

# **Minutes of the Fourth Annual General Meeting of The Lace Guild CIO (49th)**

## **held online at 2.00pm on Sunday 13th April 2025**

<b>Present:</b>	Denise Smith (Chairman)	Phil Baldwin (Trustee)
	Christopher Evans (Secretary)	Amanda Binns (Trustee)
	Bryan Obaji (Treasurer)	Liz Muncey (Trustee)
	Alison Hopper-Bishop (Trustee)	Lizzie Foulon (Trustee)
	Emily Lonsdale (Co-opted Trustee)	

Plus 39 members online. 4 Proxy votes were also received. (52 in total.)

The meeting opened at 14.14pm.

### **1. Chairman's Welcome**

The Chairman welcomed everyone to the Fourth annual general meeting of The Lace Guild CIO and on behalf of the Board expressed a sincere thanks to each member for attending. The AGM is the one meeting in the year when we all meet to review the previous year and to look forward and plan for next year and beyond. She remarked that the last year has been an interesting one for the Guild, a full account is in the Trustees' report. And our future developments focus very much on forging a more sustainable organisation to safeguard the future of The Lace Guild for future generations of lacemakers.

### **2. Apologies for Absence**

Apologies were received from Pam Sharples, Paula Burger, Pat Gibson, Jean Leader, Jean Rooke and Judith Cordell.

### **3. Minutes of the Third Annual General Meeting**

The minutes of the Third Annual General Meeting were circulated ahead of the meeting and will remain available on the website after this meeting.

### **4. Amendments**

There were no amendments.

Adoption of the Minutes of the Third Annual General Meeting proposed by Secretary Christopher Evans M64783 and seconded by Emily Lonsdale E65162. The vote was carried with 4 abstentions.

### **5. Chairman's Remarks**

The Chairman announced that this is her last AGM as chairman of the Board after serving for 3 years and over 10 years as a trustee. She will step down as a trustee but continue to represent the Guild at craft shows, attend local events, and be part of the museum committee. The Chairman reflected on some of the Guild's accomplishments during her tenure, including getting a new roof for the Hollies building with the generosity of the membership and promoting lacemaking through exhibitions such as Commonwealth 2025 and the International Festival of Glass; as well as demonstrations up and down the UK. She thanked the Board for their support and notes that two other Board members will also be stepping down but will continue having active roles in the Guild. The Chairman emphasised the need to find new funding sources and develop innovative approaches to fundraising and promotion with a declining membership. As well as trying to recruit more volunteers with specific skills that we can utilize for the development of the Guild. She closed with a thank you to all the membership for their continued loyalty and support and hope that this will continue.

### **6. Trustees' Report**

The Trustees' report was taken as read since it had been made available to all members ahead of the meeting.

### **7. Finance overview**

The Statement of Financial Activity had been made available to all members ahead of the meeting. Treasurer Bryan Obaji read the finance overview and took questions from the floor. Tessa Whitlock M16477 asked questions about the Guild's operating profits, donations in the report and about the impact of Spring School, which the treasurer discussed with her. Sarah Jane Stevens M79377 asked about the Guild's reserve policy and if we had one, the Treasurer responded to confirm and referenced that it is within the Statement of Financial Activity.

### **8. Adoption of the Trustees' Report & Statement of Financial Activity**

Secretary Christopher Evans M64783 informed those present that the accountants had not completed the examination of the trustees' report, preventing its sign-off at the meeting. He proposed two options; deferring the approval to the trustees, who will sign it after the audit and distribute it to members before submitting it to the Charity Commission in October or hold an Extraordinary General Meeting (EGM) in August, which presents challenges due to the membership year starting on July 1st. Sue Smith M06936 proposed a third option of adjourning the current meeting to reconvene later for this specific item, only those present at the meeting would need to be contacted to complete the meeting, the floor agreed with this option.

