

MINUTES OF THE AUK BOARD MEETING HELD AT THE IBIS HOTEL, BIRMINGHAM on Sep 24, 2014 STARTING AT 09:00.

1. To record those present and accept apologies for absence.

Attending: CC, PS, LJ, PL, JW, MW, SS, DW

Apologies: JS, S&K, JH

2. Approve Minutes

- a. Minutes of the Board Meeting held at Birmingham on May 22, 2014
Accepted as a true record

- b. Minutes of the Extraordinary General Meeting EGM meeting held at Birmingham on May 22, 2014

Accepted as a true record

- c. Minutes of the Board Meeting held by Teleconference on May July 29, 2014

Accepted as a true record

3. Matters Arising

- a. To progress job descriptions (CC/SG)

CC noted the updated JDs still had draft status. PS noted that they had been posted as such in conjunction with Director nominations for AGM2014.

- b. To progress reporting structures/adoption of affiliated award schemes (AAA, Mileater, OCD, FWC, Tandem, Recumbent, Trike, RRTY and ISR)

PS noted to points, first to confirm that delegates had been consulted regarding the reporting arrangements and second to confirm the award scheme status with regard to the AUK regulations.

MW advised he was content that the RRTY would comply fully with the AUK regs for Randonneur awards and would update the RRTY webpages accordingly. It was agreed that other award regs, mainly AAA and FWC would be unaffected. PL to follow up with relevant award administrators.

- c. AUK Event Development Strategy (JH/DW/JW)

Nothing to report

- d. Regulations Sub Committee Report (JH/JW/PS/SS)

- i. App7.1 Amendment

At the last BM an amendment to Appendix 7.1 was withdrawn to allow for further discussion. It was agreed to approve the amendment for immediate implementation, subject to appropriate clarification as to how it would operate (see attached).

Addendum: the clarification (and hence the amendment) was so approved.

- e. Design pack:

- i. Lapel Pins (KH)

Samples of lapel pins were provided by KH to PS who will circulate separately.

- ii. Validation stickers for new season (KH)

45mm (bigger!) have been obtained for the new season.

iii. PBP Brevet Card (DW)

DW to progress PBP Qualifier Brevet Card design with Kieron
PS asked for a vote of thanks for FF for his support at looking at a C5 Brevet Card format, seconded by DW and agreed by all.

f. Survey of directors' intentions and "half term" evaluations (CC)

CC gave an overview on feedback from Directors, noting and regretting the delay in the board not convening until late January, which represented more than 2 months 'lost' following AGM2013, and concerns regarding some directors not attending the BM. Whilst Articles and Regulations allow issues regarding non-attendance to be addressed, this introduced obvious problems for a volunteer led organisation. PS noted in some other ACP affiliate organisations, where a director misses two board meetings in a row it automatically becomes an agenda item; the expectation, as with AUK, is that members should attend. CC noted that Directors should have landline telephones and broadband so they can fully participate in forum discussions, teleconferences, etc., and do need to maintain contact with each other using the accepted channels of communication.

The BM of 29/7 was organised as a teleconference, and went reasonably well but demonstrated the need for a tightly controlled agenda especially regarding AOB as it became easy to overload the meeting with new business. Better to have more and shorter meetings as might be required.

A Teleconf BM will be organised for Wed Nov 12 at 8pm as a preamble to the AGM as there will not be a formal meeting on the day.

4. Rider Appeal

- a. Appeal for HBKH1500km event organised by Audax Club Schleswig Holstein to be recognised for AUK awards.

See BMD140924 HBHK Appeal.doc

BMR140924 Chair THE HBKH APPEAL.doc

PS introduced the appeal, informing the Board that he had advised the riders in preparing the appeal and so would recuse himself from voting. The appeal was based on the matter of precedent offered by rides in 2006 and 2010 being recognised by the AUK recorder, and that there had been no statement regarding any change of policy in the matter.

The Chair advised that the key issues related to whether a precedent had been established, if so whether it was a binding precedent, and if so whether there was any duty on the part of the Board to publish any changes to policy regarding such a precedent.

The Recorder said that he was happy to accept the advice offered by the ACP/LRM representative that the event was nominally compliant with LRM regulations in terms of how it was conducted but felt that as it was not a RM homologated event the current AUK regulations allowed him no discretion to recognise it. Hence the appeal.

It was noted that the Regulations in 2006 were slightly different from those in 2010, and also different in 2014. Regulation 13 **Points and Awards** now states:-
"13.1 Points: Members shall be awarded points at a rate of 1 point for every 100km in BR, BRM and RM events validated by AUK, plus the PBP, Fleche Velocio and BRM and RM events validated by ACP or LRM.

