

**TOPAS MANAGEMENT BOARD
ANNUAL GENERAL MEETING**

**Minutes of meeting held 20th August 2020
Virtual Meeting via TEAMS**

Attendees:

Meirion Williams (Outgoing Chair)	Welsh Government
Sally Gibbons	Department for Transport
Roy Gordon	NI Transport
Cameron Ferguson	Transport Scotland
Keith Manston (Incoming Chair)	ARTSM
Mark Pleydell (Director)	ARTSM
Peter Hutchinson	ARTSM
Ilyas Sharif	ARTSM
Richard Ling	TSG (Cambs County Council)
Adrian Gray	TSG (Hants County Council)
Jack Pulker	TSG / TfL
Kealie Franklin	TOPAS Admin

Apologies:

Brian Taylor	TSG / Highways England
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AGM Open by outgoing Chair – Meirion Williams

Welcome and introductions

Attending : Hugh Barton, Opticonsulting
Libbie Rose Hughes, TWM
Oliver Cox, Dynniq
Hayley Collet Gorton, BSI

Apologies : Chris Rayner, TWM
Rob Harding, telent

Declared quorate.

1. Minutes & Matters Arising

Minutes of Previous AGM read and approved by Board. No further matters arising.

2. Annual Report from the Director

Directors Report for the year ending 31st July 2020

The purposes of TOPAS continue to be firstly the management of specifications for the procurement of road traffic control equipment and secondly overseeing the operation of a register of products approved to those specifications.

The business is funded by from the registration fees for products added to the register and where needed by additional contributions from the UK's central and devolved governments, ADEPT representing the users and ARTSN representing manufacturers, these three parties, government, users and manufacturers, being the equal constituents of the 12 person management board.

Our costs are those of an administrator for the organisation and the usual overheads that form part of business operations.

Our administrator Mrs Kealie Franklin continues to manage our use of funds effectively, with yearly cash flow still being well below the levels thought necessary when TOPAS was founded in 2015.

In the accounting year 1/8/19 to date there have been six new additions to the register, generating an income of £6,000 with others currently being processed.

In line with the strategy of trying to be neutral on profit over-all the business has made a marginal loss over the year and that loss will be offset against tax paid in previous years. We retain a modest balance at the bank.

In order to move away from requiring funding by the MB bodies, early in 2020 we notified users via the website of an increase in the registration fee with the objective of fully covering operating costs solely from these fees in line with the original TOPAS objectives. If accepted at this AGM the fee increase will be effective from the start of April 2021.

During the year we have recruited two new Technical Assessors, providing a wider choice to applicants. The role of technical assessors has also be clarified through better engagement.

The management board and representatives from the supporting parties have overseen the review of the most substantial single specification, now out for public consultation and on target for issue in the autumn and the consolidation of four closely related specifications into a single new specification also for issue in the autumn. The completely new specification mentioned last year has had a difficult gestation but is still progressing. Further specification reviews are underway as a part of the continued programme of activity.

In summary TOPAS continues to deliver its original objectives. Staffing, personnel, shareholdings are unchanged over the last 12 months. The disruption to businesses during the latter part of this FY has impacted applications but we remain optimistic of becoming self-sustaining.

Finally I extend my thanks on behalf of the Company to all those individuals and organisations who over the last 12 months have given their time and expertise voluntarily to contribute to and further the activities of TOPAS.

3. Presentation and adoption of Accounts

MP presented the Annual Accounts for approval, including breakdown of costs for the fiscal year end. In view of the above full report the Management Board adopted the accounts and the statement of annual report as presented to the accounts.

4. Accountancy

It was agreed that accounts would continue to be dealt with in-house by the current administrator following standard Accounting Rules under F102 Rules for small businesses.

It was confirmed that there was no request by the Board members to have the accounts externally audited and no legal requirement to do so.

5. Motions

(a) Terms of Reference

No changes required as the ToR already took into account any need to have virtual meetings. An update was agreed for the operational plan as follows:

Clause 7.1 to identify TOPAS 2540, 2541 and 2500

Clause 7.2 to identify TOPAS 2504/2505, 2513, 2516, 2523 and 2130

Accepted and approved.

(b) Increase in charges for product registration

A fee increase had been notified by TOPAS which was put to the AGM and agreed to increase from April 2021 to £1,200 per product. A review of fees has not previously taken place and had remained the same since inception.

It was proposed that any changes must be with a minimum of 12 months notice.

Accepted and approved.

6. Election of Management Committee

As per the Terms of Reference Board official acceptance of new Chair and Vice Chair:

Chair – Keith Manston, ARTSM

Vice Chair – Richard Ling, Cambridge County Council, TSG

Any other competent business

Directorship appointment confirmed for 2020 to remain as Mark Pleydell

Secretariat and accountancy services : Proposed and Seconded that Kealie Franklin would remain in secretariat role and continue to provide in house accountancy services

Insurance provider confirmed : Hiscox Insurance

Comments from attendees

Dynniq representative felt that TOPAS was working well and the increase in costs proposed is negligible in terms of overall product costs.

TWM representative expressed concern that tenders are still identifying old HE specifications and standards

There appeared to be issues where projects include large variables and major contractual businesses call up incorrect information. LAs should assist but also Local Enterprise Partnership and the central repository maintained documentation.

In respect of the devolved governments, roads were overseen throughout by governments and issues were generally around cut and paste.

There is no standard contract procurement as there are different phases. There is a role here for users and suppliers in addition to different organisations taking up areas that used to be dealt with by local authorities. ARTSM would ask manufacturers to identify tender issues and liaise with ADEPT to ensure up to date tender documents are identified.

There is currently no specific marketing from TOPAS in this regard and previous documents had been aimed at procurers and manufacturers. It was agreed that TOPAS should extend its outreach using its links with other bodies and the industry press.

Action : Board to consider marketing issues at the next meeting

Closing Remarks from incoming chair

Thanks for those attending and engaging and to the technical assessors and those who have worked behind the scenes in the development of new and updated specifications.

Thanks to Meirion for his tenure and welcome to Keith.

Thanks from Technical assessors received from Hugh Barton.

Venue for next AGM : TBC

Next AGM: 19th August 2021

Meeting End 12.10pm