

# The Professional Speaking Association UK & I

## Annual General Meeting – voco St John's, Solihull

### Held during the Speaking Business Summit 2023

Date: Friday 13th October 2023 (5.30pm)

#### **Present:**

- Chair: Joanne Lockwood (JL)
- National President: Nathan Littleton (NL)
- Finance Director: William Buist (WB)
- Director of Regions: Alastair Greener (AG)
- Membership Director: Michelle Mills-Porter (MMP)
- Foundation Director: Mike Pagan (MP)
- Marketing Director: Chantal Cornelius (CC)
- Marketing Director Elect: Denise Fay (DF)
- Operations Manager: Sara Beth Reynolds (SB)

#### **Apologies Received:**

- None

#### **Note**

- Diversity, Equity and Inclusion Director: position vacant

## **Agenda**

### **1. Welcome**

### **2. Roll Call & Introductions**

### **3. Approval of Notice Convening the Meeting**

1. Formal Notice Convening the Meeting - see Appendix - A1
2. AGM protocol and process document - see Appendix A2

### **4. Review & Approval of Previous AGM Minutes**

1. Minutes of PSA UK&I AGM 2022 - see Appendix -A3
2. Address Matters arising and any actions

### **5. Financial Report by Finance Director**

1. Finance and Budget Report - see Appendix - A4
2. Seek adoption of the Independently Verified Accounts
3. Limited Company Accounts - see Appendix A5
4. Adoption of the proposed budget for 2023/24

### **6. Presentation of Annual Reports by the Board**

1. Director/Board Reports - see Appendix - A6
2. Review of the Board Risk Register - see Appendix - A7

## **7. Retirements and Elections**

1. Acknowledge retirements from the board during the year
  - Dr Lynda Shaw – Immediate Past National President
  - Jackie Handy – D,E&I Director
2. Confirmation of Directors Appointed during the year
  - Denise Fay – Marketing Director
3. Confirm appointment of President Elect
  - Michelle Mills-Porter
4. Acknowledgement of Presidential Hand-Over
  - Nathan Littleton to Chantal Cornelius
5. Notification of Open Board/Volunteer Positions
  - Membership Director
  - DE&I Director
  - Speaker Factor Coordinator (volunteer role)

## **8. Special Resolutions or By-law Changes by the Board**

(NOTE: For adoption or rejection - not for amendment)

1. Proposed Articles and By-Law updates - see Appendix A8
2. Proposed Bylaws Amendments - see Appendix A9
3. Adoption of the PSA 2030 Board Strategy - see Appendix A10
4. Presentation of Policies and Governance Documents

(NOTE: for information and acknowledgement)

- Association Expenses and Authorisations Policy - see Appendix A11
- Stipend Policy for Chair and Finance Director - see Appendix A12
- Free Places Policy - see Appendix A13
- Director/Board Recruitment Process - see Appendix A14

