



Bath Royal Literary and Scientific Institution
16 Queen Square, BATH, BA1 2HN
Reg Charity No 304477 Registered in England and Wales
Tel: 01225 312084
Email: admin@brlsi.org
Minutes

Minutes of the Annual General Meeting of the Bath Royal Literary and Scientific Institution (BRLSI)
held at the Institution, 16 - 18 Queen Square, Bath, BA1 2HN on Wednesday 28th October 2015 at
7.30pm in accordance with Article 19 of the Articles of Association of the BRLSI.

Agenda Item	Discussion	Action:
1.	<p>Welcome and Apologies for Absence</p> <ol style="list-style-type: none"> 1. Steve Wharton (SW) introduced himself as Chair of the Bath Royal Literary and Scientific Institution (BRLSI) and with 47 members attending declared the meeting quorate. Apologies for absence were received from Don Cameron, Peter Child, Jon Dawes, Robin Finlay, Edith Finlay, Penelope Holroyd, Paul Hyland, Karl Jaeger, Duncan McGibbon, Julian Vincent, Liz Vincent and Richard Wendorf, 2. SW welcomed all those attending and thanked BANES Chair Ian Gilchrist for both attending the meeting and for the mutual support and interaction that has been in place between BRLSI and BANES over many years. 	
2.	<p>Minutes of the 21st Annual General Meeting held on 29th October 2014</p> <ol style="list-style-type: none"> 1. The minutes were approved subject to Chair SW clarifying at Minute 8.2 that the minutes of each sub-committee should be circulated to members of other sub- committee. SW informed members that while the availability of information on the BRLSI electronic calendar is still to be progressed further, elements of key committee decisions would where possible be included in the weekly electronic news bulletins prepared by Bob Draper. 	
3.	<p>Matters Arising from the 21st Annual General Meeting not on the Agenda</p> <ol style="list-style-type: none"> 1. Further to Minute 7 and the constitutional position of the incorporation of BRLSI as a Charity and Limited Company, Chair SW advised that while the Charity Commission had been slow in progressing matters, a letter had been received from the Charity Commission that agreed the principles of the BRLSI Charity and Limited Company amalgamation. Confirmation that BRLSI would be formally granted the power to loan its historical items beyond the local area was still to be confirmed. When all matters are cleared by the Charity Commission, Chair SW would seek to ensure an Extraordinary General Meeting (EGM) confirming the new BRLSI Memorandum and Articles of Association would take place by the time of next years scheduled AGM in October 2016. 2. Further to Minute 5.3 Chair SW confirmed that work on the BRLSI Forward Plan and the Museum Accreditation process was still ongoing. 3. In updating members under Minute 10 Any Other Business, Chair SW 	

	<p>advised that at Minute 10.2 and ensuring good governance, all Directors had agreed to sign up to the Nolan Principles and confirmed that a Staffing Working Group had been established. The establishment of a Membership Sub- Committee was confirmed under the sterling work of Dick Bateman. Directors now received copies of Charity Commission quarterly news bulletins.</p> <p>4. In responding to a query regarding Minute 10.1, Chair SW advised that copies of monthly electronic newsletters and weekly electronic bulletins for those members not on Email were available at BRLSI reception. While a policy to email newsletters to members was in place, those members who had not provided an email address could request to receive paper copies of quarterly newsletters.</p>	
<p>4.</p>	<p>Notification of Appointment of Directors to the BRLSI Trustee Board</p> <p>1. On behalf of Election Manager David Hayward, Chair SW reported that as 4 nominations had been received for the 4 elected vacancies to the Trustee Board no election was required. Directors Richard Guthrie and Henry Ford were therefore re-elected and Martin Sturge and Paul Thomas were elected as new Directors to the Trustee Board.</p> <p>2. Chair SW informed members that BRLSI owed retiring Directors Paul Stephens (6 years) and Don Cameron (9 years) a great deal for all the work they had undertaken on a range of BRLSI business. Paul was warmly thanked with a round of applause and Chair SW confirmed that in Don's absence he would write a letter of thanks.</p>	
<p>5.</p>	<p>BRLSI Charity Director Annual Report and Financial Statements for the year ended 31st March 2015</p> <p>1. Chair of Finance Sub Committee Richard Guthrie (RG) provided a short presentation to summarise the 2014/15 Charity Accounts of the Institution, explaining to members that BRLSI had generated a surplus of funds of £53,413 with net assets of £3,127,069 which was considered to place BRLSI in a healthy financial position particularly when compared to the financial position of BRLSI in 2009/10. RG outlined that BRLSI had both planned and unplanned building maintenance expenditure to undertake in the future and that this was funded through a designated building maintenance fund. In seeking to improve long term financial stability RG referred to current work being undertaken in the possible establishment of an Endowment Fund Scheme associated with any legacies BRLSI could receive in the future, making reference to a legacy to be received in 2015/16 from late BRLSI member Brian Cassidy. Thanks were expressed to all Finance Sub-Committee members, budget holders, Jon Taylor, Sue Criddle and Independent Examiners Bishop Fleming for all the work that had been undertaken throughout the year.</p> <p>2. On inviting questions from members, RG confirmed that the surplus of funds generated (£53,413) is held securely in the bank, with £25,000 of the surplus being transferred as an ongoing commitment into the Designated Building Maintenance Fund (Item 17 Statement of Funds at page 16 of 2014/15 Accounts) and that any investment income received is reinvested. In RG assuring members that the Finance Sub Committee sought to always ensure BRLSI was financially stable, Finance Sub Committee member Rodney Tye clarified that the income BRLSI raises from room hire and tenants was carefully monitored by the Finance Sub Committee throughout the year. In responding to a question whether BRLSI may wish to distribute any surplus funds to educational establishments, Chair SW advised that this could only be considered through a change in financial policies. In responding to a question from member Paul Stephens concerning the increase in BRLSI net worth, RG confirmed BRLSI Investments have continued to</p>	

