

THE RINGING WORLD LIMITED

Minutes of the thirty-sixth Annual General Meeting

Held at Goldsmiths College, London. SE14 6NW on Saturday 7th September 2019 at 10:40 hrs.

Present: NRD Orchard (Chairman of the Board of Directors), DG Davis, DW Grimwood, WA Hibbert, DL Smith, RA Smith and RJ Wallis; and 143 Members of the Company.

Apologies for absence had been received from the following members:

J Baldwin (Fellow), W Butler (Fellow), D Mattingley (Ex-officio), I Oram (Ex-officio), B Purvis (Ex-officio), L Simpson (Ancient Society of College Youths), M Hansford and G Wyatt (Bath and Wells DA), J Blackburn (Beverley and District Society), D Jones (Chester DG), J Halliday and G Hughes (Derby DA), E Sterland (East Derby and West Notts Assn), K Wills (East Grinstead and District Guild), P Bailey, S Mew and P Seaman (Ely DA), M Kemble and C Povey (Four Shires Guild), A Newing (Gloucester and Bristol DA), E de Legh-Runciman and B Ingham (Lancashire Association), N Calvert (Leeds University Society), L Brooks (Leicester DG), B Furniss (North Wales Association), J Sibson (Peterborough DG), A Bray (St. Agatha Guild), B Duke and D Sibson (Society of Royal Cumberland Youths), G Dawson and A Sladen (Southwell and Nottingham DA), N Dodge (Suffolk Guild), D Katz (Swansea and Brecon DG), I Self (Truro DG).

Apologies had also been received from GRD Lay, director.

Members of the Company were required to sign the attendance register in order to take part in the meeting. No members of the Company wrote "declined" on the register.

1. Minutes of the 2018 AGM

Following a safety announcement, the Minutes of the thirty-fifth Annual General Meeting of the Company were approved by the meeting and signed by the Chairman. There were two abstentions.

2. Chairman's Report 2018

Nigel Orchard commented that the Ringing World annual report and accounts reported extensively on 2018 and therefore he would not cover that ground again so far as to say that it had been a year when the Ringing World had consolidated and built on investing in IT and in the Editorial team. The Chairman felt that the quality and range of articles in the paper had continued to improve and he thanked the editor, editorial assistant and contributors for its continued success.

Linda Garton's fourth and last Youth Contest had been a great success despite having to deal with a last-minute change of the main venue. David Hull has been appointed as her replacement and his first contest in Liverpool was also highly successful, as was his modification of the concluding session.

BellBoard registered users increased by 17% with a modest increase in the number of page views. Behind the scenes, Richard Smith had worked on improving the quality and presentation of data and the ability for the data to be analysed. Earlier this year Bill Hibbert started work on streamlining the peals printing process via BellBoard. However, completion would take some time.

Several people at last year's AGM asked the board to provide an app for reading the online version. Development was in hand but had been slower than anticipated owing to other demands on the staff. The key problem was adapting the production software and the way it was used.

The board decided it was time to reduce its use of plastic materials. Although the present wrapper was recyclable in some limited local authority areas, the Chairman announced that the Ringing

World would be changing to a home compostable wrapper that was more readily recyclable. This would be done when the current supply of the present wrapping material had been used up. Test mailings had been satisfactorily carried out with the new wrappers.

The board had recently discovered that the actual postage costs for overseas print subscribers, as paid by the printer, were less than the board had been using to set the overseas rate. The board was currently discussing what further action was appropriate, including revising overseas subscription rates. This may have some impact on this year's financial outcome.

Since last year, one of the board members had been regularly attending meetings of the council's executive committee to improve liaison, strengthen links and explore areas of mutual advantage. Also, the board had informally discussed how ART and the Ringing World Ltd could work together for mutual advantage. An early result of this was a discounted Ringing World subscription offer to ART 'Learning the Ropes' Facebook readers.

The Chairman handed over to Richard Wallis to present the accounts and information on the current year's financial performance to date.

3. Company Accounts for the year ended 31st December 2018, together with the Report of the Directors

Richard Wallis stated that 2018 had been a good year for The Ringing World Ltd. The financial commentary for 2018 could be read on pages 1 to 8 of the annual report and accounts and a clean report from the Independent Examiner on page 10. The financial figures on pages 11 to 20 of the report were filed with the Charities Commission and Companies House.