## **9. Open Forum & Member Proposals**

1. Member Resolution by Alan Stevens/Dr Lynda Shaw - see Appendix A15
2. Member Discussion and Resolutions Floor

## **10. Setting the Agenda for the Coming Year from the Chair**

## **11. Closing Remarks & Acknowledgements**

## **12. Meeting Ends**

<b>Discussion</b>	<b>Action</b>
<b>1. Welcome (Joanne Lockwood - Chair)</b>	

<p>1. The meeting was called to order by Joanne Lockwood (Chair) who welcomed all attendees and expressed gratitude for their presence. She also expressed her pleasure to see the international guests and her desire for an open and transparent communication.</p>	
<p><b>2. Roll call and introductions (Joanne Lockwood - Chair)</b></p> <p>1. Introductions were given by each of the board members who outlined their roles and priorities for both the previous and upcoming years.</p>	
<p><b>3. Approval of Notice Convening the Meeting (Joanne Lockwood - Chair)</b></p> <p>1. Formal Notice Convening the Meeting - see Appendix - A1</p> <ul style="list-style-type: none"> <li>● Proposed by John Haynes</li> <li>● Seconded by Peter Roper</li> <li>● Motion carried unanimously</li> </ul> <p>2. The AGM protocol and process document was referenced as the guide to be followed - see Appendix A2</p>	
<p><b>4. Review &amp; Approval of Previous AGM Minutes (Joanne Lockwood - Chair)</b></p> <p>1. Minutes of PSA UK&amp;I AGM 2022 - see Appendix - A3</p> <ul style="list-style-type: none"> <li>● Proposed by member, Steve Bustin</li> <li>● Seconded by member, Fiona Brennan-Scott</li> <li>● Motion carried unanimously</li> </ul> <p>2. Address Matters arising and any actions</p>	<p>None</p>
<p><b>5. Financial Report (William Buist - Finance Director)</b></p> <p><b>Finance and Budget Report - see Appendix - A4</b></p> <p>1. William Buist (Finance Director) explained that this year the organisation has experienced a deficit. The organisation experienced an increase in the cost of running a post Covid event in Dublin. The 2022 Global Speakers Summit left a deficit and the Speaking Business Summit 2023 should leave a small surplus. The organisation aims to break even next year.</p> <p>2. Membership numbers dropped off during Covid and are now slowly increasing although not yet at pre Covid levels.</p>	

3. Regional meetings are being kept at a reasonable cost but inflation is driving up costs.
4. There has been revenue generated from the conferences and the Association has reserves of £100,000.

### **Seek adoption of the Independently Verified Accounts**

#### **Limited Company Accounts - see Appendix A5**

1. The Board confirmed that they have read and approved the accounts. The accounts have been prepared by the accountants who handle the management and submission to Companies House (Michael Ogilvie and his team at X5 Accountants).
2. A question was asked by Heather Townsend: When will we rotate our auditor to keep good financial governance? Response from Joanne Lockwood (Chair): We are implementing a supplier approval process and will also seek to re-tender our requirements at least every three years. We will bring forward motions to reappoint our financial advisors each year and seek approval by the members in order to be transparent and legitimate. This has been approved by the Board.

#### **Adoption of the proposed budget for 2023/24**

1. William Buist (Finance Director) detailed the priorities for 2023/24 and the budget as shared prior to the meeting.
  - Focus on membership and bringing the right events to members.
  - William Buist (Finance Director) explained that the organisation generates £300,000 of revenue and it costs the same to run. A question was asked by Jackie Barrie: Who is paid and who is a volunteer? Response from Joanne Lockwood (Chair): We have paid admin support and operations support. The Chair receives £1100 as a stipend and the Finance Manager receives £500 as a stipend (per month).
  - A question was asked by Charlie Whyman: The marketing budget seems a little low. How does this work? Response from William Buist (Finance Director): We do need to invest more but the budget is limited. Charlie Whyman expressed the view that it is a priority to focus on marketing to grow and keep members. Response from Joanne Lockwood (Chair): We have brought on Sass Adams to look after marketing and social media support but would welcome more support from our members. Response from Denise Fay (Marketing Director): As Marketing Director, I will be working on the marketing strategy and talking to those who have offered their support, including RPs.

Review all of our suppliers, including accountants over the course of this financial year and hold a register and review date.

Marketing Director to ensure budget is reviewed and resources sought as necessary