	<p>increase and expressed thanks for the work undertaken and advice received from Finance Sub Committee members Peter Edwards, Rodney Tye and Michael Davis.</p>	
6.	<p>BRLSI Annual Report to Members</p> <p>1. Chair SW advised members that copies of the BRLSI Annual Report had been distributed to attending members at the meeting and thanked Paul Stephens for his work in helping to prepare the report, and the Chairs of BRLSI's Sub Committees for the reports received. Chair SW introduced Chair of Management Committee Betty Suchar to present the Management Committee report under Agenda item 7.</p>	
7.	<p>Presentations by Chair of Management Committee</p> <p>1. Chair Betty Suchar (BS) provided a summary of the wide range of work and activities undertaken by BRLSI and its members, thanking the many individuals for all the work undertaken throughout the year. Particular areas highlighted included the work undertaken by the Premises Sub Committee and Chris Isaac in ensuring the BRLSI building remained in such high standard, the ongoing increase in BRLSI membership and the work undertaken in member communications with Bob Draper being applauded by members for his weekly bulletins. Thanks was expressed for the work undertaken by the office staff. The work of Paul Thomas on the growing BRLSI Youth Activities programme was highlighted with BS informing members that the excellent work by BRLSI volunteers was estimated to be in excess of 13000 hours.</p> <p>2. BS thanked Marie-Louise Luxemburg who had retired as Chair of the Programme Sub Committee after 7 years, recognising in particular how her contribution has been an inspiration to BRLSI members. BS invited Marie-Louise to give a presentation to summarise the BRLSI Programme and wide range of lectures provided. Marie – Louise proceeded to provide a detailed summary of the work and events undertaken, expressing thanks to all current and retiring Convenors and all those who had worked to support the BRLSI Programme. Marie-Louise was warmly applauded at the end of the presentation.</p> <p>3. BS introduced Henry Ford (HF) as Chair of Collections Sub Committee who provided members with a brief summary on BRLSI Collections, highlighting the work that had been undertaken in the restoration of the Duncan Brothers Portraits and the General Atlas of Modern Geography (1824). HF introduced 5 potential restoration projects from the BRLSI collections:</p> <ol style="list-style-type: none"> I. Somerset Coal Canal Map (1812) II. The Passenger Pigeon III. Adela Breton's Ship of the Line IV. Burmese Harp V. Terrestrial and Astronomical Globes <p>HS invited members to vote for the restoration project they wished to be undertaken advising that the most popular choice would be adopted as the next restoration project to be undertaken. HS sought to encourage more members in volunteering to help with the work of BRLSI's collections. Members applauded HF at the end of the presentation.</p> <p>4. BS reminded members of the Adopt a Book Repair Scheme that was available at the rear of the Elwin room. Chair SW thanked BS for all her work and members warmly applauded.</p>	

<p>8.</p>	<p>Any Other Business</p> <p>In advising members that no formal AOB had been received, Chair SW invited questions from members.</p> <ol style="list-style-type: none"> I. Rodney Tye gave a brief report advising on BRLSI's membership of the Association of Independent Libraries with Chair SW recognising that membership demonstrates BRLSI's international reach. II. Bob Draper reminded members that student accommodation was being expanded in the local vicinity to the BRLSI building and that this could provide an opportunity to improve links with students from University of Bath and Bath Spa University. Chair SW advised that this would be raised at a Director meeting. III. With no further questions being received Chair SW closed the meeting by thanking members for the important role they play in supporting and participating within BRLSI. 	
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Steve Wharton

Chair of Directors