

WELSH ATHLETICS LTD

ANNUAL GENERAL MEETING

Annual General Meeting held at the Metropole Hotel, Llandrindod Wells on Saturday 25 October 2014.

Present:

Members of Welsh Athletics Ltd

Sue Sayer	President
John Collins	Vice President
Lynette Harries	Vice President / Chair of General Council
Carol Anthony	Chair of Board of Directors
Matt Newman	Chief Executive Officer / Director
Steve Perks	Director
Joyce Tomala	East Wales Regional Council
Keith Matthews	South Wales Regional Council
Dilwyn Davies	Welsh Schools Athletic Association
Anthony Curry	Aberdare Valley AAC
Fred Malkin	Barry & Vale Harriers
Peter Sowerby	Brecon AC
Deborah Bull	Cardiff AAC
Hedydd Davies	Carmarthen & District H
Mary Jones	Cwmbran Harriers
Denise Harris	Deeside AC
Alan Currie	Neath Harriers
Hilary Goodger	Newport Harriers
Michelle Williams	Para Fit Hoplites
Elizabeth Rowland	Pembrokeshire Harriers
Marian Williams	Swansea Harriers
Dave Edwards	Wrexham AAC

Also present:

Judith Gooding	General Council
Tony Balmont	Cardiff AAC
Bernard Harris	Deeside AC
Ken Goodger	Newport Harriers
Jeff Marsden	Officials Committee
Nigel Rowland	Pembrokeshire Harriers
Dee Davies	Rhayader RC

Debra Howells	Rhymney Valley AC
Keith Powell	Rhymney Valley AC
Dic Evans	Welsh Athletics Cross Country Committee
Pete Morris	Welsh Athletics Governance Group
Gwyn Williams	Welsh Athletics PCP Task Group
Kay Chapman	Welsh Athletics, Operation Support
James Williams	Welsh Athletics, Head of Operations
Brenda Currie	Minutes Secretary

Proxy Votes received from:

Ivor Adams	Life Member
Jeff Aston	Les Croupiers RC
Paul Beeson	Maldwyn RC
Lindy Eynon	TROTS

1 President's Welcome

- 1.1 President welcomed delegates to the company's eighth AGM.
- 1.2 A minute's silence was observed for those who had passed away since the last AGM – Les Baldwin, Edwin Llewelyn Eaton, Cyril Haskins, Kay James, David Littlewood, Clive Thomas, Hywel Williams and Tom Wood.

2 Apologies for absence

- 2.1
 - Sally Jones Evans Director
 - Ivor Adams Life Member
 - Jan Nugent Life Member
 - Jeff Aston Les Croupiers RC
 - Alison Tickner Oswestry Olympians
 - Gareth Hughes Prestatyn RC
 - Gwilym Williams Welsh Schools Athletic Association
 - Bob Frost Wrexham AC
 - David Alun Williams Wrexham AC
- 2.2 Question from Mary Jones (Cwmbran Harriers) re apologies for missing Directors. It was noted that Sally Jones-Evans was away in Africa. Carol Anthony stated that during the last year there had been a 100% attendance record for the directors at the Board meetings.

3 Minutes of 2013 AGM

- 3.1 The minutes were unanimously accepted as an accurate record with the following three amendments:
 - 1.2 At end of paragraph add 'the British and Welsh Championships'.
 - 1.5 Replace 'stains' with 'strains'.
 - 13.1 replace 'Award of Honour' with 'Meritorious Award'.

4 Matters Arising

4.1 No matters arising.

5 Appointment of Scrutineers

5.1 Bernard Harris and Judith Gooding, both non vote holders, were appointed scrutineers.

6 Report of the Board of Directors

- 6.1 The Chief Executive Officer (MN) apologised for the fact that some members had only received an electronic copy of the Annual Report. There had been some issues with the production of the report and priority had been given to distributing hard copies of the report to clubs.
- 6.2 The Chair (CA) touched briefly on events during the year and emphasised that despite not achieving the projected medal count at the Commonwealth Games, more athletes than ever before had achieved the stated qualifying standards.
- 6.3 The Chair (CA) stressed the importance of looking to the future and taking a proactive approach. Athletics now operates within a business orientated world and it was important to appreciate the key role played by our funding partners.
- 6.4 The Chair (CA) thanked the volunteers and professional staff for their commitment to the sport throughout the year.
- 6.5 The Chief Executive Officer (MN) reported that a final agreement had been reached with the Welsh Schools Athletic Association regarding funding. Monies from Run 4 Wales will be used to safeguard their future domestic and international competitions.
- 6.6 All eight School Districts are now serviced by Network Officers under the direction of Chris Moss, thereby linking schools with Welsh Athletics.
- 6.7 A new structure has been created with coach development at its heart. With a surge in membership, increasing the number and ongoing training of coaches is vital.
- 6.8 A recent report stated that over 13% of the adult population takes part in running activities and it will be a major challenge to try and engage with that community.
- 6.9 NHS Wales is in dialogue with Sport Wales regarding the health and fitness of the nation and it is vital that Welsh Athletics continues to work closely with the Sports Minister and the Welsh Government.
- 6.10 Question from John Collins (Vice President) regarding lack of coverage in the report of the recent IPC European Championships held in Swansea. It was noted that although there was not a specific article about the event, there was a reference to it in the report.