2. The budget was approved by the Board and carried unanimously.

## **6. Presentation of Annual Reports by the Board (Joanne Lockwood - Chair)**

### **Director/Board Reports - see Appendix - A6**

1. Alastair Greener (Director of Regions) expressed his thanks to the RPs, recognising their importance and value. It was noted that the Virtual Region has been launched and Olga Geidane will be the Regional President for 15 months. Olga Geidane (Virtual Regional President) noted that the cost of the virtual region contributes towards the costs of the other regions. Joanne Lockwood (Chair) noted that all regions balance their surplus (or deficit) across the association and contribute, not just the virtual region.
2. Mike Pagan (Foundation Director) expressed his thanks to all who have supported the Foundation this year. It was noted that it is having a busy year because the members are having a tough year and the need to offer financial support has been high, therefore more support for the Foundation is needed.
3. Nathan Littleton (National President) expressed his thanks to the board, RPs and the members, noting that 'Just one thing' has been his theme and expressed the hope that it has been valuable.
4. William Buist (Finance Director) noted that banking arrangements have been made as per the report and explained that Metrobank is the new bank for the PSA.
5. Joanne Lockwood (Chair) (on behalf of Jackie Handy, the outgoing Diversity, Equity and Inclusion Director) noted that Jackie Handy has passed on her gratitude to the Board for all their hard work. Joanne Lockwood (Chair) expressed thanks to Jackie Handy and noted that the Inclusion Report has been a huge success.
6. Sara Beth Reynolds (Operations Manager) expressed her thanks to the members and the Board for their support, emphasising what a privilege it is to serve them.
7. Chantel Cornelius (Marketing Manager and President Elect) gave an update on the new PSA website, noting that it has been 18 months of hard work. Chantel expressed pride in the finished product but asked for continuing feedback from members.
8. Michelle Mills-Porter (Membership Director) outlined her goals for the upcoming year:
  - The announcement of new membership benefits
  - Growing collaborative relationships

<p>Question from Fiona Brennan-Scott: Have you got any feedback about retention? Response from Michelle Mills-Porter: I have started speaking to all people who are thinking of leaving the PSA. Often they are planning on leaving speaking. Sometimes I can offer support through the Foundation. I welcome ideas. Response from Joanne Lockwood (Chair): We are good at recruiting at 10% a year but we lose people at around 10% a year so we need to reduce the people who leave by 1% and then we will see growth.</p> <p>Question from Maria Franzoni: The average age of members is high. We are missing key generations e.g. Gen Z. What are we doing to recruit younger members? Response from Michelle Mills-Porter we are looking at student membership and youth memberships in a different way so that we can offer support.</p> <p>Charlie Wyman expressed the view that it would be good to see the strat doc about marketing online. Little things can make a big difference like putting peoples pictures online as we have few people under 40 in the PSA. We need to be inclusive and mindful of the generational gap.</p> <p>Question from Silvia Coletto: If we are trying to get people into the room why are we not getting first timers into the room for free? Response from William Buist (Finance Manager): We will have a code for first timers so that they can pay half the costs in the future in case they don't want to join straight away. This is still a work in progress. It is a balance between getting people in and costs. Response from Denise Fay (Marketing Director): I am the new marketing director and I welcome input so please share your comments with me. My marketing strategy and promotional plans are being put in place in line with the strat plan.</p> <p>Question from Jackie Barrie: Please can I request a slot at the next AGM to deliver a report on the community? Response from Joanne Lockwood (Chair): Yes, absolutely.</p> <p><b>3. Review of the Board Risk Register - see Appendix - A7</b></p> <ol style="list-style-type: none"> <li>1. William Buist (Finance Director) emphasised the need to focus most on the risks that the organisation faces and the requirement to plan for issues that arrive before they arrive. He requested that members review and bring their concerns to him at a later date due to time constraints.</li> </ol>	<p>Agenda item to be provided to Jackie Barrie at the next AGM to deliver a report on the community</p>
<p><b>7. Retirements and Elections (Joanne Lockwood - Chair)</b></p> <ol style="list-style-type: none"> <li>1. Acknowledge retirements from the board during the year:</li> </ol>	

- Dr Lynda Shaw – Immediate Past National President
- Jackie Handy – DE&I Director

Joanne Lockwood acknowledged the following retirements and thanked those departing for their service.

2. Ratification of Board roles:

1. Denise Fay as Marketing Director - Carried unanimously

3. Ratification of non Board roles:

1. Jane Gunn proposed as new Ethics Officer. Joanne Lockwood (Chair) expressed thanks to the outgoing Ethics Officer, William Buist
2. William Buist proposed as GSF representative
3. Michelle Mills-Porter proposed as President Elect

All carried unanimously.

