

Background to the changes to the Articles referred to in Special Resolution: the case for adopting new Articles of Association.

What is this all about?

The meeting is to seek approval for changes to our governing document known as the Articles of Association (the Articles) to enable British Weightlifting (BWL) to comply with the Government's new Code for Sports Governance. It is a process that every sport must go through. Following the publication by Sport England and UK Sport (on behalf of the Government) of the mandatory Code of Governance entitled "A Code for Sports Governance" (the Code) in October 2016, it is now essential that BWL remains fully compliant if it is to maintain on-going public funding from both Sport England and UK Sport.

BWL is not on its own – all National Governing Bodies of Sport (NGBs) and any organisation looking to receive public funds are faced with the requirement to demonstrate the highest standards of governance and, if necessary, amend their Articles prior to 31 October 2017.

If sports bodies do not adhere to the Code and cannot demonstrate full commitment to becoming compliant with its requirements, they will not be eligible to receive public funding. New governance requirements include:

- Greater transparency;
- Increased skills and diversity in decision making; and
- Constitutional arrangements that make the Board of Directors the ultimate decision-making body.

The changes mark the single, biggest collective step forward in sports governance in the UK and set a template for what the Government aspires to be global best practice.

Significant progress has been made, with BWL sitting alongside 50 publicly-funded sports bodies including the Football Association, England and Wales Cricket Board, England Table Tennis Association, Lawn Tennis Association, Rugby Football Union and British Cycling, who all have plans already agreed on how they will become compliant.

The BWL proposal to the EGM addresses what we need to do to ensure compliance with the Code, while retaining the democratic process within the sport. **Access to public funding is conditional upon compliance with the Code.** Loss of that funding would have very serious and wide-ranging implications for both the organisation and the sport. We strongly believe that the changes are in the best interests of our sport because they will lead to a better run governing body and a better service for our membership and anyone involved in the sport.

What would happen if BWL ignores the Code?

Put simply, **we cannot ignore the Code.** We must make changes to our Articles to comply with the Code. Approval of the new Articles at the Extraordinary General Meeting (EGM) will mean that we will receive almost £4m of public money awarded to BWL in the next four years. **If we don't approve the**



Articles, we will not be compliant with the Code and we won't receive the £4m of public funding.

Why is it important that BWL remains compliant?

Crucially, it is about the future of the sport because, without public funding, everything we do will decline and **all** our members will lose out, wherever and at whatever level they lift or otherwise participate in the sport.

It is the Sport England funding that enables BWL to help grow and develop the whole of the sport, including club and volunteer support, coach education, facilities grants, competitions and rankings. UK Sport funding enables us to drive forward our IPC Para- Powerlifting World Class Programme which achieved two medals in Rio at the Paralympic Games, thanks to outstanding performances by Ali Jawad and Zoe Newson.

Furthermore, the combined funding enables us to sustain the performance pathway, which leads to lifters performing well on the world stage and to promote weight lifting and Para-Powerlifting to a wider audience by such means as online live streaming and other media coverage.

If we lost public funding because of a failure to adopt the new Articles and hence not comply with the Code, our membership income, which is only 3% of our total annual income would not be enough to do any of the above.

What does BWL have to do to comply with the Code?

Not very much, because modernisation of our governance arrangements started 4 years ago with changes to our Articles in 2013 that complied with governance standards at that time. That ground work means that compared to other NGBs, we now have a small number of amendments to make to ensure we remain fully compliant and demonstrate the appropriate standards of good governance. Nonetheless we have taken the opportunity to refresh our wording to ensure that we remain at the forefront of good governance.

The Code requires a blend of Directors who are elected from the sport and appointed independently. This gives the Board balance, and ensures healthy, more diverse independent thinking, better decision making and an open, fair and transparent organisation. As Sports Minister Tracy Crouch stated on 27 July 2017, "Good governance and transparency in sport is absolutely paramount - not just for effective decision making but to increase diversity, maintain sport's integrity and ensure millions of sport fans have complete faith in those that run sport."

So how do we comply?

We have to change a small number of our Articles - the set of rules which set out the way we govern ourselves. To achieve this, we need to receive a simple majority of votes in favour of the changes at the EGM.

We already have in our structure an Independent Chairman together with a balance of independent directors and those connected to the sport. We have closed the gender gap with 3 out of 11 Directors being female. Each member of the Board has one voice and one vote, ensuring healthy debate without

any one individual dominating or dictating a route forward. A variety of views, backgrounds and experiences is essential for good decision-making and that will continue.

Changes to individual Articles

The new Articles condense the 163 current Articles to 142. Specific changes are as follows:

Definitions

These have been updated in line with the Code.

Article 11

This has been amended to clarify that eligibility and selection for teams is separate to and independent from Membership.

Articles 23 – 25

The provisions on suspension or termination of Membership have been condensed.

Articles 31 - 34

These Articles comply with the Code to confirm that that the Board comprises at least 10 Directors (the Chairman, four Independent Directors, four Elected Directors, and the Chief Executive), with room for the appointment of two further Directors (e.g. to fill skills gaps) within the maximum Board size of 12 prescribed by the Code. The definitions of Chairman and Chief Executive have been updated. Wording has been added to clarify that the roles of Chairman and Chief Executive shall not be exercised by the same individual and that the Chief Executive and Finance Director are 'ex-officio' Directors, which means that they serve on the board only by their employment and that if they cease to be so employed, they no longer serve as Directors. To comply with the Code, we have inserted provisions dealing with the recruitment of Directors. The Code requires NGBs to maintain a skills matrix identifying the skillset of its current Board as compared to the skills, knowledge and experience required of its Board. We have inserted a new definition of Director's Declaration, which incorporates a Director's acceptance of, and agreement to adhere to, the Articles as well as encompassing the declaration now required by the Code.

Articles 38 - 43

These Articles clarify the term limits of the Chairman, Independent Directors and Elected Directors to comply with the maximum prescribed by the Code. They also state clearly that following retirement after maximum service, at least four years must elapse before a Director can be considered for reappointment, that the Chief Executive is accountable to the Chairman on behalf of the Board and that the Chief Executive shall be an ex-officio Director, all of which are Code requirements.

Articles 58 – 62

These Articles have been amended to reflect the requirements of the Code which requires that any Director with a conflict of interest must not participate in the relevant discussions or vote on that matter and include provision for BWL to maintain a register of interests, as suggested by the Code.

Articles 69 – 70

These Articles allow for a representative committee for England, similar to other Home Nations (who have their own NGBs). The Board's authority to appoint one or more committees, including England Group, is covered by Articles 63 – 68.

Article 122

The Article revises the business of the Annual General Meeting.

Article 124

The Article allows for an Athlete Representative to be elected by athletes and attend Board meetings.



If we have until 31 October 2017 to comply, why the rush now?

31 October 2017 is the date set by the Government for NGBs to comply with the Code and public funding will cease if we are non-compliant by that date. This process needs changes to our Articles, which can only be done at a General Meeting and a vote in favour at the EGM would send a correct and strong message that we are compliant and committed to good governance. A rejection of the Board's recommendation would result in public funding from Sport England and UK Sport being withdrawn, damage the goodwill and relationships that has been established with Sport England and UK Sport over the last three years and prevent us from delivering better sporting outcomes.

THE BOARD RECOMMENDS THAT YOU VOTE IN FAVOUR TO ADOPT THE NEW ARTICLES.

On behalf of the Board
Peter Rowley, OBE
Chairman, British Weightlifting