Richard went on to highlight some of the more salient points covered in pages 21 and 22 of the annual report.

He reported that the bottom-line income surplus was higher than the 2% target (around £6,000) that went into the reserves to fund longer term projects and investments.

Income had increased by nearly £5,000 despite losing 80 paper subscribers. A similar number of losses had been made this year, but the Ringing World had gained 50 new online subscribers. Richard predicted that, in the next year or two, more than 20% of subscriptions would be online subscriptions.

The directors were very grateful for the continued generosity of ringers who donated nearly £50,000 each year. There would be a huge deficit if the Company did not receive this level of income. Another important source of income was merchandise. Diaries, calendars and Christmas cards had reduced in sales last year, but careful control of costs meant that the Ringing World was able to make a reasonable surplus. The other source of income was from advertising. Whilst not many adverts were placed in the paper these days, BellBoard advertising had proved to be a popular way of attracting people's attention. Richard stated that the Ringing World reserves were healthy, which gave the directors some room for investment in the future.

As far as expenditure was concerned, the highest costs (about 40% of the total) were staff salaries, of which there were five paid employees. There were higher pension costs this year as well as an inflation equalling pay increase. The next main areas of expenditure were franking and printing of the paper copies. At £55,000 and £50,000 respectively, this also amounted to nearly 40% of the total costs. This expenditure was consistent with the previous year as lower subscriber numbers meant less printing and postage costs. Richard noted that there was a VAT charge on online subscriptions which meant that the income received was not what was charged to online subscribers. Other key items of expenditure were the costs of having a leased premise in Andover as well as office utilities such as telephones, stationery, cleaning, etc.

Richard pointed out that the directors had budgeted for a small surplus in 2019. After six months, the prediction was lower than budgeted but of no real concern to the board as this did not include the bulk of the Company's merchandise sales which tended to come in at the end of the year. Both income and expenditure were slightly behind budget. Sales were down by £500 (less than 0.5%) and donations were behind by £1,500. However, these figures varied throughout the year and were dependent on special ringing events etc.

In terms of expenditure for 2019, there were no large variances. Printing costs were lower as there had not been a need for too many extra pages so far this year. Submissions for the front-page photograph, for which the Ringing World paid £25, were still being encouraged. Other costs were slightly above budget across the board, but nothing in particular stood out.

Richard invited questions from the floor on the Company accounts.

Jan Wyatt (Ladies' Guild) enquired whether the Ringing World made more money from the paper edition or on-line edition. The Chairman responded that, from an economic point of view, Ringing World income decreased by about £7.00 when a subscriber transferred from a paper to an on-line only subscription.

Caroline Stockmann (Kent County Association) queried a negative variance in the section of the accounts relating to 'Other Expenditure' and the Finance Director explained that this related to miscellaneous office costs such as telephones and stationery and there was nothing unusual that 'stuck out'.

Robert Perry (Truro Diocesan Guild) noted that the accounts were historic and asked whether the board had considered changing the reporting year. The Chairman stated that this matter had been discussed and the board wanted to make sure that September was going to be a permanent fixture for the council meetings before making any changes to the accounting year.

Anthony Lovell-Wood (Salisbury Diocesan Guild) asked whether the board had had any further thoughts about having a fortnightly issue. The Chairman announced that this had originally been considered as the financial situation was providing some challenges. However, with a financial turn-a-round, the board had not had to go down this route. The very extensive survey was clear that the majority of people wanted to continue with a weekly publication. The people who were not currently subscribers had wanted to have a monthly issue.

Mark Davies (Gloucester and Bristol Diocesan Association) asked whether it would be possible to receive a weekly email notification when the online version was available to view. The Chairman thought this was a good suggestion and the board would look at implementing it.

Richard Wallis proposed that the accounts were adopted, this was seconded by Richard Smith and carried. There was one abstention.

4. Motion to revise the charitable objects

Revd Canon David W Grimwood announced that the board of The Ringing World Ltd had been considering carefully how to contribute most effectively and usefully to the future health of bell ringing and ringers. The printed journal continued to be well appreciated, and the Editorial team was constantly striving to maintain and develop the quality and appeal of its content. BellBoard had established itself as the go-to website for information and news, as well as recording all sorts of ringing achievements.

