**MINUTES AGREED AT WBKA AGM 31 JANUARY 2023**

**Wiltshire Beekeepers Association**

**Minutes of AGM held on 20 January 2022 at Devizes Corn Exchange**

**This was a hybrid meeting (in person and via Zoom)**

1. **Welcome and apologies**
	1. Sophie Butcher welcomed everyone, in person and via Zoom, to the meeting.
	2. Sophie explained that only eligible members would be entitled to vote and asked other attendees not to take part in the voting.
	3. Amanda Leworthy noted there were 40 eligible voters in the room, including a few late arrivals, and 39 on Zoom, meaning a total of 79.
	4. Apologies were received from Brian Wilson, Amanda Vivian-Crowther and Ruth Woodhouse.
2. **Minutes of the AGM 3 October 2020 (Zoom)**
	1. Approval of Minutes

The minutes were agreed.

Proposed by Robert Carpenter Turner; seconded by Peter May; carried 44 for, 0 against, 5 abstentions

* 1. Matters arising (not covered elsewhere)

There were no matters arising.

1. **Correspondence**

Amanda noted that all correspondence had been sent out.

1. **Reports from Officers**
	1. Chairman

Sophie noted that WBKA currently has 400 members across four branches. She highlighted key events and projects over the past year: another successful Honey Show, the relaunch of Honey Bee Times by Richard Oliver and the work undertaken by Tony Awdry and his subcommittee with a view to turning our association into a Charitable Incorporated Organisation(CIO), to be discussed later under SGM. Special mention was given to the death of Geraldine Lenert, a stalwart member of Wiltshire and West Wilts, who made a tremendous contribution to beekeeping over the years and will be greatly missed. Looking forward to this year, Sophie encouraged members to extend their knowledge by taking modules and the Basic course and drew attention to the Honey Bee Health Day, which Richard Oliver is planning to run on 3 September, and the Wiltshire Bee and Honey Day scheduled for 8 October.

* 1. Treasurer

4.2.1 Accounts

Ceri Gosling confirmed that his Receipts and Payments report for the year ending 30 September 2021 and his accompanying commentary had been circulated before the meeting. He noted that the bank balance on 30 September 2021 was £11,667, which was similar to previous years and would enable the WBKA to maintain its current activities for the foreseeable future.

 4.2.2 Reserves

Ceri reported that he had received representations from Members concerned that our reserves might be excessive and in response to this, had developed a reserves policy which he had presented to Council. Ceri noted that because some of the reserves had been held for a long time, there were restrictions on how they could be used and so he had drafted guidelines to cover this. He outlined plans to contact all Members via the Branches for ideas of how these reserves could be used in line with our Association’s objects of advancing the education of the public and beekeepers in the craft of beekeeping and of promoting the importance of bees in the environment and cited the Honey Show as a good example of meeting these aims.

 4.2.3 Format of the Accounts

Ceri explained that he had retained the practice of presenting the accounts solely related to the central bank account but pointed out that if we did convert to charitable status, the Charity Commissioners would require an aggregate view of the finances of the whole organisation and he outlined his intention to provide Members with two reports in this instance, one for the central finances and one for consolidated finances.

 4.2.4 Appointment of Auditor

 It was agreed by Council that one of the Branch Treasurers could undertake the internal review of the accounts. This year’s accounts were reviewed by Gloria Pilz and Ceri thanked her for her assistance in this matter. If we became a charity, Ceri noted that it would be the responsibility of the Trustees to appoint someone to review the accounts and that he had an Independent Accountant lined up to perform this task.

 4.2.5 Questions

Ceri addressed the couple of questions he had received before the meeting. He confirmed the balance of the account at the close of the business on 20 January 2022 was £12,915 and projected a balance in the region of £12,750 at the end of the financial year. Ceri reiterated his hope to receive good ideas for projects during the year which would impact on the closing balance. Frank Lenert wanted it to be recorded in the Minutes that he was the person who had asked the questions before the meeting and raised the issue of county capitation, asking if the amount could be reduced to encourage new members to join. Ceri said this could be considered if our annual expenditure plans were not realised.

