

**MINUTES OF THE ANNUAL GENERAL MEETING
HELD AT THE BEACON CENTRE, STAFFORD
ON SATURDAY 23 NOVEMBER 2019**

Prior to commencement of the AGM, the following Long Service Awards were presented: 40year awards for Adrian Neeves, Cheshire CSFA and John Clark, Cheshire CSFA.

The meeting opened at 1.00 pm with P Harding in the Chair. The full list of those present is attached to the Minutes as Appendix I.

The Chairman opened the meeting by welcoming delegates to Stafford.

The Chairman congratulated Jack Tarr on receiving the British Empire Medal for his services to schools' sport.

The Chairman also reported the sad news that Pat Smith MBE was now in a care home and wanted recorded the tremendous service Pat had given to schools' football over many years.

1. NOTICE OF THE MEETING

The Chairman read the Notice of the Meeting.

2. STANDING ORDERS

The Vice-Chairman, M Hignett moved the adoption of Standing Orders as printed on the Agenda paper. This was agreed by the Meeting.

3. IN MEMORIUM

A minute's silence was observed by the Meeting in honour of those colleagues who had passed away during the previous season. Names put forward for remembrance: C Owen (Ex ESFA Council, Chairman & Life Member), A Heads (Ex ESFA Council, Chairman, & Life Member), J Robinson MBE (Ex ESFA Council, Chairman & Life Member), M Bell (Newcastle SFA & Northumberland CSFA), R Jones (Woking PSFA & Surrey CSFA), C Mortimer (Aldershot SFA), T Brookman (Merseyside CSFA), B Lynch (Liverpool SFA), K Jones (Warley SFA & West Midlands CSFA), D Hickton (Walsall SFA & Staffordshire CSFA), W Bailey (Bill Bailey's wife).

4. APOLOGIES

A full list of apologies can be found in Appendix II.

5. THE APPOINTMENT OF SCRUTINEERS

Steve Abson (Leicestershire CSFA), Tony Williams (Wiltshire CSFA & Swindon SFA), David Willacy (Hertfordshire CSFA) and Dennis Fulton (West Tyne SFA) were appointed as voting scrutineers.

6. MINUTES OF THE 2018 AGM

The Minutes of the Annual General Meeting held at the Beacon Centre, Stafford on Saturday 24 November 2018, having been circulated to all affiliated Associations; the Vice-Chairman moved 'That the Minutes of the last Annual General Meeting be confirmed and signed.'

This was agreed by the Meeting.

7. MATTERS ARISING

Page 3, Paragraph 3 – S Abson (Leicestershire CSFA) asked if any progress had been made on free weekends. CEO reported The FA would continue to schedule fixtures on the second weekend and that a further meeting was planned for early 2020.

Page 3, Paragraph 7 – J Appleby (Staffordshire CSFA) asked if the U15 Girls programme had increased for Season 2019-20. MH reported that an Under 16 match against ISFA was arranged for January and the John Read Trophy had been organised to take place in the Republic of Ireland in March. MH expressed that a lot of work had been done that the committee was pleased that the girls' activity was increasing.

8. ANNUAL REPORT

The Annual Report of Council, having been circulated to all affiliated Associations, was presented by M Hignett (Vice-Chairman).

M Hignett thanked Chief Executive, A Chilton together with ESFA Staff for their hard work during the year.

K Davies (Merseyside CSFA) expressed thanks for the grant support to County administrators. He also asked why was the FA funding delayed and what would be the future of administrators? CEO reported that difficult discussions had taken place with the FA around IT systems. Negotiations had taken place to agree a 1 year contract and next season 20/21 would be a further 1 year and then a 4 year contract to realign the FA funding cycle.

K Davies (Merseyside CSFA) expressed the opinion that more details could be included in the annual report of the structures working group.

K Davies (Merseyside CSFA) had been through the application and process for phase 1 and it had been a very time-consuming job for the volunteers and then the submission was refused. The whole purpose for the proposed merger of Knowsley & St Helens was survival not a 'super team/district'. Knowsley are struggling to survive especially with representative football. The outcome should be positive after all the work that had been completed and not a feeling of disillusion.

K Davies (Merseyside CSFA) expressed thanks to K Laverick for all his help and work with the restructuring.

P Harding (Chairman) reported that this was a new process for the ESFA. The ESFA was keen to work with Merseyside CSFA to resolve

J Appleby (Staffordshire CSFA) reported it was great to see new teams being funded through the Development Fund and would like to see the numbers of teams being sustained once the funding has ceased.

