

## BIMHN AGM Minutes - 10.08.15

### **Attendees:**

Geoff Loydon (Chair), Tom Renhard (Secretary), Dave Webb, Jill Panes, Lyn Mitchell, Amelia Campbell, Will Anderson, Keith Hall, Tim Hacker, Peter Hale, Jen Lawrence, Nola Davis, Dawn Seymour, Becky Day, Sam Downie.

### **Apologies:**

Francesco Palma, Pauline Markovits, Patsy Staddon, Charlie Padmore, Sally Dean, Dorian Weatherman.

### **In Attendance:**

Glenn Townsend (CCG).

#### 1. Introductions and ground rules.

The chair introduced the meeting and went through the ground rules.

#### 2. Minutes/Matters Arising

Minutes approved

Matters arising:

There were no matters arising.

#### 3. Officer Reports

Reports were given summarising main work areas for the year by the Officers, with key areas highlighted below:

Chair:

- Oversight of the development of new structure of BIMHN
- Representation of BIMHN at key meetings
- Liaising with key external stakeholders including the CCG
- Supporting development and work of BIMHN committee
- Leading the co-ordination of development of BIMHN

Secretary:

- Co-ordination of development of new structure of BIMHN
- Developing and maintaining administrative processes for the network
- Supporting membership engagement work
- Creation of BIMHN policies and procedures
- In absence of Treasurer, supporting development of budget and finance processes

Treasurer:

- Budget development
- Finance procedures development
- Business plan development

Membership Engagement Officer:

- Delivered by the Secretary in addition to other duties, this included:
  - Initiating website development
  - Oversight of branding development
  - Development of networks with other key stakeholders
  - Working to encourage new people to join and engage with BIMHN.

#### 4. Discussion and vote on resolutions

*Before proceeding on the vote on the documents, the following part of the current constitution was notified to the membership as a reminder highlighting the process for the passing of resolutions:*

#### **"RESOLUTIONS: Change to policy, Constitution or suggestions for action"**

"There will be an opportunity for resolutions to be put to the AGM. The procedure for putting a resolution shall be as follows:

1. Full members may put resolutions.
2. Resolutions should reach the Secretary one week before the AGM
3. It will be possible for full members to put emergency resolutions before the Annual General Meeting itself, provided a majority of members present at the Annual General Meeting agree to this.
4. Resolutions will be considered to have been passed if they are supported by a simple majority vote by full members present at the Annual General Meeting."

The following resolutions were then subsequently discussed and voted upon:

#### **Proposed Main Constitutional Document for Independent Mental Health Network (IMHN) - Emergency resolutions and vote on main constitutional document**

##### Resolution 1

Proposer: Thomas Renhard

To add the following additional charitable object to Section 3. Objects:

[To Add] "To advance such charitable purposes (according to the law of England and Wales) as the trustees see fit from time to time."

The rationale provided for this was to allow us to give grants to new groups which may wish to set up in the future.

Guidance notes are here: <https://www.gov.uk/guidance/how-to-write-charitable-purposes>

There were no members wishing to speak against the emergency resolution.

Vote: 12 in favour, 0 against, 1 abstention.

**Resolution Passed**

Resolution 2

Proposer: Member from the room

To make the following amendments throughout the main constitutional document:

[To Change] "Any iterations of he/she or other gender specific pronouns that still remained in the document were to be changed with one of the following words: their or they."

The rationale provided for this was that this had already been done through most of the document and it was pointed out to me I had missed it in a couple of places in the document. The point was also re-emphasised of the need to be inclusive as a group, and that language used in the document needed to reflect this.

There were no members wishing to speak against the emergency resolution.

Vote: 12 in favour, 0 against, 1 abstention.

**Resolution Passed**

A question was asked on the constitutional document by a member about what is meant by "connected persons", I responded to the query by pointing out that this was defined on page 17 of the main constitutional document, where it states:

"In this constitution: "connected person" means:

- (a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;
- (b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;
- (c) a person carrying on business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above;
- (d) an institution which is controlled—
  - (i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or
  - (ii) by two or more persons falling within sub-clause (d)(i), when taken together
- (e) a body corporate in which—
  - (i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or
  - (ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Resolution 3

Proposer: Thomas Renhard

To agree the main constitutional document as amended.

There were no members wishing to speak against the resolution.

