

# ANNUAL GENERAL MEETING 2022 MINUTES

<b>Meeting Date</b>	Monday 12 <sup>th</sup> October 2022
<b>Meeting Location</b>	Zoom
<b>Date of the Next Meeting</b>	TBC - 2023

## COUNCIL MEMBERS PRESENT (VOTING MEMBERS)

- Ian Potter (IP) – Chair
- Deb Outhwaite (DO) – Vice-Chair
- Fiona Creaby (FC) – Treasurer
- Caitlin Donnelly (CD) – Secretary
- Bethany Kelly (BK) – Council Member
- Steve Courtney (SCO) – Council Member
- Suzanne Culshaw (SCU) – Council Member
- Tony Bush (TB) – EMAL Editor (Non-Voting Council Member)
- Paul Armstrong (PA) – MiE Editor (Non-Voting Council Member)
- Catherine Simon (CS) – Council Governance Support (Non-Voting Council Member)

## OTHERS IN ATTENDANCE (PEOPLE PRESENT UNABLE TO VOTE)

1. Ryan Beasley (RB) – Executive Officer & Minute Taker

## APOLOGIES SENT

1. Victoria Showunmi (VS) – Conference Chair

### 01.01 - Chair's Welcome and Declaration of Interest.

IP welcomed members to the AGM. IP stated that if there are any declarations of interest, members should let him know when the item arises on the agenda.

RB announced that the meeting was quorate with a total of 44 attendees including Board members.

### 01.02 - Minutes of the Last Meeting

IP summarised the minutes from the last meeting.

**APPROVAL: The membership approved the minutes from the previous meeting.**

### 01.03 - Matter Arising from the Last Meeting

None.

#### 01.04 - Chair's Report

IP gave thanks for the programme of activity the Society provided for the membership during the Pandemic and post-pandemic for the 50<sup>th</sup> Anniversary celebrations.

IP spoke about the international agenda that BELMAS had continued to evolve which included:

- Co-badging the Annual Conference 2022 with CCEAM and building relationships with UCEA.
- Supporting educational leadership particularly in developing countries.
- Attendance at the IEAL-J 10<sup>th</sup> Anniversary.
- UCEA partnership and school visit in Gosport.
- Paul Miller and Tony Bush's work with the Commonwealth Secretariat in developing a handbook for school leaders across the Commonwealth.
- BELMAS facilitating international members to stand for Council.

IP stated that the BELMAS roundtables had taken place over the course of the last 18 months. Notes had been taken and shared with those who attended for accuracy with the outcomes informing the discussion at the Council Strategy Day.

IP thanked those members who support RIGS and reassured members that the value of benefits will be at the forefront of discussions for Council looking into the future.

IP noted that BELMAS has appointed a new Executive Officer, Ryan Beasley who started in May 2022. Richard Davis, Business Manager had now retired, and his significant impact and long service is now being built on for the future with the new Executive Officer appointment.

IP thanked Council for their support in navigating the Society through particularly difficult times and extended further thanks to those Council members leaving their posts: Ruth McGinity, Ponto Moorosi, Paul Miller and Jacqueline Baxter.

IP finished by welcoming the newly elected Council members who would be announced at the end of the AGM.

#### 01.05 - Honorary Treasurer's Report

FC pointed the membership towards the overview document that was made available on Dropbox prior to the meeting for the audited accounts ending December 2021.

The audited accounts were sent over as draft, with some amendments to made as per the overview.

There was an overspend for 2021, however, there was a significant underspend in 2020 of around £80,000 due to Covid, and a reduction in travel and services.

BELMAS is currently over its Reserves threshold and in a healthy financial position due to its cautious approach to the Reserves Policy prior to signing a new contract with Sage Publications.

BELMAS is also currently reviewing its financial reporting and structure which will include a review of the Reserves Policy.

A member highlighted that there was a spelling issue on one of the names of the Trustees.

**ACTION:** To add an additional amendment to ensure all Trustees names are spelt correctly.

## 01.06 - Executive Officer's Report

RB gave a verbal update to the membership.

There are currently 468 members and as part of the governance and member offer reviews, there will be initiatives to increase our membership from 2023 onwards.

BELMAS will be looking to move to a Charitable Incorporated Organisation (CIO), keeping its current charity registration, but no longer reporting to Companies House. As part of this change, BELMAS will look to introduce a new Constitution and By-Laws to facilitate any changes from the wider governance review.

BELMAS has joined National Council for Voluntary Organisations (NCVO) to support its work in its governance and provide Trustee training for the first time. Approval of this affiliation is on the agenda.

There has been significant time invested in work to produce new policies and reviewing previous ones which has been supported with external HR support. All new BELMAS policies will focus on being supportive and written in a transparent and equitable way.

The elections have now been conducted and have seen significant process changes throughout. Over 18% of the membership took part in voting and the results of the election are to be announced at the end of the AGM.

