

The principles laid out in the Proposal Document will remain unaltered. However there will be some changes to reflect responses received.

These changes will (i) increase the power of the membership to call an Extraordinary General Meeting (ii) increase the powers of the membership at the Annual General Meeting (iii) reduce the power of **sportscotland** and the LTA and (iv) increase the power and influence of the Districts.

As you know there are eight proposals. They are listed below in the same order as in the Proposal Document. For brevity we have simply listed the heading in relation to each and, below, have indicated the adjustments which the Board are making. None of the adjustments change the basic principles nor, significantly, do they impact adversely on the significantly increased funding which will be available if the proposals received sufficient support.

In any event the position is as follows:-

Proposal 1

The membership of Tennis Scotland will be expanded to include Places to Play

No change

However the Districts and the Places to Play will be in separate categories of membership because the Districts (subject to ratification of their decision at the Annual General Meeting) will elect the Vice President and President.

Proposal 2

The powers of the General Meeting will be reduced

Changes

In the original proposal it was envisaged that Directors holding a portfolio and the Independent Chair would be appointed by the Interview Panel without the requirement of ratification by the Annual General Meeting. An adjustment will be made which will afford to the members the opportunity of voting down at the AGM such an appointment. The Interview Panel will operate as previously envisaged but no director (including the Independent Chair and the President and Vice President) will be appointed if the members decide that the appointment is inappropriate.

The membership will have the power, either at an AGM or an EGM, to "sack" any director.

The requirements which the members will need to satisfy in order to call an Extraordinary General Meeting has been made less strict. If 5% of the membership demand an Extraordinary General Meeting then the Board will be bound to hold one.

One important change (referred to above) is that at two year intervals the Districts will appoint the new Vice President who will serve two years as Vice President and a further two years as President. The thinking behind this is that the positions are intended to be partly ceremonial and partly a conduit for the views coming from the grassroots of the game. It was felt that it was very likely that a suitable candidate would have spent time on a District board or committee. The districts' appointment will require to be ratified at the Annual General Meeting.

Proposal 3

The Council of Tennis Scotland will be abolished

No change. Of course there will be a twice yearly day long forum at which there will be present persons from the Districts, from the places to play and from the local development groups. So the Districts will continue to have a say but the forum will be more broadly based than the present Council.

Proposal 4

New Positions for Directors with Portfolio will be created

No change.

Proposal 5

Appointments of portfolio holders and the CEO will be by interview after advertisement; the interviewing panel will comprise the Chair of the Tennis Scotland Board and one further nominee from the Board, a representative from the LTA (or their nominee) and a representative from sportscotland (or their nominee).

One change. The LTA and **sportsotland** were to be given a right of veto if they were in the minority on the Panel. That power of veto has been removed from the revised proposals.

Proposal 6

The Chair will be independent and appointed after interview

No change.

"Independent" will be defined in the Articles. The intention is that the Chair will not have been "immersed" in Scottish tennis in the years preceding his or her appointment; that he or she will have a wide experience of best practice in business and sport, either in the public or private sector; and that he or she will bring a freshness and objectivity to the position. As above there will be no power of veto vested in **sportscotland** and the LTA. The CEO will not be on this appointment panel.

Proposal 7

Transitional Arrangements

No change.

Proposal 8

There will be provision for a Non-Executive Director-subject to a fixed term provision.

It has been pointed out by a District that 2 NEDs would be more appropriate-particularly as that is the **sportscotland** recommendation. The Board have accepted that suggestion.