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Senior Council for Devon Annual General Meeting
held at the Isca Centre, Summer Lane, Exeter EX4 8NT
on Friday 4th March 2011 at 10.00 am

The Chairman, Gillie Newcombe (GN) welcomed all to the meeting and noted the apologies. GN continued “This AGM is taking place at a time of turmoil and uncertainty, for the whole country, the county of Devon, and certainly for the Senior Council for Devon. My hope is that by the end of today’s proceedings, which I’m sure will be conducted in a spirit of friendship and co-operation, everyone will have a clear understanding of where the SCfD is now and where it goes from here and where you want to take it. But before we start what is going to be a very important and busy meeting, I want us to pause to reflect on our underlying strengths that have led to our very real achievements so far, and that I am sure will see us through the uncertain times ahead.

The Senior Council was started in recognition of the fact older people have a hell of a lot to offer society. Just because we have passed the age of 50 does not mean we have nothing to offer society. Indeed, just think of the whole wealth of different experiences and expertise we share between us. For three years, our nearly 2,000 volunteers and associate members in 19 groups across the county have been working with DCC and NHS Devon to improve the lives of older people, monitoring and reporting on the quality of services. However, it is most disappointing to note that despite the large number of vociferous members, not one of them has shown any interest in joining the Board. I would hope that each of our groups would look within their own membership in order to ensure that the Board is brought up to full complement, currently 10 members. I would like to express my appreciation and admiration of both past and present members of the Board.

The crisis in public finances and the revolution in the organisation of the NHS now mean that we all have to draw on our experience and imaginations to find new ways of tackling the many issues in Devon that need dealing with. We are in effect a county-wide social think-tank, and we need people to know that the Senior Council is determined to play its part.

The old way of funding this organisation has gone – instead DCC has asked us to join a consortium of user-led organisations on reduced funding for fewer activities. The Board’s view is that we should join because this will enable us to continue. I personally believe we will have a stronger, all-encompassing voice and be able to utilise resources we do not have ourselves. There will be constrictions on the way we use the monies we receive from DCC. This does not stop us using any other funds for roles and activities that as a membership organisation we decide are important to older people living in Devon e.g. withdrawal of hospital transport or closure of Post Offices and pharmacies in doctors’ surgeries.

As a DCC contract holder there will be restrictions on how we operate, but we must never lose sight of what we are about – the voice of older people. So, we have to be very careful about how we campaign against organisational changes, be they within DCC or the NHS. We can disagree with government policy overall and we can argue and negotiate fiercely on behalf of our members and the demonstrable and specific ill-effects on them by negotiation and exerting influence e.g. the closure of a community hospital or the withdrawal of any services that affect older people.

As a county-wide organisation, group by group, we need to assemble factual evidence of hardship and suffering and feed this through to the authorities. I am aware this works with politicians at all levels and might well work with the media too. At the risk of blowing our own trumpets, I would like to mention that Ken Crawford, Graham Rogers and myself spent a great deal of time going through the proposed NHS changes consultation document in October and submitted our detailed comments. This is just one example of what Board members and other conscientious SCfD members do much of the time, attending meetings – not just for the fun of it but submitting grass-roots evidence to the authorities; 10 members of the Senior Council from all over the county have sat on and contributed significantly to the review and updating of the Ageing Well in Devon document and other important health issues affecting older people since last May; several of our local groups have played and are playing a major role in establishing memory cafes throughout the county, other groups have participated in providing feedback and reviewing progress on Rural Access to Health, Local Housing initiatives and campaigning against the closure of hospitals and we have also established partnerships with Devon Youth Service and Young Devon and together held a very successful

DRAFT

intergenerational conference creating a firm basis for joint working with young people to break down barriers and pursue community development in our local areas.

I hold up my hand – I think this good work is in danger of going unnoticed by the membership and the wider public – we need to communicate what we do more effectively. We have made a start but we have further to go. The good work of the groups too needs to be better publicised and that is why we are holding a media and communication session run by editor of Mid Devon Gazette at the next Assembly meeting on March 22nd.

In Devon there are nearly 26000 households consisting of a pensioner with a long term limiting illness living alone. There are 20000 people aged 65 plus providing unpaid care. 97000 Devonians suffer from osteoporosis, increasing the risk of fracture from falls. 11955 people over 65 are suffering from dementia and significant numbers of older suffer from depression and other forms of mental illness.

This just shows that the challenges facing older people are still there, and I know that the Senior Council is needed as much as ever. Between us we will ensure that the voice of older people across Devon will continue to be heard, loud and clear.

Thank you, now it's down to business. You will have been given or found on your chairs the Rules of Debate for today's meeting and I would very much appreciate your co-operation at the best- attended business meeting since our inception."

As Ken Crawford (KC) was resigning from the Board, Gillie thanked him for all of the help he had given her over the past few months and presented him with a selection of bottled real ale. She also presented a bottle of wine to Derek Pedder (DP) as he was also resigning from the Board. Unfortunately the other resignee, Graham Bowen (GB) was unable to attend the meeting.

