



Trail Riders Fellowship Annual General Meeting

Notice of Annual General Meeting 2017

The Annual General Meeting of the Trail Riders Fellowship will be held on the 4th March 2018

Proceedings of the meeting shall commence at 10:00 AM

Registration open from 09:30 AM

Venue

The Hand Hotel, Church Street

Chirk LL15 5EY

Meeting Business

1. Ordinary resolution to acknowledge receipt of the Directors Report and Accounts 2016 – 2017
2. Ordinary resolution to extend the appointment of current directors for a term that is subject of the following provision, which shall be included in the Trail Riders Fellowship Bylaws:

“Directors Length of Service and Retirement

At every annual general meeting one-third of the directors who are subject to retirement by rotation or, if their number is not three or a multiple of three, the number nearest to one-third shall retire from office; but, if there is only one director who is subject to retirement by rotation, they shall retire.

The directors to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last reappointed directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

If the company, at the meeting at which a director retires by rotation, does not fill the vacancy the retiring director shall, if willing to act, be deemed to have been reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of the director is put to the meeting and lost.”

3. Ordinary resolution to appoint Douglas Cartwright as a director.
4. Ordinary resolution to adopt the Trail Riders Fellowship Bylaws, which shall replace the TRF Temporary Bylaws.

(“Trail Riders Fellowship Bylaws” are appended to this Notice)

5. Ordinary resolution to increase the membership subscription rate to £52.00 direct debit, £56.50 postal/PayPal.

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6. Ordinary resolution to adopt the Trail Riders Fellowship's Aims and Objectives, and The Vision.

(Aims and Objectives, and The Vision, are appended to this Notice)

7. Special Resolution: Code of Conduct.

(The text of the TRF Code of Conduct (2018) is appended to this Notice.)

Proposed Special Resolution

“To adopt the Trail Riders Fellowship Code of Conduct (2018) and revoke the current TRF Code of Conduct.”

Notes

Right to Vote by Proxy

TRF members are entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend and to speak and vote at a meeting of the company.

Proxies may only be validly appointed by duly submitted proxy notices. Proxy notices and instructions are available via download from the TRAIL, the website of the Trail Riders Fellowship:

<https://trail.trf.org.uk/2018/02/01/annual-general-meeting-2017/>

Booking Arrangements

Members are requested to book seats in advance so as to facilitate the efficient running of the AGM and reduce costs to the TRF. Refreshments and lunch will only be made available to those that book in advance. Seating cannot be guaranteed for those who have not booked in advance.

Booking can be made online at:

<https://www.eventbrite.co.uk/e/trf-annual-general-meeting-agm-march-2018-tickets-41850225150>



Appendice 1

Trail Riders Fellowship Code of Conduct

Only use roads that the public are entitled to ride motorcycles on.

Trail riding is lawful on green roads which are commonly known as unclassified county roads, or which are classified as Byway Open to All Traffic. If in doubt, check with the Highway Authority or the TRF.

Motorcycles and riders must be road-legal.

Green roads are subject to the same laws as black roads.

Keep to the defined area of the green road.

Endeavour to travel with least impact. Ride in the 4x4/tractor ruts and avoid creating a third rut, where safe, reasonably convenient, and possible to do so. Avoid straying from the road, especially onto moorland or farmland – doing so may be a criminal offence.

Give plenty of space to walkers, horses and cyclists.

As a courtesy, on narrow black roads or green roads, stop and switch off engines when sharing the road with ridden horses.

Travel at a speed which is safe and sustainable for the road surface.

Ride at an unobtrusive speed, taking regard of conditions and visibility. Be prepared to stop within a maximum of a third of the distance in which you can see the road ahead. Excessive speed increases wear on the road surface, avoid travelling at high impact speeds above the voluntary recommended maximum of 25mph.

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Ride quietly and unobtrusively.

Machines must be effectively silenced. Use the throttle with discretion, as noise does offend. Green roads are subject to the same laws as black roads. Consider limiting groups sizes where exceptional circumstances would result in a large group being obtrusive or would otherwise hinder or impede other users' passage on, or enjoyment of, the road.

Honour the Countryside Code.

Respect the countryside and those who live, work and play in it. Green roads can be valuable habitats for wildlife, take especial care in spring and early summer. Fasten gates to safeguard stock, except those tied open for land management purposes.

