

Extraordinary General Meeting
January 15, 2023

Brian Kernick
AAI Acting President



WELCOME!





Why the EGM?

Agenda

ITEM	LED BY
President's Welcome	AAI Board–Acting President
Why the EGM?	AAI Board–Acting President
Introductions	AAI Board–Acting President
Meeting support team	Lawrence Krauss
EGM Protocols	AAI Board–Secretary
The Disclosure Document and Q&A	AAI Board–Secretary
Discussion & voting on motions	Lawrence Krauss
Any other business	Lawrence Krauss
Closing remarks	AAI Board–Acting President

Corporate Governance

- 1. Registration**
- 2. 2017 AGM**



INTRODUCTIONS

Affiliate Members

DV51	Atheist Union of Greece
DV52	Rationalist Society of Australia
DV54	Council of Ex-Muslims Sri Lanka
DV56	Atheist Free Thinkers
DV57	Ex-Hindu Atheists
DV58	Kasese Humanist Primary School
DV59	HALEA Uganda
DV60	Humanists & Atheists of Zambia
DV61	Atheism UK
DV62	Iranian Atheists & Agnostics
DV63	Humanistische Atheisten
DV64	Humanist Society of Singapore
DV65	Non-Religious Citizens, India
DV66	Burmese Atheists
DV67	Warung Atheist
DV68	Israeli Atheist Organization

DV69	Freethought Lebanon
DV70	Atheists for Liberty
DV71	Centre for Inquiry Canada
DV72	Ateizm Dernegi
DV73	Ateist Dergi
DV74	Istishon
DV75	Women Chapter
DV76	Portal Do Ateísmo
DV77	Rocky Mountain Atheists
DV78	The Small Town Humanist
DV79	Atheists In Kenya Society
DV80	Humanist Association of Nigeria
DV81	Humanist Association of Ghana
DV82	Alliance of Former Muslims (Ireland)
DV83	Eagle's View Humanist Primary School
DV84	Council of Ex-Muslims of Singapore

DV85	Humanist Association of San Diego
DV86	Nastik Nation
DV87	Bharatheeya Yukthivadi Sangham
DV89	Atheist Refugee Relief
DV90	Humanist Alliance Philippines, International
DV92	Canadian Atheists
DV94	Progressive Atheists

VOTING BY PROXY

DV88	Ex-Muslims of India
DV93	Secular Party of Australia
DV91	Zentralrat der Ex-Muslime e.V.
DV53	Sydney Atheists Incorporated
DV55	Atheist Foundation of Australia

INTRODUCTIONS

Others

AAI Board Directors	
DN01	Brian Kernick
DN02	Bill Flavell
DN03	Fotis Frangopoulos
DN04	Jason Sylvester
DN05	Ebuka Ikeorah
DN06	Tonoy Emroz Alam
DN07	Stella Thomas
DN08	Kristina Hallmeier

AAI Advisory Council	
A09	Spencer Lucas

AAI Individual Members	
O15	Preston Jensen

AAI Volunteers	
O16	Benjamin Lebal

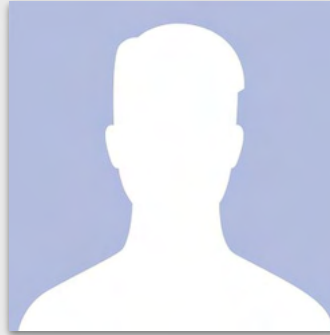
Meeting Support

FACILITATOR



A10 Lawrence Krauss
AAI Advisory Council

VOTING MANAGERS (AAI Volunteers)



O12 Aamir



O13 Samaneh Khani



O11 Shirajum Erina



O14 Amina Mubarak

Extraordinary General Meeting
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Bill Flavell
AAI Secretary



Meeting protocol

Bill Flavell—AAI Secretary

Who is here?



DELEGATES: Affiliate Members; Board Directors.

ADVISORS: Advisory Council Members.

OBSERVERS: Volunteers; Individual Members.

How long will the EGM last?

