

PORTSMOUTH NORTH END CYCLING CLUB

2021 ANNUAL GENERAL MEETING

29th November 2021, 16:00 the Mountbatten Centre, Portsmouth



AGENDA & MINUTES

1. Apologies for absence

Apologies for absence were accepted from Tracie French, Harry Jackson and Simon Littler.

2. Minutes of the 2020 Annual General Meeting

Proposed by Peter MacLellan; seconded by Mark Williams. Carried unanimously.

3. Chairman's Report

Proposed by Alan Collins; seconded by Ken Houlberg. Carried unanimously.

After a vote it was agreed that the post of General Secretary would be retitled 'Secretary'.

4. General Secretary's Report

Proposed by Ben Allen; seconded by Karl Benfield. Carried unanimously.

5. Treasurer's Report

Proposed by Ken Houlberg; seconded by Mark Williams. Carried unanimously.

- To clarify a question from the floor, it was clarified that assets such as the track bikes were not depreciated as they were considered to have intrinsic worth to the Club to achieve its aims; also that clothing was not treated as a capital asset meaning that write-down / write off action was not required if surplus unsold clothing needed to be disposed of.

6. Election of Officials

Retiring Officer

Elected Officer

Honorary President

Sheila Martin

Sheila Martin

Honorary Vice President

Harry Jackson

Harry Jackson

Committee

Chairman

(vacant)

Peter MacLellan

Vice Chairman

Peter MacLellan

Mark Williams

Secretary

Paul Martin

(to be appointed)

Treasurer

Raymond Gregory

Mark Mitchell

Time Trials Secretary

Dave Knight

Dave Knight

Road Secretary

Ken Houlberg

Ken Houlberg

Track Secretary

Alan Collins

Alan Collins

Cyclo-Cross Secretary

Gordon Richardson

Alan Collins

Social Secretary

Alan Collins

Karl Benfield

Coaching Co-ordinator

(vacant)

(to be appointed)

Club Kit Provider

Beth MacLellan

Beth MacLellan

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Media and Public Relations Officer	Ben Allen	Ben Allen
Club Captain	Peter MacLellan	Tim Lawn
Ordinary Members' Representatives	Fran Marshman	Fran Marshman
	(vacant)	Simon Littler

After a vote it was agreed that the Executive Committee would be retitled 'Committee'.

After a vote it was agreed that the post of General Secretary would be retitled 'Secretary'.

It was agreed unanimously that the post of Coaching and Youth Development Officer would be retitled 'Coaching Co-ordinator'.

It was agreed unanimously that the post of Membership Secretary would be retitled 'Membership Co-ordinator' and become a non-Committee post.

It was agreed unanimously that the post of Welfare Officer would become plural and be non-Committee posts.

It was agreed unanimously to delete the vacant post of Funding Officer.

Non-Committee Officials

Examiner of Accounts	Kevin Brackstone	Kevin Brackstone
Membership Co-ordinator	Lizzie Jenner	Graham Coleman
Welfare Officers	Dave Swaffer	Dave Swaffer
		Rachel Houlberg
		Peter MacLellan
Club Archivist	Paul Martin	Paul Martin
Timekeepers	Graham Coleman	Graham Coleman
	Paul Martin	Paul Martin
	Raymond Gregory	Raymond Gregory
Assistant Timekeepers	Neil Panter	Neil Panter
CTT Risk Assessor	Paul Martin	Dave Knight
Cycling Time Trials Delegates	(to be nominated by the Time Trials Secretary)	
BC Coaches	Gordon Richardson	Gordon Richardson
	Joanna Lovell	Joanna Lovell
Go-Ride Contact	Graham Coleman	Peter MacLellan
British Cycling Delegates	(to be nominated by the Road Secretary)	

It was agreed unanimously to delete the vacant post of Assistant Social Secretary.

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It was agreed unanimously to delete the vacant post of Assistant Time Trials Secretary.

It was agreed unanimously to delete the vacant post of Time Trials Handicapper.

It was agreed unanimously to delete the vacant post of BC Risk Assessor.

It was agreed unanimously to delete the vacant post of Assistant Welfare Officer.

