

# Minutes for CALC Ordinary General Meeting, 2 April 2019, Avani Hotel, Livingstone, Zambia

## 1. Opening of meeting

- The meeting opened at or soon after 2pm. It was opened by CALC President, Brenda King, First Legislative Counsel, Office of Legislative Counsel, Northern Ireland.

## 1A. Election of CALC Council (*see also items 7 and 10 below*)

- Brenda said ballots would be held for the 4 positions for Africa and Europe, and information about nominees was available since 12 March 2019 at CALC's webpage.
- Brenda also gave voting instructions for the ballots. Full CALC members attending the meeting cast their ballots (including proxies held).
- Brenda said that the results of the ballots would be announced later in the meeting.

## 2. Apologies and proxies

- Brenda noted an apology was recorded from each full member who appointed a proxy.
- Express apologies were also recorded from Walter Iles QC, John Moloney, and Bilika Simamba. Brenda asked if there were any other express apologies to record? CALC Secretary Ross Carter also noted the following apologies in correspondence:
  - Name: Mohsin Abbas Syed, Pakistan.
  - Name: Geert Kuit and Monwabisi Nguqu, South Africa.

## 3. Minutes of previous CALC general meeting on 30 March 2017 at RACV Club Melbourne

- Brenda noted these minutes are published in the [CALC Newsletter July 2017](#) at pages 75-88 and some hard copies were available at the meeting for members. Brenda noted that these minutes were also posted at [the Conferences page](#).
- Brenda asked if there were any corrections to these minutes?
- No corrections were identified and recorded.

*Motion – Brenda asked if a member moved that the 2017 meeting minutes be adopted:*

Proposer: Name: Estelle Appiah (Jurisdiction: Ghana)

Seconder: Name: Dr Duncan Berry (Jurisdiction: Kenya)

Result: Carried – by acclamation

## 4. President's report

- Brenda provided a brief summary of her written report circulated in advance.
- Brenda noted Brexit had imposed particular demands on her during her 2 years in office.
- Brenda thanked CALC's Council for its support during that 2-year period.

- The 2017 Melbourne CALC Conference and Sydney workshop were a great success, thanks especially to CALC President 2011-17 Peter Quiggin and his Australian OPC in Canberra, as well as to Marina Farnan and Victoria's Office of the Chief Parliamentary Counsel, and Don Colagiuri at the New South Wales Office of the Parliamentary Counsel.
- Organising the 2019 CALC Conference in Zambia had, Brenda explained, been challenging, for example, owing to the quite late announcement by the Commonwealth Lawyers' Association (CLA) of the venue for the Commonwealth Law Conference. It was also necessary for Brenda to visit in April 2018 to assess suitable venues. Contract negotiation had been long and complex. CALC's Council had also done a lot of work to help with organisation.
- Brenda noted 2 regional conferences had been held: a Pacific Regional Conference in Canberra in March 2018 (co-branded with the Australasian Parliamentary Counsels' Committee (PCC)) and a first Europe Regional Conference in Jersey in September 2018.
- Both had been a great success, and there were plans to have more (eg, in Wales in 2020 – after the March 2018 decision of UK offices to expand their conferences into Europe CALC Conferences). Regional conferences expanded opportunities for participation.
- Ongoing engagement with the Commonwealth Secretariat was a priority for CALC.
- Adrian Hogarth had continued to represent CALC in this, and CALC was very grateful to Adrian for this work.
- Brenda also noted Segametsi Mothibatsela of the Commonwealth Secretariat in London was attending the 2019 CALC Conference.
- Brenda attended the Commonwealth Meeting of Law Ministers in the Bahamas in October 2017. Brenda also attended, and presented a paper at, the Commonwealth Heads of Government Meeting (CHOGM) in London in 2018.
- In October 2018 Brenda represented CALC, preparing a paper and giving a presentation, at the Commonwealth Senior Officers of Law Meeting.
- Governance included CALC activities reports so CALC could maintain its status as a Commonwealth Accredited Organisation. Electronic voting could be explored in future.
- CALC's publications *The Loophole* and *CALC Newsletter* continued in good heart and had developed positively over the past 2 years, thanks to John Mark Keyes and Ross Carter.
- A lot had been achieved by CALC's Council during the 2-year period since 2017.
- Brenda thanked members of the Council for all their work over the past 2 years, especially those who are not standing for election again – Nola Faasau, Richard Denis and Lawrence Peng, each of whom have contributed a lot to CALC over the years.
- Brenda noted there is still much to be done and that she was confident that the incoming Council, headed by our President elect, Geoff Lawn, will achieve even more in the coming two years.

