

**Minutes of the Annual General Meeting of Attend, 27th January 2016,
Kings Fund, 11-13 Cavendish Square London W1G 0AN**

Present

Lord Naren Patel

Baroness Emerton of Tunbridge Wells & Clerkenwell DBE DL,

Charles Perry

Christina Cameron

Lilian Owens

Simon Needham

Dr Umang Patel

Matthew Swan

President

Vice President

Chairman

Director

Director

Director

Director

Honorary Treasurer

In attendance

David Wood

Janet Simpson

Chief Executive

Company Secretary

There were 17 people present of which there was representation from 13 groups from across the UK.

Proxy votes had been received from 120 affiliated groups.

A. Welcome and Report by the President

The President Lord Patel welcomed everyone to the Annual General Meeting.

Tribute to the Patron

In keeping with our usual tradition, we sent the following loyal greeting to our Patron.

Your Royal Highness,

It is with great pleasure that Attend in advance of its Annual General Meeting to be held at the Kings Fund Building, 11-13 Cavendish Square, London, W1G 0AN on Wednesday 27th January 2016 sends its best wishes and loyal greetings to you our Patron.

This last year has continued to be a demanding year, however, despite the changing world in

which we now live, the work of our members still continues to grow and flourish, supporting more and more local communities. We at Attend are proud to continue supporting them in whatever way we can through various initiatives.

I have the honour to be your Royal Highness's Obedient Servant.

Yours sincerely

*Charles Perry, Chairman
Attend, UK*

Response

8th January, 2016

Mr. Charles Perry,

His Royal Highness The Duke of York has asked me to thank you for your recent letter and has asked that the following message be conveyed:

"I much appreciated the message sent on the occasion of the Annual General Meeting of Attend on Wednesday 27th January 2016

I hope that all present have a highly constructive and enjoyable day.

Andrew."

HRH The Duke of York KG

B. Apologies for Absence

Apologies were received from 140 affiliated groups.

Apologies were received from the following Vice Presidents; Anne Davies MBE, Rt Hon Baroness Jay of Paddington PC, Pamela Morton OBE, Margaret Walker, Sir William Wells KBE, Lord Barry Jones KBE

There were also apologies from the following Trustees: Neil Basil, Michael Dover, Susanne Curtis, Jill Cox, Dr Umang Patel

There are further apologies from:

Peter Green, Stuart Welling, Faith Humphries, Terry Bishop, Rachel Gilpin, John Vickery

C. Minutes of the Annual General Meeting of Attend 10 December 2014

Lord Patel presented the minutes of last year's AGM for approval. The adoption of the minutes was proposed by Ken Rees, Regional Chair, South Wales (Llanelli & District League of Hospital of Friends), and seconded by Christina Cameron, Trustee (Raigmore League of Hospital of Friends, Inverness) and were agreed unanimously.

D. Review of the Year by Charles Perry

I wasn't sure how to start this introduction to the year, not least because it's been a challenging one.

For the last couple of years, I am drawn to the fact that we have begun this introduction with a quote. I would like to thank my predecessor for this tradition and challenge. David Wood our Chief Executive has one on his office wall. He says he wants it on his tombstone [it will have to be a big one]. It was something that Hannah Arbeid, one of our senior managers, who died after fighting cancer for several years, shared with the staff group:

"This is the true joy in life, the being used for a purpose recognised by yourself as a mighty one; the being a force of nature instead of a feverish, selfish little clod of ailments and grievances complaining that the world will not devote itself to making you happy.

I am of the opinion that my life belongs to the whole community, and as long as I live it is my privilege to do for it whatever I can.

I want to be thoroughly used up when I die, for the harder I work the more I live. I rejoice in life for its own sake. Life is no "brief candle" for me. It is a sort of splendid torch, which I have got hold of for the moment, and I want to make it burn as brightly as possible before handing it on to future generations."

George Bernard Shaw

– A Splendid Torch

And I guess I could say this says it all.

As Trustees we believe that the Attend family is not here just because it has an extensive and colourful history, or purely to employ staff: we have a purpose, and something to achieve for our beneficiaries. While we have a responsibility to ensure good governance, we also take risks to ensure our torch burns and it burns brightly. In times of challenge it would be easy to become a brief candle, but we believe we have a real mandate to be as splendid a torch as time and finance allows. Our belief is that our mandate is rooted in the following areas:

- 1. In our communities, where we have identified needs and raised expectations.*
- 2. To individual beneficiaries, patients, their carers and clients who face daily challenges and have an expectation that we will face it with them.*
- 3. To our partners: staff and volunteers, funders and suppliers who are inspired to work together, making their own contributions often giving more of themselves than they first thought, to ensure that we can continue to partner with them to reach out to those people that need our help.*

In the current charitable climate many local, regional and national names are fading from our consciousness.