RB is looking to review the current website offer. BELMAS has recognised the challenges with the current website and is reviewing the opportunities that are available against funds.

The Annual Conference for 2023 will be held in Belfast with three venues available. BELMAS events partners are putting together fully costed proposals for the Conference Committee to consider. RB stated that it is important that BELMAS balance the cost of conference against the expectation of members to ensure financial sustainability. 2024 is likely to be held in Glasgow or Cardiff as part of BELMAS commitment to reaching out into the Nations.

RB stated that there are fresh ideas and lots of new initiatives being discussed for BELMAS, but it is important that the organisation focuses on ensuring its good governance and organisational health as a priority.

**QUESTION:** Would the current charitable objectives change with the change to a CIO?

RB stated that BELMAS charitable objects would not change, the legal form would change but not the purpose.

**QUESTION:** Would there be a cost to convert to a CIO and would BELMAS be able to keep its charity number?

RB stated that the cost would be kept to a minimum as there is clear guidance for charities to convert to a CIO on the Charity Commission website. RB had already spoken to the charity commission and confirmed that BELMAS charity number would remain the same.

## 01.07 - Audited Accounts Ending December 2021

FC presented the accounts to the membership which were made available to the membership on Dropbox prior to the meeting.

FC thanked RB, the BELMAS Office staff and the auditors, Hawsons, for their work to ensure the accounts were completed on time for the AGM and within the deadline set by the Charity Commission and Companies House.

There were no questions.

**APPROVAL: The membership approved the Audited Accounts ending December 2021.**

### **01.08 - Approval of Auditors for 2023**

RB proposed Hawsons Chartered Accountants as auditors for 2023 due to their excellent service for the 2021 accounts.

RB thanked the previous auditors Landin Wilcock for their support through what was a difficult period for BELMAS.

#### **APPROVAL: The membership approved Hawsons as the auditors for 2023.**

RB noted that any new financial regulations written as part of new Bye Laws would include a commitment to tender for new auditors every five years.

### **01.09 - Approval of Affiliations**

TB asked if BELMAS needed to approve an affiliation with CCEAM.

RB stated that if BELMAS pays a fee to CCEAM and has voting rights, then it is considered a member and therefore would need to be approved as an affiliation by the membership.

RB suggested that, in the interest of moving forward with the agenda, that BELMAS Council review who they consider to be affiliates, and if they are required to be approved by the membership, then a poll should be circulated.

A member stated that BELMAS is listed on the CCEAM website as an affiliate.

**ACTION:** Council to discuss what BELMAS considers an “affiliation” and where necessary to send a poll out to the members.

#### **01.09.01 NCVO**

RB proposed the affiliation with NCVO stating that the cost of joining is £180 per year. The benefits for joining NCVO included half price trustee training and governance support.

#### **APPROVAL: The membership approved the affiliation with NCVO.**

### **01.10 – Election to BELMAS Council Results**

RB read out the results of the election and announced that the following members had been elected to BELMAS Council: Janet Hetherington, Denise Mifsud, Bernardita Moreno and Saeeda Shah.

### **01.11 - Questions from the Membership**

**QUESTION - David Dixon:** “Should BELMAS declare a 'Climate Emergency' and think about how it can take actions to address this? E.G. making the annual conference carbon neutral, not banking with an organization that invests in fossil fuels and giving sustainability a much higher profile in academic discussions in relation to education and management in education”.

IP didn't think that Council would be able to give an immediate comprehensive answer but stated that it is something that BELMAS should take seriously and include in the strategy discussions.

IP understood that David offered to speak directly to BELMAS Council regarding this issue in more depth which IP welcomed.

**ACTION:** RB to facilitate David in meeting with Council to discuss the Climate Emergency and ideas moving forwards.

RB noted that all members who asked a question would have a formal response in writing.

**QUESTION - Nargis Ara:** “I appreciate BELMAS makes facilitations for International Members, but could you please clear up whether we can attend any meeting of BELMAS during year 2023”.

RB stated that constitutionally all members should have access to BELMAS services, and following lesson’s learnt during Covid, we are now in a position to actively facilitate members participation through hybrid provisions.

RB also noted that this year BELMAS invited international members to run in the election for Council for the first time.

**QUESTION - Megan Crawford:** “Will there be a report for the membership on the Chairs National Conversation Events - perhaps on the web site?”.

IP stated that the process would be to review and share the notes with Council which will influence decision-making in the office and with Council and then to share back any progress from learnings to the membership which will be through our website and social media channels.

#### **01.12 Announcement of the Winner of the Prize Draw**

The winner of the Membership Survey prize draw for a £20 amazon voucher was announced as Robert Campbell.

#### **01.13 Closing Remarks from the Chair**

IP reiterated their thanks for everyone attending the AGM and for everyone’s participation in BELMAS activity. IP hoped that while there was some review in terms of approving the 2021 accounts, he hoped that the membership had a futures orientation and an understanding of the direction of travel for the Society.

**- Ends -**