetings. League representative Company Members and National Councillors are elected. We feel that when a Company Member casts a vote, it should represent the views of the members they represent. We acknowledge that for the most part this happens as we would wish, however, there are reported cases where some Company Members stand accused of not engaging or worse simply ignoring the wishes of those they represent. The principle of this proposal is simple; bring a level of transparency to the voting system that removes the ability for Company Members to vote with anonymity, so they must be accountable for how their vote is cast. Once the information is released by the Returning Officer, it will be at the discretion of the League or County, as to how publicly they share that information. For those Company Members who engage their members and vote in accordance with their wishes, they have nothing to fear in voting for this proposition and we ask for their support. To those who use a Company Member vote as their own, this proposition seeks to remove the anonymity they currently enjoy.*

### **Board View**

*The Board supports this resolution and would look to integrate within the relevant Regulations as soon as practical following the AGM but if passed by the AGM it will take effect immediately*



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## 22 Ordinary Resolution

**Neil Le Milliere (Kent)**

This meeting advises the board to fully support the implementation of sub-Boards England Performance and Player Development to TTE's own Board. Such sub-Boards to be issued with detailed terms of reference to include: Purpose, Scope of Responsibilities, Delegated Authority, Schedule of Meetings, Composition and Board Procedures.

*Rationale: The Resolution is not intended to override the TTE Board or the Code for Sports Governance. There are no committees of the Board which oversee the Performance Team, a key area of TTE's activities. The Performance Team does not have the profile that its crucial role demands at Board level. Sub-Boards England Performance and Player Development should bring together the appropriate skills and experience in a committee of the Board, which enables value added oversight of the Performance Team.*

*The England Performance Board will be composed of those who have relevant expertise from current or recent involvement in elite performance – they will:*

- a. Know what it takes to win;*
- b. Have proven experience in developing players and coaches with the characteristics to achieve success at an elite performance level;*
- c. Have a thorough knowledge of the pathways and structures within England table tennis or other sports systems to include but not limited to, player progression and development, coach education and learning, coaching development, tournament planning, transitioning from the junior to the senior pathway and the medal environment; and*
- d. Recognise duty of care, to players and the 'people who look after the people'.*

*The Chair shall be a member of the Board of Directors and appointed by the TTE Board. In addition to further representation from the TTE board, the England Performance Board will be composed of the following individuals with relevant and demonstrable experience:*

- a. 2 X Player Development.*
- b. 1 X Olympian.*
- c. 1 X Elite Coach and coach educator/developer.*
- d. Other relevant skills or expertise to be considered as and when appropriate.*

*The Nominations Committee is responsible for the recruitment of Board members with the required skills/expertise, working with the chair of the England Performance Board. The TTE Board will approve all appointments. Members of the Executive Team will attend Board meetings.*

*The Player Development Board will be composed of those who:*

- a. Have a knowledge of the pathways and structures within England table tennis to include, but not limited to, participation, coach education, coaching and development and competition;*
- b. Have proven experience in developing players and coaches; and*
- c. Are passionate about wanting, and contributing to, growth and success.*

*The Chair shall be a member of the Board of Directors and appointed by the TTE Board. In addition to further representation from the TTE board, the Player Development Board will be composed of the following individuals with relevant and demonstrable experience:*

- a. Player introduction and retention*
- b. Representatives of Members' Advisory Group, Clubs, Counties and/or Regional Chairs*
- c. Coach and coaching development*
- d. Competition pathway*
- e. Other relevant skills or expertise to be considered as and when appropriate.*



