



Minutes

Of the ARMA(UK) Annual General Meeting 2008 Hall 3A, Arena and Convention Centre, Liverpool 1:00pm, Tuesday 17th June 2008

Chair: Ian Carter

Minutes: Simon Kerridge

Present:

Crystal Anderson, Gwen Averley, Kenna Bishop, David Blundell, Kathy Brownridge, Kathleen Callender, Jonathan Cant, Jane Cloke, Michelle Connolly, Linsey Dickson, Deborah Donnet, Rossana Dowsett, Tim Edwards, Andrew Fairweather-Tall, Belinda Freda, Yasmin Glover, Jill Golightly, Mary Goodman, Nick Goodwin, Alan Harrison, Steff Hazlehurst, Cherie Judge, Deirdre Kelliher, Mary Frances Kerr, Roz Lawson, Nicki Lewin, Nathalie L'Huillier, Gareth MacDonald, Ian McCormick, Sara McDermid, Sue Mitchell, Pauline Muya, Kate Nimmo, Hitesh Patel, John Rogers, Clare Skinner, Mark Smith, Rob Sykes, Maggy Taylor, Jo Tuck, Antony Weir, Val White

The Chair welcomed members to the 2008 Annual General Meeting of the Association of Research Managers and Administrators (UK) Limited.

1. Apologies for absence

Apologies were received from Sheena Bateman, Sue Humphries, Kathy Ludlow and John Rogers.

2. Minutes of the last meeting (7th June 2007)

The minutes of the previous AGM held at the Mercure Holland House, Cardiff on 7th June 2007 were agreed to be a true and accurate record of the proceedings.
Resolution 1 was passed by a show of hands, unopposed.

3. Matters arising and not covered elsewhere

There were no matters arising not covered elsewhere.

4. Annual Report including financial report

The Annual Report was distributed at the AGM and it showed a growth in membership and the planned for in-year loss due to the additional costs associated with improved governance (now being a company limited by guarantee and the development of the new web system). It was noted that the results of the membership survey were also included in the report and would be used to guide future developments. It was also noted that ARMA had responded to certain consultations and indeed was specifically asked to do so, showing our the growing profile of the association.

The Chair thanked the office staff (Rosemary Hatch and Jenny Stevens) for all their hard work during the year.

The Chair also thanked two Directors (Kathy Brownridge and Hitesh Patel) who had stood down and not sought re-election. A special debt of gratitude was reserved for Steff Hazlehurst

who had stood down as Deputy Chair after many years on the ARMA Board, she received a round of applause from the AGM.

5. Accounting an Audit arrangements

In the absence of a Treasurer, Steff Hazlehurst spoke to these. It was noted that the accounts, to be submitted to Companies House, showed a 14 month period (Feb 07 to Mar 08) in order to align the accounts for the company limited by guarantee with the normal ARMA financial year. It was noted that the version of the accounts in the Annual Report was presented in a more familiar manner for members; but due to accounting changes are not directly comparable with those from the previous year. The accounts show a surplus of £50K for the year, but these are masked by the transfer in of £77K from the old association bank account; so the real outturn is a (planned) loss of £27K, accounted for in the main by the development of the new systems and the up-front costs for the INORMS congress. Resolutions 2,3 and 4 were passed by a show of hands, unopposed.

6. Amendments to Articles of Association

The Chair introduced the proposed new Articles of Association and the associated explanatory document. It was noted that most changes were in response to the changes in the Companies Act 2006 coming in to full force by 2009, some smaller changes reflected practical organisational issues.

Summary of changes:

The term Honorary Director has no legal basis and so is not used.

The principle of electing Directors is retained; with those having substantive roles being termed Executive Directors (the 5 current Honorary Directors plus an additional one with responsibility for Annual Conference) and the others being termed Non-Executive Directors. It was proposed that the current total of 17 Directors was too many in light of the responsibilities of the Companies Act and indeed for good corporate governance. It was therefore proposed to reduce (over time, without shortening any current posts, utilises the current rotation rules) from 17 to 9 (6 executive and 3 non executive) directors. It was noted that the association would need to ensure that "active members" are fully engaged so that they can contribute to the running of the organisation with having to become company directors. As part of this the new articles allow non directors to sit on various committees. It was also noted that the next phase of website development will develop functionality to better support member networking. Similarly, for midterm vacancies, the Board can now appoint to executive directors positions from the general membership rather than just from within the current (to be reduced) director pool. The chair urged members to get involved in their association. Directorships would continue to be unremunerated. Corporate Membership (for companies that provide services to research managers and administrators) is to be renamed as Commercial Membership to better reflect the intended clientele. The casting vote for the chair at general meetings is to be removed (but retained for board meetings). As the AGM is normally held in at the annual conference, which is now generally in June, after the start of current (June-May) term of office, it is proposed to change the cycle to align with HEI years (Aug-Jul) which means that new directors are no longer in limbo from their nominal appointment to the ratification by the AGM; this also means that terms for the current year will include a 14 month period for Jun 08 to Jul 09.

Special Resolution 5 was passed by a show of hands, unopposed.

5. Election results and Directorship appointments

The results of the recent election and by-election (conducted by using the single transferrable vote method) had previously been circulated. Each director elect was agreed by the AGM as follows:

Anna Harding, University of Leicester, from the date of this meeting to 31 July 2009.
Resolution 6 was passed by a show of hands, unopposed.

Mark Wight, The Open University, from the date of this meeting to 31 July 2010.
Resolution 7 was passed by a show of hands, unopposed.

Sheena Bateman, Keele University, from the date of this meeting to 31 July 2011.
Resolution 8 was passed by a show of hands, unopposed.

Lita Denny, University of Manchester, from the date of this meeting to 31 July 2011.
Resolution 9 was passed by a show of hands, unopposed.

Ray Kent, Loughborough University, from the date of this meeting to 31 July 2011.
Resolution 10 was passed by a show of hands, unopposed.

Karen Sergiou, Imperial College, from the date of this meeting to 31 July 2011.
Resolution 11 was passed by a show of hands, unopposed.

John Green, Imperial College, as Treasurer from the date of this meeting to 31 July 2011.
Resolution 12 was passed by a show of hands, unopposed.

David Langley, University of Bristol, as Director of Member Services and Deputy Chair from the date of this meeting to 31 July 2012.
Resolution 13 was passed by a show of hands, unopposed.

Pauline Muya, Birbeck College, as Director of Training Services and Deputy Chair from the date of this meeting to 31 July 2011.
Resolution 14 was passed by a show of hands, unopposed.

It was noted that all Resolutions and the Special Resolution to adopt the new Articles of Association were all passed unanimously.

6. Future plans

The Chair outlined plans for the coming year, which after the extensive preparations for INORMS2008 will be one of consolidation. It is hoped to have a planned series of events so that members can plan their diaries. The membership survey (led by Tony Weir) will help shape future activities. ARMA will continue to have a representative role. There will be some further governance developments and there are still some enhancements planned for the web system. The conference next June will be in Southampton.

7. Any Other Business

There was no other business raised, so the Chair thanked the members for their attendance and closed the meeting at 13:55



Simon Kerridge
ARMA Secretary
24th June 2008