

SPORT RESOLUTIONS

SPORTS DISPUTE RESOLUTION PANEL LIMITED (trading as Sport Resolutions)

Company number: 03351039

Minutes of the Annual General Meeting of the Sports Dispute Resolution Panel Limited held by video conference call on Thursday 01 October 2020 at 13:00.

Present:

Edwin Glasgow QC	Independent Non-Executive Director / Chair
John Palmer	Senior Independent Non-Executive Director
Richard Harry	Chief Executive
Nigel Smith	Independent Non-Executive Director
Tracy Harrison	Independent Non-Executive Director
Jacqui Traynor	Independent Non-Executive Director
Martin Gibbs	Independent Non-Executive Director
Alison Mitchell	Independent Non-Executive Director
Lizzie Simmonds	Representative Director – British Athletes Commission
Keith McGarry	Representative Director – Northern Ireland Sports Forum
Richard Hendicott	Representative Director – Welsh Sports Association
Leigh Thompson	Representative Director – Sport and Recreation Alliance
Richard Bryan	Representative Director – Professional Players Federation
Adrian Stockman	Representative Director – British Paralympic Association
Warren Phelops	Representative Director – European Sponsorship Association
Shahab Uddin	Representative Director – British Olympic Association

In attendance:

Ross Macdonald	Business Manager / Company Secretary
Duygu Yetkincan	Marketing and Communications Manager
Catherine Pitre	Head of Case Management

1. Minutes

The minutes and summary minutes of the Annual General Meeting held on Thursday 5th December 2019 were signed as a true record of the meeting. The minutes will be published on the Sport Resolutions website.

2. Report and Financial Statement

The Financial Statement and Directors' Report of the Company (Full Accounts) for the year ended 31 March 2020 were considered. The accounts were audited by SBM & Co Chartered Accountants. The Members were advised that the accounts had been recommended for approval by the Audit and Risk Committee (ARC), and subsequently approved by the Management Board. The accounts will be submitted to Companies House and published on the company website.

3. Directors Report of Activities

The Chair presented the Annual Report to the Members of the Company. This included a report on the activities of the company and a report on the activities of the National Anti-Doping Panel and National Safeguarding Panel. The report will be published on the company website.

- i. The Chair thanked the directors and secretariat for their efforts during unprecedented times. Despite the measures in place during the COVID-19 pandemic the company continues to operate at a very high standard.
- ii. The Chair of the Audit and Risk Committee (ARC), Nigel Smith, provided an oral update on the activities of the committee to the Members. The financial year ended 31 March 2020 saw turnover of over £2 million for the first time.
- iii. The Chair of the Marketing and Service Development Committee (MSDC), Tracy Harrison, provided an oral update on the activities of the committee to the Members. Members were advised that the Sport Resolutions seal has now been launched and that the profile of the company continues to grow.
- iv. Richard Harry provided an oral update on the activities of the Panel Appointments and Review Committee (PARC). Members were advised that applications for Sport Resolutions' Panel for the period 2021 – 2024 would open in November 2020. Increasing panel diversity is a priority.

4. Articles of Association

The Members were asked to consider and vote upon the revised Articles of Association. The Chair reminded the Members of the reasons for the amendments, namely the concern that all directors cannot currently discharge their fiduciary duties, and that the current structure does not meet the requirements of UK Sport's 'A Code for Sports Governance'. Compliance is a condition of grant funding.

The Chair thanked Peter Stockwell for his assistance in drafting and redrafting the revised Articles on a number of occasions.

Members were invited by the Chair to comment upon the revised Articles.

A request was made that the proposed amendments to the Articles should now be provided to Members in a tracked version. While agreeing that this could be done, the Chair expressed surprise, in view of the length of time that this matter had been under discussion and the fact that the majority of the Members (whose interest the proposed amendments were intended to protect for the reasons that had been explained) had failed to attend AGMs, that this request should be made at this meeting and without notice.

