

**UK Athletics Limited  
Annual General Meeting  
Friday 11 December 2020  
Via Teams Conference call**

**Present:** Jason Gardener – President  
Stefanie Reid – Vice President  
Steve Perks - Welsh Athletics Chair  
Ian Beattie – Scottish Athletics Chair  
Myra Nimmo – England Athletics Chair  
David Abrahams – Athletics Northern Ireland Representative  
Tony Clements – Celtic Nations Club Representative  
Julian Starkey – England Clubs Representative  
Arwel Williams – Officials Representative  
Hannah England – Chair of the Athletes Commission  
Toni Minichiello – Coaches Representative  
Roland Gibbard – Road Running Representative

**In Attendance (non-voting)** Nic Coward – UKA Interim Chair  
Joanne Coates – UKA Chief Executive  
Penny Avis – UKA Board Member  
Mark Draisey – UKA Chief Financial Officer  
Helen Wyeth - Minutes

**Opening remarks and apologies:**

David Abrahams (Athletics Northern Ireland representative replacing John Allen) was welcomed to the UKMC. John Allen was thanked for his service to the UKMC.

It was noted that Tony Clements would also be stepping down from the UKMC at the conclusion of the AGM. Tony was thanked for his service and it was noted that he would continue to be involved in a new role as a Member of the Standards and Ethics Committee.

There were no proxy forms received although later in the meeting, Penny Avis suggested she was carrying one for Hannah England who had left the meeting.

It was noted that Steve Perks would be delayed in joining the AGM and that Hannah England may need to leave prior to its conclusion.

**Preliminary**

**A** It was noted that the minutes of the AGM held on 13 December 2019 were approved at the UKMC meeting on 20 February 2020.

**B** It was confirmed that the actions had been completed namely that:

- The Nike contract is reflected correctly in the accounts
- That a group did meet to discuss the non-track and field representative but that no change had been made
- That following a presentation from the Chair, feedback had taken place.
- In addition, it was noted that the request from the 2019 AGM that Members receive a copy of the Company accounts prior to filing at Companies House had not been met and the request was restated for the 2021 and subsequent years accounts. The request was noted and was taken away for the practicalities of this to be considered and reported back. **ACTION PA/MD**

### **C To consider the appointments to UKMC Members Council:**

- Representative of clubs solely practicing disciplines of athletics other than track and field – no nominations received – no appointment made
- Athletics Northern Ireland. David Abrahams was confirmed as the change in representative

### **Ordinary Resolutions**

#### **1. To receive the Company's Annual Report and financial Statements for the year ended 31 March 2020.**

A brief summary and financial presentation was given in line with previous years. UKMC members raised questions for clarification relating to sponsorship and TV income, major events, the reserves policy and the staff restructure.

It is noted that PA declined to answer specific questions in relation to the staff restructure/ settlement agreements or relating to the number of settlements made versus headcount due to confidentiality. This was raised as a concern by a member of the UKMC. Agreed that PA/MD would review and report back **ACTION PA/MD**

UKMC were reminded that questions raised should relate to the Report and Accounts for the year ended 31 March 2020.

It was confirmed that the UKA Board had formally approved the accounts and filing at Companies House had taken place.

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Ordinary resolution 1 was therefore approved

#### **2 To re-appoint Hayesmacintyre LLP as the Company's auditors for the year to 31 March 2021**

It was confirmed that no conflicts of interest had been disclosed by Hayesmacintyre.

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Ordinary resolution 2 was therefore approved

#### **3 To delegate agreement of the remuneration of the auditors to the Board of Directors of the Company**

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Ordinary resolution 3 was therefore approved.

### **Special Resolutions**

**4 To resolve that, with effect from the conclusion of the meeting, the changes marked in blue highlight (relating to the introduction of the HCAF Nominated Directors) in the attached draft articles of association of the Company are approved and adopted in substitution for the relevant provisions in the Company's existing articles of association.**

In response to a question, it was confirmed that it is entirely optional for a HCAF to take up their position on the UKA Board. Should HCAF(s) opt to not take up their position there may be a requirement to revisit the requirements for the meeting to be quorum (although it was felt the UKA Board could still operate).

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Special resolution 4 was therefore agreed.

**5 To resolve that, subject to the passing of resolution 4 and with effect from the conclusion of the meeting, the changes marked in yellow highlight (relating to the composition and proceedings of the Board), in the attached draft articles of association of the Company are approved and adopted in substitution for the relevant provisions of the Company's existing articles of association.**

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Special resolution 5 was therefore agreed.

**6 To resolve that, with effect from the conclusion of the meeting, the changes marked in green highlight (relating to how members of UKA are described) in the attached draft articles of association of the Company are approved and adopted in substitution for the relevant provisions in the Company's existing articles of association.**

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Special resolution 6 was therefore agreed.

