



## Special General Meeting Minutes

Date: Saturday 22<sup>nd</sup> of August 2020  
Location: 60-62 Crystal Brook Road, New Beith, Queensland, 4124, Australia and via online video conferencing on Microsoft Teams  
Time: 9:00 Australian Eastern Standard Time (AEST)

### 1. Meeting Open & Welcome by Chairman

- Mr Ho opened the meeting at 9:01 AEST and welcomed all the ITTF-Oceania Member Associations, ITTF-Oceania Personal Honorary Members, ITTF-Oceania MC Members and other invited guests in attendance to this meeting during these hard times from the COVID-19 pandemic.

### 2. Roll Call

#### 2.1. Roll Call of Member Associations

- American Samoa – Mr Ethan Lake
- Australia – Mr Graham Symons
- Cook Islands – Mr Tearoa Iorangi
- Federated States of Micronesia – Australia (proxy)
- Fiji – Mr Narendra Lal
- Guam – Mr James Ji Jr
- Kiribati – Mr Choy Freddy
- Marshall Islands – Mr Dimitrius Tarkwon
- Nauru – Mr Paul Kyle (MC Member) (proxy)
- New Caledonia – Mr Patrick Gillmann
- New Zealand – Ms Christine Arthur
- Niue – Ms Sarah Sandley (MC Member) (proxy)
- Norfolk Island – Mr Graeme Ireland (MC Member) (proxy)
- Northern Mariana Islands – Guam (proxy)
- Palau – Mr Scott Houston (MC Member) (proxy)
- Papua New Guinea – Mr George Shao
- Samoa – Mr Frankie Cai
- Solomon Islands – Fiji (proxy)
- Tahiti – Mr Gerald Huioutu
- Tonga – Mr Joh Fifita
- Tuvalu – Mr Alan Resture
- Vanuatu – Ms Anolyn Lulu
- Wallis & Futuna – Mr Charles Gaveau

It was determined that there were 16 ITTF-Oceania Member Associations present and 7 proxies received for a total of 23 votes.

#### 2.2. Apologies

- Mr Neil Harwood (Personal Honorary Member)
- Mr Geoff Rau (Personal Honorary Member)



- Mr Reagan Moses (MC Member)
- Miss Tearo Le Caill (Athletes Commission Representative)

### **2.3. Also Present:**

- Mr Phil Males (Personal Honorary Member)
  - Mr Anthony Ho (President)
  - Miss Carolyn Li (MC Member)
  - Miss Cathy Gauthier (MC Member)
  - Mr Ryan Wiegand (Secretary & Events Officer)
  - Mr Barry Griffiths (General Manager)
  - Miss Jessica MacAskill (High Performance & Development Manager)
  - Mr Corentin Bonnegent (Intern & French translator)
  - Mr James Morris (ITTF Executive Vice President)
  - Mr Raul Calin (ITTF Secretary General)
  - Mr Michael Brown (ITTF Chief Financial Officer)
  - Mr Mounir Bessah (ITTF Member Relations Director)
  - Mr Gary O'Donnell (Scrutineer)
  - Mr Lukas Kozak (Scrutineer)
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- Mr Kyle asked if the proxy from Niue Table Tennis Association and Norfolk Island Table Tennis Association was valid due to the possibility of inactivity and not having an Association/Federation in place.
  - Ms Sandley advised that ITTF-Oceania accepted the proxy and that she received it on the Niue Table Tennis Association letterhead.
  - Mr Griffiths confirmed that Niue Table Tennis Association and Norfolk Island Table Tennis Association's are still registered with ITTF-Oceania and are paid up members as well as the other 22 ITTF-Oceania Members due to ITTF-Oceania waiving membership fees. Therefore, Niue Table Tennis Association and Norfolk Island Table Tennis Association are eligible to provide proxies for the 2020 ITTF-Oceania Special General Meeting (SGM) and 2020 ITTF-Oceania Annual General Meeting (AGM) as per the ITTF-Oceania Constitution.
  - Mr Kyle asked Mr Ireland if he agreed and that all correct governance and ethics have been followed for Mr Ireland to receive Norfolk Island Table Tennis Association's proxy.
  - Mr Ireland advised that he was the proxy holder for Norfolk Island Table Tennis Association and saw the information on Norfolk Island Table Tennis Association letterhead so is comfortable that they are still a member of ITTF-Oceania and was also comfortable for Ms Sandley and himself to retain these two proxies in question.
  - Mr Ho said this should be accepted and the meeting move on. Mr Kyle agreed.
  - Mr O'Donnell & Mr Kozak were approved to be the two scrutineers for this meeting.



