

CTC AGM AGENDA AND MINUTES

VOTING FORM

Your proxy voting form was included separately with this issue of Cycle

CYCLISTS' TOURING CLUB

The Annual General Meeting of the Cyclists' Touring Club will be held at 2.30pm on Saturday 18th July 2015 at The Wesley, 81-103 Euston Street, London NW1 2EZ. To obtain admission, members must produce a valid membership card or other proof of current membership. To enable the venue to cater for the correct numbers, please advise Sue Cherry if you will attend: sue.cherry@ctc.org.uk or 01483 238302. *Paul Tuohy, Chief Executive*

A full copy of the Articles of Association and Determinations in General Meeting is available on the CTC website or on request from National Office, and copies will be available at the meeting. Versions of this agenda in alternative formats are also available on request from National Office. The Proxy Voting form is circulated with the June-July edition of Cycle. Procedures for use are on the form.

AGENDA

ORDINARY BUSINESS

- 1) To adopt as a true record the minutes of the Annual General Meeting held in Glasgow on 10th May 2014.
- 2) To adopt the Annual Report of the Council and the audited accounts for the year ended 30th September 2014 as published on the CTC website.
- 3) To reappoint Buzzacott LLP as auditors and to authorise Council to fix their remuneration.

ORDINARY RESOLUTIONS

- 4) Proposed by Barry Flood on behalf of CTC Council, seconded by Jaki Lowe

That, with effect from 1st October 2015 the subscription table to the determination pursuant to current Article 4.4 of the Articles of Association be deleted and replaced by the following: "Ordinary Membership Subscription effective from 1 October 2015: £43.00"

Proposer's Note: Our surveys show us that the peace of mind provided by CTC's third-party liability policy, alongside our

campaigning and rides, is one of the primary reasons members join CTC. We are proud to offer this protection for our members – just in the last two years, our liability policy has saved members from incurring hundreds of thousands of pounds of claims against them. However, our recent claims have driven our premiums up by an extra £200k. Whilst CTC works hard to keep the membership rate at the most attractive level for our members, with just a 50p increase in the last few years, we would not be able to absorb these insurance premium increases without risking a reduction in other elements of our campaigning and group support. So we are proposing a headline increase of £1.50 (a 3.5% rise) to cover these premium increases.

- 5) Proposed by David Wood, seconded by Angela Byrne

CTC Councillors shall resist any move to change:

- how CTC Councillors are elected by the CTC membership;
- any reduction in Councillor numbers
- the CTC Charity Trustees status of all CTC Councillors.

Or to allow Trustees of the CTC charity to be appointed by any means other than direct election by the membership.

Proposer's Note: This motion is intended to safeguard the position and, number of, member elected Councillors that provide the feedback to and from the membership.

Council Response: Council is opposed to this Motion, which seeks to preserve a status quo and places unwarranted constraints on Councillors as Directors of the Company and Trustees of the Charity to debate and improve governance in line with best practice. Council should be free to discuss and make recommendations or decide on these issues in line with their duties and the Memorandum and Articles of Association. The current method of electing Councillors has left continual vacancies, for example in the North East, and leads to very few votes or real choices for members. Council should retain the freedom to consider whether 21 members continues to be an optimum number for a Board of Directors and Trustees

to carry out their duties in an effective manner. There are no proposals currently to separate the roles of Councillor and Trustee but to rule this out through this Motion could be unhelpful in considering possible options for future governance and democracy in CTC. Council agrees that the majority of Trustees of the CTC should be elected from the membership but wishes to retain powers of co-option and possibly nomination to ensure a balanced Board with the appropriate range of expertise and diversity.

- 6) Proposed by David Wood, seconded by Angela Byrne

CTC Councillors shall take the wishes of the membership into account when interpreting the Articles of Association of the club and when deciding how to implement the objectives of the club.

Proposer's Note: None supplied

Council Response: CTC Council welcome this Motion as we feel that meeting the charitable objectives of the Memorandum and Articles of Association (MAA) is essential in furthering the mission of the Charity. When doing this we strive, at all times, to ensure that we do our best to reflect the wishes of our diverse membership. The wishes of the membership cover everything from campaigning, group rides, training, holidays, events and many other things connected to cycling. The challenge, as always, is to spend the charity's limited resources where it can have maximum impact on cycling for its members and to encourage new cyclists to join us for the benefits we offer and the issues we stand for, as the national cycling charity. The Infrastructure Bill becoming law, securing millions to spend on cycle infrastructure, and winning £1m to encourage 50,000 to reengage with cycling via our Big Bike Revival are good examples of meeting our members' wishes and meeting the objectives of our MAA. We intend to further increase our knowledge base of what is important to our membership by conducting regular surveys about our ongoing work.

