



SWIM WALES
WALES NATIONAL POOL SWANSEA
SKETTY LANE
SWANSEA
SA2 8QG

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**Minutes of the Swim Wales Annual General Meeting
Held on 04 October 2014 – The Dragon Hotel
The Kingsway, Swansea, SA1 5LS 11.30 am**

Quorum: 5 members

Present:

Roger Eady;	Chairman
Robert James;	CEO
Alan Jenkins;	Finance
Angharad Rowe;	Welsh Language
Carole Raymond;	Education

Clubs and Life Members; (Voting members)

Bridgend (represented by Wayne Rees)	(3)
City of Cardiff (represented by Nick Beynon)	(6)
Heads of the Valley (represented by Philip Jehu)	(4)
Wrexham (represented by Marian Williams)	(3)

Life Members: Robert James, Sheila Roberts, Alan Roberts, Norma Rowles (Non Voting),

President: Viv Perry

Proxy Votes: 2 Chairman's Authority

In Attendance:

Steve Airey	City of Cardiff
Mark Arnold	Swim Wales
Leigh Atkinson	City of Cardiff
Gill Jacob	Swim Wales
Clive Mathias	Company Secretary
John Rowles	Independent
Mark Tancock	Swim Wales

Apologies: Allen Bewley
Paul Chmielewski

Minutes: Gill Jacob Swim Wales



Registered in England & Wales No. 4692354;
Registered address: Wales National Pool Swansea, Sketty Lane, Swansea, SA2 8QG
Directors: R.J. Eady (Chair); R. M. K. J. James (CEO); A. I. Jenkins; P Chmielewski; A. Bewley, V.J. Perry;
Carole Raymond; Angharad Rowe; C Mathias (Co Secretary)

Welcome

Roger Eady, Chairman, welcomed all delegates to this 116th Swim Wales AGM. The meeting was declared quorate by Robert James, Chief Executive Officer.

Top Table Introduction

RE introduced the persons on the top table – Angharad Rowe, Carole Raymond, Robert James and Clive Mathias (Legal), Alan Jenkins.

1) **Accounts**

Robert James read out the financial accounts in the annual report. He mentioned that last year the sum of £428,000 had been put aside for incomplete projects and this year £60,000 had been returned to the P&L on Aqua Passport.

The Chair asked if there were any other questions relating to the accounts? There were none.

The accounts were received by the AGM

2) **Re-Election of Director**

Paul Chmielewski retired as Director and was duly re-elected.

Proposed by Robert James and seconded by Alan Roberts.

There were no objections raised and the motion was carried unanimously.

3) **Special Resolution to adopt new Articles of Association**

The proposed new Articles of Association were presented to the meeting and it was requested that they be approved as a whole. The following questions were asked:

Phil Jehu: Why are there so many changes?

RJ Response: There have been changes in regulations of corporate governance and UK Sport and Sports Councils of Britain have requested that all grant funded sports are required to adopt new governance regulations where directors have a maximum number of service terms.

Alan Roberts: Commented that the Articles on the website were dated 2009. He also asked if this was for directors only.

RJ Response: Confirmed the comment above as previously directors could serve indefinitely. Clive Mathias explained the new process.

RE then asked for acceptance of the new Articles of Association.

Alan Roberts: Why was the number of directors increased to a maximum of 10?

RJ Response: Again, with the changes in regulations of corporate governance for grant funded sports it is recommended that there are more independent members.

Alan Roberts: Is this to cover equality issues?



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RJ Response: During the year we attained the next level of the Equality standard and this would therefore have a bearing on our independent members.

RE then asked for acceptance of the new Articles of Association.

There were no objections and the Special Resolution to adopt the new Articles was carried.

Alan Roberts: Alan Roberts asked that the new Articles be published on the website as soon as possible.

4) **Confirmation of Auditors**

Robert James proposed that the services of Arthur Gait & Co be retained. Viv Perry seconded.

The motion was carried unanimously.

Any Other Business

5) **New Life Member**

The Board had authorised the proposition by Martin Noble and Rob Williams that Mr Dayfdd Jones be given Life Membership.

Although this was not a voting issue, the meeting were unanimous in accepting Mr Jones as a Life Member.

6) Phil Jehu asked if a Life Member was awarded after 25 years service. It was commented that the 25 year service qualification was for the Lifetime Achievement Award.

7) Messrs Jehu and Atkinson commented that they were not noted as Present in the Minutes for 2013. After checking Mr Atkinson was mentioned and it was duly noted that Mr Jehu was present.

As there was no other business, Roger Eady then declared the meeting closed at 11.47 am.