To build on these core activities, the Ringing World Board of Director's had to work within the Company's 'charitable objects'. These objects were initiated by the Company and its members,

and approved by the Charity Commission, thereby becoming the legal basis for the Company's activities. These 'charitable objects' laid down what the Company had authority to do and formed its primary purpose.

Revd Canon David W Grimwood went on to explain that the Charity Commission required charities to provide a public benefit, which could be described and measured. To make this clear, the Commission had identified nine main types of charitable activity, and charities must fit into one of these.

Currently, the Ringing World objects belonged in the category of advancing religion, aiming to promote the mission of the church. While bell ringing was very much part of church activity, that was not quite the same as making a priority of winning converts to Christianity. Ringing church bells on a Sunday certainly proclaimed the presence of the church and carried all sorts of resonances about experience of faith and life, and the Ringing World celebrated and applauded this.

And to do that, the Ringing World encompassed a far wider range of ringing interests, such as articles offering guides to basic change ringing, introducing musical surprise methods, sharing the experience of lively enthusiastic groups of ringers, national competitions, stories of bells restored and augmented, inspirational ringers, and so the list went on. And of course, ringing was not limited to church tower bells but embraced handbell ringing, mini-rings and secular towers, all of which were painstakingly recorded in peals and other performances.

So, while the Ringing World was reflecting to some extent its legal aim and authority, the main focus lay in promoting ringing, and always had been. Therefore, the board wished to change the 'charitable objects' from a religious focus to an educational focus. This would enable the Ringing World to continue to promote ringing through the journal's pages, through Bellboard, and in other ways, to contribute fully to the encouragement and support of ringers and ringing – not just for church worship - but with a clear authority and integrity.

By doing so, ringing for services and on Sundays and in churches would of course benefit, and the Ringing World would continue to encourage ringers to take a positive interest and understanding in the life of churches and of the Christian faith. In fact, nothing would change apart from the legal authority that allowed the Ringing World, as a charitable company, to do confidently what it had been doing for many years.

Revd Canon David Grimwood proposed the following revision to the wording of the charitable objects from:

"To promote and foster the ringing of bells for Christian Worship and on other appropriate occasions and in particular by the publication of educational and literary works connected with or related to the ringing of Church and other bells for Christian worship and on other appropriate occasions."

To:

"To promote and foster the art, science and history of bells and bell ringing to bellringers and the general public, and in particular by publishing educational material and historical archives, facilitating communication, encouraging public interest and uniting the ringing community"

In seconding the motion, Nigel Orchard reaffirmed that this was not an attempt to distance the Ringing World from the Church or a "secularist takeover of the company", rather it was a move to bring the Objectives more into line with what the organisation actually did and had been doing for many years: promoting the art and science of bell ringing in all its forms.

He noted that a few people had commented on the article that Revd Canon David Grimwood had written in the Ringing World in March this year. They had pointed out that the company could continue to develop within the existing very sound objects. To a fair extent this was true but represented more of a 'fudge' than a clear steer. The Chairman stated that this proposal was in no way a criticism of the very sound objects put together in 1983. If this motion was not passed, the board would continue with its work.

There were several comments from the floor, both for and against the motion:

David Kelly (Council Fellow and Chairman of the Keltek Trust), while in favour of the motion, related his own lack of success in attempting a similar change with his Trust's objects, which had been refused by the Charity Commission. The Chairman pointed out that the Commission had already provisionally approved the Ringing World proposal.

Stefan Zientek (Chester Diocesan Guild) asked if there were plans to remove the word "church" from the current masthead description of "*The weekly journal for church bell ringers since 1911*". The board would give due consideration to this.

John Harrison (Oxford Diocesan Guild) said that the board's analysis of the situation coincided exactly with his own observations about the Central Council's objects three years ago at the Portsmouth meeting and commended the motion for removing a "fudge" and providing new objects that reflected what the Ringing World actually did and what ringers wanted it to do.

Jackie Roberts (Guildford Diocesan Guild) wondered if it had to be "one or the other" – i.e. whether the objects could fall into both categories of 'religious' and 'educational'. Nigel Orchard replied that this would simply perpetuate the existing "fudge", which would not help the board in the challenges it now faced.

Chris Mew (Coventry Diocesan Guild) didn't feel the change was necessary. At no time during his long involvement with the Ringing World were the objectives ever referred to directly and neither did the then board feel inhibited in relation to what the paper published. He felt it would be sending out the wrong message by divorcing itself from the question of promoting Christian worship, while there was nothing in the existing objects that prevented the Ringing World being inclusive.

