

		Sheet No. 1 of 4
Notes of Meeting Held at:		
Crowne Plaza Hotel, Central Square, Birmingham		
Purpose of Meeting:		Meeting Date:
Annual General Meeting		15 June 2009
Attended by:		
Name:		Name:
<u>Voting Members</u> Libby Sands (Chairman) Ian Medd (Vice Chairman) Alan Rookes (Secretary) John Barrell (Treasurer) Victoria Landon (Newsletter Editor) Bob Bridges (Events Coordinator) Christopher Kettell (Committee Member) Peter Bane (Committee Member) Stuart Kay (Committee Member) Lance Fogg (Committee Member) Stewart Paton (Committee Member) Dave George (Membership Secretary) Helen Pace Bill Pitcher Rob Joyce Bruce Woodhams Stefan Lotter Cliff Orrell Paul Fenton Steve Hickson Stuart Knowles Malcolm Greenacre		Steven Alexander Peter Taylor Phil Balderstone Cedric Perry Alistair Haydock Richard Jones Lucy Curtis Kevin Nicholson Mike Bowen Trevor Taylor Mike Toozer David Chen Bob Sargeant John Reid Richard St Leger Chris Brown Kate Carpenter Brian Parry John Bowman Keith Woodcock Chris Young Peter Cooke
<u>Non Voting Visitors</u> Chris Jackson (Senior Vice President, IHT) Steve Willoughby Caroline Nash Shane Martin John Pearson Rachel Fogg Jon Noble		David Crawford Douglas Blankson Anya Bownes Edward Rose Marian Coleman James Bogumska-Higgins Steve Hill
Distribution:		
All Members of SoRSA via the Society's website		
John Smart (IHT Deputy Chief Executive and Director of Technical Affairs)		
Produced by: A J Rookes		Date: 22 June 2009

The Meeting commenced at 1810 hours

1. Apologies for Absence

Brian Summers, Nick Stilwell, Mike Mavin (Committee Member), Peter Monger (Committee Member), John Moseley, Sion Williams, Tony Sharp, Tim Askew, Tim Cheesebrough (Web Officer), Bill Tootill, Julian Bartlett (Committee Member) and Yngve Granne.

2. Minutes of the First Annual General Meeting

Approved.

3. Matters Arising from the above Minutes

No matters were raised.

4. Election of Vice Chairman (Part 1)

Two candidates (David George and Chris Kettell) had been nominated. Both were afforded the opportunity to briefly address the meeting and subsequently a vote by secret ballot was undertaken.

Alistair Haydock undertook the role of election scrutineer.

5. Chairman's Report

A copy of the Chairman's Report briefly outlining the work of the Society over the last twelve months and thanking a number of persons for their efforts and support is attached to these minutes.

6. Financial Report

The Treasurer circulated the 2008 accounts in two formats:

- As approved by the Independent Financial Examiner; and
- In the format required by IHT.

The Treasurer confirmed that the figures in both formats were consistent and copies of both documents are attached to these minutes.

The Treasurer advised that 2008 had been financially very successful, due to the excellent turnout at the Society's Inaugural Conference, IHT providing meeting rooms free of charge and committee members who had generally not claimed expenses. He also thanked AlderCross for their professionalism and assistance in arranging the Conference.

The Treasurer drew attention to the work of the Independent Financial Examiner (Gordon Wanless) and thanked him for his efforts. He mentioned that the Examiner had highlighted statements in the draft Constitution referring to a requirement that the accounts be audited. It was noted, however, that this situation had been addressed in the version of the Constitution being considered at this meeting.

Acceptance of the 2008 Annual Accounts was proposed by David George and seconded by Stuart Kay. The accounts were approved nem con.

7. Appointment of Independent Financial Examiner

On the recommendation of the Treasurer, the continuing appointment of Gordon Wanless as the Independent Financial Examiner was confirmed.

