

**Minutes of the 37th Annual General Meeting of
Esperanto-Asocio de Britio
April 20th, 2014
The Circle, Sheffield**

1: Paul Gubbins welcomed the EAB members present and explained that the AGM would be conducted in English as is required by the Charity Commission of England and Wales, but that members should feel free to offer comments in Esperanto should they wish to once the formalities were over. He opened the meeting with a commemoration of the members who have passed away since the previous AGM; their names were read out and a few moments' silence was observed. He then read out a list of new members and supporters that had joined since the 2013 AGM and extended a warm welcome to them. Bill Walker commented that it was nice to see that the list of new members was much longer than that of those departed.

2: Apologies were received from Edmund Grimley Evans, Derek Tatton, Geoffrey Greatrex, John Tierney, Eric Walker, Hilda Jones and Angela Tellier. 30 members were present. Employee Viv O'Dunne was present to record the minutes of the meeting.

3: The minutes of the previous AGM from Ramsgate were received and approved subject to a minor change, with two abstentions.

4: The Trustees' Annual Report (TAR) for the year ending October 31st 2013, circulated with Update 65, was received. Paul Gubbins summarised it paragraph by paragraph.

4.1: Paul Gubbins informed members that EAB hoped to hold another *Buchanan* event at the University of Liverpool next year and that Angela Tellier, coordinator for research and development, was preparing a book on the life of Liverpool University Professor W F Collinson.

4.2: Tim Owen reported on his work at the 2013 International Languages Festival. He confirmed that EAB will continue to support this annual event. Tim also updated the meeting on his progress developing a new website, online community area and learning centre.

4.3: Helen Fantom asked the committee if EAB would be represented at the London Language Show in 2014. Tim Owen said this was unlikely, acknowledging that the charity had just run an operational deficit of £1,200 and that the cost of attending the Language Show (around £4k) would exacerbate this. He added that there had been no empirical evidence in previous years that our presence at the event had generated any new members or students, and that the Language Show had latterly become more of an expo for professional firms with large budgets looking to make sales. Lenio Marobin confirmed that this too was his impression of the event in recent years.

4.4: Paul Gubbins dispelled rumours that had circulated online claiming that EAB was selling off its library. Viv O'Dunne explained to members present that only unwanted duplicates were being sold and that the results of this initiative were tangible, namely new interest in learning Esperanto, new members and also new attendees to residential courses. Tim Owen explained that new shelving had been purchased and

installed in the Library to house a growing collection. Helen Fantom thanked Michael Seaton and Geoffrey King for their work in maintaining the Butler Library.

4.5: Peter Bolwell asked the committee if thought had been given to the effect of Scottish independence on the Association, should that happen after the forthcoming referendum. Tim Owen explained that EAB was accountable to the Charity Commission of England and Wales, that Scotland has its own charity organisation, so there should be no impact on EAB.

4.6: Paul Gubbins informed those present that there had been no further developments at the Wedgwood Memorial College site. The site was still empty and being kept secure with the presence of security guards.

4.7: Paul drew members' attention to the modest increase in membership numbers during the year, following years of drops.

The TAR was unanimously approved. Paul Gubbins thanked all staff and volunteers for their contribution during the past year. Special thanks were extended to Geoffrey Sutton, who recently retired from the role of *Update* after ten years, and also to Joyce Bunting, for her invaluable help with finance and charity matters.

5: Clare Hunter presented the financial report, previously circulated with *Update* 65, and she read through a simplified version of the accounts, which were accepted unanimously. Tim Owen expressed his thanks to Clare Hunter for her proficient management, recording and explanations.

6: The decision on whether to re-appoint the independent examiner was held. Helen Fantom proposed that the management team stay with Dains LLP, seconded by Elizabeth Stanley. This proposal was carried unanimously.

