

Annual General Meeting

The fifty-fifth Annual General Meeting of The International Institute for Conservation of Historic and Artistic Works took place at 2.00 pm on Monday 17 January 2005 at the National Gallery, Trafalgar Square, London WC2, UK.

Present:

Andrew Oddy, President, in the Chair

Andreas Burmester, Vice-President

Eleanor McMillan, Vice-President

Jonathan Ashley-Smith, Secretary- General

David Leigh, Treasurer

David Saunders, Director of Publications

Sharon Cather, Leslie Carlyle, Ségolène Bergeon Langle, Marion Kite,

Eleanor McMillan, Elizabeth Peacock, Paul Schwartzbaum,

In attendance: Graham Voce, Executive Secretary

Alan Donnithorne, Jill Dunkerton, Barry Knight, George Monger, Juanita Navarro, Hazel Newey, Ashok Roy, Sarah Staniforth, Marcel Stefanaggi, Valentine Walsh (*Fellows*)

Hani Alsaigh, Linda Bullock, Adrian Doyle, Catherine Higgitt, Marika Spring, Noëlle Streeton (*Individual Members*)

Suvi Leukumaavaara (*Student Member*)

Andrew Oddy extended a welcome to all those present, and especially to those who had travelled long distances.

The Minutes of the last Meeting, having been published in the IIC *Bulletin* of April 2004 and circulated to members, were taken as read and signed by the Chairman.

The Notice calling the present Meeting, having been published in the IIC *Bulletin* of December 2004, was taken as read. The Chairman noted that the ballot paper had erroneously contained a motion for an increase in membership fees; a notice had been posted on the IIC web-site to advise of the need not to vote on this. The Chairman also noted that voting on the Resolutions by members present at the Annual General Meeting who had not voted by post would be by voting form rather than judging by a show of hands; postal voting forms were distributed to those who had not already registered their vote. Paul Schwartzbaum and Leslie Carlyle acted as tellers.

Resolution 1: To receive and consider the Reports of the Council and the Auditors and the Financial Statements for the year ended 30 June 2004

The Reports and Financial Statements, having been sent to members with the December *Bulletin*, were taken as read, and the Chairman invited the Secretary-General, the Treasurer and the Director of Publications to make their comments. (See separate reports.)

Resolution 2: To elect one Vice-President

The retiring Vice-President was Sarah Staniforth. Sarah, who is moving within the National Trust to the position of Historic Properties Director in Cheltenham, had served on Council for a number of years; her insight and wisdom would be sorely missed.

There were two candidates. Eleanor McMillan, now retired, had worked in the Smithsonian Institution for thirty-one years and had also played a number of roles at American Institute for Conservation as well as at ICOM-CC and the Washington Conservation Guild.

Mikkel Scharff, Head of the Paintings and Monumental Arts departments at the School of Conservation at the Royal Danish Academy of Fine Arts, has also been Treasurer of ICOM-CC and his final period of service on its Board will finish during 2005. On the basis of the total vote, Eleanor McMillan was elected as Vice-President. Andrew Oddy congratulated her and also thanked Mikkel Scharff for taking part in this election.

Resolution 3: To elect four ordinary members of Council

There were four vacancies, one following the election of Andreas Burmester to the position of Vice President at the 2004 Annual General Meeting and two due to Council members standing for re-election, namely Julian Bickersteth and Eleanor McMillan.

There were seven candidates to fill these positions: Julian Bickersteth, Don Etherington, Narayan Khandekar, Rustin Levenson, Alice Paterakis and Jerry Podany; Eleanor McMillan had been a candidate for one of these positions but as she had been successfully elected as Vice-President under the prior Resolution herein her candidacy was removed from the calculations for these posts. On the basis of the total vote, Julian Bickersteth, Alice Paterakis and Jerry Podany were elected as Ordinary Members of Council. Andrew Oddy congratulated them but also thanked the other candidates for taking part in this election.

