



**ABA OF ENGLAND LIMITED
ANNUAL GENERAL MEETING**

DATE: 30th September 2012

**Hilton Hotel, Victoria Quays, Furnival Road, Sheffield, S4 7YB
11.00am**

	<p>Present</p> <p>Non-voting members K. Walters (President), R Caborn (RC) (Chairman), M Abberley (CEO), T. Goreham (TG), A Lynch (AL), C. Andrews (CA), D Barnard (DB) (note taker).</p> <p>Voting Members D Chapple (CSBA), D. Rulten (Eastern), J. Stevenson (Proxy vote for Home Counties), D. O'Sullivan (London), J Hallam (Merseyside & Cheshire), S Matthewson (Midland Counties), P Angus (North West), H Slater (Southern Counties), R. Scott (Proxy Vote for Tyne Tees & Wear), A. O'Kane (Western Counties), M. Ryan (Yorkshire), G. Valentine (PBA)</p> <p>Observers M. Budden (R & J Commission), T. Attwood (Medical Commission), L Gibbs (Midland Counties), M. Ritchie (Midland Counties), R Ritchie (Midland Counties), F O'Sullivan (Midland Counties), T Bickle (Midland Counties), S. Tidman (Midland Counties), A Pritchard (Southern Counties), D Newth (Tyne Tees & Wear), Y Hussain (North West Region)</p> <p>Long Service Award recipients J Flynn & guest, R Quince & guest, R Smith & guest.</p> <p>Apologies Voting members: F. Keyani – Home Counties (Proxy provided), R Rowe – Tyne Tees & Wear (proxy provided)</p> <p>Non-voting members: Directors: S McHugh, F McKelvie, D Cockell</p>	<p>I = Information D= Decision A= Action</p>
--	---	--

Chairman's Report

RC informed the attendees of the change in roles between KW and himself in July this year, agreed by the Board and that since July 2012 RC had taken over the role of ABA Chairman, with KW taking the role of ABA President.

The outgoing Chairman, KW, submitted his report of the company for 2011/2012, as detailed in the ABAE Annual Report 2011/12, distributed to all in attendance.

Members were asked to vote on the above points

Vote : Unanimously supported - 12 For, 0 Against

I

I

D

Company Accounts & Auditors

The company accounts for the year ending 31st March 2012 were presented by MA in PowerPoint. Hard copies of the accounts were available for members and a copy filed with the background papers of the meeting.

The accounts were presented as fully audited, in accordance with accepted accounting procedures, were fully qualified and signed off by the Company. The key elements of the profit and loss account were as follows:-

	2012	2011 £	2010 £
Turnover	1,733,509	1,905,847	1,439,521
Administrative Expenses	1,667,405	2,071,189	1,602,174
Operating Loss/Profit	66,104	(165,342)	(162,653)
Other Operating Income	25,196	170,884	129,405
Tax	62	594	-
Profit/(Loss) for the Year	91,300	4,948	9,348

The Company accounts were described as an improvement on the previous year, due to tight budget control and spending constraints. They were considered satisfactory overall in a tight budget year where spending had had to be significantly curtailed due to reduced income forecasts.

I

	<p>MA confirmed that there had been insufficient funds available at the end of the financial year to enable the ABAE's Cash Reserves Policy to be met, the policy currently stands at 25% of affiliations fees and had not been met for several years. This policy would be reviewed by the new Board to ascertain its purpose and relevancy.</p> <p>MA confirmed that £27k to be carried forward to meet Registrars Honorary payments, as agreed by the Board during the budget review in October 2011.</p> <p>MA informed the meeting that the Ball Inn was currently under offer, the sale of which would enable the ABAE debt to UK Sport to be repaid early and in full. Any surplus funds from the sale would remain with ABAE.</p> <p>Company Auditors Auditors for 2012/13 financial year have been selected following an open tender exercise. The successful applicant was Barber Harrison Platt and members were asked to ratify the appointment of this company on recommendation of the Audit Committee Chairman. Audit Committee to fix remuneration.</p> <p>Vote: Unanimously supported - 12 For, 0 Against</p>	
	<p>Memorandum & Articles of Association RC provided an overview of the national consultation process undertaken during the last year in relation to the structural reform of the ABAE. The attendees were updated on the progress made to date, including the transitional arrangements put forward to the Board & Council at their last meetings.</p> <p>The main changes were that the ABAE would move from having a Board and Boxing Council to one Board governing the organisation, this being made up of one Executive Director elected from each region, 1 Director nominated by CSBA, 3 non-executive Directors, recruited on an open basis, plus an independent Chairman. In addition PBS, BUCS and NACYP would be offered observer status for Board meetings, as Associative members, but would have no vote on the Board.</p> <p>RC informed the attendees that a lawyer had reviewed the ABA organisational, governing documents and provided advice on amendments requiring to be made to support the new structure and suggested a schedule of transitional arrangements to be put in place to support the move from the current position to the proposed governance structure.</p> <p>MA reviewed the above mentioned proposed amendments to the memorandum and Articles of Association, on a line by line basis and</p>	

