

**Draft AGM 2020 minutes approved by Board of Trustees to go on website for members' advance information, but subject to formal approval at 2021 AGM**

**Minutes of the 68<sup>th</sup> Annual General Virtual Meeting of the  
Royal College of Speech and Language Therapists  
held on 9 December 2020 by Zoom webinar**

**Attendees:**

**In the Chair**

Dr Della Money - Chair of the Board of Trustees

**Board of Trustees:**

Ms Mary Heritage – Deputy Chair  
Mrs Ann Whitehorn – General Trustee / Interim Honorary Treasurer  
Mrs Andrea Robinson - Country Representative for England North  
Ms Viki Baker – Country Representative for England South  
Ms Rosalind Kyle – Country Representative for Northern Ireland  
Mrs Pauline Downie – Country Representative for Scotland  
Mrs Christine Dowle – Country Representative for Wales  
Ms Lesley Cavalli – General Trustee and Chair of Professional Practice and Policy Committee  
Dr Rebecca Palmer – Research and Development Trustee  
Professor Caroline Pickstone – General Trustee  
Mrs Catherine Dunnet – General Trustee  
Mrs Angela Shimada – General Trustee  
Ms Frances Johnstone – General Trustee  
Ms Leasil Burrow – Lay Trustee (HR/OD)  
Mr John Humphrey – Lay Trustee (Digital)

**RCSLT staff who are members of RCSLT:**

Ms Kamini Gadhok MBE – Chief Executive Officer  
Mrs Judith Broll – Director of Professional Development  
Mrs Kim Hartley Kean – Head of Scotland Office  
Mrs Ceara Gallagher – Head of Northern Ireland Office  
Mr Amit Kulkarni – Research and Development Manager  
Miss Kathryn Moyse – Outcome Measures Project Officer  
Miss Katie Chadd – Research Officer  
Miss Sarah Lambert – Research and Outcomes Officer

**Other RCSLT Members present:** 70 other RCSLT members with voting rights attended

**Introduction**

The Chair, Della Money, welcomed everyone to the 68<sup>th</sup> Annual General Meeting and introduced the other panel members:

Mrs Mary Heritage – Deputy Chair  
Mrs Ann Whitehorn – Interim Honorary Treasurer  
Ms Kamini Gadhok – Chief Executive Officer  
Mr Brian Gopsill – Company Secretary

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**1. NOTICE CONVENING THE MEETING**

The Chair then read the Notice convening the meeting.

“Welcome to the 68<sup>th</sup> Annual General Meeting of the Royal College of Speech and Language Therapists. For those of you who do not know me, I am Della Money, Chair of the Board of Trustees. The calling notice for this meeting, together with the Agenda, the Trustees Report and Accounts, the Minutes of the last meeting and notes on the Resolutions on which we will be voting were circulated to all Full Members of the RCSLT, by email, by hard copy to those members who have requested it, and by notice in the Bulletin and on the RCSLT website. We also tweeted out the link to the papers to try and make them more accessible to members. When we come to vote, resolutions are passed by a simple majority. We are going to have a test run of the online poll procedure in a moment.”

It was noted that apologies for absence were received from Kate Mann and Lindsay Dixon.

The Chair noted that there were more than 20 members on line who were eligible to vote so the meeting was declared quorate.

Members were then given the following housekeeping tips:

- Use the Q&A function to ask questions to the panellists. There will be time at the end of the presentation to answer these
- Use the chat function for any technical difficulties – there are staff on hand to help
- Voting will be done via poll – a practice poll was done

**2. ACCEPTANCE OF MINUTES OF AGM (26 September 2019)**

The Minutes of the AGM held on 26 September 2019 had been circulated and were taken as read. A motion to sign the Minutes as a correct record was proposed by Catherine Dunnet and seconded by Rosalind Kyle.

The majority were in favour (81%) and the motion was carried.

The minutes will be signed by the Chair at the conclusion of the AGM.

