



## 2017 AGM Minutes

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### Minutes of the AGM of the Authors' Licensing & Collecting Society

**16:00pm on 23rd November 2017, held at the Midland Hotel, 16 Peter Street, Manchester M60 2DS**

Tony Bradman, Chair of ALCS, welcomed Members to the 39<sup>th</sup> ALCS Annual General Meeting. He noted that ALCS was celebrating its 40<sup>th</sup> Anniversary this year and paid tribute to the original founding members including ALCS Honorary President, Maureen Duffy. He informed the meeting that during those years ALCS had paid out approximately half a billion pounds to UK writers and that the ALCS ethos continues to be: no use without payment.

Owen Atkinson, Chief Executive of ALCS, then provided an update on the work of the organisation during the past year. He reported that 2016 had been a successful year with collections of £32.1M in licence fee income for ALCS Members. He noted that this was about £1.5M above the previous year's income. ALCS had distributed £32.6M during the year to 80,000 of our Members; on top of this a further £0.5M was paid out through the agency agreement with Writers Digital Payments Limited. The CEO stated that net commission for the year was 8.2%, following policy whereby any surplus in the operating budget is returned to Members.

Barbara Hayes, Deputy CEO, reported on the lobbying activities undertaken by ALCS and mentioned some key achievements at UK, EU and international level. She noted that the current concern was an EU draft Directive on Copyright in the Digital Single Market which includes an exception for illustration for teaching. The concern is to ensure that the wording is flexible enough to accommodate the current licensing regime that works so well in the UK benefitting authors. She noted concerns regarding Brexit and ensuring that the voice of the author is heard in discussions in the UK government. And finally she informed the meeting regarding the work of the International Authors Forum and how this was promoting PLR across the globe, working with the World Intellectual Property Organisation.

The CEO noted some challenges for the year ahead including; maintaining relevancy in the digital age, and explained that the new Digital Content Store that had been developed for universities by the Copyright Licensing Agency which is helping to maintain this relevancy and support the value of the licence fee. He mentioned administering payments for catch up services such as BBC iPlayer and ITV Catch Up as well as paying Members for the use of their visual works photocopied in books and magazines. Data security was noted as a growing issue with new regulations on how we use our Members' works, and with the launch of the new ALCS website he encouraged members to sign up to manage their ALCS account online.

Formal proceedings commenced.

**Agenda Item 1: To receive and adopt the Board of Directors' Report and Accounts for the period 1<sup>st</sup> April 2016 to 31<sup>st</sup> March 2017**

Mark Bispham, Head of Finance, presented the Accounts and recommended them to the meeting.

The Chair moved for the adoption of the Directors' Report and Financial Statements for the period 1st April 2016 to 31st March 2017. Tom Chatfield proposed; Janet James seconded and this was adopted by the membership with 1 abstention and no votes against.

**Agenda item 2: To receive and adopt the Annual Transparency Report for 2016/17**

Richard Combes, Head of Rights and Licensing presented the rationale for this to the meeting.

The Chair moved for the adoption of the Annual Transparency Report for the period 1st April 2016 to 31st March 2017. William Patterson proposed; Vera Waters seconded and this was adopted by the membership with 2 abstentions and no votes against.

**Agenda item 3: To reappoint Messrs haysmacintyre of 26 Red Lion Square, London WC1R 4AG as Auditors of the Company and to authorise the Directors to fix their remuneration**

The Chair moved for the appointment of haysmacintyre as Auditors of the Company and to authorise the Directors to fix their remuneration. Toby Faber proposed; Ian Douglas seconded and this was adopted by the membership with 2 abstentions and no votes against.

**Agenda Item 4: To consider and if thought appropriate approve the recommendations of the Remunerations Committee regarding Directors' fees for 2017/18**

The Chair reported that the current level of remuneration paid to Non-Executive Directors was recorded in the Annual Report and that the Remuneration Committee had recommended that remuneration paid to Directors for 2017/18 should be maintained at the rates set for 2016/17; therefore there would be no change in fees recommended for the year ahead.

The Chair moved for the adoption of the recommendation regarding Directors' fees. Toby Faber proposed; William Patterson seconded and this was adopted by the membership with 2 abstentions and 1 vote against.

**Agenda Item 5: To consider and, if thought appropriate, approve the appointment of the co-opted members of the Board for the year 2017/18**

The Chair noted that the governance structure allowed for up to 3 co-opted Board members to be recruited from the membership. He noted that the Nominations Committee had interviewed a number of potential candidates looking for particular skills to complement those of elected Directors. The Chair moved for the membership to approve the appointment for a one year term for Faye Bird, Tom Chatfield and Michael Ridpath. Susan Wallace asked what skills they brought to the Board and the Chair noted Tom Chatfield's expertise in the area of digital, Faye Bird's knowledge of the audiovisual sector, being a former agent (as well as currently being a writer) and Michael Ridpath's financial experience.

David Nott proposed; Susan Wallace seconded and this was approved by the membership with 2 abstentions.

The Company Secretary confirmed there would be no elections to the Board this year.

The Chair formally closed the Annual General Meeting.