**7 To resolve that, with effect from the conclusion of the meeting, the changes marked in grey highlight (relating to other miscellaneous changes) in the attached draft articles of association of the Company are approved and adopted in substitution for the relevant provisions on the Company's existing articles of association.**

Result of vote: For 11 Against 0 Abstain 0

In addition one vote was cast later in the meeting due to late arrival giving the following result:

Total For 12 Against 0 Abstain 0

Special resolution 7 was therefore agreed.

**Further Ordinary Resolution**

**8 To approve the statement regarding future changes to the membership of the Company in substantially the form set out at Appendix 4 subject to such amendments as may be agreed between the UKMC Members present at the general meeting and the President of the Company.**

A draft release was considered by the UKA Members. Following debate several amendments were proposed and the Company Secretary confirmed that it was entirely relevant and legitimate to review and amend the wording of the release prior to a vote given the resolution permitting “such amendments as may be agreed between the UKMC Members present at the general meeting and the President of the Company”.

It was confirmed that the proposed release was from and entirely at the direction of the UKA Members.

Following comments from the UKA Members, a short break was taken allowing the redraft to be prepared. At this point Steve Perks joined the call (11.23am) and confirmed his votes for all the previous resolutions (these are noted above). Hannah England left the meeting at this point.

As part of the draft revision discussion, the UKMC Members debated the short timeline required for the consultation noting the requirement for UKA supported by the HCAF’s to consult deep and wide with the sport and the significant work to be done as a result of the decisions today. The obligation to make changes following the significant issues raised by the UK Sport / Dame Sue Street report was also noted and the time already spent to come to the decisions today.

The revised release is attached.

It was agreed that a vote would be taken on the revised release. The result was:

For 11      Against 1      Abstain 0

The Further Ordinary Resolution was therefore approved.

**Any other business**

1 In response to a previous question regarding the skills, experience and diversity of the Board it was confirmed that there is no set criteria for the nominated HCAF’s Directors to the UKA Board. It was confirmed that Under the Code of Sports Governance the recommended minimum gender split is 30/70%. Following the HCAF appointments an assessment will be made to understand the UKA Boards skills and experience against a skills matrix and the diversity action plan.

2 In response to a question regarding UKA Board member’s remuneration it was confirmed that the HCAF representatives will not currently be remunerated.

Date of the 2021 AGM confirmed as 17 December 2021

The meeting closed at 11:58pm

AGREED PRESS RELEASE FOLLOWING THE AGM

11TH DECEMBER 2020

**UK ATHLETICS CONFIRMS NEW HOME COUNTRY  
ATHLETICS FEDERATIONS NOMINATED BOARD MEMBERS**

THE MEMBERS OF UK ATHLETICS AT TODAY’S ANNUAL GENERAL MEETING (**AGM**) MADE A NUMBER OF IMPORTANT STEPS AS PART OF THE ORGANISATION’S ONGOING TRANSFORMATION.

THE AGM COMPRISES THE MEMBERS OF UK ATHLETICS, DRAWN FROM THE FOUR HOME COUNTRY ATHLETICS FEDERATIONS, THE CHAIR OF THE ATHLETES COMMISSION, AND INDIVIDUALS ELECTED FROM CLUBS, ELITE LEVEL COACHES AND TECHNICAL OFFICIALS. THE MEETING WAS CHAIRED BY THE PRESIDENT OF UK ATHLETICS, JASON GARDENER MBE, AND ATTENDED BY VICE-PRESIDENT STEF REID MBE, AS WELL AS UK ATHLETICS CHAIR NIC COWARD AND CEO JOANNA COATES.

THE AGM COMES AT THE END OF A YEAR OF SIGNIFICANT CHANGE WITHIN UK ATHLETICS, WITH THE RECENT ADOPTION OF A NEW SPORT WIDE STRATEGY IN COLLABORATION WITH THE HOME COUNTRY ATHLETICS FEDERATIONS THROUGH TO 2032, AND THE APPOINTMENT OF A NEW CHAIR, CHIEF EXECUTIVE, AND MANAGEMENT TEAM.

DURING 2020, UK ATHLETICS AND THE FOUR HOME COUNTRY ATHLETICS FEDERATIONS HAVE ESTABLISHED A NEW GOVERNANCE AND ENGAGEMENT FRAMEWORK, THROUGH A FORMAL "FRAMEWORK AGREEMENT", WHICH IS FOCUSED ON DELIVERING THE SPORT WIDE STRATEGY. THIS INCLUDES NEW APPROACHES TO WORKING ACROSS THE ORGANISATIONS ON ISSUES IN THE SPORT, AT ALL LEVELS, AND ACROSS THE WHOLE OF THE UK, AND COMMUNICATION AND CONSULTATION TO LISTEN TO THE WIDER SPORT. EACH OF THE FIVE ORGANISATIONS WILL SET THEIR PLANS AND PROGRAMMES TO MEET THE SPORT WIDE PLAN AND BE ACCOUNTABLE TO EACH OTHER AND THE SPORT AS A WHOLE, THROUGH SHARED KEY PERFORMANCE INDICATORS AND A NEW DASHBOARD. THE LEAD FORUMS FOR WIDE ENGAGEMENT, CONSULTATION AND DEBATE ON ISSUES, AND COLLABORATIVE WORKING ON POTENTIAL SOLUTIONS, WILL NOW BE DONE THROUGH CROSS-SPORT WORKING GROUPS. THE WHOLE SPORT WILL ALSO COME TOGETHER ON AN ANNUAL BASIS TO HEAR PROGRESS AND EXPRESS VIEWS.