13.2 Awards and Trophies: These points shall count for awards and trophies awarded by AUK.”

The Chair noted that, as we understand the matter, the event was not RM homologated because of a dispute between ACP/Germany and ACSH which meant in a very specific sense it was not compliant with LRM regulations, i.e. ACSH had refused to pay the LRM validation fees applicable in 2006 and in subsequent years had not requested LRM validation.

It was noted that at the time the Board became aware of the issue, it was believed the matter could be resolved by way of an amendment to AUK Regulations Appendix 7.1 (see above) which was presented to the BM held by Teleconf on July 29 to approve the resolutions to be progressed to AGM2014. Following disagreement among Board members, it was agreed to withdraw the amendment for further consideration.

It was noted that discussions on YACF in the period immediately prior to the event were irrelevant to the appeal as they occurred long after the riders would have committed to the event. The Recorder noted his concern at the comments on YACF by an AUK director which gave the impression the event would be recognised by the Recorder, this at a time when the matter was still under discussion amongst Board Members. The Chair agreed that that should not have happened and noted that all Directors need to be aware if making such statements that they were AUK representatives, and would be understood to be AUK representatives whether they used their personal or official accounts. This was noted and agreed by all.

It was noted that in 2006 when the initial decision was made to recognise members' achievements on HBKH, the intention was that riders who had entered an event advertised as being RM homologated but which turned out not to be, should not be disadvantaged. This decision is recorded in the Committee minutes of September 2006. It was suggested that at the time AUK was a club and the Committee may have had more discretion than as the Articles of Association adopted at incorporation specifically require Directors to observe AUK regulations. JW noted that he was not aware of any change in behaviour by the Board with respect to complying with AUK regulations since the transition from club to company.

Regarding the 2010 event, a search of AUK records including minutes and email correspondence yielded no recorded reason why the completed brevets were recognised. The then AUK Secretary had communicated to members online in 2009 the process by which they should go about requesting that successful completion of HBKH be recognised. However he has informed the Chair recently that this was a description of the process rather than approval. He had expected that the matter would be raised formally and a decision made. He confirms that the matter was not raised either at the Board or in any correspondence of which he was aware. A member posting online about an involvement in the recognition of the 2010 results was also unable to supply any details of correspondence. The decision to recognise the event in 2010 appeared to have been taken by the then Recorder without consulting the Board.

SS said the question is whether the Board would put itself above the Regulations. DW said that as the Regulations stood it could not be accepted; however as a Board we want to find a way to bring such events into the fold. JW/PS noted it was standing

policy for AUK Delegates and organisers to provide every support to riders and exercise appropriate discretion regarding AUK event matters, and such are dealt with at the Delegate/Organiser level rather than at Board level.

It was noted that during period 2006 - 2013 the AUK regulations in this area had been changed so as to tighten up the range of events which can be recognised, and that undermined any claim regarding precedent. It was agreed that even if precedents had been established, the earlier decisions would not have been binding in respect of this particular event in 2014, and that events were governed by AUK regulations so there were no grounds for the Board being obliged to publish any notices regarding the application of Regulations to events not under its jurisdiction.

However, the Board noted that an amendment to AUK regulations Appendix 7.1 had been planned which would have accommodated the event, and it had subsequently been adopted. It was agreed that this provided the sporting reasons why it would be unreasonable to deny the appeal, which was duly allowed.

AGM2014 and Annual Reunion Weekend

b. AGM2014

i. Publishing the agenda and voting arrangements

PS outlined the schedule approaching AGM2014 as:

Oct 1, Director nominations to close. MW to forward current membership list details to PS

Oct 3, PS to circulate draft agenda to the Board for general review and proofread!

Oct 6 The agenda to be forwarded to ERS so that a voting website and postal voting materials can be prepared.

Oct 20 (or possibly earlier, as convenient) the voting website goes live, agenda and ballots are posted

Nov 12 Voting ceases and the results are

Nov 13 Voting results forwarded to JW as returning officer

Nov 15 AGM2014

A Teleconf BM will be held on Nov 12 to confirm arrangements for the AGM.

ii. Review Agenda Items

1. Accounts

a. Statement of accounts for 2013/2014 (LJ).

LJ advised that the accounts were currently with the Accountant who had loaded the accounts into Sage, and she was following up. PS advised that there may be a couple of days contingency time after the 6th Oct.

b. Statement on account strategy for 2014/15 (systems, recruitment and handover to new Finance Director) (CC)

CC advised that Tony Greenwood was willing to stand as Finance Director and was similarly working to load the accounts for the new financial year into an online version of Sage. He hoped that the board would back Tony, which was agreed.

2. Annual reports and Director nominations

PS noted that annual reports from all directors would be needed by 1st October along with formal director nominations (see below)

3. Special Resolutions

PS noted the special resolutions were as currently shown on the AUK forum. An amendment submitted by PS had been withdrawn following a point of clarification from JH. An issue remained outstanding regarding the references to the AUK Calendar which is now no longer published but PS felt this was best left to next year.