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*The Nominations Committee is responsible for the recruitment of Board members with the required skills/expertise, working with the chair of the Player Development Board. The TTE Board will approve all appointments. Members of the Executive Team will attend Board meetings. Who should be in the frame for these sub-Boards of the TTE board? Adopting this model, TTE's Board would seek to appoint directors to the England Performance and Player Development Boards with relevant elite performance and player development experience, one would be chair. From their backgrounds Don Parker, Dee Paterson could be considered for one or both boards and Priya Samuel, the Player Development board. TTE Board and Nominations Committee may need to review whether the Board has sufficient depth of experience and skill set for these sub-Boards. If not, then at the earliest opportunity directors with these skills and experience will need to be brought in. We would suggest, the starting point for other positions on these sub-Boards is appropriately skilled and experienced members of MAG, Club representatives, County representatives and Regional Chairs. For positions where the full skill set is missing, TTE sub-Board chairperson should identify individuals they would wish to have on their committee(s) and liaise with Nomination Committee to achieve their recruitment. We do not underestimate how difficult a task of improving Performance and Development against a downward trend has been and will continue to be. Setting up sub-Boards will assist in this process by:*

*increasing the body of knowledge going into England Performance and Player Development strategic and operational plans.*

*increasing the oversight of England Performance and Player Development against its strategy and operational plans.*

*This is a major a change in TTE's governance structure as the Performance Team will have a raised profile by oversight being provided by sub-Boards of TTE's own Board. These sub-Boards will be composed of table tennis specialists in their own fields of expertise and, with all these individuals participating and combining with Performance Executives own skills and experience, it should have massive long-term benefits for Performance and Development in our sport. Ultimately, this will give TTE and table tennis the optimum structure to drive the sport forward.*

### **Board view**

*The Board supports the principle of the resolution and is in agreement that it would benefit the sport to establish a sub-committee of the Board with a defined purpose relating to oversight of the talent and performance programme including establishing and recommending KPIs to the Board. The Terms of Reference including scope, composition, delegated authority, frequency of meetings etc will be determined by the Board and published on the website. The Board will be considering the draft at its June Board meeting and will be introducing this committee shortly.*

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**22a** Amendment to the 2021 Table Tennis England AGM on 17 July 2021 Ordinary

Resolution 23 from Neil Le Milliere (Kent)

**Alan Ransome OBE(Cleveland)**

This meeting shares the concerns expressed by National Council and MAG at the unacceptably poor results of our national junior and cadet players in international competition in recent years.



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This meeting recommends that the Board follow the High Performance Management methods used by the Management Committees and Boards over previous decades which has consistently produced far better results and international rankings. These include appointing a Voluntary Committee Chairman to manage this area of work who is given full delegated powers.

The Chairman would appoint a Committee of five or six experts in this field to work with him/her to undertake this activity. This would include the management and training of the senior teams as well as the junior, cadets and Under 12's.

The skill sets of the Committee Chairman is to include previous experience of having played for England at senior level, managed England teams in senior and junior international competitions. The High Performance Committee Chair would report to the Board as required by Board and the Board may set KPI's as part of the monitoring process of the Committee in accordance with the principle set out in paragraphs 1.1, 1.24 and 1.25 of the tier 3 mandatory requirement of the Sport England Code for Sport Governance.

Should a board member with the skill sets, detailed in the paragraph above, be available and willing to undertake this role and appointment in line with this, is also recommended.

Rationale: I have been concerned, in particular, about the standard of our English Juniors and Cadets. I have been raising questions about this both at the AGM and at National Council, for some time. We are in the worst position that we have been, certainly since the second world war and probably earlier, and we all have to face up to this. It is time to be honest and to speak the truth about all of this.

The points that I have raised in the meetings are that we have no England teams in the top sections of the European Youth boys or girls, juniors or cadets. Every team is outside the top 16. In Europe in terms of membership and finance as well as tradition, we are clearly among the top associations, therefore, our team performances and positions as described above are clearly not acceptable. We also have no junior boys in the top 250 in the world ranking. There is also concern about the women's team. Under the new regulations with the ITTF, the question is whether the women would qualify for the World Team Championships in the future, and there is also concern about the possibility of our women finishing behind Wales for the first time in the Commonwealth Games next year.

Peter Charters, to his credit, has opened the discussion on all this with his paper to National Council. I supported Peter in the meeting saying that the current system of producing top players in this country and the people who are managing it have failed. It is my intention to make a further contribution to this debate at the next National Council meeting and at the AGM with this amendment to the Neil Le Milliere Kent Resolution.

