



**Minutes of 18<sup>th</sup> Annual General Meeting**  
**Held on Wednesday 18 November 2015**  
**At Ivan Peck House, 1 Russell Way, Chelmsford CM1 3AA**

**Present:**

**Directors:** Terry Collin (Chair), Pat Gaudin (Vice-Chair), Brian Goodwin (Honorary Treasurer), Marilyn Williams (Senior Independent Director), Steve Carey, Tony Cox and Ann Nutt

14 Full Members, 2 Associate Members and 7 others were present: a full list of attendees is kept at Ivan Peck House, 1 Russell Way, Widford Industrial Estate, Chelmsford CM1 3AA.

**In attendance:** Andrew Chuter (Director, **ecdP** Ventures); Edwin Godfrey (Chair, **ecdP** Ventures); Mike Adams (Chief Executive Officer); William Snagge (Director of Policy & Development); Martin Collier (Director of Corporate Systems & Services); Emma Daniels (Corporate Finance Executive); Kristine Alderman (Executive Assistant to Chief Executive Officer), Martin Smith (Corporate Administrative Assistant) and Martyn Woodward (Companies and Charity Secretary).

**Meeting commenced at 1.35 pm**

1. **Welcome and introduction**

The Chair of **ecdP**, Terry Collin, welcomed everyone to **ecdP's** 18<sup>th</sup> Annual General Meeting (AGM).

The Chair noted that a quorum was present and declared the AGM open. He confirmed that all eligible members had been given notice of the meeting and asked permission to take the notice as read. There were no objections.

The Chair explained that the format for this year's AGM would be the same as for 2014, in that it would deal only with the legal requirements of an AGM, such as the presentation of the company accounts, rather than being a consultation

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event for Members. He also reminded Members that they could to claim reasonable expenses for attending the AGM.

There would be opportunity for those Members present and other colleagues attending to ask questions at the end of the agenda. He further advised that a full meeting of the Board was scheduled to take place, following the AGM, at 2.30pm.

Moving on to the formal business of the meeting, the Chair reminded those present that only full Members were entitled to vote and advised that the Chair of the meeting had been nominated as a proxy voter on behalf of one Member.

### 2. **Apologies**

Apologies had been received from 15 others: a full list of these apologies is kept at Ivan Peck House, 1 Russell Way, Widford Industrial Estate, Chelmsford CM1 3AA.

### 3. **Minutes of 2013/14 AGM – held on 27 November 2014**

The minutes of the last AGM were agreed by Members to be an accurate record and were adopted unanimously and signed by the Chair.

### 4. **Matters arising from the minutes**

There were no matters arising from any of the above minutes.

### 5. **Presentations by Mike Adams, CEO, and Brian Goodwin, Treasurer.**

The Chair invited first Mike Adams, CEO, and then Brian Goodwin, Treasurer, to set the context for the AGM.

Mike extended his own welcome to everyone attending the meeting and began by running through some facts about the organisation. Next year, he noted, **ecdP** would be celebrating its 21<sup>st</sup> year. It should be a real opportunity to commemorate **ecdP**'s achievements – and if anyone has any suggestions about how best we should do this, then please get in touch.

**ecdP** continues to be a distinctive organisation, not least in that it is led by a



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Board, 100% of whom have a self-declared impairment. **ecdP** has 37 staff, around 60 volunteers involved with the organisation, a turnover of £1.6m, four-and-a-half thousand service users, works in six different local authority areas and across eleven CCGs and a large Membership base.

Looking back at 2014/15, **ecdP** had expanded the areas in which it worked. Prime examples included the 555 Project on mental health, a joint project with Essex Healthwatch, which had gained national recognition. The **ecdP** Works programme had expanded its remit to embrace people with mild to moderate learning difficulties with the same degree of success as for other **ecdP** Works' programmes. In broad terms, **ecdP** had traditionally worked in the field of social care but was now increasingly working in health and employment too.

**ecdP** was influencing policy too. At a national level, **ecdP** was working for NHS England to facilitate the effective delivery of Personal Health Budgets (PHBs) and was intimately involved in the Government's Disability Confident campaign. It was also expanding the range of partnerships it was involved in, working with like-minded organisations while also attracting funding from private sector companies.

Looking ahead, Mike identified key issues for **ecdP** in the way the contracting landscape was changing – with the ever-greater personalisation and integration of public sector budgets and cuts in the public sector simultaneously driving fundamental change. Consequently, **ecdP**'s 'offer' had to be attuned to these changes to work effectively with its key partners.

