

AUK Incorporation Documents

The Companies Act 1985 to 1989

A Private Company Limited by Guarantee and not having a Share Capital

Memorandum of Association of Audax United Kingdom Long Distance Cyclists' Association Incorporated [] 2006. Registered Number: England & Wales []

1. The name of the company is Audax United Kingdom Long Distance Cyclists' Association (the "Company"), other than for legal or regulatory purposes, to be referred to as "Audax United Kingdom", "Audax UK" or "AUK".
2. The registered office of the Company will be situated in the United Kingdom.
3. The principal objects for which the Company is incorporated are:
 - (a) to encourage, promote, develop and control the sport and pastime of non-competitive long distance cycling in all its forms amongst all sections of the community in the United Kingdom and throughout the world;
 - (b) to support and encourage all forms of cycling which benefit the physical and mental wellbeing of the community;
 - (c) to support and protect the interests of the Company's members, by all such lawful means as the duly appointed committee of the Company may from time to time think fit; and
 - (d) where appropriate, to join, affiliate to, make donations to and/or guarantee the obligations of any person, charity or sporting body which further the objects of the Company.
4. In furtherance of the principal objects of the Company, the Company shall have power to:
 - 4.1 acquire by any means any property or rights whatsoever;
 - 4.2 maintain, manage, improve, develop, turn to account, grant rights and privileges in respect of and otherwise deal with all or any part of the property and rights of the Company;
 - 4.3 dispose of by any means the whole or any part of any undertaking, property and rights of the Company;
 - 4.4 lend money or give credit to such persons and on such terms as may seem expedient and otherwise to invest and deal with the moneys of the Company;
 - 4.5 borrow money and to secure by mortgage, charge or lien upon the whole or any part of the Company's undertaking and property (whether present or future) the discharge of any obligation of the Company or any other person;
 - 4.6 give such indemnities as may seem expedient and to guarantee the performance of any obligation of any person;
 - 4.7 draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments;
 - 4.8 remunerate any person, firm or company rendering service to the Company;
 - 4.9 invest and deal with the monies of the Company not immediately required for the undertaking of the Company by placing upon deposit with a bank, building society or other body duly authorised to undertake banking business;
 - 4.10 establish and subsidise or support any other association, and to subscribe or guarantee money or make payments for any charitable, benevolent, public, general or useful object;
 - 4.11 pay out of the funds of the Company all expenses which it may lawfully pay with respect to its formation and registration;
 - 4.12 amalgamate or merge with or acquire the whole or any part of the undertaking, assets and liabilities of any other body or person; and
 - 4.13 to do all things as are necessary or conducive to the attainment of the above objects or any of them.
5. Each of the sub-clauses in clauses 3 and 4 shall be construed independently of, and shall in no way be limited by reference to, any other sub-clause.
6. The liability of the members is limited.
7. Every member of the Company undertakes to contribute such amount as may be required (not exceeding £1.00 (one pound sterling)) to the Company's assets if it should be wound-up while he is a member or within one year after he ceases to be a member, for payment of the Company's debts and liabilities contracted before he ceases to be a member, and of the costs, charges and expenses of winding-up, and for the adjustment of the rights of the contributories amongst themselves.
8. The profits or other income and gains of the Company shall be applied in promoting its objects and no dividends or distributions of any nature (whether income or capital) shall be paid to its members.
9. On a winding-up of the Company for any reason all its assets which would otherwise be available to its members generally shall be transferred on its winding-up either to another body with objects similar to its own or to another body the objects of which are the promotion of charity and anything incidental or conducive thereto (whether or not the body is a member of the Company).

1 It has been decided that all AUK club members will be "members" of the Company. The term "members" is therefore used with only a small number of exceptions in its Companies Act sense as referring to the legal members of the Company.

The Companies Act 1985 to 1989
A Company Limited by Guarantee and not having a Share Capital
Articles of Association of Audax United Kingdom Long Distance Cyclists' Association
Incorporated [] 2006. Registered Number: England & Wales []

1. Interpretation

1.1 In these Articles, unless the context requires otherwise, the following words and expressions have the following meanings: the Act the Companies Act 1985 as amended by the Companies Act 1989 including any statutory modification, amendment or re-enactment thereof;

Articles	the articles of association of Audax United Kingdom Long Distance Cyclists' Association in their present form or as amended from time to time;
Auditors	the auditors from time to time of the Company;
Audax United Kingdom Rules	the rules for officials and Members appended as Schedule I;
Company	Audax United Kingdom Long Distance Cyclists' Association;
Board	the board of the Company established in accordance with Articles 5 and 9, the members of which are the Directors of the Company for the purposes of the Act;
Chairman	the chairman of the Company appointed in accordance with Article 5;
Director	means the duly appointed directors of the Company from time to time, which unless otherwise stated shall include the Chairman, and the provisions relating to directors in Table A of the Act shall not apply to the Company;
Due Date	1 January of each year;
General Meeting	a duly convened Annual or Extraordinary General Meeting of the Company;
General Secretary	a secretary of the Company within the meaning of section 283 of the Act and appointed in accordance with Article 5;
Life Members	any Member over 65 years of age on 1 January who has been a Member of the Company or its predecessor body for a consecutive period of five years ending on the date his Subscription Fee next falls due;
Members	individual members and Life Members of the Company together;
Register of Members	the Company's register of members maintained in accordance with section 352 of the Act;
Rules and Regulations	the rules and regulations of the Company (including, without limitation, the Articles of Association, Memorandum of Association and Audax United Kingdom Rules) in their present form and as amended from time to time; and
Subscription Fee	the fee as determined by the Board payable by a person to affiliate and be a Member of the Company.

1.2 In these Articles, unless otherwise specified:

1.2.1 the contents and headings are inserted for ease of reference only and do not affect their interpretation;

1.2.2 a reference to an article is to an article in the Articles;

1.2.3 save as provided for by law, a reference to writing includes any mode of reproducing words in a legible form and reduced to paper or electronic format or communication including, for the avoidance of doubt, correspondence via e-mail;

1.2.4 the singular includes the plural and vice-versa and the masculine includes the feminine;

1.2.5 words importing persons shall include corporations;

1.2.6 a reference to a statutory provision includes any statutory modification, amendment or re-enactment thereof; and

1.2.7 the Interpretation Act 1978 shall apply.