Resolution 4: To adopt by special resolution amendments to the Articles of Association, which will be produced to the meeting and initialled by the Chairman for the purpose of identification, in amendment of the existing Articles of Association of The Institute:

THAT the requirement in existing Article 68 of the Articles of Association of the Company that “At least six of the members of the Council must be normally resident in

the United Kingdom” be and is hereby altered to read: “At least three of the members of the Council must be normally resident in the United Kingdom’,

THAT the requirement in existing Article 72 of the Articles of Association of the Company that “All meetings of the Council must be held in the United Kingdom” be and is hereby deleted so that Article 72 shall read: “Meetings of the Council can normally only be called by the President, the Secretary- General or the Treasurer. In all other respects, the Council can meet to consider business, adjourn and otherwise regulate their meetings as they think fit.”

THAT Article 75 of the Articles of Association of the Company be and is hereby altered to read “If there is a vacancy on the Council the existing members of the Council can still act, but if their number falls below the minimum normally required before a meeting of the Council can proceed to business, or if there are fewer than three members of the Council normally resident in the United Kingdom, the existing members can make appointments in accordance with these Articles to fill vacancies, and their actions will be valid even if their number is below the minimum normally required before a meeting of the Council can proceed to business,” Andrew Oddy, President, explained that the reasons for the placing of these special resolutions before the Annual General Meeting were to allow Council to be less dependent on the presence of Council members in the United Kingdom and to be less tied to holding its meetings in the United Kingdom. This would allow IIC to be more truly international in its Council composition and meetings.

On the basis of the total vote, all three amendments to the Articles of Association were carried.

The President recorded his thanks to Messrs Slaughter and May, legal advisors to IIC, for their ongoing and deeply valued pro-bono work on these and other matters.

Resolution 5: To reappoint Jacob, Cavenagh & Skeet as Auditors to The Institute and to authorize the Council to fix their remuneration for the ensuing year

The resolution was duly adopted.

Resolution 6: To transact any ordinary business of The Institute

Andrew Oddy said that no matters had been raised in advance but invited those present to raise any concerns they might have. Eleanor McMillan raised two points: firstly that of attracting a greater number of members to attend the Annual General Meeting and, secondly, that if we are to increase the membership of IIC, then there is a need to proselytise on its behalf. Andrew Oddy responded that a report had been compiled and acted on last year to encourage greater numbers of members to take part in IIC AGM meetings; changes to the Articles of Association had now allowed all members to nominate candidates for, and vote at, Council elections

Also the IIC website was hoped to enliven debate and interest, though usage figures from the webmaster were not encouraging. The major concern is over the steady but gradual fall in membership; a Student Membership category had been created to stir interest and there had been a growth in the number of Fellows too. He added that the number of Fellows could be increased to some benefit and that this is a good way of “seeding” membership in countries where IIC membership may be lacking, thus increasing the geographical spread of members. Perhaps flaws such as the failure to follow-up from interest generated by the biennial congress and the over-scientific nature of Studies in Conservation may be a deterrent.

David Leigh interjected that the IIC Council Meeting of April 2005 had been specially set aside to discuss this matter, and that the Bulletin and /or the web-site could be used to canvass opinion on this. Adrian Doyle suggested that links in to the IIC web-site from other sites would help raise interest. Andreas Burmester agreed.

There was then a discussion over the issue of canvassing member opinion; Noelle Streeton suggested a questionnaire to be sent to members, David Saunders replying that this was already under consideration. Hani Alsaigh asked how membership in colleges was promoted, especially in the USA. Jonathan Ashley-Smith, Secretary-General, pointed out that information had been sent to all relevant Colleges in the USA pointing out the benefits of student membership of IIC. Andrew Oddy countered that there were still large parts of the conservation world where IIC was unknown – for instance in Jordan where he had been able to recruit two new members. Noelle Streeton interjected that there had been an encouraging increase in requests for Reviews in Conservation from Asia and the Far East.

Adrian Doyle spoke about the publicity pack produced for the SPNCH conference he was involved in as well as literature that can be printed off the web and asked if IIC could do the same – Jonathan Ashley-Smith said that IIC was working on a similar package.

