

# FINAL Redacted Board Minutes of 7 February 2024



**PRESENT**

**Location:** Boardroom, TTE Offices, Bradwell Road, Milton Keynes MK8 9LA

**Meeting:** 10.30 am – 3pm

**Board Members:** Nick Donald (ND) Chair, Adrian Christy (AC) CEO, Steve Kemish (SK), Senior Independent Director, Don Parker (DP) Deputy Chairman, Kwadjo Adjepong (KA), Richard Ayers (RA), Mark Boote (MB), Sally Hughes (SH), Jos Kelly (JK), Ritchie Venner (RV)

**Additional Attendees:** Jill Parker (JP) President

**Staff Attendees:** Sue Wressell (SW)

**Part Attendees:** Joanna Keay-Blyth (JKB), Sam Garey (SG), Keely Armit (KA), Gavin Evans (GE), Emma Sutherland (ES)

**Minutes:** Sue Wressell (SW)

**Apologies:** Ray James

Agenda Item	Paper No	Discussion	Decision/ Action	Who	When
1	N/A	<p><b>Welcome</b></p> <p>ND welcomed everyone to the meeting and offered condolences to Ray James whose sister had recently passed away.</p> <p>Thanks were given to the staff and volunteers for the delivery of the WTT Feeder in Manchester.</p> <p>ND ran through the items to be discussed at the meeting with the focus on finance and governance. He also updated the Directors on his meeting with Sport England who made it clear that they felt TTE had strong growth potential but it was being held back by its governance structure. SE also made it clear that TTE’s future investment potential would be judged on its progress in tackling gender parity and it was important to work on this, notwithstanding funding constraints</p>			

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		There were no declarations of interest. It was noted that ND had produced a paper on agenda item 3 and RV had produced a paper on part of agenda item 9.			
2		<p><b>Update on actions and decisions made since previous meeting held on 7 December 2023</b></p> <p>The actions were reviewed and updated:</p> <ul style="list-style-type: none"> <li>• The Talent Framework was expected at the end of March and would be reviewed by the Talent &amp; Performance Committee first.</li> <li>• SH had been assured that wheelchair access at SHE Coaches courses would be available.</li> </ul> <p>Minutes were approved by the Board on 9 January 2024.</p>			
3	24.02.1	<p><b>Board Effectiveness</b></p> <p>The Board reviewed the paper and discussed the three areas of the paper:</p> <p>1. Board Values Statement</p> <ul style="list-style-type: none"> <li>• It was important for the Board to agree the values that it strives to work to, being fair and honest and understanding that everyone’s views are important and accorded respect.</li> <li>• ND was keen that barriers which serve no purpose should be questioned and removed. The Board was a team that could be more effective together rather than individually.</li> <li>• The Board was happy with the Values Statement and it was agreed that it would be added to the TTE website:</li> </ul> <p><i><b>We will be an effective and cohesive Board through; active commitment, open and honest communication with respect for each other, adherence to the highest standards of governance, the purposeful exercise of appropriate support and</b></i></p>			<p><b>Action:</b> Board Values Statement to be added to website</p>

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		<p><i>challenge and with a willingness to do the right thing and share, learn and develop together.</i></p> <p>2. Board Evaluation</p> <ul style="list-style-type: none"> <li>• ND was keen to start the Board Evaluation process as this was last carried out in December 2020 and should take place every four years. He would be progressing with this, looking at who should undertake it, soon after the meeting.</li> </ul> <p>3. Board Training</p> <ul style="list-style-type: none"> <li>• ND was keen that the Board should continue learning and developing together and expected at least two sessions per year to support this. Feedback from Directors on the training on 30 January was positive and some felt it was helpful to have a mixed session with another sport.</li> <li>• It was suggested that future training could focus on areas of the Board Values Statement, helping bring focus back on the way that the Board works together.</li> <li>• This would be fed into the People Plan.</li> </ul>			
4	24.02.2	<p><b>Chief Executive Report</b></p> <p>The Board received the Chief Executive’s report and the following comments were noted:</p> <ul style="list-style-type: none"> <li>• The financial outcome for hosting the WTT Feeder event were currently being reconciled.</li> <li>• World Table Tennis (WTT) had queried the number of staff and Board members who attended the Feeder. They understood the rationale with the Feeder being the first of its kind to be hosted in England and the benefit of Directors and staff to witness the event first hand, but consideration would need to be given to this for future events.</li> <li>• Data collection from the event was important and a Feeder Survey will provide useful data and insight.</li> </ul>	<p><b>Action:</b> Risk management to be considered at next board meeting</p>		

