

# ROYAL SOCIETY FORMER STAFF ASSOCIATION

## Unconfirmed Minutes of the Annual General Meeting held on 16 May 2016

|   |   |                                      |
|---|---|--------------------------------------|
| <i>Present:</i>                         | Mary Manning ( <i>Chairman</i> )            |                                      |
| Chris Argent ( <i>Jt Editor, BTT</i> )  | Ann Hicks ( <i>Jt Events Secretary</i> )    | Peter O'Rourke                       |
| Nick Boross-Toby                        | Vivien Hobbs                                | Nigel Parfitt                        |
| Christine Brock                         | Joan Hurrell ( <i>Jt Events Secretary</i> ) | Wilma Pereira                        |
| Choong Kar Chan                         | Christine Johnson                           | Judy Rimmer                          |
| Diana Chapman                           | Linda Mackenzie                             | Keith Root ( <i>Hon. Treasurer</i> ) |
| Vera Cockle                             | Jennifer Malcolm                            | Beata Seymour                        |
| Peter Collins ( <i>Jt Editor, BTT</i> ) | Jackie Middleton-Smith                      | Jane Silverleaf                      |
| Peter Cooper ( <i>Hon. Secretary</i> )  | Len Mole                                    | David Sturt                          |
| Stephen Cox                             | Susan Moss ( <i>Welfare Secretary</i> )     | Ling Thompson                        |
| Brenda de Vere-Lewis                    |   | Peter Warren                         |
| Sharon Fishwick                         |   |                                      |

Mary Manning welcomed Nick Boross-Toby to his first AGM.

### 1. Apologies for absence

Peter Cooper reported that 33 members had sent apologies.

### 2. Minutes of the 2015 AGM

Peter Cooper reported that the heading to Minute 2 should be "Minutes of the 2014 AGM, not 2013.

With this amendment the minutes were confirmed. Copies of the confirmed minutes are available from the Secretary or from the website.

### 3. Matters arising from the Minutes.

There was none.

### 4. Report from the Chairman

Mary Manning said that, unlike last year, when she had reported various ups and downs in relations with the Royal Society and difficulties of adjusting to the lack of RS financial support, this year she was pleased to be able to report that the Association was in good health – the finances were good, we continued to produce *Beyond The Terrace* in colour, and the Welfare Fund had a good balance and was supporting members. All this had been possible, in particular, by the generosity and loyalty of members. In the past year a further 14 members had joined, but sadly the Association had lost one of its founding members, Nadia Slow.

The arrangements with the RS were working, albeit some misunderstandings on occasions. The Association benefitted from free rooms and three free lunches a year – she thanked the Executive Director, Dr Julie Maxton, on the Association's behalf.

2016 was the 30<sup>th</sup> anniversary of the Association's founding; the Association remained true to its mission notwithstanding the changes in its title and programmes. Dr Maxton had agreed to allow the Association to hold a meeting (in place of one of the free lunches) followed by lunch to hold a special event to mark this anniversary, which would be discussed later in the agenda.

### 5. Hon. Treasurer's report

Keith Root reported that there were no changes to the audited accounts from those circulated (AGM16-2). The year had resulted in a significant surplus, due mainly to an anonymous donation to the costs of printing *BTT* and the Chairman's donation to drinks at the New Year lunch. As a result he saw no need to raise subscriptions at this time.

Expenditure from the Welfare Fund was slightly lower than last year, and the Fund remained healthy.

David Sturt asked about the RS's Pension Fund. In response, Peter Cooper said that as an RS Pension Plan Trustee he was aware that the Fund had been disentangled from an earlier plan to aggregate it with others, but the RS had not yet concluded the best way to deal with it.

Choong Kar Chan noted that, in the Audited Accounts, the titles 'Income' and 'Expenditure' should be replaced with 'Receipts' and 'Payments' respectively.

Keith Root reported that several members had asked about the possibility of using internet banking to pay subscriptions. The Association had an account with Nationwide that had limited abilities. While the account allowed internet transfers, the amounts arrived with no detail of sender or reference, thus receiving numerous payments at subscription renewal time would make it impossible to know who had paid and who had not. With regret, therefore, until this changed it was not possible to receive renewals this way. Members present suggested that alternatives might be investigated, including the Metro Bank.

Keith Root thanked Nigel Hicks for auditing the accounts, which had strict time limits due to the Association's Rules.

The motion to accept the accounts for 2014/15 was proposed by Peter Warren and seconded by Len Mole; the meeting agreed the motion.

#### **6. Report of the Hon. Secretary**

Peter Cooper referred to his report (AGM16-3). As reported by the Chairman, Nadia Slow had died on 28 March 2015; many members had been present at the funeral. He had heard that her family and friends were planning to make an endowment to the Daphne Jackson Trust.

Membership recruitment had been very successful and he thanked those members who had approached former colleagues or had passed him details for contacting them.

The proportion of members receiving events and business notices by email had increased; meanwhile a larger proportion of members preferred to receive a paper copy of *BTT*.

#### **7. Report of the Welfare Secretary**

Susan Moss reported on member welfare matters. She was in touch with several members to see whether there were ways in which the Association could help them.