Approximately 3 hours...



What is proxy voting?

Five Affiliate Members who cannot be here have chosen someone to vote on their behalf.



Discussing motions



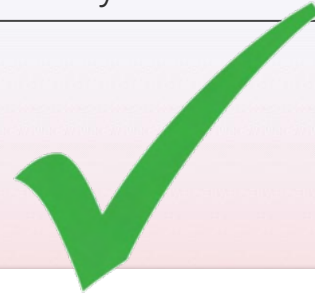
Motions & amendments must be seconded.

Proposers can speak for 2 minutes; others for 1 minute.

Start by giving your name & organization.

Facilitator may terminate discussion.

Amendments are allowed



Put the text in the Zoom chat.

Raise your hand.

Amendments must be seconded.

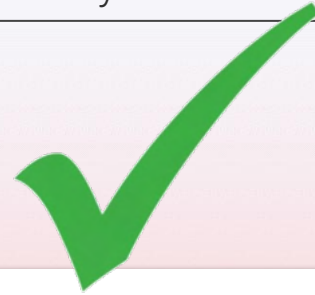
Other points

Voting will be by Delegate Number; please display it.

Please put a note in the chat if you leave early.

If you lose connection...

Late motions are allowed



Raise under Any other Business; add to the chat.

Only delegates may table motions.

Late motions must be seconded.

A super-majority vote is needed to allow a late motion.

Extraordinary General Meeting
January 15, 2023

Bill Flavell
AAI Secretary



The Disclosure Document

Bill Flavell—AAI Secretary

The Disclosure Document acknowledged **9** errors.



5 were of little consequence:

1. Non-compliant notifications for the 2018 AGM
2. Legitimacy of voting at 2018 AGM
3. Were attendees at 2018 AGM selected?
4. Too many powers taken from Members in 2018?
5. Returning Officer counted his own votes in 2021

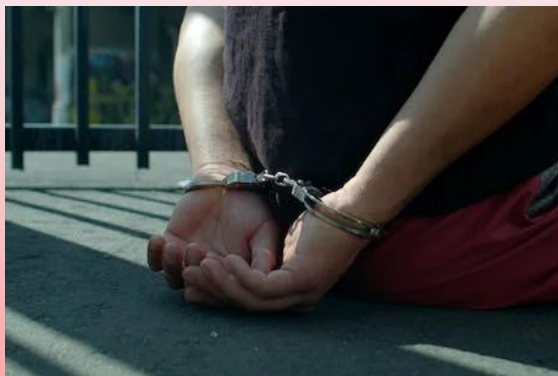
The Disclosure Document acknowledged **9** errors.

4 were serious:

1. No AGM in 2017
2. Eight Members excluded from the 2018 AGM
3. Co-opted directors not elected at the 2018 AGM
4. Delays preparing annual accounts for 2017 - 2019



The EGM must decide how to put things right



Sanctions



Compensation



Repairs

The EGM must decide how to put things right



Do the tabled motions put things right?

Has anything been missed?

New motions can still be tabled.

It is your decision.

Extraordinary General Meeting
January 15, 2023

Lawrence Krauss
AAI Advisory Council



Discussion & voting on motions

Motion #1: Amend Section 8 of the Bylaws

Proposed by: Humanistische Atheisten

Amend Section 8 of the May 22, 2022 bylaws as follows (new text in bold; deleted text struck through):

Existing: “General Meeting” means any meeting of Members, called on an annual or extraordinary basis in accordance with the procedures set out in these Bylaws, for purposes which may include: voting on properly received motions, passing statements of Alliance policy, and receiving information from the Board in respect of the Alliance’s operations, ~~including financial statements~~. Members eligible to participate in General Meetings may do so in person or through any electronic means approved for that purpose by the Board.

Proposed: “General Meeting” means any meeting of Members, called on an annual or extraordinary basis in accordance with the procedures set out in these Bylaws, for purposes which may include: **approval of the minutes of the last General Meeting**, receiving information from the Board in respect of the Alliance’s operations, voting on properly received motions, **adoption of the financial statement, and passing statements of Alliance policy**. Members eligible to participate in General Meetings may do so in person or through any electronic means approved for that purpose by the Board.

