

Annual General Meeting, 29 July 2017, 13.00

The formal notice for the Volleyball England AGM, that takes place at 13:00 on Saturday 29 July 2017 at SportPark, Loughborough University, has now been distributed to all voting members.

As mentioned in the formal notice, enclosed in this mailing is a proxy/appointed representative form for voting members to confirm who will be voting on behalf of their club.

Please note that all clubs wishing to have a vote at the AGM may do so;

1. With an Appointed Representative at the meeting.

Clubs must confirm their Appointed Representative, even if the Appointed Representative is the club chair or secretary, by completing the Appointed Representative section on the enclosed voting forms and returning them to Electoral Reform Services by 12 noon on Monday 24th July 2017 or;

2. By appointing a Proxy to vote on their behalf through a Named Appointed Representative attending the AGM. Clubs must complete the Appointed Representative section on the enclosed Proxy voting forms and return them to Electoral Reform Services by 12 noon on Monday 24th July 2017 or;
3. By completing, signing and dating the attached forms indicating your club's voting intentions and return them to Electoral Reform Services by 12 noon on Monday 24 July 2017.

If a valid form appointing a Proxy or Appointed Representative for your club has not been received by Electoral Reform Services by 12 noon on Monday 24 July 2017, then the club will not be eligible to have a vote at the AGM. A pre-paid envelope is provided for your return.

If you have any questions please do not hesitate to contact me on 01509 227724 or s.dunne@volleyballengland.org.

Yours Sincerely,

Stewart Dunne

Chief Operating Officer

To appoint your proxy or representative, complete this form and return it to ERS in the pre-paid envelope supplied.

APPOINTMENT OF PROXY:

I confirm that [club name] will not be represented at the Volleyball England AGM on 29 July 2017 and would like to nominate the Chair of the meeting

or to vote by proxy on behalf of [club name].

OR APPOINTMENT OF REPRESENTATIVE:

I confirm that will be representing [club name] at the Volleyball England AGM on 29 July 2017 and has been authorised to vote on behalf of

..... [club name].

If you wish to instruct your proxy or representative how to vote on the Resolutions and Elections please place a tick in the relevant boxes below. Failure to tick a box will result in an abstention being recorded.

Proposals	For	Against	Abstain
Proposal 1 Naming of roles - to align Articles with changes in titles	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 2 Composition of the Executive Board - to change the titles, roles and increase the number of portfolio members on the Executive Board to meet the needs of the Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 3 Appointment and Retirement of Elected Directors - to define appointment of Directors and Term of Office	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 4 Committees and Working Groups	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 5 Annual General Meeting - Clarification of Procedure	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 6 Financial Transparency	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Executive Board - Talent Director	For	Against	Abstain
Jefferson Williams	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Executive Board - Inclusion, Diversity and Human Resources Director
No nominations have been received

Executive Board - Public Relations and Communications Director	For	Against	Abstain
Simon Griffiths	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Executive Board - Insight and Research Director	For	Against	Abstain
Seyram Atubra	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Work Stream Lead - Children and Young People Lead	For	Against	Abstain
Stephen Kerr	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Executive Board - Coaching Lead
No nominations have been received

Work Stream Lead - Competitions Lead	For	Against	Abstain
James Murphy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Work Stream Lead - Technical Lead	For	Against	Abstain
Carol Gordon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please remember to sign and date this form

Club Name:Affiliation Number:.....

Name:..... Position:.....

Signed:.....Date:.....

To be valid, this proxy/appointed representative form must reach the office of Electoral Reform Services, 33 Clarendon Road, London N8 ONW by no later than **12 noon on Monday 24 July 2017**. A pre-paid envelope is provided.

Revisions and proposals for changes to the Articles of Association of English Volleyball Association Limited.

AGM July 2017

Proposal 1 – Naming of roles

Reason: to align Articles with changes in titles

To remove all references of the following titles and replace as stated

1. WOVD and replace with WPV (World Para Volley) -4.6,4.23,
2. The President with The Chair
3. The Vice President with The Vice Chair
4. The Commissions with Working Groups
5. Co-opted Directors to Non- Executive Directors
6. Joint Strategy Implementation Committee to Strategy Review Group

Proposal 2 – Composition of the Executive Board

Reason: to change the titles, roles and increase the number of portfolio members on the Executive Board to meet the needs of the Association.

11.1 Composition of the Executive Board

11.1.1 The Chair will be an independent person, recruited through an open and transparent process and appointed by the Board.

11.1.2 The Vice Chair will come from the membership of Volleyball England and shall be elected by the members.

11.1.3 All Directors will have a portfolio responsibility, this includes the 7 elected by the membership and the 3 Independent Directors appointed by the Board.

11.1.4 The portfolio for the 3 Independent Directors will be

11.1.4.1 Legal

11.1.4.2 Financial and Business Development

11.1.4.3 Marketing and Commercial

11.2 The 7 Directors elected by the membership shall be responsible for the following portfolios

11.2.1 Inclusion, Diversity and HR

11.2.2 Core Market

11.2.3 Technical

11.2.4 Talent

11.2.5 PR and Communications

11.2.6 Competitions and Events

11.2.7 Insight and Research

11.3 The 7 portfolio holders that are elected by the membership and the Vice Chair shall together be referred to as the **“Elected Directors.”**

11.4 All Non-Executive Directors shall be appointed by the Executive Board on such terms and conditions as the Executive Board shall determine, provided that the number of such Non-Executive Directors shall not exceed four at any time, The Non-Executive Directors will be deemed to be members as long as they are serving on the Executive Board.