***Post Meeting Note****: Frank Lenert wanted the Minutes to reflect his point that the 2020/2021 bottom line demonstrated that the capitation fees could have been reduced by £5, from £7 to £2, without depleting reserves, thereby keeping the WBKA capitation to a minimum “to encourage new members to join” and meeting the primary object of the Constitution to further and promote the craft of beekeeping.*

 4.2.6 Approval of the Accounts

The Accounts were approved. Proposed by Robert Carpenter Turner, seconded by Rachael Banyard, carried 58 for, 0 against, 2 abstentions

1. **Proposed changes to our present Constitution and charitable status**

Sophie noted that the paper detailing the proposed amendments to WBKA’s Constitution had been circulated before the meeting.It was confirmed that there were 30 people voting on Zoom. Tony Awdry introduced each Resolution. Sophie confirmed that these amendments were to our existing Constitution.

* 1. Resolution 1: Postal Voting

Proposed by Tony Awdry, seconded by Ceri Gosling

Carried 63 for, 1 against, 2 abstentions

* 1. Resolution 2: Electronic voting at Council meetings

Proposed by Tony Awdry, seconded by Clive Harris

Carried 63 for, 0 against, 1 abstention

* 1. Resolution 3: Simple majority voting at AGMs and SGMs

Proposed by Tony Awdry, seconded by Jeremy Tyler

Carried 63 for, 1 against, 3 abstentions

* 1. Resolution 4: Electronic voting at AGMs and SGMs

Proposed by Tony Awdry, seconded by Clive Harris

Carried 63 for, 0 against, 2 abstentions

* 1. Resolution 5: Definition of Amalgamation

Tony explained this was needed to facilitate the transition to a charity if needed. Frank Lenert asked if other Associations had followed this route and Tony confirmed this to be the case.

Proposed by Tony Awdry, seconded by Robert Carpenter Turner

Carried 67 for, 0 against, 0 abstentions

* 1. Resolution 6: Preventing a conflict of interest

Peter West queried why Trustees were being voted in before the vote had been held on becoming a CIO. Tony explained that it was a Charity Commission requirement and felt it was a good idea to get ahead of the curve before the season took off by securing nominations for the Trustee roles. He added that whether we became a charity or not the number of Council members would need to be reconsidered, and in his opinion reduced, for the future smooth running of the Association. Ceri clarified that the proposed Trustees would not be able to vote at the SGM.

Proposed by Tony Awdry, seconded by Richard Oliver

Carried 63 for, 4 against, 0 abstentions

1. **SGM**

Sophie gave details of the vote to be held on 8 March 2022 to decide if WBKA would like to become a Charitable Incorporated Organisation. She explained Members would be receiving a letter outlining how to vote and heartily encouraged all Members to cast their vote in person, via Zoom or by post.

1. **Any Other Business**

There was no other business.

Sophie closed the meeting at 19.58.

**Appendices**

1. Appendix 1 – 2022 AGM Attendees
2. Appendix 2 – 2021 AGM Minutes
3. Appendix 3 – Treasurer’s Report y/e 30/09/21
4. Appendix 4 – Receipts and Payments Report y/e 30/09/21
5. Appendix 5 – Addendum to Agenda for 2022 AGM

