

Joint Mathematical Council of the United Kingdom

Minutes of the Annual General Meeting held at the Royal Statistical Society at 1000 on Tuesday 10 November 2015

Present

Officers

Chair	Tim Rowland
Honorary Secretary	Peter Thomas
Honorary Treasurer	Paul Harris

Representatives of Participating Societies

Adults Learning Mathematics	David Kaye (deputy)
Association of Mathematics Education Teachers	Ros Hyde
Association of Teachers of Mathematics	Sue Pope
British Society for Research into Learning Mathematics	–
British Society for the History of Mathematics	June Barrow-Green
Conference of Heads of Departments of Mathematical Sciences	–
Edinburgh Mathematical Society	David Pritchard
Institute of Mathematics and its Applications	Chris Chipperton
London Mathematical Society	Alice Rogers
The Mathematical Association	–
Mathematics in Education and Industry	Charlie Stripp
National Association for Numeracy and Mathematics in Colleges	Sally Barton
National Association of Mathematics Advisors	Matt Lewis
National Numeracy	Lynn Churchman
National STEM Centre	Stephen Lyon
NRICH representing the Millennium Mathematics Project	Ems Lord
Operational Research Society	–
Royal Academy of Engineering	–
Royal Statistical Society	–
United Kingdom Mathematics Trust	Bill Richardson
Wales Institute of Mathematical and Computational Sciences	Sofya Lyakhova

Co-opted Members

Chair of the BCME Committee	David Martin
UK Representative to International Commission on Mathematical Instruction	–

Representatives of Observing Societies

Advisory Committee on Mathematics Education	–
Department for Education [England]	–
Department of Education [Northern Ireland]	–
Education Scotland	–
Higher Education Academy	–
National Centre for Excellence in the Teaching of Mathematics	–
National College for Teaching and Leadership	–
Office for Standards in Education	–
The Office of Qualifications and Examinations Regulation	–
The Royal Society	David Montagu

Visitors

Advisory Committee on Mathematics Education Secretariat	–
Chair Elect	Paul Glaister
Department for Education and Skills [Wales]	–

1 Introduction

- 1.1 **Welcome** The Chair welcomed everyone to the meeting.
- 1.2 **Practical Arrangements** The procedure for emergency evacuation was made known to those present.

- 1.3 **Apologies for absence** Apologies for absence were received from Jeff Evans (ALM), Catherine Hobbs (HoDoMS), Janet Holloway (Ofqual), Jane Imrie (NCETM), Jane Jones (Ofsted), Hilary Povey (BSRLM), Peter Ransom (MA), Neil Sheldon (RSS) and Nick Todd (DE).

2 Minutes of Previous Meetings

2.1 Annual General Meeting held on Tuesday 11 November 2014

- 2.1.1 **Approval** Once the first occurrence of the word 'motion' had been deleted from minute 6.2.2, the minutes of the Annual General Meeting held on Tuesday 11 November 2014 were approved.

- 2.1.2 **Matters arising not elsewhere on the agenda** None.

2.2 Special General Meeting held on Tuesday 10 March 2015

- 2.2.1 **Approval** The minutes of the Special General Meeting held on Tuesday 10 March 2015 were approved.

- 2.2.2 **Matters arising not elsewhere on the agenda** None.

3 Reports

- 3.1 **Reception of a report on the Council's activities during the previous calendar year** The Honorary Secretary laid the report before the Council.

Bill Richardson asked whether minutes were kept of Executive Committee meetings and, if so, what was their circulation. The Honorary Secretary responded that minutes were kept and they were circulated to members of the Executive Committee. Bill Richardson and Lynn Churchman asked that they, or at least the heads of discussion, be circulated to the Council. The Chair invited those members who wished to see this happen to bring such a suggestion to a future Council meeting.

- 3.2 **Approval of a revenue account for the year ending 30 September and a balance sheet showing the state of all funds under the control of the Council at the end of September last** The Honorary Treasurer introduced and explained the accounts. He then invited questions on the main JMC accounts (there were none) before moving on to speak about the BCME Committee's accounts.

The Honorary Treasurer explained that the auditor could not sign off the BCME Committee's accounts without sight of the relevant bank statements. The Honorary Treasurer described the difficulties that had been experienced with HSBC in gaining control of and access to the BCME Committee's accounts since the appointment of the new Treasurer of the BCME Committee; he said that neither he nor the new treasurer had been able to obtain bank statements for the BCME Committee's accounts. He went on to say that, unusually, all transactions external to the BCME Committee's accounts (except for the crediting of 2p of interest) had been with the main JMC accounts, so had been subject to scrutiny in the audit of the JMC's main accounts.

