

JERSEY FOOTBALL ASSOCIATION LIMITED (COMPANY)

ANNUAL GENERAL MEETING

The Annual General Meeting of the Company held on Wednesday 17 July 2019 at the Radisson Hotel, St Helier, Jersey at 6:30pm

1. Chairman

Bradley Vowden was appointed chairman of the meeting (**Chairman**).

2. Quorum

The meeting was called to order at 6:30pm.

IT WAS NOTED that a quorum was present although Jersey Scottish FC and St Paul FC were absent.

Present at the meeting were representatives from the following clubs:

First Tower United FC;
Grouville FC;
GS United FC;
JTC Jersey Wanderers FC;
Rozel Rovers FC;
Sporting Academics FC;
St Brelade FC;
St Clement FC;
St Martin FC;
St Ouen FC;
St John FC;
St Peter FC; and
Trinity FC.

3. Annual General Meeting held on 17 July 2018

IT WAS NOTED that the minutes of the previous Annual General Meeting (**Last AGM**) had been circulated before the meeting.

IT WAS UNANIMOUSLY RESOLVED to approve the minutes of the Last AGM following no objections from those members that were in attendance.

IT WAS NOTED that there were no matters arising as a result of the Last AGM.

4. Approval of the Financial Statements and Annual Report for the Year Ended 31 December 2018

The Financial Statements and Annual Report for the year ended 31 December 2018 (**Accounts**) were laid before the members.

The Chairman asked the members to vote on whether to approve the Accounts.

IT WAS UNANIMOUSLY RESOLVED that the Accounts be approved.

5. Election of the JFA President, Vice Presidents and other Members of the Board

IT WAS PROPOSED to elect Bradley Vowden as President of the Company following the resignation of Philip Austin and to elect Charlie Browne as Vice President of the Company to fulfil Bradley's current role.

The Chairman asked the members to vote on each item.

IT WAS UNANIMOUSLY RESOLVED to elect Bradley Vowden as President.

IT WAS FURTHER UNANIMOUSLY RESOLVED to elect Charlie Browne as Vice President.

IT WAS FURTHER UNANIMOUSLY RESOLVED to elect Tom Lovell as the other Vice President once more.

IT WAS FURTHER UNANIMOUSLY RESOLVED to elect the remaining members of the Board for the upcoming year as follows:

Bob Lawrence;
Charlie Tostevin;
Gary Tumelty;
Jean-Luc Desbois (Chief Executive Officer (**CEO**));
Mark Le Cornu;
Paul Wilson;
Tom Lovell; and
Thomas Pearl (also Company Secretary).

6. Election of Accountants for the Year Ended 31 December 2019

IT WAS PROPOSED that GS Limited, Chartered Accountants be elected as the independent accountants of the Company to prepare the accounts for the year ended 31 December 2019.

IT WAS NOTED that GS Limited, Chartered Accountants had been acting in this capacity for a number of years, demonstrating their ability to act.

The Chairman asked the members to vote.

IT WAS UNANIMOUSLY RESOLVED that GS Limited, Chartered Accountants be elected as the independent accountants of the Company to prepare the accounts for the year ended 31 December 2019.

7. Merger

The CEO and Paul Wilson briefly outlined the proposal as circulated prior to the meeting in relation to the merger of the Company with the Jersey Football Combination (**Reorganisation**) and highlighted the proposed changes of the Memorandum of Association, Articles of Association and Rules of the Company.

8. Amendments to the Memorandum and Articles of Association

Paul Wilson presented the proposed changes to the Memorandum and Articles of Association in light of the Reorganisation and answered questions along with the CEO as they arose.

IT WAS PROPOSED to table a special resolution to replace the existing Memorandum and Articles of Association of the Company with the new Memorandum and Articles of Association of the Company.

The Chairman asked the Members to vote.

IT WAS UNANIMOUSLY RESOLVED that the Memorandum and Articles of Association be replaced with the new Memorandum and Articles of Association of the Company.

9. Amendments to the Rules

Paul Wilson presented the proposed changes to the Rules in light of the Reorganisation and answered questions along with the CEO as they arose.

IT WAS PROPOSED to table a special resolution to replace the existing Rules with the new Rules.

IT WAS UNANIMOUSLY RESOLVED that the Rules be replaced in accordance with the new Rules as proposed other than:

- 9.1 to conduct a review of paragraph 18.26 of the Rules which would be considered in the coming weeks and amended by the board if considered appropriate following discussion with interested members; and
- 9.2 to amend schedule D paragraph 2.7.3 of the Rules in relation to the Trinity Sports Shield. The change requested was to include those who were not born in Jersey but have been schooled in Jersey up to the age of 18 years.

10. CEO's Presentation

The CEO presented a summary of the activities of the Company since the last annual general meeting.

11. Closing of the Meeting

The meeting was declared closed at 8:10pm.

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Chairman