**Minutes of the 30th Annual General Meeting of Dingley’s Promise**

**held at Wokingham Town Hall**

**on 17th September 2018**

**Commencing 8.15pm**

**In the Chair**

Dave Ormrod

**Attended:**

See list attached

**Apologies and Chairperson’s welcome:**

All Members and Supporters were invited this year, and a number of apologies were received as per attached.

**Minutes of last AGM:**

Minutes of the AGM held on 27th August 2017 were agreed as a true record, and were duly signed by the Chair.

**Matters Arising – Referring to the “Looking Forward” section of last year’s minutes**

There were no matters arising.

**Chairperson’s Report**

The Chair presented his report and key points highlighted were:

* 2017/2018 has seen a strengthening of services, including holiday playscheme hours increasing 23% and a family support worker based across all centres.
* Our influence has increased, with help from the Chief Executive speaking at a national level.
* The management team is strong, and is working well to allow the Trustees to do their work for the charity.
* There has been an increase in Trustee Board members and Advisory Board members.
* We have had a change in patrons of the charity; Lady Catherine Stevenson has stepped down, with Christopher Khoo DL, Naomi Khoo and Helene Raynsford stepping up. All patrons have been incredibly supportive since joining.
* We have been awarded the Safe & Sound Governance award.
* The development of the online training has finished and is now a fully accredited offering. However, take up has been slower than expected.
* We were awarded with a Charity of the Year from Newbury Weekly News Best in Business awards, and were awarded with Charity of the year for the Thames Valley Business and Community Awards.
* The Reading centre has seen a makeover of the kitchen and an internal refurbishment, and is currently undergoing an upgrade on the toilets.
* Celebrations of the charity’s 35th birthday continue.

The Chair highlighted the following for the charity’s future:

* Continue to increase our focus on SEND inclusion into mainstream settings, whilst ensuring we maintain our specialist support, which is at our core.
* Seek further ways to support the children who rely on us.
* Continue to talk and work with the LA’s that can take on our model.

**Treasurer’s Report and adoption of the latest set of accounts**

The full set of accounts can be seen on the Dingley website:

https://www.dingley.org.uk/wp-content/uploads/2018/09/Signed-Accounts-31-03-18.pdf

Ian Mackinder, Treasurer, presented the Treasurers Report and explained that the Charity had had a good year financially and had essentially broken even, with a small loss of £2,000, whilst increasing our support capabilities.

Our Local Authority funding saw a drop of around £40,000. Other grants increased. Donations and fundraising increased slightly.

Salary costs were up 7% due to improving staff conditions. We saw an 18% fall in overall running costs, due in part to changing our transport offering.

In the current year, we are again aiming to break even and are currently on track to achieve this.

The accounts have been independently reviewed, signed by the Directors and submitted to Companies House. They will be provided to the Charities Commission as part of the annual return in September.

**Motion for Approval**

The Chair put a motion forward for some minor amendments to the Articles of Association. These were as follows:

**Objects**

4 The charity's objects ("Objects") are specifically limited to the following.

TO ADVANCE THE EDUCATION & DEVELOPMENT OF CHILDREN WITH DISABILITY OR SPECIAL NEEDS, REFERRED TO US, AND THEIR FAMILIES BY:-

1. PROVIDING SAFE, SATISFYING AND STIMULATING PLAY FOR ALL THE FAMILY;
2. PROVIDING A SUITABLE ENVIRONMENT FOR FURTHER ASSESSMENT AND THERAPY BY PROFESSIONALS WORKING WITH THE CHILDREN;
3. ENCOURAGING OTHER CHARITABLE ACTIVITIES THROUGH WHICH PARENTS MAY HELP THE CHILDREN

Proposal: Remove the words "REFERRED TO US"

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**Directors' benefits - Options**

Proposal: Article 6(4)(C) paragraphs (a) through (g) to be hashed out as not applicable as they relate to how the provision of goods or services, employment, other remuneration/financial benefits for directors/connected persons would work. These paragraphs are not applicable as we chose the option of prohibiting directors'/connected persons' benefits Article 6(4)(A).

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Proposal: The footnote date is September 2009 but should be replaced by a date of September 2018, subject to the above proposals being accepted.

The Motion was proposed by David Ormrod, Chairperson and the Motion was seconded by Ian Mackinder,Treasurer

**Re-election of Directors**

Following the change last year whereby all Trustee Directors now held post for 3 years before seeking re-election, the following three Trustee Directors stood for re-election and were duly re-elected:-

Dave Ormrod

Richard Cronin

Nick Richards

In addition, the following three Trustee Directors appointed at Trustee Board meetings since the 2017 AGM were also ratified in post:-

Lorna Fairbairn

Helen Amner Munslow

Jacqui Thornton

**Any other business**

There was no other Business to report.

**Date of next year’s AGM**

The proposed date of next AGM, to be held in Reading, will be advised in due course.

**Summary, thanks and close**

The Chair thanked his fellow Trustees, the CEO and the Dingley’s Promise team; as well as everyone involved in volunteering, fund-raising or support for Dingley.

**THE MEETING CLOSED AT 8.40PM**

**ATTENDEES**

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| Allan Gibson |
| David Almond |
| Lynda Bolster Mrs |
| Matthew Bond |
| Theresa Ann Bowers Mrs |
| Andy Briggs |
| Carol Clements |
| Ian and Suzanne Chatt |
| Clare Rebbeck |
| Ullakarin Clark |
| Mick Clements |
| Phil Cook |
| Russell Cook |
| Tracey Lyn Crick |
| David Ormrod |
| Winston Ellis |
| Lorna Fairbairn |
| Louise Theresa Farmer |
| Victoria Glancy |
| Gwynneth Hewetson |
| Helen Sharkey |
| Helene Raynsford |
| Ian Mackinder |
| Catherine McLeod |
| Zora Morgan |
| Nick Richards  Masako Eguchi |
| Marcello (Mark) Passerini |
| Margot Payne Mayor |
| Abigail Preston-Rees |
| Aimee Rachel Knight |
| Malcolm Richards |
| Sarah Affleck |
| Baby Shakila Savithri-Rengan |
| Joy Sheard |
| Debbie Slay |
| Paul Sohal |
| Lady Catherine Stevenson DL |
| Megan Olivia rose Terry |
| Sarah Van Heerde  Angela Gregory |

Apologies

Chris Burnell

Julia Cox

Jacqui Hathaway

Jane Holmes

April Hunt

Christina Mole

Brett Rogers