7. Proposals

Committee replace Executive Committee; Chair replaces Chairman; Vicechair replaces Vice-Chairman; Secretary replaces General Secretary

a. To delete Rule 9

It was agreed unanimously to delete Rule 9 (Jersey Membership Scheme).

b. To change Rule 10

The proposal to change Rule 10 (Membership Renewal) to apply to 1st April instead of 1st January was withdrawn.

c. To change Article 2 of the Constitution

It was agreed unanimously to change Article 2 to read

2. The purpose of the Club is

a. To actively promote and represent the sport and pastime of Cycling in the local community.

b. To continuously enable and encourage inclusive participation throughout our activities, group riding, competition, coaching.

c. To conduct all matters in a way that is inclusive, fair, transparent and in the best interests of the membership and local community.

d. To ensure due diligence and a duty of care to all members and to all non-Club members who participate in Club activities.

d. To change Article 4 of the Constitution

It was agreed unanimously to change Article 4 to read

4. Standards, Conduct and Equity

a. The Club is committed to the highest standards of conduct and transparency, and effective checks and balances, which are reviewed and updated regularly.

b. The Club shall exercise a duty of care to all participants involved in Club activities.

c. The Club representatives, Committee members, role holders, members and those associated with the Club on its behalf, shall act in the best interests of the Club and fellow members. Ethically, fairly and with full transparency.

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- d. Conflicts of interest shall be declared and registered to ensure decisions are presented in full and made in the best interest of the Club and not to the benefit of an individual or any external organisation.
 - e. The Club is committed to ensuring that equity is incorporated across all of its activities. In doing so it acknowledges and adopts Sport England's definition of sports equity.
 - f. The Club respects the rights, dignity and worth of every person and will treat everyone equally within the context of cycling, regardless of age, ability, gender, race, ethnicity, religious belief, sexuality or social/economic status.
 - g. The Club is committed to everyone having the right to enjoy their sport in an environment free from threat of intimidation, harassment and abuse.
 - h. All Club members have a responsibility to oppose discriminatory behaviour and promote equality of opportunity.
 - i. The Club will deal with any discriminatory, ethical or conflict of interest behaviour seriously and in accordance with the Club's disciplinary procedures.
 - j. The Club shall deal with Conduct or behaviour likely to bring the Club or sport into disrepute seriously and in accordance with the Club's disciplinary procedures.
- e. To change Article 5 of the Constitution

It was agreed unanimously to change Article 5 to read

5. President and Committee

a. a. The club will be led by an elected President and, optionally, an elected Vice President.

b. The affairs of the Club shall be conducted by an elected Committee which shall consist of a Chair, Vice Chair, Secretary, Treasurer, Road Secretary, Time Trial Secretary, CX & Track Secretary, Club Captain, Social Secretary, Kit Provider, Coaching Coordinator, Media Officer and Ordinary Members' Representatives for both genders

(Articles 5.b to 5.g were unchanged.)

a. h. Committee meetings shall be convened by the Secretary and held approximately eight times per annum. The Secretary shall keep a record of Committee Meetings, Annual and Extraordinary General Meetings and other meetings or proceedings as directed by the Chair. The format of Committee meetings shall be face to face round table in person or, by exception, Committee members may request to join by video or phone call. Regular participation of Committee members is essential to fulfil the expectations of the position; namely, active engagement, support, listening and cooperation between role holders.

i. Committee meetings are open and any paid-up Club member may attend. Only elected officials may vote on matters at these meetings. Such officials shall be confirmed by the Chair of the meeting. Any member occupying more than one role may only have one vote.

k. Whenever a Committee member has a personal interest in a matter to be discussed, he/she must declare it and withdraw from that part of the meeting, unless asked to stay; his/her presence is not to be counted in the quorum for that agenda item and should withdraw from any vote on the matter concerned.

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l. The Chair of the meeting shall not vote for any motion unless there is a 50/50 split between all other voting members; only then will the Chair have the casting vote..

b. m. The Chair shall ensure Committee Meeting Minutes are distributed to members no more than 7 days after closure of a meeting by the Secretary or, in their absence or non-availability, another member chosen at the meeting.

f. To change Article 6 of the Constitution

c. It was agreed unanimously to change Article 6 to read

6. Property, Physical Assets and Finances

a. All Club property is the responsibility of the Trustees, these being the Chair, General Secretary and Treasurer during their terms of office.

d. The Treasurer will be responsible for the finances of the Club.

e. All Persons receiving money on behalf of the Club shall do so with the prior agreement and approval of the Treasurer.

f. All Club monies will be banked in an account held in the name of 'Portsmouth North End Cycling Club'. The three Trustees are the signatories for the account.

g. Any cheques drawn against Club funds must hold the signatures of two of the three signatories.

h. The financial year of the Club shall be from 1 October to 30 September.

i. An examined statement of annual accounts will be presented by the Treasurer at the AGM.

j. All members of the Club shall be jointly and severally responsible for the financial liabilities of the Club.