Resolutions:

Approval of the minutes of the AGM held on 1st October 2009 – Proposed Tom Reardon (TR), Seconded Jim Corben (JC). **Passed.** No matters arising.

Approval of the minutes of the EGM held on 20th July 2010 – Proposed JC, Seconded Bob Newton (BN) - **Passed.** No matters arising.

To approve the Annual Report of the Board. There were no questions raised. Proposed TR, Seconded JC – **Passed.**

Approval of Annual accounts – Questions:

JC - Regarding the reserve. "Would it be a good idea at this particular time of stormy weather that we declared or allocated the reserve either to pay it back or are we going to use it purely to cover redundancies?"

John Stedman, Treasurer (JS) - "These figures were roughly a year ago and go to 31st March 2010. We were showing quite a good balance however and before the end of the year we did take action to reduce this by funding all the groups with their funding for the following year. We can take a decision to do that again if we think the window dressing is advisable for retention of funds – we have the opportunity to do that. Copies of the statutory accounts are at the back of the hall as I think most of you are going on the accounts that are shown on the annual report.

Total income for the year £161,860 which was broken down into primarily funding from DCC, £5,000 from the DWP which was not received but accrued and £4,000 for some equalities work carried out by past trustees. The balance was £19659.00. This has fallen considerably from the first year – primarily due to the fact first year we were not functional for the first 4 months – took this time to get set up. On the interest side obviously the banks are not paying much so went down to £80 in the year we are talking about minus £17 tax. I will only comment on things worth noting. The staff costs for the year 41,691 which I think is excellent value for the support we get from the staff – I don't know how we get the level of staff and the dedication we do. Staff training £19,000 primarily for the CEU training sessions at the branches. Perhaps staff training wording bit of a misdemeanour on that. Other items – repair and maintenance of computers etc. which we didn't have the previous year. Printing and stationery, staff expenses went up, meetings increased as we had a whole year. Nothing outstanding which I need to draw your attention to. Balance sheet assets of over £31,000, stock at the end of year, just over 6,000 most of which related to stationery and

DRAFT

stamps which we purchased before the end of the year to catch the cheaper price. We will do the same this year – buy a substantial number of stamps before the end of the year. Debtors – DWP contribution for Everyone’s Tomorrow Conference. Nearly £74,000 in cash at the bank. Creditors £9,000 there is an abnormality here – cheques being raised before the end of the year are not all sent out immediately as our current account would have had an overdraft but didn't exist as I transferred the funds to meet the payments. The £5,660 relating to accruals of staff expenses, stationery and office expenses. I hope that gives you some flavour of the accounts.”

There were no further questions.

To approve the Annual Accounts - Proposed JC, Seconded Richard Ashby (RA) - **Passed**.

To appoint Wortham Jacques as the auditors – **Agreed**. Proposed TR, RA - **Passed**.

Roger Trapani (RT) asked that it be recorded the tremendous value for money we get from our staff.

GN thanked RT for saying that as she was going to say the same at the end of the meeting and she will say it more than once.

Ron Roberts (RR): Raised a point of order. “I would like to ask the question why when we have motions properly submitted by members, they are not brought to the meeting for discussion by members. The number of directors to be voted, we adopted the new company rules despite objections, all directors to retire at that meeting and now we are told that by the other people that at the end of this meeting they are no longer members of the Board, so I would like to seek confirmation or at least clarification. I would like to propose the approval of the motions of change of constitution are determined by a card vote and not by a show of hands.”

Alan Rayner (AR) explained the second point: “Unfortunately RR has a misunderstanding of what we agreed at the EGM. We were not concerned with a new company, we were concerned with changing the articles of the existing company. The provisions are correct for a new company but do not apply in our case as we continue with the existing company – which require only 1/3 of directors retire at the AGM. We have this number and two have put up for re-election and two have not. That is quite clear and unless we change the constitution today they will stay for the term of office.

1. In terms of the motions which came from Tony Simpson (TSn) from Honiton, those motions have been circulated to the members so all are aware of them. At the EGM last July the general meeting adopted a set of articles which essentially constrain the SCfD to charitable activities through its Objects. The motions which TSn submitted are somewhat political – not party political. We have some difficulty with the Charity commission about what can and cannot be included within our activities and it does present some difficulties. So the line was taken that it was important that members are aware of the content – those people who want to oppose the cuts would be able to decide if they would wish to participate of that activity, but outside the remit of the SCfD for the whole body to associate with the whole thing. It is a fine line as if a local group finds its local library going to be closed this would be legitimate as it will affect our members then local action can be taken on that and this is appropriate. But when we come to general eg opposing cuts as a whole, (This AGM opposes cuts in benefits, services and pensions which will undermine social inclusion and impact on the lives of vulnerable seniors and calls on SCfD to defend our members living standards), that is a general motion and not specifically related even the whole of Devon let alone one part and therefore would be seen by the charity regulators as not being a charitable activities but engaging in political activity with a small P. The best thing to do is to bring to the attention of the members so they are aware of it and make their own decision. If we were to vote in favour but we can't do anything as the Board has their hands tied because of charitable law. It would seem preferable to draw to attention to members.”