2. Application of Rules and Regulations

All Rules and Regulations of the Company, including any guidelines or bye-laws shall apply equally to all Members and, in particular, shall apply equally to both sexes.

3. Membership

3.1 The number of members is unlimited.

3.2 The provisions of section 352 of the Act (register of members) shall be observed by the Company and every Member of the Company shall either sign a written consent to become a member or sign the Register of Members on becoming a Member.

3.3 All Members of the unincorporated body known as Audax United Kingdom immediately prior to the adoption of the Articles shall become Members of the Company at the date of the adoption of the Articles and the Board shall at its sole discretion admit other persons in accordance with the provisions hereinafter contained to be Members of the Company, and their names shall be entered in the Register of Members accordingly.

3.4 Membership shall be open to any person of goodwill regardless of club or other affiliation.

3.5 Notwithstanding any other provision of these Articles, no person shall be admitted as a Member unless approved by the Board and the Board may, in its absolute discretion, decline to admit any person as a Member and need give no reason for its decision. Persons refused membership may appeal to the Chairman whose decision on the matter shall be final.

3.6 Applications for membership of the Company shall be made in writing to the Chairman or to such person as shall be nominated by the Board from time to time on such terms as the Board shall determine.

3.7 Persons wishing to become Members must apply on the prescribed form (which shall include the undertaking called for under clause 7 of the memorandum of association) and pay the Subscription Fee.

- 3.8 Eligibility for Life Membership shall be in accordance with the Rules and Regulations.
- 3.9 To qualify to attend a General Meeting or vote in respect of any business of the Company, a person must be a Member of the Company and have paid his Subscription Fee in respect of the period in which the General Meeting is held or the vote occurs.
- 3.10 The Board shall have power to make, vary and repeal the Rules and Regulations concerning subscriptions for membership provided that any such change shall not be effective until approved by the Members in General Meeting.
- 3.11 Every Member of the Company shall be held to have agreed to be bound by the Articles and shall be bound further to the best of his ability by the Rules and Regulations, objects and interests of the Company.
4. Resignation and removal of Members
- 4.1 A Member may resign at any time by giving not less than seven days' notice in writing to the Chairman but resignation from the Company by a Member shall not affect any liability of such Member arising prior to the date of such resignation.
- 4.2 A Member shall cease to be a Member of the Company upon the expiration of seven days after service on him by the Board of a notice requiring him to withdraw from the Company pursuant to a resolution of the Board, having been decided by a two thirds majority of those Directors present and eligible to vote, passed at such meeting convened and held and of which he shall have been given reasonable advance notice and at which he shall have been given reasonable opportunity of attending and being heard.
- 4.3 A member shall be deemed to have resigned from membership if he fails to pay his Subscription Fee within 30 days of the Due Date.
5. Chairman and Directors
- 5.1 The Company shall have a Chairman and a minimum of a further two Directors who shall be directors within the meaning of the Act and whose appointment shall be made in accordance with Articles 5.2 and 9.
- 5.2 On incorporation, the Directors of the Company, who shall comprise the Board, shall be those persons then holding the positions set out below of:
- 5.2.1 Honorary Chairman;
- 5.2.2 Honorary Secretary;
- 5.2.3 Honorary Treasurer;
- 5.2.4 Validation Secretary;
- 5.2.5 Events Secretary;
- 5.2.6 Brevet Card Production Secretary;
- 5.2.7 Permanents Secretary;
- 5.2.8 Publications Manager;
- 5.2.9 Membership Secretary;
- 5.2.10 LRM/ACP Correspondent;
- 5.2.11 International Events Secretary;
- 5.2.12 Press/Publicity Secretary; and
- 5.2.13 Systems Manager
- and thereafter, the Chairman and Directors shall be appointed by the Company in General Meeting.
- 5.3 The term of office for Directors shall be one year and shall commence upon the closure of the General Meeting at which a Director is so elected.
- 5.4 Provided that such delegation is advertised to, and such appointment reported to, the Members, the Chairman and Directors may from time to time appoint delegates to the Board to act in a technical, administrative or educational capacity but those delegates shall not be directors within the meaning of the Act. For the avoidance of doubt, such persons shall be entitled to attend and speak but not to vote at Board meetings and the appointment of such persons shall not require the General Secretary of the Company to inform Companies House of such appointment pursuant to the terms of the Act.
- 5.5 the Board may, in its absolute discretion, elect a Président d'Honneur and up to 6 Vice Presidents. Such individuals will act in an honorary capacity and will not be directors of the Company.
6. General Meetings
- 6.1 The Company shall hold a General Meeting as its Annual General Meeting each calendar year at such date (which shall normally be between November and February), time and place as may be determined by the Board and shall specify the meeting as such in the notices calling it.
- 6.2 All General Meetings, other than the Annual General Meeting, shall be called an Extraordinary General Meeting.
- 6.3 The General Secretary shall, on an order of the majority of the Board in the case of an emergency or on receipt of a written request of not less than 50 Members having at the date of deposit of the written request a right to vote at a General Meeting or, if greater, not less than five percent of the total number of Members, convene an Extraordinary General Meeting, such order or request, indicating the nature of the business to be transacted, to be laid before the Chairman who shall authorise the holding of an Extraordinary General Meeting within 28 days of the receipt of such order or request.
7. Notice of General Meetings
- 7.1 There shall be given not less than 14 days notice of a General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given) shall be given in the manner hereinafter described to Members and to such other persons as may be determined by the Board in its absolute discretion.
- 7.2 The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any Member of a General Meeting shall not invalidate any resolution passed or proceedings held at any such meeting.
- 7.3 Every notice calling a General Meeting shall specify the place and the day and the hour of the meeting. If other than routine

business is to be transacted (namely special business), the notice shall specify the nature of such business and, if any resolution is to be proposed as an Extraordinary Resolution or as a Special Resolution, the notice shall contain a statement to that effect.