**Appendix 1**

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  | **IN PERSON DELEGATES** |  |  |  |  | **ZOOM DELEGATES** |
| Votes |  | First Name | Last Name | Branch |  | Votes |  | First Name | Last Name | Branch |
| 1 | # | 1 | Rachael | Banyard | K |  | 1 | # | 1 | Claire  | Ashley  | K |
| 2 | # | 2 | Robert | Bottoms | K |  | 2 | # | 2 | Paul | Bollen | K |
| 3 | # | 3 | Annette | Brown | K |  | 3 | # | 3 | Jonathan | Copp | K |
| 4 | # | 4 | David | Brown | K |  | 4 | # | 4 | Fran | Kimpton | K |
| 5 | # | 5 | Sophie  | Butcher | K |  | 5 | # | 5 | Vicki | Lowes | K |
| 6 | # | 6 | Robert  | Carpenter Turner | K |  | 6 | # | 6 | Sian | Morgan | K |
| 7 | # | 7 | Steve | Double | K |  | 7 | # | 7 | Emma | Morley | K |
| 8 | # | 8 | Becky | Dymond-Hall | K |  | 8 | # | 8 | David | Rider | K |
| 9 | # | 9 | James | Etherington | K |  | 9 | # | 9 | Alan | Stonell | K |
| 10 | # | 10 | Ceri | Gosling | K |  |  | x | 10 | Melanie | Brown | K |
| 11 | # | 11 | Claire | Himbury | K |  |  | x | 11 | Sally | Wadsworth | K |
| 12 | # | 12 | Stephen  | Horton  | K |  |  |  |  |  |  |  |
| 13 | # | 13 | Susan | Horton  | K |  | 10 | # | 12 | Stephen | Auty | M |
| 14 | # | 14 | Elaine | Lewis | K |  | 11 | # | 13 | Andrea | Dell | M |
| 15 | # | 15 | Peter  | May | K |  | 12 | # | 14 | Russell | Evans | M |
| 16 | # | 16 | Richard | Oliver | K |  | 13 | # | 15 | Chris | Exton | M |
| 17 | # | 17 | Pete | Stanley | K |  | 14 | # | 16 | Rosie | Forrester | M |
| 18 | # | 18 | Andrea | Waylen | K |  | 15 | # | 17 | Shirley | Gale | M |
|  | x | 19 | Kathleen  | Ben Rabha  | K |  | 16 | # | 18 | Donna | Jones | M |
|  | x | 20 | James | Ellis  | K |  | 17 | # | 19 | Patrick | Kelly | M |
| 19 | # | 21 | G Antony | Awdry | M |  | 18 | # | 20 | Mark | Preece | M |
| 20 | # | 22 | Lucie | Castleman | M |  | 19 | # | 21 | Andrew | Ritchie | M |
| 21 | # | 23 | Alison | Daniels | M |  | 20 | # | 22 | Melanie | Rowland | M |
| 22 | # | 24 | Julian | Flack | M |  | 21 | # | 23 | Emma | Sayer | M |
| 23 | # | 25 | Jayne | Goss | M |  | 22 | # | 24 | Ian | Williamson | M |
| 24 | # | 26 | Anna | Kelly | M |  | 23 | # | 25 | Peter | Wise | M |
| 25 | # | 27 | Tony | Lucas | M |  |  |  |  |  |  |  |
| 26 | # | 28 | Frances | Shire | M |  | 24 | # | 26 | Gabby | Clark | S |
| 27 | # | 29 | Jeremy | Tyler | M |  | 25 | # | 27 | Kevin | Holt | S |
| 28 | # | 30 | Peter | West | M |  | 26 | # | 28 | Gavin | James | S |
|  | x | 31 | Susan | West | M |  | 27 | # | 29 | Nicola | Perrett | S |
| 29 | # | 32 | Tim | Bullock | S |  |  |  |  |  |  |  |
| 30 | # | 33 | Clive | Harris | S |  | 28 | # | 30 | Andrew | Bartlett | WW |
| 31 | # | 34 | Samuel | Cooper | WW |  | 29 | # | 31 | Nick | Barton | WW |
| 32 | # | 35 | Alan | Hepper | WW |  | 30 | # | 32 | Geoff | Cross | WW |
| 33 | # | 36 | Elaine | Irvine | WW |  | 31 | # | 33 | Karen | Howard | WW |
| 34 | # | 37 | Frank | Lenert | WW |  | 32 | # | 34 | Paul | Moulder | WW |
| 35 | # | 38 | Amanda | Leworthy | WW |  | 33 | # | 35 | Den  | Pictor | WW |
| 36 | # | 39 | Anthony | Murphy | WW |  | 34 | # | 36 | Sian | Sims | WW |
| 37 | # | 40 | Fiona | Murphy | WW |  | 35 | # | 37 | Alexandra | Sparke | WW |
| 38 | # | 41 | David | Newell | WW |  | 36 | # | 38 | Andrew  | Wakely | WW |
| 39 | # | 42 | Gloria | Pilz | WW |  | 37 | # | 39 | Donald  | Watt | WW |
| 40 | # | 43 | David | Raines | WW |  | 38 | # | 40 | Ruth | Watt | WW |
|  | x | 44 | Charles | Irvine | WW |  | 39 | # | 41 | Nina  | Wilton | WW |
|  | x | 45 | Chris | Rawlings | WW |  |  |  |  |  |  |  |
|  | x | 46 | John | Stamatis |  |  |  |  |  |  |  |  |