Tony Smith (TS) – TS introduced himself as the other Tony from Honiton: “With respect to TSn, some people say he was an anarchist and I would like to support his motions. We are putting the charity situation and the situation regarding DCC ahead of what we are supposed to be doing and that is looking after older people in this county. Last week in Honiton we had a meeting on the Health Changes and we were told what is likely to happen when the government bring in changes to the NHS. Is that political – water charges – is that political?”

GN reminded TS of her opening words.

DRAFT

Ann McClements (AMc): "I think AR made it clear that local branches can respond, but it is something you as a Board can't write or respond in a global way and I am perfectly happy with that. I understand what the motions say and it is something we can respond to locally."

Peter Lineham(PL): "These are matters which should not be discussed at this AGM – the only valid are the ones that have been proposed and seconded now."

Bill Jordan (BJ): "Regarding the opening remarks. These were an endorsement of these motions that are in front of us so I have misgivings about what was said earlier. I think all these motions are worth being discussed and they all concern us. When started, all of us all have political views and when joined this council we are the SCfD party so I am going to support all of these motions and it is right that we have a principal discussion, it is right that we continue to fight on behalf of the people in Devon and as a result of our successes it will have successes right across the country."

June Brown (JB): "People from Honiton in general are thinking there is a danger if we go down the route of charitable status will make us tongue tied or not backed by the Board and we will end up as a talking shop and not acting."

GN told the meeting that this can be discussed under any AOB as it was not appropriate to discuss at the voting of the motions. She had a report on how we are proceeding with the Charity Commission and DCC and would read out later on.

See Appendix I for the full Resolutions and Motions Results

Comments on Motions 1 and 2: Appointment of Directors – Term of Office and Appointment of Directors – Maximum Length of Contiguous Service.

GN informed RR they were his proposals and RR responded by saying they were not his proposals as they were the ones of the Board and he did not support them.

RT: "If you have the whole board retiring annually we run the risk of no continuity. The reason for the 3 years is so we do not have complacency and we have a board that continues for ages. If we have one year, we will risk losing the expertise that runs over the year/18 months and new board members may not be at their best for a while. I would recommend voting against this motion."

AR Point of order: "I am sorry to have to disagree with RT on one point. He mentioned 3 years and you are out. At the moment there is no restriction on 3 years, then 3 years and so on. Motion 2 gives us a chance to discuss this - one third retire at the end of the year. Motion 1 would reverse what we have now. Motion 2 puts a time limit. Motion 1 asks do we keep the existing one or do we say everyone retires after a year?"

Derek Pedder (DP): "Regarding this debate and despite all adverse comments there is not one out of 2000 people who are prepared to put their voice where their mouth is and until then shut up on how the board is operating."

RR: "If the motion that my and my seconders put forward was included we wouldn't have this debate. Every director would have the chance to put their name again for 3 years and after that out. I won't become a trustee but happy to be a director."

DP: "In view of the complexity, I propose to lay this matter on the table until the next AGM." A unanimous 'NO' followed.

Motion 1 Appointment of Directors – Term of Office. Not passed.

Motion 2 Appointment of Directors – Maximum Length of Contiguous Service. Passed.

DRAFT

Comments on Motion 3: Procedures of Directors – Appointment of Chairman.

RT: “I think this motion may have been put forward as a misunderstanding as we are a company by law. The directors of a company are equally jointly and severally responsible for the company's activities. They elect a chairman etc. and is irrelevant to the responsibility, no one has any more responsibility than another. The reason we changed at the last EGM was so that they could choose the person most likely to lead them to success. If elect at AGM that person may be credible but not the best person to lead the group. I would recommend voting against this proposal.”

RR: “Quite contrary. I believe that it is imperative that the Board represents the members. If the Board want to have someone to Chair the Board meetings from their midst that is fine but the person who Chairs the organisation has to be someone the membership can all trust. The Board I feel I can't trust.”

KC: “If we feel that the Chair should be responsible to the members then we vote at each AGM. If we believe the Chair is only responsible to the Board then we vote against.”

DP: “If this person is proposed by anybody from any group at an AGM, 9/10 of the members will have no idea if the person is any good, and more importantly, that person cannot be moved from the position until the next AGM. The Board would work out who is the most suitable person to Chair the Board and the Organisation and they would be responsible to both. I that Chairperson does not come up to standard the Board can get rid of them.”

Motion 3 Procedures of Directors – Appointment of Chairman. Not passed.

A break for coffee was then taken.

Comments on Motion 4: Procedures of Directors – Appointment of Deputy Chairperson.

RT: “We have already voted against No. 3 therefore the Board will decide who has the skills and decide on the Secretary and Treasurer at the same time. There is no requirement to put the vote to membership. We need the Board to appoint the best person as Treasurer which means they can appoint someone they can trust and rely on.”

