

CANTERBURY OAST TRUST

Minutes of the 32nd Annual General Meeting Held on Saturday 7 October 2017 at 11.00am

Present:	Russell Walters	-	Chairman, Trustee
	Andrew Paris	-	Vice-Chair, Trustee
	Martin Bieri	-	Trustee
	Elizabeth Emson	-	Trustee
	Peter Ergis	-	Trustee and Company Secretary
	Chris Showell	-	Trustee
	Peter Pearson-Wood	-	Trustee
	Kenneth Hesketh	-	Trustee
	Trevor Pearce	-	Trustee
In Attendance:	Joanne Creighton	-	Chief Executive
	Fiona Dodge	-	Head of Care
	Kayleigh McEwan	-	Auditor (RSM UK Ltd)
Members present:	4 Life Members, 48 Full Members & 2 Associate Members (List Available)		

1. CHAIRMAN'S OPENING REMARKS

The Chairman, Russell Walters, opened the meeting by welcoming everyone. He explained that following the meeting there would be an opportunity for members to ask questions and then a report by Friends of COT.

2. APOLOGIES FOR ABSENCE

The Company Secretary, Peter Ergis, read out the names of those who had sent their apologies and this list is available for inspection.

3. LIST OF PROXIES

The Company Secretary, Peter Ergis, read out the proxies received. This is available for inspection.

4. APPROVAL OF THE MINUTES OF THE 31st ANNUAL GENERAL MEETING HELD ON SATURDAY 8 OCTOBER 2016

The members present accepted the minutes of the last meeting as a true record.

5. MATTERS ARISING

There were no matters arising.

6. ELECTION OF TRUSTEE DIRECTORS

The Chairman advised that this year there were four vacancies for Trustee/Directors and four candidates. Packs had been distributed in the post to the Full and Life members detailing the candidates and their personal histories. Russell invited three of the four candidates to give a brief overview of why they thought they would make good Trustees. Russell informed the attendees that Robert Perkins was unable to attend today's meeting and he had sent his apologies.

Russell proposed a show of hands vote on appointing the 4 candidates. All voted in favour with no objections.

Accordingly, Robert Perkins, Peter Pearson-Wood, Martin Lovegrove and Michaela Tweedley were appointed Trustee/Directors.

Russell thanked everyone and welcomed Martin Lovegrove and Michaela Tweedley to the Board of Trustees saying that Martin's business skills and experience would be of immense value and Michaela brought a wealth of property experience which was something that the Board had been seeking. Russell reported that next year there would be several vacancies on the Board and they would be looking for individuals with Care, Finance, Tourism and IT experience if anyone knew of any suitable individuals.

7. CHAIRMAN'S REPORT

Russell opened by saying it was his pleasure and privilege to be Chair of COT. He had met some of the attendees at parent sessions during the year and said he would welcome chats with people today over lunch.

He said the ethos of the Trust was evident in the Board, with 5 members having service user relatives. The Board always did their best for those living at COT. Although he accepted that COT does not always 'get it right', the desire to make lives better was a constant goal. While protecting the ethos, the Board had to look at the long-term picture across all matters and be business-like in their approach, to ensure COT's longevity.

Russell said that the Care sector was going through difficult times. Everyone was aware of austerity cuts and that local authorities were looking at ways to save money. He reported that this year there had been no increase in residential care funding from COT's biggest commissioner, Kent County Council, and that only a 1.7% increase was received for independent living.

Russell said that many local authorities, not just Kent, were looking to shift their emphasis from residential care to independent living. He noted that whilst residential care was a cost to the local authority, most of the independent living costs were met by central Government.

Russell said that other factors impacted on the Trust, such as the National Living Wage and, whilst all were pleased on one level to see wages increase and staff earn more, it did have a large financial impact on Care organisations to the point where it could put some out of business.

Russell stated that his main concern for the organisation was Brexit and the long-term impact it could have on staffing. He said that although COT staff were generally not from overseas, that was not true of all organisations. Greater demand for care staff, combined with a reduced supply, would impact across the whole sector. He reported that COT were already looking into ways of addressing this, with ideas including apprenticeships and special training programmes for new entrants to the sector.

Russell said that, as part of the strategy to recognise that demand is shifting from residential to independent living, Harrington Cottage had been closed during the year and two new independent flats had been built at the Warren Mews. Two more places were scheduled to be built at Beaver Lodge in 2018. There were also plans to build four new independent units at Farm View but issues with power supply had led to a delay.

Russell reported that the new Harrington College was almost fully funded and it was hoped that work would start after Christmas. Other works for the year included additional parking

for RBC visitors, expansion of the Tube Maze and improvement works to the Mysterious Marsh.