A vote was then taken on agreeing the main constitutional document as amended, the vote was as follows:

Vote: 12 in favour, 0 against, 1 abstention.

**Resolution passed and main constitutional document adopted.**

### **Proposed Bye-Laws for IMHN - Emergency resolutions and vote on Bye-Laws**

#### **Resolution 4**

Proposer: Thomas Renhard

To make the following amendment to Bye-Law 1, Section 1.12, Current Recognised Branches:

[To Add] "(ii) South Gloucestershire Independent Mental Health Network (SGIMHN)"

[To Add] "(iii) North Somerset Independent Mental Health Network"

The rationale was to allow those members that would otherwise not be full members of BIMHN under the new structure to be able to take work forward to support the development of branches in North Somerset and South Gloucestershire. Work is moving forward in both those areas and therefore it was highlighted that we needed to engage with this now or lose the opportunity altogether.

There were no members wishing to speak against the emergency resolution.

Vote (ii): Unanimously in favour.

**Resolution part 1 passed**

Vote (iii): Unanimously in favour.

**Resolution part 2 passed**

#### **Resolution 5**

Proposer: Thomas Renhard

To agree the following clarifying amendment to Bye-Law 1, Section 1.13(d), Full Membership:

[To remove - when applying to individual groups] "...and after a minimum of two attendances at the monthly meeting."

The rationale provided was that we want to be able to engage people in our group that can be full members, but may not be able to attend the monthly meeting as it currently stands. This could be due to work commitments, caring commitments, disability, etc. We have also had people that want to engage with BIMHN, attended one meeting, and not attended further meetings, with some of the reasons discussed at the meeting. If people can't/won't attend BIMHN meetings, we still want them to get involved and potentially represent the group, gather feedback, etc.

We have discussed it at previous meetings and in the proposals I circulated one week in advance of the AGM, this had already been changed and included in the main proposals, but we wanted to clarify it specifically for the members and check that the meeting was happy to make that specific change. The minimum two attendances was agreed to remain in force for groups looking to join BIMHN.

There were no members wishing to speak against the emergency resolution.

Vote: 12 in favour, 0 against, 1 abstention.

**Resolution passed**

#### Resolution 6

Proposer: Member from the room

To make the following addition to Bye-Law 1, Section 1.13(e)(i), Full Membership

[To add - After "The Individual will usually be registered with a GP practice"] "... or accessing Mental Health services"

The rationale provided was to clarify a point relating to members that may be accessing services in the defined boundary area but registered with a GP Practice outside of the defined boundary area.

There were no members wishing to speak against the emergency resolution.

Vote: Unanimously in favour.

**Resolution passed**

#### Resolution 7

Proposer: Thomas Renhard

To agree the Bye-Laws as amended.

There were no members wishing to speak against the resolution.

A vote was then taken on agreeing the Bye-Laws as amended, the vote was as follows:

Vote: 12 in favour, 0 against, 1 abstention.

**Resolution passed and Bye-Laws adopted.**

***A vote was then taken on agreeing all members present were able to vote as full members of IMHN and BIMHN under the new Constitution and Bye-Laws as no evidence was brought to the attention of the committee of anyone being ineligible (Resolution 8 below).***

#### Resolution 8

Proposer: Thomas Renhard

To agree all members present as full members of BIMHN/IMHN.

The rationale provided was to ensure clarity for the voting process that would follow on the BIMHN branch constitution. I also pointed out that for individual membership applications, it is the committee that now hold the final say on approval (as per Bye-Law 1 section 1.13), but that on this occasion we were happy for the meeting to also agree it for the new members present.

There were no members wishing to speak against the emergency resolution.

Vote: Unanimously in favour.

**Resolution passed**

### **Proposed Branch Constitution for BIMHN - Emergency resolutions and vote on branch constitution**

#### Resolution 9

Proposer: Thomas Renhard

To amend the branch constitution to ensure it is in line with the Bye-Laws and Main Constitution document, reflecting any agreed amendments as well. In practice, this proposal meant the incorporation into the branch constitution of the following already agreed amendments:

- Main Constitution Document Amendment 1
- Main Constitution Document Amendment 2
- Bye-Laws Amendment 2
- Bye Laws Amendment 3

The rationale provided was that as these had already been agreed in other documents, it was important to ensure all documents were consistent. It was also highlighted to the membership that should there be a difference in the documents, the main constitution document would take precedent (as our governing document), then next it would be the Bye-Laws (as extensions of the governing document), then it would be the Branch Constitution.