**Appendix 2**

**Wiltshire Beekeepers Association**

**Minutes of AGM held via Zoom 3/10/20**

**Welcome**

SA (Chair WBKA) welcomed everyone to the meeting

* • BW noted there were 29 attendees, the names detailed in an Annex to these minutes
* • Apologies were received from – Sian Morgan, Peter Walker

**1. Minutes of last meeting**

* • FL noted a mis spelling of Peter Clerk (no ‘e’) – BW duly corrected the minutes
	1. 2. Matters arising • DW asked where is the report prepared by Trevor Lucas on gift aid and why it has not been acted on
	2. • SA said he had not seen the report

3. Correspondence

• BW noted he has sent out all correspondence

**4. Chairman’s Report for the year**

**5. Treasurer**

**5.1. FL presented his report that had previously been emailed**

* • The draft accounts were signed by the accountant Philip Clark
* • There were no changes to the draft accounts sent two days earlier
* • There has been no movement on the bank statement since that date.

Income & Expenditure Surplus & Deficits (compared to previous year end)

* • The current year's surplus at 30/09/2020 is £1,915.98.
* • Last year the deficit at 30/09/2019 was £790.55
* • This represents a favorable turnaround of £2,706.53

Income

* • This year's income = £2,940.00 is £48.00 less than last year's income at £2,987.00
* • This year's income is all capitation income (420 members)
* • Last year's income was the sum of £2,737.00 capitation (391 members) plus £130.00 HBT Advertising plus £120.00 training

Expenditure

* • This year's total cost = £1,024.02 is £2,753.53 less than last year's total cost of £3,777.55
* • There were no Honey Bee Times/Year Book costs this year.
* • Last year's costs were £577.00
* • This year's AGM/Honey Show net cost = £601.93 is £690.00 less than last year's net cost of £1,292.81
* • There were no Equipment costs this year.
* • Last year's costs = £259.20 - 4 Feather flags
* • This year's Asian Hornet cost - £52.60 - is £773.00 less than last year's cost - £825.60

Bank/Reserves (compared to previous year end)

* • The Reserves/adjusted Bank balance at 30/09/2020 is £11,085.23
* • This is £1,915.98 (the current year's surplus) more than the £9,169.25 balance last year end - 30/09/2019
* • There were 8 true receipts (Spring & Autumn capitation) and 13 true payments during the year (excluding payments refunded)
* • Last year there were 15 receipts and 20 payments

Future

* • The BBKA are proposing to increase their 2021/2022 capitation fee by £2 from £19 to £21 It has been frozen at £19 for six years.