She asked to be informed by anyone who was aware of any member who was ill, infirm or might otherwise be able to benefit from the Association.

The Chairman thanked Susan for her careful and dedicated work on behalf of members.

#### **8. Report of the Events Secretaries**

Ann Hicks, Joint Events Secretary, reported that three events had been held during the year – visits to the Cinema Museum (and nearby Buddhist Temple/café) in which 16 members and guests participated, to the Museum of Brands (20), and the New Year lunch (19). There was a visit planned to the Poppy factory on 12 October 2016 and a second visit would be arranged for spring 2017. The AGM agreed that Prezzos on Haymarket was proving a suitable venue for the New Year lunch, especially with the changes introduced this year.

The Chairman noted that, in addition, there would be the 30<sup>th</sup> anniversary event. She outlined current thinking for the event and sought further ideas. Short talks or inputs on the early days and activities of the Association, possibly some reminiscences of the RS and its working environment as it was. Photographs from events and its early members would be welcome. The Chairman encouraged members to send their thoughts and ideas as soon as possible.

Peter Cooper added that he was still looking at a visit to the Jane Austen Museum and would be speaking to John Deverill who lived nearby.

#### **9. Report on the Professional Activities Programme**

The Chairman reported that, for various reasons, this new programme which had emerged from the changes following 'The Way Ahead' review, was taking longer to get going than had been hoped. It was important that the programme was driven by those members who were in the younger age-group, but they were, by definition, those in work and unable to find the time. There had been meetings with former staff members who were positive about the programme but none was ready to act as a 'champion'. The plan was to hold an inaugural event somewhere in London. Peter Cooper explained that the costs of a venue would be of the order of £2–300. Nick Boross-

Toby generously offered the Physiological Society as a venue free of charge. Nick's offer was gratefully accepted and Peter Cooper would liaise about arrangements.

#### **10. Report of the Editors of *Beyond The Terrace***

Chris Argent reported that BTT65, which had been planned to be printed for the AGM, had been delayed to allow the tribute to Nadia Slow to be included. He and Peter Collins urged members to consider writing articles for *BTT* – it did not need to be directly associated with the RS but anything that would be interesting to a reasonable number of other members would be suitable.

#### **11. Report on pension matters**

Peter Cooper, in his role as recently-appointed Member-Nominated Trustee of the RS Pension Plan, noted that Plan members should have received the annual newsletter recently. He highlighted several matters:

- Phil Hurst and Ruth Cooper had been reappointed as Member-Nominated Trustees. Noting that the number of Deferred and Pensioner Members was now greatly more than Active Members it would be appropriate to put forward more of the former for appointment when the occasion arose again.
- Imelda Wright, the RS HR Manager and Secretary to the Trustees had left. The Trustees were looking at a replacement, possibly using an external organisation.
- The RS had reconfirmed its commitment to the Plan as part of the triennial revaluation of the Fund.
- The Trustees were reviewing the socially-responsible investment policy within their investment strategy – this picked up the concerns expressed at the 2015 AGM by Alan Clarke.
- The Trustees were still without contact details for some 16 Plan members; he would be in touch with individual RSFSA members to see whether they could offer any information.

Several members made helpful comments to try to resolve the final point. Stephen Cox asked whether the Trustees were content with the performance of the new investment managers. Peter Cooper responded that the Investment Subcommittee, which closely monitored the performance of the Fund, seemed content at present, although the new managers had not been in long. The Trustees were looking at additional mechanisms for the investments, to try to match better the timing of the returns against the liabilities.

#### **12. Amendment to the Rules**

The AGM considered revisions to the Rules (AGM16-4), which took account of the comments made at the 2015 AGM.

No objections were raised to the revisions; accordingly the AGM agreed to vote to introduce the new Rules with immediate effect, as permitted under the (old) Rules, to avoid a further year's delay in implementing them.

The motion to adopt the new Rules was proposed by Peter O'Rourke and seconded by Stephen Cox; the meeting agreed with none against to accept the new Rules, which are attached at Annex to the Minutes.

#### **13. Elections**

Proposals for elections and re-elections to the Committee (AGM16-5) were considered, noting that all such elections were subject to the new Rules. The following elections were by shows of hands:

Chairman: the re-appointment of Mary Manning for a second term of three years.

Hon. Treasurer: the appointment of Peter O'Rourke for a period of three years.

Hon. Secretary: the re-appointment of Peter Cooper for a further two years, to complete a second term of three years.

Co-opted Member: Peter Collins to work with Chris Argent as joint Editor of *Beyond The Terrace* and Joan Hurrell to work with Ann Hicks as joint Events Secretary.

In addition, the AGM confirmed that the four Defined Responsibilities under the new Rules were: Events Secretary, Welfare Secretary, Editor of *BTT* and Professional Activities Secretary.

The Chairman and Peter Warren expressed their thanks to Keith Root who had served as Honorary Treasurer for a period of seven years, had led the Association successfully through the difficulties of the RS withdrawing its funding, and had chaired The Way Ahead ad hoc group which had led to the re-invigoration of the Association. The AGM expressed their appreciation.

