

ANNUAL GENERAL MEETING

DRAFT MINUTES

An online AGM of the Society of Authors held from 5-7pm on Thursday 16 November 2023



1. Welcome

Joanne Harris, Chair of the Management Committee, the Society of Authors' board of directors, welcomed members to the SoA's 2023 online AGM. She noted that the AGM is conducted in accordance with the SoA's Code of Conduct and Dignity and Respect Policy.

2. Report on the year's activities during 2023

A short video highlighting some of SoA's activities during 2023 was played.

The Chair reported on the activities over the past 12 months, and thanked the staff, team and member-volunteers who give their time, expertise and energy to the SoA's many groups, events and activities throughout the year.

The Chair noted that we continue to live through increasingly challenging times and, despite the soaring costs of living, the SoA's membership has grown. In 2023 SoA has gained a net increase of 300 members and the current membership totals 12,467 writers, illustrators, poets, scriptwriters and translators, which represents a 2.1% growth rate.

What the SoA has done for members during 2023

The SoA's expertise lies in the small print: vetting contracts and answering member queries. Over the last 12 months staff have answered more than 6,000 queries, guiding authors through the complexities of publishing, broadcast and more. To keep up with demand, the size of the advisory staff has increased to a team of 11 who receive over 100 queries and/or contracts per week. The Chair gave examples of recent enquiries, including:

Requests to vet traditional publishing contracts for work of all kinds: novels, poetry, short story collections, non-fiction, translations, memoirs; paid-for publishing agreements; POD/ebook-only agreements; academic contracts; film and TV contracts; agreements for writing material for exhibitions; contracts for author appearances; agency agreements, and more.

SoA receives a huge volume of queries from members on a broad range of topics including: self-publishing, collecting societies abroad, chasing payment, unresponsive publishers, copyright, reverting rights etc. Whatever the query, SoA advisers are there to listen, advise and help members with their business dealings - whether they're in the UK or abroad. When the advisers are not helping members, they are out and about giving talks to members, non-members and creative writing students, both in person and online.

New for 2023: our advisors, Johanna Clarke and Theo Jones created, presented and produced the SoA's very first podcast series: the SoA advisory clinic, which has been a huge success and has had over 1,759 downloads to date and is now well into season two.

In this difficult climate, it is more important than ever to belong to a union, not only for the individual advice and member benefits you receive, but also to add your support to the collective lobbying SoA does.

The policy and public affairs team has been extremely busy lobbying hard on the issues that matter to members, where we can make a real difference. This year SoA raised concerns about artificial intelligence long before partners across publishing joined in. SoA convinced the Government to pause its plans to change the UK copyright exhaustion and data mining frameworks. We continue to assess the ongoing impact of the pandemic and cost of living crisis on authors' wellbeing. We published *Is it a steal?* – an investigation into poor practice among publishers that charge authors for publication. We lobbied successfully against Amazon's ebook returns policies, and we ensured authors were part of conversations in the drive for a more sustainable publishing industry. More about our policy and public affairs work is on our Where We Stand webpages.

In Scotland, Senior Policy and Liaison Manager, Heather Parry, is at the forefront of campaigning on Scottish policy issues. Recent work has included lobbying against Scottish Govt's recent £6.6m funding cuts. Creative Scotland has agreed to use their reserves so that there will be no end-of-year cuts to their budgets.

The Poetry and Spoken Word Group has been liaising with the policy and advisory team to explore how poets can be protected and treated fairly at live events.

The Translators Association has continued its advocacy work on bilingual Readers' Reports for publishers; actively engaged with the policy team on work about artificial intelligence and helped organise events at the London Book Fair Literary Translation Centre, which was one of the most attended stands at LBF.

