



**CIVIL SERVICE SPORTS COUNCIL
ANNUAL GENERAL MEETING**

The Annual General Meeting will be held on
Wednesday 11th June 2025 at 6pm
Virtual Online Meeting

AGENDA

1. To approve the Minutes of the AGM held on 13 June 2024.
2. Matters Arising.
3. To announce appointments & reappointment of Board Members, as shown in Annex A.
 - (a) Appointment of Directors:
 - i. Max Barnett
 - ii. Elaine Benn
 - iii. Sarah Homer
 - iv. Andrew Jarvis
 - v. Tracey Orr
 - vi. Katie Simmonds
 - vii. Phil Smith
 - (b) Appointment of Vice Chair: Elaine Benn
 - (c) Reappointment of Director: Ian Campbell
4. To receive and approve the Annual Report of CSSC Sports and Leisure for 2024.
5. To receive and approve the audited Accounts for the year ending 31 December 2024.
6. To elect an Auditor: Moore Kingston Smith.
7. Resolution to make partial amendments to the Rules. Please refer to Annex A.
8. To receive a resolution, that with effect from 1st January 2026, the standard CSSC Membership Subscription rate will be £5.99 per month.
9. Update on Transformation of CSSC Business Model.
10. To grant Life Membership to Paul Hayden, recipient of the John Whittaker Fellowship Award, which has been considered and approved by the Board. Please refer to Annex A.
11. To grant life membership to Board members who stepped down from the Board on 5th November 2024. Please refer to Annex A.

12. Appointment of Mark Fisher CBE FRSA as a Vice President of CSSC.
13. Opportunity for Q&A on agenda items.
14. Voting Opens.
15. To announce the AGM voting results.
16. To receive any other business at the discretion of the Chair in accordance with Rule 11.2(h).

The Annual General Meeting is open to all subscribing members of CSSC.

Annex A

AGM Agenda Item 3 – To announce appointments and reappointment of Board members.

(a) Appointment of Directors:

- i. **Max Barnett** brings 14 years of extensive experience in the Digital/Data sector with a particular focus on digital transformation and leveraging data for strategic insights. His experience of strategy and commercial executive experience aligns closely with our current strategic objectives of personalising the member experience and driving digital transformation within CSSC. Max is currently the Commercial Strategy Lead, leading a team of commercial and solution consultants to enable sports properties to invest and innovate in digital transformation with confidence.
- ii. **Elaine Benn** has over 13 years at delivering customer excellence and efficiency in nationwide public services at Director and Board level. She helped form the HMRC Customer Experience Committee, recruiting industry experts to deliver service improvements through major transformation projects. Elaine has previously served as Vice Chair of CSSC, Chair of the Volunteer Committee and Chair of the Appointments Committee. Her exceptional experience and stakeholder management experience provides a welcome and needed continuity to the Board of CSSC.
- iii. **Sarah Homer** is an experienced Board Director with over 20 years' experience of operating across the public and private sector including as Director General and NED within several Civil Service Departments. She also has extensive global commercial experience working at Board and Chief Executive level within the private sector with global financial companies (such as American Express and Goldman Sachs). Sarah's broad and extensive experience of strategic leadership, governance, risk management, leading services and change in a challenging stakeholder and delivery system environment will enhance the Board's collective expertise.
- iv. **Andrew Jarvis** is an experienced Marketing and Communications Director. With over 18 years in the industry, he is an award-winning marketing strategy professional and business owner. His career highlights include the repositioning of several traditional brands to build market share and profitability. Andi has also held Independent Trustee roles within the Sports Industry and his commitment to member-focused and sustainable long-term growth is particularly relevant as we continue to face competitive and market pressures.
- v. **Tracey Orr** is an experienced Non-Executive Director with over 10 years of experience of similar governance roles in organisations of comparable complexity, making her well-versed in the fiduciary responsibilities of a NED. She has a strong commercial background in strategic development, change management, people management, oversight of digital and technological strategies. Tracey's commercial and leadership experience in these key areas will be an asset to our governance framework.
- vi. **Katie Simmonds** demonstrated a strong understanding of governance, sports law and alignment with the values that underpin our mutual/membership model and partnership working. She recently worked as Global Chief Operating Officer of a global sports alliance organisation playing an active role in expanding their membership base across five stakeholder groups ranging from governments, sports organisation and civil society. Katie's ability to develop and maintain mutually beneficial relationships will be invaluable to CSSC at this time.