Add to this, the changing world in which we all operate – an increasingly digital world – with disabled people ever more being seen as consumers, and there are still more adjustments to be made and challenges to be met. If the future is digital, and we know that young people expect to operate in a digital world, how existing services are blended and how they evolve to embrace the digital imperative are key issues.

In response, **ecdP** was actively involved with a number of projects involving new ways of delivering services. For example, **ecdP** was involved in the development of an e-marketplace for CCGs across the whole of England,

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developing a smartphone payroll device and providing personalised information, advice and guidance on-line. It was also pursuing innovative projects, such as a proposed project on post-natal depression.

An overriding ambition was to make society, and Essex in particular, more disability confident. With your support and advice, he concluded, **ecdP** can deliver on this agenda.

The Chair thanked Mike for his presentation and invited questions.

Brian Parkin commented that lots of people don't have access to digital technology and asked Mike if digital services and traditional services might be run alongside one another? Mike affirmed that this was absolutely what was required.

Brian then asked if **ecdP** was looking to train people in the use of technology? Mike responded by mentioning two examples of training with which **ecdP** had been involved.

Ndunge Kivuitu of Basildon District Council, referred to **ecdP**'s client base and asked if any were in the Basildon area? There would be, Mike replied, because ECC clients and clients of the Basildon & Brentwood CCG would be located in the District.

Ndunge then expressed interest in the proposed post-natal project and asked whether Basildon could be included in any pilot? Mike noted that this was a proposal at present and had not secured any funding. June Oldacre elaborated on the proposal by explaining the background to the project and advised that, if the bid were successful, any pilot would be small to begin with, be peer-led and build on the links already established through the successful 555 Project. Assuming success at this stage, it would then be rolled out more widely.

Brian Parkin commented on the importance of drawing on the experience of people 'who have been through it'. Mike commented on the relevance of the project in the context of the wide range of people who had rights under

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disability legislation and that this was a clear example of what is different about **ecdP** – in its ability to call on lived experience in all it does. This was how **ecdP** would always operate, he emphasised.

The Chair then introduced **ecdP**'s Treasurer, Brian Goodwin, who, he noted had held the position since 2012.

Brian gave a short presentation, highlighting the financial pressures at play in a climate of austerity. Organisations must, he argued, be quick and responsive to change. **ecdP** was, in his view, agile enough to adapt successfully, even though it was a tough world in which to operate.

Brian next outlined how **ecdP**'s financial governance operated in practice, stressing the rigorous approach taken by the Finance Committee. He noted the importance of monitoring the cash flow and reserves' positions, particularly when there are uncertainties about future income. Income from ECC, he advised, was very significant to **ecdP** and ECC was a major stakeholder in the organisation.

Commenting on **ecdP**'s finances, Brian referred to **ecdP**'s three-year strategy to grow the organisation and the progress made. During the last three years, **ecdP**'s turnover had increased by 31% - yet expenditure was only up by 25%, meaning that **ecdP** was now a more efficient organisation. **ecdP**'s net surpluses had therefore improved and, he added, the figures for the current financial year were encouraging.

Looking ahead, as **ecdP** reached the end of its current strategic plan, he advised that the organisation had achieved a position which provided a springboard for growth. None of this could be achieved, however, without developing new income streams and maintaining prudent, sound, financial management.

Ultimately, Brian maintained, he was just a messenger for an excellent Finance Team and the strong working relationship with **ecdP**'s auditors, to whom he wished to give his thanks.

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**He was therefore pleased to be able to recommend the adoption of the Annual Report and Accounts for 2014/15 to the meeting on behalf of the Board.**

Brian Parkin enquired about the extent to which **ecdP** had achieved a diversification of income. Mike Adams responded by saying that **ecdP** had attracted income from more funders during 2014/15 than ever before but that the total value of this external funding was, as yet, a small but growing figure in the context of the balance sheet as a whole – at around £45k.

The Chair commented that **ecdP** has achieved a healthy reserves' position, which he saw as positive in relation to the organisation's ability to invest in the future on behalf of its Members. All profits achieved by **ecdP** were re-invested in the organisation, he assured the meeting.

### Resolutions

#### 6. **2014/2015 Annual Report and Accounts**

The Chair then asked members to vote on the proposed resolution and **it was unanimously resolved that the annual report and accounts for the year ended 31 March 2015 be received and adopted.**

#### 7. **Appoint Scrutton Bland as auditors for the coming year**

The Chair asked members to vote on the proposed resolution and **it was unanimously resolved that Scrutton Bland be appointed as ecdP's auditors for the year ending 31 March 2016.** The Chair also thanked Tim O'Connor of Scrutton Bland for the support his company had provided in relation to the Disability Confident agenda.