Approval

* • The Accounts were duly approved nem con

**5.2. Questions from the floor**

1. LC wondered why is the WBKA sitting on so much in the Bank?

There was a wide ranging discussion whose principal points included: -

* • We need reserves as a buffer against future needs or problems
* • But we cannot predict what problems may occur
* • It could be funding to combat an infection of Asian Hornets
* • County Funds have increased dramatically over the past few years
* • We could use WBKA funds to pay for world respected speakers
* • We should only hold one or two years’ expenses as a reserve

**6. Election of Auditor**

• Philip Clark confirmed they are happy to continue as WBKA auditor for 2020/21.

• FL proposed and BW seconded to accept Philip Clark as auditors – this was carried unanimously

**7. Election of WBKA President**

• SA noted that AS had stepped down as President last year and that council had unanimously approved CR as the candidate for President

• SA highlighted CR’s work on behalf of beekeeping, West Wilts BKA and the WBKA – to say nothing about his sterling service to Bath and West Show

• SA proposed and JT seconded CR to be WBKA President - carried unanimously

• CR said he was very honoured to be WBKA President and was looking forward to Bath and West 2021

**8. WBKA Honey Show Report**

SB reported that

* • The Show was cancelled due to Covid-19. Looking forward to 2021
* • The Ceres Hall/Wessex Room at The Devizes Corn Exchange penciled in for Saturday 9 October 2021.
* • This year’s speakers – Ken Basterfield and Professor Robert Pickard – have been invited to speak in 2021 instead.
* • Hazel Blackburn, Suzi Perkins and Mike Duffin have agreed to judge and Claire O’Brien to be assistant judge in 2021
* • Viridor is rolling over its sponsorship to 2021
* • Approach Wadworth for sponsorship with Honey Beer in July

BW noted all the hard work by SB and her team

* • Then Covid arrived and all their work came to nought as everything was cancelled
* • AGM thanked SB and her team and looked forward to 2021

**9. Questions from the floor**

• SA noted that there would be no awards or cups to be presented in 2020

• AD noted that Dillon Martin (an 11 year old beekeeper and MBKA member) had been awarded the prestigious BBKA President’s Prize for 2020 – the AGM sent their congratulations

There being no more questions SA closed the zoom meeting.

|  |  |  |
| --- | --- | --- |
| **Appendix 2****WBKA AGM Attendance 3/10/20 via Zoom – 29 attendees Name**  | **Branch**  | **Position**  |
| Stephen Auty (SA)  | MBKA  | Chair WBKA  |
| Brian Wilson (BW)  | MBKA  | Secretary WBKA  |
| Chris Rawlings (CR)  | WWBKA  | Edn Officer WWBKA  |
| Robert Carpenter Turner (RCT)  | KBKA  | Chair KBKA  |
| Richard Oliver (RO)  | KBKA  | Edn WBKA  |
| Elaine Lewis (EL)  | KBKA  | Sec KBKA  |
| Jeremy Taylor (JT)  | MBKA  | Member  |
| Geraldine Lenert (GL)  | WWBKA  | Sec WWBKA  |
| Frank Lenert (FL)  | WWBKA  | Treas WBKA  |
| Ruth Watt (RW)  | WWBKA  | Committee member  |
| David Watt (DW)  | WWBKA  | Committee member  |
| David Newall (DN)  | WWBKA  | President  |
| Lucie Castleman (LC)  | WWBKA  | Vice Chair WWBKA  |
| Tim Bullock (TB)  | SBKA  | Chair SBKA  |
| Tony Awdry (TA)  | MBKA  | Member  |
| Claire Fletcher (CF)  | KBKA  | Member  |
| Peter West (PW)  | MBKA  | Member  |
| Susan West (SW)  | MBKA  | Member  |
| Peter Wise (PWi)  | MBKA  | Member  |
| Sian Roberts (SR)  | WWBKA  | Member  |
| Alison Daniels (AD)  | MBKA  | Sec Treas MBKA  |
| Larry Phipps (LP)  | MBKA  | Member  |
| Lucy Handscombe (LH)  | MBKA  | Minute Sec  |
| Alan Stonell (AS)  | KBKA  | Ex President WBKA  |
| Ian Walters (IW)  | WWBKA  | Chair WWBKA  |
| Ruth Chettleburgh (RC)  | MBKA  | Member  |
| David Brown (DB)  | KBKA  | Apiary Mgr KBKA  |
| Diane Sleigh (DS)  | MBKA  | Member  |
| Sophie Butcher (SB)  | KBKA  | Mem sec WBKA  |