Motion 4 Procedures of Directors – Appointment of Deputy Chairperson. Passed.

No comments on Motion 5 Procedures of Directors – Appointment of Secretary. Not passed.

No comments on Motion 6 Procedures of Directors – Appointment of Treasurer. Not passed.

Comments on Motion 7: Maximum Number of Directors

RT: “The problem is we cannot get enough people as it is, so until we can fill our 10 places I would suggest we do not increase from 10 to 15.”

JC: “I feel that at this time with possible loss of funding, to increase the number of Directors is going to increase the cost of running the board.”

Yvonne Wardrop (YW): “I would respect the views that have be given. The reason why is was put there is because if you look at the continual resignations, it is overwork that is doing it. If we recognise we could have someone to shadow every Board member that would help, so I think we have to accept the reality of the situation. I urge you to view it from the effective working of the Organisation – you must come forward and if you can't, help someone you know who can.”

David Snelling (DS): “I suggest put it in the Newsletter - a request for more Board members.”

DP: “If it is the case anyone has been put off regarding being a trustee – your sole responsibility is £1 if we ever become totally bankrupt and dissolve.”

DS: “Are Directors automatically Trustees or is this not necessarily the case?”

DRAFT

AR: “The Directors are governed by company law. Trustees comes under the Charity Commission then the assumption is that Directors would be Trustees, the reason being that we have same entity – Charity and Company are the same thing. Consequently Directors and Trustees would be the same people. I do not have any experience of two separate roles but in law it is a bit of a nonsense. The Directors are responsible under company law for the Company and under charity law for the Charity.”

Motion 7 Maximum Number of Directors. Not passed.

Comments on Motion 8: Authority to amend the Articles and requirement to publish the revised version

AR: “The only change that is made is under item 2 which put restrictions under the terms of Board members. This avoids having to have an EGM just for this. The meeting trusts the Board to make the change and put it to Company House.”

Motion 8 Authority to amend the Articles and requirement to publish the revised version. Passed.

Election of Directors:

GN requested that the Board members stand up so new members can see who they are which they did.

All nominees namely Cliff Bell, Ann Crawford, Gillie Newcombe and Margaret Woolcott, were overwhelmingly elected.

Other submitted motions:

Comments on other submitted Motion 1:

AR: “I would like to crave your indulgence if I go over this again. Essentially the background to this is that 2 representatives of the Senior Council have been in negotiations with DCC re future funding. One of the issues are possible restrictions on the activities the funding could be used. The wording of this is Health and Wellbeing. Health is clear but Wellbeing needs more definition. I have been in touch with the Assistant Director for Commissioning to see if we can get this clarified and to see if there is any restriction on the spending of our funding. The answer was fairly non committal and essentially he is saying that negotiations need to continue. I was fearful that we may be told that it was restricted considerably, so that is why I put in the motion. My hope is that we could withdraw, but now we have this background so that negotiators can say to DCC they have the authority to shut up shop - if we have no money then we can.”

JS: “If I can make a point. The funding we had to date is not restricted and any balance can be carried over so this won't be restricted. We can carry on with items that are excluded under the new agreement.”

GN: “We are still negotiating and will continue to on your behalf. We have not seen the contract so we don't know what is in it. We have been asked by DCC what we could provide at a certain level. It is still in the air and we are negotiating hard on behalf of the older people in Devon.”

David Fradgely (DF): “Can we suspend this motion for now as we can't make a decision now?”

GN: “Our problem is that we need your authority to go ahead – that is motion 3.”

Vernon Patten (VP): “We have to take the motion as it is drafted because the restrictions have been applied. Could accept as drafted but be conditional.”

AR: “I will address this in summing up.”

Jose Kimber (JK): “If you pass this motion as it is, you are now voting for the winding up of the SCfD as from today.”

KC: “This motion is a defeatist one. It belittles that work that has been put in over the past 6 months in looking at the way the SCfD is going forward. It belittles the work that the funding group has put in. As an Organisation we have a

DRAFT

great future. Big Society, Localism Bill is going to give us massive powers, and we need to be in existence. I would ask you to vote against this resolution.”

Brian Clifton (BC): “I agree with Ken. Those of us who have been involved since the start and done a lot of work are surprised that this motion has been put forward. I can see that we here would like to see the SCfD to stay and have a positive move for the future.”

RT: “I welcome this motion being here because for me it points to the seriousness of the position we are in now. AR referred to Health and Wellbeing and an non committal reply and I cannot think of anything that doesn’t come under Health and Wellbeing and is not restrictive. However, if we get into detail we could be hauled up. When DCC allocate whatever money, we can say what we can deliver for that but we don't tell them what else we might be able to deliver.”

BJ: “This is a shot across the bows and this is premature.”

BN: “Regarding the possibility of external funding. We are talking about DCC but we need to move on and look at the Charity and get more funding to do the work we have done in the past.”

BD: “Are we guaranteed to get any money as DCC will be putting funds into the consortium and they will decide.”