Endeavour to be a good ambassador for motorcycling

Be courteous to other road users and respect their equal entitlement to use the road. Bear in mind the difficulties of others and try not to add to them. Acknowledge others with a friendly wave or other suitable gesture. Responsible trailriding is a form of quiet enjoyment of the countryside. Maintain the standard of a responsible trailrider, so as not to disturb the tranquillity of National Parks and peaceful areas of the countryside.

Footnote. Code requirements in **bold**. Guidance in *italics*.

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Appendice 2

Trail Riders Fellowship Bylaws

1. Values and Behaviour

1.1. No programme or course of action conceived or proposed by any member, Group or Region that does not fall within the aims, objectives and remit of the Trail Riders Fellowship (“TRF”), the Code of Conduct, and the Strategy: Core Principles, or would, in the opinion of the directors, adversely affect the public opinion, success, or well – being of the whole Fellowship, shall be permitted without the prior consent of the directors.

1.2. No member shall instigate any form of legal proceedings in the name of the Fellowship unless it has been approved in advance by the Technical Director, or the directors convened at a directors meeting.

1.3 No member, Group or Region shall implement or support Voluntary Restraint schemes without the prior consent of the directors.

1.4. Members, Groups, and Regions agree to promote and uphold the Trail Rider Fellowship’s Values and Behaviours:

Values and Behaviours	
Principles	Standards of Behaviour
Selflessness:	Decisions will be based solely in terms of promoting and achieving the aim of the TRF. These should not be done so in order to gain financial or other material benefits for themselves, their family, or other friends. Directors and members will always act in the best interests of the TRF.
Integrity:	Directors and Group Officers should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their duties. Members should not act in a manner which creates threat, harm or risk of harm to the TRF.
Objectivity	In carrying out their duties and voluntary work in a TRF capacity, including making appointments, awarding contracts, or recommending individuals for rewards and benefits, directors and Group Officers should make choices on merit.
Accountability:	Directors are accountable for their decisions and actions to the membership and must submit themselves to whatever scrutiny is appropriate to their office. Members are accountable for any actions or behaviour which creates threat, risk or harm to the TRF.
Openness:	Directors and Group Officers should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only in exceptional circumstances.
Honesty:	Directors have a legal duty to declare any private interests relating to their duties and to take steps to resolve any conflicts arising in a way that protects the reputation of the TRF. Group Officers are expected to use reasonable endeavours to identify conflicts of interest they may have and declare them to the Group and directors, where TRF’s interests may be compromised by the potential conflict.
Leadership:	Directors and Group Officers should promote and support these principles by leadership and example.
Fairness:	Directors and Group Officers will exercise their authority fairly, extending respect and courtesy.

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1.5 These principles and standards of behaviour support The Vision and The Values and Behaviours of the TRF and its members, who should at all times act in the best interests of the TRF.

Vision and Values

As a growing, national organisation the TRF is increasingly engaging with external organisations and partners.

The vision and values of the TRF, are:

- Work in partnership with others.
- Use professional judgement and be courageous in making decisions
- Take pride in our professionalism and standards of behaviour
- Listen and engage
- Seek out better ways of working
- Lead with confidence and do the right thing



2. Membership

- 2.1. The subscribers to the Memorandum are the members of the Fellowship
- 2.2. Membership of the Fellowship may be obtainable by application to the directors in a form approved by them.
- 2.3. Joint membership may be obtainable by two people living at the same address, at 1.5 times the annual subscription rate
- 2.4. Life membership may be obtainable at ten times the annual subscription rate
- 2.5. Honorary membership is the highest honour the Fellowship can bestow on a member. Nominations for Honorary Membership may only be considered at general meetings
- 2.6. Acceptance of membership shall be subject to articles and company law
- 2.7. The directors may terminate membership in accordance with the articles
- 2.8. The subscription rate shall be determined at general meetings of the Fellowship or by the membership approving a written resolution
- 2.9. Persons (including Companies) who organise events or provide facilities for trail riding or Fellowship members may become Supporter Members of the Fellowship
- 2.10. Only current members shall be entitled to call themselves TRF members and avail themselves of any of the services of the TRF, including those of groups or regions
- 2.11. All members of the Fellowship are entitled to:
 - a) Attend ordinary TRF Group meetings that are open to all TRF members choosing that TRF Group as their first choice.
 - b) Attend and vote at a TRF Group general meeting, where they have chosen that TRF Group as their first choice.
 - c) Inspect the membership register
 - d) Be provided with copies of directors' service contracts



