

# Folk Camps Society Ltd

## Minutes of the Annual General Meeting

Held at Wing Village Hall, Bucks on Saturday 2<sup>nd</sup> December 2006

### PowerPoint Presentation

Prior to the formal meeting Paul Weir gave a short presentation to introduce the Council members and the expanded Contracting team, with Mic Spenceley as Bookings Administration Manager, Brian Bull as Events Manager and Barry Moule as Equipment Manager.

### Bookings, income and expenditure

He then used pie charts to show the breakdown of income and expenditure and a bar graph to show a comparison of bookings for 2005 and 2006 seasons where there was broad similarity in totals, but showing the main growth area with an extra week of marquee camp.

### Sites

Paul then ran through sites for 2007, introducing four new ones. Weekend sites will be the usual ones with the addition of Redmarley d'Abitot. Specialist camps will be as usual, with the singers' camp expanding to include the Thursday. Paul then showed photos of the new sites:

- Poole, Dorset. – complete with own marquee, toilets and shower block. A nature reserve on the edge of Poole Harbour.
- North Wales – hall site at Bryn Pydew, near Llandudno on the coast.
- France – Le Roc St André, Brittany – between Rennes and Vannes.
- Redmarley d'Abitot – hall site for August Bank holiday camp.

### Member communications

The issue of member communications was brought up at this point – 86% of the FCS membership now has email. This is faster, quicker and cheaper than post.

Online booking – FCS will be trialling this method of booking and payment. Mic Spenceley is in the process of setting this up and it will hopefully be ready by Christmas.

There are two websites – the main FCS public site and “members only”.

With the exception of the bumper pre-AGM issue, Extent will now be sent by email unless members specifically ask for a paper copy. Updates will also be sent by email.

Mic Spenceley requested that members should please remember to update him if they change their email address. Sue Malleson advised that people should put FCS on a ‘white list’ so that emails will not be filtered out by spam detectors.

## **Future**

Paul concluded his presentation by looking to the future of Folk Camps

- aiming for all camps to contribute to overheads
- more new sites for 2008
- help us to find a new site and get £100
- recommend a friend and get £25
- looking for more camp staff, particularly catering apprentices
- stand for election to Council

## **Formal Meeting**

**1. Apologies** were received, as listed. There were 48 Governing and 4 Associate members present as noted in the attendance book.

### **2. Minutes of 3<sup>rd</sup> December 2005**

The Chairman asked that people note that the version sent out with the AGM mailing was slightly different to the corrected copy that will be signed – there is a change to the way apologies are noted and some names have been amended to give the correct spelling.

Acceptance of the minutes was proposed by Judy Pierce and seconded by Faith Kemp. Carried, - nem. Con.

### **3. Matters Arising from minutes**

None

### **4. Appointment of tellers for ballot**

No ballot needed, but asked for tellers to count proxy voting papers. Karl Stevens and Chris Jewell were approved nem. con

### **5. Appointment of 3 members to the Council of Management**

There were three nominations to fill three places, two existing members John Dell and Chris Butler standing for a second term and new nominee Sue Malleson. Paul Weir welcomed Sue Malleson to Council.

Elaine Meechan queried what will be done about the two extra places which have become vacant due to the later resignations of Caroline Grange and Helen Self. Paul Weir stated that Council could co-opt further members or it could leave these 'fallow' until next year. Judy Pierce stated that it is worth filling these if we can. Chris Munford enquired whether co-option is just for one year. Confirmed that this is the case. Andy Malleson suggested that if a specific expertise is required and someone presents themselves with a particular skill then this is a good case for co-option. There were questions raised about Council being quorate. After the meeting it was confirmed that the required number is seven for an AGM (General meeting) or 4 for a Council Meeting.

### **6. Adoption of the Report and Accounts for the Year 2005 / 2006**

It was explained that the new legislation for charities makes accounting and auditing more complicated than before. Paul Weir explained that on the

basis shown in the presentation we have made a slight profit, but this did not account for the overlap of fees during the handover of contractors.

Mick Green queried what is meant by accumulated funds. Chris Butler explained that this is a combination of our Charifunds and Charibonds, he also explained how they are offset against each other and this tends to balance out fluctuations in the market and also gives a contribution to overheads. These have been revalued to £79,000 as they were previously valued as at purchase (see note 13 of accounts summary)

Overall we have done slightly less well in bookings compared to last year (mainly due to the cancellation of Rattery). There has also been an overlap of old and new contractors.

Governance costs – (council meetings) have added also to the slight increase in running costs.

Our main objective is to try to get bookings up. There must also be re-allocation and changes to the pricing structure to rebalance the contribution to overheads. Paul Weir gave the example that for Halsway Manor we have to balance the 'buy-in' cost against generating a satisfactory contribution to overheads, therefore we have tried to renegotiate the 'buy-in' price.

Chris Butler said that we have revalued some of the assets due to new purchases – lighting and PA system (note 9)

Depreciation has been discussed with the accountants – they are happy that it remains as it is. Valuations are not upgraded unless there is a significant upgrade of equipment, but this is usually replaced on a 'like for like' basis.

Adoption of the accounts was proposed by Dennis Leavey and seconded by Malcom Bright. Carried nem.con.

## **7. Appointment of James De Frias as auditors**

Lawrence Ashman is retiring. This, together with the geographical location of Mic Spenceley, makes it an appropriate point to change auditors. The new company proposed consists of Mr James and Mr De Frias. They are a company local to Mic and are prepared to take on a charity account and to work for the same fee as L.J. Ashman. If appointed, Mr de Frias will be dealing with our accounts.

