

**Regulations Part I: ELECTORAL REGISTER AND ELECTION OF DIRECTORS**

This document cancels and replaces the issue dated 21.7.2022

*The regulations set out below were made by the Board in accordance with the following Company Articles:*

**23 Elected Directors**

- 23.1 *Company Members shall elect four directors, who shall be titled Member Elected Directors, one of whom shall be nominated by the Member Elected Directors as the Deputy Chairman and ratified by the Board as such.*
- 23.2 *Each Company Member shall be entitled to nominate one person for each vacancy to be filled by election.*
- 23.3 *To be valid a nomination paper must be signed by the Company Member and be received by the person designated by the Board as the returning officer by a date decided by the Board, being not earlier than the fourteenth day after the issue of nomination papers.*
- 23.4 *To be effectively nominated a person must be named in at least two valid nomination papers, must have lodged with the Company not later than the closing date for nominations a signed consent to nomination for that office and must not have withdrawn from nomination by the date prescribed by the Board as the last day for withdrawal.*
- 23.5 *If the number of effective nominations exceeds the number of vacancies voting shall be by postal or on-line ballot of the Company Members conducted in such manner as the Board shall from time to time decide.*
- 23.6 *The vote of each Company Member shall count as the following number of vote units:*
- 23.6.1 *Director Company Member: 1 unit*
- 23.6.2 *County Representative Company Member: 1 unit*
- 23.6.3 *League Representative Company Member appointed by a Local League with 30 or fewer teams in membership: 2 units.*
- 23.6.4 *League Representative Company Member appointed by a Local League with 31-100 teams in membership: 4 units.*
- 23.6.5 *League Representative Company Member appointed by a Local League with 101 or more teams in membership: 6 units.*
- 23.7 *An Elected Director shall hold office for a period of four years that begins on the day on which the position becomes vacant or the day on which the result of the election is determined, whichever is the later; a casual vacancy among Elected Directors shall be filled in accordance with the procedure set out in 23.3-23.6.*
- 23.8 *Nominations received for Elected Directors shall be considered by the Nominations Committee taking account of the candidate's ability, experience and expertise to fulfil the identified role on the Board and of the need to ensure that the Board has the appropriate balance of skills, experience, diversity, independence and knowledge. All candidates will be presented to the Company Members to vote for their preferred candidate.*

**41 Voting: general**

- 41.1 *A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll vote is duly demanded in accordance with the Articles.*
- 41.2 *On a show of hands, every person present as a Company Member or a Proxy shall have 1 vote.*
- 41.3 *On a poll the vote of a Company Member shall count as the following number of vote units:*
- 41.3.1 *Director Company Member: 1 vote unit.*

- 41.3.2 *League Representative Company Member: 1 vote unit for each player registered to take part in the league competition of the Local League by which he is appointed.*
- 41.3.3 *County Representative Company Member: 1 vote unit for each vote unit held by the League Representative Company Members appointed by Local Leagues affiliated to the County Association by which he is appointed.*
- 41.4 *In the case of an equality of votes, whether on a show of hands or on a poll, the resolution shall fail.*

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## **Regulations Part I: ELECTORAL REGISTER AND ELECTION OF DIRECTORS**