3. Groups

3.1. Members of the Trail Riders Fellowship may form themselves into local groups of members (a 'Group'). Groups shall:

- a) Liaise with authorities over the status and management of green roads.
- b) Promote the Trail Riders Fellowship's interests on local liaison groups and access forums.
- c) Represent local members' interests within the TRF.
- d) Hold regular local meetings.
- e) Liaise with other Groups.
- f) Promote local members engagement with the directors and wider Fellowship.
- g) Generally, promote the aims, objectives, Code of Conduct, and the Strategy: Core Principles, of the Trail Riders Fellowship.
- h) Uphold the reputation and standing of the Trail Riders Fellowship.
- i) Endeavour to recruit and retain members of the Trail Riders Fellowship.
- j) Adhere to and promote the byelaws of the Trail Riders Fellowship.
- k) Encourage members engagement with general meetings of the Trail Riders Fellowship.

3.2. A Group of the Trail Riders Fellowship shall not be officially recognised by the Trail Riders Fellowship without the approval of the directors.

3.3. Each Group shall hold an annual general meeting for the election of its officers ("Group Officers"), including a representative of the Group (a Group Representative) and Group Treasurer. Such Group Officers shall hold office, subject to approval by the directors, until the following group annual general meeting.

3.4. Groups may also elect Group Officers at a general meeting of the group. Group Officers so elected shall hold office, subject to approval by the directors, until the following Group annual general meeting.

3.5. Each Group Representative shall provide the Membership Director with details of the elected Group Officers for that Group within one month of their annual general meeting, or by 31st December, whichever comes first.

3.6. Each Group Treasurer shall provide the Finance Director with a statement of group finances, to include balance, income and expenditure:

- a) On request;
- b) Within one month of the Groups' annual general meeting, or by 31st December, whichever comes first.

3.7. Groups shall be financially self - supporting but may apply to the directors for financial assistance.

3.8. Groups may undertake fund-raising activities in a Trail Riders Fellowship capacity, such activities must be approved by the directors.

3.9. Groups may publish local group bulletins/newsletters. Such publications must maintain the same editorial standards in keeping with these Bylaws.

3.10. Groups failing to comply with any part of Bylaws 3.1, 3.3, 3.4, 3.5, or 3.6 may be presumed by the directors to have expired and formal recognition may be terminated.

3.11. The directors may withhold any and all assistance and benefits from Groups that fail to comply with any of the Bylaws.

3.12. In the event that any Group ceases to exist as a Group of the Trail Riders Fellowship, their records, property, archive material and funds shall be returned forthwith to a member nominated by the directors and acting on behalf of the Trail Riders Fellowship.



4. Regional Groups

4.1. Local Groups may form themselves into Regional Groups (a "Region").

4.2 A Regional Group of the Trail Riders Fellowship shall not be officially recognised by the Trail Riders Fellowship without the approval of the directors.

4.3 Regional Groups shall:

- a) Hold regular meetings that are open to Group officers based in the Region's geographical area of operations and publicise a notice of the meeting so as to encourage attendance.
- b) Provide a report of the Regional Groups activities to the Annual General Meeting of the Trail Riders Fellowship.
- c) Promote engagement with general meetings of the Trail Riders Fellowship
- d) Appoint a regional representative for the group, who shall be a Group Officer.
- e) Generally, promote the Aims, Objectives, Code of Conduct, and the Strategy: Core Principles, of the Trail Riders Fellowship;
- f) Uphold the reputation and standing of the Trail Riders Fellowship
- g) Adhere to and promote the Bylaws of the Trail Riders Fellowship

4.4. A Region shall be financially self - supporting, but may apply to the directors for financial assistance

4.5. In the event that any Region ceases to exist as a Regional Group of the Trail Riders Fellowship, their records, property, archive material and funds shall be returned forthwith to a member nominated by the directors and acting on behalf of the Trail Riders Fellowship.

5. National Park Teams

5.1. Groups that are based in a county which is wholly or partially within, or shares a border with, a national park may form a national park team subject to approval by the directors.