This year I would congratulate and thank my fellow Trustees for their leadership in ensuring that we have kept true to our aims, and burnt the torch as brightly as funding will allow.

This year, I would particularly draw your attention to some key achievements since our last AGM.

Membership

- *For the first time in organisational memory, and certainly since 1995, the number of member groups has risen in the year [from 578 to 601].*
- *We continue to try and innovate in this area. A side-effect the work we are doing in care homes, has meant that we are able to do DBS (Disclosures and Barring Service) checks. Within a week of this service coming on-line 75 checks had been requested by member groups.*
- *Toiletry packs continue to be a great interest in some groups. We have just developed a new "comfort pack" for one hospital site for people who stay overnight.*

Training and Development

- *Attend Academy remains one of the leading providers for VRQ's in Volunteer Management, providing support to locations as far afield as Northern and Wales.*
- *We have also continued to provide consultancy services to local groups funded by the health and social care volunteer fund. This is invaluable in developing our skills, and an understanding of local issues [which doesn't always reach us from our own member groups].*
- *We have also begun delivering work funded by the Big Assist [a Big Lottery initiative]. This involves working with infrastructure bodies: a key learning from this [and a very reassuring one] is that the challenges we face, are not ours alone.*

Projects

(i) Acquired Brain Injury work

This work arrived here in 2009, and has been one of the most important influences of change. Having beneficiaries, people with disability here on a daily basis keeps us all grounded in what matters in life. Not only do we share the heartache of peoples' job search, but the pain as they lose homes, and relationship breakdown.

Since 1st January 2015, we have been successful in gaining two Lottery projects; one to sustain the ABI programme for another three years, and one to work with the survivors of stroke in Enfield, Barnet, Tower Hamlets and Bromley.

We are also funded to deliver some work in Kensington.

(ii) Care Homes

While we first began exploring this project a couple of years ago, it is now expanding at a pace: we are currently working in over 20 homes, with the number already planned to increase by a further 30 in the next year or so.

It has its own brand, website, and constantly evolving.

So to conclude:

The year ending March 2015 was the most challenging financially for many years. It is a credit to the leadership of the senior management team, to the fact that they didn't lose their vision, and their dogged hard work that not only did they get through the year, but remained calm, and focused on the important things, particularly Janet (with 10 years' service). Just as importantly, today's position is a tribute to my fellow volunteer Trustees: they have kept us true to our aims, and allowed the torch to burn, burn more brightly than many would have dared. Thank you to everyone in this room and all our member groups, from each individual whose life continues to be changed positively because of that commitment and vision and your involvement in that delivery. Let's continue to be positive and

sustained in the changes we'd like to make and let our torches turn into community beacons across the UK.

E. To receive and consider the statement of accounts and balance sheets of Attend for the period ending 31st March 2015

Matthew Swan:

Challenging times remain in the Charity sector and last year has been frustrating and despite best efforts we have made a deficit of £116k.

As has been the case for a few years, income from grants and donations is very competitive. We have tried to become less reliant on this income but it still remains an area that can make the difference. Total income was up by £64k to £940k from £876k but this was matched by an increase in costs of £63k from £993k to £1,056k.

The net result has been a reduction in reserves to a negative £135k.

The financial review in the accounts highlights the positive plans for the Year end March 2016. We have achieved success with two lottery bids, Life after Stroke, £359k over 4 years and ABI Lifeline £380k over 3 years. Together with numerous smaller but still significant grants, the organisation has achieved enormous strides to regaining lost ground over the past two years.

Currently for the 9 Months to December 2015 we are showing a surplus of £162,755 and expect to show a surplus of £174,603 by the full year end in 3 months' time.

Given an up lift in confidence the general consideration that we are in a far better position than last year, we are looking forward rather than backwards, with optimism for 2016. The whole organisation is confident that it is making strides towards a more sustainable delivery model.

David and his team continue to manage the organisation with a tremendous positive attitude despite keeping a close eye on the bank account. Under difficult circumstance they remain focused and I must thank them for all their efforts.

I would also like to thank Cathy Cooper and her team at Wilkins Kennedy for conducting the audit in an efficient and timely manner

Presentation by Steven Slater – Wilkins Kennedy LLP

Thank you for inviting us here today. Once again the audit process ran very smoothly with no significant issues being encountered. As such, our audit report is unqualified.

In relation to the accounts there are a few areas of interest to bring to your attention. As in previous years, there have been no changes to the accounting regulations and as such the accounts format is similar to the previous year. The accounting regulations have changed and for the forthcoming year end the accounts will need to be in the new format to comply with the 2015 Charity SORP. We have been discussing any impact on Attend with David. The accounts are prepared in accordance with charity accounting regulations and also with a view to ensuring they can be used as an effective marketing tool.