4. Joanne Lockwood (Chair) expressed her thanks to Nathan Littleton for his hard work as President and all his work over the last 5 years.
5. Joanne Lockwood (Chair) outlined 3 open vacancies:
  - Membership Director
  - D,E&I Director
  - Speaker Factor Coordinator (for 2024/25)

**8. Special Resolutions or By-law Changes by the Board (Joanne Lockwood - Chair)**

(NOTE: For adoption or rejection - not for amendment)

**1. Proposed Articles and By-Law updates - see Appendix A8/9**

Joanne Lockwood (Chair) noted that the laws were put in place a long time ago and there are plans to modernise these. She also noted that the proposed adoption/rejections need 75% in order to pass for the Bylaws.

1. Article changes (see Appendix A8) - Carried unanimously
2. Proposed Bylaws Amendments (see Appendix 9) - Carried unanimously
3. Adoption of the PSA 2030 Board Strategy - see Appendix A10. Joanne Lockwood asked for approval of the PSA 2030 Board Strategy.

Leon Bamforth expressed concern around the DE&I strategy, emphasising his belief that members may be unable to speak about what they feel or think. He also expressed concern that the term 'racial taskforce' was militant language. He asked the question: What does 'minority statement' mean? Response from Joanne Lockwood (Chair): We are trying to include everybody and be tolerant because all voices are worthy and we are not trying to limit what you say. We would like to be culturally aware and members who are Black, Brown or People of Colour have expressed feelings that they do not feel psychologically safe in the PSA. I will not chair an organisation that is not inclusive to all. I have written a paper which will go out to consultation so that we can listen to our members. It was noted that LB feels marginalised and excluded by that. Jackie Handy (outgoing D,E and I Director) explained that the PSA is bound by UK law to represent 9 protected characteristics. This does not exclude those people outside of these characteristics

Anita Phagura expressed the view that this is not an organisation that is representative of the diversity within the speaking community.

Rohit Talwar expressed the need to help people feel included and understand how they feel. Stating that if you get a more diverse group of people coming in but they don't feel welcome, that is a waste of time and a real shame.

Olga Geidane expressed the opinion that initially she did not feel welcome as a non British person and did not feel welcomed into the PSA team.

Phillip Khan-Panni noted that two of the people who founded the PSA were himself and Ricki Arundel. Stating that we do not represent a white middle aged group. The basic values that brought us together remain valuable. I am happy with the way that the PSA is. We are not fundamentally discriminatory.

Andreena Leanne expressed her thanks and that she feels seen.

Elsa Caleb noted that she has travelled this path and is happy to assist this agenda.

Ruth Fogg expressed her thanks to Sara Beth and the team who have worked extremely hard to support her and other members with disabilities at the events.



<p>Kayode Dimali (non-member) noted that he was 20 when he became involved with the PSA and it was difficult to integrate. He also noted that he was one of only two black people in the room. He expressed his desire to lower the price for the student demographic.</p> <p>Shelley Bridgman expressed the view that the PSA needs to do some work on this and make sure that everyone has a voice. It can't be about quotas.</p> <p>Peter Roper expressed the view that the PSA has grown a lot and is on a journey. He expressed his thanks to the Board for doing a fantastic job.</p> <p>4. A vote was had on whether to adopt the strategy motion - Motion carried with 3 against.</p> <p><b>4. Presentation of Policies and Governance Documents</b> (NOTE: for information and acknowledgement)</p> <ul style="list-style-type: none"> <li>● Association Expenses and Authorisations Policy - see Appendix A11</li> <li>● Stipend Policy for Chair and Finance Director - see Appendix A12</li> <li>● Free Places Policy - see Appendix A13</li> <li>● Director/Board Recruitment Process - see Appendix A14</li> </ul>	
<p><b>9. Open Forum &amp; Member Proposals (Joanne Lockwood - Chair)</b></p> <p>1. Member Resolution by Alan Stevens/Dr Lynda Shaw - see Appendix A15.</p> <p>Proposal from Alan Stevens: When electing the Board, everyone should be able to stand, when nominated by a member and every member should have a vote. It is simple and inclusive. People not in the room currently have no voice.</p> <p>2. Lynda Shaw seconded the proposal, stating that everybody should have a vote and a voice. She noted that there is some discontent within the membership and she didn't want them to leave. Everybody should feel significant.</p> <p>Heather Townsend argued against the motion stating that the PSA has a process that is professional and fair. She expressed the opinion that the PSA can't allow Board members based on popularity because it opens</p>	