*A motion was moved that the President's report be adopted:*

Proposer: Name: Dr Katy Le Roy

(Jurisdiction: Queensland, Australia)

Seconder: Name: Michelle Daley

(Jurisdiction: Cayman Islands)

Result: Carried – by acclamation

## 5. Secretary's report

- Ross provided a brief summary of his written report circulated in advance.
- Ross mentioned, in particular, the very many CALC members who had very generously contributed material to *CALC Newsletters* from 2017-2019. Particular thanks for generous and great contributions or help must go to Brenda King (Northern Ireland), Anshuman Chakraborty (New Zealand), Geoff Lawn (Western Australia), Paul Peralta (Gibraltar), Patrick Kamugisha (Rwanda), John Mark Keyes (Canada), Ben Piper (Victoria, Australia), Andy Beattie (Scotland), Lucy Marsh-Smith (Jersey), Lydia Clapinska (London), the Western Australia PCO, Nola Faasau (Fiji), Rebecca Considine (Canberra, Australia), Madeleine MacKenzie (Edinburgh, Scotland), June Reardon (Ireland), Ronan Cormacain (UK), John Wilson (UK), Alison Bertlin (London), Cathryn Balfour-Swain (Bermuda), Sheikh Sarfraz (Pakistan), Toby Dorsey (USA), and Richard Spitz (with thanks also to Elizabeth Gardiner, Adrian Hogarth, and Summer Houlder) of OPC London.
- CALC's IT system (which was so generously hosted by the Canberra Australian OPC for many years) was handed over to NZ PCO after 30 March 2017. Ross also mentioned, with thanks, the considerable amount of work done by Peter Quiggin, Steffi Linton, and Amir Shirazi-Rad (all of the Australian OPC), and to Fiona Leonard and David Dew (of the New Zealand PCO), to achieve this handover.
- From 2017-2019, we have reviewed and made more complete and up-to-date the links to online [Drafting Manuals](#). Special thanks to Geoff Lawn for his generous help with this.
- Last, Ross thanked Brenda King for her excellent and dedicated service as CALC President 2017-2019.

*A motion was moved that the Secretary's report be adopted:*

Proposer: Name: Brenda King (Jurisdiction: Northern Ireland)

Seconder: Name: Lucy Marsh-Smith (Jurisdiction: Jersey)

Result: Carried – by acclamation

## 6. Treasurer's report

- John Mark Keyes provided a brief summary of his written report, and of the CALC financial statements (as financially reviewed), both circulated in advance.
- CALC's overall financial position was comfortable despite a small operating deficit.
- The Melbourne Conference attracted about 220 registrants, the largest number we have ever had at a CALC Conference. A deficit of £13,660 resulted largely from the expenses associated with the workshop in Sydney, which had to accommodate a far larger number of participants than the Belfast workshop following the Edinburgh Conference. The expense also reflects the generally higher cost of holding conferences in Melbourne and Sydney as two of the most attractive conference venues in the world. This deficit was well within the budgeted deficit of £20,000 that the Council had approved. CALC had been accumulating substantial surpluses at our previous conferences and the Council decided it could afford to spend more on conference programming.

- This approach was also adopted in budgeting for the Brexit Conference in Jersey, which generated revenues of £6,840 and expenses of £8,203 for a deficit of £1,363.
- The statements also show we have expended relatively little for the Zambia conference to the end of the accounting period. We will of course have expenses for this conference, which we have budgeted at about £50,000. Given the healthy level of registrations (about 140), we are projecting a surplus.
- One of the risks we anticipated in organizing the Zambia Conference was a decline in the value of the British Pound (the currency we have been using for our banking). Given that the bulk of our expenses for this conference are billed in US dollars, we decided to open a USD account and began receiving payments for conference fees, sponsorship and advertising in that currency. Opening the account turned out to be a surprisingly arduous task, which could not have been accomplished without the time, effort and amazing persistence of John Mark's predecessor as Treasurer, Madeleine MacKenzie in the Office of Scottish Parliamentary Counsel. The hoops we had to go through and the delays we encountered were sometimes maddening, but at the end of the day the account was opened and John Mark was able to obtain online access to it. The Bank also gave us a credit of £330 for our trouble, which appears on the statements under other income. The result is that we are now in a position to pay all of our USD expenses without having to convert funds from GBP. This has also been welcomed by many of our members who find it easier to make payments in USD. At the very least, we now offer a choice.
- Expenditures for our website (£6,655) were substantially lower than during the previous accounting period. Expenditures in the previous period included building the website, whereas those during the current reporting period relate to maintenance. It is also worth noting that the website is critical to generating our advertising revenues, which increased from £20,666 to £25,229. This revenue more than offsets our website costs.
- In closing, John Mark acknowledged the invaluable support he had received from our President, Brenda King, and our Secretary, Ross Carter, in dealing with the myriad financial issues that come our way. He also reiterated his appreciation for Madeleine MacKenzie as one of the many people without whom the Zambia conference could not have happened.
- Brenda asked if there were any questions or points for discussion? None was raised.