As Matthew has mentioned, unfortunately the charity sector as a whole is still facing challenges and difficulties maintaining and attracting grant funding and donations due to increased competition

and often increased lead times between grant applications and grants being awarded - this has been a continuing challenge for Attend. Once again the Board and Senior Management team have been proactive during the year in considering the implication of this to the charity however the result for the year is a loss of £116k. Although income did increase by over £50k, costs increased by a similar amount – the increase in costs related to project delivery rather than administration costs. The loss for the year has had a negative impact on the reserves with unrestricted general funds now standing in deficit at negative £145k. However the charity has continued to meet its liabilities as they fall due and has been successful with a number of grant applications for 2015/6.

It continues to be a very challenging time for the charity sector as a whole and it is therefore more important than ever that charities remain focused and plan strategically.

Finally, may I take this opportunity to thank David and the staff at Attend for their full co-operation and assistance throughout the audit process; it has been a pleasure working with the Trustees and the team at Attend.

The Adoption of the Report and Audited Accounts for the period 31st March 2015

Proposed by: Simon Needham, East Midlands Regional Chair, Grantham League of Friends
Seconded by: Liz Godwin, The Rising Mercury Society (Benenden Hospital)

The Accounts were accepted as an accurate record.

F. To consider and, if thought fit, pass the following Ordinary Resolutions

Resolution One:

Is the appointment of Wilkins Kennedy as Auditors of Attend for the accounting period 31 March 2016 and the delegation to the Board Members of Attend the setting of the auditors' remuneration.

The Resolution was proposed and recommended by the Board and unanimously agreed.

The Second Resolution:

Is the re-election of Matthew Swan as Treasurer of Attend in Accordance with Article 32 of Attend's Articles of Association.

Proposed by: Liz Godwin, The Rising Mercury Society (Benenden Hospital)
Seconded by: Mike Perry, Ilkeston Community Hospital League of Friends

The Resolution was agreed unanimously and Matthew Swan was duly elected as Treasurer until the AGM in 2017.

The Third Resolution

Is the re-election of Michael Dover as Director of Attend in accordance with Article 34.6 of Attend's Articles of Association

Proposed by: Lilian Owens, Stafford & Cannock League of Hospital Friends

Seconded by: Mike Perry, Ilkeston Community Hospital League of Friends

The Resolution was agreed unanimously and Michael Dover was duly elected as Director until the AGM in 2017.

The Fourth Resolution:

Is the re-election of Neil Basil as Director to the Board of Attend in accordance with Article 34.5 of Attend's Articles of Association?

Proposed by: Pauline Allard, The Friends of Princess Royal University Hospital
Seconded by: Annie Driscoll, The Friends of St Mark's Hospital

The Resolution was agreed unanimously and Neil Basil was duly elected as Director of Attend to serve until the AGM in 2017.

The Fifth Resolution:

Is the election of Susanne Curtis as Director to the Board of Attend in accordance with Article 34.4 of Attend's Articles of Association.

Proposed by: Lilian Owens, Stafford & Cannock League of Hospital Friends
Seconded by: Pauline Allard, The Friends of Princess Royal University Hospital

The Resolution was agreed unanimously and Susanne Curtis was duly elected as Director of Attend to serve until the AGM in 2019.

The Sixth Resolution:

Is the election of Jill Cox as Director to the Board of Attend in accordance with Article 34.5 of Attend's Articles of Association.

Proposed by: Liz Godwin, The Rising Mercury Society (Benenden Hospital)
Seconded by: Suzy Horne, Friends of Brighton & Hove

The Resolution was agreed unanimously and Jill Cox was duly elected as Director of Attend to serve until the AGM in 2019.

The Seventh Resolution:

Is the election of Simon Needham as Director to the Board of Attend in accordance with Article 34.4 of Attend's Articles of Association.

Proposed by: Mike Perry, Ilkeston Community Hospital League of Friends
Seconded by: Julie Fidler, Regional Chair, London

The Resolution was agreed unanimously and Simon Needham was duly elected as Director of Attend to serve until the AGM in 2017.

G. To consider and, if thought fit pass the following Special Resolution:

That the Memorandum and Articles of Association of Attend be amended as follows:

That the existing clause 5.11.2.

“A Regional Chairman may stand for re-election for one further period of three years following the expiry of a period of at least 12 month from the date that he last held office for 6 consecutive years. A Regional Chairman may not hold office for a total period in excess of 9 years.”

Be altered to read as follows

“Regional Chairman shall be eligible for reappointment annually thereafter, subject to the election or otherwise of the member groups within the region.”

The Resolution was proposed and recommended by the Board and unanimously agreed.

Lord Patel formally closed the Annual General Meeting and thanked those that had attended.

DRAFT