The SoA also has a presence at London Book Fair where each year we give talks and advise individual authors, and where our estates team have a calendar full of meetings with publishers and agents to sell rights worldwide. The estates team has had a busy year. All the commission and royalty income supports the work of the SoA and its charities. It is lovely to be able to licence theatre productions again. Some highlights are RSC's forthcoming production of John Masefield's *THE BOX OF DELIGHTS* (Stratford upon Avon 31 Oct- 7 Jan 2024) and Brendan Behan's *THE QUARE FELLOW* opening at the Abbey Theatre in Dublin on 24 November. 2023 saw the publication of Virginia Woolf's *DIARIES* in 5 volumes by Granta, Rose Macaulay's, *THEY WENT TO PORTUGAL* by Daunt Books and Alison Uttley's, *A TRAVELLER IN TIME* by Faber and Faber. The team continues to license rights widely on behalf of our literary estates including (but not limited to) print/ebook, translation, audio and stage/film and TV.

Events

Almost 3,000 members joined us for 80 online and in-venue events at the SoA offices and around the UK. We continued to support our network of 44 local groups, helping organisers to run more than 250 events and meetups. Over one-third of SoA members now have a local group in their area.

In addition to our online events programme – we have welcomed members to the Bedford Row Event Space for in-venue and hybrid events and meetings. These include the popular SoA Lates through to the much-enjoyed lunches for new members.

All SoA groups are adding back in some in-person events to their programming - earlier this month the Scriptwriters Group enjoyed their first networking event in collaboration with the Dramaturgs' Network

and the Birkbeck Centre for Contemporary Theatre. An opportunity for members to connect with fellow theatre-makers and scriptwriters, which we hope will be an annual in-venue event.

In 2024, we look forward to hosting an even wider variety of online and also in-venue events in London and throughout the UK.

Grants and prizes

We financially supported over 100 authors to create new work, awarding more than £350,000 in grants for works in progress – and we awarded Contingency Fund and Francis Head Fund grants for authors in need, worth £300,000.

Before the pandemic we would pay out around £80,000 each year from the Contingency Fund generated from our own endowments and small donations. In 2020 we managed to raise over £1 million thanks to some generous authors and donors who wanted to help the many authors affected by the pandemic. However, in 2021 and subsequent years it will be no surprise to hear that demand has not gone back to pre-pandemic levels. Instead demand has continued steadily at around £400,000 per year. Charities and others have kindly helped SoA to meet this need. During 2023 we received a very generous one-off donation of £300,000 from the Hawthornden Literary Retreat charity.

Looking ahead to 2024, demand is likely to continue at the current level. It remains increasingly hard to make a living as an author, with median incomes of professional full-time authors being in the region of £7,000 pa. Any support members can offer is gratefully received – members can also mention the Contingency Fund in their wills.

During 2023, other funded projects have included the creation of a Mental Health and Resilience Comic; a 12-month partnership with the Human Library Organisation; increases in the prize money for some lesser-funded prizes. This external funding has also enabled the SoA to:

- Keep our online events programme free for all;
- Continue our Scotland outreach events programme free for all;
- Start a new outreach project in Northern Ireland. In March 2023, Dr Hilary McCollum joined the team as Senior Policy and Liaison Manager for Northern Ireland and is working with colleagues to raise awareness of the SoA's work, set up a steering group and increase SoA activities there.

Robyn Law, our Head of Fundraising, Grants and Prizes, is always on the look-out for funding to expand our work to support authors. Please contact Robyn with any ideas.

The SoA Awards

Hundreds of authors joined us at Southwark Cathedral for our SoA Awards ceremony hosted by Val McDermid and Joanne Harris. Awarded by authors, for authors, the SoA Awards hold a special place in the literary calendar. It's the UK's largest literary prize fund worth over £100,000, which this year was shared between 30 writers, poets and illustrators.

Nicola Griffith won the inaugural Authors with Disabilities and Chronic Illnesses Literary Prize for her book: *Spear*. This prize launched in 2022 to encourage greater positive representation of disability in literature and was announced alongside ten other prizes which make up the annual SoA Awards.

In Val's keynote she said: *'It is vital that we celebrate the work authors do to help us find meaning in tumultuous times, now more than ever.'*

In total, the SoA now administers 24 prizes for fiction, non-fiction, poetry, translation, and audio drama. Next month the Translation Prize shortlists will be announced with the winners' announcements and prize-giving taking place in February 2024.