Rationale: Complete enumeration of the duties of the General Assembly in accordance with our other motions of Humanist Atheists concerning Section 58, 59 and 60 (new).

Motion #2: Amend Section 58 of the Bylaws

Proposed by: Humanistische Atheisten

Amend Section 58 of the May 22, 2022 bylaws as follows (new text in bold; deleted text struckthrough):

Existing:

58. At each Annual General Meeting, the Board shall prepare a report for attendees setting out the main activities of the Alliance since the last Annual General Meeting and proposed activities for the coming year. The report shall include a balance sheet of assets and liabilities and state the Alliance's total income ~~from donations, fees and all other sources~~ and the total amount spent ~~split between campaigns and administration. Expenditure shall be shown separately for significant campaigns and for significant administrative items.~~

Proposed:

58. At each Annual General Meeting, the Board shall prepare a report for attendees setting out the main activities of the Alliance since the last Annual General Meeting and proposed activities for the coming year.

The presented documents shall be made accessible to Members.

The report shall include a report on the elections held before the General Assembly for the Board of Directors, including participants in this election, number of votes cast and votes received. The report shall also include a balance sheet of assets and liabilities and state the Alliance's total income and the total amount spent. **Income and Expenditure shall be shown separately for significant amounts (membership fees, supporters' fees, donations, other sources, significant campaigns and significant administrative items). In addition, a balance sheet of the assets and liabilities shall be presented. The Board shall propose adoption and the General Assembly shall take a position on it.**

Rationale:

Equal treatment of income and expenses. The presentations should remain available for viewing after the meeting.

Motion #3: Amend Section 59 of the Bylaws

Proposed by: Humanistische Atheisten

Amend Section 59 of the May 22, 2022 bylaws as follows (new text in bold; deleted text struckthrough):

Existing:

59. Board Directors and Members in Good Standing may propose motions for discussion at a General Meeting. Motions must not involve contravention of the Bylaws and must be submitted to the Secretary at least four weeks prior to the date of the meeting. Motions shall be voted on by Board Directors and Members and be passed by a Simple Majority. ~~The Board shall take motions so passed into consideration but may use its discretion as to whether and how to act upon them.~~

Proposed:

59. Board Directors and Members in Good Standing may propose motions for discussion at a General Meeting. Motions must not involve contravention of the Bylaws and must be submitted to the Secretary at least four weeks prior to the date of the meeting. Motions shall be voted on by Board Directors and Members and be passed by a Simple Majority.

The Board may use its discretion on how to act on motions that require significant human or financial resources.

Rationale:

The Board is not entitled not to implement motions passed at a General Meeting.

Motion #4: Add New Section 60 to the Bylaws

Proposed by: Humanistische Atheisten

Add a new Section 60 of the May 22, 2022 bylaws as follows:

60. Minutes will be taken at every General Assembly and will include:

1. The list of invited member organizations;
2. The list of participants (representatives of organizations and members of the Board);
3. Decision on the minutes;
4. The report on the elections held before the General Assembly for the Board of Directors;
5. Decision concerning the financial statement;
6. Decisions on motions proposed;
7. Passing statements of Alliance policy.

[Note: The numbering of the Sections following this will change accordingly.]

Rationale:

Every normal organization has minutes with the decisions of meetings. Minutes are indispensable for clear and comprehensible relations.

Motion #5: Business As Usual

Proposed by: Kasese Humanist Primary School

AAI should continue serving atheists, like-minded individuals and organizations globally.

**TRANSFERRED
TO AGM**

Motion #6: Affiliate Background Checks

Proposed by: Kasese Humanist Primary School

AAI should do thorough background checks on organizations applying to be affiliates.

**TRANSFERRED
TO AGM**

Motion #7: Join Us and Help!