National park teams shall:

- a) Hold regular meetings that are open to all constituent Group Officers and publicise a notice of the meeting so as to encourage attendance.
- b) Liaise with the directors and act as the contact point for rights of road and conservation issues
- d) Act as the primary local liaison with the national park authority and other authorities and organisations relevant to the national park area.
- e) Appoint a team representative for the national park team, who shall be a Group Officer.
- f) Co-ordinate the activities of the founding Groups in relation to the national park area with a special focus on rights of road and conservation matters
- g) Act as the applicant to the directors for financial and other forms of assistance for matters pertaining to the national park area

5.2. The directors may require Groups to form a national park team as a condition of receiving assistance and funding from the Fellowships funds and resources for matters pertaining to the national park.

5.3. National park teams shall be provided with official TRF email addresses

5.4. National park teams shall be provided with a named contractor(s) to provide support and advice

5.5. National park teams' officers shall have their reasonable expenses reimbursed from national funds



6. Dispute Resolution

6.1. The TRF is committed to alternative, rapid and informal dispute resolution - be it externally with other organisations or bodies, individuals or clubs, or internally.

6.2. It is accordingly a condition of membership of the TRF that in the event of a dispute arising about something concerning the TRF between two or more members, then:

- a) either at the request of one or more of the members in dispute; or
- b) at the request of a Director, Group Officer, or the directors;

the members in dispute shall agree to enter mediation in good faith with an independent mediator within 28 days, either face to face or by telephone/facetime/skype.

6.3. A dispute is defined as any significant disagreement about something concerning the TRF between two or more members, whether in a private or official TRF capacity, which is unresolved by ordinary discussion after a reasonable period of time, the existence of which disagreement hinders or is likely to hinder the efficient or effective work or operation of the TRF, or of any constituent group, region, club, Group Officer, official, or Director.

6.4. The independent mediator shall not be a member of the TRF but shall be trained, accredited and insured so as to meet the standards required by the Civil Mediation Council. The Directors shall maintain a list of such mediators who are willing to act.

6.5. No report as to what was discussed at the mediation shall be made by the mediator and the outcome shall be confidential unless otherwise agreed by all the members in dispute.

6.6. Any fees or expenses in respect of the mediation shall be met by the TRF.

6.7. In the event that a member in dispute refuses or fails to engage in mediation, the Board shall have the power to terminate that member's membership using the refusal or failure as a ground for termination.

6.8. The TRF shall further through its Directors or officers offer or enter mediation with external organisations or bodies, individuals or clubs, in all appropriate cases - in the event that it decides that mediation is inappropriate to offer or accept the responsible Director or officer shall report the reasons to the Board at the first available opportunity.



7. Directors Handbook

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1. Directors Code of Conduct

Directors should at all times conduct themselves in a professional and courteous manner that adheres to and promotes the Fellowships Values and Behaviours.

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Directors shall fulfil their appointed role within the Trail Riders Fellowship to the best of their ability.

They shall use their reasonable endeavours to ensure that their particular strengths are best used in furthering the Objectives of the Fellowship

Directors shall not wilfully carry out any actions likely to bring their directorship or the Trail Riders Fellowship into disrepute

No director shall, outside any directors meeting, make or imply any disrespect or disagreement with the actions or conduct of any other director unless such disagreement is a matter of policy for the TRF.

No personal insults shall be made against any other member of the TRF, disagreement with actions of TRF members be they ordinary members or office holders must be dealt with in a professional and impersonal manner.

Directors must, at all times, carry out their roles in line with the contents of these Bylaws, relevant legislation, Trail Riders Fellowship Constitution, Code of Conduct, Strategy: Core Principles and Policy.

Directors must avail themselves of both the Memorandum & Article of the Trail Riders Fellowship together with accompanying Bylaws and Code of Conduct. They must also pay due regard to directors' duties under the Companies Act to ensure that all their actions are in line with directors' legal requirements.

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2. Communication with Members

Directors' key method for communication with the membership shall be through normal communication processes of the Fellowship, TRAIL, and where urgency is required by direct email to members.

Where information on policy or progress is included in communication to members it must be approved at directors meeting before being broadcast to the membership, unless otherwise subject of arrangements agreed by directors.

Communication by any director pertinent to their own area of responsibility within the Trail Riders Fellowship need only be approved by them, but out of courtesy circulated to other directors prior to release to the membership at large. This is to ensure that any questions raised to any director can be answered and where appropriate referred to the originator.

