

**Minutes of the Annual General Meeting held on Saturday 24 July 2010  
Bath Rugby Club commencing at 12.30 pm**

<b>Circulation</b>	:	<b>Membership</b>
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**Members Present:**

Mr R Callicott  
 Mr B Stalker  
 Mr J Boughton  
**Mr K Nicholls**  
**Mr R Dobell**  
 Mrs M Bogdanowicz  
 Mr G Neale  
 Mr R Pickens  
**Mrs D Pickens**  
 Dawn Roberts  
**Mr J Biddiscombe**  
**Mr C Orton**  
**Mr B Kendall**  
 Mrs J Kendall  
 Mr J English  
**Mr K George**  
**Miss S Stephenson**  
 Mr B Kilkenny  
 Mr S Dunne  
**Mr B Osborne**  
 Mr M Kontopoulos  
**Mr A Jones**  
 Mrs J Sharpe  
 Mr R Sharpe  
 Mrs B Totterdell  
 Mr M Peryer  
**Mr P Bohannan**  
**Mr B Youlden**  
**Mr R Richards**  
 Mr R Jump  
**Mr D Rijvers**  
**Mr M Turner**  
**Miss V Skillen**  
**Mr P Lamb**  
 Mrs Lamb  
**Mr L Barry**  
 Mr T Brewer  
 Mrs K Brewer  
**Mr A Bell**  
 Mr P Whiteley  
**Mr G Fowler**  
 In **bold** – voting members

President  
 Vice-President  
 Finance Director  
**Technical Director/UEA Norwich**  
**Playing Director/Malory Eagles**  
 Marketing Director  
 Disability

**ACS Cobham International School**  
 Newcastle Staffs VC  
**Guildford International**  
**London VA**  
**Merseyside VB League**  
 Merseyside VB League  
 Bates Wells & Braithwaite  
**Havant Pumas**  
**Loughborough Students**  
 Referee  
 Referee  
**Essex Chair**

**Wessex VC**  
 Portsmouth  
 Portsmouth

Loughborough Lions  
**Eastern Region/President Competitions Commission**  
**West Midlands**  
**South West**  
 Tameside  
**Richmond VC**  
**Yorkshire UA**  
**Wirral**  
**Nottingham Rockets**  
 Nottingham Rockets  
**BUCS**

**North West**

**UBVC**

**EVA Staff:**

Ms L Wainwright  
 Mr M Lindsey  
 Mr C Handford  
 Mr R Harding  
 Mr S Johnson  
 Mrs M Stephens  
 Mr J Moore  
 Mr R Belton

Chief Executive Officer  
 Head of Operations  
 Head of Technical Development/Excel  
 Head of Marketing  
 Head of Development  
 PA to CEO & Board  
 Business Support Officer  
 Membership Officer

**The meeting commenced at 10.30**

**AGM/10/01      Welcome by the President, Richard Callicott**

The meeting began at 12.30 pm with a welcome to the representatives from the President, Mr R Callicott, he thanked the South West Volleyball Association and in particular Mr R Richards for allowing the AGM to be held at the Whitefield Tournament in Bath. The President then informed the AGM that Dr D Anthony was absent due to illness.

**AGM/10/02      Appointment of Tellers**

Messrs M. Lindsey, J Moore and K George were appointed as tellers for the meeting.

**AGM/10/03      Apologies for Absence**

Dr D Anthony	Honorary Life President
Mrs J Inman	Development Director
Mrs F Bussey	Ashcombe VC
Mrs D Austin	Coach/Academy of Beach Sports VC
Mr K Hamblin	Competitions Commission - Plymouth
Mr D Dingle	
Mr C Roberts	Newcastle Staffs VC
Mr R Harrison	President Coaches Commission
Mr W Roberts	President, Schools & Youth Commission
Mr D Barr-Hamilton	Lelardoux Exiles VC
Ms Ade McGraa	Competitions Commission

**AGM/10/04      Confirmation of Eligibility to Vote**

The President reminded the audience of the requirements according to the Constitution for eligibility to vote. It was confirmed that at the commencement of the meeting 13 persons in total were eligible to vote. A representative from Loughborough Lions queried why they were not eligible. The President explained that there were procedures set out in the Articles specifically stating that to vote a representative is required to produce signed papers from the Club Secretary to that affect.

The decision to withhold voting was upheld.

**AGM/10/05      Minutes of the Meeting held on 25 July 2009**

(To approve the Minutes of last year's Annual General Meeting held in Bath)

The acceptance of the Minutes was proposed by Mr P Bohannon and seconded by Mr J Boughton.