The members agreed to vote against adopting the trustees' report, complete the rest of the business that could be completed and then vote to adjourn the meeting to a future date for this item. Adoption of the Trustees' Report & Statement of Financial Activity was proposed by Secretary Christopher Evans M64783 and seconded by Emily Lonsdale E65162. The vote failed with 1 abstention.

#### **9. Election of the Independent Examiner of the Accounts**

Treasurer Bryan Obaji to propose the Board of Trustees to elect an Independent Examiner of the Accounts. This was proposed by Secretary Christopher Evans M64783 and seconded by Emily Lonsdale E65162.

The vote was carried with 12 abstentions.

#### **10. Subscriptions for 2026/2027**

The Trustees will not be recommending a change to subscription rates for 2026/2027.

#### **11. Election of Trustees**

The Chairman Denise Smith M24063, Liz Muncey M23588 and Phil Baldwin E65099 stepped down at the AGM.

Emily Lonsdale E65162 was co-opted to the Board of Trustees on 6 May 2024. Members were asked to confirm the appointment of Emily Lonsdale by the Chairman Denise Smith M24063 and seconded by the Secretary Christopher Evans M64783. The vote was carried with 3 abstentions.

Margaret Templey will be co-opted by the Board after the AGM at the Board meeting in July and ratified at the AGM 2026.

Sue Smith M06936 pointed out that she believed the rotation has not been followed correctly in recent years, with the same trustees standing down in consecutive years instead of rotating properly. Secretary Christopher Evans acknowledges this may be an oversight and needs to be investigated. Questions were raised about the process of nominating and electing new board members. Secretary Christopher Evans explains that nominations need to be submitted in advance to be included on the proxy form for voting at the AGM. Ann Day M02245 requested that nomination forms be included in LACE magazine in the future. The trustees agreed to make the form available on the website. Sarah Jane Stevens M79377, the Arts Council England accreditation mentor, suggests reviewing trustee term limits to ensure rotation of board members is appropriate. Emily Lonsdale introduced herself as a new trustee. The trustees agree to update and publish their biographies for the members.

The Board of Trustees for 2025/2026 is as follows:

Chairman	Christopher Evans	Trustee	Lizzie Foulon
Secretary	vacant	Trustee	Alison Hopper-Bishop
Treasurer	Bryan Obaji	Trustee	Emily Lonsdale
Trustee	Amanda Binns	Trustee	Margaret Templey (to be co-opted)

There are vacancies for five trustees.

#### **12. Date and Place of 2026 AGM**

The Chairman announced that the AGM 2026 will be an online event on Sunday April 26th 2026 at 2pm.

#### **13. AOB**

Sue Smith M06936 proposed Denise, Liz, and Phil are thanked for their long service as they step down from the board.

#### **14. Close of Business Meeting**

It was proposed by Secretary Christopher Evans M64783 that the meeting be adjourned to Sunday 11th May 2025 at 2pm to return to item 8. *Adoption of the Trustees' Report & Statement of Financial Activity* and seconded by Sue Smith M06936.

It was agreed that a proxy form would be emailed for anyone who cannot attend to maximise attendance and remain quorate. The vote was carried with 2 abstentions.

There was a further discussion about how we avoid this in the future following a question from the floor. Treasurer Bryan Obaji explained that the process was engaged ahead of January with a company prepared to audit us and waive their fee but this firm pulled out in January. Then the Board had to engage with the current firm who had not worked with the Guild before so required more information about the Guild to help familiarise with the business. Previously the Guild has used an auditor who knew us well and therefore the process was smoother in the previous years.

The meeting was adjourned at 15.40.

#### **15. Presentation of Awards and Open Forum**

Winner of the Needle Lace Challenge 2025 was announced as Rosemary Turner, Rosemary wasn't present at the online AGM, the beautiful trophy will be posted out to her. This year saw 1 entry, which was from Rosemary Turner. She was the automatic winner but the fantastic work was displayed online via social media.

The open forum was opened by the Chairman.