k. The property, registered name Portsmouth North End Cycling Club and funds of the Club shall be used for the benefit of members and not direct or indirect private benefit. Any permitted exceptions shall be published in full to members; conflicts of interest shall be stated and safeguards shall be applied.

l. The Club's Asset Register shall be maintained and readily available for the convenience of all members, with the express objective to maximise use and benefit of assets for all members.

m. The Asset Register and Asset valuation shall be provided by the secretary to the Treasurer as part of the Club annual accounts..

g. To insert new Article 7 of the Constitution

It was agreed unanimously to insert new Article 7 which reads

7. Social Media and Digital Assets

a. The Media Secretary will be responsible for the Social Media & Digital Accounts of the Club, and delegation of use.

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- b. The Social Media and Digital Assets registered, operated or created in the name Portsmouth North End Cycling Club shall be used for purposes of the club.
 - c. All Social Media and Digital Assets created for the purposed of the club are property of the Club.
 - d. All Persons creating or administering Social Media and Digital Assets on behalf of the Club shall do so with the prior agreement and approval of the Media Secretary.
- h. To renumber and change Article 7 of the Constitution to be Article 8

It was agreed unanimously to renumber and change Article 7 to read

8. Annual and Extraordinary General Meetings

- a. Annual General Meetings (AGMs) are the means by which the members of the Club exercise their democratic rights in conducting the Club's affairs.
- b. The Club shall hold the AGM within 60 days of the end of the financial year:
 - Approve the minutes of the previous year's AGM.
 - Receive reports from the Chair and Secretary.
 - Receive a report from the Treasurer and approve the annual accounts.
 - Receive a report from the person nominated to examine the accounts.
 - Elect the President and Vice President as required.
 - Elect the officers of the Committee.
 - Vote on any proposed changes to the Rules, including approval of membership fees.
 - Consider any proposed changes to the Constitution.
 - Deal with other relevant business at the discretion of the Chair.
- c. c. Notice of the AGM will be posted on the Club forum and website 21 days beforehand. additionally, via members' forums or social media. Reports and proposed changes to the Constitution or Rules shall be sent to the Secretary (or other nominated member assigned by the committee) no less than 14 days beforehand, after which time the Reports will be promulgated, accompanied by an Agenda.
- d. An Extraordinary General Meeting (EGM) shall be called by the Secretary (or other nominated member assigned by the Committee) in response to an application in writing supported by at least 10% of the membership, excluding 'Associate' members. The Secretary (or other nominated member assigned by the Committee) shall also call an EGM by decision of a simple majority vote by all Committee members or in response to a deferment by the presiding officer at an AGM. The format shall be as for an AGM, tailored to suit the matter in hand.
- e. All members, except Associate members, shall be eligible to vote at AGMs/EGMs. Associate members may attend AGMs/EGMs but not vote.

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- f. A resolution, approved in writing by every Committee member, shall be valid without the requirement for a meeting.
- g. The Chair of the meeting shall not vote, unless, for any motion, there is a 50 / 50 split between all other voting members, only then will the Chair have the casting vote.
- h. The Chair shall ensure AGM/ EGM Meeting Minutes are distributed to members no more than 7 days after closure of a meeting, or by the Secretary or (in their absence or non-availability) another member chosen at the meeting.
- i. Whenever a member has a personal interest in an AGM matter to be discussed, he/she must declare it, withdraw from that part of the meeting (unless asked to stay); his/her presence is not to be counted in the quorum for that agenda item and should withdraw from any vote on the matter.

[Footnote] While the purpose of the Treasurer's Report is self-evident, the Chairman's Report assesses the general wellbeing of the Club and provides a sense of direction; the General Secretary's report summarises the acquisition, use and disposal of Club assets during the past year.

i. To renumber and change Article 10 of the Constitution to be Article 11

It was agreed unanimously to renumber and change Article 10 to read

11. Dissolution

- a. A resolution to dissolve the Club can only be passed at an AGM or EGM if not less than 75% of those present and voting support that proposal. The Committee will then be responsible for the orderly winding up of the Club's affairs.
- b. In the event of dissolution, all debts should be cleared, firstly, from existing Club funds and, secondly, by monies raised by the sale of tangible assets. Any remaining assets will be disposed of by the Trustees thus:
- To another local British Cycling registered club with similar aims and not for profit status and/or
 - To another local cycling organisation with charitable or not for profit status and/or
 - To another local community sports organisation with charitable or not for profit status and/or
 - To another local publicly-funded organisation of charitable status.

j. To change Rule 1

It was agreed unanimously to change Rule 1 to read

1. Portsmouth North End Cycling Club (hereinafter referred to as 'the Club') shall adhere to its Constitution. The Constitution can only be amended by a ballot of eligible members at an Annual General Meeting (AGM) or at an Extraordinary General Meeting (EGM) called specially for that purpose. [Footnote] The Committee has no power to override the Constitution.