- vii. **Phil Smith** is a senior business executive with over 25 years leadership experience across the sports industry. He is currently Executive Director of Partnerships for a national sports body. A strategic thinker with oversight of the some of the key issues in the sport and physical activity sector in the UK, including governance, EDI, community engagement and investment. Being responsible for both the participation and strategic growth of Sport in the UK at all levels, Phil is well placed to help lead the paradigm shift needed within CSSC in relation to sport and sport development.

(b) Appointment of Vice Chair: Elaine Benn

The Board may appoint one of the Directors as Vice-Chair. The Board appointed Elaine Benn.

(c) Reappointment of Director: Ian Campbell

Ian Campbell's Government career began in 1977 as a Clerical Assistant in the Scottish Office. After a spell in Whitehall, from the early 1990s, Ian returned to Scotland in 1999 to help establish the Scottish Parliament. He went on to lead a range of teams, most notably the successful Government Glasgow Commonwealth Games 2014 Bid Team. In 2008 Ian and his family moved to Belgium until he retired in 2020 as Head of the Scottish Government EU Office. Ian has previously served as a Vice Chair of CSSC and Chair of the Sports & Leisure Committee.

AGM Agenda Item 7 - Resolution to make partial amendments to the Rules.

Explanation of amendment to the Rules

These changes to the Rules reflect a partial restructuring of the committees of the Board as follows:

- The Audit and Risk Committee, Resources Committee and Investment Committee are being merged.
- The Sports and Leisure Committee and the Volunteer Committee are being merged.
- The Appointments Committee is being renamed as the Nomination and Remuneration Committee, with additional responsibilities for overseeing remuneration policy and practices across the organisation.
- Appointments to the Disciplinary and Complaints Committee will be made by the Nomination and Remuneration Committee, rather than the Board, with delegated authority from the Board.
- A redline version of the Rules showing all changes is available for review at: <https://store.cssc.co.uk/rules-regulations>

Resolution to make partial amendments to the Rules

Further to Rule 27.1 (which states that Rules may be amended only at an AGM), the members are asked to approve the following Rule changes:

1. References to the "Appointments Committee" shall be changed to "Nomination and Remuneration Committee".
2. Rule 7.2, shall be deleted and replaced with: "When required, a Discipline and Complaints Committee (DCC) shall be established, for the purpose of considering any conduct of a member or members which may be contrary to the provisions, policies and guidance mentioned in rule 7.1 above and thus detrimental to the interests of the Society in any respect. The members of the DCC shall be appointed by the Board unless they delegate this to the Nomination and Remuneration Committee. The DCC shall undertake its functions in accordance with any regulations."
3. In Rule 16.1 insert "when required" after "Discipline and Complaints Committee"
4. Rule 16.2 shall be deleted in its entirety. The remaining provisions of Rule 16 shall be renumbered accordingly.

5. In Rule 16.4 (under the current numbering), the word "rules" shall be changed to "rule" and the words "16.2 and" shall be deleted.
6. In Rule 16.5 (under the current numbering), the following shall be added at the end of the sentence: "(or such other Committee as the Board may stipulate in the regulations)".
7. In Rule 17.2, add a new sub-paragraph "(c) for overseeing and determining the remuneration policy and practices of the Society; and". The remaining sub-paragraphs shall be renumbered accordingly. In Rule 17.2(d) (under the new numbering), "; and" shall be deleted and replaced with".

AGM Agenda Item 10 – The Granting of Life Membership to Paul Hayden, recipient of the John Whittaker Fellowship Award.

At the 2019 AGM it was advised that nominations for life membership of future recipients of The John Whittaker Fellowship Award, would be considered and approved by the Board, to be passed by subsequent resolution at the AGM.

AGM Agenda Item 11 – The Granting of Life Membership to Board members who stepped down from the Board on 5th November 2024.

We would like to propose granting life membership to the Board members who stood down from the Board on 5th November 2024, as a token of our appreciation for everything they have done over the years of dedicated service to CSSC. It is down to their foresight and dedication that CSSC continues to move forward. The Board members include Phil Corcoran, Stuart Fraser, Sam Guilding, Naomi Hickey, Michael Mainon, Carson McNab, Francis Smith and Claire Wallace.

AGM Agenda Item 12 – The Appointment of Mark Fisher CBE FRSA as a Vice President of CSSC

Mark stepped down as Chair of CSSC at last year's Annual General Meeting after four years in the role.

Mark had an extraordinary tenure as CSSC Chair leading the organisation through the Pandemic, the 100th Anniversary Celebrations and the Governance reform work.

As a token of our sincere appreciation for his significant contribution to CSSC, we propose to appoint him as a Vice President of CSSC.