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		<ul style="list-style-type: none"> <li>• Following the WTT Feeder event, Manchester was keen to do more to make table tennis a major sport in the City.</li> <li>• Discussion ensued about building a volunteer workforce to support future events.</li> <li>• The next Company Members meeting would be taking place on 6 March and the Question Time session on 4 April.</li> <li>• It was important that Company Members had sufficient time to consider AGM Resolutions and proposed Membership Fees for the coming year as early as possible.</li> <li>• The NewCo Agreement was due to be signed and AC had a good meeting with Steve Dainton (ITTF CEO) and Michael Brown (ITTF CFO) on 6 February. A long form agreement would also be produced and was scheduled to be signed by the end of March.</li> <li>• Interviews for the role of Director of Events interviews had taken place on 5 February, and the NewCo Chair were due to take place on Thursday 8 February. WTT, ITTF and UK Sport were represented on both interviews.</li> <li>• The Board discussed the scale of the Worlds and consideration was being given to accommodate 128 teams at the event.</li> <li>• The Board reviewed the Risk Register and acknowledged that a lot of the risks were operational rather than strategic. It was agreed that three additional risks needed to be added/expanded on:             <ol style="list-style-type: none"> <li>1. Diversity – especially following Sport England’s comments.</li> <li>2. UK Sport Funding – especially looking ahead to LA2028.</li> <li>3. IT systems not being capable to support the business needs ahead.                 <ul style="list-style-type: none"> <li>• It was agreed that Risk would be discussed more fully as an agenda item at the next meeting.</li> </ul> </li> </ol> </li> <li>• Concern was raised as a result of rumours relating to the financial stability of WTT/ITTF. AC had sought and received reassurances at his meeting with SD and MB.</li> </ul>			
5	24.02.3	<p><b>Q3 Finance Report</b></p> <p>1. Q3 Finance Report</p> <p>The Finance Report was received, and the following comments were noted:</p>			

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	24.02.4	<ul style="list-style-type: none"> <li>• A deficit of £19.5K was noted, as a consequence of the investment approved by the Board into the tech consultancy, and it was hoped that this would be reduced further by the end of March.</li> <li>• A breakdown of each competition would be produced to review where deficits could be mitigated.</li> <li>• The Finance &amp; Audit Committee minutes would be added to the Board folder when they were ready.</li> <li>• The increase in membership figures was noted and encouraging, even though recovery to pre-pandemic levels were not quite reached.</li> <li>• [REDACTED]</li> </ul> <p>2. Expense Policy</p> <p>The Board received and approved the Policy. It was agreed to review the Policy after a year.</p>	<p><b>Action:</b> F&amp;A Minutes to be added to Sharepoint when ready</p> <p><b>Decision:</b> The Board approved the revised Expense Policy</p> <p><b>Action:</b> Board Expense Policy to be reviewed in Feb 2025.</p>		
6	24.02.5	<p><b>Table Tennis United Implementation Plan and Budget 2024/25</b></p> <p>The Board received the Plan and Budget, and full discussion took place on all the areas of the Plan and Budget. The following points were noted:</p> <ul style="list-style-type: none"> <li>• The Budget had been reviewed and agreed at the Finance &amp; Audit Committee.</li> <li>• With recent appointments both the Board and the F&amp;A committee have strengthened financial expertise.</li> <li>• The coming year was a period of growth. However there were financial constraints that needed to be considered and choices had to be made when looked through a financial lens.</li> <li>• Technical capability was a dependency across all areas of the Plan.</li> <li>• A broader audience and customer base was important to future growth.</li> <li>• The Plan would continue to tackle the inequalities across the whole organisation.</li> </ul>	<p><b>Action:</b> Review of cost lines for competitions losing money</p> <p><b>Decision:</b> The Board approved the Implementation Plan and Budget for 2024/25 which</p>	RV, AW and NR	ASAP

