

**Swim England East Region
Special General Meeting
22nd April 2021**

**Agenda Item 2.2
Governance**

2.2.i Governance Update

1. Progress with Governance

Since the Annual Council Meeting in September, good progress has been made in changing to the governance structure agreed by Members. Developments are summarised below:

2. The Company

In October Swim England East Region, was incorporated at Companies House with company number 12931432.

In January, Swim England East Region was granted charitable status. The Directors had to make some minor changes to the Articles of Association to satisfy the Commissioner, mainly in relation to Directors' interests and to clarifying the wider benefits of the sport to the public. The amended Articles, which are on the website, are in line with those for Swim England.

3. Board of Directors

The 2020 ACM agreed that the former Management Committee, comprising Joan Wheeler (Chairman), David Metcalf (Vice-Chairman), Keith Belton (Finance Manager) and Ian Mackenzie (Elected Member) become the Directors, and Trustees until the first Annual General Meeting.

The Board of Directors has met on eight occasions to date, and all Directors have attended these meetings.

At the 2022 AGM, all Director roles will be open for election. The posts will be subject to open recruitment, managed by a Nominations Committee.

4. Members Forum

The Members Forum Members are appointed by the six East Region counties, with membership being proportionate to Swim England Membership as at 31st December 2020. All counties have appointed their Members and the Members Forum was established on 1st January 2021.

5. Audit Risk and Probity Committee

Together with the Regional Operations Committee, and the Nominations Committee, the Audit Risk and Probity Committee is a 'named committee'. In November 2020 an advertisement for potential members was placed on the regional website and as a result, the following appointments were made by the Directors:

Simon Lever (Chairman), Matthew Rowe, Simon Rose and Lottie Thompson. David Metcalf was appointed as the Director member of this Committee. The Committee have met on one occasion.

6. Nominations Committee

Nominations Committees are appointed, as needed, by the Directors. To date we have had two Nominations Committees, the first comprising Joan Wheeler (Chairman), Keith Belton, Sheila Mackenzie, Stewart Murray, and Chris Vinter was set up to oversee the Member Nominated Committee Member elections for the Regional Operations Committee.

Having dealt with the first stage the Directors made some changes to the membership of the Nominations Committee to manage the election of the Independent Members of the ROC, and the appointment of the President Elect. Chris Vinter became Chair of this Group, other members are Ian Cotton, Sheila Mackenzie, David Metcalf and Joan Wheeler.

7. Regional Operations Committee

As a result of the elections amongst Members Forum members, Ian Cotton, Sheila Mackenzie and Gerry Metcalf were elected as Member Nominated Committee Members of the Regional Operations Committee (ROC). Gerry received the most votes and has been elected for a three year term, Ian and Sheila received an equal number of votes but a draw of lots has decided that Ian will serve for two years and Sheila for one.

Following a call for nominations for the three Independent Member roles, three nominations were received. The Nominations Committee was satisfied that all candidates met the requirements specified and accordingly, agreed that there was no need to hold a further election. Lots were drawn to determine the terms of office as a result, Stewart Murray will serve for three years, Tom Baster for two years and Lottie Thompson for one year.

It is proposed that the ROC will have its first meeting in late May/ early June.

8. Leadership Groups

As a result of the governance changes, the Directors have reviewed the terms of reference for the discipline committees. In order to differentiate from the committee tier in the governance structure, discipline committees have been renamed Leadership Groups. In the draft terms of reference that have been sent to managers, rather than having a 'one size fits all approach' managers were asked to review the membership of their group to ensure that the membership was appropriate for their discipline.

The Directors have also decided to reinstate a Club Leadership Group to oversee SwimMark, Stronger Affiliation, new affiliations, club related issues and club development. Stewart Murray will chair this group, Ian Cotton will be the ROC member, and Chris Galer will join the group as the Membership Officer. Three independent members will be appointed from clubs.

9. County Forum

Conscious that the ROC, and some of the leadership groups, will not have county representatives, the Directors are keen to establish the County Forum. The Forum will be chaired by Chris Vinter and it is planned that the first meeting will be in May.

2.2.ii Changes to the Regulations

As is to be expected with a new governance structure, the Directors have found some gaps in the Regulations. The Directors, who have the power to amend the Regulations, have made the following changes:

- To clarify that only members of clubs that are affiliated to swim England East Region are relevant to the calculations for members of the Members Forum per county and that, where members belong to more than one club, their membership will count against the club through which their Swim England, regional and county membership fees are paid.
- To specify that the agendas for committees and leadership groups, shall include as the second item after apologies for absence, an item for their members to declare conflicts of interest in agenda items
- With regard to the Swim England Members Forum, to specify a list for prioritising nominations, and to clarify that the appointed Members should attend all general meetings,

or make arrangements for proxy voting, and that they should respond to correspondence and proposals

- To specify who, in addition to the Members of the Swim England East Region Members Forum, may attend General Meetings

In addition, the Directors have amended the Terms of Reference for the Nominations Committee to specify that the Committee should be chaired by a Member who is not one of the Directors.

Joan Wheeler
Chairman
30th March 2021