

Audax UK Long Distance Cyclists' Association

Minutes of the Annual General Meeting 2021/22

Held at IBIS Birmingham New Street, 21 Ladywell Walk, Birmingham on 11 February 2023 at 12.00pm

1) TO RECORD THE NAMES OF THOSE PRESENT AT THIS MEETING.

The Chair welcomed everyone to the meeting. He introduced the members of the Board and asked the delegates and members present to introduce themselves to the meeting.

Board Members Attending: Chris Crossland (Chair), Graeme Provan (General Secretary), John Ward (Permanent Events Secretary and Returning Officer), Caroline Fenton (Membership Secretary - via Zoom), Nigel Armstrong (Finance Director), Daniel Smith (Events Services Director and Recorder) and Ian Hennessey (Calendar Events Secretary)

Other Members attending: Mel Armstrong, Peter Davis (Awards Secretary), Ivan Cornell (AAA Secretary), David Hudson, Mike Walsh and Richard Painter. Kevin Hickman via Zoom.

He then asked members to join him in a short period of reflection in memory of the AUK members who had passed away since the last AGM. These included:

Ian Napier
Derek Noble
Pam Almond
Norman Danby
Mark Blyton
Sam Boley
Richard Daniells
Stuart Simons
Peter Dale
Peter Ford

The Chair explained that he was holding mandated proxy votes where he had no choice but to vote in accordance with the direction of the appointing members and also discretionary proxy votes where members had given him full discretion. He stated that he would listen to any debate before exercising those discretionary votes for the good of Audax UK. Voting would be conducted via poll votes.

John Ward, as Returning Officer, explained that he had a record of all proxy votes cast in advance and would add these to the votes in the meeting before announcing the result of each vote. He reminded those who had voted online not to vote again during the meeting.

2) TO RECORD APOLOGIES FOR ABSENCE.

Apologies had been received from:

Jennifer Crossland
Rod Dalitz
Ian Prince
Brandon Edgeley
Sheila Ward
Paul Renshaw
Andy Yates

3) TO APPROVE THE MINUTES OF THE LAST AGM as a true record of that meeting

Result:-

John Ward declared that the Chair had:

607 mandated proxies to vote in favour of the resolution

1 mandated proxy to vote against the resolution

84 mandated proxies to abstain on the resolution

411 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 1024

Against - 1

Abstain - 84

TOTAL VOTES CAST - 1109

Approved

4) MATTERS ARISING from the last meeting.

None

5) TO APPROVE THE ANNUAL REPORT.

The Chair asked for any questions from the floor on the individual sections of the Annual Report.

Result:-

John Ward declared that the Chair had:

646 mandated proxies to vote in favour of the resolution

0 mandated proxies to vote against the resolution

68 mandated proxies to abstain on the resolution

390 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 1042

Against - 0

Abstain - 68

TOTAL VOTES CAST - 1110

6) TO APPROVE THE ANNUAL ACCOUNTS AND FINANCE DIRECTORS RECOMMENDATIONS

Nigel Armstrong presented the Accounts and Report to the meeting.

Result:-

John Ward declared that the Chair had:

616 mandated proxies to vote in favour of the resolution

0 mandated proxies to vote against the resolution

78 mandated proxies to abstain on the resolution

409 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 1031

Against - 0

Abstain - 78

TOTAL VOTES CAST - 1109

Approved

7) TO CONSIDER RESOLUTIONS

The Chair explained that the resolutions before the meeting would be decided by majority vote. Voting would be conducted via poll votes as the number of proxy votes held greatly exceeded the number of votes available in the room. There would be an opportunity to ask questions of the proposer of each resolution but thereafter, as this would not be discussion in committee, any debate would follow the custom and practice of AUK AGM's and generally

accepted rules of debate. Each member would be able to speak once on each proposal, with the exception of proposers who would be afforded the right of reply to a debate. Members would retain the right to make points of order, information and explanation.

Resolution 1:

Proposer: Nigel Peter Armstrong - AUK2585 – AUK Finance Director

Seconder: Graeme Provan –AUK12829 – AUK General Secretary

On behalf of the board of AUK.

That pursuant to Regulation 3.5, the fees paid for membership for 12 months are amended, effective from 1 March 2023, as set out in the accompanying note.

Ivan Cornell asked about event fees. Nigel Armstrong explained that no decision had been made as yet.

Result:-

John Ward declared that the Chair had:

860 mandated proxies to vote in favour of the resolution

49 mandated proxies to vote against the resolution

26 mandated proxies to abstain on the resolution

183 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 1049

Against - 49

Abstain - 26

TOTAL VOTES CAST - 1124

Resolution passed

Resolution 2:

Proposer - Brandon Edgeley (AUK 8025)

Seconder - John Gallagher (AUK19033)

That Regulation 1.1 be deleted replaced with the following:

1.1 Points: Members shall be awarded points at a rate of 0.5 point for every 50km in BP, BR, BRM and RM events validated by Audax UK, plus PBP, Flèches Nationales, BRM and RM events validated by ACP or LRM and Audax events validated by UAF of 50km or more.

