



THE HEATHER SOCIETY
charity registered in England and Wales no. 261407

**Minutes of the Annual General Meeting of the Heather Society held at 9.00am on
Sunday, 11th September 2016, at The Royal George Hotel, Perth, Scotland**

Officers and Councillors Present

Dave Brown
Richard Canovan (Hon. Treasurer)
Andy Collins
David Edge (Chairman)
Phil Joyner (Hon. Secretary)
Susie Kay
Charles Nelson
Barry Sellers

With 8 members of Council and 11 ordinary and honorary members being in attendance the meeting was deemed quorate. 5 associate members were also in attendance.

1. Apologies for Absence

Apologies were received from Councillor, John Hall, honorary member, Dee Daneri, and ordinary members Molly Hall, Dennis Jeskins, Margaret Jeskins (associate member), Eileen Petterssen, Egil Asbjørn Sæle and Peter Watts.

2. Opening Statement by the Chairman

The Chairman, David Edge, welcomed the members to the Annual General Meeting of the Heather Society and then followed with his opening statement, the text of which is attached.

3. Minutes of the Annual General Meeting held on 13th September, 2015

The Minutes of the Annual General Meeting, held on 13th September, 2015, at Leenane, Connemara, Co. Galway, Ireland, had been included in the Conference Folder as well as being published on the website. Barry Sellers proposed that the Minutes be accepted as an accurate record of that meeting, seconded by Jean Preston with agreement, by a show of hands, from a majority of members present. No members were against. The Minutes were duly signed by the Chairman.

4. Presentation of the Annual Report and Accounts for 2015

The Hon. Secretary, Phil Joyner, stated that the draft 2015 Annual Report and Accounts, published on the website and mailed to those members without e-mail addresses, had now been signed off by the Independent Examiner, Jason Foxwell, without any amendments to the draft version being required. The Hon. Secretary said that he had copies of the signed Annual Report and Accounts if members would like one, none was requested.

The Hon. Treasurer, Richard Canovan, referring to the 2015 Accounts, described a good financial position at the end of 2015. He drew attention to the updated 2014 end of year total on the General Fund Receipts and Payments page and briefly mentioned the reason for it. A brief mention was made about investments currently performing well and the current year's financial position not being affected by Brexit. The Hon. Treasurer then invited questions and comments from the members present but none were forthcoming.

The Chairman then asked for acceptance of the 2015 Annual Report and Accounts. Susie Kay proposed acceptance, seconded by John Griffiths with agreement by a show of hands from a majority of members present. No members were against. The Chairman thanked the Hon. Secretary and the Hon. Treasurer.

5. Proposed amendments to the 2015 revision of the rules

Replace clause 6(a) with:

The management of the Society shall be the responsibility of a Council consisting of the Officers and not less than three elected Councillors.

Replace clause 12(b) with:

The quorum for a General Meeting shall be 12.

The Hon. Secretary explained that the changes were necessary because of falling membership and the unwillingness of members to become Councillors (Officers and Councillors are Trustees of the Society).

Ella May Wulff proposed acceptance of the amendments to the rules and Dave Brown seconded that proposal with agreement by a show of hands from a majority of members present. No members were against. Consequently, the rules will be amended as soon as practical and subsequently submitted, as is required, to the Charity Commission for their records.

6. Appointments by The Heather Society Council

Council recommended the appointment of John Griffiths as President and Daphne Everett, Pamela Lee, Alice Knight, Kurt Kramer and *ex officio* President of NAHS as Vice-Presidents. The Hon. Secretary commented that the President of the NAHS had so far not been appointed and this was confirmed by Ella May Wulff. The acceptance of the Council recommendations was proposed by Charles Nelson and seconded by Susie Kay with agreement by a show of hands from a majority of members present.

7. Election of Officers

The Hon. Secretary was in possession of the appropriate nomination papers duly completed and signed for two nominees for the position of Hon. Treasurer namely the incumbent Hon. Treasurer, Richard Canovan, and ordinary member, Allison Fitz-Earle. The Chairman directed that a secret ballot should take place but before that each nominee was invited to say why they felt that they were suitable for the position.

Richard Canovan started by saying that he was happy to continue as Hon. Treasurer, a position he had held for the last four years. He then went on to explain that during that period he had established a successful relationship with the Banks overseeing the Society Accounts, the Financial Services the Society uses for investments, the HMRC and the Charity Commission. He also felt that he could take on the membership function to smooth the interface between receipt of membership subscriptions and the recording of the same.

