



Minutes

ANNUAL GENERAL MEETING 2017

**Held at 12.45pm on Saturday 11 November 2017 at
the International Convention Centre, Birmingham**

1. WELCOME

The Annual General Meeting (AGM) was chaired by the CSP President, Baroness Ilora Finlay of Llandaff. She welcomed everyone to the meeting.

2. QUORUM

The Chair confirmed that a quorum of 50 members was present, in accordance with Section 16 of the Society's Bye-Laws.

3. GREETINGS FROM THE PATRON

The Chair reported that a message of loyal greetings had been sent to Her Majesty the Queen, the Society's Patron, by the Chair of Council. The following reply had been received:

"Please convey my warm thanks to the Members, Fellows, Associates and Students of the Chartered Society of Physiotherapy for their loyal greetings on the occasion of their Ninety-Seventh Annual General Meeting which is held today at the BT Convention Centre in Liverpool.

As your Patron, I much appreciate your message and, in return, send my best wishes to all those present for a memorable and successful meeting."

4. VOTING

4.1 The Chair advised that:

4.1.1 in accordance with the Society's Bye-Laws, all resolutions required a simple majority;

4.1.2 Resolutions 1 to 5 relating to routine AGM business would be taken by a show of hands by members in the room;

- 4.1.3 Resolutions 6 to 11 relating to non-routine business would be taken by a show of hand and include valid proxy votes received; and
- 4.1.4 all paid-up members of the CSP were entitled to vote at the AGM but restrictions in the Royal Charter meant that Associate members were not entitled to vote on amendments to Bye-Laws set out in Resolutions 7, 10 and 11.

5. MINUTES OF THE ANNUAL GENERAL MEETING HELD ON 12 NOVEMBER 2016 (RESOLUTION 1)

- 5.1 The Chair advised that copies of the Minutes had been published on the CSP website and were available in hard copy for those present at the Meeting.
- 5.2 The Chair of Council proposed and the Vice-Chair seconded Resolution 1. The resolution was put to the vote and the Chair announced that the proposal was carried unanimously.
- 5.3 The Chair confirmed that the minutes of the AGM held on Saturday 12 November 2016 in Liverpool were **CONFIRMED** as a true record.

6. ADOPTION OF THE IMPACT (ANNUAL) REPORT FOR 2016 (RESOLUTION 2)

- 6.1 The Impact Report for 2016 had been published on the CSP website and the Chair invited Chief Executive Karen Middleton to present a review of 2016.
- 6.2 The Chair of Council (CP) advised that she hoped to demonstrate how Council and the CSP had responded to feedback from members, but also how we are succeeding in delivering our new strategy to Transform, Empower and Influence.
- 6.3 CP referred to one of the CSP's most important campaigns for physiotherapists to be the first point of contact in GP surgeries for patients with musculoskeletal problems.
 - 6.3.1 She stated that the Director of Primary Care NHS England had used his speech at the annual conference of the Royal College of General Practitioners to make a statement about his ambition to roll out first contact physiotherapy roles in GP surgeries in 2018.
 - 6.3.2 She was pleased to announce that NHS England had invited the CSP to work with them on commissioning guidance preparing for large-scale implementation.
- 6.4 After a series of questions and discussion points from members, CP then formally commended the Report to the Society and proposed its receipt by members. Katrina Kennedy, Council Member, seconded the report. The resolution was put to the vote and the Chair announced that the proposal was carried unanimously.
- 6.5 The Chair confirmed that receipt of the Impact (Annual) Report for 2016 was **APPROVED**.

7. APPROVAL OF THE BALANCE SHEET AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2016 (RESOLUTION 3)

- 7.1 The Chair advised that the Balance Sheet and Accounts for the year ended 31 December 2016 had been published on the CSP website and hard copies were available for those present at the Meeting. Honorary Treasurer, Sue England (SE), presented the financial highlights.
- 7.2 There were no questions arising so the Treasurer proposed the adoption of the 2016 Balance Sheet and Accounts and Council Member, Jane Laidlaw, seconded the motion, which was put to the vote. The Chair declared that the resolution was carried unanimously.
- 7.3 The Chair confirmed that the adoption of the Balance Sheet and Accounts for the year ended 31 December 2016 as **APPROVED**.