In addition to Peter, the Kent Association have recognised the problem and have put forward proposals themselves to change the structure of High Performance Management in Table Tennis England and their initiative in this respect is also to be welcomed.



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Neil Hurford, in his position as Chairman of MAG, has invited me to join his High Performance meeting on 6<sup>th</sup> April 2021 and in my position I felt obliged to offer a contribution to this debate. I am more concerned with finding the solution rather than speaking any further about what has happened over the last few years. I also believe that I am one of the few people who has experience in this particular High Performance field being a former international player and England Team Coach at Junior and Senior level, as well as being a former member of the Selection Committee and member of the Management Committee for 25 years. I took the leading role in High Performance and part of this was the writing of a 100 page proposal to the National Lottery for the Nottingham Academy which raised several million pounds to support the Performance programme over 4 years and achieved our last set of gold medals in the European Youth. This is, of course, in addition to the involvement that I have had with high level programme and as the Head Coach in the Ormesby Club over approximately 50 years which have won many titles and produced a succession of players who have represented England at International level.

Please find attached my proposal. I hasten to add that this is not new or revolutionary in any shape of form, it is just recommending bringing back the policies that have been followed in the past and have been successful between around 1950 to 2012 and have delivered a good degree of success and kept England amongst the top nation in Europe in this period. These policies which have been largely lost and this, together with the lack of high performance knowledge on the Board and in the Senior Management group, is the principle reason for this failure. I am sure that everyone involved has tried very hard and done their best but have not achieved anywhere near the required results. From 1950 right through to 2012 we have always had two very knowledgeable High Performance experts on the Management Committee Board itself, plus a Selection Committee or High Performance Management group overseeing the programme under the Chairmanship of a table tennis expert volunteer who have brought together a team of experts, both professional and voluntary, to manage the programme and this has delivered the success we have enjoyed in the past.

My document was very well received by the group invited for the MAG meeting and was almost unanimously supported.

This meeting included Don Parker (Board Member), Peter Charters (Kingfisher), Denis Neale (Ormesby), Colin Wilson (Corby Smash), Sam Wilson (Corby Smash), Phil Vickers (Head Coach of the Draycott Club), Jason Ramage (Nottingham Sycamore), Kevin Buddell (Joola Plymouth), Sandy Nash (Ellenborough), Liam McTiernan and three parents of the leading English youngsters.

With this amendment I am not looking for the wholesale dismissal of the High Performance team but a reshuffle to put the right coaches in the right position where they can be much more successful with the plan that has proved successful in the past and give our national players and teams a much better chance of returning England to its traditional position amongst the best in international table tennis.



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## **The Plan**

1. Restore the funding required to maintain a Junior and Cadet national programme, plus an Under 12 National Squad with the features as below.
2. Establish national junior and cadet squads with 5 boys and 5 girls in both junior and cadet levels, selecting the best prospects. This would be 20 players in total. The squads would need to follow the programme as below.
  - i. 40 days training for each squad per year with the costs of accommodation, coaching and travel covered. This would be 6 x 5 day camps in the school holiday and 6 x 2 day weekend camps on free weekends. Appropriate practice partners to be invited.
  - ii. Appoint a highly qualified and experienced coach to be in charge of each squad and for that coach to run the camps and coach the teams in matches, both in this country and abroad.
  - iii. Arrange an international event programme with minimum 6 overseas competitions, including the European Youth, with the coach required to be in the corner with the players at those events.
  - iv. The squad coach to work with each of their 5 players with their personal home programme co-ordinating with clubs, personal coaches and parents to ensure maximum improvement is achieved.
  - v. To run an Under 12 national programme consisting of the best 5 boys and 5 girls with regular training and some competition under a specialist dedicated expert coach.
  - vi. Encourage a home competition programme for the squad members including British League, JBL, County Championships, National Championships, Grand Prix and 4 Star Junior Tournaments. Revise the competition programme to ensure the best Junior and Cadets compete with a Senior player both at their level and above.
3. Re-establish the Selection Committee consisting of a volunteer Chairman with strong table tennis High Performance knowledge and giving the Chairman the opportunity to select his team and with the authority to manage the high performance program, as well as ensuring that we have Board Members with experience in High Performance Management.