4. Honorary Appointments.

Sheila Simpson is standing down as an AUK Director at AGM2014 after many years service as a leading member of AUK. Her work is not done though as she will continue as Publications Delegate to the Board, and the Board is proud to announce her appointment as President d'Honneur.

Pam Pilbeam retired last year after a mere 18 years (!) as AUK committee member and Board Director, and the AUK Board is similarly delighted to announce her appointment as a Vice President.

c. Annual Reunion Weekend

i. Booking updates

PS offered thanks to JS for acting as booking co-ordinator. Bookings currently stood at 40 attendees which seemed reasonable at this stage.

PS enquired whether Director costs for attending (transport and accommodation) was a claimable expense as for attending Board meetings, and LJ advised such was normal practice though not all Directors claimed it.

PS proposed that this be extended to AUK delegates as a vote of thanks for their efforts in supporting the organisation. This would also encourage attendance at the AGM and Reunion and promote team building. It was agreed that Directors would be authorised to invite delegates, to cover the cost of the accommodation package only, i.e., excluding transport and partners. The nominal cost for this is approx. £2k., with similar accommodation packages being offered to the AUK Merit Award winners.

The guest speaker this year is Drew Buck who will be offered accommodation package for himself plus partner, plus reasonable transport expenses.

ii. Arrangements for the weekend

1. Guests

tbc

2. Saturday morning ride

Mike Wigley offered to organise a 50-60km morning ride to a local café, so riders will be back for the AGM!

iii. Trophies

CC presented a paper regarding the real cost of managing the AUK Trophy cabinet which including transport, storage, insurance and engraving plus the cost of the memento trophies that awardees retain, comfortably exceeding £1k per annum. Historically much of this cost had been offset by Pam Pilbeam's and others' willingness to personally store and transport the Trophies. However, following Pam's retirement as Trophy Custodian this was no longer an option. The board instead agreed from this year to present suitable trophies, for instance glass/acrylic etched trophies similar to the Dave Lewis award. This would allow for trophies to be ordered directly from the suppliers, pre-engraved and delivered to the venue for presentation.

Thereafter the awardees would retain these trophies. Boxes will be provided to allow for cyclists to post the trophies home. The awards would retain their historical names in honour of those commemorated.

At this years reunion the AUK Trophies will be presented to awardees along with the new trophies and thereafter will be offered to a suitable home, for instance the National Cycling Museum at Llandrindod Wells in the hope that they can be put on permanent display.

iv. Nominations for merit awards

5. Officers Reports

a. Calendar Events Secretary (see Report)

CC and MW noted that, as members of VC167, they wished to declare an interest.

JH asked for approval for the appointment of Pat Hurt as an Events Delegate, which was agreed.

JH provided various reports from the National 400 which was organised by Nigel Hall for VC167. The event was seen as a great success by the riders who took part however the number of entrants was lower than expected with 59 starters. Consequently the event, which offered fully catered controls and overnight accommodation, incurred a loss of £1130.81. This was ascribed to a lack of publicity for the event which meant that the number of entrants was lower than expected (another 35 riders would have seen the event 'break even'). Whilst opinions obviously differ, the Board's view is that it is for Organisers to take the lead in publicising their events and this must be allowed for when preparing bids for such events.

Surprise was at the amount spent on hiring the event HQ venue (£1750), which contrasted sharply with the hire costs of other controls (£100-£250), and reflected the immediate cause of the loss. The Board understood this had been justified on the grounds that this was commensurate with hire costs for similar venues during LEL, however LEL was an event lasting a week with 1000+ riders whereas the Nat.400 was a weekend event involving far fewer riders.

The board had committed to underwrite the event and would do so. However, this demonstrated the need for tighter financial controls for future events, and for the Organisers and AUK Event Team to ensure realistic objectives are agreed for the event and due planning is in place to meet those objectives.

The Board also noted that Sue Gatehouse and Keith Harrison experienced a loss of £121 on the Windsor Chester Windsor 600 event. KH had stepped in as a replacement organiser at late notice and in so doing acquired responsibility for accommodation costs incurred by the original organiser which S&K did not need and without which they would have made a modest surplus. Accordingly the Board offered to meet the loss incurred as a vote of thanks to KH for taking on and delivering the event to great acclaim. DW will be the organiser for next year.

Action: JH to follow up with the Nat400 organisers for 2015 to ensure the event is BRM registered.

- b. Chair (see Report)
- c. Treasurer

See comments above.

For 2013/14 a surplus of £25k is projected of which £14k is from temporary membership fees.

LJ noted a donation of £317

LJ is standing down as Treasurer at AGM2014 after 5 years in post, and the Board offered a vote of thanks.