There being no further ordinary business, the Chairman passed on to the presentation of Honorary Fellowships of IIC. He observed that Honorary Fellowship of IIC had been presented to Perry Smith at the 2004 biennial congress in Bilbao in recognition of her many years of service to IIC. He also had the great pleasure of presenting, at this AGM, Honorary Fellowship of IIC to Hermann Kühn for his long and deeply valuable work within conservation. This done, the Chairman declared the meeting closed and introduced the Speaker. Jonathan Ashley-Smith was standing in for Jørgen Wadum (unable to attend) and spoke on Risk Management in Conservation.

Officers' Reports

Report from the Secretary-General

The review of finances, developments, activities and achievements has been circulated. The report formally covers the period up until June 30th 2004. But just as the written report tends to include events up to the time of writing in the autumn, so the verbal report at the AGM tends to be about the just-finished calendar year rather than the more distant financial year. The most obvious products of IIC are its publications, and this year we have a new feature at the AGM which is a verbal report by the Director of Publications. The other well known activity is the biennial congress. The outside world sees a succession of discrete events but in the office and in Council the selection of the next venue is being made before the final preparations for the current congress have started.

The call for papers for the 2006 congress will appear in the next bulletin, early next month. As announced in Bilbao at the 20th International Congress the 21st will be held in Munich, Germany. The title will be "The Object in Context: Crossing Conservation Boundaries". The aim is to explore the way that the context in which an object is made, used and preserved can affect decisions about its conservation treatment. The information about historic contexts is likely to come from work in a number of disciplines, which explains the reference to crossing boundaries. One of the most difficult tasks of the last year has been caused by the retirement of Perry Smith as Executive Secretary. An office that is run in one style for several decades cannot reflect all the changes that have taken place in the world as a whole, or all the needs of an institution that is trying to survive in a changing world. The job description for Perry's successor contained several changes including an emphasis on the active promotion of the Institute and its activities. Graham Voce was selected in May and started in the office in October. He has already prepared a report on administrative changes that he thinks are desirable. The Council has considered ways to appear less UK-centric and more genuinely international.

The changes to the Articles that are to be discussed at this meeting are one example of this. Experiments with teleconferencing that allow real-time contributions to Council meetings from members as far apart as the United States and Australia have been a great success. While it is recognised that membership of IIC is very good value, it must also be recognised that not everyone can afford it. There are many countries where it is not realistic for an individual to find that amount of money. A new scheme has been set up whereby members from more affluent countries can contribute to a fund that will be used to help those less lucky to get the benefits of membership. Members have already given generously to this fund. Details of the scheme for its distribution will appear in the April Bulletin.

Council has responded to calls for support or intervention when training courses or research institutions have been threatened. In general the effects of IIC's interventions have been positive. In November, IIC joined with ICOM-CC and ICCROM in pointing out to the Directorate-General for Research of the European Commission the enormous social and economic potential of research for the protection of cultural heritage, hoping

that this will be taken account of in the 7th Framework Programme for Research. The outcome of this remains to be seen.

Report from the Treasurer

The Treasurer provided a commentary on the Annual Accounts, comparing results to those in the previous year. He pointed out that the higher figure for donations income was explained by generous support from the Getty Grant Programme which had helped individuals to attend the Bilbao Congress; and that the higher overall income figure also related to the Bilbao Congress that year, balanced against expenditure. Meanwhile, the income from listed investments and interest was no longer showing the steep decline of earlier years. However, looking at total incoming resources, and discounting congress income for that year, there had been a fall of some £20,000 compared to the previous year, accounted for in the main by a fall in subscription income and in the sales of publications.