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		<ul style="list-style-type: none"> <li>• It was recognised that the organisation needed to grow and build its own financial viability as public funding, and income from membership, was not tracking with inflation and this would not likely change in the short to medium term.</li> <li>• The loss that some competitions were making was discussed and it was agreed that this would be scrutinised and reviewed. Neil Rogers and AW would go through costs lines with RV.</li> <li>• UK Sport was thanked for confirming the funding of the new tables required for the ETC in Sheffield.</li> <li>• Discussion was held on ways to reduce costs and raise income across the organisation, including reducing Board/staff attendance at events and increasing membership fees; it was recognised that the latter had only been increased once in the past six years.</li> <li>• Staffing levels had been reviewed and consideration given to possible shared service opportunities to also save money.</li> <li>• TTE was still a way from a viable commercial offering for any sponsorship. However, it was important to remain focused on this and monetising PING and our major events would play a big part in developing the compelling propositions that a sponsor might find appealing.</li> </ul> <p>The Board approved the Implementation Plan and Budget for 2024/25 which included increasing membership fees to £22 for seniors and £11 for juniors/cadets over 11 years of age. It was also agreed that Committees would be supplied with more detailed financial information to aid decision making.</p>	<p>included increasing membership fees to £22 for seniors and £11 for juniors/cadets over 11 years of age.</p> <p><b>Action:</b> Committees to be supplied with more in-depth financial information including budget.</p>		
7	24.02.6	<p><b>AGM 2024 – Resolutions and timetable</b></p> <p>1. Proposed Resolutions for AGM 2024</p> <p>Following four meetings of the Articles Working Group and feedback from the recent National Council, the Resolutions suggested had been slightly amended and if agreed by Board would be formalised into written resolutions to support the Article changes required. The changes to the Articles included a general tidy up; the wording of ‘Directors’ and the simplification of the roles of County Company Member /National Councillor.</p>	<p><b>Decision:</b> The Board agreed the Resolutions to be put forward to the AGM 2024</p>		

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	24.02.7	<p>It was recognised that the Standing Orders Committee will continue to be merged with the Articles and Regulations Committee.</p> <p>The Board reviewed and agreed the proposed resolutions, which would be shared with Company Members at the next meeting with them on 6 March 2024.</p> <p>One Board member has not acknowledged that the Board paper relevant to this agenda item formed an integral part of the Board discussion</p> <p>2. The Timetable for the AGM was received and approved.</p> <p>3. Format of the AGM</p> <p>The Board discussed the format of the AGM in consideration of some feedback from National Council. The Board agreed that it was important to maximise participation at the AGM and for this to happen all should be treated equally. Hybrid meetings bring difficulties in participation and tend to be dominated by people in the room. Last year’s meeting had c70 attendees of whom 50 attended on-line. Cost was also an important factor to consider. It was recognised that the awards piece of the AGM was important and a separate proposal should be considered for this.</p> <p>On reflection, it was agreed the 2024 AGM should remain virtual only. This would not hinder discussion or voting.</p>	<p><b>Decision:</b> The Standing Orders Committee will continue to be merged with the Articles and Regulations Committee.</p> <p><b>Decision:</b> 2024 AGM to remain virtual only</p> <p><b>Action:</b> Develop proposal for awards</p>		
8	24.02.08	<p><b>Complaints Procedure</b></p> <p>The Board received the revised Complaints Procedure that had been recently reviewed. The following comments were noted:</p> <ul style="list-style-type: none"> <li>• The Procedure had been streamlined to make it easier for someone to understand how a complaint would be made to the appropriate organisation.</li> <li>• Complaints against TTE would be the only ones considered by the governing body. All other complaints would be signposted appropriately.</li> </ul>	<p><b>Decision:</b> The Board approved the revised Complaints Procedure</p>		