6.10 Question from Marian Williams (Swansea H) regarding the structure of the Performance Team. It was explained that Welsh Athletics was in the process of implementing staff changes as a result of 18 months of discussions with Sport Wales. Scott Simpson (SS) has explained the new changes on the website.

Action: SS to attend a General Council meeting to explain the new structure

6.11 The Report of the Board of Directors was accepted unanimously.

7 Financial Report and Accounts

7.1 The accounts had been prepared by O'Brien & Partners, Chartered Accountants.

7.2 There had been an increase in income (£1.3 million) but also an increase in expenditure resulting in a loss of £20K. However this has to be viewed in the context of a four year cycle: year one - £172K surplus, year two - £3K surplus and year three - £20K deficit, resulting so far in an overall surplus of £155K. The reserve threshold is £140K.

7.3 Welsh Athletics has had a strong working relationship with Sport Wales and during the last year there has been a 29% increase in funding from Sport Wales and their investment has doubled since 2009. However Sport Wales is under pressure and it is anticipated that there could be a reduction in future funding.

7.4 It was noted that UKA has not had a particularly good financial year with the events side of their operation not generating the expected income. This has a knock on effect with reduced funding for the home nations.

7.5 The current financial situation is healthy but there are question marks over future funding. The Finance Sub Group is aware of the challenges and options.

7.6 Question from Peter Sowerby (Brecon AC) regarding plans for the £250K in reserves. Monies will be needed for contingency funds because of changes in the investment cycles. The Sport Wales funding cycle is now linked to the Commonwealth Games and budgets have to be submitted now for the next cycle which is 2015-2019. Members were reminded that reserves have to be maintained to offset possible cuts but it was also noted that Welsh Athletics is a not for profit organisation.

7.7 Question from Dee Davies (Rhayader) regarding provisions for bad debts.

Action: The Chief Executive Officer (MN) to respond following investigations

7.8 Question from Joyce Tomala (East Wales Regional Council) regarding future plans to seek sponsorship in monies, not in kind. The sponsorship market has changed, although the company is doing well with sponsorship

in kind. The challenge is to look at our events portfolio and try to match sponsors. The Run 4 Wales operation is generating income at the moment and if its event portfolio grows then the income stream will grow and will benefit Welsh Athletics as a whole.

7.9 Income from membership is small relative to some other sports, but there is a fine line to be drawn as it is important not to penalise our athletes.

7.10 There is a need for a closer scrutiny of each of our activities, highlighting the costs involved.

Action: Clubs to be provided with information showing true costs of running different events

7.11 Question from Dilwyn Davies (Welsh Schools) regarding licence fees. Following the agreement with UKA, fees are mostly retained by Welsh Athletics. However it was noted that Scotland had opted out of the agreement and their respective regions have benefitted from the income.

7.12 Question from Keith Matthews (South Wales Regional Council) regarding the Internal Financial Audit. It was noted that this was carried out by Keith Matthews and Carol Anthony on 20 October 2014. The two issues identified by the 2013 external review regarding supplier statements and sales invoices have now been addressed. The Internal Review recommended that the Financial Regulations and Controls manual should be reviewed and amended by March 2015.

7.12 The Financial Report and Accounts were approved and adopted unanimously.

8 General Council

8.1 The Chair of the General Council (LH) reported that the General Council is in the process of examining its operational role. Closer relationships with regions and committee secretaries and representatives are being forged so that specific agenda items can be formalised.

8.2 Development of the working relationship between General Council and James Williams, Head of Operations, is vital.

8.3 Improving communication will be a key focus this year and clubs are urged to attend their regional meetings so that issues can be discussed and acted upon, thereby improving the organisational side of Welsh Athletics.

8.4 General Council report was accepted unanimously.

9 Appointment of Accountants

9.1 It was agreed to continue with O'Brien & Partners.

10 Appointment of Patrons

- 10.1 Lynn Davies CBE, John Disley CBE and Rhodri Morgan were appointed as Patrons of the company.

11 Appointment of Directors to the Board

- 11.1 No changes

12 Election of President and Vice Presidents

- 12.1 No change in appointments

13 To consider nominations for the following appointments:

- 13.1 Chair of General Council Lynette Harries
13.2 Secretary of General Council Joyce Tomala
13.3 Secretaries of Athletics Committees
13.31 Track & Field Marian Williams
13.32 Cross Country Sharon Leech
13.33 Mountain Running Arwel Lewis
13.34 Road Running Paul Brooks
13.35 Trail Running Matt Ward
13.36 Officials Jeff Marsden
13.4 Task Group Co-Ordinators
13.41 Progressing Coaching for Performance Gwyn Williams
13.42 Athletics Networks Chris Moss
13.5 All posts were approved en bloc
13.6 It was noted that very few nominations for the posts had been received.
For the organisation to grow and develop it was important to engage people and encourage them to take an active role in our sport.