Allison Fitz-Earle then followed with a statement as to why she felt that she was suitable for the position, the text of which is attached.

All the members eligible to vote had each been handed a ballot paper prior to the meeting. Before the ballot proceeded Jean Preston asked that two scrutineers be appointed for the counting of the ballot papers. Alan Kay and the President, John Griffiths agreed to be the scrutineers. The ballot then proceeded followed by the count. The result, announced by the Chairman, was Richard Canovan receiving 3 votes and Allison Fitz-Earle receiving 16 votes. On the result of the ballot Allison Fitz-Earle was elected Hon. Treasurer for the Heather Society.

Richard Canovan suggested that the handover from him to Allison Fitz-Earle should gradually take place during the period up to the end of the financial year (31st December) with him being responsible for the accounts during that period. There was agreement to this suggestion from a majority of members present.

The Hon. Secretary was in possession of the appropriate nomination papers duly completed and signed for the nomination of David Edge as Chairman and Phil Joyner as Hon. Secretary and with no other nominations both were duly elected to their respective positions.

8. Elections of Members of Council

Under rule 6(b) 2015 Dave Brown and Barry Sellers had served a 3 year term and had put their names forward for re-election. The Hon. Secretary was in possession of the appropriate nomination papers duly completed and signed and both persons were duly elected for a further 3 years' service.

The Hon. Secretary was also in possession of a nomination paper duly completed and signed for Richard Canovan to be elected to Council and he was subsequently duly elected to Council for a 3 year period.

Charles Nelson had been co-opted onto Council since October 2015 but he confirmed that he was not seeking election to Council.

9. Appointment of the Independent Financial Examiner

The Independent Financial Examiner for the 2015 Annual Report and Accounts, Jason Foxwell, had indicated his willingness to examine the 2016 Annual Report and Accounts during 2017, subject to his possible re-location. However, if Jason Foxwell is unable to examine the 2016 Annual Report and Accounts then another Independent Financial Examiner will be sought and co-opted by Council. Charles Nelson proposed that Jason Foxwell be re-appointed Independent Financial Examiner, subject to the above comments, and Dave Brown seconded the proposal with agreement by a show of hands from a majority of members present. No members were against.

10. Discussion of the future for The Heather Society

A brief discussion was initiated on the future for the Society. The members were informed that after the end of 2016 there would be no Hon. Registrar and after the publication of the 2017 Yearbook, no Hon. Yearbook Editor and an invitation was made to those present to consider if they might be able to contribute in these areas. After the publication of the Autumn Bulletin then the future of the Bulletin was in the hands of the Chairman's nursery assistant and Society member, Samantha Barnes, who was currently fielding enquiries on the Administration front. The Hon. Secretary will deal with governance matters and his address will be the official address of the Society. The membership duties will be combined with the Hon. Treasurer duties. Dave Brown will continue to maintain and enhance the Website which is likely to become the main face of the Society in the future. Jean Preston queried the main purpose of the Society given that the world is a different place to what it was in 1963.

There were no conclusions from the discussion other than Council would consider all options and hard decisions would need to be made possibly including a timetable for the closure of the Society.

11. Arrangements for the 2017 Annual General Meeting and Conference

The Conference Organiser, Susie Kay, announced that the 2017 Conference would be held at The Walnut Tree Hotel situated in North Petherton, near Bridgwater in Somerset. The booked dates are Friday 8th – Monday 11th September with the Annual General Meeting being held at some time during that period. A programme for the weekend is in the planning stage and will include speakers, visits and in particular a visit to Hestercombe Gardens near Taunton. Other possible visits could be to RHS Rosemoor and to the walled garden at Cannington. It was pointed out that the area is full of attractions and would be suitable for holidaying around the Conference weekend. Susie Kay invited members, intending to participate, to fill out a booking form and pay their £5 booking fee to Alan Kay.

Finally, Susie Kay indicated that the 2017 Conference would be the last that she would organise. The Chairman thanked Susie and Alan Kay for all their hard work during the period they had been organising Conferences.

Meeting concluded @ 10:39am

Certified a true copy of the Heather Society AGM Minutes of the 11th September 2016.

Signed.....Chairman

Dated.....