All posts by directors onto any TRF forum or other message space of the TRF should clearly show the real name of the originator and therefore be classed as their own posting. The exception to this rule is a post that is collectively agreed in advance. This may then be conveyed as originating from the "TRF Directors".

Any information that is deemed to be urgent and intended to be circulated by email to all members must be approved by at least two directors before being sanctioned for distribution.

Information that is to be circulated to members and other contacts by email must be approved by at least three directors to include the chair.

Communication between directors must at all times be professional and courteous, and any communication with members relating to another director should be conducted in the same manner.

3. Financial Probity

Directors have a duty in law to declare any interest either pecuniary or otherwise in any dealings they are involved with as a director of the Trail Riders Fellowship

Authorisation of Expenditure (prior to ordering)

Within agreed budgetary levels in the annual TRF budget Directors monthly expenditure will fall under the following agreed procedures.

Expenditure between:

£0 to £250 Authorisation for expenditure is wholly at the discretion of the Director for their own agreed monthly expenditure.

£250- £1,000 Authorisation for expenditure must be approved and sanctioned by the Director responsible for finance. In the absence of the Director responsible for finance then the nominated deputy as elected by the Board.

£1,000 plus Authorisation for expenditure must be sanctioned by the Director responsible for finance and majority of the Directors.

In the absence of the Director responsible for finance then the majority of directors may authorise this level of expenditure.

Individual Directors shall be directly responsible for managing their monthly and annual budgets and associated expenditure. Negative reporting shall apply to expenditure, within monthly limits,

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expenditure exceeding monthly agreed limits or exceeding £1,000 will need to be accounted for at the next directors meeting.

Expenses

Directors shall be eligible to claim reasonable out of pocket expenses from the company for activities carried out as part of their role as a director and in accordance with the Articles. The level of expenses for travel, accommodation and subsistence will be set by the Financial Director and must be in line with normal expense levels accepted by Her Majesty's Revenue and Customs for those items. Expenses must be claimed using the standard expenses form, items other than vehicle travel must be accompanied by a receipt for reasons of probity, only minor omissions of this shall be accepted.

4.Subcontractors to the Trail Riders Fellowship

Saving for contract and company law

This section operates subject to relevant contract and company law. For clarity it does not override or replace the terms and conditions in force with any contracts in place with TRF contractors or suppliers.

Appointment of contractors

Contractors to the TRF shall only be hired within budgetary constraints of the organisation. As such before entering into any short term or long-term agreement with a potential contractor it must be approved by the Finance Director if that contact is likely to exceed the value of £250 in any one financial year.

Contracts with the TRF

All contractors to the TRF must be subject to an agreed contract which shall stipulate the roles and requirements of the service to be hired.

Details of tasks, rates of remuneration, eligible expenses and reporting relationships must be included in any such contract.

Contents of all such contracts must be agreed with the Financial Director and Board before being issued and a copy once signed will be lodged with our accountants for financial clarity and for purposes of payments of legitimate claims against those contracts and where necessary returns to HMRC.

Contractors for each of the areas of work ongoing within the TRF shall be subject to annual review by all directors to ensure "value for money" being optimised in the provision of any ongoing services.



Ad hoc work for the TRF

Where work is proposed to take place on an ad hoc basis for single projects within the areas of responsibility of directors the following procedure shall be adopted:

- All ad hoc work that is commissioned shall be required to be issued a specific budget limit. No payments above that limit may be made without the express agreement of both the Finance Director and Board.
- Ad hoc commissions for work with a value of less than £1,000 shall require a minimum of two commercial quotations to be obtained by the Director responsible for the budget to which the expenditure is to be allocated.
- Commissions for work with a value greater than £1,000 shall require a minimum of three quotes to be obtained, authorisation for these commissions will be applied in the same way as any other form of expenditure

Payments to appointed Contractors and others

All expenses claim's and invoices made by contractors to the TRF and others claim for reimbursement should be sent to the director responsible for their work.

All such claims and invoices shall then be subject to initial checking and authorisation by them before passing to both the Finance Director and accountant for further scrutiny before payment. The checking of claims and invoices must be carried out by examining the work record or achievements of activities provided by the contractor in justifying their invoice or claim.

Should there be any concern regarding any claim or invoice it shall be the responsibility of the director responsible to carry out any further checks to verify the legitimacy of such claim or invoice.

Only when both the director responsible and the finance director have approved the claim or invoice will the accountant be authorised to make any payment.