7.4 The Annual General Meeting shall be held for the purpose of:

7.4.1 considering the annual reports of the Board;

7.4.2 considering the income and expenditure account and balance sheet of the Company;

7.4.3 electing the Chairman and Directors in place of any retiring (such elected person to normally retain office for the period up to the date of the following Annual General Meeting in accordance with Article 5.3);

7.4.4 approving changes to the Rules and Regulations including changes concerning subscriptions for membership made by the Board in accordance with Article 3.10;

7.4.5 where necessary, appointing Auditors and fixing their remuneration; and

7.4.6 transacting such other business permitted by the Rules and Regulations as may be brought before it.

7.5 All business transacted at an Extraordinary General Meeting and all that is transacted at an Annual General Meeting with the exception of consideration of the annual reports of the Board, consideration of the income and expenditure account and balance sheet of the Company and the appointment of Auditors and the fixing of their remuneration shall be deemed special business.

7.6 The Company must on the written request of a Member, such request to be submitted to the General Secretary by 1 October preceding the date of the next Annual General Meeting and signed by the Member as proposer and a seconder, give to Members entitled to receive notice of the next Annual General Meeting notice of any motion or resolution which may properly be moved and is intended to be moved at that meeting by that Member including nominations for Directors, patrons and vice presidents and circulate to Members entitled to have notice of any general meeting sent to them any statement of not more than 100 words with respect to the matter referred to in any proposed motion or resolution or the business to be dealt with at that meeting.

8. Proceedings at General Meetings

8.1 No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business and, save as hereinafter provided, eight Members shall be a quorum.

8.2 If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting shall be adjourned and shall be reconvened for the same day in two weeks at the same time and place or at such other place as the chairman of the meeting shall appoint, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the Members present shall be a quorum.

8.3 The Chairman, or in his absence the General Secretary, shall preside as the chairman at a General Meeting but, if at any meeting the aforesaid shall not be present within 15 minutes after the time appointed for holding the meeting or shall decline to preside, the Members present shall choose some member of the Board or, if no such member be present or if all the members of the Board present decline, they shall choose a Member who is present to preside.

8.4 The chairman of the General Meeting may, with the consent of any meeting at which a quorum is present (and shall, if so directed by the meeting), adjourn a meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given in the same manner as of the original meeting.

8.5 At all General Meetings a resolution put to the vote of the meeting shall be decided on a show of hands by those Members present in person and entitled to vote and who do so (each such Member having one vote other than the chairman of that meeting who shall not be entitled to vote while acting in such capacity)

8.5.1 in the case of changes to the Memorandum or Articles of Association, by a two thirds majority;

8.5.2 in the case of changes to the Audax United Kingdom Rules, by a simple majority; and

8.5.3 in the case of extraordinary and special resolutions or in any other matters, by a simple majority and a declaration by the Chairman of the meeting that a resolution has been carried or has been carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the Minute Book of the Company shall be conclusive evidence thereof, without proof of the number or proportion of the votes recorded in favour of or against that resolution.

8.6 In the case of an equality of votes on a show of hands, the chairman of the meeting shall, with the exception of Article 14.4 where the business concerns the election of the Chairman and the chairman of the meeting is one of the nominees for that office, be entitled to a casting vote.

9. The Board of Directors

9.1 Subject to Article 5, the Directors to be appointed or re-appointed at the Annual General Meeting in the calendar year [2006] and subsequently shall comprise:

a) the Chairman;

b) the General Secretary;

c) the Board which, unless otherwise determined by a General Meeting, shall comprise 13 Directors namely the Chairman and General Secretary and the 11 Directors referred to in Article 5.2.

9.2 The Company may increase or reduce the number of Directors in General Meeting.

9.3 There shall be no upper age limit and, for the avoidance of doubt, the Company shall not be subject to section 293 of the Act.

9.4 Any Member appointed under Article 9.1 shall retain his office only until the conclusion of the next Annual General Meeting at which Directors are due to retire in accordance with Article 5.3 and then be eligible for re-nomination or re-election.

10. Duties and powers of the Board

10.1 The business of the Company shall be managed by the Board, who may exercise all such powers of the Company and do on behalf of the Company all acts as may be exercised and done by the Company, and as are not by statute or by the Company's Rules

and Regulations required to be exercised or done by the Company in General Meeting, subject nonetheless to any regulations of the Company's Rules and Regulations, to the provisions of the statutes for the time being in force and affecting the Company and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Company in General Meeting, but no regulation made by the Company in General Meeting shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.

10.2 The Board may not amend the Rules and Regulations of the Company except in General meeting.

10.3 The Board may act notwithstanding any vacancy in their body provided that, if it shall at any time be reduced in number to less than three Directors, it shall be lawful for those Directors to act as the Board for the purpose of filling vacancies in their body or of summoning a General Meeting but not for any other purpose.

10.4 The Company may remove any Director from office (notwithstanding any provision of these Articles or of any agreement between the Company and such Director). No special notice need be given of any resolution to remove a Director in accordance with this Article 10.4 and no Director proposed to be removed in accordance with it has any special right to protest against his removal. The Company shall appoint another person (including an existing Director) in place of a Director so removed from office and the replacement Director so appointed shall hold office from the date on which he is appointed until the next Annual General Meeting and then is eligible for re-nomination or re-election.

11. Committees and sub-committees

11.1 The Board shall from time to time establish and appoint such regional, specialist and other committees and sub-committees as it may think fit for the better and more effective conduct of the affairs of the Company but no such committee or sub-committee shall have any powers and its function shall be confined solely to reporting to the Board or committee concerned on the matters entrusted to it by the Board. Such committees and sub-committees may consist of such persons (whether or not Board Members) as the Board may appoint.

11.2 All acts and proceedings of such committees shall be reported at regular intervals to the Board in writing.

12. General Secretary

Notwithstanding Article 9, if there be no General Secretary or no General Secretary available or capable of acting, the Chairman may from time to time by resolution appoint an assistant or deputy secretary who may act in place of the General Secretary.

