



Minutes of Annual General Meeting of the Association of Learned and Professional Society Publishers held on 12 September 2019

The meeting was held online at the de Vere Beaumont Estate, Old Windsor, Berkshire SL4 2JJ, UK

In attendance

Suzanne Abbott
Patrick Alexander
Sophia Anderton
Peter Ashman
Chris Burton-Brown
Rod Cookson
Beth Craanen
Fred Fenter
Sarah Fricker
Susan Haering
Catherine Hill
Jamie Humphrey

Phil Hurst
Julia Mortimer
Claire Moulton
Niamh O'Connor
Marcus Parker
Pauliina Raento
Pippa Smart
Henry Spilsberg
Sue Thorn
Anthony Watkinson
Emma Wilson

Wayne Sime (Chief Executive)
Ruth Leighton (Finance Manager)
Lesley Ogg (Membership Manager)

1. Welcome and Apologies

Peter Ashman (ALPSP Chair) welcomed everyone to the meeting. Apologies had been received from: Astrid Engelen, Jane Charlton and Amy McPherson.

2. Minutes of Annual General Meeting held on 13 September 2018

The minutes of the 2018 Annual General Meeting were approved as a correct record.

Proposed by: Pippa Smart

Seconded by: Phil Hurst

3. Amendments to Memorandum of Association, Articles and Byelaws

[this was brought forward from item 5 on the agenda]

The following two amendments were presented and approved by the AGM

First: Any Officer, Council Member or Chair of a Committee should be able to remain in post (at the discretion of Council) on a transitional basis until a suitable successor is appointed. The following amendment to the Articles was approved to enable this: (*additional wording is in italics*)

DISQUALIFICATION OF MEMBERS OF THE COUNCIL

43. (a) Any member of the Council will cease to be a member immediately if:

- (i) the organisation which he represents ceases to be a Full Member of the Association;
- (ii) he resigns his office by notice in writing to the Association delivered to the Association at its registered office or tendered at a meeting of the Council;

or

(iii) having been absent without permission of the Council from two successive meetings of the Council, the Council shall resolve that he has by reason of such absence vacated office.

or

(iv) he ceases to be employed by a member organization;

(b) An elected member of the Council will cease to be a member immediately if

- (i) he becomes prohibited by law from being a director; or
- (ii) he becomes incapable by reason of mental disorder, illness or injury of managing and administering his property and affairs.

(c) The Council will have the power to allow any member disqualified under 43 (a) to remain in their position on a transitional basis until a suitable successor has been appointed.

Proposed by: Anthony Watkinson

Seconded by: Emma Wilson

Second, the AGM was asked to give Council authority to create a new category of membership for individuals. The following amendment to the Articles was approved to enable this: *(additional wording is in italics)*

Under THE COUNCIL, insert new sub clause 33 (j)

33 (j) The Council has the authority to introduce an individual membership category if it deems it necessary to fulfil and further the aims of the Association.

Proposed by: Emma Wilson

Seconded by: Anthony Watkinson

4. Annual report from the Treasurer

Niamh O'Connor presented the Treasurer's report.

a. Adoption of the Accounts for the year ended 31 December 2018

The accounts for the year ended 31 December 2018 were adopted.

Proposed by: Marcus Parker

Seconded by: Sue Thorn

b. Appointment of Auditors for the Association for the year ending 31 December 2019

The appointment of Myers Clark as auditors to the Association for the year ending 31 December 2019 was approved.

Proposed by: Patrick Alexander

Seconded by: Jamie Humphrey

c. Membership fees for 2020

The proposed membership subscription rates as detailed below for 2020 were approved. An increase of 5% would be applied to all bands.

Proposed by: Deborah Dixon

Seconded by: Emma Wilson



Subscription band	Upper Band Limits	Subscription rate 2020 (excludes VAT)
	Full Members: based on publishing expenditure Associate Members: based on gross revenue (before deductions)	GB £
1	£40k	£280
2	£120k	£445
3	£0.6m	£970
4	£2.3m	£1,340
5	£7.5m	£1,900
6	£20m	£2,760
7	£50m	£4,570
8	£100m	£6,440
9	Over £100m	£8,315

5. ALPSP Council Members

a. New Directors for 2020

Four nominations had been received for the three vacancies arising 1 January 2020 and so an election had been called. The AGM confirmed the results of the election:

Rod Cookson, IWA Publishing, was elected as an Ordinary Member of Council and Director. Allison Lang, BMJ, was elected as an Ordinary Member of Council and Director. Wendy Queen, Project MUSE, Johns Hopkins University Press, was elected as an Ordinary Member of Council and Director.

b. Honorary Officers

The following was approved by the AGM

Peter Ashman will stand down as Chair after the AGM, rather than at the end of 2020. Niamh O'Connor will take up the office of Chair from September 2019 for a period of three years rather than January.

Catherine Hill was appointed Honorary Treasurer and will take up the post immediately after the AGM.

Proposed by: Phil Hurst

Seconded by: Rod Cookson

Thanks were expressed to Peter Ashman and also to Rita Scheman who had stepped down on her retirement and to Anthony Cond who had completed his term of office.

6. Annual Report

Wayne Sime presented the annual report. The presentation is available on the ALPSP website at <https://www.alpsp.org/AGM-Content>.

7. Any other business. There was none.

8. Date of next AGM

The 2020 AGM would be held on Thursday 17 September 2020 at the Hilton Deansgate Hotel, Manchester, UK.