



MINUTES OF THE ANNUAL GENERAL MEETING

Saturday 11 November 2023 at 2.00pm

St Paul's Knightsbridge church hall, 77 Kinnerton Street, London, SW1X 8ED

SUPPORTING DOCUMENTS

Appendix A	Annual Report and Financial Statement for year ending 31 March 2023
Appendix B	Draft Minutes of Annual General Meeting held 15 October 2022
Appendix C	Special Resolution concerning an amendment to the Articles of Association of the Guild of Health & St Raphael

TRUSTEES AND STAFF IN ATTENDANCE

Steve Coles	Trustee and Chairperson
David McDonald	Trustee (by Zoom)
Catherine Nelson	Trustee
Victoria Showunmi	Trustee
Ken Herbert	Trustee
John Swinton	President
Gillian Straine	Chief Executive Officer
Graham Fender-Allison	Online Learning Partner
Wendy Lloyd	Resource Development Partner
Theresa McDowall	Executive Assistant
Sue Martin	Company Secretary (notes)

1. OPENING PRAYER AND REFLECTION

Steve Coles opened the meeting with the Guild prayer.

2. WELCOME AND INTRODUCTIONS

Steve Coles welcomed all to the meeting and thanked them for attending.

3. APOLOGIES

Apologies had been received from Michael Platt (Trustee) and Professor Helen Leathard (Member).

4. MINUTES OF THE ANNUAL GENERAL MEETING HELD 15 OCTOBER 2022

The Minutes of the AGM (Annual General Meeting) held on 15th October 2022 had been previously circulated and were approved as a correct record.

5. MATTERS ARISING FROM THE MINUTES

There were no matters arising.

6. SPECIAL RESOLUTION CONCERNING AN AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Company Secretary, Sue Martin, explained that, at last year's AGM, it had been agreed that the Trustees would consider how best to ensure both continuity of Trustees on the Board as well as refreshing the Board regularly. They had concluded that the Members should continue to appoint Trustees, as now; but that Trustees should be appointed for a period of three years, with a

maximum of three terms of appointment. The proposal, which would require an amendment of Article 21 in the Articles of Association, was in the power of the Members to agree. Both the Charity Commission and Companies House would be informed if the Resolution were agreed.

The Members of the Guild of Health and St Raphael at the Annual General Meeting resolved unanimously:

That the Articles of Association of the Guild of Health and St Raphael Ltd be amended at paragraph 21.1 & 2 to allow:

- the Members to appoint a Trustee/Director for a period of 3 years from the AGM
- appointment of a Trustee/Director should be to a maximum of 3 periods of office;

and that paragraph 21.4 which allows the Trustees/Directors to appoint a Trustee/Director in-year, subject to confirmation at the next AGM, would continue as now.

7. CHAIRPERSON'S REPORT

Steve Coles spoke to his report in the Annual Report and Accounts. He thanked the Trustees and staff for the considerable amount of work during the year. The Guild had changed the way in which its vision was expressed and now had a coherent strategy to support it. The Guild saw health as being influenced by a wide range of issues, including violence, trauma, inclusion, and love.

The Guild was recruiting new Trustees but would still like to recruit a Treasurer. Turning to the financial report, Steve Coles said the Guild was in a reasonable financial position. The Guild still had investments, but their value had declined over the last year. However, income from donations and work was growing. It was the Board's agreed strategy to draw on reserves while the financial position was strengthening. Reserves were sufficient at the moment. The Chair also drew attention to the Board's decision to give a mid-year salary increase to staff because it took seriously the cost-of-living crisis.

8. CHIEF EXECUTIVE OFFICER'S REPORT

Gillian Straine said she was excited by this year's Annual Report. She felt it demonstrated growth in the Guild's confidence to address the needs of the world now. The amount of growth in the Guild's activity set out in the Report was already out of date. The year had been a "proof of concept" year and had demonstrated the Guild's strategic approach was working. Underpinning the activity was the Charter which kept the Guild grounded and safe.

She thanked Wendy Ball and photographer Steve Collins who helped the Guild. She gave particular thanks to Steve Coles, Chair, as well as the Trustees and staff.

Victoria Showunmi asked whether the Guild's work on trauma would include racial trauma. She hoped the Guild would reach out to more black churches over the coming years and it would be an objective to be more inclusive. Steve Coles wondered if an Advisory Group could help with this. VS suggested the Provost of University College London might be able to add value. Gillian Straine said that in the coming year the Guild was also looking at history and historical trauma.

9. ANNUAL REPORT AND FINANCIAL STATEMENTS FOR YEAR ENDING 31 MARCH 2023

The Annual Reports and Financial Statements for the Year Ending 31st March 2023 were approved.

10. ANY OTHER BUSINESS

There was no further business.

11. CLOSING PRAYER

Gillian Straine closed the Annual General Meeting with a prayer.

Signed as an accurate record of the meeting held on 11 November 2023.

Date Signed	
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Mr Steve Coles
Chair