**3. PRESENTATION, CONSIDERATION AND ADOPTION OF TRUSTEES ANNUAL REPORT (2019 – 2020)**

The Chair introduced the Trustees Annual Report 2019/20 which summarised the key achievements of the financial year ending 31 March 2020. This has been available on the RCSLT website since the middle of November and was also sent in hard copy to those members who requested it.

A video was then shown highlighting the work undertaken by the RCSLT over the last year.

After watching the video the Chair asked if there were any questions regarding the Impact Report. No questions were asked.

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The **first resolution**, to consider and adopt the Trustees Annual Report for 2019/20, was proposed by Rebecca Palmer and seconded by Caroline Pickstone.

The majority were in favour (92%) and the resolution was carried.

### **4. PRESENTATION, CONSIDERATION AND ADOPTION OF ANNUAL ACCOUNTS AND AUDITORS REPORT (2019 – 2020)**

The Chair introduced Ann Whitehorn, the Interim Honorary Treasurer, who gave a short presentation on the annual accounts and auditors report (FY2019-2020). The text of her presentation follows.

#### **“Financial Objectives**

As Trustees of the organisation, the Board is responsible for ensuring that the charity is solvent, well run and able to deliver its charitable objects. The overall aim of the RCSLT's financial strategy is to maintain long-term financial viability in order to achieve the objectives in the strategic plan. In order to measure performance against this overall objective, the Board has approved seven financial objectives which are shown on the slide. Five of the objectives were met during the year ended 31 March 2020 but Objective No 3 relating to the ratio of core costs and Objective No 4 relating to annual surplus were not met.

**Objective No 3** is: “To achieve a ratio of fixed costs to long term income of not greater than 1:1” In the Annual Accounts we reported a ratio of 1:1.09. Core costs in FY2019/20 were exceptionally high due to one-off development costs and irrecoverable vat associated with the digital strategy project.

**Objective No 4** is: “To generate an overall surplus of between two and four percent of turnover before any major capital investment.” Over the medium to long term it is important that the RCSLT generates a positive annual surplus of income over expenditure. This will maintain the real value of our reserves and put monies aside for larger projects. However in the short-term the Board of Trustees may decide to approve a draw down on these accumulated reserves to finance larger projects.

In FY2019/20 a planned net deficit after project expenditure of £754,000 was reported. This is equivalent to a deficit of 15% of turnover. This deficit reflects continued spend on a number of large projects including the RCSLT's Digital Strategy.

Spending plans for FY2020/21 and future years have been reviewed to ensure that these ratios return to target as soon as possible”.

#### **Income and Expenditure Account**

The Interim Honorary Treasurer reported on the Income and Expenditure Account for the financial year ended 31 March 2020.

“Income totalled £4.8 million. This was £200,000 more than last year with growth in membership subscriptions and commercial trading activities. Expenditure increased by £800,000 to £5.6 million with increased spending on the development of professional guidance,

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digital systems and learning journeys. This resulted in net outgoing resources of £800,000. The net return on investments was a loss of £100,000. Overall funds have decreased by £900,000.

### **Income**

The majority of RCSLT's income is generated through membership fees, which account for 80% of total income. A further 14% of income comes from commercial trading activities, which include the sale of advertising space and royalties earned on subscriptions to the International Journal. RCSLT also generates smaller amounts of income from other sources such as events and conferences, hire of RCSLT rooms and investments.

### **Expenditure**

RCSLT expenditure falls within four main headings in line with our charitable objects. Staffing and other general costs are allocated towards these four main headings. Using this split, 52% of expenditure, £2.9 million, goes towards 'Supporting High Quality Services to members to promote best outcomes for service users'. A further 37%, just over £2 million, goes towards 'Influencing Policy and Information in Support of End Users'. Expenditure related to commercial trading activities is nearly £600,000, 10% of total expenditure. This is predominantly the cost of producing Bulletin and members' copies of the International Journal. And finally, £38,000, just 1% of total expenditure, was spent on Investment Management costs.