Inside the SoA

Staff are busy updating systems and processes: implementing a new member database system for member records in order to automate and streamline processes; evolving the website design and functionality to make it more useful to members; and as agreed at the last AGM, staff have led three organisational reviews, one into the role of President and Fellows; one into the SoA's complaints policy and procedure, which has now been re-written and strengthened; and one into the SoA's communication and we have now clarified Who Speaks for the SoA.

As SoA approaches its 12,500th member milestone, we are proud that the SoA continues to include authors from every background, working at every career stage, in every genre, and who between you are driven by a full spectrum of experience and opinion.

On behalf of the staff, Management Committee and all members, the Chair thanked Nicola Solomon who will retire in April 2024 after 13 years in the role of Chief Executive. Nicola has been a real force for change during that time, leading the modernisation of our strategy, structure and practice. Membership has grown by 40% during Nicola's tenure and she has increased our influence with industry and government, creating a more inclusive approach, which runs through all of the SoA's activities today. However Nicola chooses to spend her time in her retirement, she can rest assured that she leaves behind an organisation that is very well prepared to face the future, at a time when the union representation of creative workers is vital.

A round of virtual applause and thanks given to Nicola Solomon.

3. Report on the elections to the Management Committee

The SoA's board of directors are elected by the membership. They are responsible for the strategic direction of the SoA. Members of the Committee serve a three-year term and every year, four members complete their terms. This year Dorothy Koomson, Anne Rooney, Margaret Skea and Philip Womack complete their three-year terms. The Chair offered her heartfelt thanks to them for their significant contributions to the Committee during very challenging times.

SoA received 12 nominations for the four Committee places. The ballot closed on the 25 October, and we are delighted to welcome the following new members to the Management Committee: Helen Fields, Nadine Matheson, Nikesh Shukla, and Julia Williams.

The election statements and report of voting are available on the SoA website. SoA looks forward to the fresh perspectives that our new directors will bring to the Committee. The new Committee members join Harriet Evans, Vanessa Fox O'Loughlin, Charles Harris, Abie Longstaff, Juliet McKenna, Nick Rankin and Hugh Roberts.

Also on the Management Committee as non-voting members are the Chairs of our National and Special Interest Groups. Their valuable insights are vital in the areas where they have specialist knowledge and expertise. For 2024, they are: Claire Watts, Chair of the SoA in Scotland (SoAiS), Chris Meredith, Chair of the SoA in Wales (SoAiW), Rhona Snelling, Chair of the Educational Writers Group (EWG), Abie Longstaff, Chair of the Children's Writers and Illustrators Group (CWIG), Barney Norris, Chair of the Scriptwriters Group (SWG), Katrina Naomi, Chair of the Poetry and Spoken Word Group (PSWG), and Vineet Lal and Ian Giles, co-Chairs of the Translators' Association (TA).

We thank the Chairs who have stepped down during 2023: Ignaty Dyakov-Richmond for the EWG, Isabel Thomas for the CWIG, David Morley for the SWG and Rebecca DeWald for the TA.

The Chair noted that she will complete her term in January 2024 and the new Committee will elect its next Chair at that meeting. The Chair thanked the Management Committee, Group Chairs and the Honorary Treasurer, Barry Kernon for all they do. She expressed her gratitude for their time, thought and energy, and for the support provided during her time as Chair.

The Chair also praised the efforts of the staff, and those of our members for the roles they play in different ways: as our legal directors on the Management Committee, on committees for the Special Interest and National Groups, our ambassadors as one of our 60 honorary Fellows, through to our many dedicated local group organisers, judges, assessors, charity trustees, and all the many members who worked with us during 2023.

The Chief Executive thanked the Chair for her work over four years, and for her support and wisdom, presented in a calm and balanced manner. She has helped bring the SoA to a great place.

4. Resolutions

The Chair introduced the resolutions. While the AGM is open to Members and Associates, only Full Members have voting rights. Only Full Members received voting instructions from Mi-Voice – the vote management company. The Chair drew members' attention to the voting procedure, as set out in the Standing Orders.

Resolution 1 (proposed by the Management Committee): that the minutes of the meeting held on 17 November 2022 be approved.

There were no questions.

Seconded by: Mata Haggis-Burridge

Voting results: Total For: 357 (99.72%) Total Against: 1 (0.28%) Abstentions: 0 Pass criteria: Majority vote.