*A motion was moved that the Treasurer's report and (reviewed) financial statements be adopted:*

Proposer: Name: Brenda King (Jurisdiction: Northern Ireland)

Seconder: Name: Therese Perera (Jurisdiction: formerly Sri Lanka, now living in USA)

Result: Carried – by acclamation

**7. Election of CALC Council (see also item 1A above and item 10 below)**

- Brenda announced and congratulated the following nominees all elected unopposed:

President	Geoff Lawn, Western Australia
Vice President	Katy Le Roy, Queensland
Secretary	Ross Carter, New Zealand
Treasurer	John Mark Keyes, Canada
Asia	Therese Perera, Sri Lanka
	Jakerul Abedin, Bangladesh
Americas	Wendy Gordon, Canada
	Michelle Daley, Cayman Islands
Australasia and the Pacific	Angelyne Dovo, Vanuatu
	Lynne Vaurasi, Fiji

**8. Proposals for constitutional change (see also item 10 below)**

- Brenda asked Ross to explain these proposals
- There were 2 (Immediate Past President role / involving people in Council activities).
- The 2 proposed amendments arose from, and responded to, concerns identified in the Conference Governance Working Group’s consultation on CALC governance issues.
- Both had been approved by CALC’s Council.
- Both had been circulated to all CALC members (on 1 March 2019).
- Both were based on existing practice -- as noted in the brief written explanation given.
  
- Brenda asked if any members wished to discuss the proposed amendments? None did.
- Ross moved that full CALC members approve the amendments.
  
- Brenda noted the amendments could be adopted only if passed by a majority of at least two-thirds of the votes cast at the meeting by full members voting in person or by proxy. Brenda also gave voting instructions.
- Brenda explained that the results of the ballots will be announced later in the meeting.

**9. General business**

- Brenda asked if there were any items of general business.
- Ross mentioned Electronic voting – advising Members that Council intends to adopt rules in the 2019-21 period to enable electronic voting (eg, by email) for the 2021 General Meeting. There is provision in CALC’s Constitution for rules on electronic voting. However, it had not been possible to develop rules in time for the 2019 general meeting. So Council would look to develop them for the 2021 general meeting.
- John Wilson (UK) mentioned that he had attended CALC’s (less formal) first meeting in Hong Kong 1983.
- Eamonn Moran QC (CALC President 2007-2011) moved a general vote of thanks to CALC’s Council and all involved in the governance of CALC and in the organisation of the 2019 CALC Conference. The motion was carried – by acclamation.

**10. Announcement of results of ballots (see also items 1A, 7, and 8 above)**

- Returning officer Donncha Ó Conmhuí (Ireland) announced these results (after generous help, with counting, from fellow returning officer Sean Kealy (USA), and from Helen Quiggin (Australia), Kimberley Faith (USA), and Evelyn Robinson (Ireland)):
  - Constitutional question 1 (Immediate Past President role) -- Approved
    - “Yes” votes = 318
    - “No” votes = 3
  - Constitutional question 2 (Involving people in Council activities) -- Approved
    - “Yes” votes = 317
    - “No” votes = 2
  - Africa region – candidates elected:
    - Dr Johnson Okoth Okello (Kenya)
    - Andrew Nkunika (Zambia)
  - Europe region – candidates elected:
    - Lucy Marsh-Smith (Jersey)
    - Adrian Hogarth (United Kingdom)
- Brenda congratulated the candidates elected, noting that the other candidates, given the adoption or approval of the amendments for Constitutional question 2 (Involving people in Council activities), may also be asked to help Council with Council activities.
- Brenda also thanked the returning officers, and others who helped with counting votes.

**11. Vote of thanks and gift to outgoing CALC President Brenda King, and closure of meeting**

- Before the closure of the meeting, new CALC President 2019-21 Geoff Lawn moved a vote of thanks, and presented a gift, to outgoing CALC President, Brenda King, for her dedicated and excellent service as CALC President 2017-19. The motion was carried with acclamation. CALC members attending also gave Brenda King a standing ovation.
- Outgoing CALC President, Brenda King, declared the meeting closed about 3.20pm.

**Ross Carter**  
CALC Secretary  
3 May 2019