**AGM/10/06      To receive the Annual Report 2009/2010**

The President went through the list contents of the Annual Report with no queries or disagreements being received from the audience. The contents of the Annual Report were accepted by Mr C Orton and seconded by Mr J Biddiscombe.

The Chief Executive took the opportunity to highlight some of the year's lows.

- i). It is very clear that Volleyball England had grown considerably, not just in finances but in staff and at times communication was not always at its best or timely. The Chief Executive gave her sincere apologies to members and assured them that a more robust Communications Plan was being put into place across the association.
- ii). Recruitment challenges in the last year had an adverse effect on the growth of Development work. This has now been rectified with a new and energised team, together with 16 CDCs totally committed to delivering our vision.
- iii). The changes with the Coalition Government has resulted in significant changes to the programmes we deliver, some being halted, some being delayed and new ones starting. The Senior Management Team are endeavouring to keep up to date with the changes to ensure Volleyball England is in a favourable position with regard to funding and support in the future.

An external audit has been carried out by Sport England and UK Sport. This audit was carried out in the first year of operation at our request so that any potential problems were identified ahead of time. Volleyball England gained reasonable assurance in the audit.

The members and volunteers in the Blackpool area were given only 3 months notice to host the SWATCH FIVB World Junior Championships, due to it's cancellation in Mexico. The whole team did an exceptional job, along with BVUK. The NTO's were outstanding dealing with 3 weeks full on activity and the Chief Executive wanted to put on record her personal thanks for all their continued hard work and support.

Despite not securing funds from Sport England, (due to the limited amount of Excel Funding) we decided to develop the National Volleyball Centre and proceed with our plans and secured alternative funding from a variety of sources. The Centre is now nearing completion and will be fully operational in November, when the accommodation block is opened.

Richmond VC have received the Sports Club of the Year Award from the CCPR which is great recognition for both Richmond and Volleyball – our first ever winners!

The 16 CDC's have achieved a Gold Standard in terms of outcomes on the Young People Programme (PESSYP).

This year, FIVB Level 1 & 2 Courses were held in Norwich where 50 Coaches gave up their time to enable this. With the growth and appetite of our members a further Level 2 course is now planned for later this year. Never before have we seen so many opportunities for coach development in England.

Our largest achievement by far is the Sitting Volleyball programme which is now fully integrated within Volleyball England. In the World Championships the men came 17<sup>th</sup> and the women 11<sup>th</sup> which was a great result for their first year of entering. There are now 8 clubs delivering Sitting Volleyball generating considerable publicity across the country. The success to this programme is attributed to Mr G Neale with Mr C Handford and Mr M Rogers working alongside the team of Sitting Volleyball Advisors.

The Chief Executive expressed her thanks to:

BVUK for agreeing to be the promoters of the SWATCH FIVB World Junior Championships in Blackpool.  
Sport England, UK Sport, CCPR and the Youth Sport Trust for constantly providing support not just financial but also advice in general.

The Board Members who support us by giving up their valuable time to attend meetings and dealing with the constant emails and work of the association.

The Volunteers who continue to give endless hours of dedicated sport to this game and keep this sport going; we could not manage without you.

The focus for the Team next year is on Development and on our Membership. The Membership review came back with 800 responses giving constructive feedback and the whole of the Development Team in the organisation are spending a significant amount of time over the next few weeks looking at how we can improve our service.

The President then expressed his appreciation to those who reported on the various activities.

#### **AGM/10/07 To receive the Financial Report 2009/2010 and to consider the appointment of auditors**

The P&L Account is in line with the budget and profit with a reasonably healthy balance sheet.

The change in Government will have a significant impact on public spending so to keep our assets in a more liquid form will be beneficial to us. The Board are in discussion of the possible effects of any grant reduction imposed on us and how we best position ourselves.

Mrs M Bogdanowicz is driving the brand positioning and brand development in Volleyball England giving marketing an opportunity to enhance the revenue from other sources which is needed to maintain momentum.

The Finance Director recommended that Volleyball England continued with the present auditors to keep continuity but would be proposing at the 2012 AGM to change.

The members approved this recommendation.

The Finance Director thanked Mr C Inman who had recently left his position as Finance Manager at Volleyball England for his commitment and hard work for the past 10 years.

The Financial Report was accepted by the AGM and seconded by Mr P Bohannan.

#### **AGM/10/08 Resolutions - Proposed Articles of Association and "Framework"**

The President introduced Mr J English from the Sports Department of Bates Wells & Braithwaite London LLP.