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## 23 Special Resolution I

## P Charters (Berkshire)

That this meeting instructs the Board of Table Tennis England to set the Table Tennis England's Head of Performance, Key Performance Indicators (KPI's) for improvements. These targets for improvement to be measured by the success of young English teams in the Junior (Under 19 and Cadet (Under 15) age groups in international competition.

*Rationale: The poor state of England's international team performance, already suspected, has been recently highlighted by surveys done with the help of modern technology. See Analysis for European Teams below.*

Analysis of European Countries That Have More Players Than England. Using The Top 300 Players on ITTF Ranking Lists For: Men, Women, Under 18 Boys, Under 18 Girls, Under 15 Boys & Under 15 Girls					
Category	1st	2nd	3rd	England Position	
Men	France - 16 players	Germany - 15 players	Russia - 10 players	11th - 4 players	
Women	France - 8 players	Poland - 8 players	Russia - 8 players	22nd - 2 players	
Under 18 Boys	Czech Republic - 13 players	Russia - 12 players	France - 12 players	20th - 3 players	
Under 18 Girls	France - 10 players	Russia - 10 players	CZE/ROU - 8 players	7th - 5 players	
Under 15 Boys	Sweden - 11 players	Russia - 10 players	Slovakia - 10 players	8th - 7 players	
Under 15 Girls	Russia - 22 players	France - 9 players	Poland - 9 players	30th - 1 player	
This list is reflective of strength in depth ie top 300.					

*But for the skills and commitment of Liam Pitchford and the strength and dedication of Paul Drinkhall (both of whom played for GB in the 2012 London Olympics) England's international performances would trouble the inventiveness of even our website reporter. Worse still is the state of our juniors with no sign of the successors to Sam Walker and Tom Jarvis let alone Pitchford and Drinkhall. I can find no logical reason for this as the talent base must be there; the conclusion therefore must be that the TTE Performance Team have the wrong strategy to help our young players achieve their potential. The present Director of Sport, was employed in March 2014 to succeed me in my voluntary role as Head of Selection & Performance. and I was told by the then Deputy Chair of the National Association, Sandra Deaton that although he was not from table tennis, his position would be strategic. It seems that at present, all these years on, it is the strategy that has not worked. Therefore, he must be the responsible person for the state of the English teams despite this country having some quality coaches. I read with interest the TTE Key Performance Indicators (KPI'S) set in 2015 for Elite Performance: "We will aim to have seniors, juniors and cadets in the world top 20 consistently by 2025". Somewhat ambitious but I sincerely hope that this is to be achieved.*

### Board view

The Board does not support this resolution, although it does support the need for KPIs in relation to talent and performance. The newly established Talent and Performance sub-committee of the Board will have as one of its roles the consideration and recommendation of KPIs as well as reviewing and monitoring progress against them. The Board respectfully requests that it is for that committee and ultimately the Board, using the skills and high performance experience on it, to determine what the relevant KPIs are, not the AGM.



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## 24 Ordinary Resolution

## P Charters (Berkshire)

That this meeting urges the Board of Table Tennis England to set the Table Tennis England's Head of Performance, Key Performance Indicators (KPI's) for improvements. These targets for improvement to be measured by the success of young English players in the Junior (Under 19 and Cadet (Under 15) age groups in international competition.

*Rationale: The poor state of England's international team performance, already suspected, has been recently highlighted by surveys done with the help of modern technology. See Analysis for European Teams below.*

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Under 18 Boys	Czech Republic - 13 players	Russia - 12 players	France - 12 players	20th - 3 players	
Under 18 Girls	France - 10 players	Russia - 10 players	CZE/ROU - 8 players	7th - 5 players	
Under 15 Boys	Sweden - 11 players	Russia - 10 players	Slovakia - 10 players	8th - 7 players	
Under 15 Girls	Russia - 22 players	France - 9 players	Poland - 9 players	30th - 1 player	
This list is reflective of strength in depth ie top 300.					

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