[Footnote] As mandated in the Constitution itself.

Item 3

k. To change Rule 3

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It was agreed unanimously to change Rule 3 to read

3. The Committee shall have the power to decide all questions not provided for by these Rules or by the Constitution.

l. To change Rule 4

It was agreed unanimously to change Rule 4 to read

4. No member of the Committee is to hold office or serve on a committee of any other cycling club. There is no restriction regarding participation on a governing body's committee. However the Committee reserves the right to disbar such participation if a conflict of interest is perceived which is detrimental to the Club's constitutional aims and objectives.

m. To change Rule 5

It was agreed unanimously to change Rule 5 to read

5. The maximum term of office in the same role (upon annual AGM re-election) will be four consecutive years, with a minimum of 2 years out of office. Role holders shall support a succession plan and a cooperative handover to new appointees. The Chair of the Club is responsible to lead and support a diverse, competent and motivated Committee focussed commonly on the Club's purpose, its future and in the interests of its members.

n. To change Rule 6

It was agreed unanimously to change Rule 6 to read

6. In addition to the officers mandated by the Constitution, an Examiner of Accounts, a Mountain Bike Representative, a Cyclo-Cross Representative and necessary Delegates, Coaches, Timekeepers and their Assistants are to be elected by ballot at the AGM. . [\[Footnote\]](#)

[Only the Examiner of Accounts; Examiner of Asset Register, Examiner of Social Media and Digital Asset Register positions are mandatory and must not be conducted by an existing Committee member; any other supporting positions vacant and deemed to be required at the time of the AGM will be recorded as 'to be appointed', as distinct from 'vacant'.](#)

o. To change Rule 7

It was agreed unanimously to change Rule 7 to read

7. Any member of the Committee failing to attend three consecutive meetings without satisfactory explanation shall be considered to have resigned their office.

p. To change Rule 8

It was agreed unanimously to change Rule 8 to read

8. A prospective member must complete an application form and present it with the appropriate fee to the Membership Coordinator. If deemed necessary by the Membership Coordinator, the application may be presented to the Committee for approval.

q. To delete Rule 9 as above

It was agreed unanimously to delete Rule 9.

r. To renumber and change Rule 16

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It was agreed unanimously to renumber and change Rule 16 to be Rule 15 and read

15. Club funds cannot be used for the direct or indirect private benefit of any member. The Committee may sanction limited use of Club funds by a member directly representing the Club and its interests. Funding requests shall be proposed by Committee Members to support the club purposes within their role. Where the Club pays for the training or qualifications of an individual, it does so in good faith, and on the basis that the skill or qualification shall be used for the purposes of the club.

s. To renumber and change Rule 17

It was agreed unanimously to renumber and change Rule 17 to be Rule 16 and read

16. Club property can only be used for the direct or indirect private benefit of a member if specifically sanctioned by the Committee. The Committee may delegate authority to sanction the use of Club property by any member directly representing the Club and its interests..

[Footnote]

[Footnote] For example if the Club has a CB radio and its custodian wishes to use it for a worthy cause e.g. a Scout Association day hike at a time when it was not needed by the Club for a cycle race or similar. Any damage incurred must be paid for.

t. To renumber and change Rule 18

It was agreed unanimously to renumber and change Rule 18 to be Rule 17 and read

18. On cessation of membership all Club property must be returned to the Secretary. All social media and digital account permissions must be transferred to the Media Secretary. All membership benefits, privileges and authorities shall cease and records updated..

u. To renumber and change Rule 19

It was agreed unanimously to renumber and change Rule 19 to be Rule 18 and read

18. These Rules and the Club Constitution shall be available to view or download on the Club website in Read Only Format. On request the Club Constitution shall be available by electronic copy to any member through their registered email correspondence address on request to the Club Secretary. By exception, a hard copy may be available on request to the Club Secretary.

The Annual General Meeting concluded at 5.55pm.

Minutes submitted by Paul Martin (acting Secretary)

Approved by Peter MacLellan (Chairman)

Enclosures:

Vice-Chairman's 2021 Annual Report

General Secretary's 2021 Annual Report

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Treasurer's 2021 Report