Tina Stoecklin (Scottish Association) strongly supported the motion, pointing out that ringers served churches of many denominations in many countries, not just "*the church*" in the form of the established Church of England. The proposed new objectives did not preclude involvement with the church activities but would assist ecumenical activities and help ringers look more diverse and inclusive as more public attention was focused upon them.

Michael Church (Winchester and Portsmouth Diocesan Guild) explained the historical background to the establishment of The Ringing World Ltd as a company in 1982, when he, Bob Cooles and the late Bill Cartwright were charged by the Central Council with drawing up the proposed Memorandum & Articles of Association and its registration at Companies House and the Charity Commission. The latter initially refused registration on a religious basis alone, but helpfully suggested the inclusion of "publication of educational and literary works" which was then accepted. He was personally disappointed at the prospect of the word 'Christian' being dropped and, like Chris Mew, asked "why bother?".

Robert Perry (Truro Diocesan Guild) said that he came into ringing as a service to the church and this remained his primary motivation. He had initially intended to vote against the motion but, having listened carefully to the arguments of the proposer and seconder, was persuaded it was the right course and would encourage others to vote in favour of adopting the motion.

Caroline Stockman (Kent County Association) stated that she was also attracted to ringing as a

service to the church but felt that there were sound business reasons for making the change as well as embracing the values of diversity.

Bill Hibbert, making a comment as a private individual rather than a board member said that, as a practising Christian, he understood the reservations about removing the Christian focus, but it avoided any risk of The Ringing World Ltd. losing its charity registration by “fudging” objectives. This would be a serious financial blow.

RW Director, Richard Smith said that, in his experience, the existing objects had proved a live practical problem. He had approached technology companies for services and requested a charitable discount, only to be told that discounts did not apply to political or religious charities.

James Ramsbottom (St Martin’s Guild) noted that some ringers were not Christians and the revised objects would recognise that in refocusing on education.

Andrew Wilby (Ancient Society of College Youths) said that he was originally leaning towards the views of those who felt “why bother?” but found the argument advanced by Richard Smith compelling, and this reflected his own experience in relation to other charitable organisations with which he was involved. He stated that people did look at charitable objects from time to time in relation to commercial transactions.

The motion was overwhelmingly carried on a show of hands. There were seven votes against and six abstentions.

5. Appointment of Directors

Richard Smith, Doug Davies, Graham Lay and David Smith were all re-elected as directors on a show of hands; Bill Hibbert and Nigel Orchard did not offer themselves for re-election.

6. Appointment of Independent Examiners

Landowns DFK Chartered accountants were proposed by Doug Davis and seconded by Revd Canon David Grimwood and reappointed as Independent Examiners for the company.

7. Looking Forward

Nigel Orchard announced that he was a little sorry to be leaving the board at a time when the long-discussed project for streamlining the peal printing process was finally underway. This should yield substantial savings in production costs. Also, three new board members had been brought onto the board and were already making a significant contribution with their expertise in strategy and business planning, IT in its widest sense, and publishing. The Company’s financial reserves had been restored over the last four years to a level where the board could afford to invest in new ways of serving its audience.

The board shortly faced the challenge of a future without Robert Lewis as Editor. But with Will Bosworth appointed as Editorial Assistant three years ago (made possible by continued generous donations), the team had the skills and experience to continue with the publication of the paper while further staff were sought. The board had carefully considered what skills were needed in the editorial team going forward and was managing the process accordingly. The wider range of skills sought had been outlined in the advertisements and the new editor would have a major role in the recruitment of further staff.

The generous financial support had also enabled the major updating of the IT systems, allowing

Will to do most of his work remotely; this same facility greatly extended the geographic area from which new staff could be sought.

The challenges were many. The number of subscriptions to the printed version had declined seemingly inexorably over many years and had not been wholly offset by the good annual percentage increases, from a low base, in the online subscribers. There were pockets of success in recruiting younger ringers and the RWNYC illustrated and encouraged this. The demographics of ringing were changing, but the Ringing World remained a strong brand with great assets, including *BellBoard*.