JS: “One of the things we realised with the consortium was the difficulty in the first year making any decisions on what the appropriate split would be. DCC will be the body who decides the split. They will not divide the total under what is available but will leave some floating. I can't see us getting less than £80,000. When we were asked to put forward our submission we asked for £80,000, £100,000 and £120,000 on the basis that 80K could jeopardise our branch structure, 100K would keep us standing still and 120K would enable us to carry on developing the SCfD. That is our pitch and we are still waiting for the response.”

AR: “In terms of this motion it deliberately does not give any timescale but asks the board to take steps as slow as appropriate in the circumstances. Just in case.”

JK: “If you vote for this motion you are voting for the Company to be wound up.”

Other submitted Motion 1 - Not passed. Following the results of the voting on the motion AR said that he had stirred up a debate and the outcome of the vote showed a vote of confidence.

Comments on other submitted Motion 2:

JS: “We would be wrong to turn anything away so I think it is wrong to limit it in that way.”

BD: “The last figures we have are a year old. What monies do we have in the kitty as we don't know where we stand?”

JS: “We have over £80-85,000 and about £15,000 of expenditure before the end of the year.”

RT: “This motion is just about a vote of confidence in the Board and ourselves as an Organisation. It will be up to the branches if they want to carry on their activities and up to the board to decide the future.”

KC: “I am now sat at the back of the room. We need to continue but putting financial and time limits is not the way to go forward. The funding the group are not just looking to making up the difference. If we get our way, the money we get from DCC will insignificant.”

AR: “Essentially this a vote of confidence in going forward. The fact that it is 12 months or if the sum involved is less than £80,000 the board would have to take a decision whether to continue. We want it to go forward if it is more but up to the board if it is less.”

DRAFT

DP: "How many groups have done anything to raise money for themselves?"

GN: "I accept that this may be out of order but if we cross off the £80,000 and the 12 months."

BD: "I suggest that as the Chair and as a technicality you put that as amended."

Following the voting the discussion continued:

AR: "The effect of that is clear. The responsibility of taking it forward is the Board's and I am sure they will act in the best interest of the SCfD. What would happen to reserves? JS has mentioned to us that the accumulated funding will enable us to fund the interests outside of the DCC remit. The funding won't be renewed and needs to be used wisely and we need to trust the Board to do that and the Funding Group to continue."

Other submitted Motion 2 - Proposed amendment by GN that the figure of £80,000 and the timescale of 12 months be removed from the motion. Passed as amended by an overwhelming majority.

No comments on other submitted Motion 3: Passed overwhelmingly.

Comments on other submitted Motion 4:

AR: "I will just explain the background. If we look through the papers, £11,500 is spent on travel related expenses during the 2009/10 financial year. This is rather a large sum of money and in relation to an £80,000 budget may not be sustainable. I am asking Board to come up with revised expenses rules and these do not have to be exactly implemented, but just the principles be implemented from the time of the reduced level of funding."

GN: "Some Board members don't claim any expenses at all."

DP: "Suggest an amendment. The Board be empowered to amend the levels of payment."

John Montgomery (JM): "A lot of people that live in rural areas don't have public transport. I am not prepared to leave at 7.30am and not get back until late for one meeting."

BC: "I think at this time it is premature to discuss this. It doesn't take into account people live away from Exeter or rural areas as it is OK for people who live nearer and it doesn't reflect reality. This may well stop some people from joining and needs more thought. It also doesn't give time for people who are carers. Current arrangements are fine so I suggest we reject it all."

Pat Regardsoe (PR): "Can't we just say that if possible people use public transport especially if they can use their bus passes?"

RT: "I think it right that we evaluate our transport costs but at branch level. Let each individual branch decide themselves and use this as just a guide from the Board. It could be implemented for the Board and general meetings but not at branch level. It would be best to say to the Board "take a look", as the timescale is too short, reject the motion as it is and instruct the Board to look at it as soon as possible."

JS: "I agree with AR's sentiment. We are going into quite difficult times and we need to see how we can make changes – use public transport, drive to stations and use car share etc. Another bone of contention is that people have gone off to meetings representing SCfD without prior authorisation and claimed expenses afterwards. It should be agreed that they go before it happens and before they can claim expenses. On the technical side, to set different rates for different engines would be hard to administer."

GN: "DP came up with an amendment and I would like to recommend that we accept that amendment and if that is approved, that can be taken at the meeting as proxies have not had chance to vote."

DRAFT

Amendment of Motion 4 by DP that the Board be empowered to amend the levels of payment: Seconded. Motion passed as amended.

Any Other Business

BB: "I suggest we get a better PA system and have four or more microphones, and ask people who pass them around stand at side."

GN: "We were only told this morning that there was only one working microphone."

Janet Crocker (JC): "I would like to thank GN for Chairing a very, very difficult meeting – congratulations." The whole meeting applauded.