8. Approval of Constitution

Version 5 of the draft Constitution had been circulated prior to the meeting. The following issues were raised during the meeting:

- What are the Society's and IHT's Regulations referred to in Clause II 5b? The Secretary is to establish the content of IHT's Regulations and develop as appropriate the Society's Regulations.
- Should there be reference within the Constitution to the certification process required by the EU Directive on Road Infrastructure Safety Management? It was agreed that an appropriate reference may be appropriate when the certification process is known.
- There is a need to include reference to the need for annual renewals of certain grades of membership.
- Can the draft Constitution be approved in view of the comments made?
- As IHT has now determined that the Society is an Association, rather than a Technical Branch, of the Institution, is our status affected and are there any implications in respect of the Constitution? It was noted that the only difference between an Association and a Technical Branch is that the former only has observer status on Council. It was noted that there was no implications in respect of the draft Constitution.

The Secretary drew attention to comments received from members who were unable to be present at the meeting. These comments were:

- Postal and/or proxy voting should be allowed in future. It was agreed that the Committee should examine this matter in detail.
- The clauses on membership of the Society should indicate that membership is through the submission of an application form for consideration by the Membership Sub-Committee. This suggestion was rejected as membership of the Society is open to all IHT members.
- In the preamble to the draft Constitution the term '(RS)' should be spelt out.
- In clause I 1a. of the draft Constitution the term 'UK' should be spelt out.
- In clause IV 6b. of the draft Constitution the word 'impress' should read 'imprest'.

Subject to the issues detailed above the draft Constitution was approved nem con.

9. Handover to new Chairman

On the completion of her term of office, the first Chairman of the Society handed over the badge of office to Ian Medd.

Ian thanked Libby and the other committee members for their work in the first two years of the Society's existence and expressed the view that with members support the Society could only continue to develop.

10. Election of Vice Chairman (Part 2)

The Chairman read out the results of the Vice Chairman election, which were as follows:

- Spoilt Papers 0
- David George 26 votes
- Christopher Kettell 16 votes.

It was consequently confirmed that David George had been elected as the Vice Chairman for the 2009 – 2011 period.

To avoid the need for storage, Lance Fogg proposed and John Barrell seconded that the ballot papers be destroyed once the unsuccessful candidate had had an opportunity to confirm the vote. This proposal was approved nem con.

The Meeting was closed at 1840 hours.

Chairman's report 2008-09

Since the AGM last year we have increased our membership by 100%, so congratulations to all of you who have succeeded in becoming associates, members and/or fellows. I understand that during the Conference we will be announcing our 100th Associate/Member/Fellow.

Also since last year the **EU Directive 2006/0182 on Infrastructure Safety Management**, which specifies the use of Road Safety Audits and the essential qualifications for auditors who carry out work on the Trans European Road Network was approved at its first hearing by the EU Parliament.

The IHT with SoRSA has been working with the Highways Agency to create a certification process for auditors in Britain. We are currently awaiting a decision by HA on which is their preferred method. Other issues progressing albeit slowly are the production of **Practice and/or Guidance Notes** on a variety of subjects. If there is one you feel we need to produce, please let one of the Committee know.

Another production since last year was the new **IHT Road Safety Audit Guidelines**, which I hope you have all seen, use regularly and find it very useful. How many of you have made use of the **Road Safety Audit Checklists** created by Lancashire County Council, whilst I don't necessarily agree with checklists they do give guidance to those auditors who are staring out in this field.

Many of the Committee have given presentations across the Country to organisations and/or Branches of IHT to explain who SoRSA is and what we hope to achieve. As we have found this is not a quick process and I hope those of you who had hoped for speedier actions will appreciate that, plus all those on the Committee have day jobs as well (well almost all of them, there have been a few casualties of the 'credit crunch').

As some of you may realise this will be my final report for SoRSA as Chairman. I would like to say what an honour it has been to be part of this new Society and I hope you all will continue to support **Ian Medd** in his role as Chairman and I wish him continued success.

