

# Minutes of Annual General Meeting

**Northern  
Phoenix  
Trials Car  
Club Ltd**



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<b>Held on:</b>	<b>21/01/2017</b>
<b>Held at:</b>	<b>Edenhall Hotel, Edenhall, Penrith, Cumbria</b>

<b>Present:</b>	Andrew Woodhead (in the Chair), Rob Baxter, Lesley Baxter, Karen Briggs, Colin Campbell, Martin Grimwood, Julie Grimwood, Barry Hogg, Joanne Hogg, Robin Jager, Simon Kingsley, Matthew Kingsley, Mary Mathews, Andy McHardy, Neil McHardy, Richard Milne, David Morris, Doug Parkinson, Mike Salton, Richard Sharp, Mike Storrar, Brian Thornton, Bryan Walker, Ann Yarwood, Phil Yarwood.
<b>Secretary:</b>	Colin Campbell
<b>Apologies:</b>	Jeff Armitstead, Alan Baker, Hilary Baker, Ian Fulwood (Proxy), Janette Fulwood (Proxy), Richard Howell (Proxy), Rob Morgan (Proxy), Pamela Parr (Proxy), Paul Price, Jenni Reclik (Proxy), Vickie Hunter.

<b>Preliminary Matters:</b>	The Chairman noted that a quorum was present and opened the meeting.
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Minute Nos.		Business of the Meeting	Action by
AGM/2017/	101	<p>1. <b>Minutes of the last AGM</b> held on 23 January 2016 were approved as a correct record and signed by the Chairman.</p> <p>2. <b>Matters arising</b> – none.</p>	
	102	<p><b>Chairman's Report</b> - the Chairman invited Phil Yarwood, who had stepped down as Chairman in September, to report on the first part of the year. Phil indicated that there had been no significant changes or matters to report, other than him stepping down and Andrew Woodhead being elected to replace him.</p> <p>The Chairman, paid tribute to the contribution made over the years by the three long serving officials who had stepped down during 2016: Joanne Hogg as Trophy Secretary, Andy McHardy as Competition Secretary and Phil Yarwood as Chairman. Members present were made aware that the Club had had a successful and safe eventing year with the introduction of three new Championship events and a new Live Axle Championship Class. The introduction of the Live Axle Class for the whole of the 2016 season was highlighted as a particularly popular innovation, which was now being taken-up by the BTRDA. The Chairman went on to comment on the good atmosphere that existed within the Club, that entry numbers were up and that new members had been attracted.</p> <p><b>RESOLVED: That the report be noted.</b></p>	
	103	<p><b>Annual Accounts and Financial Report</b> – The Chairman reported that the Club's Income and Expenditure Account and Balance Sheet for the financial year ended 31 December 2016 had been prepared by the Treasurer, Rene Pickup and previously circulated. Copies were also available at the meeting and had been distributed.</p> <p>In summarising the main points, the Chairman drew attention to the small deficit for the year of just over £500 compared to the surplus of just over £100 the previous year. A number of factors had contributed to this. Although income was up by almost £1000, this had been eroded by higher landowner, marshals' gifts and other costs and a reduced MSA rebate. The Accounts showed at year end the Club had net current assets of £13,946, including cash balances of £13,618. Thus the Club's finances remained broadly stable and consequently, no increase in membership or trial entry fees were envisaged for the 2017</p>	