13. Disqualification of Directors

An individual shall immediately vacate the office of Director if he:

- (a) becomes insolvent or makes any arrangement or composition with his creditors generally;
- (b) is or may be suffering from mental disorder and either:-
 - (i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act, 1983 or, in Scotland, an application for admission under the Mental Health (Scotland) Act, 1984; or
 - (ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs;
- (c) resigns his office as a Director by notice in writing to the Company;
- (d) is removed as a Director by the Company in General Meeting (in which event, removal shall take effect on closure of such meeting) or is removed from office by resolution duly passed pursuant to section 303 of the Act;
- (e) becomes prohibited by law from being a Director or ceases to be a Director by virtue of any provision of the Act; or
- (f) shall for more than six consecutive months have been absent without permission of the Directors from meetings of the Directors held during that period and the Directors resolve that his office be vacated; or
- (g) ceases to be eligible in accordance with the Company's Rules and Regulations.

14. Retirement and nomination or election of Chairman and Directors

14.1 At the Annual General Meeting to be held in the calendar years beginning after 31 December 2006 the Chairman and Directors for the time being shall retire from office and shall be eligible for re-nomination or re-election in accordance with Article 5.

14.2 Any Member shall be eligible for nomination as Chairman or Director provided he shall be a current Member at the date of the Annual General Meeting at which election is proposed.

14.3 Nominations with details of the Members proposing and seconding the nomination and the consent of the nominated person to serve together with a statement of that person's relevant abilities or experience shall be sent in writing to the General Secretary to be received by 1 October preceding the date of the Annual General Meeting at which election is proposed.

14.4 Where there is a vacancy for a Director or other elected post and no nomination has been received by 1 October in accordance with Article 14.3, a nomination for that vacancy may be submitted by any Member present in person at the relevant Annual General Meeting.

14.5 If more than one candidate is nominated for office, a ballot shall be held at the Annual General Meeting for the election of such Chairman or Director. Balloting lists shall show the candidates' names in alphabetical order, with the names of their nominators. Candidates who receive the largest numbers of votes in respect of each relevant office shall be elected and in the case of equality of votes, the tied candidates shall be submitted to a further ballot and if this does not resolve the matter then the chairman of the meeting shall have a casting vote. Where the chairman of the meeting does not have a casting vote in accordance with Article 8.6, the General Secretary shall have a second or casting vote.

14.6 The Board shall make regulations to ensure that not less than the minimum number of Directors prescribed by or pursuant to Article 5.1 shall be nominated for elections and may make further regulations for the holding of ballots as it shall think fit.

14.7 The nomination or election of Directors shall take effect on the retirement of the outgoing Directors pursuant to Article 5.3.

14.8 The Company may from time to time in General Meeting increase or reduce the number of Directors and, subject to the foregoing, may make the appointments necessary for effecting any increase.

15. Proceedings of the Board

15.1 Unless the Board determines otherwise, the Board shall meet not less than four times in any calendar year.

15.2 The Chairman shall preside at meetings of the Board. If at any meeting the Chairman is not present within 10 minutes after the time appointed for holding the meeting or is not willing to preside, the Directors present shall choose one of their number to be chairman of the meeting.

15.3 The Chairman or not less than four members of the Board may, and on the request of the Chairman or not less than four members of the Board the General Secretary shall, at any time summon a meeting of the Board by notice served upon the several members thereof. A member who is absent from the United Kingdom shall not be entitled to notice of a meeting. 14 days notice of such meeting shall be served to each Director together with an agenda.

15.4 The Board may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Six Directors shall be a quorum. Questions arising in any meeting shall be decided by a majority of votes. The chairman of the meeting shall not be entitled to vote other than in a case of an equality of votes when he shall have a casting vote.

15.5 A meeting of the Board at which a quorum is present shall be competent to exercise all authorities, powers and discretions by or under the Rules and Regulations of the Company for the time being vested in the Board generally.

15.6 All acts bona fide done by any meeting of the Board or any committee of the Board or by any person acting with the authority of the Board shall, notwithstanding it being afterwards discovered that there was some defect in the appointment or continuance in office of any such person acting as aforesaid or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Board.

15.7 The Board shall cause proper minutes to be made of all appointments of officers made by the Board and of the proceedings of all meetings of the Company and of the Board and of committees of the Board and all business transactions at such meetings, and any such minutes of any meeting, if purporting to be signed by the chairman of such meeting or by the chairman of the next succeeding meeting, shall be sufficient evidence without any further approval of the facts therein stated.

15.8 A resolution in writing signed by all the members for the time being of the Board or of any regional or specialist committee of the Board shall be as valid and effectual as if it had been passed at a meeting of the Board or of such committee duly convened and constituted.

16. Appointments and interests of Board members

16.1 Subject to the provisions of the Act, the Board may not enter into an agreement or arrangement with any member of the Board for his employment by the Company.

16.2 No Director or intending Director shall be disqualified by his office from contracting with the Company either as vendor, purchaser, lessor, customer or otherwise nor shall any such contract or any transaction or arrangement (whether or not constituting a contract) entered into with or by or on behalf of the Company with any company or partnership of or in which any Director shall be a member or otherwise interested be avoided nor shall any Director so contracting or being such member or so interested be liable to account to the Company for any profit realised by any such contract, transaction or arrangement by reason only of such Director holding that office or of the fiduciary relationship thereby established, provided that the fact of his being interested therein and the nature of his interest be disclosed by him at the meeting of the Board at which the contract, transaction or arrangement is first taken into consideration, if his interest then exists, or in any other case at the first meeting of the Board after the acquisition of his interest and such Director may not vote nor have his vote counted in respect of any such contract, transaction or arrangement nor shall be counted in the quorum present at the meeting. If the Director is a sole Director or if more than one half of all Directors are interested in the contract, transaction or arrangement, the contract, transaction or arrangement may only be entered into by the Company in General Meeting, and before the contract, transaction or arrangement is entered into the Director or Directors must disclose his or their interest to the meeting;

17. Accounts

17.1 The Board shall cause proper books of account to be kept in accordance with sections 221 and 222 of the Act.

17.2 The Company in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the Members of the accounts and books of the Company or any of them and, subject to such conditions and regulations, the accounts and books of the Company shall be open to inspection of Members at all reasonable times.

17.3 At the Annual General Meeting in every year the Board shall, in accordance with section 241 of the Act, lay before the Company a proper income and expenditure account for the period since the last preceding account made up to a date not more than 12 months before such meeting, together with a proper balance sheet made up as at the same date. Every balance sheet shall be accompanied by proper reports of the Board and, where required, the Auditors and copies of such accounts, balance sheets and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall, not less than 14 clear days before the date of the meeting (subject nonetheless to the provisions of section 240 of the Act), be sent to all persons entitled to receive notices of General Meeting in a manner in which notices are hereinafter directed to be served.