7: The issue to keep subscription rates unchanged was discussed. Michael Sims addressed the sharp increase in postal rates. Tim Owen explained that the new style incurred 40% of the printing cost of the previous version, and so though postage rates were large, the total cost of printing and posting had dramatically fallen. Helen Fantom proposed that the subscription rates remain unchanged for the next financial year, seconded by John Wells. Agreed, with 2 abstentions.

8: The constitutional amendments and subsequent proposal to the AGM (printed in *Update* 65) were discussed point by point. The revised constitution had been circulated to all members with *Update* 65.

Clause 10: Tim Owen informed those present that our constitution currently doesn't have a clause that explains the procedure by which membership could be terminated. The Charity Commission's best practice guidance (from which he quoted) recommends the inclusion of such a clause. He explained UEA too has such a clause (number 18) in its governing document. Peter Bolwell suggested that a policy and procedure be developed and included in the Trustees' Handbook. Bill Walker suggested that we adopt the Charity Commission's guidance by including the new clause. Helen Fantom stated that most voluntary organisations have such a policy.

Clauses 14 and 17: Paul Gubbins explained that over recent years it has been increasingly difficult to recruit enough trustees to satisfy the existing minimum number required, despite requests in Update, and that there was no buffer should one of the current trustees leave or be unable to continue in the role. Hilary Chapman alerted that requiring a smaller number facilitates a takeover but that he understood the need to lower the limit; Tim Owen explained how the current safeguards wouldn't permit anyone to act not in accordance with the aims of the association. A discussion ensued with members offering reasons to explain the general reluctance to become trustees. Terry Page suggested that people were apprehensive because of personal financial implications should things go wrong. Tim Owen explained that so long as trustees took advice from experts there would never be any personal risk and reaffirmed that being a financial expert wasn't expected of a trustee. Helen Fantom questioned whether EAB trustees were protected by personal indemnity insurance; Clare Hunter confirmed that it wasn't needed. Helen suggested that EAB gets a quote as this form of reassurance may encourage people to come forward in the future.

Clauses 11 and 13: Clare Hunter explained that members are currently able to vote either in person, by proxy, or by post, but that in future it might become technologically possible to allow electronic voting too. In order to allow for this eventuality, the phrase "distance-voting" will be added.

Clause 18: Clare Hunter explained that the trustees meet once a year by Skype to save costs. The Charity Commission states that a meeting occurs when the trustees can see each other, which is not the case when the trustees use Skype, unless the governing document states otherwise, and so we explain that a meeting is when "each participant may communicate with all the other participants in real time".

The resolution to accept the revised constitution was approved unanimously. Terry Page proposed and Elizabeth Stanley seconded the motion.

8: Election of trustees: The members voted in a secret ballot. Viv O'Dunne was the vote counter.

9: Other business

9.1: Michael Sims asked whether there would be a membership category equivalent to UEA's Societo Zamenhof for members to donate money. Bill Walker informed that there was once an ora membreco which was equivalent to SZ and which would entitle the member to attend a "red-carpet event" but that this disappeared when the decision was made to simplify membership categories. He underlined that members can choose to make donations to the association at any point. There followed much discussion about what would be a likely figure, whether it would be desirable to introduce another membership tier, the logistics of hosting special events only for this category of members. A handful of people raised their hands to indicate that they would be willing to pay a higher membership fee to join such a category but several added that they would prefer their donations be anonymous.

9.2: A resolution was received from the Brian Bishop and seconded by Roy Threadgold, but was received well beyond the announced cut-off date so could only be discussed rather than voted on. Joyce Bunting read out the full text of the resolution on behalf of the proposer. The contents were discussed; Tim Owen explained to members present that listing assets isn't inappropriate in a governing

document and so even if a future AGM were to approve the constitutional change it would likely be rejected by the Charity Commission. Joyce Bunting stated that members would be foolish to try and micro-manage a charity, that this is the role of the trustees whom they elect. Tim Owen elaborated that the governing document should contain certain provisions for the winding-down of a charity but that ultimately charitable funds must remain charitable and so it would not be appropriate to formally include reference to offering the charity's assets to non-charitable bodies in it. Helen Fantom commended the EAB trustees on their development work in the Butler Library, and formally proposed that the meeting acknowledge the recent development work; this was seconded by Elizabeth Stanley.