Elli Pang (EP): "It is not anything that you may have dealt with before, but a number of us have become aware that voluntary groups are exempt from The Freedom of Information Act. Looking at the Organisations that we are going in with – they are all service providers – but we are the eyes and ears, and also to monitor those who fund us namely the NHS and DCC. We have a slightly different remit, so we may need information from the other members of the consortium as you may have difficulties working with them. Devon Social Care Forum are one group we have been working with and we feel that as service providers in the NHS they should not be exempt."

TR: "I just wanted to give a vote of thanks to all board members for their hard work."

RT: "Now that money is tight, we need to take a long, cruel look at ourselves. We are here to try and improve the quality of life for older people. We can't stop people putting resolutions forward and it is up to people in branches to take a responsible point of view and from governance."

William Flint (WF): "To pick up on the comments regarding fund raising. Thank you for letting us be your sponsor today and to add to that, there are more Organisations like us who are involved with older people, and we are looking to engage with you more."

Musarat Asif (MA): "Friday is not a good day for Muslim communities so could we please change the day for the next meeting."

Mike Durkin (MD): "Could I ask the Board to consider the membership and themselves. One, these sort of meetings could start later in the day so members could use passes etc. Two, the Board should consider meeting in different quadrants which would help people to consider to become a Board member."

YW: "In response to meeting in different parts of the County. This has been considered before and the stumbling block finding suitable venues and a hub of transport so that people can get there. We have looked and I am sure the new Board will continue to look."

John Crowter-Jones (JCJ): "I have been a Trustee and done a great deal of voluntary work. I attended the first meeting to set up this Organisation in Sandy Park and went to every meeting that was convened. I am delighted to see that what I thought at the time was not going to be successful, I am very proud to see you have done so well and I congratulate you all."

YW: "Thank you very much John. I have a further vote of thanks from the DWP. I had a request that I thought I cheeky at the time but they still think highly of us."

Dear Yvonne

It is good to hear from you - I hope you are well. It is also good to hear about the progress the Senior Council for Devon towards charitable status. I imagine there has been a lot of hard work for you and your colleagues and some difficult decisions....

DRAFT

Engagement at a local level has never been more important than it is today. A move towards Localism in terms of devolving power from Westminster to local individuals and communities places an emphasis on local authorities and partner organisations being able to engage at a local level. As you will be aware the *Ageing Well* programme, which is being taken forward by Local Government Improvement and Development, includes support for councils to build local capacity for their engagement activities. Of course, this can only be successful if groups exist in local communities who are prepared and informed sufficiently to represent local citizens. You may wish to note that the *Ageing Well* programme was built, to a large extent, around the outcomes of LinkAge Plus, which included experience gained from the Senior Council for Devon.

Your Senior Council provided learning on how engagement could be undertaken at a local level in a structured and informed way. From our contact with your Council we have been able to continue that learning so as to promote other areas to look at your arrangements as good practice. It is a testimony to the previous work of yourself and your colleagues that DWP is able to make reference to your participation in the LinkAge Plus project and how you have taken the Senior Council forward more recently.

Finally, it is worth saying that the Big Society envisages empowered communities which value the experience and participation of local older people. It occurs to me that the Senior Council for Devon will play an important role in continuing to forge strong links with local partner organisations and will be a driving force for change at a local level.

If I can help further in providing information that may be useful then please let me know.

With kind regards

John Coxon

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GN then read out a statement regarding the response from the Charity Commission.

Charitable Status Statement

The Charity Commission have considered our application to register SCfD as a charity. They have concerns about the wording of our Objects as their practice is to identify Older People as those aged over 60. They are also concerned about the breadth of our aims and the generality of 'promoting the interests and welfare of Older People with the aim of improving their conditions of life.' - despite these words being modelled on the wording accepted in the Objects of the Senior Council equivalent in Shropshire.

Negotiations with the Charity Commission will be continuing and the Board will be seeking the further advice of both the Constitution Group and the specialist adviser at the Community Enterprise Unit on possible ways forward. When it is clear that a viable way forward is apparent, the Board intend to call an EGM with a set of proposals for the future. However, this EGM will not be for several months and the Board will be asking the Constitution Group to engage in a full consultation with the local groups and interested members of SCfD so that all possibilities can and will be explored fully. Naturally, these consultations will take into account the prospective funding status of SCfD and any restrictions on funding use when the viability of various ideas is assessed.

We are saddened that this position has been reached but will be looking positively for a way forward. Meanwhile the Articles adopted in July 2010 will remain in place together with any changes agreed today. Details of the arrangements for re-convening of the Constitution group will be announced as soon as possible. We would confirm that the validity of our registration as a Company at Companies House is not affected.

JS: "Just a brief comment. We have had quite a struggle to get this charitable status. The response that came through was that they would accept us, but with the amendments that GN has just read out. I think I gave them too

DRAFT

much information, poetry competitions etc., but with the right approach we can take it forward. A lot of charities open another company to work outside of the remit of the contract.”

JB: “They didn't want us to be an organisation of over 50s - only over 60s. I think it is a backward step.”

GN: “I don't think we are considering going back.”

KC: “The Charities Commission are basing their decision on two legal rulings and two court cases and the eligibility of people under 60 to be involved with older people’s charities. Both have gone against people between 50 and 60 being older.”