**Appendix 3**

**WBKA**

**Treasurer’s Report to Members for year ending 30th September 2021**

I present a Receipts and Payments report for the year ending 30th September 2021, which accompanies this commentary.

Those closing bank balance was similar to the previous year, and represents approximately 4 times the annual income from WBKA membership subscriptions. So at this year end, Members need have no concern regarding the ability of the Association to maintain its current activities for the foreseeable future.

During the year I have received representations from a number of Members suggesting that our reserves may be excessive. To address this concern I developed a reserves policy that will help quantify any surplus reserves, which has been presented to Council. This has been included in the draft constitution that would be adopted if we make the conversion to a charity. I have also drafted guidelines for the utilization of reserves, and in the coming year we will seek to identify the best opportunities to utilize surplus reserves. I have already received suggestions for projects that might be funded from reserves, and in the coming weeks will approach Branch committees on this topic.

In prior years the Treasurer prepared an Income and Expenditure report, which differed from a Receipts and Payments report in its accounting treatment solely in respect of the annual Honey Show (see below). The change in format was to start aligning our practices with those that would be required if Members opt for conversion to Charitable Status.

The Honey Show is one way in which WBKA meets its objective to educate the public. WBKA provides the working capital used to prepare the annual county Honey Show, typically provided in August and returned in part after the show in October. To the extent that the shows expenses may exceed its income, WBKA funds the difference. The Honey Show in October 2020 was cancelled as a result of public health restrictions in effect at that time, there were shows in October 2019 and again in October 2021. This is reflected as a receipt in the year ending 30th September 2020, created by the return of the funding used in the 2019 show, and the provision of funds for the 2021 show that appear as a payment in the year ending 30 September 2021. (In the Income and Expenditure format, this payment would not have been reported until the year in which the show took place, and the reserves reported would have exceeded the money held in our bank account by that value.) Members may be interested to know that the show in October 2021 came closer to covering its costs than shows in prior years, and WBKA received a repayment of £1,585 early in the new financial year.

Our existing constitution requires that the Treasurer presents accounts to Members, but it does not prescribe the format of the accounts. It has been practice that the accounts presented to members relate solely to the central bank account, taking no account of the financial performance of our four branches, and this year I have retained that approach. This practice is unusual, as it does not reflect the legal form of the association, but is acceptable given the current constitution. If we convert to charitable status, we will be required to provide the Charity Commissioners with an aggregate view of the finances of the whole organization (without detail about individual branches), and I have included a footnote to this years accounts to give Members a first feel for the magnitude of our consolidated income and reserves. If we do move forward as a Charity, it is my intension to provide Members with two reports, one for the central finances and one for the consolidated finances. I do not propose to provide any analysis by Branch, but Members can approach their own Branch Treasurer in respect of their own Branches accounts.

Our constitution also requires that the accounts presented to Members are reviewed before they are provided to Members, but does not define any requirement for the reviewer’s qualification or the purpose of the review. The accounts are not sophisticated, and are easier to prepare and review than the branch accounts. So this year, after discussion with Council, I asked one of our Branch Treasurers to perform the review for us, so my thanks to Gloria Pilz. If we move forward as a charity, the requirement for review will be better defined by the Charity Commissioners, and the new Trustees will be tasked with ensuring this happens. To that end I have approached an “Independent Accountant”, who holds appropriate professional qualifications but is not a member of WBKA, who has expressed a willingness to undertake the task “pro bono”. If Members choose not to make the conversion to a charity, I propose that we again ask one of the Branch Treasurers to undertake the internal review of our accounts.