Paul Weir stated that the time required for producing the accounts is crucial. Judy Pierce queried how long the current fee will hold. £1900 is the negotiated fee for 2007.

Sue Malleson asked if we could request that Mic gets the fee quotation ahead of the AGM each year so that it can aid our discussion.

Chris Butler added that there are now different levels of audit available to small charities such as FCS but we have opted for full audit for the protection of both FCS and the Council.

The company James De Frias was appointed as auditors, proposed by Judy Pierce and seconded by John Meechan Carried, nem.con.

## 8. Special Resolutions

Chris Butler stated that the changes to be made to the Memorandum & Articles of Association (some of similar nature) have been looked at by a firm of lawyers working on a pro bono basis (i.e. free work for charities) who made approximately 95% of the changes and then we just needed to tweak these a little to suit FCS needs.

Communication changes will allow for things to be done more efficiently and cheaply. Resolution 2 – explanation for ‘England and Wales’ was given (only 1 country allowed – UK is not a country – England and Wales is accepted as one, but not with addition of Scotland).

There was a query about the proposal to handle all resolutions as a bloc vote – 1 of the proxy votes was against on resolutions 2,12 and 14. It was agreed by the meeting that members would vote on each resolution separately, but that we could have the same proposer and seconder for each.

Mic Spenceley stated that under new resolution FCS will have the option to communicate by email or post. Mick Green said that electronic communication is less certain than ‘snail mail’ and he would hope that we will be wary of using electronic communication for legally required communications – notice of meetings, etc. This was debated extensively - several people have issues over electronic communication. Jackie Butler suggested that the main issue of Extent should list documents that have been sent out. Elaine Meechan pointed out that we only pay £1 per year governing membership fee – is there any point in upping the fee? Paul Weir said that if we want to encourage people to be governing members – we now have 300+governing members – rather than discourage them by raising the fee, better to keep it the same.

Voting took place on the resolutions. All were proposed by Judy Pierce and seconded by Chris Munford.

Resolution 1 -	carried nem. con
Resolution 2 -	carried, 1 against
Resolution 3 -	carried nem. con
Resolution 4 -	carried nem. con
Resolution 5 -	carried nem. con
Resolution 6 -	carried nem. con
Resolution 7 -	carried nem. con
Resolution 8 -	carried nem. con
Resolution 9 -	carried nem. con
Resolution 10 -	carried nem. con
Resolution 11 -	carried nem. con
Resolution 12 -	carried, 1 against
Resolution 13 -	carried nem. con
Resolution 14 -	carried, 1 against
Resolution 15 -	carried nem. con

## 9. Any other Business

**Quorum for Council meetings** -The question of the number of Council needed to be present to make a Quorum was again raised. As we are currently down to 7 Council members, it was queried whether a quorum of 7 stands or needs to be changed. Debate ensued, Chris Butler pointed out that if a meeting is not quorate then it can be reconvened a week later without the need for a quorum. Paul Weir asked for permission from those present to hold an inquorate meeting after the AGM. Karl Stevens enquired how this number was set. It was thought that the figure of 7 probably referred to the 7 out of 12 members when the Council was originally set up. The Chairman asked for a show of hands to see who would be in favour in principle of a figure of 66% of Council. \*After the meeting, further scrutiny of the Mem & Arts revealed that the current figure is a fact 4.

### Thankyous

**Database system** – Paul Weir stated that we now have a new database system which is very clever and tailored to our needs. This was expertly designed at minimum cost by folk camper Richard Jones, who lectures in database design. He was not present at the AGM but thanks were extended to him from the chair and the meeting.

**Thanks to Council** – Andy Malleson proposed a vote of confidence and thanks to Council and all who have been involved in organising and running the current year's camps.

**Thanks to Roger Conway** – Judy Pierce proposed that we record the meeting's thanks to Roger Conway for all the work he has done over the past years. Judy added that in her view the Society wouldn't be here now, but for him. Roger was due to receive a full presentation at the ceilidh that evening.

**Takeover of Administration roles** – Chris Butler said that he is pleased with the way Mic Spenceley and Brian Bull have taken over the administrative roles from Roger. Well done so far. We have had a lot of work to do this year and Paul has done a fantastic job as chair.

### Thanks to retiring members:

- Pete Hendy – who has now completed his term of office.
- Caroline Grange and Helen Self, who resigned prematurely, but have been a great help and will continue to see through the work they began with the marketing questionnaire.

### Thanks also:

- to John and Faith Kemp for 'Kemp's Kitchen' at the AGM
- to Beci Brown for editing 'Extent'.

**Venue/ Timing for Reunion for 2007**

Sue Malleson suggested March. Judy Pierce said Nov/Dec is better as we have time to influence next year's camps. Lots of deliberation around these dates – majority present indicated a preference for the last weekend in November as the ideal option.

**Development Fund**

3 considerations at present, almost completed but still awaiting confirmation.

- Jenny Newman – production of a book for schools.
- Carolyn Robson – a children's Folk Dance Festival in May
- Derek Hammond – **бъ, еъ** version of his earlier tune book.

Appointment of non-council members to Development fund committee – at present – Lizzie French and Barry Pollard. Barry was present and prepared to continue. Emily Malleson agreed to stand. Proposed by Judy Pierce, seconded by Faith Kemp. Carried nem. con.

The Chairman formally closed the meeting at 4.26 pm.