



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

**Minutes of the Annual General Meeting of The Heather Society held at
2.00pm on Saturday, 19th September 2020 using Zoom Conferencing**

Officers and Councillors Present

Dave Brown (Hon. Secretary)
David Edge (Chairman)
Allison Fitz-Earle (Hon. Treasurer)
Susie Kay
Barry Sellers

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

1. Apologies for Absence

Apologies were received from Audrey Sprague.

2. Opening Statement by the Chairman

The Chairman, David Edge, welcomed the members to the 57th Annual General Meeting of The Heather Society (THS). The text of the Chairman's opening statement is attached to these Minutes.

3. Minutes of the Annual General Meeting held on 14th September 2019

The minutes of the Annual General Meeting, held at 2.00pm on Saturday, 14th September 2019, in the Bramall Learning Centre, R.H.S. Garden Harlow Carr, N. Yorkshire, were available to the members having been published on the THS website. Charles Nelson made it known that he had not had access to the minutes. Others present confirmed that they had had access to the minutes. There were no issues/matters arising from the minutes. Barry Sellers proposed that the Minutes be accepted as an accurate record of that meeting, seconded by John Griffiths. No members were against. The Minutes were duly signed by the Chairman.

4. Presentation of the Annual Report and Accounts for 2019

The Hon. Treasurer stated that the 2019 Annual Report and Accounts, published on the THS website, had been examined by the Independent Financial Examiner, Jason Foxwell, and had been signed off. The Hon. Treasurer then invited questions and comments from the members present. Charles Nelson requested to know the current balance of the accounts. Susie Kay stated that it was approximately £17,000. Charles Nelson then enquired whether that meant that £27,000 had been distributed/allocated. The Hon. Treasurer confirmed that was the case.

5. Proposed Amendments to the 2019 revision of the rules

There were no proposed amendments to the Rules.



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6. Appointments by THE HEATHER SOCIETY Council

President: Prof. John Griffiths
Vice-Presidents: Daphne Everett, Pamela Lee, Alice Knight, Kurt Kramer and
Ex officio President of NAHS: Don Jewett

Appointments were proposed by Dave Brown and seconded by Susie Kay.

7. Election of Officers 19th September to 31st December 2020

Under Clause 5 of the Rules (2019) Officers are elected to hold office for one year and are eligible for re-election.

Current Officers

Chairman:	David Edge	Approved by Barry Sellers, Seconded by Susie Kay
Treasure:	Allison Fitz-Earle	Approved by David Edge, Seconded by Barry Sellers
Secretary:	Dave Brown (For this meeting only)	Approved by Charles Nelson, seconded by Barry Sellers

Allison Fitz-Earle sought assurance from Dave Brown that he was “reasonably happy” to continue in post until the year end. Barry Sellers and Susie Kay both offered assistance if required. Dave Brown stated that he was happy to continue in post until the year end.

There was a discussion about Phil Joyner’s death with some members making it clear that they had been unaware of his death. It was stated by Dave Brown that an obituary had been published on the THS website.

8. Election of Members of Council 19th September to 31st December 2020

Members of Council who have served a three-year term on Council are eligible for re-election under Clause 6b of the Rules (2019).

No members due for re-election.

Susie Kay raised the possibility of co-opting Charles Nelson to serve on Council. Charles Nelson offered to be co-opted onto Council. David Edge stated that the next Council Meeting was the appropriate time to do so rather than the AGM. It was generally agreed that co-opting Charles Nelson would be added as a subject to the next Council Meeting.

9. Appointment of Independent Financial Examiner

The appointment of Jason Foxwell as Independent Financial Examiner was proposed by Charles Nelson and seconded by Barry Sellers.

10. Discussion topics brought to the Attention of The Society by Members up to Saturday 29th August 2020

Dave Brown was unaware of any issues having been raised.



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11. Discussion on the future for the not for profit Unincorporated Association known as the “Heather Society”

It was stated that the current society, as a charity, was to be closed at the year end. Allison Fitz-Earle will be liaising with the Charity Commission, with the plan to be completed by 31st December 2020.

The website, known as ‘Heather Society’ (owned by Dave Brown) will continue beyond the year end.

The major change is that there will no longer be members. Funds will be raised by means of donations. It will be a website-based organisation for all those interested in heathers. David Plumridge expressed his gratitude to Dave Brown for continuing to provide website.

Heather Society bank account is now open (Bank of Scotland) and deposits have been made to keep the account active. Alan Kay enquired who has access to the account and how many signatories are required. The Hon. Treasurer stated that Phil Joyner, to be replaced by Dave Brown, David Edge and the Hon. Treasurer have access to the account. Double signatories are required.

Charles Nelson asked about the situation as of 1st January 2021. He asked if THS had received any guidance from the Charity Commission regarding the name and logo etc. Would the proposed name change be possible?

Phil Joyner has confirmed that the Charity Commission have no objections to the continued use of the name as long as it is clearly stated on the website that the new organisation is not a charity.

Dave Brown stated that the name change from THS to Heather Society raised the issue of passing over of copyright to the new Heather Society.

Charles Nelson raised the issues of copyright on the society logo. He also stated that copyright of yearbooks and register needs to be formalised. Copyright can only be transferred by written word (not electronic communication). A document is to be drawn up by Hon. Treasurer, Hon. Secretary and Chairman to transfer copyright.

Mike Pirie asked if copyright of journal access was to be made open. Dave Brown replied that as there would be no members going forward and access would be open. Charles Nelson stated that all copyright is held by the author, pages and layouts however are copyrighted by THS.

Allison Fitz-Earle asked who has a copy of the constitution. It was agreed that there was no constitution only the Rules. The Rules can be found on the website. **(Dissolution clause)**

Phil Joyner has created a new set of rules for the new Heather Society, these have been sent out to Council members. David Edge stated that the new rules will need to be approved after THS ceases and before Heather Society begins.

Date of next Council meeting was scheduled to be Wednesday November 18th but it was felt that this was too late. A new date was proposed, and accepted, for Saturday 10th October 2020 at 10.00am. The meeting will be held via Zoom.



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Chairman, David Edge, expressed his thanks to Helen Allen for taking the minutes of the meeting. Also thanks to Council members, Dave Brown and Allison Fitz-Earle in particular for their efforts. Condolences were passed to Lin Joyner, and thanks were expressed to Dave Brown for liaising with Lin and collecting materials/records concerning THS.

Meeting concluded at 14.40