JS: “The suggested wording in particular, but not exclusively.”

GN: “We will be carrying on looking at this in great detail. I would like to say a personal thank you to you all for coming. The Board will work to the best of our abilities but we need group support, and anything we can do to support you, we will. Thank you very much to our sponsors for today. Lastly but not least, thank you to our staff for without them we couldn't manage.”

The morning’s procedures came to an end.

Attendees:

Axminster: Ann Collins, David Johnson, Margaret Spencer Brown, Pam Johnson, Pat Powell, Rita Brickill, Sue Waters.

Barnstaple: Brian Clifton, Cliff Bell, John Maycock.

Bideford/Northam: Alan Rayner, Maggie Durkin, Mike Durkin, Pat Davey, Sylvia Allcock.

Crediton: Barbara Whiting, Cecily Easden, George Palin, Joan Howard Smith, Mary Collins, Neil Easden, Pauline Thomas,
Ron Cuthbertson.

Culm Valley: Ann McClements, Pat Regardsoe, Tim Butters.

Dawlish: Peter Spackman.

Exeter: Brian Beadle, Colin Keene, Gillian Keene, Ilona Pragay, Janet Crocket, Jean Daley, Jean Palin, John Crowter-Jones, John Tavener, Joyce Smith, Margaret Stimson, Mary Cox, Molly Walker, Musarat Asif, Peter Dunning, Roy Deeks, Tom Reardon, Samuel Hooper, Sheila Curzon, Sheila Helmore, Tony Langmead, William Flint.

Exmouth: Bill Jordan, Gillie Newcombe, Helen Taylor, Jane Jordan, John Edwards, Ron Roberts, Rosemary Lanfear, Vernon Patten, Yvonne Wardrop.

Great Torrington: Brian Coleshill.

Holsworthy: Margaret Coles.

Honiton: Catherine Stringer, Evelyn Assey, Jean Payton, June Brown, Merfyn Temple, Ron Payton, Tony Smith, Vic Bowsher.

Ivybridge: Christine Brook, David Snelling, Ellis Bowen-Daw, Graham Rogers, John Montgomery, Mike Bradley, Pam Ryder.

Kingsbridge: Anne Cowling, Anne Parkhill, John Cowling.

Newton Abbot /Kingsteignton: Donald Polman, Sharon Ryan, Nigel Child, Bob Newton.

Okehampton: Ken Crawford, Lindy Cornthwaite, Margaret Woolacott, Richard Ashby.

Seaton: Bob Buskin, Roger Trapani.

Sidmouth: Derek Pedder, Freddy Wedderburn.

Tavistock: Martin Taylor.

Teignmouth: Eileen Brierley, Jim Corben, John Vaughan, Paul Fluck.

Tiverton: Bob Deed, David Fradgely, John Stedman, Jose Kimber, Peter Lineham, Richard Watkins, Sue Watkins.

Apologies:

Age Concern: Tony Green. Barnstaple: Joyce Vale. Crediton: David King, Elizabeth Brown. Dawlish: Colin White.

Exeter: Abid Muhammed, Josephine Hammond, Maggie Bonfield, Norman Shiel, Rob Turner.

Exeter Senior Voice: Catherine Adcock, Gladys Jenkins, Margaret Breading, Rene Barry, Sheila Ford.

Exmouth: Beryl Lambert , Roma Patten. Great Torrington: Graham Bowen. Ivybridge: David Youngs. Okehampton: Ann Crawford, Derek Woolacott. Sidmouth: Joan Bougard. Tavistock: Jenny Dennis, Michael Dennis, Tony Siddall.

Teignmouth: Sylvia Russell. Tiverton: Ray Radford.

Appendix 1

Resolutions

Approval of the minutes of the AGM held on 1st October 2009 – **Passed.**

Approval of the minutes of the EGM held on 20th July 2010 – **Passed.**

To approve the Annual Report of the Board – **Passed.**

To approve the Annual Accounts - **Passed.**

To appoint Wortham Jacques as the auditors – **Agreed.**

Motions - Constitutional Amendments

Motion 1 Appointment of Directors – Term of Office

Directors of the company shall be elected annually from the membership at the AGM. All Directors shall retire at the next/ following AGM after appointment. **Not passed.**

Motion 2 Appointment of Directors – Maximum Length of Contiguous Service

Directors may offer themselves up for re-election. However each shall be required to retire at the AGM after she or he has served for the number of years specified by this General Meeting in the next/following accepted motion and such Director shall not be eligible for appointment to the Board until the next/following AGM. **Passed.**

Supplementary Motions As soon as one of the following motions is passed, it shall be treated as substantive and the remaining motion or motions will not be put to the meeting.