18. Audit

Auditors shall be appointed where required to comply with the Act and, where such Auditors are appointed, they shall, at least once in every year, examine the accounts of the Company and ascertain the correctness of the income and expenditure account and balance sheet.

19. Notices

19.1 A notice may be served by the Company on any Member, either personally or by sending it through the post in a pre-paid letter, addressed to such Member at his registered address as appearing in the Register of Members.

19.2 Any Member described in the Register of Members by an address not within the United Kingdom, who shall from time to time give the Company an address within the United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, but, save as aforesaid, only those National Councillors who are described in the Register of Members by an address within the United Kingdom shall be entitled to receive notices from the Company.

19.3 Any notice, if served by post, shall be deemed to have been duly served on the date of posting provided the letter containing the notice is properly addressed and posted as a pre-paid letter.

20. Amendments to Articles

These Articles may only be amended by special resolution passed at a duly convened General Meeting of the Company.

21. Rules, regulations, standing orders and bye-laws

Subject to Articles 10.2 and 20, the Board shall have the power to make, vary and revoke rules, regulations, mechanisms and standing orders for the better administration of the Company and the furtherance of its objects including (but without limitation):

- (a) technical regulations;
- (b) rules to combat doping in cycle sport to ensure compliance with national and international rules relating to doping control;
- (c) appeals procedure;
- (d) rules for the promotion and organisation of championships;
- (e) mechanisms for co-ordinating the arrangement of and the date of fixtures of cycling events organised under Audax United Kingdom rules and guidelines; and
- (f) mechanisms for co-ordinating commercial activities of the Company.

22. Indemnity

22.1 Subject to section 310 of the Act, the Chairman and every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liability which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under section 727 of the Act in which relief is granted to him by the Court and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to be incurred by the Company in the execution of the duties of his office or in relation thereto.

22.2 The Board shall have power to purchase and maintain for the Chairman and any Director or other officer of the Company insurance against any such liability as is referred to in section 310(1) of the Act.

23. Dissolution

Clause 9 of the Memorandum of Association of the Company relating to the winding-up and dissolution of the Company shall have effect as if the provisions thereof were repeated in these Articles.

Schedule I Rules of Audax United Kingdom

Subject to the Memorandum and Articles of Association, the following constitutes the rules governing the conduct of officials and Members of the Company.

Constitution

~~1 - The title of the association shall be Audax United Kingdom (referred to as AUK).~~

~~2 - AUK is a non-profit making organisation. All profit and surpluses will be used to maintain or improve the club's facilities. No profit or surplus will be distributed other than to another non-profit making body or to members on winding up or dissolution of the club.~~

~~3 - The purpose of AUK shall be to promote non-competitive long-distance cycling in the United Kingdom and the fellowship of cyclists throughout the world.~~

~~4 - Membership of AUK shall be open to any cyclist, regardless of club or other affiliation, who is imbued with the spirit of long-distance cycling and is a person of goodwill.~~

~~5 - AUK shall associate with Audax Club Parisien (ACP) and les Randonneurs Mondiaux (LRM) and represent the latter body in the UK.~~

~~6 - AUK shall affiliate to the Cyclists' Touring Club and other organisations as appropriate.~~

~~7 - AUK may have the following honorary officials elected annually who shall form the Committee -~~

~~1. Secretary, 2. Treasurer, 3. Membership Secretary, 4. UK Events Secretary, 5. Brevet Card Production Secretary;~~

~~6. Validation Secretary, 7. International Events Secretary, 8. Publications Manager;~~

~~9. Press Secretary, 10. RM/ACP Correspondent, 11. Chairman;~~

~~12. Permanent Secretary, 13. Recorder, 14. Systems Manager.~~

~~10 - The Regulations of AUK will govern its administration and its system of events. Regulations may~~

~~8 - AUK may accept the patronage of suitable persons.~~

~~9 - AUK may have a President d'Honneur and up to 6 Vice Presidents - honoured for long and distinguished service to AUK.~~

~~10 - The Regulations of AUK will govern its administration and its system of events. Regulations may only be changed at a General Meeting.~~

~~11 - The Committee shall be responsible for the day to day running of AUK. The Committee may delegate any of the duties of an honorary official. Such delegation shall be reported to the membership in AUK's magazine, Arrivée. Non-emergency delegate posts shall be advertised and subsequent delegation~~

~~12 - A Special General Meeting shall be called if the Committee receive such a request in writing signed by 50 members or 5% of the membership whichever is the greater number. A Special General Meeting shall be called by the Committee in an emergency.~~

~~13 - This Constitution may be amended only at a General Meeting and two-thirds of members present and voting must be in favour.~~