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		<ul style="list-style-type: none"> <li>• Guidance on handling complaints would be given to counties, leagues and clubs if they needed it.</li> <li>• It was reiterated that any safeguarding concerns should always be sent to TTE in the first instance.</li> <li>• A simple online form would be added to the website where complaints would be registered in the first instance. The form would also explain where a complaint be directed.</li> <li>• The Appeal procedure had not been considered as part of the exercise to update the Complaints Procedure – this step is to follow.</li> <li>• Conduct in the pursuit and handling of complaints was discussed. TTE’s approach to customers is included in its customer charter.</li> <li>• A concern was raised by one director that the new complaints procedure should not discourage individuals with genuine problems from coming forward.</li> </ul> <p>The Board approved the revised procedures. The website would be updated with a new form as soon as possible.</p>	<p><b>Action:</b> New Complaints form to be added to the TTE website.</p>	JKB/SW	ASAP
9	24.02.09	<p><b>Governance Structure</b></p> <p>1. Board Composition</p> <ul style="list-style-type: none"> <li>• The Board received the paper prepared by RV, supporting a potential members’ resolution to elect a fifth Elected Director. This had been discussed at National Council following a separate paper from Susie Venner.</li> <li>• The consideration of a fifth Elected Director was believed by RV and some Councillors to be important to ensure a balanced Board of Elected and Appointed Directors.</li> <li>• It was recognised that proper consideration needed to be given to this and to look at the Governance structure holistically to ensure that the wider membership had a voice. The independence and broadening of National Council was part of this. Given Sport England’s comments about Governance and mindful of the 2017 negotiations ND said it would be important to discuss any proposals with Sport England as part of the Board’s diligence and consideration.</li> </ul>	<p><b>Action:</b> Board to fully consider the proposal as part of Governance review, including NC independence in time for the forthcoming AGM.</p>		

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	24.02.10	<p>2. Independence of National Council</p> <ul style="list-style-type: none"> <li>• Board received the paper presented to the National Council at its January meeting.</li> <li>• Board felt that the National Council should be a completely autonomous and independent body reflecting the wider membership of the table tennis community. The Board’s focus should be on liaising and engaging with the whole membership, of which County members were an important constituent.</li> </ul> <p>3. Nominations Committee</p> <ul style="list-style-type: none"> <li>• The current structure whereby every Director was also a member of the Nominations Committee had become completely unwieldy.</li> <li>• Currently the board was recruiting two Appointed Directors. The current composition of Nomcom was not Code compliant as with SK conflicted there was not a majority of independent Directors.</li> <li>• ND was keen to ensure that the Board maintained responsibility for Appointing Directors. This responsibility would not be delegated but there was a need to reform the composition of Nomcom which he saw as an unnecessary barrier. It was proposed that in accordance with best practice and as set out in the Code that Nomcom comprises three members. An independent Chair (usually the SID), the Chair of TTE plus one Elected Director.</li> <li>• The Board would always be the decision maker for director appointments.</li> <li>• The Board agreed with the proposal but noted RV’s objection that a pledge was made that all Elected Directors would be on Nomcom and if a change was required, he felt five was the right number.</li> </ul>	<p><b>Action:</b></p> <p>The independence of National Council to be discussed further. ND will contact the Chair of National Council.</p> <p><b>Decision:</b></p> <p>It was agreed that the Nominations Committee will consist of three directors of which one will be an Elected Director. This position will be rotated.</p>		
10		<p><b>AOB</b></p> <p>1. Board was updated on the upcoming CTFF AGM due to take place and some governance issues with the nominations that would be voted on at the meeting. It was agreed that the TTE representative, Susie Venner, should still attend and see how the meeting runs. If the concerns raised to the CTFF had not been considered and the voting went ahead as planned, TTE might need to consider leaving the CTFF. This was agreed by the Board.</p>	<p><b>Decision:</b></p> <p>SV to attend CTFF AGM for TTE and feedback results</p>		

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		<p>2. The third weekend of the JBL would be considered by the Competition Committee, following the meeting to be held on 20 February 2024 by Henry Arthur.</p> <p>3. Liam McTiernan had recently joined the Competitions Committee.</p> <p>4. ND suggested a standing item for the Board agendas on Innovation. A mailbox should be considered too.</p>	<p><b>Action:</b> Third JBL weekend to be reconsidered following 20 Feb meeting</p>		
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The meeting closed at 2.30 pm

## Decisions

Board approved the Expense Policy

Board approved the Implementation Plan and Budget for 2024/25 which included increasing membership fees to £22 for seniors and £11 for juniors/cadets over 11 years of age

Board agreed the Resolutions to be put forward to the AGM 2024

The Standing Orders Committee will continue to be merged with the Articles and Regulations Committee

2024 AGM to remain virtual only

Board approved the revised Complaints Procedure

It was agreed that the Nominations Committee should consist of three Directors. SH would be included as the Elected Director on the Committee

Susie Venner to attend CTF AGM for TTE and feedback results