Ceri Gosling ACA

Treasurer

**Appendix 4**



**Appendix 5**

**Addendum to Agenda for AGM on 20th January 2022**

**5. Proposed changes to our present Constitution and charitable status**

In order to implement any change to charitable status which members may want in the future, we have to alter our present constitution. Also any change to charitable status is a big step to take so we are, for the first time, allowing postal and electronic voting to encourage as many members as possible to take part and vote. We are also giving Council the right to hold electronic meetings.

Here are the 6 Resolutions making these changes to the 2014 Constitution:

5.1 This resolution will insert a detailed clause and sub-clauses into our Constitution to allow **postal voting** at AGMs and SGMs and the meeting will be asked to vote that we include these words in our Constitution.

**Resolution 1 Postal voting.** It is proposed that the following clause and sub-clauses be included in the WBKA’s constitution:

“8.8 Postal Voting

8.8.1 The Association may, if Council so decides, allow the members to vote by post to elect officers or to make a decision on any matter that is being decided at a general meeting of the members.

8.8.2 Council must appoint at least one person from each branch of the Association to serve as scrutineers to supervise the conduct of the postal ballot and the counting of votes.

8.8.3 If postal voting is to be allowed at a meeting, the General Secretary must send to members of the Association:

8.8.3.1 not less than 35 days before the deadline for receipt of votes cast in this way a notice by post asking the member if he or she requires a postal vote and if so to return the postal vote request form enclosed with this notice within 7 days of the date of despatch, and

8.8.3.2 not less than 21days before the deadline for receipt of votes cast in this way

8.8.3.2.1 a notice by post

8.8.3.2.2 an explanation of the purpose of the vote and the voting procedure to be followed by the member,

8.8.3.2.3 a voting form capable of being returned by post to the General Secretary, containing details of the resolution being put to a vote, or of the candidates for election, as applicable, and

8.8.3.2.4 the closing date and time for receipt of votes being not less than 2 days before the meeting to which the notice applies, and that any votes received after the closing date or not complying with the voting procedure will be invalid and not be counted.

8.8.4 The voting procedure must require all forms returned by post to be in an envelope with the member’s name and signature, and nothing else, on the outside, inside another envelope addressed to ‘The Scrutineers for WBKA’, at the General Secretary’s address or such other postal address as is specified in the voting procedure.

8.8.5 The scrutineers must make a list of names of members casting valid votes, and a separate list of members casting votes which were invalid. These lists must be provided to the General Secretary or other person overseeing admission to, and voting at, the general meeting. A member who has cast a valid postal vote must not vote at the meeting, and must not be counted in the quorum for any part of the meeting on which he or she has already cast a valid vote. A member who has cast an invalid vote by post is allowed to vote at the meeting and counts towards the quorum.

8.8.6 The scrutineers must retain the internal envelopes (with the member’s name and signature) and record on this evidence of the member’s name that the vote has been counted, or if the vote has been declared invalid, the reason for such declaration.

8.8.7 Votes cast by post must be counted by all the scrutineers before the meeting at which the vote is to be taken. Subject to paragraph 8.8.8 below the scrutineers must provide to the person chairing the meeting written confirmation of the number of valid votes received by post and the number of votes received which were invalid.

8.8.8 The scrutineers must not disclose the result of the postal/email ballot until after votes taken by hand or by poll at the meeting, or by poll after the meeting, have been counted. Only at this point shall the scrutineers declare the result of the valid votes received, and these votes shall be included in the declaration of the result of the vote.

8.8.9 Following the final declaration of the result of the vote, the scrutineers must provide to the General Secretary or other authorised person bundles containing the evidence of members submitting valid postal votes; evidence of invalid votes; the valid votes; and the invalid votes.

