

# ANNUAL GENERAL MEETING

**The sixty-fifth Annual General Meeting of The International Institute for Conservation of Historic and Artistic Works took place at 6:00 pm on Tuesday 20<sup>th</sup> January 2015 at the Institute of Materials, Minerals and Mining, 1, Carlton House Terrace, London SW1**

*Present:* Sarah Staniforth, President, in the Chair  
Jo Kirby Atkinson, Secretary-General  
Joyce Townsend, Director of Publications  
Julian Bickersteth, Vice-President and acting Director of Communications  
David Saunders, Vice-President  
Mikkel Scharff, Vice-President

Lorenzo Appolonia, Shing-wai Chan, Stavroula Golfomitsou, Madhavan Velayudhan Nair, Austin Nevin, Barbara Reeve, Tiina Sonninen, Valentine Walsh, Cornelia Weyer (*members of IIC Council*)

Jonathan Ashley-Smith, Louise Bacon, May Cassar, Helen Ganiaris, Barry Knight, David Leigh, Fiona Macalister, Hazel Newey (*Fellows*)

Antonio Alves Cardoso, Yunsun Choi, Stephen Hackney, Catherine Higgitt, Adam M Klupś, Konstantina Konstantinidou, Viola Pemberton-Pigott, Clive Raymond, Alison Richmond, Kristiane Straetkvern, Athanasios Velios (*Individual Members*)

Unable to attend

Velson Horie, Treasurer

*In attendance:* Graham Voce, Executive Secretary  
Valerie Compton Taylor, Membership Secretary  
Patricia Gameiro, Office Administrator

Helen Griffiths (Slaughter and May)  
John Budd (Slaughter and May)  
Laura Bradford (W. S. Maney & Son Ltd)

Sarah Staniforth, President in the Chair, extended a welcome to all those present, and especially to those who had travelled long distances. Sarah Staniforth explained that after the resolutions of the meeting there would be two other matters: the signing of a Memorandum of Understanding with the Conservation Committee of the International Council of Museums (ICOM-CC) and the presentation of an IIC Honorary Fellowship to John S Mills. The meeting would be followed by the latest IIC *Dialogue for the New*

*Century*, “The Future of Heritage Science”, which would include a question and answer section. The Dialogue would be recorded for future reference.

The Minutes of the last Meeting, having been published in *News in Conservation* number 41 of April 2014 and posted on the IIC web-site, were taken as read and signed by the Chairman.

The Chairman noted that voting on the Resolutions by members present who had not voted by post or appointed a proxy would be by show of hands for the Ordinary and Special Resolutions and would be by ballot paper for the elections to positions on Council.

The Notice calling the present Meeting, having been published in *News in Conservation* number 45 of December 2014, as well as being posted to members and published on the IIC web-site, was taken as read. The Audited Reports & Accounts for the IIC membership year 2013 – 2014 had been posted to members and published on the IIC web-site at the same time.

***Resolution 1: To receive and consider the Reports of the Council and the Auditors and the Financial Statements for the year ended 30 June 2014***

Louise Bacon noted that the current funding and reserves situation of IIC looked very positive and asked how much money was provided for people to go to conferences and why such money was unspent. Sarah Staniforth replied that IIC, in the past three years, had had to expend a significant amount of its reserves to exit from its previous publishing agreement and, subsequently, had succeeded in bringing these reserves back to the levels suggested in the Charity Commission’s guidance. Jo Kirby Atkinson added that the IIC’s Brommelle Memorial Fund supported students to attend IIC conferences and that the Fund had supported a number of students to attend all recent IIC Congresses; the Brommelle Memorial Fund was required to be separately invested from IIC’s main finances. There was a separate grant from the Getty Foundation, for which IIC applied separately for each Congress, used to support further attendance at IIC Congresses.

David Leigh noted that IIC’s Council had done a very good job in restoring IIC’s reserves to their current level and also noted that IIC was generating a greater amount of membership income from a smaller number of members; he would, however, like to see an effort to increase the number of Fellows in IIC’s membership and would like to see the Fellowship application process made quicker. Sarah Staniforth thanked David Leigh for his comments and explained that twenty-two candidates for election to Fellowship were being laid before Council at its meeting the following day. May Cassar noted that there seemed to be a healthy number of institutional members and asked what the age demographic of the ‘people’ membership was and if there was an average age for IIC’s membership. Jo Kirby Atkinson replied that although members were asked to supply their dates of birth when joining or renewing this could not be insisted on. May Cassar suggested that an online survey might be an effective research method here; Sarah

Staniforth added that this would be something the new Membership Committee could address.

