

The Directors Comments with responses from the floor:-

Prior to consideration of the motions Michael Clemitson required clarification as to why they were to be considered as "Special Resolutions". The Chairman reaffirmed the statement in the Notice that this was in accordance with the Article 4 and the Companies Act 2006.

Motion 1

This amendment to the Articles is unnecessary as the Vice- Chairman's role is to take over the vacated chair. The requirement to call a General meeting immediately is both an impractical and unreasonable burden on the Board and will be a distraction from more productive work.

Motion 2

There are no defined roles for the Directors, apart from Treasurer. The Board must retain its flexibility dependent on the skills available and the needs to be addressed which are ever-changing.

Motion 3

The current Directors do not receive any remuneration and the amendment to the articles is unnecessary as disclosure is required in accordance with Companies legislation.

- Lyndon Martin was of the view that there was a lack of transparency as to the Grant Aid which is shown on the accounts as no detail is given as to whom and why it was paid. The Chairman considered that grant issues had already been adequately explained.

Motion 4

This amendment to the Articles is unnecessary as disclosure is required in accordance with Companies legislation.

- Beatrice Fannon was of the view that the information disclosed regarding expenses was not in accordance with the Companies Act.

Motion 5

The accounts are prepared strictly in accordance with Companies legislation and recognised accounting practice. This amendment to the Articles is therefore inappropriate and an unreasonable burden on the Treasurer.

Motion 6

Welsh fencing currently has no employees and any recruitment would require advertising in the usual way.

- Beatrice Fannon asked whether the skill based directors posts would be advertised, enabling volunteers to apply for those posts. The Board pointed out that, apart from the Treasurer, directors posts were not skill based and there were already certain volunteers carrying out roles e.g. publicity, child welfare and DBS.

Motion 7

Welsh Fencing has no employees and standard accounting practices would apply in the event of recruitment.

Motion 8

In response to issues raised at the last AGM the Directors have voluntarily presented their reports this year. In view of poor attendance at AGMs it is not considered the best way to keep members informed and the Directors want to preserve their options.

Motion 9

This amendment to the Articles is unnecessary as the Board would have to call a General meeting if the numbers of Directors fall below 4. Until that occurs the comments made with regard to motion 1 about calling General Meetings apply.

Motion 10

This amendment to the Articles does not present any improvement to the current provision and does not comply with the Companies Act 2006 as to the content of meeting Notices.

- Despite the Board's view Michael Clemitson considered that the AGM time scale should be reviewed due to the discrepancies in the original AGM timings.

Motion 11

The Secretary appointment was originally intended to be a Director post, but, due to an oversight, the appointment was never registered. The Board is prepared to appoint a further Director in due course but is able to continue with 5 Directors in accordance with the Articles and does not wish to call another meeting before the November AGM just for this purpose.

- Neil Powell asked if the unfilled secretary post would be filled in November and which directors are due for re-election. The vacant post will be filled via normal voting procedures at the next AGM. The Chairman's post and the Director's post, currently held by Mark Ridsdale, would be due for re-election.

Motion 12

The Board is complying with its statutory obligations and is a small company not comparable to motoring organisations etc. Following the request at the last AGM it has voluntarily complied with the request, but this relies on the IT skills of a particular director which we cannot always guarantee. It is noted that writing to members individually has not increased interest in the AGM. This motion should have been drafted as an amendment to the Articles.