



MINUTES FOR THE AUK BOARD MEETING  
HELD AT THE IBIS HOTEL, BIRMINGHAM  
on 4 March 2015 STARTING AT 09:00.

- 1 Attending:** Chris Crossland (CC), Paul Stewart (PSt), Peter Lewis (PL), Mike Wigley (MW), Paul Salmons (PSal), Martin Foley (MF), John Ward (JW), Lucy McTaggart (LM), John Sabine (JS), Chris Boulton (CB)  
**Apologies:** John Ward (JW)

Opening the meeting, CC welcomed the new directors, noting the three fold role of the Board, to act as the Board of a Limited Company, as the committee of a membership club, and as a national sport governing body with international obligations. Sometimes the implications of this were not always obvious!

CC offered apologies on behalf of Danial Webb who has recently resigned as an AUK Director. Danial had played a major role within AUK in recent years and the Board was grateful for his work and support.

2. Minutes from previous Board Minutes.
- a. Minutes of the Board Meeting held at Birmingham on 13 Dec, 2014
  - b. Minutes of the Board Meeting held by Tele-Conference, on 12 Nov, 2014

The minutes were approved. **Item Closed**

PSt asked for feedback regarding the style of the minutes, particularly the level of attributed reporting. The Board approved the current approach which aims to capture the flavour of the debate without committing to a full transcript. Where discussions refer to specific individuals, Board Members and AUK Officials may be named but organisers and members will not.

3. Matters Arising from the previous Board Meeting.
- a. Lapel Pins (PSt)

PSt distributed sample badges from MBC. The proposal was for a simple AUK Eagle logon silhouette in a silver/zinc finish. Cost for 2,000 pieces is about £0.40ea including VAT, with costs falling for larger quantities. The lapel pin is perceived as a membership badge, orderable through the AUK 'shop' or

through event organisers. Badges would be supplied at cost to organisers and sold for a nominal sum, say, £1. PSt to progress. **Item closed**

b. Trophies (CC)

The AUK Trophy collection has been offered to the Cycling museum in Llandridod Wells for display. The museum had asked if they were to be a loan or gift, and advised a gift. **CC to progress.**

c. FD and Non-Exec Director Appointments (CC)

The Directors nominated at the previous Board Meeting have all taken up their posts and were welcomed to the Board. **Item closed**

d. Accor card for CC (PSt)

An 'Accor Business' card has been ordered for CC so that he is able to book accommodation for meetings if necessary. **Item closed**

e. Opt-in for Postal voting (PSt)

Due to the high cost per vote cast, henceforth 'hard copy' postal votes will be offered on an 'opt in' basis only. An article announcing this will be published in the upcoming edition of Arrivee, with a pro-forma application to be sent by post to the AUK Registrar, who will be a delegate of the Membership team. At the same time, 'on-line' members will be encouraged to ensure they have registered an individual contact email address, i.e., one member, one email address, with AUK for the distribution of ballots. **Item closed**

f. AGM Schedule (PSt/LM)

The 2015 AGM and Reunion will be held on Sat Nov 14 2015 at the Holiday Inn, Peterborough West. **Item closed**

g. Insurance Excess, (PSt)

The AUK website and event entry forms have been updated to indicate the insurance excess fee is now £500 chargeable to the rider incurring the liability. **Item closed**

h. Underwriting the National 400 (MF)

The Organiser had been offered the choice for AUK to fully underwrite the event and share any profits arising, or for AUK to partially underwrite the event and the organiser to retain any profits. The Nat400 organiser for 2015

has opted for the former. A similar choice will be extended to event organisers running events on behalf of AUK in future. **Item closed**

i. Bank Account for organisers returns (CC)

See Finance Directors report. **Item closed**

j. Brevet Card Production options (PL)

PL continuing to pursue options.

k. Statement of Requirements for integration of OCD with the AUK website, (CC)

CC progressing with Francis Cooke. **Item closed**

l. Promoting OCD to event organisers, (MF/RD)