#### 8. **Authorise the Directors to agree the auditors' remuneration**

The Chair asked members to vote on the proposed resolution and **it was unanimously resolved that the Directors be authorised to determine the auditors' remuneration for the year ending 31 March 2016.**

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### 9. Election of Directors

The Chair reported that no nominations for election as Director, other than those recommended by the Board and named on the notice sent to Members, had been received. Election addresses had been included in the pack given to members when they registered.

- (a) The Chair had proposed the re-election as Director of Steve Carey. The proposal was seconded by Pat Gaudin and **it was unanimously resolved that Steve Carey be re-elected a Director.**
- (b) The Chair proposed the re-election as Director of Ann Nutt. The proposal was seconded by Pat Gaudin and **it was unanimously resolved that Ann Nutt be re-elected a Director.**

### 10. Election of Honorary Officers

The Chair said that those standing for election to the Honorary Officer roles had been named in the notice sent to Members and their election addresses had been included in the pack given to Members when they registered. As the Chair was himself standing for Honorary Office, he handed over to the Companies and Charity Secretary to conduct the election for the role of **ecdP** Chair.

- (a) The Vice-Chair had proposed the election of Terry Collin as Chair. This was seconded by Marilyn Williams and **it was unanimously resolved that Terry Collin be elected to the Honorary Office of Chair.**

The Companies and Charity Secretary then handed back to the Chair.

- (b) The Chair thanked members for their support. He also advised that this would be his last year as Chair as, under **ecdP's** rules, he was required to step down after nine years' continuous service. He then proposed the election of Pat Gaudin as Vice-Chair. This was seconded by Ann Nutt and **it was unanimously resolved that Pat Gaudin be elected to the**

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### Honorary Office of Vice-Chair.

- (c) The Chair proposed the election of Brian Goodwin as Treasurer. This was seconded by Tony Cox and **it was unanimously resolved that Brian Goodwin be elected to the Honorary Office of Treasurer.**
- (d) The Chair proposed the election of Marilyn Williams as Senior Independent Director. This was seconded by Brian Parkin and **it was therefore unanimously resolved that Marilyn Williams be elected to the Honorary Office of Senior Independent Director.**

### 12. Any Other Business

The Chair invited questions from the floor.

Mary Redman commented on the lack of facilities for assisting the hearing-impaired. The Company Secretary advised that all those attending had been asked about their specific needs for the meeting. However, he accepted the point that there was no hearing loop in operation at the meeting and would take this on board in arranging future meetings.

Brian Parkin enquired about how **ecdP** was approaching the issue of auto-enrolment. Mike Adams acknowledged that this was one of the big issues of the day and thanked Brian for his question. Mike summarised the position – that, subject to age and the amount earned per week, there was an obligation on disabled employers to offer employees a contribution to a pension.

He was concerned that disabled people will be getting staging date letters from the Pensions Regulator asking how they are dealing with the issue and that local authorities do not appear to be engaging with this agenda proactively. It was, he asserted, another responsibility (and cost) on disabled people, both in terms of financial impact and time. **ecdP** had raised the issue with all of the local authorities and CCGs it was working with and would be writing to them more formally to express its concern about inaction.

**ecdP** did not have the resources to take on the role of advising disabled



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people about auto-enrolment and was reaching the point of having to say to local authorities and CCGs that this is an issue they must address. **ecd p** was being totally proactive on this issue and making it work, he wanted to assure everyone.

Brian Parkin expressed his concern about the situation. Some disabled people are struggling to cope with this requirement, he said, because of the extra pressure of having to employ someone and deal with the pension requirements as well. Mike responded by saying that **ecd p** recognised this and that was why it was prepared to take this on for clients.

Mary Redman asked how disabled people were expected to pay for this? Wouldn't the Department of Work and Pensions be chasing this up rather than local authorities and CCGs?

Mike advised that **ecd p** understood the principles and practical application of auto-enrolment and would do its best to support disabled people through this process. In April 2016, a national insurance rebate issue came into play. Being an employer was, he suggested, becoming ever more complex. He saw **ecd p**'s role as helping to make it all as simple as possible.

### 13. **Concluding comments and close of formal AGM**

The Chair thanked everyone for attending the AGM. He gave his thanks too to the Board, the Board of **ecd p** Ventures and the management and staff of **ecd p** for dealing with everything thrown at them in the last twelve months.

He looked forward to seeing everyone again in 2016 and, at 2.28pm, declared the meeting closed.