1. AUK Event classifications
 - 1.1 AUK Events are cycle rides registered with AUK by AUK members and published in the Calendar, Handbook or Arrivée in time for members to take part.
 - 1.2 AUK Events are either:
 - (i) Calendar Events
 - (a) Registration: Calendar Events may be accepted by the AUK Events Secretary if submitted by 31 August in the previous year for events run up to 31 March and by 30 September for later events.
 - (b) Organisers' Insurance: AUK has public liability, professional indemnity, employer's liability and product liability insurance for Members acting in a voluntary capacity for AUK as directors, officials, committee members or delegates and also for organisers, and their helpers, of events registered with AUK during their event.
OR
 - (ii) Permanent Events
 - (a) Registration: Permanent events may be accepted by the Permanent Secretary at any time of the year.
 - (b) Organisers' Insurance: organisers of approved permanent events are regarded as organising on behalf of AUK and have organisers' cover via the AUK policy.
 - (c) Conduct: all permanent event brevet cards must be returned to the organiser within 15 days of the completion of the event.
 - 1.3 AUK Events are registered as:
 - (i) Brevet de Randonneur (BR), the basic AUK Event, conforming to Regulation 2; or
 - (ii) Brevet de Randonneur Mondiaux (BRM), a Calendar Event conforming to Regulation 2 with modifications under Regulation 3; or
 - (iii) Brevet Populaire (BP), an Event conforming to Regulation 2 with the possibility of modifications under Regulation 4.
 - 1.4 Classifications of BR, BRM and BP with additional regulations may be designated by organisers, provided they do not rescind any AUK Rules and Regulation and are published in the Guidelines section of Handbook or Arrivée.
- 2 Organisation and Conduct of Brevets de Randonneur
 - 2.1 AUK responsibility: AUK and organisers will be responsible only for indicating or agreeing control points to confirm that a participant has completed a predetermined distance (the event) within the allowed time.
 - 2.2 Participants: any person may take part.
 - 2.3 Machines
 - (i) Any kind of cycle may be ridden provided that it is propelled solely by human muscular effort.
 - (ii) The responsibility for ensuring that a machine complies with the Road Traffic Regulations rests solely with its rider.
 - (iii) An event organiser may require full mudguards to be fitted to bicycles and to the single front wheel of tricycles. The requirement for mudguards on an event must be indicated in the AUK Calendar and in the event literature.
 - 2.4 Entries: entry to an event is to be made on the official form or an exact copy. Entrants must state their full name, address and, where applicable, their AUK number CTC DA and cycling club. Entry forms must be accompanied by two stamped addressed envelopes and the entry fee (and, in the case of minors, must be signed by the parent or guardian) and should reach the organiser 14 days before the event or by the specified closing date if this is earlier. Entry fees are not refundable.
 - 2.5 Rider insurance requirement: riders must provide evidence of third-party insurance cover by giving their current AUK or relevant CTC or British Cycling membership number on the entry form or must pay the current fee to give them temporary AUK membership. The period of insurance for both full and temporary members of AUK is to the time of finishing or abandonment whichever is the sooner. The Entry Form must explain this requirement to entrants. AUK members are covered under the above conditions for AUK events and Permanent rides in the UK and abroad (for all other purposes adequate travel insurance is desirable).
 - 2.6 Distances: standard distances for events are 200, 300, 400 and 600 km but any distance over 200 km may be offered.
 - 2.7 Speeds: events shall be run within maximum and minimum overall speeds and riders checked through a series of controls which have predetermined opening and closing times and which must be published in the brevet card for calendared events.
 - (i) The minimum speeds may not be altered and shall be:
for events up to 699km - within the range 14.3 to 15kph;
for events from 700 to 1299 km - 13.3kph;
for events from 1300 to 1899 km - 12kph;
for events from 1900 to 2499 km - 10kph; and
for events over 2499 km, 200 km per day.
 - (ii) The maximum speed set by the organiser for the whole or any part of an event may be any speed up to 30kph. Minimum and maximum speeds will be noted in the Calendar.
 - 2.8 Brevet Cards: Brevet Cards shall be used for all AUK events. These will be issued before an event. It is the responsibility of the rider to ensure the safe keeping of the card and that it is properly filled in at each control with arrival time, control stamp and the controller's initials, or with the required information in the case of Information Controls. The Brevet Card is the sole means of proof that a ride has been completed. If any of the control details are missing a rider may submit a written explanation with the card. The Validation Secretary may then award the brevet if the explanation is considered reasonable.
 - 2.9 Participation in events: participants are on a private excursion on the public highway and their conduct is covered by the law of the land. Participants may ride singly or in groups and may pace each other. No other cyclist or motor vehicle may pace riders or contact them between controls except in the case of an accident or emergency. Participants are responsible for their own feeding and may stop for food and rest at any place. Participants who infringe AUK Regulations, ignore event officials' instructions, or behave in a manner likely to bring an event or the Club into disrepute may be excluded from the event.

2.10 Controls: a rider arriving early at a control must not have the brevet card signed until the official opening time of the control. A rider arriving late may have the card completed, continue the ride, and submit a written explanation with the card. The Validation Secretary may then award the brevet if the explanation is considered reasonable. At the end of an event the rider must ensure that all necessary details are entered on the brevet card and sign the card. The card will then be forwarded by the organiser to the Validation Secretary for ratification.

2.11 Results: AUK events are not races and no timed results list or placings list of any AUK event is to be published.

Brevets de Randonneurs Mondiaux

3. Modifications of organisation and conduct applicable to Brevets de Randonneurs Mondiaux

3.1 Speeds and Distances: speeds and distances shall be as set down by ACP or LRM. Where a rider's finishing time is outside ACP or LRM limits but is within AUK limits a BR may be awarded and vice versa.

3.2 Validation: in addition to AUK validation the brevet card shall be ratified by ACP for events up to and including 1,000km or by LRM for longer events.

Brevets Populaires

4. Modifications of organisation and conduct applicable to Brevets Populaires

4.1 Distances: Brevets Populaires (BPs) may be of any distance acceptable to the AUK Events Secretary.

4.2 Speeds and Controls: it will be permissible to relax the minimum speed below BR values and also to relax the standards for controls but where controls are relaxed the brevet card will bear no certification of distance and therefore will not be eligible for any of the AUK award schemes.

5. AUK Publications

AUK shall publish a magazine (*Arrivée*) and/or a Handbook and/or a Calendar (the latter containing the list of cycle rides registered with AUK for the relevant period).

6. Awards

6.1 Publicity: notice of all awards available shall be published in the Handbook.

6.2 Entitlement:

(i) Riders in an event shall be entitled to buy the appropriate medal and/or badge for that distance. These will be sent post-free if paid for at the finish of an event and the brevet card is so marked. Claims after this time or for Randonneur or Brevet Series should be made to the Validation Secretary together with the appropriate fee and the brevet number for the qualifying event.

(ii) Organisers of a Calendar event shall be entitled to participate in the Randonnée Organiser Award (ROA) series. Claims to include the names and dates of the claimed events.

6.3 The Randonneur Series is for achievement in one season. All events, except those under 200 km, must be BR or BRM. For any distance a longer distance may be substituted.

(i) Randonneur 500: 50, 100, 150 and 200 km events.

(ii) Randonneur 1000: 100, 200, 300, plus other events to a total of 1,000 km.

(iii) Super Randonneur: 200, 300, 400 and 600 km events.

(iv) Randonneur 5000: BR or BRM events totalling 5,000 km.

