

## **Audax UK Long Distance Cyclists' Association Minutes of the Annual General Meeting 2022/23**

*Held online (via Zoom) on 15 February 2024 at 19:00.*

a. **To record the names of those present at the meeting**

The Chair welcomed everyone to the meeting.

***Board Members attending:***

*Chris Crossland (Chair), Andy Yates (General Secretary), Caroline Fenton (Membership Secretary), Dan Smith (Events Services Director and Recorder), Ian Hennessey (Calendar Events Secretary), John Ward (Permanents Events Secretary), Nigel Armstrong (Finance Director), Paul Renshaw (Communications Director).*

***Other Members attending:***

*Melanie Armstrong, Ann Benton, Keith Benton, Ivan Cornell (AAA Secretary), Andy Cox (Regional Events delegate), Ulrich Freyburger, Kevin Hickman, Grant Huggins (Regional Events delegate and RRtY delegate), Lucy McTaggart (Annual Reunion delegate), Richard McTaggart, Keith Matthews, Arabella Maude, Richard Painter, Geoff Pearce, Helen Pearce, Graeme Provan (Company Secretary), John Thompson, Darrell Whittle, Mark Williams.*

The Chair 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:

Neil Fuller, Richard Gorman, Colin Horn, John Parr, Chris O'Hearn, Mark Phillips, Simon Trumper.

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.

Ian Hennessey, 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.

b. To record apologies for absence

Apologies had been received from:  
Jennifer Crossland, Peter Davis, Anne Young.

c. To approve the minutes of the last AGM as a true record of that meeting

**Result:**

Ian Hennessey declared that the Chair had:

- 713 mandated proxies to vote for the resolution.
- 0 mandated proxies to vote against the resolution.
- 112 mandated proxies to abstain on the resolution.
- 482 discretionary proxies

The Chair declared that their discretionary proxy votes be cast in favour of the resolution.

Ian Hennessey further declared that the votes cast at the meeting were:

- 5 votes for the resolution.
- 0 votes against the resolution.
- 2 votes to abstain on the resolution.

Ian Hennessey therefore declared the following result:

- 1200 votes for the resolution.
- 0 votes against the resolution.
- 114 votes to abstain on the resolution.
- 1314 total votes cast.

The minutes of the last AGM were approved.

d. Matters arising from the last meeting (AGM 2021/22).

None

e. To approve the Annual Report

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

**Result:**

Ian Hennessey declared that the Chair had:

- 747 mandated proxies to vote for the resolution.
- 0 mandated proxies to vote against the resolution.

- 85 mandated proxies to abstain on the resolution.
- 472 discretionary proxies

The Chair declared that their discretionary proxy votes be cast in favour of the resolution.

Ian Hennessey further declared that the votes cast at the meeting were:

- 7 votes for the resolution.
- 0 votes against the resolution.
- 0 votes to abstain on the resolution.

Ian Hennessey therefore declared the following result:

- 1226 votes for the resolution.
- 0 votes against the resolution.
- 85 votes to abstain on the resolution.
- 1311 total votes cast.

The Annual Report was approved.

f. **To approve the Annual Accounts and the Finance Director's recommendations**

Nigel Armstrong presented the Annual Accounts to the meeting and stated that his recommendations are to accept the accounts and not to change any fees until at least the next AGM.

**Result:**

Ian Hennessey declared that the Chair had:

- 717 mandated proxies to vote for the resolution.
- 1 mandated proxy to vote against the resolution.
- 89 mandated proxies to abstain on the resolution.
- 484 discretionary proxies

The Chair declared that their discretionary proxy votes be cast in favour of the resolution.

Ian Hennessey further declared that the votes cast at the meeting were:

- 9 votes for the resolution.
- 0 votes against the resolution.
- 0 votes to abstain on the resolution.

Ian Hennessey therefore declared the following result:

- 1210 votes for the resolution.
- 1 vote against the resolution.
- 89 votes to abstain on the resolution.
- 1300 total votes cast.