The Chair asked the Council how it wished to move forward given that the auditor had certified the main JMC accounts but not the BCME Committee's accounts; the Council could defer approval of the accounts to a Special General Meeting or approve them despite their not being signed off. The Chair asked the Council to consider, as a procedural motion, whether it would be willing to consider a motion for the approval of the accounts. Lynn Churchman said that the Charity Commission may want to see audited accounts. Sally Barton said that there was a lower limit for auditing of Charitable Incorporated Organisations. Charlie Stripp asked whether the JMC had written confirmation of balances for the BCME Committee's accounts; the Honorary Treasurer said that was the case. The procedural motion (proposed by the Chair and seconded by Sally Barton) was put to the meeting; it was passed (with 17 votes in favour, 1 against and 3 abstentions).

The approval of the accounts, subject to the completion of the audit of the BCME Committee's accounts, was then proposed. Bill Richardson said that the effective expenditure of the JMC was £747.74 (the amount of BCME Committee expenses paid from the JMC's main accounts when the committee's accounts were inaccessible) less than that shown as it was shown as expenditure in both the main JMC accounts and the BCME Committee accounts; the Honorary Treasurer replied that the amount also appeared as income in the main JMC accounts (as the BCME Committee had subsequently repaid the amount to central JMC funds). The accounts were approved (with 15 votes in favour, 0 against and 3 abstentions).

The Honorary Treasurer then introduced the budget for 2015/16, proposing that subscriptions be set at the suggested levels as envisaged in the proposals put to the Annual General Meeting in 2014. Following discussions at the Executive Committee meeting on 9 November 2015, he proposed a budget amended from that put forward in the agenda papers. The amendments were to the table of expenditure and to the final sentence; they were displayed at the meeting and are given below.

Expenditure

	2014-15 Expenditure	Budget for 15-16
Room Hire And Catering	3,644.88	5,000.00
Officers Expenses	995.05	1,200.00
Exec Meetings	162.44	200.00
JMC Rep Exp	277.12	300.00
Working Groups / Meetings	0.00	0.00
Insurance	348.00	400.00
Website	100.66	150.00
CIO Legal costs / Expenditure	0.00	2000.00
CfSA subs	200.00	200.00
TOTAL	5728.15	9450.00

Final Sentence

The budget shows a surplus of either £1655.00 or £2280.00 depending on what level of subscriptions we set.

The changes were to take into account increased room hire and catering costs, the recent increase in Insurance Tax, the legal costs associated with becoming a Charitable Incorporated Organisation and general inflationary increases. Also the JMC had a small cash reserve compared with similar organisations and needed to build up its reserves, for example, to finance a new working group.

The Chair then invited questions. David Kaye asked why the Observer rate was greater than the Small Participating Society rate. Sally Barton responded that it was to encourage societies to become Participating Societies rather than Observing Societies. Lynn Churchman said that £160 was no real incentive over £164. Charlie Stripp said it was not doing the job. The Honorary Treasurer responded that it was a larger percentage rise. The Chair drew attention to the policy agreed at the previous Annual General Meeting; he suggested the Council should go ahead with the rates proposed but keep the points made in mind when reviewing subscription rates next year.

The Chair then proposed that the suggested subscription rates be approved. The suggested rates were approved (with 15 votes in favour, 1 against and 2 abstentions). The approved rates for 2015/16 are given below.

Participating Society	Large (over 1000 members or turnover greater than £100 000)	£690
	Medium (between 500 and 1000 members or turnover of between £1000 and £100 000)	£340
	Small (up to 500 members or turnover less than £1000)	£160
Observing Society		£164

4 Membership of the Council

- 4.1 **Approval of the list of Participating Societies and Observing Societies** The list of Participating and Observing Societies was approved.
- 4.2 **Formal announcement of the result of the election of the Chair** The Honorary Secretary announced that Paul Glaister had been elected as Chair of the JMC, to serve for three years from the close of the Annual General Meeting.
- 4.3 **Appointment or re-appointment of co-opted members** (Tim Rowland and David Martin withdrew from the meeting for this item of business.) The Honorary Secretary proposed that Chris Budd (UK Representative to the International Commission on Mathematics Instruction) and David Martin (Chair of the BCME Committee of the JMC) be re-appointed and Tim Rowland (outgoing Chair of the JMC) be appointed as co-opted members of the JMC. This proposal was approved (with 18 votes in favour, 0 votes against and 1 abstention).

5 Membership of the Executive Committee

- 5.1 **Election of two members of the Executive Committee** There being only two candidates for the two vacancies, the Honorary Secretary announced that Sally Barton and Sue Pope had been elected as members of the Executive Committee to serve for one year from the close of the Annual General Meeting.
- 5.2 **Announcement of any co-options to the Executive Committee** The Chair said that the Executive Committee had considered two possible co-options to itself. It had invited Ros Hyde to accept co-option, which she had accepted, and it would be approaching a second person.

[Post-Meeting Note: Hilary Povey has accepted co-option on to the Executive Committee.]

