

THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

CYCLISTS' TOURING CLUB (CTC)

(the **Charity**)

Notice of Annual General Meeting 2024

Notice is hereby given that the Annual General Meeting (**meeting**) of the Charity will be held online via the Civica Election Services platform on Friday 27 September 2024 at 11.00.

You will be asked to consider and vote on the resolutions below.

Resolutions 1 to 4, 8 and 9 will be proposed as ordinary resolutions.

Resolutions 5 to 7 will be proposed as special resolutions.

RESOLUTIONS

ORDINARY BUSINESS

1. To adopt as a true record, the minutes of the Annual General Meeting held virtually on 29 September 2023
2. To adopt the Annual Report of the Board of Trustees and the audited accounts for the year ended 31 March 2024 as published on the Cycling UK website.
3. To appoint Saffery LLP as auditors and to authorise the Board of Trustees to fix their remuneration.
4. That the membership fee set pursuant to Article 11 of the Articles of Association shall increase as follows: Individual rate from £52 to £55; Household rate from £84 to £89; Concession rate from £34 to £36
8. Cycling UK actively promote the creation of a network of cycle routes accessible to all, throughout the United Kingdom.
9. That Cycling UK increase the maximum annual contribution available to run Local Member Groups from the current rate of £200 to £250 and review the index linking of the payment.

SPECIAL BUSINESS

5. That Article 11 of the Articles of Association be amended by deleting the sentence “The Membership fee for each class of Member may not be changed without the approval of the Members in general meeting” and Article 10.6 of the Articles of Association be amended by replacing the wording “(including payment of Membership Fees save that such fees may not be imposed until approved by the members)” with “(including payment of Membership fees)”.
6. That Articles 14.1, 16.1 and 17 of the Articles of Association be amended as follows:
 - 6.1 In Article 14.1:
 - 6.1.1 in Article 14.1(a):
 - (a) replace “nine” with “eight”;
 - (b) after “elected under Article 16,” add “subject to Article 17.1.1 and to any interim vacancies in their number that may reduce their number below eight; and”;
 - 6.1.2 in Article 14.1(b) amend the reference to Article 17 to “Article 17.1.2”.
 - 6.2 In Article 16.1:
 - 6.2.1 amend the reference to Article 14.1 to “Articles 14.1 and 14.3”;
 - 6.2.2 after “Article 14.3” delete “(confirmation of consent and eligibility)”;
 - 6.2.3 after “entitled to elect” delete “at least nine persons”;
 - 6.2.4 after “from amongst their number” insert “so that at least eight persons hold the position of Elected Trustee at any time.”;
 - 6.2.5 after “the office of Elected Trustee” insert “and any minimum period of time that a candidate must have been a Member before standing for office as an Elected Trustee.”
 - 6.3 In Article 17.1:
 - 6.3.1 amend the reference to Article 13 to “Article 14”;
 - 6.3.2 delete the current Article 17.1.1 and replace it in its entirety as follows:
 - 17.1.1 *persons to fill interim vacancies within the number of Elected Trustees (for example, where an Elected Trustee ceases to hold office before the expiry of their term of office) and any such person shall be deemed an Elected Trustee until the end of the term remaining for that Elected Trustee or, if shorter, for the period until an election may be procured; and*
 - 6.3.3 delete the current Article 17.1.2 and replace it in its entirety as follows:

17.1.2 *up to four persons chosen to fill gaps in the skills, knowledge and experience of the board of Trustees provided that each such co-opted Trustee may be appointed for a term of office of up to three years (and in the event no term of office is specified in the resolution then the term of office on appointment or re-appointment shall be three years) and may be re-appointed by the Board for up to two further terms of office of up to three years up to a maximum consecutive term of nine years, after which they may not be co-opted again for a period of three years. In exceptional circumstances, the Board may appoint as a Co-opted Trustee a Trustee who is retiring as an Elected Trustee for up to a maximum term of one year in addition to any term of office served as an Elected Trustee.*

7. That the Articles of Association of the Charity (except for Articles 10.6, 11, 14.1, 16.1 and 17) be deleted in their entirety and be replaced by the Articles set out in the attached draft and that the cross-reference in Article 17 be updated accordingly.

By order of the Board

Phil Hall

Company secretary

Cyclists' Touring Club (trading as **Cycling UK**)

Parklands
Railton Road
Guildford
Surrey GU2 9JX

1 September 2024