

# ROYAL SOCIETY FORMER STAFF ASSOCIATION

## Record of the business of the 2020 Annual General Meeting conducted by correspondence

### Procedure

In March 2020 the Chairman informed all members (by post or email, in accordance with the member's preference) that the Committee had concluded that no physical meeting could take place on 18 May 2020, the advertised date for the 2020 Annual General Meeting, as a result of the Government restrictions imposed on account of the Covid-19 pandemic. It was believed that, as an Unincorporated Association, the RSFSA could operate in other ways provided the membership agreed. The Committee therefore proposed that the normal business of the AGM be carried out by correspondence and sought members' views.

Twenty-eight members replied, all in agreement. Although not a majority of the membership, the Committee agreed to proceed, given that no objections were received. A number of members had suggested that a Special General Meeting might be held when circumstances allow, to ratify the results. The Committee recognised that the proposal had merit, but concluded that, given the uncertainties on when such a meeting might be possible and the significant extra work that would be involved, an SGM should be called only if especially contentious and urgent issues arose that could not await resolution at the 2021 AGM.

The process agreed by the Committee was as follows:

- (i) The AGM agenda and papers were sent to all members by post or email in the usual way on 20 April, three weeks ahead of the nominal AGM date, as defined in the Rules. Members were invited to make nominations for the Committee, to seek clarification or more information, and to raise Any Other Business to be addressed by the AGM. The deadline for responses was 11 May, one week before the nominal AGM date, as required by the Rules.
- (ii) On 12 May, ballot papers were sent to all 103 members covering all necessary decisions (including agreement to this process) and seeking comments on several issues on which the Committee would like to have members' views. Ballot papers were to be returned (by post or email) by 29 May, to give members an adequate time to receive, complete and return them.  
No requests for further information or clarification, nor any other matters to be raised under Any Other Business, had been received.
- (iii) No meeting, actual or virtual, took place on 18 May, the nominal AGM date.
- (iv) Sixty-two ballot papers were received by 29 May (60%). These were checked and counted by the Chairman, and validated against (a) a signature and (b) the email address from which email returns had been sent. The Committee recognised that this process did not have the safeguards normally used in a postal ballot but concluded that it would be very difficult to implement a more secure system under the current circumstances. The Committee considered this method to be adequate for the purpose. All returns and data have been retained were the AGM to wish to seek a review or recount.

**Resolution: To agree the process proposed by the Committee for conducting the 2020 AGM and for approving the decisions of the meeting.**

Of the 62 ballot forms returned, those in favour 61, those against 0. Resolution carried.

Given this very strong level of agreement by the members, the decisions recorded in this account are deemed to constitute the formal decisions of the 2020 Annual General Meeting of the Association.

### 1. Minutes of the 2019 AGM

The Minutes of the 2019 AGM held on 20 May 2019 had been circulated (AGM20-1).

**Resolution: To confirm the Minutes of the 2019 AGM held on 20 May 2019.**

Those in favour 57, those against 0. Resolution carried.

### 2. Treasurer's report

The Treasurer's report on the Association's finances for 2019/20 (AGM20-2a), together with the accounts (including the Welfare Fund) for 2019/20 as approved by the Accounts Examiner (AGM20-2b) had been circulated.

**Resolution: To adopt the Accounts for 2019/20.**

Those in favour 61, those against 0. Resolution carried.

### 3. Chairman's report

The Chairman's report, also including membership issues in the absence of an Hon. Secretary, (AGM20-3) had been circulated.

### 4. Welfare Secretary's report

The report of the Welfare Secretary (AGM20-4) had been circulated.

### 5. Events Secretary's report

The report of the Events Secretary (AGM20-5) had been circulated.

### 6. Professional Activities Secretary's report

The report of the Professional Activities Secretary (AGM20-6) had been circulated.

### 7. BTT Editor's report

The report of the Editor of *Beyond The Terrace* (AGM20-7) had been circulated.

### 8. Amendments to the Regulations

The Committee had drawn up Regulations (AGM20-8) covering four areas. Two (Reserves Policy and Accounts Examination) had been requested by the 2019 AGM and two (Communications and Subscriptions) were to clarify and improve the Committee's operations. It was noted that under the Rules the Regulations were the responsibility of the Committee to draw up and implement, and as required by the Rules were being presented for noting by the AGM.

#### **Resolution: To note the new and amended Regulations.**

Those in favour 59, those against 0. Resolution carried.