(v) Randonneur 10000: BR or BRM events totalling 10,000 km.

(vi) Ultra Randonneur: Riders completing ten Super Randonneur series shall be eligible for the award of Ultra Randonneur. Only one series per year counts. The series do not have to be consecutive.

6.4 The Brevet Series includes achievement over extended periods. All events, except those under 200 km, must be BR or BRM.

(i) Brevet 500: in the same season, five events at 100 or 150 km;

(ii) Brevet 1000: (a) in the same season five events at 200 km or (b) over any period ten events at 100 or 150 km.

(iii) Brevet 2000: over any period (a) ten events at 200 km or (b) twenty events at 100 or 150km.

(iv) Brevet 3000: over any period 3,000 km in any combination of events at 100, 150 and 200 km.

(v) Brevet 4000: over any period twenty 200 km events.

(vi) Brevet 5000: in a four year period: a validated Brevet of 1,200km or more, a 200, 300, 400, 600 and 1,000 km ride, a 24 hour team Arrow, plus other BR or BRM to a total of 5,000 km.

(vii) Brevet 25000: in a rolling period of up to six years: 3 Super Randonneur series, PBP or LEL, another ride of 1,300km or more, an event of 1,000 km, a Team Arrow or Fleche plus any BR or BRM events to a total of 25,000 km.

6.5 Audax Altitude Award (AAA): a total of 12 AAA points, as defined in the Handbook, gained in hilly events over any period of time.

6.6 The Randonnée Organiser Award (ROA) series marks organising achievement of individual Organisers according to the cumulative total distance of kilometres organised in BRM, BR and BP events in the AUK Calendar. The standard distances will be used in the calculations. Organisers have the right to have their ROA level indicated alongside their events in the Calendar.

(i) ROA 1000 kilometres organised in AUK Calendar events, over any period of time.

(ii) ROA 2000 kilometres organised in AUK Calendar events, over any period of time.

(iii) ROA 3000 kilometres organised in AUK Calendar events, over any period of time.

(iv) ROA 4000 kilometres organised in AUK Calendar events, over any period of time.

(v) ROA 5000 kilometres organised in AUK Calendar events, over any period of time.

(vi) ROA 10000 kilometres organised in AUK Calendar events, over any period of time.

(vii) ROA 25000 kilometres organised in AUK Calendar events, over any period of time.

7. Trophies

Although the Club is non-competitive, it does recognise achievement and some of the club's trophies reflect this. Special awards may be made via nominations by members and/or the directors or committee for outstanding achievements of tenacity, courage or service. Trophies are listed in the "Guidelines" pages of the AUK handbook.

7.1 Points awarded: Members shall gain points at a rate of 1 point for every 100km ridden in BR and in BRM ridden, in the UK or

overseas, the PBP and Fleche Velocio. These points shall count for trophies awarded by AUK with the following exceptions:

(i) only one ride in each Permanent shall count per season.

(ii) for individual points trophies listed under Guidelines 5, the number of points gained by a member from Permanent events must not exceed the number of points gained in Calendar events.

See also Guideline 6

7.2 Points Season: the season for events is the 12 month period from 1 November to the following 31 October.

7.3 Overseas Points: it is the rider's responsibility to inform the Validation Secretary of points gained in overseas events.

~~8 – General meetings~~

~~8.1 AUK shall have an Annual General Meeting, and may have a Special General Meeting. The Annual General Meeting shall be held on the last Saturday of November unless determined otherwise by the Committee.~~

~~8.2 – Procedures~~

~~(i) Eligibility: only current AUK members may take any part in General Meetings.~~

~~(ii) Notice: at least 14 days notice in writing of any General Meeting shall be given to all AUK members. This will include minutes of the last AGM and any intervening SGM, motions and nominations received, a statement of accounts and officials' reports. In the case of a Special General Meeting notice will also include an explanation as to the reasons for the meeting.~~

~~(iii) Motions and Nominations: AGM motions and nominations for honorary officials' posts, patrons and vice presidents, must be in writing, signed by the proposer and seconder and received by the Secretary before 1st October.~~

~~(iv) Vacancies: where no nomination is received for an elected post and there is a vacancy a nomination for that vacancy may be received from the floor.~~

~~8.3 – Committee elections: Any member may stand for election to the AUK Committee except that U.K. Events Secretary nominees must also be proven organisers of Brevets de Randonneurs and Brevets de Randonneurs Mondiaux.~~

~~8.4 – Voting rules: motions, amendments and elections shall be carried by a simple majority of members present and voting unless stated otherwise in the Constitution.~~

9 Financial

9.1 Financial year: the financial year shall be the 12 month period ending 31 August.

9.2 Subscriptions: subscriptions are due on or before 1 January and their level shall be decided at each AGM.

9.3 Honoraria: levels of Honoraria payable to those officials nominated to receive them shall be decided at each AGM.

9.4 Expenses: officials and Members with delegated duties shall be entitled to be reimbursed from AUK funds for expenses reasonably incurred in carrying out those duties.

9.5 Brevet Card charges: charges payable for production and distribution of Brevet Cards shall be decided at each AGM.

9.6 Validation charges: charges payable for validation shall be decided at each AGM.

9.7 Insurance: Members, including temporary Members, shall have the benefit of public liability insurance while riding AUK registered events and AUK shall arrange such public liability insurance cover.

10 Membership

10.1 Members subscriptions: the membership subscription year is January to December. The initial Subscription may include an enrolment fee. New members who join after 31 August shall be Members until the end of the following membership subscription year. Any Member not having renewed membership by 31 January will be deemed to have resigned and shall be treated as a new Member should he renew membership after that date.

10.2 Life Members: any Member over 65 years of age on 1 January who has been a Member continuously for the previous 5 years may remain a Member without subscription. However a reduced subscription may be payable if AUK publications are required.

10.3 Household Members: where one member of a household is a Member, other members of the same household may become Members at a reduced subscription rate. Such additional Household Members will not automatically be sent personal copies of AUK publications.