The Articles proposed will be supported by a non statutory document – the "Framework". The purpose of the "Framework" is to set out the details relating to the operation of Volleyball England but which should not necessarily be in the Articles. The law has now changed with the Companies Act 2006 being brought in force fully last year. One of the purposes of the Act is to support small business and organisations, simplifying terminology and reducing bureaucracy. It also imposes strict obligations on the Board of Directors in terms of their duties to the Association. If the Articles are not changed the Association may be left with a constitution which is open to public scrutiny but which is out of date and out of touch.

Changing the Articles would bring together the various separate strands of the current Constitution.

The major changes in the Articles are the introduction of the Joint Strategy Implementation Group and the way nominations to the Board are made. This is designed to make the Constitution more robust.

To pass the resolution 75% of the votes must be in favour and once passed the resolution cannot be amended.

The President confirmed that the Proposals had been issued prior to the Annual General Meeting for consideration and gave the audience the opportunity to speak for or against.

Mr B Kendall asked why does the motion not allow amendments? Mr J English responded it is matter of company law and if amendments are requested the proposal would not be validly adopted in law as it is a special resolution.

Mr B Kendall then asked who decided the membership could only be clubs? Why cannot there be 2 or 3 types of membership as voting members? Mr J English responded that it was the Board and the legal team that together made the decision to rationalise the voting members.

Mr B Kendall also stated his concern that the new right of directors to veto anyone being proposed to the Board could potentially result in the Board of Directors being self perpetuating. Mr J English responded that it was appropriate for the Board to choose for election those people best qualified and experienced for the Board. The Board of Directors have a legal obligation to act properly at all times.

Mr B Kilkenny requested confirmation that the "Framework" document is a not statutory document and Articles are statutory and in the event of any clash or conflict – do the articles prevail? Mr J English confirmed that this was the case as the Articles are the statutory rules of the Association.

Mr L Barry requested clarification on the competency based criteria and process on the selection of proposed Board of Directors. It was confirmed that a role description would be issued and selection would be put forward to a panel.

The Judicial Panel can be formed pursuant to the power in the Articles for the directors to delegate their authority.

A number of members queried the voting procedure. The President confirmed that to obtain a proxy vote a letter is required to confirm representation. Mr J English also confirmed that if the resolution went through the voting procedure which reflects the law would not materially change.

Mr Alan Bell was concerned with the impact on grass root developments as voting is being limited which leaves out 90% of players and concentration will be on the National League.

It was confirmed that Commissions would consist of a President and 5 other members.

The Chief Executive confirmed that the draft Articles and "Framework" were sent out to the Presidents of Commissions 3 months ago for feedback and specifically asked Commission Presidents to circulate for comment to people they felt would be interested and able to contribute.

Mr B Osborne stated that he did not agree with some items in the Articles but would support it as he had complete confidence in the Board but would ask the Board to consider some of the concerns and messages heard at the meeting. The President confirmed consideration would be given.

Due to late arrivals a recount of eligible votes was taken – 20 votes were confirmed.

The President addressed the audience that the proposal is that the new Articles of Association and Framework document that take in to account the New Companies Act be accepted – those in favour please show. 15 votes for the proposal, 3 against and 2 abstentions were received. The motion was carried.

#### **AGM/10/09 Election of Officers**

The President referred to the nominations which had been received for posts up for election.

The following posts were elected and uncontested:

Vice President	Mr B Stalker
Marketing Director	Mrs M Bogdanowicz
Development Director	Mrs J Inman
Technical Director	Mr K Nicholls
Beach Commission	Mr M Kontopoulos
Competitions Commission	Mr P Bohannan
Referee Commission	Mr B Kilkenny
Regional Commission	Mr C Orton

16 Votes for and 4 abstentions were received. All nominations are elected.

#### **AGM/10/10 Concluding Remarks**

The President thanked everyone who had attended the meeting and contributed to the debate and drew attention to the 4 Year Plan with the huge challenge that faces us to increase the number of players to retain the current level of grants. Our Development Team has done a fantastic job in securing funds which without doubt will become harder.

The President closed the meeting and wished everyone a safe journey home.

Mrs B Totterdell took the opportunity to inform the audience that she had been commissioned by Dr D Anthony to research and write a book on the History of Volleyball. Whilst she had been able to obtain information from the Volleyball England archives, if anyone had any stories or anecdotes to pass on it would be appreciated.

**There being no further business the meeting closed at 1.45 pm**