### **Balance Sheet**

The RCSLT has fixed assets of £5 million. This includes the building at White Hart Yard, IT equipment, software development and office furniture. Next there is £3 million of investments managed by external fund managers. Finally, net current assets, which comprise debtors and cash less creditors, have fallen by £600,000 to £700,000. Overall Net Assets have decreased by £900,000.

### **Audit**

Under company law the Trustees of RCSLT are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view of the state of the charity's affairs. In preparing the financial statements the Trustees are also responsible for assessing the RCSLT's ability to continue as a going concern. The Trustees have concluded that RCSLT is in sound financial health and the auditors have no concerns to report.

With respect to the FY2019/20 Accounts, the auditors, Haysmacintyre LLP, have concluded that the financial statements give a true and fair view of the state of RCSLT's finances as at 31 March 2020 and they have given the RCSLT an unqualified audit report.

### **Key Projects**

Each year the Trustees review how much they plan to spend on projects to support members and service users either directly or indirectly. The RCSLT is planning to spend £414,000 in the current financial year on projects. A table in the presentation highlights the bigger planned projects. A full table is in the published accounts on the RCSLT website.

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Looking at some of the bigger projects, the RCSLT will continue to invest in professional guidance for members with £64,000 set aside in FY2020/21. Research and development continues to be an area of investment with £59,000 set aside. A further £17,000 is planned to be spent on developing learning solutions and products for members. £31,000 is set aside for the further development of the RCSLT Online Outcome Tool, better known as ROOT. The RCSLT plans to spend a total of £26,000 on developing our work on inclusive communication and service user engagement. Furthermore, £14,000 has been set aside to provide Public Relations support and the development of the Communication Access Symbol. Finally, we continue to invest in the digital development, with £156,000 planned to be spent in FY2020/21.

### **Membership Fees**

Membership fees are the single largest long-term source of income we have, accounting for 80% of total income in 2019/20. Looking forward, RCSLT aims to maintain the ongoing level of services offered to members, but at the same time is experiencing increased costs. It is essential that RCSLT retains a robust financial position and continues to meet its financial objectives and KPIs.

The Board of Trustees has therefore approved an average increase in membership fees of 2% for the year 2021/22. The Board of Trustees has also approved the provision of free membership to all SLT students with effect from 1 November 2020. This will support student learning during the continued COVID-19 pandemic.

For Practising Members, the increase equates to just an additional £7 per year. Membership fees for all categories will be published in Bulletin in January 2021.

In summary, the RCSLT is in sound financial health meaning that working together to provide a voice for the profession and improve lives of service users can continue.”

The Interim Honorary Treasurer asked whether there were any questions.

The following question was noted:

Many members have lost income this year due to COVID so is it right to increase membership fees? The Interim Honorary Treasurer informed the member that the RCSLT has a Welfare Fund which can make hardship grants of up to £500. The RCSLT would welcome members to apply for this if required.

There were also comments applauding the fact that students now have free membership.

The **second resolution**, to consider and adopt the annual accounts and auditors report for 2019/20, was proposed by Pauline Downie and seconded by Angela Shimada.

The majority were in favour (100%) and the resolution was carried.

## **5. APPOINTMENT OF AUDITORS AND FIXING OF REMUNERATION FOR 2020/21**

The **third resolution**, to appoint Haysmacintyre LLP as RCSLT's auditors for 2020/21 and for the Board to fix their remuneration, was proposed by Lesley Cavalli and seconded by Frances Johnstone.

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The majority were in favour (93%) and the resolution was carried.

### **6. REPORT OF APPOINTMENTS TO BOARD OF TRUSTEES FOR 2020/2021**

The Chair then reported on appointments to the Board during the last year and for 2020/21.