*Resolution #1:*  
Scrutineer Appointment.

The ITTF-Oceania Member Associations unanimously approved Mr O'Donnell and Mr Kozak the scrutineers for the 2020 ITTF-Oceania SGM.

### **3. Minutes & Actions**

#### **3.1. The confirmation of the minutes and business arising from the 2019 ITTF-Oceania Annual General Meeting**

- Mr Ho commented that under 10.1 from the 2019 ITTF-Oceania AGM, that he has discussed with Mr Griffiths that the new ITTF-Oceania Strategic Plan is something that needs to be worked on in the coming months after the 2020 ITTF-Oceania SGM & AGM.
- Minutes from 22/06/2019 ITTF-Oceania Annual General Meeting were moved by Papua New Guinea and seconded by Fiji.

*Resolution #2:*  
2019 ITTF-Oceania AGM Minutes.

The ITTF-Oceania Member Associations unanimously approved the 2019 ITTF-Oceania AGM Minutes.

### **4. Propositions**

#### **4.1. Five (5) propositions received:**

- Mr Griffiths advised the procedures/instructions on how to vote that has been sent out prior to this meeting.
- As per clause 12.6.2.1 in the ITTF-Oceania Constitution, changes to the Constitution, the acceptance of belated or emergency business or propositions require a majority of three-quarters (3/4) of the votes cast.
- Each proposition may have two delegates speak for a proposition and two delegates speak against a proposition for 2 minutes only.

#### **Proposition 1**

1. Amend clause 11.3.1 as follows:  
11.3.1 All members of the Management Committee shall be elected at the Annual General Meeting of ITTF-Oceania held every fourth year. Subject to rules 11.4, 11.5 and 11.6, members shall serve a four (4) year term commencing at the conclusion of the Annual General Meeting at which they are elected and concluding at the Annual General Meeting held four years later and shall be eligible for re-election.

**Rationale:**

- *The term of office for all elected Management Committee members is 4 years, which coincides with both ITTF and an Olympiad. The Olympic Games are held every 4 years, but due to the current extraordinary situation, the 2020 Olympic Games have been re-scheduled to be held in 2021. Changing the reference in our constitution to refer to a four-year term rather than the year of the Olympic Games will remove the current anomaly in case a similar situation occurs in the future.*
- The proposition was unanimously voted on by the ITTF-Oceania Member Associations 23 votes (100%) for / 0 votes (0%) against.

*Resolution #3:  
Proposition 1.*

The ITTF-Oceania Member Associations unanimously resolved to update the ITTF-Oceania Constitution with the above amendments.

**Proposition 2**

1. Delete clause 11.3.3.5, insert a new clause 11.3.4 as follows and renumber ensuing clauses:

11.3.4 Although the election of ITTF Board Members (referred to in Rule 11.3.3.2) is undertaken at the ITTF-Oceania Annual General Meeting, they shall not commence their office on the ITTF Board until the conclusion of the next ITTF Annual General Meeting at which ITTF elections take place.

