

**NOTICE IS HEREBY GIVEN THAT THE
TWENTY-FIRST ANNUAL GENERAL MEETING**

of the

MASTIC ASPHALT COUNCIL LIMITED

will be held at

**ONE WHITEHALL PLACE & ROYAL HORSEGUARDS HOTEL, 2 WHITEHALL COURT,
LONDON SW1**

on

FRIDAY 15TH JUNE 2018 COMMENCING AT 11.30 A.M.

A G E N D A

Ordinary Business

1. To confirm the minutes of the previous Annual General Meeting held on 9th June 2017.
2. To receive the Auditor's report on the Balance Sheet and Accounts for the year ended 31st December 2017.
3. To consider and, if approved, to adopt the Report and Accounts for the year ended 31st December 2017.
4. To confirm the members appointed to serve on the MAC Board of Directors.
5. To discuss the appointment of Auditors and to authorise the Board of Directors to agree their remuneration.
6. To present amendments to Mastic Asphalt Council Memorandum and Articles of Association and to Vote on the resolution to agree to the amendments all as attached document indicating amendments.

MALCOLM GRINSTEAD
DIRECTOR

NOTE Any member is entitled to appoint a Proxy to attend the meeting and vote on his behalf. The instrument appointing a Proxy shall be in the form attached and shall be deposited at the offices of the Council not less than 48 hours before the time appointed for holding the meeting.





Mastic Asphalt Council

**MINUTES OF ANNUAL GENERAL MEETING OF THE BOARD OF DIRECTORS
COMMENCING AT 11.30AM ON FRIDAY 15TH JUNE 2018 AT THE
ROYAL HORSEGUARDS HOTEL, WHITEHALL, LONDON SW1**

PRESENT

Mr K Collins (Chairman)
Mr J Coulter (Vice-Chairman)
Mr D Maginnis
Mr I Deacon
Mr T Grandi
Mr M Lee
Mr M Grinstead
Mr A Williamson
Mr D Knight
Mr G James
Mr M Collins
Mr O Deacon
Mr J Jones
Mr M Barkley
Mr S Chapman
Mr G Lloyd

Bell Asphalt Co
Sussex Asphalte Ltd
Briggs Amasco Ltd
Rio Asphalt & Paving Co. Ltd
Oxford Asphalt Co Ltd
IKO
MAC Director
IKO
Knight Asphalte
James Roofing
Bell Asphalt Co
Rio Asphalt & Paving Co Ltd
Radflex
Longcliffe Quarries
Northstar
Northstar

APOLOGIES

Apologies were received from Mr J Shields, Mr J Chapman, Mr V Bick and Mr R Lowe.

CHAIRMAN'S WELCOME

The Chairman Mr K Collins opened the meeting and welcomed everyone.

MATTERS ARISING FROM THE MINUTES

No matters arising from previous AGM meeting.

MINUTES

On the proposition of Mr T Grandi seconded by Mr I Deacon it was unanimously RESOLVED that the Minutes from the Annual General meeting held 9th June 2017 be adopted as a correct record of proceedings

FINANCE & AUDITORS REPORT

Mr D Maginnis referred to the Annual Report (circulated previously) and identified items; he then thanked all the MAC committee members for their support throughout the previous year.

On the proposition of Mr I Deacon seconded by Mr J Coulter it was unanimously RESOLVED that the Annual Report and Accounts for the year ending 31st December 2017 be adopted.

On the proposition of Mr T Grandi seconded by Mr D Knight it was unanimously RESOLVED that AJP Corporate Accountants Ltd be re-appointed as the Council's auditors for the forthcoming financial year and that the Council be authorised to agree remuneration.

BOARD ELECTIONS

In accordance with the Memorandum and Articles of the Association and as no further nominations were received Mr J Shields and Mr I Deacon have duly been re-elected to serve on the Board of Directors.

In his absence Mr J Chapman was elected to the Board to replace Mr J Bennett who had resigned earlier in the Year.

REPORTS

The Chairman invited Mr S Chapman of Northstar to give a report on Promotional activities that had taken place during the past year, which he did and was thanked by the Chairman. A copy of this report is attached to the minutes for reference.

ARTICLES OF ASSOCIATION

Mr M Grinstead presented amendments to Mastic Asphalt Council Memorandum and Articles of Association previously issued to the Membership and requested a Vote on the resolution to agree to the amendments all as attached document indicating amendments. The vote proved in favour of the amendments the proposition to accept the amendments was proposed by Mr D Maginnis seconded by Mr I Deacon.

ANY OTHER BUSINESS

The Chairman rose and thanked all for attending, he thanked all for the help he had received from the Board during his year as Chairman.

The meeting was declared closed at 11.55 a.m.

DATE OF NEXT AGM MEETING

Scheduled: The Royal Horseguards Hotel, commencing at 11.30am on 14th June 2019



Mastic Asphalt Council

The Mastic Asphalt Council

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Director: Malcolm Grinstead F.I.o.R.