### **1 ELECTION OFFICIALS**

- 1.1 The Returning Officer appointed by the Board in accordance with Article 23.3 shall be an Affiliated Member who is not a Company Member.
- 1.2 The Chief Executive Officer shall appoint an Assistant Returning Officer, who shall be a member of the staff to whom the Returning Officer may delegate any duty relating to the election other than responsibility for determining any dispute. Where a duty is so delegated any reference in the regulations to the Returning Officer shall be taken to mean the Assistant Returning Officer for the duty concerned.
- 1.3 The Board shall appoint at least four scrutineers, who shall be Affiliated Members who are not Company Members.
- 1.4 The Chief Executive Officer shall appoint a member of staff as Election Registration Secretary ('ERS') to produce, under the general direction of the Returning Officer, an Electoral Register of Company Members to record their voting rights in the election of directors and in polls at general meetings.
- 1.5 The Returning Officer is responsible for overseeing the conduct of the election, for determining the validity of nominations and votes, for determining the vote counting procedure, and for supervising the count.
- 1.6 The Returning Officer shall consult the scrutineers on any question as to the validity of a doubtful nomination paper or vote before reaching a decision.
- 1.7 The scrutineers shall assist the Returning Officer in ascertaining the validity of nominations and the result of the ballot, with at least two scrutineers taking part in any such decision. If there are not at least two scrutineers available to scrutinise the count the Returning Officer may appoint one or more substitute scrutineers who are not Company Members to deputise for them.

### **2 ELECTORAL REGISTER**

- 2.1 The number of teams and registered players credited to a Local League in the Electoral Register shall be the number on the operative date and shall not take account of any that join or leave after that date. The operative date shall be 21 February.
- 2.2 The number of registered players credited to a Local League shall be the number of Compete and Compete Plus Category Affiliated Members who have entered that they are so registered in their TTE membership records.
- 2.3 Each Local League shall report through the Annual Return the number of teams it had in membership on the operative date.
- 2.4 Not later than 15 March each year the ERS shall publish on the Company's website a copy of the proposed new Electoral Register which (subject to any corrections) shall be effective from 1 April to the following 31 March and shall be maintained on the Company's website during that period.
- 2.5 The Electoral Register shall be divided into sections, one for Director Company Members, one for each County Association, which shall include also the Local Leagues affiliated to that County Association, and one for Local Leagues which the Board has exempted from affiliation to a County Association.
- 2.6 Each section shall contain a list of the relevant Company Members including the following information for each:
- 2.6.1 a reference number;

- 2.6.2 the County Association or Local League represented; or, for a Director Company Member, the type of director as defined in the Articles;
- 2.6.3 (where applicable) the number of teams in the Local League represented;
- 2.6.4 the number of vote units to which the Company Member is entitled in an election for directors;
- 2.6.5 the name of the Company Member;
- 2.6.6 the Company Member's publicly available TTE ID number;
- 2.6.7 the number of vote units to which the Company Member is entitled in a general meeting poll.
- 2.7 The accuracy of the Electoral Register may be challenged by notice in writing to the ERS who shall investigate the challenge after inviting the comments of any Local League which supplied the information being challenged. If the matter is contentious it shall be referred to the Returning Officer for decision.
- 2.8 It is the responsibility of a Local League to satisfy the ERS as to the teams it has in membership and, in cases of doubt or dispute, the Electoral Register shall credit it only with those teams about whose membership the ERS is satisfied.
- 2.9 The ERS shall correct the Electoral Register to record changes in company membership, to incorporate information from late returns from Local Leagues and to correct errors arising from a successful challenge or otherwise; the ERS shall make the correction within 21 days of being notified of it and being satisfied a correction is required.

### **3 PERSONAL QUALITIES**

- 3.1 In these regulations the term "personal qualities" refers to a candidate's ability, experience and expertise to fulfil the identified role and ensure that the Board has the appropriate balance of skills, experience, diversity, independence and knowledge.
- 3.2 Before nominations are invited the Nominations Committee shall provide the Returning Officer with a list of the personal qualities it believes the Elected Director would have to ensure the best overall balance of personal qualities on the Board as a whole.
- 3.3 Candidates shall provide, with their consent to nomination, a submission setting out how far they consider they meet each of the personal qualities listed.
- 3.4 Having appraised the candidates, and made its recommendation to the Board, the Nominations Committee shall provide a statement to the Returning Officer of its preferred candidate(s) setting out their skills and experience that best meet the requirements of the role.

