



**Minutes of the Annual General Meeting of
Arthritis Action (the "Charity")
held at the King's Fund Building, 11-13 Cavendish Square, London W1G 0AN
on Thursday 13 June 2019**

Present

Council Members:
Robin Nye (Chair)
Karen Hoban
Cerys Jones
Sarah Jones
Debbie Rose
Dan Torjussen-Proctor
Patricia Woodhouse
Kevin Young

Plus 38 General Members

In Attendance

Staff:
Shantel Irwin (Chief Executive)
Noha Al Afifi
Leah Boylan
Wendy Holden
Despina Koniordou
Martin Lau
Alison Lloyd
Debbie Putland
Iza Seabrook
Ruth Smith
Terry Urbanczyk
David Vaux
Graham Weir

The Meeting opened at 11.30 am and, as there were over 25 members present, was deemed to be quorate in accordance with Article 7.8 of the Charity's Articles of Association.

1. Welcome

Robin Nye introduced himself as Chairman and welcomed everybody to the Meeting. He then provided a brief overview of the Charity's activities since the previous Annual General Meeting.

2. Apologies

Robin Nye reported that he had received apologies from 2 Council Members, Anne Godfrey and Graham Phillips and 20 general members. He advised that a list of those members who had given their apologies was available for inspection at the reception desk.

3. Minutes of the 2018 Annual General Meeting

Robin Nye asked that the Minutes of the 2018 Annual General Meeting on Thursday 21 June 2018, which had previously been circulated to members, be approved as an accurate record of the Meeting.

Proposer: Mary Pilling

Seconder: Liz Azubuke

The proposal was carried unanimously and the Minutes of the Meeting were signed by Robin Nye.

4. Trustees' Report and Financial Statements for the year ended 31 October 2018

Robin Nye asked that The Trustees' Report and Financial Statements for the year ended 31 October 2018 and the accompanying Independent Auditor's Report be adopted.

Proposer: Vera Dornhard

Secunder: Mary Sinfield

The proposal was carried unanimously.

5. Appointment of the Auditors and authorisation of Council Members to agree their fees

Robin Nye asked the members present to agree the appointment of LMDB Accountants as Auditors until the conclusion of the next Annual General Meeting and authorise the Council Members to agree their fees for the year ending 31 October 2019.

Proposer: Delphine Coiley

Secunder: Jack Martin

The proposal was carried unanimously.

6. Re-Election of Council Members

Robin Nye explained that due to other commitments, Dan Torjussen-Proctor, who joined the Council of Management in June 2013 had recently decided not to seek re-election for a third term. He advised that over the last 6 years, Dan had made a significant contribution to Arthritis Action's governance and strategy and wished him well for the future.

In accordance with Articles 8.4 and 8.7 of the Charity's Articles of Association Robin Nye indicated that, having completed their three year terms of office, Anne Godfrey, Cerys Jones, Sarah Jones and Debbie Rose retire as a Council Member and have offered themselves for re-election. He then called for a proposer and seunder from amongst the Council Members.

Proposer: Patricia Woodhouse

Secunder: Karen Hoban

The proposal was carried unanimously.

7. Revision of the Charity's Objects as set out in Clause 3 of the Charity's Articles of Association.

Robin Nye advised that as there has been a significant change in the nature and scope of the Charity's services and how these are described and delivered, the Trustees had concluded that the current Objects needed to be updated. He explained that the proposed revisions sought to reflect what is now a more empathetic and inclusive society and recognise the increasing importance of raising awareness of arthritis and disseminating information about arthritis.

It was explained that revisions to the Objects Clause can only be approved by a Special Resolution which requires a 75% majority of the Members attending the Meeting. Robin Nye then asked that the revisions to the Objects Clause as set out in



the Explanatory Notes which accompanied the Agenda for this Meeting be approved and called for a proposer and a seconder.

Proposer: Sarah Jones

Secunder: Susan Collins

The proposal was carried unanimously.

8. Any Other Relevant Business

None

9. Date of the 2020 Annual General Meeting

Robin Nye advised that the 2020 Annual General Meeting would be held at the King's Fund Building on 18 June 2020.

10. Close

There being no further business, the Meeting closed at 11.58 pm