The Annual Accounts and the Finance Director's recommendations were approved.

g. **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.

**1. Resolution 1**

**Proposer:** Arabella Maude (AUK 5617)

**Seconder:** Grant Huggins (AUK 6150)

**Resolution:**

That Event Regulations be amended with the addition of the following appendix to Regulation 10.1:

*"10.1.1 "When riding on a calendar event between sunset and sunrise, and during reduced visibility conditions, riders should use only lights showing a steady light to both front and rear (i.e. no flashing or pulsing lights should be used)."*

Arabella Maude introduced her reasons for putting the resolution to members. She finds flashing lights difficult to cope with when she is riding and particularly having now got back into audax and longer rides. She undertook some research and found that lots of people also had difficulty with flashing lights and so proposed the resolution.

Grant Huggins noted his support for the resolution and commented that the proposal was only for use of steady lights during reduced visibility conditions.

Richard Painter commented that he has sympathy with the proposer and he loathes flashing lights himself, considering their use bad form and inconsiderate to others. However he is against the resolution as his fear is that AUK would be imposing something on riders which is legal. His view is that it should be a matter of education rather than imposition which could put AUK and organisers in a very difficult position.

Keith Benton commented that proposal can't be policed and didn't seem to have any sanctions and so felt like regulation for regulation's sake.

Chris Crossland read out the Board's view on the resolution.

*"This proposed addition to the regulations would be extremely difficult, if not impossible, to enforce. It also differs from what is legally required and/or allowed in the UK for pedal cycles on public highways, and therefore raises the possibility of unnecessary conflict. The Board's view is that for these reasons, AUK's Event Regulations should not be amended in this way.*

*The Board considers that if a rider is being affected by flashing lights during an event, then a courteous request should be made and followed. AUK Event Regulation 10.1 includes that riders must "show consideration to other road users" and this includes other riders. However, the Board will prepare a rider Code of Conduct which sets out what is expected from riders of Audax UK events, which will refer to the use of flashing lights, amongst other items."*

Arabella Maude responded that she found the Board's view a bit disappointing. She is not sure why a rider code of conduct would have more weight than regulation or the current advice to riders, which is not to use flashing lights. She also noted that a lot of the debate focused on policing of the proposal. She commented that the resolution differed from previous discussions regarding mudguards as everyone has lights and so can be asked to use steady lights until the culture comes in.

**Result:**

Ian Hennessey declared that the Chair had:

- 475 mandated proxies to vote for the resolution.
- 632 mandated proxies to vote against the resolution.
- 70 mandated proxies to abstain on the resolution.
- 156 discretionary proxies

The Chair declared that their discretionary proxy votes be cast against the resolution.

Ian Hennessey further declared that the votes cast at the meeting were:

- 1 vote for the resolution.
- 2 votes against the resolution.
- 1 vote to abstain on the resolution.

Ian Hennessey therefore declared the following result:

- 476 votes for the resolution.
- 790 votes against the resolution.
- 71 votes to abstain on the resolution.
- 1337 total votes cast.

The resolution was therefore not passed.

## h. Election of Directors

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

### 1. Chair and ACP/LRM Representative

**Sole Nominee:** Andy Cox (AUK 6766)

No questions from the floor.

#### **Result:**

Ian Hennessey declared that the Chair had:

- 945 mandated proxies to vote for the candidate.
- 10 mandated proxies to vote against the candidate.
- 355 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 5 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 950 votes for the candidate.
- 10 votes against the candidate.
- 355 votes to abstain on the election.
- 1315 total votes cast.

Andy Cox was duly elected.

Chris Crossland wished Andy Cox good luck and noted that they will arrange a meeting with to handover the role.

### 2. General Secretary

**Sole Nominee:** Andy Yates (AUK 14666)

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

No questions from the floor.