**Rationale:**

- *The term of office for all elected ITTF Board Members is 4 years, and elections are held in the year following the Olympiad. Normally ITTF AGMs in Olympic years are held early (February/March) which has always been before the ITTF-Oceania AGM in that year. The intent of our constitution is as stated above, however, due to the exceptional circumstances this year, the ITTF AGM has been postponed from March until September, but ITTF elections will still be held next year. Changing the reference in our constitution to refer to the ITTF election year rather than the next ITTF AGM will remove the current anomaly in case a similar situation occurs in the future.*
- The proposition was unanimously voted on by the ITTF-Oceania Member Associations 23 votes (100%) for / 0 votes (0%) against.



*Resolution #4:*  
Proposition 2.

The ITTF-Oceania Member Associations unanimously resolved to update the ITTF-Oceania Constitution with the above amendments and deletions.

### **Proposition 3**

- In the ITTF-Oceania constitution, a minor amendment needs to be made so that ITTF-Oceania Management Committee Members are held responsible for their attendance at ITTF-Oceania Management Committee Meetings.
- 1. Insert a new clause under 11.5.4 as follows:  
11.5.4 Any member of the Management Committee who is not present at three (3) consecutive Management Committee meetings, without a leave of absence from the President, shall forfeit their seat on the Management Committee.
- 2. Renumber clauses 11.5.4, 11.5.5 and 11.5.6 to become 11.5.5, 11.5.6 and 11.5.7 respectively.

### **Rationale:**

- *A lot of other Management Committees/Boards have a similar clause.*
- *Having a requirement for ITTF-Oceania Management Committee Members to contribute.*
- The proposition was voted on by the ITTF-Oceania Member Associations 18 votes (78%) for / 5 votes (22%) against.

*Resolution #5:*  
Proposition 3.

The ITTF-Oceania Member Associations resolved to update the ITTF-Oceania Constitution with the above amendments.

### **Proposition 4**

1. Amend clause 11.11.1 as follows:  
11.11.1 At a Management Committee meeting, a minimum of 50% of the current Management Committee Members form a quorum.

**Rationale:**

- *The proposed change to the quorum relates to the size of the current management committee, which may change if members are excluded (refer to the proposed amendment above under clause 11.5.4)*
- The proposition was voted on by the ITTF-Oceania Member Associations 18 votes (78%) for / 5 votes (22%) against.

*Resolution #6:  
Proposition 4.*

The ITTF-Oceania Member Associations resolved to update the ITTF-Oceania Constitution with the above amendment.

**Proposition 5**

- The specific proposition pertains to inserting the following:
- To add the following clause to our Constitution:
- Clause 11.4.3
- No person shall at the same time be nominated for or serve as a member of the Management Committee and hold a paid/contracted position, with any Member Association/Federation or subsidiary organisation.

**Rationale:**

- *To align with all good governance constitutions.*
- *To align with ITTF Conflict of Interest and Ethics regulations.*
- *To align with ITTF-O Governance Process Policies especially Conflict of Interest, Part 5*

*In line with proposed revision of our existing constitution as proposed by the ITTF Oceania Governance Committee and ITTF Oceania legal expert in December 2019 which was to have been completed in 2020. Extract of the proposed constitution is below*

*10.6.2 No person shall at the same time serve as a member of the BOD and hold a paid position, with a National Association. In the proposed revised constitution, the BOD is what is currently being referred to as the Management Committee consisting of the President, 3 representatives to the ITTF BoD, 7 Ordinary MC and a representative or Chair of the Oceania Athletes Commission.*

- The proposition was voted on by the ITTF-Oceania Member Associations 14 votes (61%) for / 9 votes (31%) against.



*Resolution #7:*  
Proposition 5.

The ITTF-Oceania Member Associations resolved not to update the ITTF-Oceania Constitution with the above amendment.

## **5. Date of Next Meeting**

### **5.1. 2020 ITTF-Oceania AGM – 10:00 on Saturday 22<sup>nd</sup> August 2020**

- Mr Ho advised everyone attending the meeting to stay around as the 2020 ITTF-Oceania AGM will start straight after this meeting closes.

## **6. Meeting Close**

- Mr Ho thanked everyone for their attendance and participation and closed the meeting at 10:44 AEST.

Approved

*Anthony Ho*

24/05/2021