All invoices and claims shall be paid within 30 days of their receipt, or its authorisation should there be any dispute over an invoice or claim made.

Termination

Any contractor can at any time terminate their contract with TRF. Termination of such contract shall be made in writing and sent to the person responsible for authorising their claims or invoices.

Should the TRF decide that it no longer requires the services or assistance from a contractor or other person for the organisation the TRF shall provide notice of this to particular contractor or person. There will normally be a notice period given which shall not be less than 30 days under normal circumstances. Should the contractor breach the terms of their agreement with the TRF then termination would be considered to be immediate.

Should the TRF become financially insolvent then all contracts would need to be considered in the winding up of the company along with all other creditors at that time.



5. Directors Meetings

Directors meetings shall be held regularly to conduct the business of the Trail Riders Fellowship. All meetings must be preceded by the issuing of a formal agenda which includes all items to be considered at the meeting. Each director shall be expected to put forward to the Board, items they wish to be included on that agenda at least 5 days in advance of the scheduled meeting. Only urgent items of AOB shall be considered on the day for inclusion at a director's meeting.

Directors meeting may take any of the following forms

- Face to face meeting where at least three directors are present.
- Tele-conference where at least three directors are involved.
- Online conference where there may be a combination of the above but where at least three directors are involved.
- Any other form where directors have direct contact with each other.

Decision making at directors' meetings shall be by show of hands or other indication to the affirmative, and actions as a result of discussion and agreement will be recorded.

Decisions shall be subject to collective support from all directors once made in a valid way at a meeting of directors.

Minutes of the proceedings of Directors meetings shall be made and publicised in accordance with the Articles.

Any other persons who are carrying out specific business or providing advice to the directors may be invited to attend directors meeting and may be asked to contribute to the agenda at such meetings. However, these individuals will carry no other rights than that of an ordinary member in their involvement.

Members can ask to have agenda items raised on their behalf at directors' meetings if they have a particular issue that needs directors' approval.

Members can be invited to participate at directors meeting by attendance, telephone link or internet access if it is thought necessary by the majority of the directors.



6. Constitutional and other organisational changes

Constitution

Any Directors recommendation to amend the Constitution of the TRF will first be submitted to the Board for consideration before they are presented to a general meeting of the TRF.

Proposed amendments to the Constitution do not need to be approved by directors but it might hinder the chance of adoption at a general meeting if they are not supported by those responsible for the running of the Trail Riders Fellowship.

It is the responsibility of the directors to ensure that proposed amendments to the Constitution are communicated to the membership in line with the requirements of company law as it stands at the time of the submission of an amendment to the Constitution.

Operational Management Amendments

Amendments to the operational management of the TRF by directors that does not affect the Constitution can be instituted by a resolution at a Board meeting.

Any such amendment should however be communicated to the membership prior to any such amendment being adopted to ensure that it meets with members approval and does not adversely affect the service to members by the Directors or their actions.

Services to members

Directors of the Trail Riders Fellowship are appointed to maintain the services provided to members though its Constitution and the policies of the company.

Where services are provided by custom and practice these should be maintained within the financial constraints of the business.

Where any significant changes to the services provided to members are adopted these should be made clear to members prior to the renewal of their membership.



7. Annual General Meetings

All Directors will be required to present a report to the AGM.

This report shall summarise their activities since the last general meeting and include where appropriate any significant ongoing plans for the coming year.

This will be provided as a written report available to all those attending the meeting and will after the meeting, be made available via the TRF web site and other forms of electronic communication.

Directors shall be expected to attend all general meetings in person.

Directors shall be expected to answer all reasonable questions from the membership at such meetings.

8. Directors Length of Service and Retirement

At every annual general meeting one-third of the directors who are subject to retirement by rotation or, if their number is not three or a multiple of three, the number nearest to one-third shall retire from office; but, if there is only one director who is subject to retirement by rotation, they shall retire.

The directors to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last reappointed directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

If the company, at the meeting at which a director retires by rotation, does not fill the vacancy the retiring director shall, if willing to act, be deemed to have been reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of the director is put to the meeting and lost.