The maximum length of service specified in the preceding motion shall be no longer than THREE years **Passed.**

Motion 3 Procedures of Directors – Appointment of Chairman

The Chairman shall be elected (annually) from the membership at each AGM before consideration of election or re-election of any other Directors. He or she will automatically become a Director if not already an existing Director. **Not passed.**

Motion 4 Procedures of Directors – Appointment of Deputy Chairperson

The Directors shall appoint a Director to be the deputy Chairperson and may at any time revoke such appointment. **Passed.**

Motion 5 Procedures of Directors – Appointment of Secretary

The Secretary shall be elected (annually) from the membership at each AGM and he or she will automatically become a Director if not already an existing Director. **Not passed.**

Motion 6 Procedures of Directors – Appointment of Treasurer

The Treasurer shall be elected (annually) from the membership at each AGM and he or she will automatically become a Director if not already an existing Director. **Not passed.**

Motion 7 Maximum Number of Directors

The maximum number of Directors/Trustees to be increased to 15. **Not passed.**

Motion 8 Authority to amend the Articles and requirement to publish the revised version

This meeting authorises the Board to make all necessary amendments to the Articles of the company to implement the effects of such motions one to seven as have been passed and to submit such amendments to Companies House and, as part of the application for charity status, to the Charities Commission. Further, the details wording shall be published on the SCfD website by 31st May 2011 and copies shall be available from the same date on request by any member to the SCfD administrator. **Passed.**

Other submitted motions

1. Alan Rayner: In view of the restrictions on the activities of SCfD implied by the funding offered under the DCC Framework Agreement for the period 2011-2014, this meeting asks the Board to take steps to implement paragraph 58 of the Articles (Dissolution). The first call on any remaining funds after payment of creditors should be to fund local Senior Council groups under paragraph 58(2)(a) and the Board is requested to appoint a body of residual Trustees to oversee such funding arrangements. **Not passed.**
2. The Board (proposed by Gillie Newcombe, seconded by John Stedman) asks that the meeting instructs the Senior Council to continue with all its activities for the next 12 months as long as it receives at least £80,000 from DCC and NHS Devon. This would provide the Board, its committees and others time to explore and apply for other funding streams. **Proposed amendment by GN that the figure of £80,000 and the timescale of 12 months be removed from the motion. Passed as amended by an overwhelming majority.**

DRAFT

3. Proposed by Gillie Newcombe and seconded by Yvonne Wardrop:

- a) This meeting gives authority to the Board via its representatives to continue negotiations and to make decisions with Devon County Council and NHS Devon with regard to SCfD participation in the proposed Framework Agreement and to decide with the other partners in that proposed Agreement who should act as the Lead Agency.
- b) This meeting gives authority to the Board via its representatives to continue negotiations with the other partners proposed as participants in the Framework Agreement in order to develop recommendations as to the future relationship with those other partners - including a full report on the implications of SCfD joining a Consortium or remaining as an independent entity. The Board are asked to call an EGM before taking any steps that would alter the governance arrangements of SCfD or cede any control of SCfD to another party.

Passed overwhelmingly.

4. Alan Rayner: Recognising the need for a re-evaluation of the SCfD budget (as set out in the Funding Situation report with this agenda), this meeting calls upon the Board to develop a revised policy on travel claims to be implemented by 1st April 2011 and to include the following principles:
 - a) Claims for travel expenses shall normally be at the public transport rate unless a different rate applies resulting from the following paragraphs.
 - b) When considering public transport rates, it shall be expected that the member will make use of any Concessionary Fare pass to which she/he is entitled and the cheapest fare/route shall be used for calculation of the amount to be reimbursed.
 - c) The amount calculated by these rules shall take precedence, irrespective of whether the member chose to travel by a different means or a route, that cost more in actuality.
 - d) Reimbursement at a private car mileage rate shall be permitted where it is necessary for the member to use a car to travel to or from her/his normal place of residence to/from the nearest point at which public transport is available that would enable the journey to be undertaken without leaving home before 07.30 or returning after 22.00.
 - e) Reimbursement at a private car mileage rate shall be permitted where it is necessary for the member to use a car because she/he is unable to use public transport for medical or similar reasons.
 - f) Reimbursement at a private car mileage rate shall be permitted where it is necessary for the member to use a car in order to convey items on behalf of SCfD that are of such a size or weight that carriage by public transport would clearly be an unreasonable requirement.
 - g) The private car mileage rate should be based on the marginal cost of operating a car and the costs of insurance, road fund licence, roadside assistance, servicing, repairs or other costs that are not related directly to the distance travelled shall be excluded from such calculation. Also, standard consumption of one litre per six miles shall be assumed - with a reasonable estimation of fuel costs at the date of travel - and such allowance should be deemed to include consumable oils, tyre wear and similar costs based on distance travelled.
 - h) Taxi fares shall be reimbursed only where there is a time imperative to move between SCfD activities or such use is essential to avoid leaving home before 07.30 or reaching home after 19.30 or bulky/heavy items need to be conveyed and no private car is available. Such fares shall be used only for travel between venues and nearby public transport hubs, or between two venues with SCfD involvement at both of them with no reasonable public transport link available. **Amendment by DP that the Board be empowered to amend the levels of payment.**
- Seconded. Motion passed as amended.**