

NATIONAL AUTOGRASS SPORT ASSOCIATION LTD



MINUTES OF THE 35th ANNUAL GENERAL MEETING OF THE MEMBERS

SUNDAY 26 NOVEMBER 2017

FULL MEMBERS IN ATTENDANCE

NAME	LEAGUE REPRESENTED
Barbara Harper	Honorary Member
Nick Weir	East Midlands League
Darryl Smart	Gloucestershire League
Emyr Evans	South Wales League
Ray Wyeth	Southern League
Tony Griffiths	West Midlands League
Barry Holloway	MAP League
Mal Cooper	North Western League
Martyn Tinker	North Yorkshire League
Lynn Thomas	Essex League
John Lawson	Yorkshire League
Dave Robins	East Anglian League
Pat Ashley	Shropshire League
Pete West	CGTRO League
Neil Thomas	Kent League
Phil Sherwood	The Dales League
Barbara Harper (PROXY)	Wiltshire League
Paul Meaney	Southern Ireland League
Mal Cooper (PROXY)	Scottish League

NOT PRESENT

Jamie McDonald	Northern Ireland League
Robert Rolls	Fenland League

NASA DIRECTORS AND OFFICIALS

Margaret Allen	Director
Barbara Harper	Director
Vernon Mackenzie	Director
Keith Matthews	Director
Jeffrey Parish	Director & Company Secretary
Phil Rogers	Director
Martyn Tinker	Director
Ernie Ashley	Association Chairman
Lynn Thomas	Association Vice-Chairman
Diane Tomkinson	Association Secretary
Jason Baker	Webmaster
David Bennett	Chief Marshal
Sandy Williams	Marshals' & SO Secretary & Registration Assistant
Barbara Gilder	Registration Assistant
Elaine Pacey	Registration Assistant
Jan Ward	Registration Assistant

VISITORS

Steve Langley	MAP
Dave Digby	East Anglian
Heath Luck	Stock Hatch Steering Cttee
Phil Peek	The Dales
Matt Brown	The Dales
Steve Payne	Yorkshire League
Phill Preece	Southern League
Pearl Griffiths	West Midlands
Shirley Thomas	Kent
John Howland	North Yorkshire
Mike Mumford	Gloucestershire
Kevin Mumford	Gloucestershire
Paddy Bubb	MAP
Mark Uka	South Wales League
Nick Taylor	MAP
Ryan Taylor	MAP
Adrian Davies	South Wales League
Roy Hazard	CGTRO
Gheneg Makar	CGTRO

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The meeting opened at 12.00 pm. Keith Matthews took the chair.

1 APOLOGIES FOR ABSENCE

Simon Jackson (North Western) and Colin Reid (Scotland), represented by proxy.
Derek Linch (Kent), Warren Beatty (Director)

2 MINUTES OF THE ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING HELD ON 27 NOVEMBER 2016

The minutes were read, approved and adopted

3 PROPOSED AMENDMENT TO THE BY-LAWS OF THE COMPANY

A resolution was proposed to delete By-Law 8.6, which currently states: "No director may also be nominated by a League as a Full Member of the Company, except that a newly elected director who holds an existing position as a League Representative/Full Member, may retain both positions for a transitional period not exceeding one year"

This was clarified to the members: if approved by the membership, this change would allow a person to act as both a League Representative and a NASA Director for as long as they are elected to both positions, rather than the transitional one year period that is currently allowed.

Following discussion a vote was taken with the following result:

For the resolution: 8 votes for the resolution; 10 votes against; 1 abstention.

The resolution was therefore defeated and the by-Laws are not amended.

4 ELECTION OF COMMITTEE OF MANAGEMENT (BOARD OF DIRECTORS).

Members were advised that there were three candidates standing for five positions on the Committee, so there would again be at least two vacant positions on the committee.

Mrs Barbara Harper and Mr Jeffrey Parish were retiring from the Committee by rotation in accordance with Section 15 of the Articles of Association. Both had indicated their willingness to be re-elected.

Mr Jason Baker had been proposed for election to the Committee in accordance with Section 9 of the Articles of Association.

Mr Keith Matthews was retiring from the Committee by rotation in accordance with Section 15 of the Articles of Association and had indicated that he did not wish to seek re-election.

The following resolutions were put to the Members:

- (a) Mrs Barbara Harper to be re-elected to the Committee of Management
- (b) Mr Jeffrey Parish to be re-elected to the Committee of Management
- (c) Mr Jason Baker to be elected to the Committee of Management

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4 ELECTION OF COMMITTEE OF MANAGEMENT (BOARD OF DIRECTORS) *(continued)*

Members were advised that they should vote for or against each individual candidate. In the event of any candidate receiving an equal number of votes "for" and "against" his or her appointment, the Director chairing the AGM would have a casting vote in accordance with Article 8.4.

A show of voting cards was taken on the above resolutions, with the following results:

(a)	Re-election of Barbara Harper	Votes for: 18	Abstained: 1
(b)	Re-election of Jeffrey Parish	Votes for: 19	
(c)	Election of Jason Baker	Votes for: 17	Against: 2

(Note: the vote abstained from the election of Barbara Harper was Mrs Harper's own vote as Honorary Member). Barbara Harper and Jeffrey Parish were therefore re-elected and Jason Baker was elected to the Board of Directors. Keith Matthews stood down from the Board.

5 REAPPOINTMENT OF AUDITORS

The following resolutions were put to the Members:

- (a) Randall & Payne LLP to be re-appointed as auditors to the Company
- (b) The Committee is to be authorised to determine the auditors' remuneration.

A ballot was taken and both resolutions were passed with 19 votes for and none against. It was noted that the financial statements for the year ended 31 December 2016 had already been approved by the members in an EGM on 10 June 2017.

6 ANY OTHER BUSINESS

David Robins (East Anglian) commented that more Board members are needed and possibly a re-wording of the resolution defeated at item 3 in this meeting might encourage more candidates to come forward.

There being no further business, the meeting was closed at 12.45 pm.