“The posts being vacated at this AGM, or which were already vacant during the year, have been advertised during the year. Due to the small number of applications, elections were not necessary and therefore, in accordance with Article 40, the following is reported:

- Mary Heritage becomes the new Chair of the Board of Trustees in succession to myself, and we will do our formal handover in a moment
- Dr Sean Pert has been appointed as Deputy Chair of the Board of Trustees, which takes effect at the end of this AGM
- Richard Cryer has been appointed as Honorary Treasurer with effect from the end of this AGM
- Andrea Robinson was appointed as Country Representative for England (North) in January
- Rosalind Kyle has been reappointed for a second term of office as Country Representative Northern Ireland
- Janet Chambers has been appointed as a General Trustee with effect from the end of this AGM
- Lisa Chess has been appointed as Country Representative for Wales with effect from the end of this AGM
- John Humphrey has been reappointed for a second term of office as lay member (digital)”

The composition of the Board for the period 2020/21 is therefore:

Chair - Mrs Mary Heritage  
Deputy Chair - Dr Sean Pert  
Honorary Treasurer – Mr Richard Cryer  
General Trustee and Chair of Professional Practice and Policy Committee – Ms Lesley Cavalli  
Country Representative for England North - Ms Andrea Robinson  
Country Representative for England South – Ms Viki Baker  
Country Representative for Northern Ireland – Ms Rosalind Kyle  
Country Representative for Scotland – Mrs Pauline Downie  
Country Representative for Wales – Mrs Lisa Chess  
Research and Development Trustee – Dr Rebecca Palmer  
General Trustee – Mrs Ann Whitehorn  
General Trustee - Mrs Angela Shimada  
General Trustee - Ms Frances Johnstone  
General Trustee – Ms Janet Chambers  
Lay Trustee (Digital) (appointed, voting) – Mr John Humphrey  
Lay Trustee (HR/Organisational Development) (appointed, voting) – Ms Leasil Burrow

### **7. INDUCTION OF CHAIR**

The outgoing Chair, Della Money, gave the following short speech.

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“Thank you for the opportunity to say a few words as I reach the end of my tenure as Chair of the Board of Trustees for RCSLT.

In some ways it seems like yesterday when I accepted the position of chair of the Board of Trustees at the Cardiff RCSLT Study day in 2018. In other ways, that day seems like a lifetime ago, as we face so many new challenges across all of our lives and the lives of our service users, their families and carers.

It has been an honour to serve RCSLT for the past 5 ½ years as a member of the Board, deputy chair and then chair. Morag Dorward, my predecessor, handed over a thriving Board that had grown under her and her predecessor's leadership and direction. The pressure was on!

All Boards function best when they are well led, have an inspiring vision and clear governance, combined with an ability to learn and innovate, and a culture of engagement. The role of a chair is not to manage an organisation, but to ensure it is managed.

The RCSLT Board provides high-level guidance and ‘big-picture’ perspective. The depth and breadth of experience brought from past and present trustees is impressive. Thank you to all of our Trustees; their reflections, honesty and trust has been instrumental in enabling me to be chair, in these different and difficult times. In particular thank you to Mary for your support, advice and sound judgement over the past two years in your role as deputy chair. I have really valued it. I also want to take the opportunity to thank my family, colleagues and managers at Nottinghamshire Healthcare NHS Trust, who have all supported me with my journey.

Thank you too to our three outgoing trustees who have all given outstanding service:

Catherine initially joined the Board as the Country Rep Trustee for Scotland in 2015 and more recently has become a General Trustee. Catherine has been involved in various additional roles from Honours committees to leadership Mentor.

Chris joined the Board in 2017 as the Country Rep Trustee for Wales - however Chris has also been very active with the Outcomes group and I know wishes to continue this work.

This was Caroline's second period as a trustee, her first being from 2006 – 2007. She re-joined the Board as a General Trustee in 2018 but soon found herself stepping into the shoes of the Research Trustee whilst Rebecca was on Maternity leave.

Thank you to you all. Good luck and best wishes for your futures.

