

FOR DECISION: Proposed changes to the WSA Company Articles.

As part of the WSA's annual review of its governance structure and processes, the current Company Articles were reviewed. The WSA Board has recommended the following changes to the Articles. It is the Full Members of the Company that must vote to change or retain the current Articles. The current Company Articles are also provided in the meeting pack, for reference.

The following small changes to the Articles are proposed to allow a more flexible approach to the admittance criteria to membership of the WSA, as either Full Member or Associate Member grades.

(1) Additional definition:

"founder member" means any full member who is also a recognised National Governing Body of sport (NGB) that governs a sport or recreational activity on a national scale in Wales;

(2a) Current clause:

20.3.2. up to four sector representative Directors elected by the Full Members. In recognition of their founder member status, two out of the four sector representatives shall be elected from the NGBs at that time in membership of the Company;

(2b) Edited clause:

20.3.2. up to four sector representative Directors elected by the Full Members. Two out of the four sector representatives shall be elected from the NGBs at that time in membership of the Company in recognition of their status as principal founder members;

(3a) Current clause:

24.5.2. Unaffiliated Organisations

(3b) Edited clause:

24.5.2. Unaffiliated Organisations whose primary focus is the delivery of sport or active recreation in Wales and are not affiliated to an NGB but otherwise conform to such criteria as set out in the terms and conditions of Full Membership that have been approved and issued by the Board.

(4a) Current clause:

24.6.1. public, private, commercial or voluntary organisations that play a role in the sport, active recreation or community activity, with a presence in Wales, nationally, regionally or locally, but are not eligible to become Full Members.

(4b) Edited clause:

24.6.1. public, private, commercial or voluntary organisations that play a role in the sport, active recreation or community activity, with a presence in Wales, nationally, regionally or locally, but are not eligible to become Full Members. Such organisations must also conform to such criteria as set out in the terms and conditions of Associate Membership that have been approved and issued by the Board.

(5) New clause:

24.8. The benefits and privileges to be enjoyed by each member shall be set out in the Benefits of Membership approved and issued by the Board. Where such benefits conflict with any clause contained herein, then these articles shall take precedence.

(6) New clause:

24.9. In certain cases the Board will allocate an applicant to either Full Membership or Associate Membership. Such allocation of membership type by the Board will be final and without explanation or recourse to appeal. Organisations will be advised of their membership type prior to commitment or fee payment. Membership fees may be specifically tailored in some circumstances and any published scale of fees is for guidance only.