Proposal 3 – Appointment and Retirement of Elected Directors.

Reason: to define appointment of Directors and Term of Office

12.4 Each Elected Director shall hold office from the date of his/her appointment by the election by an ordinary resolution of the Voting Members in general meeting. Subject to these Articles, this term of office of each Elected Director shall be four (4) years from the date of the Annual General Meeting at which he/she was appointed and shall not exceed a period of:

12.4.1. Two (2) terms of four years.

13. Honorary President

13.1 The Honorary President may be elected by a two-thirds majority of the Voting Membership in a general meeting.

13.2 The Honorary President shall serve for two terms of four years. Without prejudice to Article 15 the Honorary President may be removed from office by an ordinary resolution of the Voting Members. The Voting Members may also reduce the Honorary President's term of office by ordinary resolution.

13.3 To maintain a maximum number of 12 Directors, made up of the Chair, Vice Chair and 10 Directors with portfolios, the Honorary President will not be seen as one of the Directors of Volleyball England but shall be entitled to receive notice of meetings.

14. Retirement by Rotation.

14. All ***Elected Directors*** will be required to retire from office after four (4) years service at an AGM, but may (subject to article 14) offer themselves for re-appointment for a second term of four years.

14.1 Directors posts up for election in years 2017, 2021 & 2025 and each 4 year period thereafter are:

14.1.1 Inclusion, Diversity and HR Director

14.1.2 Insight and Research Director

14.1.3 Talent Director

14.1.4 PR and Communications Director

14.2 Directors posts up for election in years 2019, 2023 & 2027 and each 4 year period thereafter are:

14.2.1 The Vice Chair

14.2.2 Technical Director

14.2.3 Core Market Director

14.2.4 Competitions and Events Director

14.3 The Independent Chair will be required to retire after four (4) years in office at an AGM and the Non-Executive Directors will be required to retire after two (2) years in office at an AGM, but all may offer themselves for re-appointment up to a maximum of eight (8) years.

14.3.1 The first 4-year term for the Independent Chair starts following the AGM in 2017, re-appointment will be in 2023.

14.3.2 The first 2-year term for the Non -Executive Directors starts following the AGM in 2017, re-appointment will be in 2019 and following odd years

Renumber current articles to reflect addition of 14.3.

Proposal 4 - Committees and Working Groups

29.6 The Executive Board shall maintain the following Working Groups and Committees

29.6.1 Finance and Strategy Sub Group

29.6.2 Technical and Talent Sub Group

29.6.3 Core Market Sub Group

- 29.6.4 Marketing and Commercial Sub Group
- 29.6.5 Nominations Committee
- 29.6.6 Staffing Committee
- 29.6.7 Judicial & Disciplinary Panel
- 29.6.8 Strategy Review Group

Save as provided below in respect to the Strategy Review Group the terms and conditions upon which each committee shall operate, the mandate and/or terms of reference of each committee and the requirements for meetings and proceedings shall be governed by the Framework document.

30. Strategy Review Group

30.2 The Strategy Review Group shall comprise of:

- 30.2.1 All members of the Executive Board
- 30.2.2 The Senior Management Team and Co-ordinators
- 30.2.3 The Leads for Competitions, Coaching, Children and Young People, Technical, Talent, Officials and Regions

30.3 The terms and conditions upon which the Strategy Review Group shall operate, the mandate and /or terms of reference of the Strategy Review Group and the meetings and proceedings of the Strategy Review Group shall be governed by the terms of the Framework document.

31. Working Groups

Subject to Article 29, the Executive Board may delegate the operation, administration, promotion and development of specific areas of work related to the sport to the Board Sub Groups and Working Groups as required (without limitation). These Groups will be supported by a Lead with expertise in the following areas.

- 31.1.1 Competitions
- 31.1.2 Coaching
- 31.1.3 Children and Young People
- 31.1.4 Technical
- 31.1.5 Talent
- 31.1.6 Officials
- 31.1.7 Regions

31.2 The Leads for each area shall be elected at the Annual General Meeting for a term of four (4) years and are able to stand for re-election for a maximum term of eight (8) years.

31.3 The terms and conditions upon which each Lead shall operate, the mandate and /or terms of reference of each Lead shall be governed by the Framework document.

Proposal 5. Annual General Meeting

Reason: Clarification of procedure.

43.4 If a special resolution is to be proposed, the resolution must be proposed and seconded by the Executive Board or by two affiliated clubs. The resolution must be approved for presentation to the membership at the AGM or Extraordinary General Meeting (EGM). The resolution must be received by the Hub not less than twenty eight (28) days before the proposed date of the meeting.

Appointment of Proxies

48.7 A maximum of six (6) proxies may be cast by any single representative.

Proposal 6. Financial Transparency

Volleyball England Accounts should be kept and reported in such a way that income and expenditure can be identified for each project or activity. This be disaggregated to show costs for staff time, equipment, facilities and transport etc.

Board costs and expenses should also be reported and should be broken down to show cost headings and the activity against which the claim is made.

Relevant cost and income details should be available to inform decisions regarding future plans and expenditure.