Whilst the Board may hold the high level oversight, it is the collaborative work on behalf of the Board by RCSLT management, staff, members and people with lived experiences that makes the difference. Together we achieve our purpose “to be the professional body that promotes excellence in speech and language therapy”, and together we enable our vision for better lives for people with communication and swallowing needs.

I would like to extend thanks to our patron and presidents for their unwavering support.

Thank you to Her Royal Highness the Countess of Wessex for her support, attending and presenting at the awards ceremony last year and supporting our 75<sup>th</sup> anniversary activity.

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Thank you too to Lord Ramsbotham, for his years of diligent influencing on behalf of people with speech, language and communication needs. His standing and reputation has lent weight and authority to our Parliamentary engagement and we are delighted and proud to have him as our Honorary Life Vice-President.

We have also been lucky to have the expertise of Nick Hewer, our President, in a number of key campaigns supporting raising the profile of the profession and our service users in the media, helping to amplify key messages about the importance of speech and language therapy to those outside of our profession. Thank you Nick for raising our profile.

Working with our RCSLT senior management team and staff, alongside Kamini, has been a privilege and pleasure. Kamini has just celebrated the milestone of 20 years as CEO at RCSLT – an achievement in its own right! But with Kamini's leadership, everyone at RCSLT strives towards continuous improvement in everything they do, always trying to improve on the last success. They all go the extra mile and it has been a pleasure to work with you all.

I would also like to extend a special thanks to Brian Gopsill, our Director of Performance and Contracts and Company Secretary. Brian is retiring after serving RCSLT for over 15 years with outstanding commitment, diligence and dedication. Brian was due to retire in March but stayed on for a further 9 months to support RCSLT during the pandemic. He has decided it is now time for him to finally retire and focus on his future plans for the next stage of his life.

There have been so many highlights during my tenure as chair. As inclusion has been the golden thread running through my career, last month's launch of the new ground-breaking Communication Access symbol, giving a voice to people living with a communication disability, is definitely up there. Now over 700 organisations have signed up.

But I have been so proud and humbled to see the way members stepped-up in response to the current challenges, and how they've addressed both the health and diversity inequalities faced by our members and our patients. RCSLT is now actively leading on anti-racism and board diversity. Our members put all of our service users front and centre and the quality and effectiveness of member interaction has been outstanding for our 75<sup>th</sup> year. Our Members are definitely ambassadors for the profession, across all four Nations, engaging and leading others, proving everyone can make a difference.

Now it is time for me to hand over the reins. I will continue to be an engaged member, driving forward communication inclusion and equality for all, but I am handing over the stewardship of RCSLT to Mary Heritage and Sean Pert, the incoming Chair and Deputy. I look forward to seeing the RCSLT continue to grow under their leadership and I wish them both every success for their years in office.

My final task is therefore to hand over the chain of office to Mary, albeit virtually. Congratulations Mary. Thank you."

### **8. RESPONSE BY INCOMING CHAIR AND VOTE OF THANKS**

The incoming Chair, Mary Heritage, gave the following short speech.

"Thank you, Della.



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It is indeed an honour, today, to accept the role of Chair of the Royal College of Speech and Language Therapists.

Della, it is my turn to thank you for your dedicated commitment throughout your years on the Board. We have been very capably led throughout your term as both as Trustee and as Chair. And we have seen RCSLT continue to flourish under your calm and wise leadership. I have certainly watched, and learned, a great deal from you during those years. I am so pleased that you will continue your engagement: with our Adult Learning Disability Network, and work on Advanced Clinical Practice; and Apprenticeships; and as ever promoting better communication access. You leave a significant legacy for people with communication disability in the UK, and your ongoing commitment to Communication Access is testament to that passion.

May I share my own appreciation of Kamini and her team based in London, Cardiff, Belfast and Edinburgh? Each of you makes a unique contribution to our work. You make the considerable responsibility that I am accepting, a real pleasure.

I also thank you, our members, for every contribution to our profession throughout this most challenging of years.