9.3: Terry Page felt that the new policy regarding material for *Update* (forward looking, mainly in English) and *La Brita Esperantisto* (reporting retrospectively in Esperanto) was too black and white. Helen Fantom agreed with this point and urged the editors not to be too restrictive. Tim Owen replied that the guidelines featured the qualifiers "generally" and "broadly" and that the first two revamped issues had contained both languages. Terry Page also said that he was concerned that reports on major events, such as the British Congress, may not get reported at length. Tim Owen said that there was flexibility and *Update* could extend to eight pages when necessary, assuming that there was enough appropriate material. He reminded the meeting that *Update* was a newsletter, not a magazine, and that it existed to pass on relevant information to the members and not to be run in competition to *La Brita Esperantisto*, which is to remain our flagship periodical. Several members murmured their agreement. Paul Gubbins encouraged further comments from those present. It was felt that quality of publications was of utmost importance, that using English for *Update* was good for new members and beginners. Peter Bolwell asked whether members could make contributions because he had submitted a report in the past and had been, he felt, chastised. Paul Gubbins responded that he is certainly happy to receive contributions and has always been so, and Tim Owen underlined that the new-look *Update* had already included contributions from members.

9.4: Terry Page asked whether it was known how many members cannot or don't want to use computers. Tim Owen responded that nobody knows the number but that it's entirely reasonable to suspect, given the age profile, that the majority don't. He underlined that *Update* and *La Brita Esperantisto* will continue to be produced on paper and that a change to this procedure had never been discussed. Bill Walker added that *Update* 65 came with a bonus printed page to reflect the fact that the electronic copy was five pages in length.

9.5: Peeter Aitai commented that the electronic version of *La Brita Esperantisto* appears online six months after the printed. There followed a spirited discussion on whether the electronic version should appear at the same time. Lenio Marobin pointed out that UEA's *Revu* appears electronically before it arrives through the letterbox. Tim Owen countered that LBE is publicly available online not restricted to members only and that when UEA sends out an electronic copy, it's in the expectation that it won't be uploaded for the general public. Bill Walker confirmed that the electronic version of *Update* goes online immediately but that the most recent issue is password protected and the password is emailed to those members who have requested it. Since there was no clear consensus in the meeting it was confirmed that the trustees would discuss the theme in June.

9.6: Helen Fantom pointed out that the number of participants physically present at an event is not always the same as those who signed up but who were unable to attend in practice, and so advised that when giving numbers people use the number of sign-ups rather than participants.

9.7: Jack Warren talked about residential courses and suggested recording some sessions to put on the internet. Paul Gubbins responded that anything that we recorded would have to have a professional appearance, which would involve production rather than simply placing a microphone in front of people at one of our events. He further commented that EAB's portfolio of events would be discussed by the trustees in June because enrolments were very poor. He suggested that there might be too much on offer (Lernu!, Drondo, Buchanan, Conference, Scottish Congress, Somera Festival) in a short space of time and invited comments.

9.8: Malcolm Jones expressed thanks to the Management Committee for their work during the year.

10: The results for the election of the Management Committee were announced:

<i>Name</i>	<i>For</i>	<i>Against</i>	<i>Abstain</i>
Edmund Grimley Evans	60	3	1
Paul Gubbins	62	0	2
Clare Hunter	62	1	1
Tim Owen	62	2	0
Ed Robertson	59	1	4
Michael Seaton	59	1	4

Edmund Grimley Evans, Paul Gubbins, Clare Hunter, Tim Owen, Ed Robertson and Michael Seaton were duly elected. Paul Gubbins was duly re-elected president.

11: Tim Owen thanked Jack Warren and Viv O'Dunne for their hard work in organising the 2014 Esperanto conference in Sheffield and announced that the 2015 one would be organised by him and Viv and most likely take place in Brighton.

Signed as a true record

Date