

Autscape 2010 AGM Minutes

**Held at 11.30am on Friday 13th August 2010 at Ammerdown Centre, Radstock,
Somerset, UK**

Martijn Dekker chairing in place of Kalen

1. Apologies for absence: Elaine Binhammer

2. Resolutions

2.1 **The minutes of Autscape AGM 2009 are correct** (Proposer: Alexis Miller; Seconder: Larry Arnold) 25 in favour, 0 opposed, 8 abstentions.

2.2 Peter Benie (Treasurer) explained that corrections had been made since the draft accounts made available last year. He answered a question from the floor about the meaning of restricted/unrestricted funds. It was also clarified that agreement with the proposal constitutes agreement that the figures are correct not agreement with the financial decisions of the committee. **The full annual accounts 2008/2009 are correct** (Proposer: Peter Benie; Seconder: Stephen Miller) 22 in favour, 0 opposed, 11 abstentions.

3. Annual Report

3.1 Kalen (Autscape Chair) read the annual report to the meeting (omitting the introduction). Larry Arnold complemented the committee on an excellent draft report. In response to a question from Larry, Yo (secretary) clarified that this is the final AGM of Autscape the unincorporated member's organisation.

3.2 Yo (secretary and company secretary designate) made a brief oral report about the charitable company transition. She explained that The Autscape Organisation has been incorporated but does not yet have charitable status. She explained that members of the new organisation would be required during this year to provide postal addresses in order to comply with company law. However she reassured members that this data will be stored in accordance with the provisions of the Data Protection Act and will not be used to post anything to members.

4. Financial Report and interim accounts

4.1 Peter Benie (Treasurer) reported on this year's accounts. He explained that 90% of Autscape's costs are venue fees and that, therefore, the only way to reduce conference fees is to move to a cheaper venue. He told the members that Autscape has made a slight loss this year and explained that figures set months ago for conference fees have resulted in only a 1 – 2 % difference between projected costs and actual costs and assessed this as excellent. He reassured the members that Autscape's reserves are sufficient to cover this year's slight loss. **The interim accounts are correct** (Proposer: Alexis Miller; Seconder: Stephen Miller) 28 in favour, 0 opposed, 7 abstentions.

5. Becoming a charitable company

5.1 There was a motion from the floor **to move the issue of asset transferral from AOB to this point in the meeting** (Proposer: Caroline; Seconder: Larry). This was accepted by the meeting nem con.

5.2 To transfer the assets of Autscope (the unincorporated members' organisation) to The Autscope Organisation (a limited company intending to apply for charitable status). (Proposer: Martijn Dekker; Seconder: Yo) 29 in favour, 0 opposed, 6 abstentions.

5.3 That Autscope (the unincorporated members' organisation) be dissolved at the point at which The Autscope Organisation (a limited company intending to apply for charitable status) achieves charitable status and to transfer the members from one organisation to the other. (Proposer: Larry Arnold; Seconder: Yo; incorporating an amendment proposed by Julian Cherryson) 30 in favour, 0 opposed, 5 abstentions. The constitution requires this motion to be passed by two-thirds of the members present. The motion is, therefore, passed.

6. Elections to the management committee:

6.1. As a result of uncontested candidates, the following individuals were elected to the management committee.

Chair – post vacant

Secretary - Yo

Treasurer – post vacant

General Committee Members (up to 6 places available)

Martijn Dekker,

Elaine Binhammer,

Trish Jubb,

Kalen.

6.2 In response to questions from members, Yo (secretary) clarified some issues. A member enquired about who will fill the treasurer role. Yo clarified that the committee will appoint internally to the vacant roles and may co-opt additional members. A member enquired whether the committee members have to be re-elected to the new company. Yo clarified that this will not be necessary until routine elections at the first company AGM, as Autscope has organized the transfer in such a way as to ensure this happens automatically. Yo further clarified in response to questions that the incorporation protects members against personal liability and that, as a charitable company, Autscope will be exempt from the requirement to include the word 'Limited' in our title.

7. Any Other Business

7.1 Alexis and other members expressed their thanks to the committee for their hard work and made a short statement about the benefits of Autscope to its participants.

7.2. John McDonald suggested sharing what members know about potential venues. Martijn (meeting chair) requested that interested members join the venue subcommittee. Martijn further clarified in response to questions that a full list of subcommittees is available on the Autscope website and that these are easy to join.

7.3 Members were encouraged to submit items to the proposed Autscope newsletter.

7.4 There was a discussion prompted by Ian Molton and Stephen Miller of the procedures surrounding abstention in general meetings. Ian (and some other

members) requested a means of formally abstaining to distinguish this from abstention by default. Yo (secretary) agreed to consider this during the course of the next Autscape year. However she explained that currently the committee had decided to calculate rather than count abstentions in order to minimize the perpetuation of a common misapprehension that abstention constitutes a protest vote rather than simply being the absence of a vote. She further advised members wishing to protest an action to vote against the relevant resolution.

Meeting Closed.