COMPANY NUMBER 944387 – THE MASTIC ASPHALT COUNCIL

PROPOSED RULE BOOK AMENDMENTS – OCTOBER 2017

PAGE 2 – CLAUSE 12, DELETE THE FOLLOWING WORDS,

“TO ESTABLISH FOR, EQUIP AND MAINTAIN LABORATORIES AND EXPERIMENTAL ESTABLISHMENTS AND”

“CONDUCT AND CARRY ON OR PARTICIPATE IN”

“WHETHER IN THE ABOVE-MENTIONED LABORATORIES AND EXPERIMENTAL ESTABLISHMENTS OR ELSEWHERE”

PAGE 11 – CLAUSE 6a, DELETE THE FOLLOWING WORDS.

“SUBJECT TO BEING SPONSORED BY NOT LESS THAN TWO MEMBERS”

INSERT THE FOLLOWING WORDS AFTER THE WORDS “BEEN GIVEN,” AND BEFORE “AND SUBJECT”

“OR BY TELEPHONE BALLOT OF BOARD MEMBERS IF MEETING OF SAME CANNOT BE ARRANGED”

PAGE 13 – CLAUSE 15a

DELETE “FEBRUARY” AND ADD “JANUARY”, AND DELETE “JANUARY” AND ADD “DECEMBER”

PAGE 13 – CLAUSE 15d

DELETE CLAUSE COMPLETELY

PAGE 13 – CLAUSE 15 e

AMEND CLAUSE NUMBER TO 15d

PAGE 14 – CLAUSE 15f

AMEND CLAUSE NUMBER TO 15e

DELETE “FEBRUARY” AND ADD “JANUARY”

PAGE 15 – CLAUSE 18 PART 1

DELETE “JANUARY” ADD “DECEMBER”

PAGE 18 CLAUSE 29

DELETE “TWELVE” ADD “EIGHT” AND DELETE “EIGHT” ADD “SIX”

PAGE 18 CLAUSE 30

DELETE “TEN” ADD “SIX”

MAC does its best to ensure that any advice, recommendation or information it may give is accurate, but no liability or responsibility of any kind (including liability for negligence) is accepted in this respect.

Registered in England No 944387



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PAGE 22 CLAUSE 49

DELETE "TWELVE" ADD "AT LEAST EIGHT"

DELETE THE FOLLOWING WORDS "COMPRISING 6 CONTRACTING MEMBERS AND 3 MANUFACTURING MEMBERS"

PAGE 22 CLAUSE 52

INSERT THE FOLLOWING AFTER THE WORDS "APPOINT ONE"

"OR MORE"

INSERT THE FOLLOWING WORDS AFTER THE WORDS "A REGION"

"OR SUB-COMMITTEE FORMED BY BOARD OF DIRECTORS"

PAGE 23 CLAUSE 56

LINE 4 DELETE "FIRST" AND ADD "LAST"

LINE 4 DELETE "AFTER ITS ELECTION" ADD "PRIOR TO AGM"

LINE 5 INSERT A FULL STOP AFTER "CHAIRMAN" DELETE "AND A VICE CHAIRMAN" INSERT "THE VICE CHAIRMAN SHALL BE APPOINTED BY THE CHAIRMAN SUBJECT TO BOARD OF DIRECTORS APPROVAL"

LINE 8 INSERT "AT LEAST" BEFORE THE WORD "TWO"

LINE 9 DELETE THE WORDS "THIS OFFICE TO ALTERNATE BETWEEN A CONTRACTING AND MANUFACTURING MEMBER"

LINE 14 DELETE THE WORD "CONTRACTING" AND DELETE THE WORDS "AND TWO VOTES PER MANUFACTURING MEMBER"

PAGE 25 CLAUSE 67

INSERT ON LINE 1 AFTER THE WORD "REGIONS", "AND OR SUB COMMITTEES"

PAGE 25 CLAUSE 69

DELETE THE WORDS "ANY AGREEMENT ENTERED INTO IN ANY PARTICULAR CASE"

INSERT AFTER THE WORDS "TERMS OF"

"ISSUED AND SIGNED CONTRACT OF EMPLOYMENT"

PAGE 26 CLAUSE 70



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LINE 2 DELETE THE WORDS "BE ENTITLED" INSERT THE WORD "MUST"

AT END OF PARAGRAPH INSERT THE FOLLOWING

"THE DIRECTOR SHALL BE RESPONSIBLE FOR THE DAY TO DAY ADMINISTRATION OF THE COUNCIL INCLUDING FINANCIAL CONTROL, MARKETING AND PROMOTION OF THE COUNCIL, WILL CALL ALL MEETINGS. PREPARE AGENDAS AND PROVIDE RECORDED MINUTES OF SAID MEETINGS"

PAGE 26 CLAUSE 72

INSERT AFTER THE WORD "PERSON" AS RECOMMENDED BY THE DIRECTOR"

PAGE 27 CLAUSE 76

INSERT NEW CLAUSE NUMBER 4 TO READ "BUDGET TO BE PREPARED ON A YEARLY BASIS BY THE DIRECTOR AND SUBMITTED TO THE BOARD OF DIRECTORS FOR APPROVAL"