Another member requested that the Board should always include an athlete representative. The Chair again expressed surprise that no notice of this proposal had been given, and explained that the Articles had been re-drafted to ensure that at least one of the current members (a "Founding Member") would always be on the Board and that it would accordingly always be within the gift of the Members to determine the Directors that they wished to represent their interests. The proposal however, that one group should be given a unique status which was guaranteed by the Articles, was plainly something which all representative directors would need to consider after being given proper notice of the precise wording of the proposed amendment.

Another Member, who was unfortunately not able to connect the audio link to join the "Google Meet" virtual meeting, wished to raise a number of matters and did so firstly by telephoning the Company Secretary, and secondly by posting the matters using the Google Meet "chat" feature. The Chair advised the meeting that his view was that this was becoming an unsatisfactory way of continuing with this item on the agenda and that it would regretfully have to be adjourned for proper consideration at a later date.

The Chair advised the Members that the need to revise the Articles of Association had been discussed in detail at previous meetings, and that all Members had been invited to attend the Board meeting on 5th December 2019 at which this matter was discussed in detail. There had accordingly been plenty of time to engage in the process and put forward suggestions at earlier stages. Given that the request would need to go through proper process and because the draft before the AGM does not contain provision for this request, the Chair adjourned this element of the agenda to a later date.

The Chief Executive advised the Members that he will work with the Business Manager to re-draft the Articles to meet the Members' request and identify an appropriate and proper process to avoid the matter being delayed until the next AGM. The Chair requested that all comments be received within 14 days to avoid further delay.

5. Strategic development

The Chief Executive provided the Members with an oral update on strategic development and future plans for the company.

Members were advised that a revised flexible working policy had been approved post-COVID in light of the success of home working during the past six months. The result of there being fewer staff in the office each day will mean greater consideration is to be given to the floor space required at the new office. Members were reminded that the company will leave 1 Salisbury Square no later than September 2021. Members were advised that there is increased media coverage of the organisation due to the high-profile cases and investigations being administered. Members were informed that Sport Resolutions will be re-tendering to administer the National Anti-Doping Panel from April 2021, and that the Sport England Pilot is nearing completion but is likely to be extended and expanded. Members were advised that there is new impetus behind a national sports ombudsman and the Board will monitor any developments.

Leigh Thompson congratulated the executive team on their performance. The Chief Executive assured the Members that resources are constantly under review and staff capacity is a major factor to consider before any significant additional work is undertaken.

6. Appointment of Officers to the Boards and Committees

The Board made the following appointments until the 2021 AGM.

Chair:

Edwin Glasgow.

Senior Independent Director (SID):

John Palmer.

Management Board members:

All Independent Non-Executive Directors and the Chief Executive (in an ex-officio capacity) will be members of the Management Board.

Keith McGarry, Lizzie Simmonds, and Richard Hendicott be re-appointed to the Management Board in their capacity as Representative Directors.

National Anti-Doping Panel Board

The NADP Board consists of any four Independent Non-Executive Directors of the company. Charles Flint QC be re-appointed as President of the National Anti-Doping Panel.

National Safeguarding Panel Board

The NSP Board consists of any four Independent Non-Executive Directors of the company. Stephen Bellamy-James QC be re-appointed as President of the National Safeguarding Panel.

Audit and Risk Committee

Nigel Smith (Chair), Keith McGarry, Lizzie Simmonds, Adrian Stockman, and the Chief Executive.

Marketing and Service Development Committee

Tracy Harrison (Chair), John Palmer, Martin Gibbs, and the Chief Executive.

Panel Appointments and Review Committee

Keith McGarry (Chair), Tracy Harrison, Jacqui Traynor, Richard Hendicott, and the Chief Executive.

Nominations Committee

Chair, Senior Independent Director and Chair of the Audit and Risk Committee (fixed).

Up to two additional individuals may be co-opted to assist the Committee as required.

Company Secretary

Ross Macdonald.

Equality Champion

Alison Mitchell.

Safeguarding Champion

Jacqui Traynor.

7. Appointment of Company's auditors

SBM & Co Chartered Accountants be re-appointed as the company's auditors.

8. Any other business

None

The meeting closed at 14:00.

Approval


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Chair

Date: 29th September 2021


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Representative Director

Date: 29/9/21

Print Name RICHARD HENDICOTT