Turning to Resources Expended, he noted that, allowing for the Congress, total expenditure had fallen by some £11,000. Nevertheless, the net deficit in IIC operations was some £33,000. This followed the trend over the last four years whereby we continued to operate our activities at a deficit. The Treasurer noted that the value of investments had now almost levelled off, after serious falls in previous years, a pattern experienced by most other charities, though IIC had suffered less severely from stock market falls than others due to the overall distribution of its investments, about half their value being in charitable deposit accounts. Looking at the Funds Balances Carried Forward – a measure of IIC's financial worth at the financial year end - it was apparent that IIC's reserves still remained at a healthy half a million pounds. There was no room for complacency, however, because IIC continued to operate at a deficit.

As reserves are used up, so income from them would fall, which would in turn exacerbate the situation. One of the fundamental problems was that subscription and other income continued to lag behind expenditure, and this was in large part due to a continuing downwards trend in membership. Council was conscious of this situation and was attempting to address the underlying problems. It was vital to reverse this decline both for the operational and financial stability of the organisation.

Report from the Director of Publications

Studies in Conservation

All four issues of volume 49 (2004) have been published and material is in proof for the first issue of 2005. More than sufficient articles continue to be submitted for publication, allowing the editors to maintain the standards of the journal. However, the rate at which articles are being passed for press currently exceeds that at which they are being published, so it has been agreed with James and James that the number of pages per issue will be increased to the maximum allowed within the publishing agreement – initially for 2005, and for longer if necessary.

During 2004 Maria Hayward was appointed an editor and Carol Grissom has taken over the task of editing book reviews. Perry Smith's retirement in October 2004 resulted in changes to the procedures for the preparation of manuscripts for publication. 2005 will see the 50th volume of SiC. To mark this anniversary, four essays have been invited, each based on a theme explored by an article published in the first volume and reflecting on advances in that field since 1952. In addition, to coincide with the 50th volume, the editors have produced a new short description of the aims and scope of SiC and have revised and expanded the 'guidelines for authors'. The editors were saddened by the death of their former colleagues Nigel Seeley and Caroline Villers; Nigel had been editor briefly in the mid-70s, while Caroline stood down as an editor earlier in 2004 before her illness was diagnosed. A brief appreciation of Caroline is included in the editorial which will appear in the next issue of SiC, and an obituary will be published later in the year.

Reviews in Conservation

Under the editorship of Noëlle Streeton, the 2004 volume of RiC was published in December, containing five reviews of widely different fields of conservation practice and research, from upholstery conservation to holography. Planning for the next volume is well under way, with seven articles under active consideration and further articles in reserve, or earmarked for publication in 2006. For 2005, the editor has prepared new 'guidelines for authors', designed to bring the style of RiC and SiC closer together.

Bilbao Conference preprints

The extremely handsome preprints of the twentieth IIC congress in Bilbao, edited by Ashok Roy and Perry Smith, were produced with great professionalism and in good time for the meeting in September. For the first time, poster abstracts were included in the main congress publication rather than as a separate booklet issued only to those attending the meeting.

Electronic versions of IIC publications

Nearly all IIC's publications from 2000 onwards are now available for download from the web-site by IIC members. An agreement has been reached with company in the UK (Manuscripti) to digitise earlier volumes of SiC and the preprints from IIC congresses. Licensing the content of SiC to a library subscription service such as JSTOR is also under discussion, a scheme that might generate a small income for the IIC.

Stocks of publications

To reduce the considerable stocks of pre-prints of the congresses from 1986 to 2002, which we fear may no longer be stored free by the printers, these are being offered to IIC members at greatly discounted rates. Many members have taken advantage of the offer, which has the added advantage of generating extra income for the Institute.

Publication review

During the first half of 2005 a review of all IIC's publications is planned. This will address the role and future of our current journals and congress proceedings and will also look at the possibility of publishing new titles, perhaps including an electronic journal to complement *Studies in Conservation* and *Reviews in Conservation*. The review will take into account the recent discussions on open publishing raised by Tim Padfield. The process will be divided into two parts, the first to produce a medium-term strategy to be put in place towards the end of 2005, which would consider IIC's publications for 2006 and 2007. The second part would deal with the longer-term, for 2008 onwards.