So in true award ceremony fashion I have a few people I would like to thank. Ian for his support during the stormy first years may your road be smoother, but I doubt it; **Alan Rookes**, who as Honorary Secretary has managed to keep the Committee on the straight and narrow that is the Constitution, (more on that later in the meeting); **John Barrell**, who as Treasurer is unusually willing to spend money, so long as it is not his own; **Bob Bridges**, who has arranged the Conference whilst in the midst of trying to achieve Boris' decree to remove all pedestrian guard railing in the City of London; **Tim Cheesebrough**, who as website officer has managed to steer us through the creation of a new website, which I hope you have all been able to have a look at since its launch on 3rd June; Tim, who now works in New Zealand, has been very greatly assisted by **Chris Kettell** on this side of the world in achieving what I think is a fresh and professional looking website; **David George**, who as Chair of the Membership Sub Committee has sifted through all of the membership applications, a task which at times has almost driven him mad; **Vicki Landon**, who is your ENewsletter editor and has kicked and prodded us all to try to get articles ready for several publications; all of our regional representatives – **Julian Bartlett, Lance Fogg, Peter Monger, Stewart Paton, Stuart Kay** and other Committee Members **Peter Bane** and **Mike Mavin**. Thank you all for your support in the past.

Don't think that I am going to disappear into the mist (shame I hear some of you cry). I will still sit on the SoRSA Committee until such time as it feels it no longer requires my assistance. Thank you all once again.

Independent Examiner's Report to the Trustees of the Society of Road Safety Auditors (SoRSA), an association of the Institution of Highways & Transportation (IHT)

I report on the accounts of the charity for the year ended 31 December 2008, which are set out on page 1 of 1.

Respective responsibilities of Members and examiner

The charity's trustees are responsible for the preparation of the accounts. The charity's trustees consider that an audit is not required for this year (under section 43(2) of the Charities Act 1993 (the 1993 Act) and that an independent examination is needed.

It is my responsibility to:

- examine the accounts (under section 43 of the 1993 Act);
- to follow the procedures laid down in the General Directions given by the Charity Commissioners (under section 43(7)(b) of the 1993 Act); and
- to state whether particular matters have come to my attention.

Basis of independent examiner's report

My examination was carried out in accordance with the General Directions given by the Charity Commissioners. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning such matters. The procedures undertaken do not provide all the evidence that would be required in an audit, and consequently I do not express an audit opinion on the view given by the accounts.

Independent examiner's statement

In connection with my examination, no matter has come to my attention:

- (1) which gives me reasonable cause to believe that in any material respect the requirements
 - to keep accounting records in accordance with section 41 of the 1993 Act; and
 - to prepare accounts which accord with the accounting records and to comply with the accounting requirements of the 1993 Acthave not been met; or
- (2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.

Gordon Wanless
2/2/09

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IHT SoRSA Branch

Account Reconciliation as at : 31-Dec-08

	Expenditure	Income	Balance
Balance brought forward		£0.00	
Inaugural Conference	-£22,516.13	£28,660.00	
		£0.00	
Funds from HQ		£5,000.00	
Dinners and Social Events	-£341.96	£5,660.00	
AGM	-£127.66	£0.00	
Technical Papers		£0.00	
Other		£0.00	
VAT	-£4,022.51	£6,006.00	
	-£27,008.26	£45,326.00	£18,317.74
Meetings			
Postage and Telephone	£0.00		
Printing and Stationary	-£51.80		
Student Support	£0.00		
Committee Expenses	-£258.10		
	£0.00		
	£0.00		
VAT Payment	-£1,983.49		
Funds to HQ	-£9,000.00		
	£0.00		
	£0.00		
	-£11,293.39		-£11,293.39
	-£38,301.65	£45,326.00	
Accounting error			£0.01
Account Balance			£7,024.36
Bank Balance at 31 Dec 2008		£18,038.35	
Cash in Hand		£0.00	
Creditors			
	J M Darrell Expenses	£30.50	
	VAT Settlement	£1,983.49	
	Funds to HQ	£9,000.00	
		£11,013.99	
Debtors			
To agree with balance above			£7,024.36