There were no members wishing to speak against the emergency resolution.

Vote: 14 in favour, 0 against, 1 abstention.

**Resolution Passed**

#### Resolution 10

Proposer: Thomas Renhard

To introduce the role of Campaigns Officer onto the branch committee in addition to the four agreed roles of Chair, Secretary, Treasurer and Membership Engagement Officer.

[Add - **BRANCH COMMITTEE Section**] - Campaigns Officer.

The rationale provided was that this is an area of work we (the committee) felt a specific role was required to help deliver work on campaigns and lobbying given the commitments and resource restrictions of the existing roles. I noted that I hadn't prepared a role description, but that a member had noted their interest in the role if it was agreed, with the development of a

role description to follow for presentation to the following meeting of BIMHN (if agreed by the meeting).

There were no members wishing to speak against the emergency resolution of introducing the role of Campaigns Officer.

The majority of the membership noted they were happy to consider the item under discussion and the decision to have a Campaigns Officer was put to a vote:

Vote: Unanimously in favour.

**Resolution Passed**

A further vote was then taken on whether to elect the Campaigns Officer alongside the other roles at the August AGM:

Vote: 9 in favour, 5 against, 1 abstention.

As all that was required was a simple majority vote, the decision to elect the role at the same time as the other roles was passed.

**Resolution Passed**

Resolution 11

Proposer: Thomas Renhard

To agree the Branch Constitution as amended.

There were no members wishing to speak against the resolution.

A vote was then taken on agreeing the branch constitution as amended, the vote was as follows:

Vote: 13 in favour, 0 against, 2 abstentions.

**Resolution passed and Branch Constitution adopted.**

After this was done, we then went through the elections of Officers process, for which Glenn Townsend in his independent capacity as a representative of the CCG at the meeting, oversaw this part with independent witnesses to verify each count.

Note: All votes were conducted by secret ballot.

**Role: Chair**

**Candidates:**

- Geoff Loydon (Proposer - Thomas Renhard; Seconder - Keith Hall)
- Re-open Nominations (RON)

**Vote Count: 15 votes cast in total**

- Geoff Loydon - 14 votes
- RON - 1 vote

- Abstentions - 0 votes

**Geoff Loydon was duly elected to the post of Chair of BIMHN.**

**Role: Secretary**

**Candidates:**

- Thomas Renhard (Proposer - Timothy Hacker; Seconder - Dawn Seymour)
- Re-open Nominations (RON)

**Vote Count: 15 votes cast in total**

- Thomas Renhard - 13 votes
- RON - 2 votes
- Abstentions - 0 votes

**Thomas Renhard was duly elected to the post of Secretary of BIMHN.**

**Role: Treasurer**

**Candidates:**

- Jamie Jordan (Proposer - Amelia Campbell; Seconder - Thomas Renhard)
- Dawn Seymour (Proposer - Nola Davis; Seconder - Timothy Hacker)
- Re-open Nominations (RON)

**Vote Count: 15 votes cast in total including one spoiled ballot**

- Jamie Jordan - 9 votes
- Dawn Seymour - 2 votes
- RON - 2 votes
- Abstentions - 1 vote

**Jamie Jordan was duly elected to the post of Treasurer of BIMHN.**

**Role: Membership Engagement Officer**

**Candidates:**

- Rebecca Day (Proposer - Thomas Renhard; Seconder - William Anderson)
- Re-open Nominations (RON)



**Vote Count: 15 votes cast in total**

- Rebecca Day - 13 votes
- RON - 2 votes
- Abstentions - 0 votes

**Rebecca Day was duly elected to the post of Membership Engagement Officer of BIMHN.**

**Role: Campaigns Officer**

**Candidates:**

- Amelia Campbell (Proposer - William Anderson; Seconder - Dave Webb)
- Re-open Nominations (RON)

**Vote Count:**

- Amelia Campbell - 12 votes
- RON - 3 votes
- Abstentions - 0 votes

**Amelia Campbell was duly elected to the post of Campaigns Officer of BIMHN.**

5. Any Other Business

No any other business was raised as part of the AGM.

**Proposed date of next AGM: Monday 12<sup>th</sup> September 2015, 11 am – 2 pm at the St. James Priory.**