The new Regulations would be incorporated into the Rules and Regulations.

### 9. Elections to the Committee

Members had been informed on 20 April 2020 that the position of Hon. Secretary remained vacant and that three members of the Committee would be reaching the end of their first three-year terms at the AGM – Jane Silverleaf as Events Secretary, Susan Moss as Welfare Secretary and Peter Collins as BTT Editor. All three were eligible, and had indicated they were willing, to continue for a second three-year term. Members had been invited to make nominations by Monday 11 May 2020 for the role of Hon. Secretary, Events Secretary, Welfare Secretary, BTT Editor, or any other position. No further nominations had been received.

The ballot papers sent out on 12 May 2020 had contained the list of nominations for the various positions on the Committee.

#### **The results of the election were:**

<u>Post</u>	<u>Nominee</u>	
Hon. Secretary	No nominations received	
Events Secretary	Jane Silverleaf	<u>Elected</u> – 61 for, none against
Welfare Secretary	Susan Moss	<u>Elected</u> – 62 for, none against
Editor of BTT	Peter Collins	<u>Elected</u> – 62 for, none against

### 10. Accounts Examiner for the 2020/21 accounts

Keith Root had indicated that he would be willing to act as Accounts Examiner for the 2020/21 accounts.

#### **Resolution: To appoint Keith Root as Accounts Examiner for the 2020/21 Accounts.**

Those in favour 61, those against 0. Resolution carried.

### 11. Any other business

#### (a) Pre-payment for Association events

The Committee noted that the majority of members paid beforehand by cheque or bank transfer for events (visits, New Year lunch, etc.) where the Association incurred costs in advance, but it was aware that this might be difficult for some members. Members had been invited to indicate on the ballot forms if they would have difficulties in paying in advance by cheque or bank transfer.

Of those returning forms, 59 indicated they would have no difficulties, and none had indicated that it would be quite or very difficult. One comment had been made about the relative ease of payment on the day.

The Committee would discuss the findings at its next meeting.

#### (b) Introduction of postal and/or electronic voting

The Committee had been constrained in its options for a replacement for the AGM this year by the Rules which did not allow postal or electronic voting. It noted that postal/electronic voting would also allow a greater proportion of the membership to take part in decision-making, and had invited members to indicate on the ballot papers if they wished the Committee to consider how the Rules might be amended to enable postal and/or electronic voting.

Of those returning forms, 59 indicated they were in favour, one expressed reservations and one was against. Eight members had added useful comments about the pros and cons.

The Committee would discuss the responses fully at its next meeting and would prepare a report to the membership summarising the replies and the Committee's recommendations.

(c) Video conferencing

It was noted that in the initial consultation on the cancellation of the AGM, the possibility instead of holding a virtual meeting (e.g. Skype or Zoom) had been raised. The Committee had concluded that this could not substitute for an AGM in either practical terms (as too many members did not have or use the internet or might find the software difficult) or legally (as the Rules did not allow for such a format, so the decisions would be no more valid than a paper-based meeting). However, the Committee recognised that there could be benefits in enabling it as an addition to future meetings, and had invited members to indicate on the ballot papers if they wished the Committee to look further into video conferencing.

Of those returning forms, 48 indicated they were in favour, 5 expressed reservations and 6 were against. Sixteen members had added useful comments about the pros and cons.

The Committee would discuss the responses fully at its next meeting and would prepare a report to the membership summarising the replies and the Committee's recommendations.

(d) RSFSA WhatsApp Group

It was noted that the 2019 AGM had agreed to set up a WhatsApp group on a trial basis as a means of "short-notice notification of information thought to be of interest to members, e.g. lectures, talks, articles exhibitions, TV or Radio programmes, etc., relating to the RS, or its Fellows. Also for trawling interest for last minute visits, walks, visits to the theatre, etc. where a member would be happy to be joined by others and a means of reminders of deadlines, e.g. for BTT articles." After the first year of operation, the Committee had invited members to indicate on the ballot papers their views on the Group, how members had benefitted and how it had contributed to the RSFSA's objectives and activities.

Of those returning forms, 22 were, or had been during the year, members of the WhatsApp group. Thirty-three members had added useful comments about the pros and cons.

The Committee would discuss the responses fully at its next meeting and would prepare a report to the membership summarising the replies and the Committee's recommendations.

**12. To set a date for the 2021 AGM**

Members would be circulated with the proposed date in due course.

Peter Cooper, Chairman  
2 June 2020