#### **Result:**

Ian Hennessey declared that the Chair had:

- 936 mandated proxies to vote for the candidate.
- 4 mandated proxies to vote against the candidate.
- 369 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 5 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 941 votes for the candidate.
- 4 votes against the candidate.
- 369 votes to abstain on the election.
- 1314 total votes cast.

Andy Yates was duly elected.

### **3. Director – Permanent Events Secretary**

**Sole Nominee:** John Ward (AUK 826)

No questions from the floor.

#### **Result:**

Ian Hennessey declared that the Chair had:

- 948 mandated proxies to vote for the candidate.
- 7 mandated proxies to vote against the candidate.
- 366 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 5 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 953 votes for the candidate.
- 7 votes against the candidate.
- 366 votes to abstain on the election.
- 1326 total votes cast.

John Ward was duly elected.

### **4. Director – Event Services and Recorder**

**Sole Nominee:** Grant Huggins (AUK 6150)

No questions from the floor.

#### **Result:**

Ian Hennessey declared that the Chair had:

- 929 mandated proxies to vote for the candidate.
- 7 mandated proxies to vote against the candidate.

- 366 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 4 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 933 votes for the candidate.
- 7 votes against the candidate.
- 366 votes to abstain on the election.
- 1306 total votes cast.

Grant Huggins was duly elected.

## **5. Director – Membership Secretary**

**Sole Nominee:** Caroline Fenton (AUK 8040)

Richard Painter asked about current membership numbers. Caroline Fenton responded that current membership was approximately 8145 and that, as membership generally increase throughout the year, this was around 2 months ahead of the previous year. Richard Painter noted that this meant that around 16% of members were voting.

### **Result:**

Ian Hennessey declared that the Chair had:

- 980 mandated proxies to vote for the candidate.
- 3 mandated proxies to vote against the candidate.
- 328 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 4 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 984 votes for the candidate.
- 3 votes against the candidate.
- 328 votes to abstain on the election.
- 1315 total votes cast.

Caroline Fenton was duly elected.



## 6. Non-Executive Director – Post 1

**Sole Nominee:** Darrell Whittle (AUK 5592)

No questions from the floor.

### **Result:**

Ian Hennessey declared that the Chair had:

- 923 mandated proxies to vote for the candidate.
- 10 mandated proxies to vote against the candidate.
- 373 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 5 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 928 votes for the candidate.
- 10 votes against the candidate.
- 373 votes to abstain on the election.
- 1311 total votes cast.

Darrell Whittle was duly elected.

## 7. Non-Executive Director – Post 2

**Sole Nominee:** Anne Young (AUK 6749)

No questions from the floor.

### **Result:**

Ian Hennessey declared that the Chair had:

- 920 mandated proxies to vote for the candidate.
- 6 mandated proxies to vote against the candidate.
- 386 discretionary proxies

Ian Hennessey further declared that the votes cast at the meeting were:

- 6 votes for the candidate.
- 0 votes against the candidate.
- 0 votes to abstain on the election.

Ian Hennessey therefore declared the following result:

- 926 votes for the candidate.
- 6 votes against the candidate.
- 386 votes to abstain on the election.
- 1318 total votes cast.

Anne Young was duly elected.

i. **Date and venue of next meeting**

To be agreed but likely to be held online in February 2025.

j. **Close of meeting**

Richard Painter, on behalf of the members, thanked the board, delegates, organisers and everyone else who had contributed to AUK for their hard work. He gave special thanks to Chris Crossland noting that he had done a tremendous job of steering the ship over the past 10 years.

Chris Crossland thanked all the Board and delegates for the time they put in to AUK. He noted he has had a great time as Chair of AUK and is particularly pleased with the knowledge and experience of the Board and the organisation becoming even more professional. He noted that it was good that AUK is growing, and things are going well, and he hoped that they will be even better in the future.

The Chair thanked everyone who had attended the meeting.

The meeting closed at 20:15.