		<p>season. The situation would continue to be monitored quarterly by the Management Committee.</p> <p>In response to a member's question, the Chairman explained that the apparent drop in membership income was due to a number of membership fees for 2016 being prepaid in 2015. The Membership Secretary reported that membership of the Club stood at 100 in 2016, including 7 new members.</p> <p><b>RESOLVED: That the Club's Accounts for the year ending 31 December 2016, as presented to the Meeting, be received.</b></p>	
	104	<p><b>Club Secretary's Report</b> – the Club Secretary's report took the form of a PowerPoint presentation. This recapped by way of background on some of the key points from the corporate governance review undertaken following the 2015 AGM. It went on to outline a number of noteworthy issues arising during 2016 including: the loss of the three long-standing officials previously mentioned by the Chairman; the SurveyMonkey trials feedback pilot that was discontinued following a patchy response; the acceptance of the Club's new Articles of Association by the Registrar of Companies; a couple of changes to company law that had been actioned; reduced cost of public liability insurance following its review; and the success of the new live axle class, the three new trials and the new trial admin system. The report concluded by summarising the progress made during the year in addressing the 'remaining vulnerabilities' identified in the previous year's report.</p> <p>The presentation again emphasised the need for sound corporate governance and legal compliance in the context of the inherent risks associated with the Club's activities and an increasing litigious society.</p> <p><b>RESOLVED: That the Club Secretary's Report be received.</b></p>	
	105	<p><b>Election of Directors and Management Committee Members</b> – the Chairman made reference to the four directors who were retiring by rotation as a result of drawing lots, and who were being recommended for reappointment by the Management Committee. Only one additional nomination had been received and there was one outstanding vacancy. The nominees were as set out in Annex 1 of the Agenda. As their re-election was uncontested, the Chairman proposed that all five nominees be appointed en bloc. This proposal was seconded by Doug Parkinson and on being put to the vote was unanimously approved. Resolutions 5.1 to 5.5 were then put to the vote and unanimously approved.</p> <p><b>Resolved:</b></p> <ol style="list-style-type: none"> <li><b>1. To re-elect Jeffrey Armitstead as a Director (Management Committee member).</b></li> <li><b>2. To re-elect Colin Campbell as a Director (Management Committee member).</b></li> <li><b>3. To re-elect Richard Milne as a Director (Management Committee member).</b></li> <li><b>4. To re-elect Andrew McHardy as a Director (Management Committee member).</b></li> <li><b>5. To elect Richard Sharp as a Director (Management Committee member).</b></li> </ol>	ALL CBC
	106	<p><b>Election of Other Club Officials</b> – The Chairman reminded the meeting that under its Articles, all the Club's other officers are to retire at each AGM and are subject to re-election. The officers concerned were as set out in Annex 2 of the Agenda and all were recommended for reappointment by the Management Committee. All nominees were unopposed, there having been no other nominations. Accordingly, the Chairman proposed that all the officials be reappointed en bloc. The proposal was seconded by Andy McHardy and unanimously approved. Resolutions 6.1 to 6.8 were then put to the vote and unanimously approved.</p> <p><b>Resolved:</b></p> <ol style="list-style-type: none"> <li><b>1. To re-elect Irene Pickup as Treasurer and Accountant.</b></li> <li><b>2. To re-elect Colin Campbell as Club Secretary</b></li> <li><b>3. To re-elect Lesley Baxter as Membership Secretary.</b></li> <li><b>4. To re-elect Rob Baxter as Championship Scorer</b></li> <li><b>5. To re-elect Barry Hogg as Equipment Officer</b></li> <li><b>6. To re-elect Mary Mathews as Trophy Secretary</b></li> <li><b>7. To re-elect Lou Hayton as Child and Young Persons' Protection Officer</b></li> <li><b>8. To re-elect Ann Yarwood as Assistant Child and Young Persons' Protection Officer</b></li> </ol>	ALL CBC
	107	<p><b>Any Other Competent Business</b> - there was none.</p>	

<b>Concluding Matters:</b>	<ol style="list-style-type: none"> <li>i. There was no further formal business and the Chairman closed the AGM .</li> <li>ii. The Club Secretary to notify the Registrar of Companies as required.</li> </ol>	CBC
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<b>Members' Forum</b>	<p><b>1. Competition Secretary</b> - Andy McHardy referred to him stepping down as Competition Secretary and outlined the various functions he had been performing in carrying out the role. He appealed for volunteers to assist with the secretary of the meeting role and signing-on, perhaps on a rota basis, together with the laundering of the Marshals' bibs. The Chairman pointed out that the secretary of the meeting role required consistency, not least because of the need to be au fait with the admin systems involved and the cash collection and reconciliation required, but would welcome any help with expediting the actual signing-on process and with the bib laundering. Joanne Hogg volunteered to take on the bib laundering and was thanked for doing so.</p> <p><b>2. EU Vehicle Insurance Directive</b> - The issue of the EU Directive, potentially requiring all vehicles to be insured, was raised by Mike Storrar, who asked that the matter be kept under review in view of its potential implications for our sport.  [Post meeting note: The Directive, stemmed from the European Court of Justice in 2014 which ruled that mandatory motor insurance must cover any motor vehicle in its normal use, in any location. This resulted from a case brought by Damijan Vnuk who was injured by a tractor while at work but whose insurance claim was rejected because it did not happen on a road. The Department for Transport has indicated that this could result in us broadening our definition of a motor vehicle and extending our insurance requirement beyond roads and other public places. The directive has already been enshrined in EU law but, because it is so far-reaching and conflicts with the motor insurance laws of so many nations, the implications are still being worked out at a national level. It's quite possible that Britain will have left the EU before that happens. If not, it could mean users of motor vehicles would be required to have third-party insurance on private land.]</p> <p><b>3. May 2-Day Dinner Menu</b> - Doug Parkinson circulated copies of the proposed menu for the May 2-Day Dinner. The members present indicated their contentment with the menu and thanked Doug for continuing to undertake the arrangements for the Club's dinner events.</p> <p><b>4. BTRDA</b> - Concerns were raised by a number of members about the Club's continuing relationship with the BTRDA following recent events that had triggered resignations from its Sporting Trials Committee. The Chairman reported that he was keeping the current situation under review and advised against any precipitous action prior to the future governance arrangements and continued relevance of the organisation to the Club becoming clearer.</p>	<p><b>JH</b></p> <p><b>CBC</b></p> <p><b>ADW</b></p>
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**Signed:**

**Chairman**