MF progressing with Rod Dalitz. **Item closed**

m. Online Accident return forms (PSt/MF)

The Board discussed the purpose of the 'Accident Report' and concluded it was to provide a central record and view of 'accidents and other incidents occurring'. The Board also noted the variance in reporting, as Organisers could only report on events reported to them and many riders tended to dismiss accidents which did not result in injury. To encourage wider reporting, the form will be renamed as the Incident Report form and made available online to organisers and riders who can submit reports directly. Such reports will be copied by email directly to the named organiser, rider(s) AUK Event Secretary and General Secretary to follow-up as might be appropriate. Pro-tem the form will be listed as URL [incidentreport.audax.co.uk](http://incidentreport.audax.co.uk) and hosted at [paudax.com](http://paudax.com), a website operated by PSt. A announcement to organisers and riders when the form is ready to be made live will be posted on the the AUK website and forum.

JS offered to compile guidance notes for the completion of the forms for the benefit of organisers and riders, which was agreed. **Action: PSt / JS**

#### 4. Resignation of Danial Webb, Publicity & Publications Director (CC)

CC noted the Board needed to address how to manage the various roles and responsibilities that DW had acquired during his tenures as P&P director, which were many, and was concerned that whilst we needed to advertise for a replacement, the various projects that Danial had been involved with needed to be progressed without the delay that recruiting a successor will inevitably entail. After speaking with DW recently he had identified a number of specific tasks.

##### a. New website specification and development

The website development sub-committee was reformed with PSt, PSaI, MW and JS

Reviewing the Website specification prepared by Invent Partners, the Board felt that whilst it captured much of the detail of the required functionality, there were areas that needed further development before the project could be progressed. Specifically, it had been intended the document would serve as the basis of a general invitation to tender, but the materials delivered were too detailed in some areas and lacked detail in others, and there was no sense of how a project based on it might be taken forward.

PSt will review the documents with a view to developing an implementation project plan with components that can be let to tender as might be required. As part of this, PSt will follow-up with related areas such as the integration of 'AUK Stripes', support for OCD functionality, etc. **Action: PSt**

It was noted this represented a significant amount of effort, and will need to be considered by the Remuneration Committee (see Finance Director report below).

##### b. AUK Magazine website

DW has indicated the 'Magazine Website' software developed by Invent Partners (IP) needs some additional work/some work is outstanding, though the extent of this is currently unclear. PL has been looking at the 'Magazine website' with a view to loading the static content from AUKweb, and found it less than intuitive. That may be a training / documentation issue. PL will follow-up with DW & IP to ascertain the status of the software and whether it has been formally delivered/accepted.

Once these issues are addressed a view can be taken on how the Magazine website project can proceed. JS will liaise with PL with a view to picking up the AUK magazine website project from an editorial perspective, liaising with the Editorial team, members, etc., as appropriate. **Action: PL/JS**

c. Branding

Proposals for specific branding for the National 400 have been shelved pro-tem; Organisers will be referred to the current Style guide.

PL will liaise with Kieran Harrod (Designer/Branding consultant) to ascertain the status of works outstanding and the general business relationship, as PL needs new badge designs to be progressed (ref: Events Services Director report below)..

Action: PL

d. Video Shorts for AUK website

CC/JS will liaise with Damon Peacock regarding the 'video shorts' commissioned for the AUK Magazine website. Action CC/JS

e. Board level responsibility for ARRIVEE and general on-going PR and Communications

LM will assume Board responsibility for ARRIVEE, acting as liaison between the Arrivee editor team and the Board, and providing general PR liaison as might be required, including with the 1YTT team, pending the appointment of a new Publications and Publicity/Communication Director.

f. On-going badge and medal design work

PL noted the requirement to replenish badge stocks will shortly become urgent. He had previously proposed that a 'suite' of badge designs be produced that could be used as required. Kieran had advised against this on the basis that the different ranges would look too similar. PL will liaise with Kieran on this. The contingency solution is simply to order more badges to the old design. Action: PL

g. PBP Jersey and Trophies

DW has noted some design changes are required to the PBP jersey, and some trophies from AGM2014 remain outstanding. CC will liaise with DW to see these works completed rather than handed over. Action: CC/DW