AGAINST THIS BACKGROUND OF CONSIDERABLE CHANGE, THE UK MEMBERS COUNCIL HAS TODAY DECIDED:

- TO MAKE CHANGES TO THE UK ATHLETICS CONSTITUTION, TO ENABLE EACH HOME COUNTRY ATHLETICS FEDERATION TO NOMINATE A DIRECTOR TO THE UK ATHLETICS BOARD, ON THE BASIS THAT EACH DIRECTOR OWES HIS OR HER DUTIES TO UK ATHLETICS WHEN ON UK ATHLETICS BUSINESS.
- THAT FOLLOWING EXTENSIVE CONSIDERATION IN THE PAST MONTHS OF THE FUTURE FORMAL MEMBERSHIP OF THE COMPANY, DETAILED PROPOSALS WILL BE WORKED UP, INCLUDING WIDE CONSULTATION THROUGHOUT THE SPORT, SO THAT PROPOSALS CAN BE CONSIDERED FORMALLY BY THE UKA MEMBERS AT A MEETING IN THE FIRST HALF OF 2021.

FOLLOWING THE ARTICLES CHANGES, UK ATHLETICS CAN CONFIRM THE FOUR NEW MEMBERS OF THE BOARD, WHICH SIGNIFICANTLY ENHANCES THE BREADTH OF EXPERIENCE IN DIFFERENT ASPECTS OF THE SPORT, AS WELL AS FROM THE NEW DIRECTORS' LIVES AWAY FROM THE SPORT.

**DAVID ABRAHAMS:** ATHLETICS NORTHERN IRELAND'S NOMINEE DAVID IS A FORMER INTERNATIONAL HIGH JUMPER AND CURRENT GLENS RUNNERS MEMBER. RECENTLY APPOINTED CHAIR OF ATHLETICS NORTHERN IRELAND, DAVID BRINGS A WEALTH OF GOVERNANCE AND BUSINESS EXPERIENCE TO THE POST. HE HAS SERVED ON A NUMBER OF ARTS BOARDS, IS CHAIRMAN OF BELFAST EXPOSED AND A VICE PRESIDENT WITH MARSH INSURANCE.

**IAN BEATTIE:** SCOTTISH ATHLETICS' NOMINEE IAN IS A CHARTERED ACCOUNTANT AND CHIEF OPERATING OFFICER OF LINDSAYS SOLICITORS. A PROLIFIC CLUB MEMBER, HE IS RACE DIRECTOR OF THE WEST HIGHLAND WAY RACE, HAVING COMPLETED THE EVENT EIGHT TIMES, AND HAS COMPLETED MORE THAN 100 MARATHONS AND 100 HALF MARATHONS, WITH PBS OF 2.56 AND 1.17 RESPECTIVELY. HE IS CHAIR OF SCOTTISH ATHLETICS, AND A QUALIFIED COACH IN RUNNING FITNESS, AND COACHES A GROUP OF ENDURANCE ATHLETES. IN 2020 IAN WAS AWARDED THE MBE FOR SERVICES TO ATHLETICS.

**PETER CRAWSHAW:** ENGLAND ATHLETICS' NOMINEE PETER HAS BEEN CLOSELY INVOLVED IN ATHLETICS FOR OVER 30 YEARS AS A COMPETITOR, PARENT, CLUB ADMINISTRATOR, HIGHLY QUALIFIED FIELD OFFICIAL, AND FACILITY ASSESSOR. SINCE TAKING EARLY RETIREMENT HE HAS INCREASED HIS VOLUNTARY INVOLVEMENT IN THE SPORT SERVING AS A FORMER CHAIR OF THE EA LONDON REGIONAL COUNCIL AND OFFICIALS SECRETARY FOR SURREY AA. AN ENGLAND ATHLETICS DIRECTOR, PETER IS CURRENTLY CHAIR OF THE EA AUDIT AND ASSURANCE COMMITTEE.

**STEPHEN PERKS:** WELSH ATHLETICS' NOMINEE IS THEIR CURRENT CHAIR. STEVE IS A FORMER WELSH INTERNATIONAL SPRINTER AND HAS IMPRESSIVE COACHING CREDENTIALS AS THE RELAY COACH WHO OVERSAW THE MEN'S GB GOLD AT THE 2004 OLYMPIC GAMES. A HIGHLY REGARDED FORMER HEADTEACHER, HE WAS ALSO HEAD COACH AT THE VICTORIA COMMONWEALTH GAMES IN 1994, THE GB RELAY COACH AT SYDNEY IN 2000 AND WAS INDUCTED INTO THE COACHING HALL OF FAME BY THE PRINCESS ROYAL AT THE 2004 COACHING AWARDS IN LONDON