

AIRMIC LIMITED

MINUTES OF THE 39TH ANNUAL GENERAL MEETING HELD AT THE HARROGATE INTERNATIONAL CENTRE, KINGS ROAD, HARROGATE, HG1 5LA ON WEDNESDAY, 8th JUNE 2016

Present: P Smith Chairman
J Hurrell Chief Executive
C Clarke Deputy Chair, Finance Committee
N M L Hughes Company Secretary

and 41 other Guaranteeing Members

In attendance: Mrs L Davies Finance Manager

161 apologies had been received from Members. 6 valid proxy votes had been received.

The Chairman welcomed Members to the meeting. He explained that in course of 2016 there had been a change in Deputy Chairman. John Ludlow had stood down as First Deputy Chairman, albeit now seeking re-election as a Director, due to an outside change in role. Clive Clarke had agreed to step up to the role of First Deputy Chairman and was thereby due to become Chairman 2016/17. The Board have elected new First and Second Deputy Chairmen in Paul Goulding (first elected to Board in 2010 after two years' prior service as a co-optee) and Lynda Lucas (whose current service on Board began in 2011 but whom had also served on Board prior to that date) respectively.

314 **NOTICE**

The formal Notice convening the meeting was taken as read.

315 **MINUTES**

It was proposed by Gary Marshall seconded by Jane Davey and unanimously resolved:-

THAT the Minutes of the 38th Annual General Meeting be approved.

316 **ANNUAL REVIEW**

Members had available the Annual Review 2015. The Chief Executive gave a presentation on the overall health of the Association in terms of aspects of the activities and results, beyond the Report, speaking to the financial position, membership, events programme, technical agenda and strategic review of the business of the Company.

The Chief Executive spoke to how 2015 had been a very successful year for the Company. The Annual Conference had been attended by over 1,600 delegates and exhibitors and

record attendances had been achieved for FastTrack and for Academy events. The Insurance Act, followed more recently by the Enterprise Bill (which incorporated terms into the Insurance Act) had both been passed. The Company had been heavily involved in the process. A series of influential technical papers had been published. The Secretariat had been strengthened. In terms of developments arising out of a strategic review, the Chief Executive highlighted that more emphasis was to be placed on risk management, a Leadership Advisory Board had been established, membership communications had been enhanced by the delivery of new tools and there was added focus on emerging risks and the need for innovation.

Finally, the Chief Executive spoke to managing the consequences of financial constraints and of consolidation in organisations which sponsor activities of the Company.

317 **REPORT OF THE BOARD**

The Report of the Board, both as set out in the Report to be filed at Companies House and in the Annual Review, covering the affairs of the Company for the period 1 January 2015 to 31 December 2015 was taken as read. There were no questions arising on the Report. It was proposed by David Hertzell and seconded by Peter Berring and resolved:

That the Report for the year ended 31 December 2015 be received.

All guaranteeing members present voted in favour of the resolution.

318 **ACCOUNTS AND AUDITOR'S REPORT**

It was proposed by Colin Campbell, seconded by Helen Clare Pope and unanimously resolved :

THAT the Accounts for the year ended 31 December 2015 be received together with the auditor's report thereon.

319 **APPOINTMENT OF AUDITOR**

It was proposed by Lynda Lucas, seconded by Claire Combes and resolved:

THAT Kingston Smith LLP be re-elected auditor of the Company until the conclusion of the next Annual General Meeting of the Company.

All guaranteeing members present voted in favour of the resolution.

320 **AUDITOR'S REMUNERATION**

It was proposed by Colin Barker, seconded by John Ludlow and resolved:

THAT the Board of the Company be and is hereby authorised to fix the remuneration of the auditor for the ensuing year to the conclusion of the 2017 Annual General Meeting.

All guaranteeing members present voted in favour of the resolution.

321 **DIRECTORS**

The Secretary advised the meeting that he held valid nominations for each of the persons seeking election and that the nominations did not in number exceed the available vacancies.

321.1 **Paul Goulding**

It was proposed by John Hurrell, seconded by Clive Clarke and unanimously resolved:

THAT Paul Goulding be re-elected as a director of the Association.

321.2 **John Hurrell**

It was proposed by Nicholas Bailey, seconded by Tim Murray and unanimously resolved:

THAT John Hurrell be re-elected as a director of the Association.

321.3 **John Ludlow**

It was proposed by Tim Murray, seconded by Nicola Harvey and resolved:

THAT John Ludlow be re-elected as a director of the Association.

321.4 **Helen Clare Pope**

It was proposed by Clive Clarke, seconded by Paul Goulding and resolved:

THAT Helen Clare Pope be re-elected as a director of the Association.

321.5 **Claire Combes**

It was proposed by Xavier Mutzig, seconded by John Hurrell and unanimously resolved:

THAT Claire Combes be elected as a director of the Association.

321.6 **Lesley Harding**

It was proposed by Paul Goulding seconded by Xavier Mutzig and unanimously resolved:

THAT Lesley Harding be elected as a director of the Association.

321.7 **Tracey Skinner**

It was proposed by Patrick Smith, seconded by Jane Davey and unanimously resolved:

THAT Tracey Skinner be elected as a director of the Association.

No further nominations had been received.

322 **ANY OTHER BUSINESS**

There being no other business the Chairman thanked members for attending and declared the meeting closed.

Signed:

Date: