

# British Accounting and Finance Association (BAFA)

## Annual Meeting 2018 Minutes

*Annual Meeting convened pursuant to and governed according to the provisions of the Constitution of the British Accounting and Finance Association (last amended 17<sup>th</sup> April 2012)*

**Date and time:** Tuesday 10<sup>th</sup> April 2018 at 5:30pm

**Location:** Central Hall Westminster, Storey's Gate, London SW1H 9NH

**Chairperson:** Lisa Jack

The General Secretary opened the meeting by reading out a message of welcome from the Association's Chair, John Cullen, who was convalescing and unable to attend.

### 1. Minutes of the previous annual meeting

Minutes of the Annual Meeting held on 12<sup>th</sup> April 2017 at Heriot-Watt University had been available for download from the BAFA web-site in advance of the meeting. The current meeting considered those minutes; and resolved by vote (*nemine contradicente*) to accept those minutes without any amendment being required.

### 2. Matters arising

There were no matters arising from the minutes of the previous meeting.

### 3. Trustees' report and accounts

The meeting received the annual report of the trustees and the accounts for the year ended 31<sup>st</sup> December 2017, which had been available for download from the BAFA web-site in advance of the meeting.

### 4. Appointment of independent examiner

The meeting resolved by vote (*nem. con.*) to re-appoint Neil Hitchings of Francis Clark Chartered Accountants as independent examiner to examine the BAFA accounts for the year ending 31<sup>st</sup> December 2018 and to report to the next Annual Meeting.

### 5. Amendments to BAFA Constitution

The existing Constitution of Constitution of the British Accounting and Finance Association (last amended 17<sup>th</sup> April 2012) had been available for download from the BAFA web-site in advance of the meeting.

The meeting resolved by vote (*nem. con.*) (141 members attending, 114 votes 'for', no votes 'against') to amend the BAFA Constitution as follows:

AMEND Clause 5(b) to become: "There shall be eight Trustees of the Association, being four Non-executive Trustees and four Executive Trustees, who together will comprise the Board of Trustees."

AMEND Clause 5(l) to become: "Non-executive Trustees will hold office for a period of one year or, more usually, two years commencing on the 1<sup>st</sup> day of the month of May succeeding the Annual Meeting at which they have been elected."

AMEND Clause 5(m) to become: "The Vice-president shall hold office for a period of two years commencing on the 1<sup>st</sup> day of the month of May succeeding the Annual Meeting at which he or she has been elected, immediately after which period he or she will become President for a period of two years."

AMEND Clause 5(o) to become: "In the case of uncontested elections, election to a Trustee role (be it Vice-president or General Secretary or Treasurer or Non-executive Trustee) will be by resolution at the Annual Meeting approved by a majority of members voting at the Annual Meeting. In the case of contested elections a single vote will be held at the Annual Meeting in respect of each contested trustee role (be it Vice-president or General Secretary or Treasurer or Non-executive Trustee) as between the candidates for that role and the candidate (or potentially 'candidates' in the case of Non-executive Trustee) receiving the highest number (or potentially 'numbers' in the case of Non-executive Trustee) of votes will be elected. Voting will be in accordance with the voting procedures set out in section 4 above. The Chairperson shall have a casting vote."

AMEND Clause 5(t) to become: "It is permitted, but not required, that the retiring President will put herself or himself forward for election as a Non-executive Trustee at the Annual Meeting preceding the end of her or his term of office as President."

AMEND (AUGMENT) Clause 6(c) by the addition of the following sentence to the end of the Clause: "If a person recognised by the foregoing as a member of the Executive Committee is unable to attend a meeting of the Executive Committee then she or he may send a member of BAFA in her or his place to act as her or his substitute and proxy."

AMEND Clause 7(b) to become: "Annual subscriptions shall be payable annually. Any member whose subscription is not paid with one year of its having fallen due, or who does not pay it within thirty days after formal notification of the provisions of this Article, may be excluded from membership by the General Secretary and may thereafter only be reinstated by resolution of the Executive Committee and payment of arrears of subscriptions in full."

## 6. Appointment of trustees

- a. The meeting resolved by vote (*nem. con.*) to re-appoint Richard Jackson to be General Secretary of BAFA for a period of three years from 1<sup>st</sup> May 2018.
- b. The meeting resolved by vote (*nem. con.*) to appoint Lisa Jack to be a Non-executive Trustee of BAFA for a period of two years from 1<sup>st</sup> May 2018.
- c. The meeting resolved by vote (*nem. con.*) to re-appoint John Cullen to be a Non-executive Trustee of BAFA for a period of one year from 1<sup>st</sup> May 2018.
- d. The meeting resolved by vote (*nem. con.*) to re-appoint Mark Protherough to be a Non-executive Trustee of BAFA for a period of two years from 1<sup>st</sup> May 2018.
- e. The notice and agenda of the meeting had noted the continuation of the following as Trustees: Chris Brooks as Vice-president of BAFA until 30<sup>th</sup> April 2018 and then as President of BAFA until 30<sup>th</sup> April 2020; Kevin McMeeking as Treasurer of BAFA until 30<sup>th</sup> April 2019; Rhoda Brown as Non-executive Trustee of BAFA until 30<sup>th</sup> April 2019.

**7. Any other business**

There was no other business.