### **4 NOMINATIONS**

- 4.1 The Elected Directors shall be elected by electronic ballot; the date by which votes must be received shall be determined by the Board and shall be known as the Election Date.
- 4.2 At least 6 weeks before the Election Date, the Returning Officer shall publish on the Company's website details of the election, a pro forma nomination paper and a pro forma consent to nomination paper, together with the Nomination Committee's list of personal qualities.
- 4.3 The pro forma nomination paper and pro forma consent to nomination paper shall include the closing date for nominations and the address for the return of completed papers, the last date on which consent to nomination may be withdrawn and a note that any alteration must be initialled by the Company Member making it.
- 4.4 A completed and signed hard copy nomination or consent to nomination paper may be transmitted electronically as a photograph or scan of the physical paper provided it complies with the requirements stated on the pro forma. The signatory shall retain the hard copy and make it available for inspection if the Returning Officer so requires.
- 4.5 Candidates must declare on the consent to nomination paper that they are eligible to hold office as a director. It is the responsibility of candidates to satisfy the Returning Officer that they are eligible. Candidates shall, on request, provide any information that the Returning Officer reasonably requires for that purpose.

- 4.6 Every person consenting to nomination must, not later than the closing date for nominations, deliver to the Returning Officer a submission as to how far they meet the personal qualities the Nominations Committee has listed.
- 4.7 Every person consenting to nomination may, not later than the closing date for nominations, deliver to the Returning Officer an election statement on a single side of A4 for publication on the Company's website as soon as possible after the closing date for nominations.
- 4.8 If the number of effectively nominated candidates does not exceed the number of vacancies the Returning Officer shall declare them elected unopposed, notify the candidates and publish the result of the election on the Company's website.

## **5 BALLOT**

- 5.1 If the number of effectively nominated candidates exceeds the number of vacancies the Returning Officer shall conduct an electronic ballot.
- 5.2 Company Members shall be sent an email at least 14 days before the Election Date and invited to vote by sending a reply to a password protected email address which the Returning Officer, Assistant Returning Officer and Scrutineers (but no one else) have access to, so that any of them can check remotely that the votes have been correctly recorded and counted.
- 5.3 The following information shall be included with the invitation to vote:
  - 5.3.1 instructions on how to vote;
  - 5.3.2 the names and towns or districts of residence of the candidates;
  - 5.3.3 the email address and closing date and time for voting;
  - 5.3.4 candidates' election statements and/or a note explaining how to locate them on the Company's website.
  - 5.3.5 the Nominations Committee's appraisal of the candidates' personal qualities.
- 5.4 A Company Member may vote for any number of candidates not exceeding the number of vacancies.
- 5.5 Votes must be sent from a known email address and in accordance with the instructions sent with the invitation to vote and be received not later than the Election Date.
- 5.6 In the event of a tie, the tie shall be resolved by lot.
- 5.7 After the count the result shall be published on the Company's website.
- 5.8 The Returning Officer shall submit to the Chief Executive Officer a report of the result of the election stating the numbers of valid votes and vote units cast for each candidate and the names of the successful candidates.
- 5.9 At least two of the Returning Officer, Assistant Returning Officer and Scrutineers (including at least one Scrutineer) shall certify that they are satisfied that the count has been properly carried out and the result declared is correct.

## **6 DESTRUCTION OF ELECTRONIC ELECTION RECORDS**

- 6.1 The electronic election records on the password protected email address shall be retained by the Chief Executive Officer until the end of the full term of office of the directors elected and shall then be destroyed.

## **7 APPOINTMENT OF COMPANY MEMBER**

- 7.1 An Affiliated Organisation which the Articles entitle to appoint a Company Member must inform the Company of any such appointment by submitting the Company's appointment form signed by its General Secretary and a separate person who shall be its Chairman, Vice Chairman or Treasurer. The form may be transmitted electronically, if desired, as a photograph or scan of the signed hard copy form, but the original must be retained and made available for the Company to inspect on request.