

English Folk Dance and Song Society

Annual General Meeting

Saturday 13 November 2021 at 11.00

Present: Lorna Aizlewood (Chair), Ed Fishwick (Hon Treasurer), Katy Spicer (Chief Executive), Tony Garton (Company Secretary) together with seven other Board members and four members of the Society. Seventy two members attended by proxy.

1. Welcome

The Chair welcomed those members present and Fee Lock, attending as a representative of the Morris Federation.

2. Apologies for Absence

Apologies were received from Mike Heaney, Ayub Khan, Corinne Male, Angeline Morrison, Sherry Neyhus, Martin Parker and Andy Wooles.

3. Adoption of Minutes of the Annual General Meeting held on 14 November 2020

After the correction of one typo the acceptance of the minutes was proposed by Ed Fishwick and seconded by Alan Davey. The minutes were accepted nem con on a show of hands.

4. Matters Arising from the Minutes

There were no matters arising from the minutes.

5. Presentation of the Annual Report and Accounts for the year 2020–2021, including the report of the Auditors and an update on activities for the current year.

The Annual Report and Accounts had been previously distributed.

Katy Spicer gave an account of activities since the end of the financial year. She, Lorna Aizlewood and Ed Fishwick answered questions on the Annual Report and Accounts.

That the Annual Report and Accounts be received by the meeting was proposed by Mike Norris, seconded by Alan Davey and agreed by the meeting nem con on a show of hands.

6. Elections and Appointment to the Board

Tony Garton informed the meeting of the changes in the Board. During the year Steve Roud had tendered his resignation.

At this AGM seven members of the Board are continuing in post with no changes. These are Lorna Aizlewood, Alan Davey, Ed Fishwick, Fi Fraser, Laura Jones, Ayub Khan and Andy Wooles.

One member of the Board (Alistair Anderson) has completed his maximum of six continuous years of service and must stand down and cannot be re-elected.

Three members of the Board have completed three years of service and must stand down but are eligible for re-election. Two (Corinne Male and Sherry Neyhus) have decided not to stand for re-election at this time. One (Nicola Kearey) is standing for re-election.

Two members of the Board (Robyn Chicot and Eleanor Telfer) were elected last year, but it was discovered that there was a problem with their nominations and they were not eligible. The problem has now been rectified. They were co-opted for the time until this AGM and are now standing for election.

One member of the Board (Lucy Hooberman) has completed her period of appointment under Article 11.5, but is standing for election.

One member of the Board (Martin Parker) was appointed last year under Article 11.5. The confirmation of his appointment is one of the motions at the AGM. He has not completed his full term, but is standing down early as an appointed member and is standing for election.

Consequently at this AGM there are seven vacancies for elected members of the Board. The Board is proposing five candidates to fill them. They are all existing Board members. They are: Robyn Chicot, Lucy Hooberman, Nicola Kearey, Martin Parker and Eleanor Telfer. As there are fewer candidates than vacancies, all are elected automatically.

In addition at the most recent Board meeting the Board resolved to appoint two members under Article 11.6 with effect from this meeting. They are Angeline Morrison and Arti Prashar. These appointments came after the papers for this meeting had been posted out and a motion to confirm the appointments will be before the 2022 AGM.

7. Setting Subscriptions for 2022. (Ordinary Resolution 1)

The Board asked the meeting to confirm the levels of subscription for 2022. The resolution was passed nem con on a show of hands.

8. Appointment of Auditors. (Ordinary Resolution 2)

The Board proposed Sayer Vincent as the Society's Auditors until the 2022 AGM. The resolution was passed nem con on a show of hands.

9. Appointment of Eliza Carthy as EFDSS President. (Ordinary Resolution 3)

The Board proposed the appointment of Eliza Carthy as EFDSS President for a three year term commencing at this meeting. The resolution was passed nem con on a show of hands.

10. Confirmation of Martin Parker as a director. (Ordinary Resolution 4)

The Board had appointed Martin Parker as a director under Article 11.5. This has to be confirmed by a general meeting. The resolution was passed nem con on a show of hands.

11. Alteration of Articles of Association. (Special Resolution 1)

The Board proposed an amendment to the Articles of Association as follows:

Add a new clause:

8.3

(1) A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.

(2) A person is able to exercise the right to vote at a general meeting when —

(a) that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and

(b) that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.

(3) The directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.

(4) In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other.

(5) Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

and renumber the remaining clauses in Article 8 as necessary.

Fee Lock and Charles Harvey spoke from the floor in favour of the proposal and citing other organizations that have followed the same route. The resolution was passed nem con on a show of hands.

Lorna Aizlewood said that the Board would draw up guidelines for how general meetings should be conducted after this change. Lucy Hooberman asked whether voting remotely would be allowed and it was confirmed that it would.

12. Any Other Business

There was no other business.

Lorna Aizlewood thanked the staff for their efforts in organizing the meeting and conducting the proxy voting and the members for coming. The meeting closed at 11.35.

The 2022 AGM will be held on 12 November 2022.