P Harding (ESFA Chairman) reported that the figures were available and would be included in future reports.

P Harding (Vice-Chairman), on behalf of Council, moved 'That the Annual Report be received and entered in the Minutes.' D Gent (Newbury PSFA) seconded the proposal. This was agreed by the meeting.

9. FINANCE REPORT

M Coyne (Chairman of Trustees) presented the Financial Statement and moved the adoption of the Balance Sheet.

M Coyne (Chairman of Trustees) reported the following:

- That the challenge for the Trustees was to support the future of representative football.
- There had been a deficit budget set at the start of season 17/18 but this had been turned around due to actions taken, including staffing reductions, to produce an actual profit at the year end.
- ESFA had matched income to expenditure for season 18/19 along, the introduction of a new structure for delivering the international programme.
- County SFAs would receive grants during season 18/19, subject to compliance with service level agreements.
- ESFA was attempting to source new income, although some activities had proved difficult to finance and therefore deliver.

M Coyne (Chairman of Trustees) proposed the Finance Report be accepted into the Minutes. N Pont (Honorary Auditor) seconded the proposal. This was agreed by the Meeting.

10. HONORARY AUDITORS REPORT

N Pont (Honorary Auditor) stated that the role of the Honorary Auditors was as a critical friend to the ESFA. Associations can contact the Honorary Auditors if they were unable to obtain a satisfactory answer from the Council.

The Auditors proposed the ESFA would make a donation of £600 to “Children with Cancer UK”. This was agreed by the meeting.

11. ELECTION OF OFFICERS AND COUNCIL SEASON 2019-2020

On behalf of Council, the Chairman of Trustees, Mr M Coyne, announced;

- A Council Members re-elected unopposed:
 - North Region O Aiston, A Johnston,
 - Midlands Region M Hignett, P Rickard, M Warren (1 year)
 - South West Region M Coyne, S Inger, J Martin
 - South East Region S Botham, P Harding, M Spinks, D Woollaston

- B Council Members newly elected
 - North Region T James

- C The election of ESFA Chairman and Vice-Chairman for Season 2019-2020:
 - Mr P J Harding (Chairman)
 - Mr M Hignett (Vice-Chairman)

12. ELECTION OF HONORARY AUDITORS

The Chairman proposed that Mr N Pont and Mr A Reed and Mr T Pollard be elected

13. ELECTION OF PROFESSIONAL AUDITORS

M Coyne (Chairman of Trustees), on behalf of Council, proposed that Lancaster & Co of Wolverhampton be appointed Professional Auditors for Season 2019-2020.

The Chairman wished to thank M Ashton (Lancaster Haskins LLP) and D Howard (Finance Officer, ESFA) for their support during the season.

14. RULE CHANGES

- A **Rule 14.3(a) elected Council Members**

Rationale: to ensure that a full elected Council membership can be secured and effective succession planning can take place, and to mitigate against further future vacancies. It is proposed to implement this rule, if approved by the AGM, during the 19/20 season

Add to rule 14 (3)a: Elected Council members – there shall be 16 Elected Council Members with four being elected from each of the four regions.....

Those members retained by clubs in an advisory or paid capacity by a football club which employs contracted players shall be eligible for election to Council, subject to them meeting the remaining eligibility criteria.

Add to rule 14 (3)b: in the event that an eligible nominee for elected Council membership is not identified in an area, Council may:

- For a period of no longer than one year, co-opt a schools' employee who does not hold QTS but who is a member of an affiliated Association in the area, as long as *this category* of co-opted membership for that area does not exceed 1 member:
- *Instate a field officer, with responsibility for discharging a Council member's responsibility for local activity, but without the national responsibilities, for a period of no more than one year.*
- *There shall be no more than one co-optee from each category in any region's membership and thus no greater than two co-optees in total in that region.*

In accordance with the terms of office for Council appointments, in the final year of a retiring council member's term, regions may appoint a "shadow" Council member, for a period of no more than one year, with a view to stimulating nominations for Council in future. Such shadow members shall not be eligible to vote on Council but shall serve alongside the outgoing Council member in his final year.

Delete Bylaw 1: disqualification – an individual who is retained in an advisory or paid capacity by a football club which employs contracted players shall be disqualified from membership of Council

Nominated by: Dave Woollaston, Council
Seconded by: Josh Charalambous, Council

Agreed by the meeting

B Rule 14.3 (d) ii Premier League position on Council

The Association has held a place on its Council for the Premier League (or the PLCF) for 2+ years: the PLC/PLCF has regrettably been unable to confirm a nominee to serve.