Nigel Orchard thanked the company members for allowing the board to get on with dealing with matters as it thought fit and supporting its efforts. He also paid tribute to those who had been board members over the years since The Ringing World Ltd was constituted; they provided the current board with a sound foundation on which to continue to build. He wished his designated successor as Chairman, David Grimwood, every success in the role and stated that it had been very stimulating and rewarding working with a committed, able and hard-working board.

Bill Hibbert stood down from the board after fifteen years and the Chairman acknowledged that the company owed him a considerable debt of gratitude. His experience in publishing and business management had been invaluable, as well as his IT skills which had been deployed in numerous key areas, including, most recently, updating the subscription and production software. Bill had kindly agreed to continue assisting with some projects after retiring from the board, including working on the BellBoard software necessary to streamline the peal printing process.

8. Tributes to Robert Lewis

The Chairman paid tribute to Robert Lewis, who was retiring as Editor at the end of October after nineteen and a half years in post.

Nigel Orchard recalled that Robert took over following the awkward departure of the previous editor and quickly restored continuity and trust even in the face of the resignation of the entire board at the Norwich AGM.

He had risen to the challenges raised by new technology and the (initially hostile) advent of Campanophile as a serious on-line competitor, which eventually resulted in friendlier co-operation and ultimately the commissioning of the Ringing World's own highly successful BellBoard website.

He broadened the outlook and appeal of the journal, while respecting tradition and without alienating existing subscribers, and fostered an imaginative and innovative use of colour and design within the constraints of the existing format.

Robert commissioned many excellent regular features and individual articles over the years. Who could forget the late John Camp's beautifully written "From the E-lists" column, which helped bridge the growing divide between the digital and print worlds.

He was a consistent and successful advocate for Central Council Reform; never afraid to express a considered opinion within an editorial but maintaining impartial reporting of the facts and airing alternative views on all topics without fear or favour.

He coped with a couple office moves and various demanding staffing issues along the way, none of which were allowed to impact on weekly production of the paper.

He played a leading role in the RW Centenary Celebrations of 2011 and the founding of the RWNYC that year, which now plays a major part in the development of new young ringers.

He was the only Editor in the history of the Ringing World to get away with publishing a picture of naked ladies on page 3! There are dark but unproven suspicions that the occasional provocative letter came from his disguised hand.

He maintained excellent contacts with the Bellfounders and key players in the trade and Exercise and played an active part as an Honorary and Additional Member of the Central Council, as a member variously of its Admin Committee, Public Relations Committee and Redundant Bells Committee.

His dedication was remarkable: he was never off duty as he would always be considered as speaking on behalf of the Ringing World. Until the appointment of an editorial assistant, he was the sole member of the editorial staff and, as such, had to try to get volunteer stand-in editors in order to take time off, which became increasingly difficult.

Robert maintained excellent contacts with the Bellfounders and key players in the trade and Exercise. He played an active part as an Honorary and Additional Member of the Central Council, as a member variously of its Admin Committee, Public Relations Committee and Redundant Bells Committee. He has proved to be an articulate ambassador for the Exercise when called upon to give Radio, TV and newspaper interviews. He is handing on his responsibilities with the Ringing World in generally good shape, including a capable, loyal and dedicated team of staff at Andover.

Mary Bone (Ex-officio member) thanked Robert for all the help he had given to her and her two predecessors (Ian Oram and Chris Rogers) as Council Secretary.

Tina Stoecklin (Scottish Association) ventured that only a couple of people in the room, including herself, could truly appreciate just how difficult and lonely the job of Ringing World Editor could sometimes be and conveyed her sincere congratulations on a job well done.

As a memento of his long service, the board presented Robert with a magnificent inscribed handbell, supplied by Bells of Whitechapel.

9. Tribute to Nigel Orchard

Richard Wallis thanked Nigel Orchard for his five years' sterling service as chairman, which had been very intense. This period had seen substantial growth in on-line subscriptions and the importance of *BellBoard*. His main theme had been to stimulate debate and look forward to a sustainable future for *The Ringing World*. He had also presided over a period when the financial fortunes of the organisation have been considerably improved.

Nigel's colleagues on the board presented him with some bottles of fine liquid to enjoy in his retirement.

10. Any Other business

Fred Bone asked if there were any statistics available for what proportion of downloads of the weekly Ringing World PDF were of the high resolution variety. Richard Smith answered that it was about 5% of the total.

There was no other business to transact.