

Trail Riders Fellowship

Annual General Meeting

**Notice is given that the Trail Riders Fellowship will hold its
Annual General Meeting at**

The National Motorcycle Museum

Coventry Road,

Bickenhill,

Solihull,

West Midlands,

B92 0EJ

<http://www.nationalmotorcyclemuseum.co.uk/visit-us/getting-here-parking/>

On

Sunday the eleventh of October 2015

Commencing at 10:00 A.M.

Agenda

09:30 Registration

10:00 Welcome and Introductions

10:15 Reports and Accounts

10:30 Ordinary Resolution: Standing Orders

10:40 Ordinary Resolution: Strategy: Core Principles

11:00 Comfort Break

11:15 Special Resolution 1: Articles and Code of Conduct

11:45 Ordinary Resolution: Byelaws and Directors Handbook

12:10 Ordinary Resolution: Road Conservation Strategy

12:20 Ordinary Resolution: Membership and Marketing Strategy

12:30 Lunch

**13:15 Ordinary Resolution: Code of Conduct and Guidance
Strategy**

13:30 Ordinary Resolution: SPTA Guidance

13:40 Ordinary Resolution: Honorary Directors

**13:50 Ordinary Resolution: Match Funding of Conservation
Projects**

14:00 Ordinary Resolution: LARA Subscription

14:10 Comfort Break

14:30 Andrew Brocklehurst and Mike Irving proposals:

Proposals are per the attached notice

15:45 Election of Directors

16:30 Close

Proposed By Andrew Brocklehurst and seconded by Mike Irving:

Ordinary Resolutions to be considered at the 2015 AGM of Trail Riders Fellowship

Publishing of information

Ordinary resolution AB 1

That the marketing and membership director publish for the period 2009-2015 and going forward the number of members (including life members) failing to renew their membership each year.

Ordinary resolution AB 2

The directors to clarify the role of Jonathan Dingle, (who has been described as 'general counsel to the TRF' and 'honorary director' but is not listed on the back of August 2015 Trail with the other officers and contacts).

Charitable status delay

Ordinary resolution AB 3

To delay the decision for Trail Riders Fellowship Ltd to become a charity until the 2016 AGM and for the directors to circulate a written proposal for charitable status to members (with advantages and disadvantages) for consideration prior to the 2016 AGM.

Special Resolutions to be considered at the 2015 AGM of Trail Riders Fellowship

Minimum and maximum number of directors

Special resolution AB 4

The minimum number of directors shall be three and the maximum twelve.

Quorum for directors meetings

Special resolution AB 5

That the quorum for directors meetings shall be one third (rounded up to the next whole number where appropriate) of the total number of directors, but it must never be less than three.

Directors remuneration

Special resolution AB 6

Directors may undertake any services for the company that the directors decide. Directors are entitled to such remuneration as the directors determine for their services to the company as directors, but not for any other service which they undertake for the company.

Retiring of directors

Special resolution AB 7

All directors shall retire at the close of the AGM each year unless re-elected at that AGM.

Members' right to call a general meeting

Special resolution AB 8

(1) The directors must call a general meeting at such time and place as the directors shall determine at the request (in writing or electronic form) of fifty members having a right to vote at a general meeting. Such a request shall state the purposes of the meeting.

(2) If the directors do not proceed to call a general meeting within 21 days from the date of the request, or to hold the meeting within 28 days of the request, the members who made the request may call a meeting and hold it within three months of the request, in which event their reasonable expenses are reimbursable by the company.

Quorum at a general meeting

Special resolution AB 9

A quorum at a general meeting shall be twenty-five members present and entitled to vote.

Members reserve power

Special resolution AB 10

(1) The members may, by special resolution, direct the directors to take, or refrain from taking, specified action.

(2) No such special resolution invalidates anything which the directors have done before the passing of the resolution.

Fellowships Proposed Special Resolutions

Constitution

Special Resolution 1:

To repeal the current Articles and Byelaws of the Trail Riders Fellowship in their entirety and to adopt the Fellowships proposed Articles of Association and Code of Conduct in their place.

Ordinary Resolutions

1) Standing Orders

To adopt the Standing Orders

2) Strategy: Core Principles

To adopt the Strategy: Core Principles as a policy to underpin the formulation of future policies and to guide the Fellowships business.

3) Bye Laws and Directors Handbook

To adopt the Bye Laws and Directors Handbook

4) Road Conservation Strategy

To approve the Road Conservation Strategy

5) Membership and Marketing Strategy

To approve the Membership and Marketing Strategy

6) Code of Conduct and Guidance Strategy

To approve the Code of Conduct and Guidance Strategy

7) SPTA Guidance

To temporarily approve the continuation of the Fellowships official endorsement of Salisbury Plain Training Area Guidance until the 2016 AGM. To reconsider approval of the SPTA Guidance at the 2016 AGM.

8) Honorary Directors

To approve the appointment of up to 4 Honorary Directors

9) Match Funding of Conservation Projects

To approve the setting aside of up to £10k of the Fellowships funds to be used for match funding green road conservation projects.

Match funding may be awarded to projects that can demonstrate national benefit and which deliver improvements that exceed a highway authorities statutory obligations in respect of green roads.

Match funding may be awarded by the directors, subject to successful application to the directors.

10) LARA Subscription

To approve the Fellowships subscription to LARA for another year in conjunction with formally conveying concerns to LARA that the Byway Code risks portraying responsible trailriding as irresponsible by using the term “aggressive tyre”. To request LARA to review the Byway Code.