Andrea Gaskell M63525 expressed concerns about the Golden Cape project, which she designed and handed over to the Board. She was upset to learn that the project had been altered, with the golden cape now being a blue velvet one. Alison Hopper Bishop M78782 clarified that the Golden Cape project is a collaborative one for the Guild's members and will develop, Christopher Evans M64783 confirmed that the project will continue, but the specifics are still being discussed. Malvany Cole M02004 inquired about events to celebrate the Guild's 50th anniversary, Christopher Evans M64783 responded that there will be golden events next year, though the locations are yet to be confirmed. Sara Ruks M22932 asked for details of the competition to which he said the details for the Treasure Exhibition will be available soon. Lesley Williams M78831 suggested that the magazine needs more "rainy day" articles that are not time-sensitive to support content. There was a discussion about the museum and potential ways to engage with more people, including those who cannot physically visit the Hollies, such as expanding the Coffee & Chat initiative. Including plans to eventually get the collection online to make it more accessible. Also discussed was the possibility of ticketed online events to increase revenue. Offers from the members to share their experience with organizing Zoom-based events, highlighting the benefits of using technology to showcase intricate details of lace. Expressing a need for volunteers with technical expertise to help with the Guild's online presence. Members shared exciting lace news about upcoming exhibitions and new lace days.

*NB. The accounts were unable to be approved by the accountants by Sunday 11th May, therefore the trustees sent out an email to all members of the original meeting with a new date of Sunday 22nd June for the adjourned meeting.*

#### **AGM Meeting reconvened on Sunday 22nd June 2025 at 2.00pm**

The meeting began with Secretary Christopher Evans M64783 concerned about not being quorate, even with proxies. There is some confusion about whether the meeting was postponed, that it was international lace day so many members were at lace events or courses and discussion about the late notice sent out. Despite efforts to reach more people, it was still short of the required 37 members to be quorate.

<b>Present:</b>	Denise Smith (Chairman)	Amanda Binns (Trustee)
	Christopher Evans (Secretary)	Lizzie Foulon (Trustee)
	Bryan Obaji (Treasurer)	Alison Hopper-Bishop (Trustee)
	Emily Lonsdale (Trustee)	

Plus 13 members online. 9 Proxy votes were also received. (29 in total.)

The meeting opened at 14.29pm.

The Chairman welcomed everyone to the meeting of The Lace Guild CIO and on behalf of the Board expressed thanks to all who attended. The group decided to proceed with the meeting and asked Christopher Evans M64783 to send an email to absent members for their confirmation. Christopher Evans M64783 also proposed to include two apologies as proxy abstentions. Malvany Cole M02004 seconded the proposal. The vote was carried unanimously. (Taking total members to 31)

#### **8. Adoption of the Trustees' Report & Statement of Financial Activity**

Gwynedd Roberts M01097 asked if there were any major changes that needed extra attention highlighted, Secretary Christopher Evans M64783 answered the changes requested by the accountants were format based in how they wanted the figures presented in the report to differentiate restricted funds, in particular. Adoption of the Trustees' Report & Statement of Financial Activity was proposed by Secretary Christopher Evans M64783 and seconded by Treasurer Bryan Obaji. The vote carried with 9 proxy votes and 2 abstentions.

Although voted for during item 11 of the original meeting, there was a further discussion about appointing an auditor for the next year. Sue Smith M06936 and Tessa Whitlock M16477 suggested appointing an auditor early to avoid delays. Treasurer Bryan Obaji, on behalf of the trustees, indicated that while they can't confirm specifics at this time, they are likely to continue with the same auditing company (Lewis & Co.) unless a more suitable or cost-effective option is found before the end of the year. All agreed that having an auditor in place sooner would be beneficial to avoid any last-minute struggles.

The meeting closed at 14.37.

*NB. Within 3 days of the meeting, 6 additional proxy forms confirming the decision were received, taking the number to 37 members (Quorate).*

**Thank you to all who were able to engage in this process, the AGM is a very important part of the Guild's calendar, it is not just a legal requirement but also an opportunity to celebrate all The Lace Guild achieves in a year, which is not possible without the continued invaluable support of our lace community.**