

Draft Minutes of the 2006 Annual General Meeting of the UK T_EX User's Group

held on 20 October 2006

at London Mathematical Society, de Morgan House, London

1 Present

Charles Goldie, Peter Flynn, Alastair Ward, Alastair Smith, Geoff Amor, Rachel Holdsworth, Carol Hewlett, Malcom Clark, Chris Rowley, David Saunders, Jonathan Fine, Jonathan Underwood, Dave Crossland, Jay Hammond, and three observing non-members.

The meeting started with Jay Hammond chairing the AGM.

2 Minutes of 2005 AGM

These minutes were approved *nem con*.

3 Reports from committee

3.1 Chairman's Report

Jay Hammond told us that he had not been well recently. In brief, what have we done this year, what progress has been made.

We have some action on the 2005 motions, enabled absent voting at the General Meetings, and the LMS with the assistance of Jonathan Fine and Charles Goldie have organised the L^AT_EX training day.

2004–5 was a poor year for UK TUG. Things did not happen because the committee was weak. We had no secretary or treasurer for much of the year. The outgoing Chair thought it best to wind UK TUG up and replace it with a CTAN support group. I recklessly thought it possible to keep UK TUG going in its present form. In 2005–6 we did get a Treasurer, a Secretary and a new Webmaster. I'm so grateful to these — and the other past and present committee members for their support.

As requested by an AGM motion, a voluntary directory of members was set up.

UK TUG resolved to devote funds to CTAN. Not enough action has taken place here. Robin Fairbairns, who runs the UK CTAN node, is so far unable

to give figures for the cost of this, although there is a charge for data that passes across the CTAN server.

We completed the 2005 AGM in spring 2006, by appointing an auditor and approving the accounts. Our finances are healthy.

The lack of a Secretary and Treasurer in 2004 and parts of 2005 meant much essential business was not done. There are doubts about the correctness of the Constitution, and disagreements about the quorum for AGMs.

There were no general questions arising from the report. Charles Goldie thanked UK TUG for organising the training day, and also the speakers, namely Peter Flynn, Nicola Talbolt and Jonathan Fine.

3.2 Secretary's Report

Jonathan Fine said that the Chair's report had covered the situation well. There are gaps in our records, and some records have not been filed. Most of our deliberations are electronic. Motions are now being voted on formally in a publicly viewable list, which has proved effective.

There were no questions arising from this report.

3.3 Membership Secretary's report

Jay Hammond reported that we had 139 members, 45 of whom were joint with TUG. Two members had left and 8 joined today, with a further 3 joining today.

The membership fee is £10 for new members. 2005 members were offered free renewal, while 2004 members could volunteer for free renewal. Of the 2004 members 14 did not renew, 2 of whom were explicit about not wishing to continue.

There were no questions on this report.

3.4 Treasurer's Report

Accounts have been circulated. The presented accounts are a summary of the circulated accounts. There are two small differences between the two versions.

Overall we are in a very good position. We have £19,000 in the bank. We have been able to fund this meeting with the LMS, and are also able to fund other good works and a subscription holiday.

Chris Rowley asked if relations with TUG were going smoothly. David Saunders said they were. A transfer had been sent for joint membership fees, and another would be sent soon.

Motion 1 — Approval of accounts

This meeting approves the accounts for 2005-6. Proposed by David Saunders.

For 13 (in person) plus 19 (postal). Against none. Abstain one.

Passed 32 in favour, none against, one abstention.

4 Ballot for Chair of UK TUG

David Saunders read out the results. There were 50 ballots, of which one was invalid. There were 39 votes for Jonathan Fine, and 10 for Jay Hammond. Thus, Jonathan Fine was elected Chair of UK TUG for 2006 to 2008.

From this point Jonathan Fine chaired the AGM.

5 Election of Committee members

Charles Goldie and John Trapp were elected to the Committee, to join the continuing members namely Dave Crossland, Jonathan Fine, Jay Hammond, David Saunders and Jonathan Underwood.

Motion 2 — Appointment of auditors

This meeting appoints Paul Chu of 73 Zetland Street, London, E14 6PR to inspect the 2006-7 accounts. Proposed by David Saunders.

For 11 (in person) plus 17 (postal). Against none. Abstain 2.

Passed 28 in favour, none against, 2 abstentions.

Motion 3 — Annual subscription

This meeting resolves that all existing members of UK TUG be given free and automatic membership for 2007. Proposed Jonathan Fine.

For 11 (in person) plus 18 (postal). Against none. Abstain none.

Passed 29 in favour, none against, no abstentions.

Motion 4 — Annual subscription

This meeting resolves that for 2007 ordinary members the membership fee be zero and that the entrance fee be £10. Proposed David Saunders.

For 10 (in person) plus 17 (postal). Against none. Abstain two.

Passed 27 in favour, none against, two abstentions.

Motion 5 — Replacement constitution

That the Committee prepare a draft replacement Constitution for UK TUG, based upon the Model Constitution for a Charitable Unincorporated Association provided by the Charity Commission, and that this draft replacement Constitution be circulated to members for comment not later than three calendar months before the 2007 AGM. Proposed Jonathan Fine.