doors to allow individuals to hold a grudge and this could undermine our professionalism and integrity.

Jane Gunn argued for the motion, stating that each member should get 1 vote, stating that there must be diverse thinking as well as diversity.

Della Hudson expressed the opinion that at the moment our council/board has largely democratically co-opted members.

Lee Jackson argued against the proposal stating that when he was President he decided to interview Board members properly. The process was adapted so that an email with the positions is sent to the membership to invite applications, and an interview is required, this is then ratified. This is a robust procedure.

Ges Ray expressed concerns that there are big risks in a change.

Kate Trafford argued against the proposal stating that she trusts the process, noting that proposees go through a rigorous process and are volunteers. Some people may not put themselves through this process if the PSA alters the format.

Thorston Jekel argued for the proposal, stating that he advocates and supports the proposal from Alan although the Board has been doing a great job.

Mike Pagan argued against stating that it is hard work to get onto the Board. He explained that you have to list your competencies and go through a stringent process. He expressed the opinion that he would not have wanted to lobby for support and that some people would not want to be part of a vote. He stated that the diversity of thinking in Board meetings are to the point and clear.

Question from Jackie Barrie: What is the Board's rationale for rejecting the proposal? Response from William Buist (Finance Director): We have invited people to attend meetings and been very open and democratic. We don't think that this resolution serves democracy. People should be able to apply because they have the experience and skill set for the job.

Final statement from Alan Stevens: You have a choice. I never thought that I would hear the room say that democracy is not important. Currently some people don't have a voice and most Boards adopt a 1 member 1 vote process in order to be fair and transparent. It is a simple proposal and I

<p>believe that every member should have a voice. I urge you to support this modest and inclusive proposal.</p> <p>Joanne Lockwood (Chair) noted that there is a process in the bylaws to remove a member of the Board.</p> <p>A vote was held with a clear majority against the motion. The motion was dismissed.</p> <p>Joanne Lockwood (Chair) noted that the Board has listened and will take opinions on board, stating that the Board will bring out a consultation before recruiting Board members.</p>	<p>Review Board/Director Recruitment Process in light of views expressed and seek to make improvements where applicable</p>
<p><b>10. Setting the Agenda for the Coming Year (Joanne Lockwood - Chair)</b></p> <ol style="list-style-type: none"> <li>1. Joanne Lockwood (Chair) identified the following as key points for next year: <ul style="list-style-type: none"> <li>● Marketing</li> <li>● More volunteers</li> <li>● More members and more members at events</li> </ul> </li> </ol>	
<p><b>11. Closing Remarks &amp; Acknowledgements (Joanne Lockwood - Chair)</b></p> <ol style="list-style-type: none"> <li>1. Joanne Lockwood (Chair) expressed her thanks to all for their attendance.</li> </ol>	
<p><b>12. Meeting Ends</b></p> <ol style="list-style-type: none"> <li>1. Meeting adjourned at 19.50 with thanks expressed to all attendees .</li> </ol>	
<p><b>Matters arising for discussion/consideration</b></p> <ul style="list-style-type: none"> <li>● Andreena Leanne suggested the option of voting online and replacing the red and green cards</li> <li>● Jackie Barrie noted that cards need a yes and no on them for inclusivity e.g. colour blindness</li> </ul>	<p>The AGM format and process will be reviewed by the Board and points will be taken on board</p>