## 5. Steve Abraham/One Year Time Trial

At the previous Board Meeting it was decided to add a '1YTT donate' button' to the AUK event entry form. This has been progressed by Francis Cooke and is nearly ready for implementation. A point arising is that this enables and requires that \*all\* event entries must be recorded to the AUK database/Event Entry form so that donations can be properly tracked and accounted for. This will mean that DNS/DNF riders will also be accounted for.

This represents a change to current practice, as many organisers currently only record 'finishers'. MF will liaise with organisers on this, and an article for the upcoming edition of Arrivee is planned to announce the 1YTT donate facility. This is all subject to discussion with Francis Cooke to confirm an implementation schedule. **Action: MF/PSt.**

It is proposed that the funds accrued by this means will be forwarded to the 1YTT team monthly in arrears. i.e., when remitted to AUK pending the end of the event whereon, outstanding sums will be forwarded as a final payment. n.b., PL noted that the validation secretaries were already receiving donations collected by Organisers directly, for forwarding to the 1YTT team.

## 6. Regulations Sub-Committee

The committee has documented how the amendment to Appendix 7.1 (to enable riders to register rides completed in conjunction with non-AUK/BRM events as AUK Brevets) will be operated. This will be published on the AUK website and upcoming edition of Arrivee. **Action: PSt.**

## 7. Policy on Protection of Children and Vulnerable Adults

MF circulated a policy document for consideration which was well received. Some key elements had been adopted from the associated CTC documents. MF will act as the AUK Welfare Officer, though members will be advised to refer to the organising club Welfare Officer in the first instance. Some stylistic improvements were suggested and MF will progress those with a view to publishing the policy document on the AUK website and the upcoming edition of Arrivee.

One point arising was provisions for online entry for riders under 18 years of age, which is currently not supported. This is perceived mostly as an issue for AUK members wanting to enter their children for events, i.e., the parent can enter online but must send in a written application for the young person. It was proposed that online entry for young people be allowed subject to the relevant documentation and guidance to riders and organisers being updated to explicitly state that a signed consent must be presented on registration at the event HQ before the ride. **Action: MF.**

## 8. Complaint by a member

A complaint has been received from a member regarding perceived weak application/failure of AUK governance and regulation in regard to an event organised by an AUK member with observations made regarding this organiser's ability to run similar events in the future.

After a very extensive analysis and discussion of the various points raised, it was acknowledged that AUK oversight of the event during its implementation and planning phases had not met the standard required. However the events leading to the complaint were handled at the highest level within AUK at a time when the relevant LRM regulations were not readily accessible. Further, the need to apply greater scrutiny especially for longer/higher profile events was recognised and discussed at the AUK Board Meeting in September, and since then changes at AUK and LRM mean there are new Directors in place who are all aware of the issues.

As regards complaints about the conduct of the event as it took place, much of this was fragmentary or relied on hearsay and rumour, or otherwise attributed in questionable circumstances.

PSt noted that in future it is important that events are correctly classified as 'Standard' or X Events, as such engenders different rider expectations and organiser responsibilities. AUK regulations describe X-rated events such as the one referred to in the complaint as having "few or no facilities or AUK controllers". However if an event includes a manned control on which riders depend, as did this one, then it is inappropriate to classify it as an X-event. In such cases the Organiser must ensure arrangements for the event include adequate provisions for manning controls, as is the case for regular Calendar events. **Action: CC to respond to Member.**

## 9. Officers' Reports [13:30]

### a. Chair

CC attended an ACP event in January to sign relevant agreements with ACP to act as their representative, and with effect at the current Board Meeting, formally delegated his duties as the Correspondent of ACP in the UK to Audax UK, as specified under the terms of his agreement with ACP.

