

Company Number: 0572778

THE HERALDRY SOCIETY

Minutes of the 66th Annual General Meeting held by Zoom on Thursday 10 November 2022 at 6.00pm.

Present by Zoom: 20 members were present, including members of Council.

Apologies were received from 7 members.

The Chairman reported that a quorum was present. Accordingly, the meeting proceeded.

The Chairman read the notice of the meeting and introduced the Resolution 'That the Minutes of the last AGM be approved'. This was proposed by Edward Mallinson and seconded by David Fiennes-Gregory. There were nil abstentions or non-contents.

The Chairman's Report was circulated prior to the AGM. Edward Mallinson asked when face to face meeting would resume. The Society met at the RAF Club in October and more hybrid events are planned in the future, a mixture of live and Zoom lectures is planned for 2023 onwards. That the Report be approved was proposed by Graham Bartram and seconded by Paul Jagger. Nil abstentions or non-contents.

The Chairman proposed 'That the Report of the Directors and the Unaudited Accounts for the financial year ended 31 March 2022 as posted on the website be received'. The Report and Accounts being circulated prior to the meeting, that they be approved was proposed by Graham Bartram and seconded by David Phillips. Nil abstentions or non-contents.

To agree the new Articles of Association, circulated via the website. The Articles were last revised in 2004. These new Articles have been updated and made fit for the 21st century by Martin Davies, assisted by Michael Fowle. The main changes referring to online meetings and methods of communication and the use of more inclusive language.

One Member of Council is retiring by rotation under Article 48: Dr Richard Baker.

The Chairman on behalf of Council thanked Richard for his service and confirmed that he would be continuing with his remit of Education and Examinations.

Three new Trustees have been appointed as Members of Council under Article 47: Anthony Willenbruch, Jenny Baker, and Dewdney Drew.

Each new nominee gave a brief biography and were elected *en bloc*. Proposed by The Chairman and seconded by David Fiennes-Gregory. Nil abstentions or non-contents.

Edward Mallinson sought clarification regarding the appointment of Members of Council. Council specifically asks for people who are interested in helping the Society, some are co-opted mid-year and then this is ratified at the AGM. This is usually to assist with specific roles or in an advisory capacity.

Proposed by Anthony Willenbruch and seconded by Graham Bartram. Nil abstentions or non-contents.

To re-appoint Williamson Morton Thornton LP as the Society's Auditors, to hold office until the conclusion of the next general meeting at which accounts are audited, and to authorise the Council to fix their remuneration. (Note: The Articles require auditors to be appointed. However, neither Articles

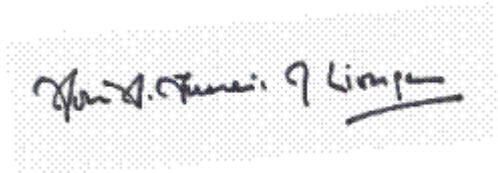
or Regulations require an audit. Therefore, a partner in the audit firm acts as Independent Examiner of Unaudited Accounts). Proposed by Richard Baker, seconded by Edward Mallinson. Nil abstentions or non-contents.

There were several items of AOB which were discussed including the forthcoming lecture programme.

The meeting closed at 7.28pm.

Dated 20 November 2022

By Order of the Council

A handwritten signature in black ink on a light-colored, textured background. The signature reads "John J. Tunesi of Liongam" with a horizontal line underneath the name "Liongam".

John J. Tunesi of Liongam
Secretary