

SPORT RESOLUTIONS

SPORTS DISPUTE RESOLUTION PANEL LIMITED (trading as Sport Resolutions)

Company number: 03351039

Minutes of an Extraordinary General Meeting of the Sports Dispute Resolution Panel Limited held by video conference call on Monday 30th November 2020 at 12:00.

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
Martin Gibbs	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
Shahab Uddin	Representative Director – British Olympic Association

In attendance:

Ross Macdonald	Business Manager / Company Secretary
----------------	--------------------------------------

Apologies:

Tracy Harrison	Independent Non-Executive Director
Alison Mitchell	Independent Non-Executive Director
Jacqui Traynor	Independent Non-Executive Director
Adrian Stockman	Representative Director – British Paralympic Association

1. Introduction

The Chair welcomed all to the meeting. Apologies were noted for Tracy Harrison, Alison Mitchell, Jacqui Traynor and Adrian Stockman. The Chair advised that the Company Secretary had made all efforts to reach Warren Phelops, Representative Director for the European Sponsorship Association, but that no response had been received. The directors were advised that Kim Atkinson, Chief Executive at the Scottish Sports Association, had nominated the Chair of Sport Resolutions as their proxy. It was noted that a proxy form had been received and was on file.

The Company Secretary confirmed that the meeting was quorate, with seven member organisations represented at the meeting.

It was agreed that the Chief Executive would run proceedings.

The Chief Executive advised that whilst all directors had been invited to attend the Extraordinary General Meeting, it was for the members of the company to vote on the special resolution. Independent Non-Executive Director's would however be welcome to comment ahead of the vote should they wish to.

2. Consideration of the amended Articles of Association and Special Resolution

The Chief Executive advised that all members had been sent the existing Articles of Association with tracked-changes, the amended Articles of Association to be voted upon, the special resolution to be voted upon, and an email from Richard Bryan outlining the rationale behind the proposal made at the AGM. For the record, the Chief Executive advised that all documents had been sent to the directors on 10th November 2020.

It was noted that Leigh Thompson had requested clarification in advance of the meeting as to the interpretation of item 24 (1) (a) of the amended Articles. The Chief Executive advised all that should a representative of a founding member which is defined as being an 'Athlete Representation Body' be appointed to the Board, no additional founding member need be appointed. It was noted that no other requests for clarification were received ahead of the meeting.

The Chief Executive invited comments from any director present. No comments were made.

3. Voting on the amended Articles of Association and Special Resolution

The Chief Executive advised the directors that the Companies Act required 75% of those members in attendance to vote in favour of the special resolution for the amended Articles of Association to take effect. The directors were advised that, with seven members being represented at the meeting, six votes were required to be in favour of the special resolution for it to be passed.

Each Member body representative was invited, in turn, to give their vote on the Special Resolution. The votes cast were:

British Athletes Commission	Lizzie Simmonds	In favour
British Olympic Association	Shahab Uddin	In favour
Northern Ireland Sports Forum	Keith McGarry	In favour
Professional Players Federation	Richard Bryan	In favour
Scottish Sports Association	Edwin Glasgow Q.C (proxy)	In favour
Sport and Recreation Alliance	Leigh Thompson	In favour
Welsh Sports Association	Richard Hendicott	In favour

The Chief Executive thanked all for their votes and advised that with 100% of votes in favour of the resolution, the amended Articles of Association would take effect immediately.

The Company Secretary advised that the Chair and Senior Independent Director would be asked to sign the resolution. The resolution and amended Articles of Association will be submitted to Companies House within 15 days, as is required.

The Chair thanked all directors for their time and advised that, while one of the primary reasons for the amendment to the Articles had been to relieve those directors who did not attend Management Board meetings from legal responsibility for decisions which they had not been involved in taking, all members would nonetheless always be welcome to pose questions to the Board and to contribute as much as possible.

The meeting closed at 12:30.

Approval


.....
Chair

Date: 29th September 2021


.....
Representative Director

Date: 29/9/21

Print Name RICHARD HENDICOTT