

BRITISH EQUITY COLLECTING SOCIETY LIMITED

Company No: 3547531

MINUTES of the Fifteenth Annual General Meeting
of British Equity Collecting Society Limited ('the Society')
held on Friday 29 November 2013 at 1.45pm
in the David Lean Room, BAFTA, 195 Piccadilly, London W1J 9LN

1. Welcoming remarks from the Chairman

The Chair, Jean Rogers, opened the AGM and said that it was good to be holding the Fifteenth AGM at BAFTA. She welcomed all present and recorded her thanks to all those in attendance and noted that there was a record number attending this year's meeting. A quorum of members (being the lesser of 25 members or one twentieth of the members entitled to attend and vote at the meeting) was present for the meeting.

The Chair then introduced members of the Board present for the meeting: Peter Barnes, Bryn Evans, Natasha Gerson, Steve Kenis, Freddie Pyne, Stephen Spence and Andy Prodger. She explained that other Board members were unable to be present due to work commitments.

The Chair also introduced Tayyiba Nasser, BECS's Financial Controller, and Andrew Yeates, BECS's Consultant.

The Chair then invited Andy Prodger, Chief Executive Officer of BECS, to address the meeting.

2. Report from Chief Executive Officer

The CEO, Andy Prodger, thanked the Chair for the introduction. He welcomed all members present and gave a brief report of the work of the Company over the previous 12 months saying that it was a privilege to be the Chief Executive Officer of BECS.

He reported that in the last year, total revenue collected had dropped slightly over the previous year. However a strong total of £8.64 million had been collected. He placed on record his thanks to the BECS staff for their efforts in achieving such a good result and thanked the BECS Board members for their time and support for the work BECS does. He recommended his report within the Annual Report 2013 to the meeting.

The Chair then proposed that the formal business of the meeting be addressed.

3. Formal Business

ORDINARY BUSINESS

1. To receive and approve the Minutes of the Fourteenth Annual General Meeting of the Society held on Thursday 29 November 2012.

The Chair asked all present whether they wished to raise any comments or corrections to the Minutes of the 2012 AGM.

Lionel Guyett noted that the Minutes had recorded that costs allocated to the new IT system included provision for maintenance support for five years. He asked how this provision had been affected by the arrangements now being put in place with a new IT supplier.

The Chair confirmed that monies previously allocated to the support provision had been clawed back when a confidential settlement agreement had been secured. The Board had been provided with a full report on the details.

Ian Barritt asked why the Society has had to pay any monies out for IT system work that had not been delivered. Andy Prodger confirmed that value was secured by the Society from items that had been delivered and that this had been taken into account within the confidential settlement terms.

Doremy Vernon asked what level of resource was being allocated to checking names on the missing performers list. She thought it odd that some names were so well known that they, or their estates, had not been traced.

Andy Prodger explained that it was sometimes hard to trace the correct beneficiaries of estates. Even when they could be contacted, the sums of money being held by the Society were not sufficient to make it administratively worthwhile for the Estate to follow up and confirm payment arrangements with BECS.

There being no further comments, the Chair therefore asked the members present to approve the Minutes from the previous AGM:

- The resolution to approve the Minutes was proposed by Ian Barritt.
- The proposal was seconded by Jonathan Courage.
- The Minutes were approved unanimously by all members present.

2. To receive and consider, and if thought fit, approve the Director's Report and Financial Statements of the Society for the year ended 30 April 2013, and the Auditors' report thereon.

Tayyiba Nasser presented a summary of the Financial Statements included in the 2013 Annual Report which had been sent to members. Members had also been given notice that copies of the full financial statements, the Auditors' Report on these and the Directors' Report had been made available through the BECS website.

Philip Clark from Chantry Vellacott DFK LLP was then invited to report on the Audit for the Accounts. He reported the accounts for the year ended 30 April 2013 had recorded another strong performance by BECS. He added that the 2012-13 audit had been carried out successfully and he had no concerns to raise with the meeting.

The Chair then asked for a proposer and seconder for the resolution to approve the Directors' Report and Financial Statements:

- The resolution was proposed by Alan Thompson.
- This was seconded by Anne Clements and approved by all members present.

3. **To consider, and if thought fit, pass a resolution that the auditors of the Society, Chantrey Vellacott DFK LLP, be reappointed as auditors of the Company, to hold office from the conclusion of the meeting until the Annual Report and Financial Statements are next laid before the Members, and that their remuneration be determined by the Directors.**

The Chair asked for a proposer and seconder for the resolution:

- The resolution proposed by Joanna Wake.
- It was then seconded by Joan Blackham and approved by all members present with one abstention.

4. **Special Business**

The Chair then invited the Meeting to consider, and if thought fit, pass a special resolution to the effect that the Articles of Association of the Society be amended and adopted to allow for the Rule Changes outlined in the summary, which had been sent to all members with the Annual Report.

In this regard the following resolution was proposed to the Meeting as a Special Resolution:

‘That the Articles of Association of the Society produced to the Meeting and marked “A” for the purposes of identification, be adopted as the Articles of Association of the Society in substitution the Society’.

The Chair then invited Andy Prodger to provide an outline of the proposed rule changes.

After discussion the Chair invited the members to vote on the special resolution set out in the Notice of the AGM, namely:

‘That the Articles of Association of the Society produced to the Meeting and marked “A” for the purposes of identification, be adopted as the Articles of Association of the Society in substitution the Society’.

- The resolution was proposed by Wally K Daly.
- The resolution was seconded by Seb Craig.

Clive Swift asked for clarification that only one vote to cover all the revisions was being proposed. He suggested that it might have been preferable for votes to have been invited separately on the proposed changes to the make-up of the Board, and the changes to the Articles to provide for beneficiaries of the estates of performers to become members of BECS in their own right.

Andrew Yeates explained how all the changes had been identified within the proposed Revised Articles made available to the Members at the same time as the Notice of the AGM was published. It was therefore hoped that one vote on the proposed changes would be sufficient.

The Chair reiterated the proposed Resolution and this was again proposed:

- The resolution was proposed by Wally K Daly and seconded by Seb Craig.
- The resolution was agreed and adopted by all members present.

5. Legal Update

The Chair invited Andrew Yeates to address the meeting. Andrew Yeates then reported on issues outlined in the Legal and Policy report provided to the members within the 2013 Annual Report.

He highlighted the challenges of engaging politicians at all levels with the concerns about recognition of rights that were crucial to the lives of BECS members, but were sometimes seen as too detailed to be properly addressed by policy makers.

In response to a question from Clive Swift, he confirmed that the concerns really applied to any government irrespective of party political lines.

Faith Hines suggested that, when an important issue arose on which BECS needed individual engagement from members, a short template comment be released by BECS to allow individuals to refer to this easily and support the message in a straightforward way.

5. Any other Business

The Chair invited members to raise any other business.

Ian Barritt asked whether the Articles provided for the Chair of the Board to be described as 'Chair' rather than as 'Chairman'. Andrew Yeates confirmed that this was the case within the Articles of Association.

The Chair then commented that she was not herself unhappy with being referred to as a 'Chairman', but the formal position clearly provided for formal reference to 'the Chair' to be made.

Diana Brooks asked how the reference in the Annual Report to the HMRC consultation on National Insurance might have a bearing on micropayments administered through BECS in the future. Andy Prodger acknowledged that the proposals not to apply Class 1 contributions to payments processed by BECS would result in administrative savings, although wider issues were relevant and had been picked up in the response submitted to the consultation by Equity.

There being no further matters raised, the Chair then declared the meeting closed and invited all present to join members of the Board for refreshments.