8. REAPPOINTMENT OF AUDITORS FOR 2017 (RESOLUTION 4)

- 8.1 The Honorary Treasurer proposed the reappointment of RSM UK Audit LLP as the Society's auditors for the 2017 Accounts and CSP member Karen Willcox seconded the motion, which was put to the vote. The Chair declared that the motion was carried unanimously.
- 8.2 The Chair confirmed that the reappointment of RSM UK Audit LLP as auditors for the 2017 Accounts was **APPROVED**.

9. REAPPOINTMENT OF ASSURER FOR 2017 (RESOLUTION 5)

- 9.1 The Honorary Treasurer proposed the reappointment of Crowe Clark Whitehill as Assurer for the 2017 Membership Audit Certificate and Council member Jill Taylor seconded the motion, which was put to the vote. The Chair declared that the motion was carried unanimously.
- 9.2 The Chair confirmed that the reappointment of Crowe Clark Whitehill as Assurer to the 2017 Membership Certificate was **APPROVED**.

10. GOVERNANCE REVIEW (RESOLUTIONS 6, 7 & 8)

- 10.1 The Chair advised that the Governance Working Group, chaired by Vice-President Alex Mackenzie and supported by Council members Sharon Greensill and Beverley Harden, had been leading the Governance Review on behalf of Council, with significant member involvement throughout the two-year course of the Review.

- 10.2 CP reminded members that Council's purpose was leadership of the profession and governance of the CSP and gave an overview of the factors leading to the Governance review, which included:
- 10.2.1 a Council of 27 members was seen to be too big for effective discussion and decision-making;
 - 10.2.2 the current Committee structure was large and cumbersome, creating gaps and overlaps in areas of activity; and
 - 10.2.3 benchmarking against other Allied Health Professions and other organisations in order to develop five governance models for Council to choose from.
- 10.4 Council had chosen a leadership model with 12 Council members, elected from the total membership to lead the profession. The new Council will: consider all members' needs; work in the best interests of the profession as whole; and not be representative of one group or geographical location. The new smaller Council will be supported by three strategic committees: Employment Committee; Finance, Risk & Audit Committee; and Professional Committee.
- 10.5 After further questions and discussion, the Chair announced that members would be asked to vote on the following resolutions:
- 10.5.1 Resolution 6, to approve Council's preferred governance model;
 - 10.5.1 Resolution 7 to approve changes to the Bye-Laws to implement the new model, subject to any changes required by the Privy Council; and
 - 10.5.3 Resolution 8 to approve the validity of the interim Council until the new Council is elected and appointed.

The Chair reminded the meeting that these Resolutions would include valid proxy votes received.

- 10.6 Vice-President Alex Mackenzie proposed and Council Member Beverley Harden seconded Resolution 6, which was put to the vote, including proxy votes received.
- 10.6 Vice-President Alex Mackenzie proposed and Council Member Sharon Greensill seconded Resolution 7, which was put to the vote, including proxy votes received.
- 10.7 Vice-President Alex Mackenzie proposed and Council Member Beverley Harden seconded Resolution 8, which was put to the vote, including proxy votes received.
- 10.8 After verifying the show of hands and proxy votes, the Chair announced that Resolutions 6, 7 and 8 had been **CARRIED** with the following results:

Votes	Resolution 6	Resolution 7	Resolution 8
For	496	434	439
Against	76	118	55
Total	572	552	494
Abstain	7	0	2

10.9 The Chair advised that the proposed changes to the Bye-Laws had already been approved by Council in accordance with the provisions of the CSP's Royal Charter and were subject to any changes required by the Privy Council.

11. MEMBERSHIP REVIEW (RESOLUTIONS 9 & 10)

11.1 The Chair stated that the proposals in Resolutions 9 and 10 had been published on the AGM webpage and were available in hard copy for those present at the Meeting.