In order to maintain an appropriate balance between "internal" and "external" members of Council, and to avoid a permanent vacancy potentially contributing to quoracy issues, it is proposed that this independent place, originally reserved for PL/PLCF, becomes an independent member appointed to fill gaps identified by Council, and is thus no longer reserved for a single organisation.

Delete clause 14.d)ii:

- A representative from the Premier League. The Council shall determine which post holder at The Premier League should be invited to act as the Premier League's representative

Replace clause 14.d)ii:

- An external representative, appointed through competitive selection, to fill identified gaps on Council

Nominated by: Mike Spinks, Council

Seconded by: Paul Rickard, Council

Agreed by the meeting

C Section 4, Powers, Clause (7): charity trading:

At present, the ESFA's constitution prohibits any commercial trading – for the ESFA, income which is derived from sources other than running football for school pupils. Providing for this income to be appropriately assigned to the Charity is essential. It is therefore proposed to amend ESFA regulations as follows:

Section 4, Powers, Clause (7) to be amended as follows:

(7) to appeal for and accept donations, subscriptions, covenants, sponsorships and legacies to be held on trust for the purposes of the CIO ~~provided that the charity trustees shall not undertake any permanent trading activities in raising funds for the charitable objects hereof~~

New subclause (8): to undertake periodic trading activities to raise funds to further charitable objects, within the limits laid down by the relevant statute and regulation.

Proposed by: Andrea Chilton, Council

Seconded by: Stuart Inger, Council

Agreed by the meeting

D Rule: E.S.F.A. u-11 Danone Nations Small Schools' Soccer Sevens competition Rule 2b)

Rationale:

- the current rule includes the number of pupils in Year 3 and Year 4; these are ineligible to play in the competition but a large cohort in either year group could prevent a school taking part
- the new rule would make allowances for schools which may have a large Year 6 cohort but a small Year 5 as these pupils may also participate.
- the new rule would allow 1 form entry schools to take part where they have previously been disadvantaged by having to participate in the Schools' Cup for School Teams competition against 2 and 3 form entry schools
- the new rule would increase the participation rates for the Small Schools' Soccer Sevens competition

- b. To be eligible to enter the Small Schools' Soccer Sevens, the affiliated school must have fewer than 100 pupils on Roll in Key Stage Two, and not more than 30 pupils in Year 6 as of 1st September. Schools that qualify for the Small Schools' Soccer Sevens may enter that competition OR the Schools' Cup for School Teams – not both.

Proposal: to delete the phrase '**fewer than 100 pupils on roll in Key Stage Two, and not more than 30 pupils in Year 6**' and replace with '**65 or fewer pupils in total in Years 5 and 6 according to the numbers on roll as confirmed by the preceding year's summer census.**

Proposed by: Swindon Primary Schools' Football Association (E410)

Seconded by: Gloucester Primary Schools' Football Association (E404)

Agreed by the meeting

E Standing Orders of the AGM

Rationale: To review with Membership whether the standing orders should be maintained, or revert to previous practice, in which case, standing order 3 herein should be replaced with the following:

“That all first amendments to motions must be submitted in writing to the Chief Executive at least 14 days before the Annual General Meeting in accordance with General Rule 8(b). Subsequent amendments to a motion must be submitted in writing to the Chief Executive on the day of the meeting. All amendments must be supported in writing by at least one other affiliated association.”

“Whenever an amendment is made upon any motion, no second amendment shall be taken into consideration until the first amendment is disposed of. If that amendment is carried, it shall then be put to a substantive motion, upon which further amendment may be moved. If the amendment be lost, then a further amendment may be moved to the original question; but only one amendment shall be submitted for discussion at one time.”

Proposed by: Phil Harding, Council

Seconded by: Mike Coyne, Council

Not agreed by the meeting.

15. VOTE OF THANKS

The Chairman, on behalf of Council, moved a Vote of Thanks to the Chief Executive and her Staff for making the arrangements for the Annual General Meeting.

16. PLACE OF NEXT ANNUAL GENERAL MEETING

The next AGM of the ESFA would take place in Stafford in November 2020. Date was to be confirmed.

17. VOTE OF THANKS TO THE EX CHAIRMAN

Mr P Harding (Chairman) moved on behalf of the Meeting:

‘This Annual General Meeting desires to place on record its sincere appreciation of the services rendered by Mr J Martin as Chairman of the Association in Season 2018-2019 and at various functions throughout the season.’