Result: Pass.

Resolution 2 (Proposed by the Management Committee): that the Company's annual report and accounts for 2022 be approved.

The Chief Financial Officer provided a summary of the annual report and accounts. Currently the SoA has the equivalent of nearly 28 full-time members of staff to support its' 12,000+ members.

In line with the budget the SoA made a small operating loss in 2022. This was funded from a generous donation received in the previous year thus ensuring SoA could continue to offer a wide range of services and support members, ensuring excellent value for money. Nearly 45% of staff time equates to over half a million pounds of staff, building and operational costs, spent on advice and member services. Just under 25% of staff time is spent on running events and providing support to national groups, special interest groups and local groups for our members.

The five-year plan is to break even operationally. It was noted that the main source of income is from membership subscriptions which effectively covers the cost of the staff. Other sources of income (estates, dividends and rents) contribute towards the additional operational costs of the SoA.

In 2022 the total income for the SoA was just under £1.7 million of which just over £1.1 million was generated from membership subscriptions. Total expenditure for 2022 was over £1.8 million therefore in real terms a member paying £110 subscription is receiving £180 worth of services.

There were no questions.

Seconded by: Sarah Waters.

Voting results: Total For: 364 (99.45%) Total Against: 2 (0.55%) Abstentions: 0 Pass criteria: Majority vote

Result: Pass.

Resolution 3 (proposed by the Management Committee): that the appointment of the nominated Full Members to become the 2023-2033 SoA Fellows by the Management Committee.

There were no questions.

Seconded by: Malorie Blackman

Voting results: Total for: 358 (98.9%) Total against: 4 (1.1%) Abstentions: 0 Pass criteria: Majority vote

Result: Pass.

Resolution 4 (proposed by the Management Committee): that Deborah Fisher is elected to the Committee of the P.D. James Memorial Fund.

There were no questions.

Seconded by: Charles Harris

Voting results: Total For: 359 (99.72%) Total Against: 1 (0.28%) Abstentions: 29 Pass criteria: Majority vote.

Result: Pass.

Following the results of the member survey we sent out over the summer, as part of a year-long consultation into the role of SoA President agreed at the 2022 AGM, the Management Committee asks Members to consider and vote on the following resolutions:

Resolution 5 (Proposed by the Management Committee): that the role of President is retained, subject to the following provisions being in place:

- a) Title change: to Honorary President.
- b) Shorter term: 3-year term, renewable once for a period of 2 years (5 years in total).
- c) Role description: role criteria and person specification to be agreed by the Management Committee and Executive.
- d) Brief agreement: a simple agreement outlining the responsibilities and the term of appointment.
- e) Internal guidance and training.

The Chief Executive explained the outline of the consultation, as outlined in the 'Outcomes of the 2023 SoA organisation reviews' accompanying paper.

Questions:

Matta Haggis-Burridge stated that the resolution seemed sensible, and asked what the reasons would be to not vote for the Resolution. The Chief Executive responded to say that in the past there was some confusion about roles and responsibilities of President, that the title 'President' could imply they have executive (or non-executive) functions within the SoA and confusion over the roles of Chair and President. Changing the title of the role to Honorary President was a step to address this, citing that this is similar to when the title of Council Member was changed to Fellows. There are arguments either way. The Chief Executive explained that the Committee was neutral about the resolution, neither pushing for nor against.

Antony Johnston said: one of the things that Sir Philip Pullman said when he left in 2022, was that there had been no mechanisms in place to resolve differences expressed publicly, and that some people assumed his opinion to be that of the SoA. What actions have been taken to address such issues if there were to be a new President. The Chief Executive explained that the SoA has published the policy document 'Who Speaks for the SoA', explaining that only the SoA speaks on behalf of the SoA. There has been much discussion and guidance since implemented on this. Management Committee members are asked to label their social media accounts as their personal opinions, and to be aware of this in public statements. This will be an ongoing issue to monitor, but the new public policy and internal guidance are step towards addressing this.