- 7) Proposed by Chris Jeggo, seconded by Rico Signore

This meeting deplores CTC's reduction of



CTC's senior management team report on the delivery of the plan's objectives at quarterly Council meetings, where additional guidance and advice is given as required by Council. CTC's senior management team ensure that operational actions work to achieve the objectives outlined in the strategic plan and it is intended that in future we will be giving an impact report to the membership annually via 'Cycle' magazine, to clearly evidence our impact against set objectives as is the norm for national charities.

MINUTES OF THE 2014 CYCLISTS' TOURING CLUB AGM

The Annual General Meeting of the Cyclists' Touring Club held at 2pm on Saturday 10th May 2014 at the Radisson Blu Hotel, 301 Argyle St, Glasgow, G2 8DL. With David Cox (Chair of CTC National Council) in the Chair.

ORDINARY BUSINESS

1) To adopt as a true record the minutes of the Annual General Meeting held in Guisborough on 11th May 2013.

CARRIED: For 1,511 Against 4 Abstentions 60

2) To adopt the Annual Report of the Council and the audited accounts for the year ended 30th September 2013 as published on the CTC website.

CARRIED: For 1,521 Against 9 Abstentions 47

3) To reappoint Buzzacott LLP as auditors and to authorise the Council to fix their remuneration.

CARRIED: For 1,493 Against 32 Abstentions 52

ORDINARY RESOLUTIONS

4) Proposed by Dan Howard on behalf of CTC Council, seconded by Gwenda Owen

That, with effect from 1st October 2014 the subscription table to the determination pursuant to current Article 4.4 of the Articles of Association be deleted and replaced by the following: "Ordinary Membership Subscription effective from 1 October 2014: £41.50".

CARRIED: For 1,159 Against 308 Abstentions 110

5) Proposed by Hugh Mackay, seconded by Chris Oliver

Addressing the changed governance structure of the UK, the Chief Executive and Council will review, in consultation with members, its activities in and communications with CTC Cymru, Scotland and NI, and report back to the next AGM.

CARRIED: For 1,492 Against 33 Abstentions 51

campaigning capability and of membership benefits consequent upon recent staff redundancies at National Office.

Proposer's Note: The most serious of three redundancies made, unannounced, in late 2014, was the Technical Officer, whose high profile, engineering qualifications and long experience made him a unique selling point of CTC in competing with other cycling organisations for members.

Answering technical enquiries was not the major part of the role. CTC no longer has an authority on engineering aspects of campaigning on behalf of all cyclists, liaising with the legislature, industry etc, e.g. on the current mess of lighting regulations.

Council Response: CTC Council disagrees with this Motion. Far from a reduction in campaigning, we have seen an increase in capability during 2014/15 resulting in some spectacular successes. In part thanks to over 5000 CTC members lobbying their MPs, our amendment to the Infrastructure Bill has become an Act meaning cycling now has an embedded budget line in road building – a massive win for CTC and cycling. Secondly our 'Space for Cycling' campaign now has over 800 councillors backing our requests for better infrastructure nationally, and our Cyclists' Defence Fund is growing as we seek funds to fight discrimination against cyclists harmed on the roads.

Contrary to the motion's supporting statement, answering technical enquiries was the major part of the role now ceased as demand via telephone and email enquiries has dropped away. CTC works with many technical experts, both employed staff and consultants, on a variety of cycling, transport and infrastructure topics to inform our work. Through Cycle magazine and the CTC website, members will continue to enjoy the benefit of technical and touring advice from a range of authors – the Technical Officer was one of six regular contributors and bicycle/product reviewers.

When required to provide authority to the legislature or industry, we can commission

such work with our relevant and specific expert contacts. We are also mindful to reflect the diversity of the support that 67,000 members want.

8) Proposed by Mark Waters, seconded by John Murdoch

The West Surrey Member Group of CTC call upon CTC National Council to exercise their responsibilities in:

- determining the strategic direction of CTC, taking full account of the interests of members;
- ensuring that the Leadership Team, headed by the Chief Executive, take operational actions which are consistent with the strategic direction agreed by National Council, using those powers that are granted to them when necessary and appropriate.

Proposer's Note: There is no clear evidence that National Council is either agreeing the overall strategic direction, or ensuring that decisions taken by the leadership team follow this direction. We would also expect such strategy to take full account of the needs of the CTC membership as a whole, taking fully into account the traditions and heritage of the organisation.

Council Response: CTC Council welcomes this Motion as it gives an opportunity to demonstrate that we have in place clear processes for successful delivery of our strategic plans that also comply with good practice in the voluntary sector.

For clarity, the direction of CTC's strategy must work towards achieving the charitable objectives as set out in the Memorandum and Articles of Association, which is our governing document as required by charity law. Not to do so would breach our charitable status. We do this very successfully as evidenced in the previous motion. The views of our members are important factors in helping us decide on how we spend our limited resources and on what areas of work in cycling we need to invest in to grow CTC and attract new members and supporters.

The strategic plan is agreed at full Council.