Proposed by: Kasese Humanist Primary School

AAI should tell critics to join us if they have good intentions to see AAI flourishing; otherwise to stop criticizing and demoralizing vibrant humans who are committed to taking AAI forward.

**TRANSFERRED
TO AGM**

Motion #8: Campaign Against Blasphemy Laws

Proposed by: Non Religious Citizens, India

In the previous AGM, on behalf of the Non-Religious Citizens, the organization that I am representing and is an affiliate member of AAI, had put forward the motion of an international campaign to repeal any forms of BLASPHEMY LAWS. I would like to reiterate the motion once again as it is high time we press the international community and various human rights bodies to stand against such barbarian laws even if present in any democracy, which is seen even in India (IPC-295A, 153A).

**TRANSFERRED
TO AGM**

Motion #9: Campaign Against Male Circumcision

Proposed by: Non Religious Citizens, India

TRANSFERRED TO AGM

Stand against forceful Male Circumcision - medicalized circumcision done for non-medical reasons. We all know that FGM or Female genital mutilation is a well addressed issue and the various international bodies like the UN have effectively come up with practical strategies to combat it. But it's unfortunate that many boys of the world who take birth with a penis is subjected to male circumcision, that too by medical personnel for non-medical reasons. This is in stark violation of basic bio ethical principles - Autonomy and bodily integrity. Unless we emphasize ethical, human rights and child rights violations and hold accountable the health professionals for such practices done for non-medical reasons, this practice won't end. Would like to present this as a motion to garner international attention and effect, which also indirectly would help pace up the fight against FGM as well by creating a sentiment against circumcision practices altogether.

Motion #10: Create an AAI Strategic Plan

Proposed by: Brian Kernick–AAI Board

Create a team of affiliate members and board members, led by an affiliate member, to formulate an AAI strategic plan covering the next three years. The plan should be as fact-based as possible and deal with how AAI can achieve substantial improvements in: membership, support for atheists at risk, global support for secularism and advocacy, support for affiliate members, high impact campaigns, PR and reputation.

Motion #11: Governance Course for AAI Board

Proposed by: Bill Flavell–AAI Board

Prepare a mandatory course for new board members covering corporate governance principles, an overview of the California Regulations for Charitable Organizations and a detailed review of AAI bylaws. Board members must complete this course within their first three months of board membership.

Motion #12: New Ways to Finance AAI

Proposed by: Portal Do Ateísmo

Study a way to finance AAI in different ways, such as:

- (A) Income tax deduction which allows entrepreneurs and sympathizers with atheism to make donations to AAI and receive an exemption in your income tax.
- (B) Study a better Crowdfunding platform to raise international funds for philanthropy.
- (C) Allow AAI to receive donations via PayPal, Bitcoin and PIX.
- (D) Create an AAI store with various low-cost products such as caps, shirts, blouses, keyrings, backpacks, and purses. Also, study ways to sell these products at events such as exhibitions, fairs, etc.

**TRANSFERRED
TO AGM**

Motion #13: Change How Members are Emailed

Proposed by: Portal Do Ateísmo

Create PDF documents to send to members via email instead of long texts in the body of the email. PDF documents allow users to download the file and read it later on the computer or print paper versions instead of spending hours with the email open reading very large text. The body of the email should be a basic message.

**TRANSFERRED
TO AGM**

Motion #14: Interpreter for Online Events

Proposed by: Portal Do Ateísmo

Provide an interpreter to translate from English to other languages, like Portuguese and Spanish, for live events such as conferences.

**TRANSFERRED
TO AGM**

Motion #15: Joint Events For Women in Iran

Proposed by: Zentralrat der Ex-Muslime e. V.

Zentralrat der Ex-Muslime e. V. would like to cooperate with AAI to organize online events to promote awareness of the situation in Iran and increase pressure on politicians and governments to support the women's movement in that country.

**TRANSFERRED
TO AGM**

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Lawrence Krauss
AAI Advisory Council



Any other business

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Brian Kernick
AAI Acting President



Closing remarks