AUK currently operates the ISR scheme on behalf of LRM. Keith Benton (LRM President) has indicated a desire for LRM to take this in-house, and CC has discussed this with the ISR Delegate, Richard Phipps, who has agreed to hand over the service in due course.

CC has met with PSt, Nigel Armstrong and Linda Johnston to arrange for handover of accounts from LJ and development of financial reporting, which is in progress.

b. Secretary

PSt/MF have been collaborating on a new AUK Strategy document and PSt introduced the first draft. It was agreed a strategy sub-committee of PSt, PSal, MF and CB would be formed to progress this.

PST will liaise with DW with a view to taking ownership of the audax.co.uk and audax.uk domains on behalf of AUK and migrating them to an ISP that provides services appropriate to AUK requirements, especially low-cost 'IMAP' email accounts. This will enable AUK officers to have appropriate email addresses, i.e. in the style of <chair@audax.uk>. Action: PS

c. Finance Director

PSal described work on-going to establish management accounts based on the Sage system initiated by Tony Greenwood. PSal is working with Nigel Armstrong who has a management accounting company. They have agreed a 'division of labour' with PSal acting as AUK FD and Nigel providing back office/book keeping support. He proposed that Nigel be retained at a fee of £2500 pa, which was agreed. He also noted that some external supervision of the accounts was appropriate and proposed that the Accountant retained by his predecessor be retained in that role, for an annual fee of approximately £350, and this was also agreed.

PSal presented accounts to period ending Dec14. The accounts headings were developmental (PSt asked if the accounts could distinguish between Reunion and AGM costs/revenues, for example). His intention is to produce similar accounts for each Board Meeting, showing actuals against budgets (when we have budgets!).

PSal noted that AUK continues to operate 'association' bank accounts and proposed they be converted to 'corporate' accounts. This would improve the management controls on the accounts, i.e., to determine who could access what information, and have other benefits. This was agreed.

PL noted that LJ had put considerable effort into negotiating accounts free from transaction charges and hoped this would not change significantly.

PSal also noted a general need to consolidate the various PayPal accounts which are being used by AUK, which in turn are linked to email addresses and web domains, and had discussed with PSt how this might be achieved.

AUK currently has ~£220k cash as bank, some funds on deposit having matured recently. Some of this money needs to be recycled to deposit. This will be progressed once AUK short/medium term funding needs have been established.

MW noted comments from the previous accountant that 'AUK was not as rich as we think we are', and asked PSal to comment on this. PSal advised the ultimate purpose of the reserves is to ensure that AUK can meet all of its liabilities should it be forced to 'wind up', and for AUK, the major such cost would be a refund of commuted membership fees. It may be the Accountant assumed that AUK had a greater operational role than was the case,

PSal also asked for permission to transfer the AUK registered office to his home address and take control of the Honoraria system, both being currently supported by ThomasWestcott (Accountants). This was agreed.

CC noted his intention to propose the formation of a 'Remuneration Committee' to consider Honoraria and related issues, and this was agreed. The Committee will be chaired by CC with non-exec directors, CB and JS.

PSal asked for clarification on spending authorisation for Directors, which is currently set at £500pa. This does not include delegate expenses which the Directors will approve and forward to PSal for payment. PSal will provide an expenses pro-forma for this.

d. Events Secretary (report provided)

Peak Audax have submitted a detailed proposal to organise the National 400 2016 and this was agreed with thanks to those responsible.

e. Permanent Events Secretary

JW has reported nothing to report/business as usual.

f. Events Services Director (report provided)

PL advised that KH/SG have indicated their willingness to continue as ValSecs after the current season, which was welcomed. It is expected they will be supported by another delegate.

PL also noted that he has processed about 10 BRM events using the new online ACP system and that is now working well, and that there was a general need to document AUK processes and procedures.

g. Membership Secretary (report provided)

10. Any Other Business

- a. LM noted that 2017 was the 40<sup>th</sup> anniversary of AUK and asked if there were plans to celebrate this. Action: LM & MW to progress this.

11. Date of next meeting: July 1, 2015

12. Close: 17:00