

## Articles of Association – Provisions relating to the register of voting entitlement

1. Following discussions with the Voting Register Officer, the Governance Committee is persuaded that the existing provisions in the articles of association relating to the register of voting entitlement require revision. This is for a number of reasons, notably:
  - (a) the existing requirement (article 31) that the 12 month reference period (for calculating the number of graded games attributable to a Full Member for the purpose of determining the number of votes to which the Full Member is entitled) ends by reference to the date on which the agenda for the relevant meeting is closed – rather than by reference to the end of a grading period – is both complex to operate and lacking in transparency; it clearly makes it more difficult for Full Members to verify that they have been attributed with the correct number of graded games;
  - (b) the existing requirements are, in places, unnecessarily complex and burdensome. For example, it would not appear to be necessary to calculate voting entitlements more than once a year;
  - (c) there has been a lack of clarity as to the procedural steps to be followed by an organisation which is not a Full Member that wishes to assign to a Full Member the votes attributable to its graded games;
  - (d) the provision (article 35) disenfranchising a Full Member in arrear of game fees is inappropriate as currently drafted; it purports to disenfranchise a Full Member who is in arrears, regardless of the amount of arrears or their age.
2. Accordingly, it is proposed that the articles of association be amended so that:
  - (a) the register of voting entitlement will be produced no later than 10<sup>th</sup> September each year on the basis of graded games played in the 12 months up to the end of June and that the register applies to meetings held in the 12 months from 1<sup>st</sup> October onwards.
  - (b) there is a clear procedure to be followed where game fees are assigned by non-Member organisations.
  - (c) the Chairman of the Council has the power to suspend the voting rights of a Full Member where that member is in arrear in paying game fees by three months or more.

The Governance Committee, March 2018.