~~11 – Committee meetings~~

~~11.1 – The quorum for a meeting shall be eight members.~~

~~11.2 – There shall be at least four meetings a year unless the Committee agree otherwise.~~

~~11.3 – 14 days notice of a meeting shall be given to each official together with an agenda.~~

~~11.4 A simple majority of those present and voting shall decide all Committee resolutions. The Chairman may only vote in the event of a tie.~~

12 Officials' duties

The Board or any duly authorised committee shall allocate duties to its members having regard to their responsibilities. A job description shall be prepared by each job holder and agreed with the Board or the committee. The General Secretary shall hold the details, publicise their existence annually in Arrivée and make them available to any Member on request.

Guidelines (given the status of the guidelines, they will not be included in the final version of the articles although terminology will need to be made consistent with the articles.)

1. Audax Altitude Award

Audax Altitude Award - details are given on the AAA page of the Handbook

2. International Super Randonneur Award

Details are given on the ISR page of the Handbook. The ISR organiser shall be a qualified ISR.

3. RM Guidelines

Details of modifications applicable to Brevets de Randonneurs Mondiaux

(i) Events are run at a minimum overall speed of 15kph and a maximum overall speed of up to 30kph, with the following two exceptions. The maximum time allowance for the 200km shall be 13 hours 30 minutes, and for the 400km shall be 27 hours.

(ii) Only the standard distances and 1,000kms may be organised. Thereafter events may be run at intervals of 100 km (ie 1,200, 1,300, etc).

(iii) No extra time is allowed for over-distance events though, where a rider's finishing time is within the Brevet AUK limits, a Brevet AUK may be awarded.

RM Regulations are available online at the Randonneur Information website

<http://www.lesrm.be>

4. Additional Ride Classifications

Arrows are events which take place within a predefined time. The standard arrow is 24 hours but other times or distances may be offered (eg 12 hour - popularly known as a Dart). Riders provide organisers with their own control details which should ensure that no part of the route is ridden more than once. Riders may be asked to register personally at a time and place requested by the organiser and have their cycle available for inspection.

Diagonals are Coast to Coast events. Riders provide organisers with their own route and control details. The maximum time allowance is calculated from the distance of the most direct route between the start and the finish.

Grimpeurs and Super Grimpeurs are hilly events with points awarded under the AAA. Bronze Standard: less than 1AAA. Silver Standard: one point or more but less than 2AAA. Gold Standard (Super Grimpeur): 2 or more AAA.

Off road events have a route consisting of not less than 50% designated Bridleway, Byway or any other similar unconventionally rough surfaced road as is acceptable to the UK Events Secretary as Off Road or Rough Stuff. The event must be designated as Off Road or Rough Stuff in the title.

Relays are a series of events between predetermined places and may be ridden singly or consecutively.

Personal Arrows are events between the home town of the rider and predetermined places as agreed with the organiser.

Team events are ridden by teams of 3, 4, or 5 machines (a tandem counts as one machine). At least 3 machines must complete an identical route/distance to be recorded. Each team is under the control of a captain. The organiser will only deal with the captain.

5. Trophies

The following are annual awards, made only to AUK members:

Norman Booth Cup: Awarded by the Committee to the person considered to have served AUK best.

Helpers' Trophy: Awarded by the Committee, from nominations by members, to the helper(s) in an AUK event. Available to non-members

Jock Wadley Cup: For the individual gaining the most points in a season.

Jo Brunton Cup: For the runner-up to the Jock Wadley Cup who is of the opposite sex to the winner.

Veterans' Cups: For the individual gaining the most points in a season who is aged 55 or over on the first day of the current season, and the runner-up who is of opposite sex.

BCF and 1995 PBP Trophies: For the individual gaining the most points in a season who is aged under 21 on the last day of the current season and the runner-up who is of opposite sex.

Paul Castle Cup and Female Merit Trophy: Awarded by the Committee, from nominations by members, to the male and female cyclists whose cycling performance is considered to be the most meritorious of the year.

Tandem Trophy: For the tandem couple gaining the most points in a season.

Floss Beard Trophy: For the individual gaining the most points in a season on an upright tricycle.

AAA Trophies: For the individual gaining the most AAA points in a season and for the runner-up who is of the opposite sex.

Jan and Mick Latimer Trophies: an informal award for the male and female riders whose Mileater Diary have the highest total distances ridden in the previous year.

Peter Tandy Trophy: For the youngest person to complete a 200km Brevet AUK on a solo machine.

York Velocio Trophy: For the team riding the furthest distance in the York Easter Arrow.

York Arrow Trophy: For the team riding the furthest distance in the Arrow to the York Rally.

York Dart Trophy: For the team or individual riding the furthest distance in the Dart to the York Rally.

Sir Hubert Opperman Cup: For the club having the most successful entrants in the W-C-W.

AUK Eagle: For the club gaining the most points.

CTC Cup: For the CTC club gaining the most points.

Club Organisers' Trophy: For the club having the most points awarded in events they organise.

CTC Organisers' Trophy: For the CTC club having the most points awarded in events they organise.

Organisers' Trophy: Awarded by the Committee, from nominations by members, to the most meritorious organiser or organising body.

The Recumbent Cup: For the individual gaining the most points in a season on recumbent cycle.

6. Additional Individual Awards Points Credit

AUK members who ride and appear on the result sheet of an official 24-hour time trial road ride organised under the rules of Cycling Time Trials or any successor body, may claim 1 point for every 100 km ridden in that event to a maximum of 7 points provided the member covers a minimum distance of 360km. Subject to a claim being made by the member, such points will count towards AUK individual and club awards for the AUK season within which the 24-hour ride occurs

7. Complaints Procedures

Complaints regarding the conduct of a rider should be made to the rider's club and copied to the AUK Secretary. If the complaint is upheld by the AUK Secretary, the Validation Secretary and the rider concerned will be informed that no further brevets will be accepted by AUK in the current year from that rider.

Complaints regarding the conduct of an event should be made to the organiser's club and copied to the AUK Events Secretary. If the complaint is upheld by the AUK Events Secretary, the organiser's Level will be rescinded.

Complaints regarding a decision by an AUK official, delegate or helper should be made to the AUK Secretary or Chair who will take the complaint to the AUK committee. If the complaint is upheld by the AUK committee, the relevant decision will be over-ruled. Should a complainant disagree with the decision of the AUK committee, he should ask the AUK Secretary or Chairman to place the matter before the next AUK Annual General Meeting.