Jonathan Fine said that this motion gives us a chance for a clean start. There is much good, and much unsatisfactory, with the present constitution. Electronic communication is important, and setting up an e-society is hard. The Charity Commissioners model constitution is a good start.

Jay Hammond agreed on electronic communication, and that the Charity Commissioners model constitution is a good start. Adopting this will move UK TUG forward with a new constitution, and allow us to leave the present muddle behind.

Malcolm Clarke asked if getting enough members together not a difficulty.

Carol Hewlett said the motion was not necessary, the committee can just prepare a constitution.

Chris Rowley said it was unwise to specify a date by which it should be done — we might not succeed.

Jonathan Fine said that the constitution was an agreement between the members. The original constitutional quorum of 40 members present and voting was unbelievably optimistic. In 1999 a motion was passed reducing the quorum to 25. Since then not much has happened, and from 2003 to 2006 there was low activity in UK TUG. We need to get the level for changing the constitution right. He believes that 25 is right. This is based on an idea of how successful UK TUG should be. There should be a high barrier to changing the constitution, so that we do it when we are strong.

Jonathan Fine said that we should take motions 5 and 7 together.

David Saunders said that the Charity Commissioners model constitution has facilities for reconvening meetings until the number present is the quorum. This is the way the LMS constitution does it.

Jonathan Underwood said that passing the motion makes the Committee responsible to the members.

Alistair Ward supported Jonathan Underwood on this, and thanked the Committee for their work.

Jonathan Underwood noted that the motion includes a requirement for input from members.

David Saunders said that motion 7 proposes a ballot for constitutional change. There might be a good postal turnout and poor actual attendance. The disadvantage of this is that those not present cannot discuss the motion. The advantage is that a ballot will allow members to review the constitution and it would also involve many more members.

Alex Carter, a guest, suggested that a forum on the website would help.

Rachel Holdsworth asked that the Committee ensure consultation takes place with members, and that significant queries are dealt with properly.

Peter Flynn said that this is a good way to move from an untenable to a tenable constitution.

For 8 (in person) plus 14 (postal). Against none. Abstain 3 plus 4.

Passed 22 in favour, none against, 7 abstentions.

Motion 7 — Amending the Constitution

That Clause 27 of the Constitution be replaced by the following.

1. *This Constitution may be added to repealed or amended by resolution at any annual or special general meeting provided that no such resolution shall be deemed to have been passed unless it is carried by a majority of at least two-thirds of the members voting on such resolution.*
2. *This Constitution may be replaced in its entirety by a new constitution by means of the following procedure.*
 - (i) *A special motion to replace this Constitution in its entirety by a new constitution may be put to the members by the Chair, with the approval of the Committee, following a consultation period of at least six weeks. The details of the consultation procedure shall be determined by the Committee.*
 - (ii) *Such a special motion shall be decided by a postal ballot of the members. The closing date for such a postal ballot shall be not less than fourteen days after the date of despatch of the ballot papers by post to members.*
 - (iii) *The special motion shall be carried if it is approved by a two-thirds majority of the members voting, provided that not less than one-fifth of all members (counted on the closing date of the ballot) vote in favour.*

If such a special motion is carried, the new constitution will come into effect at midnight on the seventh day after the closing date of the ballot.

For 9 (in person) plus 17 (postal). Against none. Abstain 2 plus 2.
Passed 26 in favour, none against, 4 abstentions.

[The meeting did not discuss whether it was quorate for the purpose of changing the constitution. The quorum for this is, according to the 1999 change of the constitution, 25. There is some doubt whether or not postal votes count towards this quorum.]

Motion 6 — Support of T_EX-related projects

That the Committee, after consulting with members to determine their needs and interests, apply up to 5,000 pounds during the next year to support TeX related projects. Proposed Jonathan Underwood.

Jonathan Underwood said that we had £19,000, of which £12,000 were available. This motion would make money available for suitable projects. The advice of members would be sought. Spending money in this way would re-invigorate UK TUG. We have the money and should use it productively.

Malcolm Clarke said that this meeting cost about £2,000.

Chris Rowley said that we did not need a motion, and wondered how we could be sure that it was applied to a useful project.

Jonathan Underwood said that is why we need to consult the membership.

Rachel Holdsworth asked what sort of projects.

Dave Crossland said that TUG had supported the design of a new type-face.

Rachel Holdsworth suggested funding for disability support, for example revamp editors and incorporation of voice recognition.

Chris Rowley said that the L^AT_EX3 project was not needing funds.

For 11 (in person) plus 19 (postal). Against none. Abstain none.

Passed 30 in favour, none against, no abstentions.

6 Any other business

Peter Flynn told us that TUG 2008 would be in Ireland, probably in July. [Since the AGM, more details have been announced. It will be at University College Cork, on 21–24 July 2008.]

Prepared by Jonathan Fine, Acting Secretary