Swéta Rana asked: if removing the role of President could allow for a diversity of voices as spokespeople, what are the benefits of maintaining the role? The Chief Executive replied to say that the President would perform a high-profile role, which could be beneficial to the SoA. SoA hopes to engage the Fellows more moving forwards to provide a broader range of spokespeople. The role of President is useful and sentimental. The Chief Executive clarified that voting 'no' to the resolution would not mean that one couldn't be voted for in the future - the role is written into the constitution. It would simply mean that it would not be discussed again in the immediate future.

Nick Rankin commented that in the SoA's 140-year history, there has always been a President until now. Changing the title to Honorary President will remove perceptions that they will hold an executive post.

There were no more questions.

Seconded by: Mary Hoffman

Voting results: Total For: 338 (89.42%) Total Against: 40 (10.58%) Abstentions: 16 Pass criteria: Majority vote.

Result: Pass.

The Chief Executive explained the process moving forward and commented that it is positive to have a resounding and decisive response.

Resolution 6 (Proposed by the Management Committee): that section 22 of the Bye-laws is amended to include a new clause as follows:

22.9 The term of appointment for the Fellows and President will automatically cease if they are no longer a member of the SoA.

22.10 Any Fellow or the President may be removed from the post by an Ordinary Resolution of the Members.

Questions:

The Chief Executive explained that this Resolution came about as it had become apparent that the constitution had no clause that would allow Members to authorise the removal of a Fellow or President *should* it be needed. The power should be in hands of the Members.

Peter Nottingham asked: if resolution 5 passes, does resolution 6 immediately change to Honorary President rather than President, or does this require a formal amendment?, or would it not matter? The Chief Executive replied that we haven't asked for a resolution that would change the wording throughout the constitution to Honorary President, but this could be done that at some point, as it was changed for the Fellows (from the Council). Petter Nottingham replied that, whilst not urgent, the SoA is an organisation of authors, so it would be worth considering. The Chief Executive agreed, and it will be looked into.

Jemma Hatt asked, in regard to clause 22.9, if a Fellow's membership lapses without them realising, is there a grace period to re-sign up before having their Fellow status removed? The Chief Executive confirmed that there have been examples of this happening in the past for different reasons. We would always write to the Fellow to check their circumstances and reinstate their membership where appropriate.

Seconded by: Anne Rooney.

Voting result: Total For: 357 (96.83%) Total Against: 12 (3.17%) Abstentions: 0 Pass criteria: Majority vote

Result: Pass.

5. Any Other Business

1. Anthony V Capildeo asked where the SoA stands on freedom of expression with regard to the incursions of freedom of expression being experienced both personally for the poetry and publishing communities, and more institutionally with universities. Secondly, whether the SoA has been involved with causes such as Stop the War Coalition, in terms of having an official position on the current situation in the Middle East, which they consider to be genocide.

The Chief Executive responded that last year the SoA published their views on freedom of expression, which can be found on the website 'Where We Stand' section. This year SoA has been asked to make statements for different things and about the current situation in the Middle East. It's very important to mention that SoA watches in horror and we are deeply saddened at the loss of life in Israel and Gaza, as we are for the many other conflicts around the world. To help members understand the SoA's position about when we might make statements about world events, or foreign affairs, we are publishing our approach and policy online. We hope to publish this in detail later this year. When considering whether to make a statement, we consider:

- How it fits in with our objects of empowering authors;
- How much capacity we have and whether work on the issue takes away from other work;
- Whether another organisation, such as *English Pen*, is better placed to comment;
- Whether we know enough to comment;
- Whether we can make a difference;
- Whether our members are broadly agreed on the issue and the wording of our statement;
- Any risks that we might make the situation worse or provoke hate;
- The timing of any statement (SoA is less likely to have capacity to be fully informed in fast moving areas);
- Whether it would be better to intervene privately and direct on behalf of an author without publishing a statement.

We recently discussed the requests to comment, and our considerations, with the Translators Association, and with the Management Committee, both Committees felt it wasn't appropriate to make a statement in the relation to the current conflict. SoA policy doesn't say anything about any individual expressing their personal views, this document is aimed at what the SoA is for.

Anthony V Capildeo responded that they are happy to say that the University of York UCU branch will be supporting peace rallies, and that they are happy to see SoA is in dialogue with other trade unions on this matter.