Statement of Profit for the Annual Meeting

VAT collected	£6,006.00
Dinner	£2,160.00
Accommodation	£3,500.00
Exhibitions	£1,700.00
Delegate Fees	£26,960.00
	£40,326.00
VAT paid	£4,022.51
AGM Room hire	£127.66
Pre Dinner Drinks	£341.96
24 hr Delegate Rate	£8,565.96
Day delegate rate	£5,182.98
Comms + PA	£178.72
Organisation costs	£8,588.47
	-£27,008.26
Gross Profit	£13,317.74
VAT settlement	-£1,983.49
Nett Profit	£11,334.25

INSTITUTION OF HIGHWAYS AND TRANSPORTATION						
IHT SoRSA Branch						
INCOME & EXPENDITURE ACCOUNT for the year ended 31st December 2008						
2007						
INCOME	EXPEND	TOTAL		INCOME	EXPENDITURE	TOTAL
			NOTES			
			SEMINARS	1	-	-
-	-	-				
-	-	-				
-	-	-	TRAINING	2	-	-
-	-	-				
-	-	-	CONFERENCE		28,660.00	(22,516.13)
						6,143.87
			DINNERS & SOCIAL EVENTS	1	5,660.00	(341.96)
-	-	-	AGM			(127.66)
-	-	-	OTHER	2		-
-	-	-	Depreciation	3		-
-	-	-	SALE OF MERCHANDISE	4		-
-	-	-			5,660.00	(469.62)
						5,190.38
			BRANCH MEETINGS & OTHER COSTS			
-	-	-	MEETINGS INCOME/EXPENSES			(258.10)
-	-	-	POSTAGE & TELEPHONE			-
-	-	-	PRINTING & STATIONERY			(51.80)
-	-	-	SPONSORSHIP			-
-	-	-	OTHER			-
-	-	-	prev year			-
-	-	-				(309.90)
-	-	-	TOTAL (SURPLUS)/DEFICIT		34,320.00	(23,295.65)
						11,024.35
INSTITUTION OF HIGHWAYS AND TRANSPORTATION						
IHT SoRSA Branch						
BALANCE SHEET as at 31st December 2008						
31st December 2007						
ACCUMULATED FUNDS						
ACCUM FUND B/FWD 1/1/07			ACCUM FUND B/FWD 1/1/08			
						5,000.00
FROM HQ	5,000.00		FUNDS FROM HQ			
(TO) HQ	-	5,000.00	FUNDS (TO) HQ		(9,000.00)	(9,000.00)
VAT ON OUTPUTS			VAT OUTPUT LESS INPUT 2008	6,006.00	-4,022.51	1,983.49
						-2,016.51
						0.00
						SURPLUS/(DEFICIT) 2008
						11,024.35
		£5,000.00				NET WORTH @ 31/12/08
						9,007.84
REPRESENTED BY:						
			FIXED ASSETS AT BRANCH	AT COST		0.00
				ACCUM DEPRECN		-
						-
	5,000.00		BANK BALANCE-CURRENT A/C			18,038.35
	-		BANK BALANCE-DEPOSIT A/C			-
	-	5,000.00	OTHER BANK/CASH A/C			-
						18,038.35
			DEBTORS		difference	(0.01)
			STOCK OF PULICATIONS			-
			OTHER STOCK			-
			less			-
			CREDITORS			(9,030.50)
NET CURRENT ASSETS		0.00			NET CURRENT ASSETS	9,007.84
TOTAL ASSETS		£ 5,000.00			NET TOTAL ASSETS	£ 9,007.84
		0.00				£0.00