14 To consider the Report of the Awards Panel

- 14.1 To receive and accept the recommendations for the Meritorious Award
Terry Alcock Official
Brian Alvey Official
Sue Alvey Official
Jo Davis Swansea H
Mike Guest Coach
David James Official
Beth Jones Llanelli AAC
Dawn Kenwright Sarn Helen
Arwel Lewis Eryri H
Nigel Lewis Coach
Fred Malkin Barry & Vale H
Margaret Matthews Volunteer
Sue Maughan Official

John Messum	Deeside AC
Gareth Oldham	Powys Schools
Carys Parry	Rhondda AC
Lyn Rees	Sarn Helen
Martin Rees	Masters Athlete
Adrian Thomas	Coach
Jack Thomas	Walking
Geoff Ward	Coach
Jim Whelan	South East Wales Schools
Brian Williams	Official

14.2 To receive and accept the recommendation for the Award of Honour
Haydn Tawton Official

14.3 An appeal was made for clubs to nominate persons for the above awards as there are many people who have worked tirelessly for our sport over many years but they are not being nominated for awards.

14.5 In the past, information regarding when officials and coaches first qualified was held by the office. However this type of information is not now available. A proactive approach needs to be enacted in order to identify eligible persons in the future. The officials and coaching organisers need to establish a record base in order to maintain this information.

14.6 It was pleasing to note the Roll of Honour had been reinstated in the Annual Report. Clive Williams had offered to maintain these records.

Action: Accurate up to date version of the Roll of Honour to be placed on the website

14.7 All nominations were accepted unanimously.

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

15.1 Delegate to the Commonwealth Games Council for Wales Executive Committee – Scott Simpson

15.2 Delegates (3) to the Commonwealth Games Council
Scott Simpson, Matt Newman, Carol Anthony

15.3 Delegate to the Welsh Sports Association
James Williams

15.4 Approved en bloc

Action: In future nominations to be listed on the agenda

16 Determination of Annual Registration and Affiliation Fees (2015/2016)

16.1 Proposals to accept the current registration fee and club affiliation fee were approved unanimously.

16.2 The issue of fees will be raised at next year's AGM and a set of proposals will be put forward for consideration.

16.3 Question from Mary Jones (Cwmbran H) regarding U11 athletes in the Registration Scheme and the difficulty in extracting information.

Action: James Williams to investigate issues relating to U11 athletes in respect of availability of information and insurance cover and to report back to clubs

17 To receive and accept recommendations to amend the Articles of Association

17.1 Peter Morris, speaking on behalf of the Governance Sub Group, outlined the changes to the Articles of Association proposed by the Sub Group.

17.2 Many of the proposals involved changes to the layout but some were more substantial and these were pointed out.

17.3 All proposals were accepted by the meeting except the changes to Article 22 referring to the availability of minutes.

Action: Governance Sub Group to reconsider Article 22

17.4 Peter Morris commented that nobody on the Governance Sub Group had any legal knowledge and indicated that he had some personal concerns over the wording used in some instances, bearing in mind that they were legal documents. He therefore proposed that the Articles should be checked by someone with a knowledge of Company Law to confirm that they comply with the requirements of Company Law.

Action: MN as Company Secretary to seek legal advice

18 To receive and accept recommendations to amend the Byelaws

18.1 Copies of the revised Byelaws had been circulated, although some members had received them only recently.

18.2 The proposals were accepted subject to confirmation that they are consistent with the Articles.

18.3 Peter Morris wished to express the Governance Group's thanks to Kay Chapman for her assistance in editing the documents.

19 Welsh Language Policy

19.1 Hedydd Davies (Carmarthen H) commented on the fact that all documentation regarding the AGM, including the Annual Report, was in English only and he asked for clarification regarding Welsh Athletics' policy towards the use of the Welsh language, especially with press releases, programmes, posters, website and replying to correspondence in Welsh.

19.2 Welsh Athletics has had meetings with the Welsh Language board, has appointed Angharad Mair (Director) as the Board Champion, and has produced an Action Plan.

- 19.3 It was noted that the Cardiff Half Marathon had bilingual commentary and events are being covered by S4C, for example the Snowdon Marathon. Three members of the Board are Welsh speaking as is James Williams.

Action: Progress report to be presented at General Council

20 Date and Venue of AGM 2015

- 20.1 It was noted that the usual date of the AGM always clashed with the Snowdon Marathon, with which many North Wales clubs are involved.
20.2 AGM 2015 to be held on Saturday 31 October 2015 in Llandrindod Wells.

THE ABOVE MINUTES ARE PROVISIONAL AND SUBJECT TO CONFIRMATION AT THE NEXT ANNUAL GENERAL MEETING.