- d. Membership Secretary (see Report)

MW noted the membership as of the meeting as 6041 members

He has had three responses to the advert of enrolment secretary who is retiring this year but will suspend making an appointment pending the response to the advert in Arrivee.

MW noted the need for new printed letterhead for the mailout for Arrivee. DW will progress this with Kieran Harrod.

MW Noted the need to add support for the new household members to the new website design spec as this is currently done manually.

- e. Permanent Events Secretary (see Report)

JW noted that the number of perms is plateauing this year after several years of constant growth, with 3634 Perms validated this year.

- f. Publications Secretary (see Report)

SS noted that whilst she is planning to stand down as director she will continue as publications delegate. She noted the need to recruit a new Arrivee editor to support Tim Wainwright, and that 8 now reduced to 4 website editors had been recruited. She was planning to meet with them shortly to progress next steps regarding the website.

- g. Publicity Secretary (see Report)

DW noted the need to acquire a better DIN font for publications use (~£100) and to identify all areas of application.

Jerseys and Gilets are on track to go on sale from next week via the ForceGB website, something which is much looked forward to. The cost of a standard jersey will be £50 inc. P&P, a considerable saving on the Impsport cost. He would contact Impsport to ask them to discontinue the old Audax kit thereon.

DW to move on to look at Brevet Card designs and the Arrivee front page.

PL has requested DW to provide a complete set of new badge designs that can be used as required. DW noted that the problem with doing all of the different series at the same time is that they can then look very 'samey'. But would progress the matter with Kieron.

DW has also been looking at the PBP Jersey design, and it was agreed Dan Mather would be engaged as this would bring a fresh perspective to the design.

JW asked if there was any intention to have a presence at the NEC bike show, as this came up on a regular basis and then never happened. The Board concluded that for AUK this would be relatively costly (financially and in terms of resources) exercise which would not deliver a quantifiable benefit, and so AUK would not attend.

h. Recorder (see Report)

i. General Secretary (see Report)

PS noted that he had published the AUK regs on the AUK website with the appendices 'in line' which he felt made them much more legible and useable, PL Agreed and asked if the updates could be shown in a similarly highlighted manner. PS said he would look into it but was constrained by website restrictions.

j. Validation Secretary (see Report)

CC commented that whilst concerns regarding validations of riders on the HGWI event had been resolved after some difficulty, discussion had revealed other areas in which we had fallen short regarding this innovative event. For instance, the event did not fully comply with LRM regulations in that ferry restrictions meant that it was very difficult to complete the event within the control time windows specified. LRM regs do allow some adjustments to be made and this should have been pursued. Closer oversight of such events is required in future.

LJ noted that a cheque to cover an organiser's return had bounced for a second time, It was agreed that JH would be asked to follow up regarding the matter. If the matter is not promptly resolved, the Board reserves the right not to accept any results from this organiser for future events and/or to withdraw the instant validation option for the coming season.

6. AUK Systems

a. Aukweb.net (CC)

PS noted that Francis Cooke had recently implemented an AUKweb enhancement so as to show the elapsed and finishing time for Calendar and Perm events (as appropriate) on the AUK website listings. This followed a claim by a rider that he was not aware that Perm events had a time limit and such was not documented anywhere. That was of course disputed but now such information is part of the event listing, for which PS offered due thanks.

b. Audax.uk (DW)

Following Nigel Hall's withdrawal from the project, DW has been liaising with Invent Partners regarding a quote for the new AUK website. An initial quote was provided for ~£12k and this has recently been updated to £19k in order to accommodate some requests from directors and delegates regarding some necessary enhancements. The quote – in terms of functionality, costs and timescales – is still seen as incomplete and not credible, and there was general agreement further work was required.

PS also noted that the proposal was to build the system using their proprietary CMS system rather than an 'open source' CMS as previously proposed. The immediate consequence of this would be (a) to lock us into Invent Partners and (b) to multiply

the development costs of non-standard functionality, as Invent Partners would need to develop this for themselves rather than (re)use existing functionalities.

Discussing next steps, it was agreed that a more formal SOR was required which would move the project on from replicating what we have now on a more modern platform to a more complete and integrated system. This could then be put out to general tender. DW suggested he could ask Invent Partners to build the SOR at a cost. PS noted his own background as an IT Project Manager and interest in doing the work but recognised the conflict as an AUK director, as this would need to be progressed as a commissioned piece of work.

It was subsequently decided that Invent Partners would be invited to submit a quote to progress the SOR and DW would draft a brief for the work.

7. AOB

a. Handbook contents transition to website

PL confirmed that all relevant material had now been published on to the AUK website.

8. Date of next meeting

The next meeting will be on Dec 10 or Dec 17, 2014 (tbc)

9. Close

The meeting closed at 18:00