

Governance Review – Voting and Company Membership Review Committee – Terms of Reference

The Governance Review – Voting and Company Membership Review Committee (GR-VCMRC) was appointed by the Board at its meeting on 25 July 2018. This Committee is a ‘task and finish committee’ and will be disbanded by the Board in due course. The Board has assumed ownership of Phase 2 of the Governance Review, the implementation of the recommendations. The Board has invited the IRP members from table tennis to continue to represent the interests of the IRP during Phase 2.

Membership

Tom Purcell (Chairman of committee)
Sandra Deaton (Chairman of TTE)
Sara Sutcliffe (Chief executive)
Doug Livingstone (Board director)
Phil Ashleigh, Neil Hurford (IRP members)
Estyn Williams (Rules Committee)
Caroline Williams (Returning Officer)

Tom Purcell shall be Chairman of the Committee. At any meeting of the Committee at which the Chairman is not present the other members shall agree a Chairman for that meeting only.

Quorum

As the role of the GR-VCMRC is to make proposals to the Board, it is not necessary to provide for a quorum as all Committee members will have an opportunity to comment on draft proposals.

Role

The Board has established the GR-VCMRC following its acceptance of the Independent Review Panel (IRP’s) phase 1 report dated May 2018. The Report recommends a review of both the voting structure of the association and the company membership (critical issues 3 and 6 of the IRP report). The IRP’s initial recommendation would be to limit company membership to County Representatives. The Board agreed that a review of the company membership is needed but did not agree with this recommendation without all options being considered. At the same time voting (both of company directors and at General Meetings) needs a review. The GR-VCMRC is tasked with making recommendations to the Board on these matters.

The previously established Voting Review Group’s recommendations should be taken into account alongside the IRP Report.

Any recommendation to change the existing structures would need to result in a change of articles of association and so the GR-VCMRC should also consider a viable timeline for that.

Recommendations to the Board must comply with the Code for Sports Governance.

Reporting

The GR-VCMRC will provide the Board with progress reports for its meetings in Sept 2018 and Dec 2018 and thereafter as requested.

Meeting Frequency

The Committee (in whole or in small task groups) shall meet in person, by email, by phone or any other means as frequently as required to fulfil its role. Expenses will be paid in accordance with the Expenses Policy in force from time to time.

5 September 2018