**14. Appointment of Auditor for 2016/17**

Nigel Hicks had indicated that he would be willing to continue as Auditor. Proposed by Keith Root, seconded by Peter Warren; the meeting approved the motion.

**15. Any other business**

Request for electronic access to BTT by a researcher in respect of the history of *Phil.Trans.*

The Association had received a request from a researcher from St Andrews, undertaking research approved by the RS, to be able to get electronic access to *BTT* on the RSFSA website. This raised several issues relating to the confidentiality of the material in *BTT* and the precedent set.

The view taken was that the contents of *Beyond The Terrace* contains personal material that members have provided in the expectation that such material would be available for members through the dissemination of the newsletter, not for public dissemination. At the same time, one of the objectives of the Association is to support the purposes of the Royal Society and to act as a holder of historical knowledge.

After discussion it was decided that these two positions could be best met by allowing access by *bona fide* researchers through the copies of *BTT* held in the Royal Society Library, where access can be managed and constrained in recognition of the above points. The option of allowing non-member access to the secure areas of the web-site was not appropriate.

Also agreed that the RS Library should have electronic copies of *BTT*, in line with modern library practice.

**16. Date for the 2016 AGM**

The 2016 AGM will take place at 2:00 p.m. on Monday 22 May 2017, subject to availability of rooms.

PRC, 19 May 2016

## **Annex: Revised Rules**

### **1. Title**

The Association shall be called: "The Royal Society Former Staff Association".

### **2. Membership**

Membership shall be open to all pensioners, deferred pensioners and other former staff who have been confirmed in post at The Royal Society. Change of criteria for membership shall not be applied to any current member of the Association.

### **3. Objects**

The objects of the Association are:

- (i) To provide activities and services to enable those who have worked at the Royal Society to maintain contact with each other for social and professional purposes.
- (ii) To support members in need and provide welfare and assistance as appropriate.
- (iii) To support the purposes of The Royal Society, acting as an ambassador and holder of historical knowledge.

### **4. The Committee**

The business of the Association shall be managed by a Committee consisting of:

- a Chairman
- an Honorary Secretary
- an Honorary Treasurer (which post may, if the Annual General Meeting so agrees, be held by the Honorary Secretary)
- up to four Members with Defined Responsibilities as may be agreed from time to time by the Annual General Meeting
- one Ordinary Member elected at the Annual General Meeting
- up to three Co-opted Members.

Committee Members (except Ordinary and Co-opted Members) shall each be appointed for a term of three years and shall be eligible for re-election for a further term of three years.

Ordinary Members shall be appointed for a term of three years and shall not normally be eligible for re-election in the same capacity except after an interval of one year. Co-opted Members shall serve until the following Annual General Meeting and may be re-appointed.

Nominations for Committee Members shall be sought at least three weeks before the date of the Annual General Meeting and delivered to the Honorary Secretary not less than seven days before the Annual General Meeting. If no nominations are forthcoming for vacancies on the Committee the Annual General Meeting may elect any willing members to fill those posts to serve until the following Annual General Meeting.

### **5. General Meetings**

An Annual General Meeting shall be held in May or June each year and at least three weeks' notice of time, date and place shall be given. At this meeting necessary elections of Officers, Committee and Honorary Auditor shall take place.

The Honorary Secretary shall call a Special General Meeting on the written request of not less than six members, or of the Committee, giving members at least three weeks' notice of the time, date, place and business to be conducted.

The quorum at a General Meeting shall be one fifth of the total membership of the Association.

Voting at General Meetings shall normally be by a show of hands on a simple majority of those present and voting. In the case of equal numbers for and against a motion the Chairman shall be entitled to cast a second vote.

## **6. Subscriptions**

Members shall pay an annual subscription to be determined by a two-thirds majority of members attending the Annual General Meeting.

The annual subscription should be paid by the date of the Annual General Meeting in each year. If a subscription has not been received by the first following Annual General Meeting, the membership will normally be deemed to have lapsed.

## **7. Accounts**

The Honorary Treasurer, or in his/her absence the Chairman or Honorary Secretary, shall be responsible for all payments from the Association's bank account(s). The Committee shall draw up Regulations for the commitment of expenditure and other financial matters.

The Honorary Treasurer shall prepare an annual Receipts and Payments Account and Welfare Fund Account for the year ending 31 March, showing corresponding figures for the previous year, for auditing and shall present the accounts to the Annual General Meeting for approval.

## **8. Regulations**

The Committee shall from time to time formulate and amend such Regulations as it considers appropriate for the proper conduct of the Association's affairs. Such Regulations shall be notified to the Annual General Meeting and made available to all members. If any Regulation is inconsistent with the provisions of these Rules the latter shall prevail.

## **9. Dissolution**

The Association may be dissolved by a two-third majority of members present and voting at a General Meeting. The assets of the Association, less any debts owing, shall be shared equally among all members at the date of dissolution.

## **10. Alterations to the Rules**

No variations to the above shall be made other than by members at the Annual General Meeting or Special General Meeting.

*As adopted 16 May 2016*