Appendice 3

Trail Riders Fellowship

Aims and Objectives

The Trail Riders Fellowship has an established custom of working towards aims that comprise three elements:

1. The Green Road network
2. Motorcycling
3. Trail Riders Fellowship

The Aims for those respective elements are:

1. England and Wales shall have an excellent quality green road network for the enjoyment of all responsible users.
2. Public support for trailriding will be better established and effectively conveyed. There shall be a substantially increased awareness of the heritage and benefits of trailriding, which shall be a source of national pride.
3. The reputation, standing, popularity and influence of the Trail Riders Fellowship will be substantially improved.

The Vision

Green Roads and motorcycling on them will be valued as a national asset and shall be a source of national pride.

TRF will be valued by the public as being instrumental in achieving this. The Green Road network will be of substantially improved quality for all responsible users, with the credit for that being primarily attributed to TRF. There will be greater legislative and practical protection for Green Roads, public access and enjoyment of that access, and for the interests of TRF members.

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Objectives

The Trail Riders Fellowship will pursue the following Objectives to progress towards achieving the Aims:

1. Increase our influence and resources by:
 - Growing our membership to 6500 by 2023.
 - Growing our financial income to £300,000 p.a.
 - Maximising opportunities to partner with reputable organisations such as the ACU and the Police.
 - Demonstrating the economic, social, and environmental benefits of trailriding.
 - Working with Parliament and Local Government.
2. Maintain and improve the quality of the Green Road network available to members by:
 - I. Reducing the imposition of over-restrictive statutory regulation of responsible trailriding.
 - II. Promoting the intelligent use of statutory regulation of trailriding.
 - III. Reducing the incidence of Unclassified Roads being downgraded to Byway Open to All Traffic or path.
 - IV. Working within the spirit of the NERC Act 2006 to resolve anomalies in the law that result in recorded and established Green Roads from being classified as path or restricted byway, where those Green Roads form a logical continuation of a Byway Open to All Traffic or an Unclassified Road, and/or that the Green Road is a post-industrial carriageway as opposed to an ancient horse and cart track. The objective to be achieved by pursuing the appropriate litigation, working with Government, and other organisations.
 - V. Reducing the incidence of obstructions to the Green Road network.
 - VI. Providing support to Groups and Authorities to ensure the appropriate signage and identification of Green Roads.
 - VII. Providing support to Groups that facilitates their undertaking Road Conservation projects.
 - VIII. Encouraging Groups to utilise and promote the Trail Riders Fellowship's Road Conservation Fund.
 - IX. Purchasing property that provides for Green Road access for members that would otherwise be unavailable.
 - X. Recording the history of Green Roads and the heritage of trailriding on them.
 - XI. Working with Authority and other Organisations to secure the full realisation of the benefits of trailriding, whilst promoting best practice management that reduces the exacerbation of burdens associated with motorised access.



3. Promote a better understanding amongst members and the wider public as to trailriders entitlement to use Green Roads and the limitations of entitlement for trailriders and other users. Objective to be achieved by delivering training and literature for members, Local Access Forums, and the wider public.
4. Promote best practice in Trail Riding and change the behaviour of Riders outside of the TRF by communicating with 15,000 trailriders through email and social media, as well as engaging commercial partners and user of Green Roads. The effects of our communication will be measured by a survey of external non-TRF opinion.
5. Demonstrate good governance in Trail Riding both as an organisation and also through TRF members behaviour, measured by a survey of external opinion and an analysis of complaints.
6. Increase the number of active, informed and engaged TRF groups to 40 and the number of Groups officers to 240 over the next 2 years and measure the value of this volunteer resource
7. Recognising TRF volunteers and publicly celebrating their success.
8. Hold a Green Road Conference that is open to stakeholders with a special interest in Green Roads. Green Road Conference to be held by 2020.
9. Provide members with a comprehensive online Green Road Map for England and Wales, by 2020, with a beta version being provided by 2019.
10. Communicating with our membership through Trail magazine quarterly, email monthly and Trail social media 24/7. Communicating with TRF Group officers monthly by newsletter.
11. Improving the riding skills of TRF members to reduce the impact on green roads. This will be achieved by partnership working with TRF accredited training providers and providing educational material online.
12. Increase the quantity of partners offering membership benefit discounts on goods and services by 2019.
13. Provide members with a TRF membership handbook by 2019, such handbook to assist members in obtaining best value from their membership and improving their understanding of the Trail Riders Fellowship, its operational structure and their obligations as members.
14. Trail Riders Fellowship to be the lead partner for all trailriding issues in all areas of England and Wales.