6 Constitution

An early draft of a proposed Constitution of the JMC as a Charitable Incorporated Organisation was considered. The Honorary Secretary introduced the draft. He began by reminding the Council that it had resolved at the previous Annual General Meeting to seek to become a CIO as it would mean that the JMC would:

- be a Registered Charity [in England and Wales] (so securing its tax treatment and putting it in a better place to raise funds),
- have limited liability (so reducing exposure to risk and making trustee recruitment easier), and
- be incorporated (so able to enter into contracts in its own name rather than those of its trustees).

The Honorary Secretary then went on to outline how the Council's decision had been taken forward over the intervening year.

- Attempts were made to use the one of the two model constitutions for CIOs provided by the Charity Commission for England and Wales, but with the former assistance for new charities no longer available from the Charity Commission it became clear that legal advice was needed.
- Attempts were then made to obtain *pro bono* legal advice but all the channels that were tried proved unsuccessful.
- The Executive Committee then authorised the expenditure of £1000 on legal advice.
- The Honorary Secretary had an initial meeting with solicitors from Hewitsons LLP where the level of likely costs became clear.
- The Executive Committee then authorised the expenditure of an additional £800 and authorised the Honorary Secretary to instruct Hewitsons LLP to act on our behalf.
- Hewitsons LLP were instructed to draft a Constitution for the JMC as a CIO (with a first draft expected by 10 October 2015) and to assist with JMC's registration as a CIO.
- The first draft of the Constitution was received on 28 October 2015.
- The third draft of the Constitution was received on 29 October 2015 and was included in the papers for this meeting circulated that day; it is the draft before the meeting.
- There was still work to be done in tidying up the draft. Some details, such as in Article 12.7.4.2, need moving to new bylaws, also some inconsistencies need resolving. (It was decided that it was not prudent to try to resolve these matters in the time available between receipt of the first draft and the distribution of papers for this meeting.)
- The document is lengthy but that is true of the Charity Commission's model and necessary to meet the Charity Commission's requirements, and not a case of solicitors enjoying themselves at our expense.

The Honorary Secretary drew attention to some parts to which the Council might wish to give particular consideration.

- The objects of the JMC need to be exclusively charitable for it to be able to register as a charity, so it needs to promote mathematics education (rather than mathematics) but this is considered to include research.
- There is provision for a Deputy Chair, this is being proposed as a political rather than an organisational role so that the Honorary Secretary can concentrate on organisational matters; the division of responsibilities could assist in recruiting suitable holders of the two roles.
- It may be opportune to give consideration to the trustees other than the officers. The solicitors have suggested that we should widen the pool from which trustees are drawn (although the tension with ensuring they are representative is recognised) and give them longer (but limited) terms so that they can more readily lead on particular areas.

The Honorary Secretary then proposed a way to take forward work on the draft. There would be a brief discussion at this meeting with a request for further comments by 11 December 2015 (although this would not restrict subsequent discussion). An attempt would then be made to reach consensus or develop clear alternatives. Proposed changes would be checked with the solicitors and a revised draft (with a draft of the bylaws) would be circulated in the New Year. If there was felt to be a realistic chance of approval of a draft (perhaps with alternative texts being offered in some places), a Special General Meeting would be called to be held immediately before the Council meeting on 23 February 2016; if the state of opinion was too unsettled then there would be further discussion within the Council meeting on 23 February 2016 and a further draft would be considered at a Special General Meeting on 14 June 2016.

The Chair then invited comments. Lynn Churchman said that the trustees and the executive could be separate groups of people (as is the case with National Numeracy). Bill Richardson questioned the use of the term 'principal office' in Article 2; the Honorary Secretary replied that the wording was taken from the Charity Commission's model constitution and was required by them. Sue Pope thanked the Honorary Secretary for his work. The Chair concluded the discussion and invited members to send comments to the Honorary Secretary by 11 December 2015.

7 Any other business not elsewhere on the agenda

None.

8 Conclusion

The Chair, reflecting on his term of office as it came to an end, said:

"It has been a great privilege and honour for me to serve as Chair of JMC for the last three years: I am very conscious of the distinguished line of my predecessors in that role. I have learned a great deal along the way, especially about the politics of school mathematics in England! I have also valued coming to know more about the Participating Societies whose activities had not previously been within my own professional orbit. I have experienced considerable satisfaction at some outcomes of our efforts during my time in office, and great frustration at others. I am aware of important and, as yet, unfinished business.

I would like to thank those whose support and expertise have made my term as Chair possible, including all members of the Executive Committees, former Executive Secretary David Martin, Gerald Goodall, who was Honorary Secretary in my first year; and especially the current Honorary Secretary, Peter Thomas.

I am delighted to pass on the baton to my distinguished and worthy successor, Paul Glaister. I wish him well, and ask you all, and the bodies that you represent, to support him in the pursuit of the collective objectives of JMC in the years ahead. Thank you."

Once the subsequent applause had subsided, the Chair closed the meeting and demitted office.