11.2 The Chair advised that the Membership Review Short-Life Working Group had been led by Vice-Chair of Council Philip Hulse and supported by Council members Debbie Davies and Sue England, then invited Philip Hulse to present a summary of the proposals to the meeting.

11.3 PH informed the Meeting that there had been appropriate member engagement from professional networks direct to Council Members and that the Working Group had appreciated this engagement and feedback.

11.4 PH gave an overview of the reasons for the Membership Review, including:

11.4.1 certain legal requirements;

11.4.2 to avoid confusion about eligibility for different categories; and

11.4.3 to reflect where and how physiotherapy is now being practised.

11.5 PH advised the Meeting of some of the issues that the Group had addressed:

11.5.1 The requirement for Student Members to leave the CSP on graduation and rejoin, and the lack of a category for them to join if they take a short break, go to practise outside the UK or to undertake study further outside the physiotherapy profession;

11.5.2 The fact that some HCPC-registered physiotherapists who qualified outside the UK may be eligible for two different categories of membership;

11.5.3 The inconsistency that Chartered Physiotherapists were entitled to reduced subscription when on maternity/paternity leave but Associate members were not; and

11.5.4 Another inconsistency relating to rules against misrepresentation as a chartered physiotherapist that apply only to Students and Associates, but not to Affiliates.

11.6 The Affiliate category already exists but the change will allow Council in the future to determine the criteria about qualifying for Affiliate status.

11.7 After questions and debate, members were asked to vote on the following resolutions:

11.7.1 Resolution 9, to approved Council's recommendations to make changes to membership grades and categories and to clarify members' rights, duties and privileges; and

- 11.7.2 Resolution 10 to approved changes to the Bye-Laws to implement Council's recommendations from the Membership Review, subject to any amendments required by the Privy Council.

The Chair reminded the meeting that voting on these Resolutions would include valid proxy votes received and that a simple majority was required to carry the motions.

- 11.8 Vice-Chair of Council Philip Hulse proposed and Council Member Debbie Davies seconded Resolution 9, which was put to the vote, including proxy votes received.
- 11.9 Vice-Chair of Council Philip Hulse proposed and Council Member Sue England seconded Resolution 10, which was put to the vote, including proxy votes received.
- 11.10 After verifying the show of hands and proxy votes, the Chair announced that Resolutions 6, 7 and 8 had been **CARRIED** with the following results:

Votes	Resolution 9	Resolution 10
For	300	287
Against	186	263
Total	486	550
Abstain	5	3

- 11.11 The Chair advised that the proposed changes to the Bye-Laws had already been approved by Council in accordance with the provisions of the CSP's Royal Charter and were subject to any changes required by the Privy Council.

12. Other Changes to Bye-Laws (Resolution 11)

- 12.1 There were no questions arising so the Chair of Council Catherine Pope proposed and Council Member Katie Wilkie seconded the motion, which was put to the vote, including proxy votes received. After verification of the votes, the Chair declared Resolution 11 motion carried with the following result:

Votes	Resolution 11
For	334
Against	75
Total	409
Abstain	1

- 12.2 The Chair declared that Resolution 11 to approve the Council's recommendations to make other changes to the Bye-Laws for clarity, consistency and/or fitness for purpose, subject to any amendments required by the Privy Council, was **APPROVED**.

13. CLOSURE OF MEETING

- 13.1 Baroness Finlay made the following closing remarks as Chair of the Meeting.
- 13.2 She thanked members for their commitment and for their patience during verification of the proxy votes.
- 13.3 She indicated that she was impressed that the profession is adapting to change and that the engagement at the AGM was a credit to the Society.
- 13.4 She stated that it was a privilege to act as President of the Society and looked forward to seeing changes in leadership and continuing high standards in healthcare to transform people’s lives.
- 13.5 Baroness Finlay formally closed the meeting and thanked members for attending and contributing to the AGM.

.....
Signed as a true record of the Meeting
Baroness Finlay of Llandaff

.....
Date