Thank you to all our Trustees - It has recently been a great pleasure to meet the newest Board and Committee members. Welcome to Richard, Janet and Lisa as you join the Board.

And welcome to Sean Pert. Sean has a significant history of leadership within our profession and I am looking forward to him joining the Board to serve as Deputy Chair.

It's really encouraging that so many of you have been able to attend this ground breaking AGM. The first held in a virtual space. We originally made plans to meet in Belfast in October. It was a personal disappointment for me that the pandemic prevented this. I hope it won't be long before we can return to Northern Ireland.

2020 has been the year in which we marked our 75<sup>th</sup> anniversary, but a year in which so many of our plans were disrupted. It's worth sharing that the very first AGM originally planned for October 1943 also had to be postponed, but that year because of 'continuing air raids' on London, rather than a pandemic. The 'College of Speech Therapists', as it was then known, wasn't formally launched til the rescheduled event in January 1945. And 75 years on our resilient profession has now held our 2020 AGM.

May I take this opportunity to tell you a little about myself, and what I stand for?

I started my career, having graduated from Leicester Polytechnic, in 1986. I stayed in the East Midlands - working first in Nottingham and then in Derbyshire, where I am now an Allied Health Professions Lead. In my clinical practice my work was with families living with dementia - I'm very proud of the way this new field emerged and developed during my career.

Throughout those years my own aspiration has been for every voice to be heard, whatever the barriers that we need to overcome. I continue to be inspired by the work of all members in clinical practice, research, education and leadership.

Membership of my professional body, ever since my student days, has presented me with opportunities to develop and to contribute. RCSLT is, I firmly believe, us.

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The Board of Trustees represents the members, as we govern the work of our professional body. And what a fabulous body! A body made up of over 18,000 members, each unique.

We are growing in size and becoming more diverse – in terms of age, gender and ethnicity, though we recognise we have much further to go to fully represent the communities we serve. This year, we are determined to ensure the Board too represents those voices. We are already taking practical steps forward to make the profession and the Board more inclusive. Thank you to all the members who are on this journey with us.

Reflecting on my own journey, I am more than a little humbled. As an 18 year old, when I left Essex, to start my undergraduate training, I doubt I considered myself privileged. My sisters and I were the first generation in our family to go on to Higher Education. I did not have relatives in academia or healthcare to guide my early career. Looking back though, I realise how many opportunities I have had (and seized) to: pursue my education; to have a career and a family; and to make a contribution to the profession. Today, becoming Chair of the RCSLT, I cannot overlook how privileged I have been. I owe gratitude to so many colleagues that have encouraged me and spotted strengths that I didn't see. I really urge every one of you to mentor someone else who is walking that path. And equally, I encourage you to find a mentor for yourself, to help you find those opportunities and grow into your potential.

As the Professional Body we have a great deal to celebrate and to look forward to. Technology will no doubt have a greater role to play - in ways our founders back in 1945 could not have dreamed. During the next two years I will be meeting more of you, in person hopefully, to understand more about how we are The Professional Body for Speech and Language Therapists.

Thank you Della, and thank you RCSLT, for the privilege of becoming your Chair.”

### **9. ANY OTHER BUSINESS**

The Chair asked if there were any questions.

It was noted that there was no further business.

### **10. CLOSE OF MEETING**

The meeting was closed at 14:50.

#### ***Appendix:***

##### **RCSLT Staff in attendance:**

Mr Brian Gopsill – Director of Performance and Contracts / Company Secretary

Mr Derek Munn – Director of Policy and Partnerships

Mrs Karen Willis – Director of Finance and Membership

Ms Rachel Purkett – Director of Engagement and Communications

Ms Dilnaz Gorwala – Executive Assistant

Ms Kaleigh Maietta – Events and Member Engagement Manager

Ms Georgia Haire – Assistant PR and Media Officer

Ms Louise Borjes – Professional Guidance Manager

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Ms Josephine Olley – Media and PR Manager

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