Richard Painter commented that he felt AUK was about distance not points. He was against the award of meaningless points. He believed it was better to encourage new riders by promoting distance awards. He noted there were already various awards relating to shorter distances and queried why there needed to be points as well.

Mike Walsh declared he was in favour of the proposal but accepted there was a potential issue with using large numbers of shorter rides to game the various competitive trophies. He wondered if there should be a limit on the number of shorter rides that could be used.

The Chair noted that the change would not apply to the current season. If the resolution was passed, AUK would need carefully to consider the ramifications for various matters including the IT system, awards structures and points competitions. He also noted the application of the 50% rule for championships. He believed that for many riders, their points total was a personal target rather than a championship attempt.

Kevin Hickman declared he was also in favour of the resolution. He had reached an age where he rode shorter distances and was also involved with a disability charity. Both factors had led him to reconsider his view of the points structure. He believed the resolution would help inclusivity and thanked the proposer for raising it. He noted that individual views of what constituted a long distance would vary. He felt 50k and 100k events served the dual purpose of encouraging people into the sport and eventually to longer distances but also to cater for people who would see completion of these distances as an achievement.

John Ward could not see the benefits of adopting the new structure. He believed it would increase administration. He also felt that a medal for completing a 50k event would be far more gratefully received than 0.5 points.

Richard Painter stated that if inclusivity was a key part of AUK, it should also be looking at the rules on EAPCs.

Ian Hennessey was concerned about the disparity in minimum speeds between BP and BR/BRM events. He also felt that AUK was the long distance cycling association and that other organisations could concentrate on shorter events.

Mel Armstrong agreed with Kevin Hickman's points. She also felt inclusivity was important. She was a slower rider with no ambition to ride a 200k or longer event but she would like to be awarded points for shorter events. She agreed that the rules on EAPCs needed to be reconsidered.

The Chair acknowledged there was a wider debate to be had within AUK about inclusivity. He then reminded the meeting that the Board had declared a neutral stance on this resolution. As such and having taken account of the views expressed at the meeting, he intended to use half of his discretionary votes to vote in favour of the resolution and half to vote against it.

Result:

John Ward declared that the Chair had:

606 mandated proxies to vote in favour of the resolution

217 mandated proxies to vote against the resolution

58 mandated proxies to abstain on the resolution

242 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 2

Against - 3

Abstain - 1

John Ward therefore declared the following result:

For - 729

Against - 341

Abstain - 59

TOTAL VOTES CAST - 1129

Resolution passed

8. ELECTION OF DIRECTORS

The Chair noted it was his usual policy to abstain on elections where he had discretionary votes.

1: Calendar Events Secretary - Director - sole nominee Ian Hennessey

No questions from the floor

Result:

John Ward declared that the Chair had:

879 mandated proxies to vote for the candidate

1 mandated proxy to vote against the candidate

0 mandated proxies to abstain on the election

235 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 885

Against - 1

Abstain - 235

TOTAL VOTES CAST - 1121

Ian Hennessey was duly elected.

2: Communications Director - sole nominee Paul Renshaw

Ian Hennessey noted the appointment was slightly unusual as the nominee did not have that much experience within AUK.

The Chair noted that the nominee had relevant experience, which made him an ideal candidate for the role.

Result:

John Ward declared that the Chair had:

816 mandated proxies to vote for the candidate

6 mandated proxies to vote against the candidate

0 mandated proxies to abstain on the election

291 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 822

Against - 6

Abstain - 291

TOTAL VOTES CAST - 1119

Paul Renshaw was duly elected.

3. General Secretary - no nominations

4. Non-executive Director - Post 1 - sole nominee Andy Yates

The Chair noted the nominee had already made a huge contribution to AUK with his input to the new strategy document.

Result:

John Ward declared that the Chair had:

790 mandated proxies to vote for the candidate

4 mandated proxies to vote against the candidate

0 mandated proxies to abstain on the election

318 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 796

Against - 4

Abstain - 318

TOTAL VOTES CAST - 1118

Andy Yates was duly elected.

6: Non-executive Director - Post 2 - sole nominee Paul Haxell

The Chair reminded the meeting that the nominee had been co-opted on to the Board during the previous year and was now standing for election by the members.

Result:

John Ward declared that the Chair had:

775 mandated proxies to vote for the candidate

9 mandated proxies to vote against the candidate

0 mandated proxies to abstain on the election

332 discretionary proxies

John Ward further declared that the votes cast at the meeting were:

For - 6

Against - 0

Abstain - 0

John Ward therefore declared the following result:

For - 781

Against - 9

Abstain - 332

TOTAL VOTES CAST - 1122

Paul Haxell was duly elected.

9. Date and venue of next meeting:

To be agreed but likely to be Birmingham or virtually on 10th February 2024.

10. Close

Richard Painter, on behalf of the members, thanked the board, delegates, organisers and everyone else who had contributed to AUK for their hard work.

The Chair thanked everyone who had attended the meeting.

The meeting closed at 12.50.