Sarah Staniforth, Chairman, noting that this comment referred to an event taking place outside the period covered by the audited Reports and Accounts, thanked IIC Fellow and Council member Shing-wai Chan for his support and organisation of (and the support of the Hong Kong Government's Leisure & Cultural Services Department for) what had been a hugely successful 2014 IIC Hong Kong Congress in September 2014.

Following this, the Reports and Financial Statements, having been sent to members in December 2014 by post and having been placed on the IIC web-site, were taken as read and the Chairman invited the Secretary-General, Director of Publications and acting Director of Communications to make their reports. Sarah Staniforth explained that Julian Bickersteth was continuing to act as the Director of Communications as well as serving as a Vice-President and would report to the meeting in the former capacity. As Velson Horie, the Treasurer was unable to take part in this meeting his report would be read to the meeting by the Executive Secretary (see separate reports).

On completion of this discussion the resolution was duly adopted.

***Resolution 2: To re-appoint Jacob, Cavenagh & Skeet as Auditors to The Institute and to authorise the Council to fix their remuneration for the ensuing year.***

The resolution was duly adopted.

***Resolution 3: Special Resolution THAT the Articles of Association produced to the meeting and signed by the Chairman for the purposes of identification be approved and adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association***

Sarah Staniforth, President in the Chair, explained that in summary, the changes provided:

- (a) for the co-option as well as election of members to Council;
- (b) to formalise and enhance the electronic communication options members have with IIC.

Other amendments were consequential or clarificatory.

A copy of the amended articles had been made available to view on the IIC web-site with the announcement of this Annual General Meeting, marked to show changes against the previous version and had been available for viewing in the room before this meeting.

On the basis of the total vote the resolution was duly adopted and Sarah Staniforth, President in the Chair, signed the new Articles of Association.

***Resolution 4: To elect a Vice-President***

Sarah Staniforth, President in the Chair explained that as no candidates had been put forward for this role there would be no ballot and the position remain unfilled.

***Resolution 5: To elect a Director of Publications***

Joyce Townsend was standing for re-election for a third term. On the basis of the total vote, Joyce Townsend was duly elected as Director of Publications.

***Resolution 6: To elect a Director of Communications***

Sarah Staniforth, President in the Chair explained that as no candidates had been put forward for this role there would be no ballot and the position remain unfilled.

***Resolution 7: To elect three Ordinary Members of the Council***

Sarah Staniforth informed the meeting that Richard Kerschner was retiring from Council and thanked him for the time and energy he had put into his time on Council and into the work of IIC. There were three vacancies for Ordinary members of Council and there were four candidates for the three places: Amber Kerr was standing for re-election and the following who were standing for election as Ordinary members for the first time: Stephen Koob, Tom Learner and Graeme Scott.

On the basis of the total vote, Amber Kerr was re-elected and Stephen Koob and Tom Learner elected as Ordinary Members of Council. Sarah Staniforth congratulated them and welcomed them back to, or onto, Council. Sarah Staniforth thanked Graeme Scott for standing as a candidate and expressed her hope that he would stand for election again.

***Resolution 8: To transact any ordinary business of The Institute***

Sarah Staniforth, President in the chair asked if there was any ordinary business that members wished to raise. There was none.

Sarah Staniforth then introduced Kristiane Strætkvern, Chair of the International Council of Museums Committee for Conservation (ICOM-CC) and together they signed a Memorandum of Understanding between IIC and ICOM-CC with the aim of enhancing the working relationship between the two organisations over the coming three years.

Sarah Staniforth then announced, with huge pleasure, the presentation to John S. Mills of Honorary Fellowship of IIC and Dr Mills responded with a short speech thanking IIC for this award.

There being no further business Sarah Staniforth, President in the chair, then thanked Helen Griffiths and John Budd of IIC's legal advisors, Messrs Slaughter and May and Laura Bradford of W. S. Maney & Son Ltd for attending. The Chairman then declared the meeting closed at 7.00 pm.