notified that the deadline for compliance to the Sport England Governance requirements was October 2014.

Reiteration was made, with regards to the new Board members, in that each would be appointed to the Board to act in the best interests of the organisation, based on the Nolan Principles/Company Law.

The transitional arrangements were also presented, following which the members were invited to vote on the proposal to accept the documented changes and transitional arrangements, in order to move the organisation forward.

Vote: Agreed unanimously For 12, Against 0

The presented amended Memorandum and Articles of Association and transitional Arrangements Documents are filed with the back papers for the meeting, for the records.

It was agreed that, following a positive vote to accept the changes and transitional arrangements, that items 5 & 6 were superseded by the changes agreed and director elections at today's meeting were not relevant or required.

RC spoke about the forthcoming appointments of the new Directors and assured those present that a full training programme was being put in place to provide all Directors with the knowledge and understanding of their new role, in order to deliver the best possible results for the sport.

RC addressed the attendees and spoke about the success of the Olympics and in particular the fantastic feedback he had received in relation to Boxing. He thanked all of the ABA members, who took part as volunteers and congratulated them on providing one of the best Boxing events experienced at any Olympic games.

In addition he informed those present that, following the organisational changes various programmes would be put in place to assist members at grass roots level, which would include an audit of club facilities, with a view to supporting clubs to deliver the capacity required for an expected expansion of the membership (as a result of the Olympic legacy) and that the boxing training gym and support at EIS would now be made available to ABA coaches, in various forms, to enable our members to experience the fantastic facilities available.

RC also informed the attendees that KW, as President and with his vast experience and knowledge of boxing from running clubs to representing the organisation at international levels, would be visiting clubs and events around the country as part of the grass roots support and further information on this would follow.

RC concluded by saying that today's positive vote for changes will activate that agenda.

	<p>Proposals for consideration</p> <p>RC confirmed that the members had met the previous day to discuss and consider all proposals received and had made provisional group decisions on each in order to expedite proceedings today. He explained that the proposals would be put to the members again for a formal vote and any additional comments would be made.</p> <p>Refer to separate document re proposals and results</p> <p>Midland Counties Association proposal to split</p> <p>RC gave permission for observers attending to also comment on the proposal regarding the requested split of Midland Counties. It was confirmed that the proposed two new regional associations would meet the minimum requirements for an association member, in respect of club and member numbers, in accordance with the current Articles of Association but that historical procedures for the actual process of splitting regions were not recorded satisfactorily by the organisation and several areas of the process required clarification.</p> <p>A further discussion took place in relation to issues arising. The following points were discussed;-</p> <p>Q) Should proposals to split a region be put to the Board or the AGM? A) The Board, but to be ratified at the AGM</p> <p>Q) Who pays the administrative costs of the split, such as IT work to split the database A) These types of costs should not be borne by the general membership and the Region requesting the split should be responsible for these.</p> <p>Q) What will happen re Championships A) The two new Regions will box-off</p> <p>Following other potential points being raised it was agreed that a working party, made up of the new regional representatives and ABA NGB staff, would be put together following election of the new regional officials, in order to support the transitional phase of the split and agree any outstanding issues.</p> <p>Voted: Unanimously supported 12 for, 0 against</p> <p>Following completion of the consideration of and voting on the remaining proposals the meeting moved to the Long Service Awards</p>	
	<p>Long Service Awards</p> <p>The following long service awards were made;-</p> <p>Joe Flynn (Merseyside & Cheshire ABA),</p>	

Roger Smith (Southern Counties),
Roy Quince (London ABA)

Some recipients of long service awards were unable to attend on the day due and local ceremonies were agreed to be held for the awarding of the medals and certificates to the following:-

Commemorative photographs were taken for those attending

The meeting closed at 1.15 pm and the Award recipients were provided with a celebratory luncheon, by the ABAE, along with their guests.