2. Mark Evans commented that it would be good to have hybrid meetings, as online meetings mean Members miss out on the opportunity for in-person meetings and networking. They appreciate that not everyone can attend in person, but it could be good to consider it. If a hybrid meeting is well arranged it doesn't cause a disadvantage.

The Chief Executive responded to say that this is considered for each meeting and will be reviewed each year. For 2023, it was felt that the process is easier for more people to attend, smoother to run, and more inclusive to hold the AGM online. Holding meetings online can provide equality between attendees. Venues don't always have the best Wi-Fi or technology for large online presence, and they are very

expensive to run. The SoA Awards party, local groups events and new member events are currently in-person/hybrid. This will be continuously reviewed.

3. John Hands asked the question which he submitted in writing on 1 November: in recent years traditional publishing houses are publishing only bestselling authors, household names, and people with a very large social media following, a large number of members are self-publishing or trying to self-publish. John Hands had three sub-questions:

- Will the Society recognise self-publishers as a group just as it recognises groups such as poets, educational writers, children's writers and illustrators, comics creators, scriptwriters, translators, and carers?
- Will it provide similar support to self-publishers as it does to these other groups, such as appoint a member of staff to facilitate the establishment of a Self-publishers Network in which members can exchange experiences and views on such things as what is needed to self-publish successfully, good and bad organisations – including hybrid publishers – that charge professional services for self-publishers, the best approach to organisations such as Amazon, etc.?
- Will The Author publish a feature on self-publishing in order to make members aware of what support the Society can offer for self-publishing?

The SoA response was that the majority of SoA members are likely to have self-published at least one work - but the nature of the work, the form of publishing, and the motivation of the author for that work varies as widely as for any other publishing proposal. Therefore, rather than a specific group, our plan would be to continue to expand all of our resources (written, audio and video); the events we host; and the bespoke advice we give in order to support members as broadly as possible.

John Hands felt that the response failed to understand what it is like to self-publish. His experience is that the SoA's bespoke advice on self-publishing has been deeply flawed. This is because those giving advice, while very well intentioned, have no experience of self-publishing. The only people who do understand self-publishing are those who have self-published. That is why the establishment of a Self-publishers Network, facilitated by a member of staff, as for other groups, is essential. As is The Author publishing a feature on self-publishing, which it has so far refused to do, despite three requests from me.

The Chief Executive responded: a long answer was given in writing, and apologies if John Hands found it flawed. Our staff, who are a mix of authors and non-writers, are extremely experienced in understanding the issues that arise for authors, both published and self-published. They are experts in contracts of all kinds, they are expert in issues that occur in when publishing, and the bespoke advice we provide is very good. In regard to forming a new SoA group, there is currently an in-house review of all of the SoA Groups taking place, to ensure we are using our limited resources effectively, and finding ways of providing more opportunities for members to connect, learn and support one and other in a way that is 'light touch' by staff, who don't always need to be involved. Your points will form part of the whole review of groups.

In terms of the existing resources, the SoA has published many articles about self-publishing, and continue to do so. SoA advises members, and we have made guides about all types of publishing. We are currently developing an updated website to improve our resources for all. We believe that members should contact us and that being able to support case-by-case is important. We will keep the process, and what we provide, under review.

John Hands replied that this is not accurate, that he has only seen one article about hybrid publishing. The Chief Executive disagreed on this, that there are more articles available.

The Chair stated that this issue will be added to the agenda for the next Management Committee meeting to discuss thoroughly. The CE agreed and will use the information that John Hands has already provided in writing. John Hands agreed to this.

4. Richard Urwin thanked the Chair and Chief Executive for their sterling work both in this meeting and over the years.

The Chair stated that, in stepping down, she would like to thank the Management Committee for all of their help and hard work during her tenure - all of it unpaid. She is grateful for the Committee's commitment and belief in the work of the SoA. The Chair also extended gratitude to the Chief Executive and the wonderful staff at the SoA. Whilst she is stepping down as Chair, she will still be around, and will continue to be vocal about authors' rights. She thanked everyone.

There being no other questions, the AGM was brought to a close social break-out rooms followed.