8.8.10 Any dispute about the conduct of a postal or email ballot must be referred initially to a panel set up by Council, to consist of one officer and one representative from each branch. If the dispute cannot be satisfactorily resolved by the panel, it must be referred to the Electoral Reform Services.”

5.2 This resolution will insert a detailed clause and sub-clauses into our Constitution to allow **electronic voting at Council meetings** and the meeting will be asked to vote that we include these words in our Constitution.

**Resolution 2 Electronic voting at Council meetings.** It is proposed that the following clause and sub-clauses be included in the WBKA’s constitution:

“4.20 Voting by electronic means at Council meetings

4.20.1 A Council meeting may be held by suitable electronic means agreed by Council in which each participant may communicate with all the other participants whether present in person or not.

4.20.2 Any member participating at a Council meeting by suitable electronic means agreed by Council in which a participant or participants may communicate with all the other participants, shall qualify as being present at the meeting.

4.20.3 Meetings held by electronic means must comply with the rules and procedures for Council meetings, including chairing and the taking of minutes and provided that all votes shall be taken by poll.”

5.3 This resolution will insert a clause and detailed sub-clauses into our Constitution to make clear that a simple majority of votes can pass any resolution except one under clause 11 (Amalgamation and Dissolution) at AGMs and SGMs and the meeting will be asked to vote that we include these words in our Constitution.

**Resolution 3 Simple majority voting at AGMs and SGMs.** It is proposed that the following clause be included in the WBKA’s constitution:

“8.9 Voting at AGMs and SGMs.

8.9.1 Any resolution proposed shall be deemed to be passed if it is proposed, seconded and voted in favour by a simple majority of full paid up members present at the meeting and eligible to vote.

8.9.2 Clause 8.9.1 shall not apply to any resolution proposed under clause 11.”

5.4 This resolution will insert a detailed clause and sub-clauses into our Constitution to allow **electronic voting at AGMs and SGMs** and the meeting will be asked to vote that we include these words in our Constitution.

**Resolution 4 Electronic voting at AGMs and SGMs.** It is proposed that the following clause and sub-clauses be included in the WBKA’s constitution:

“8.10 Voting by electronic means at AGMs and SGMs

8.10.1 A general meeting of members may be held by suitable electronic means agreed by Council in which each participant may communicate with all the other participants whether present in person or not.

8.10.2 Any member participating at a general meeting of members by suitable electronic means agreed by Council in which a participant or participants may communicate with all the other participants, shall qualify as being present at the meeting.

8.10.3 Meetings held by electronic means must comply with the rules and procedures for general meetings of members, including chairing and the taking of minutes and provided that all votes shall be taken by poll.”

5.5 This resolution will insert a detailed clause into our Constitution to allow the **transfer of assets to any new organisation of WBKA** and the meeting will be asked to vote that we include these words in our Constitution.

**Resolution 5 Definition of Amalgamation.** It is proposed that the following clause be included in the WBKA’s constitution:

“11.3 Definition of amalgamation. Amalgamation and amalgamate in clause 11.2 above shall mean transfer, amalgamation or amalgamate.”

5.6 This resolution will insert a detailed clause into our Constitution to prevent the first trustees of a charity incorporated organisation (“CIO”) replacing the current WBKA, from voting for the conversion to a CIO and the meeting will be asked to vote that we include these words in our Constitution. [*This clause is included on legal advice to prevent a deemed conflict of interest by the first trustees of the CIO who are also members of WBKA.*]

**Resolution 6 Preventing a conflict of interest.** It is proposed that the following clause be included in the WBKA’s constitution:

“11.4 If the members in general meeting shall vote to convert to a charity incorporated organisation, the votes of the trustees of that charity incorporated organisation shall not be included in the count nor should they form part of the numbers to create a quorum.”