Russell said the Board of Trustees had shown tremendous commitment and service to the Trust and they were sorry to be losing two long serving members this year: Martin Bieri and Andrew Paris. Martin and Andrew had accrued 44 years of service between them, which showed incredible commitment. Russell noted they had both done so much more for COT than just attend the Board meetings and thanked them for their contributions.

Russell reported that it had been a great privilege to Chair the Board and work with such a committed and loyal group of staff under Jo's leadership. He said it was a testament to all concerned that there had been a number of Care staff who had left the organisation to join pastures new only to return later, having realised that COT's pastures were actually greener.

Russell said that the reason why everyone did their best, was for the service users and he knew that if the service users didn't like how the organisation operated then they would tell Trustees and staff. Russell hoped that would continue in the future.

Russell said he hoped that he and his colleagues would leave the Trust in an even stronger position than they had found it. He said that they continued the work of their predecessors and were able to set the stage for their successors in order for the Trust to be delivering its ethos for many years to come.

8. CHIEF EXECUTIVE'S REPORT

Joanne welcomed everyone and said she found it hard to believe she was already attending her fourth AGM at COT. She began by summarising some of the ground that had been covered at the Update sessions for families back in April. At that time, she had been seeking some appropriate imagery to represent COT's strategic development. For the years of recovery following the dip into administration, she had chosen an image of a raft on relatively still waters. Now, however, the waters of the social care sector had got considerably choppy. To survive the storm, it had become clear that the wood from the raft needed to be reshaped into something stronger. She suggested that Noah's Ark may now be more appropriate, as that would not only better withstand the turbulence, but would also allow the Trust to preserve the ethos and values that we all prize so highly. Joanne said this metaphor was reflected in the development of the Trust's residential homes, with some changing shape and structure to meet future demands. A management restructure was also underway with several key roles being reviewed and reconfigured. She said she hoped that COT would emerge - when the stormy waters finally recede - in the right shape to face the challenges of the future and with COT's core values intact.

Joanne gave a PowerPoint presentation, featuring highlights from the last year to demonstrate the kind of things that were being carefully preserved in the COT 'ark' (regardless of the external funding pressures). Images included:

- A service user who had moved into one of the new self-contained flats at Warren Mews – the new apartments at Warren Mews 2 and 3 were proving a great success.
- A service user who had moved from Harrington Cottage and was happy in her new home – Joanne expressed her considerable thanks to all Harrington Cottage service users, families and staff who engaged so positively with the changes.
- Individuals who had moved from residential to independent living.
- A Life Skills class – Joanne explained that more pressure was being placed by local authorities on student progress and achievements in Life Skills classes. COT

welcomed this approach but it also brought a considerable amount of bureaucracy and additional work for the staff involved.

- The refurbished Mariners Tea Rooms - a new menu has also been created which allows students to do more food preparation and practical work in the Tea Rooms rather than just serving food to the customers.
- A group of retail students visiting Sainsbury's – Life Skills students were being encouraged to access community resources wherever possible.
- Students enjoying a music afternoon – The Volunteer Co-ordinator had arranged a music afternoon with a live band to entertain the service users. The band and service users had both enjoyed it so much, that similar sessions were planned for the future.
- Friends of COT – Joanne showed a group photo of the Friends of COT and said the picture included Sandra Sullivan who had been a great supporter of the Trust and had sadly passed away during the year. She reiterated how important the Friends were to the Trust and how highly their efforts were valued.
- Hi-Trade Million Thanks Event – Joanne said a celebration had been held at Highlands Farm to celebrate Hi-Trade's amazing achievement of raising a million pounds for the Trust. She said it had been a wonderful afternoon, with many staff and service users in attendance who had wanted to give examples of how they had benefitted from the funds raised. She said it had been a day that everyone would remember for years to come.
- Corporate volunteers – Joanne reported that recent corporate groups of volunteers had included staff from DWP, AXA and local firms of solicitors. She said their work sometimes goes unnoticed but it is crucial to the Trust as otherwise it would be work that the charity would have to pay for. Further to corporate volunteering days, the Trust was often lucky enough to receive cheques from the companies concerned who had been impressed with what they had seen during their time with us.
- Special Events on the Farm – Joanne said the Farm was a crucial part of the Trust, with visitor numbers continuing to increase, hopefully to around 120,000 this year. Visitor numbers in winter had also increased, principally as a result of the Halloween and Christmas grotto events. This development is most welcome as it spreads out the visits and reduces the risk should we have a rainy summer. The RBC staff had to go the extra mile to keep coming up with new ideas to attract visitors. Joanne felt the Farm was an incredible shop window onto the work of the Trust.
- School visits – Joanne said that school visit numbers had also increased this year.
- 25 Year Service Celebrations – Joanne informed the attendees that a presentation had been held for 3 staff members who had each been at the Trust for 25 years or more and that - going forward - there would be other staff who would soon celebrate the same achievement. Joanne said it was testament to the Trust that so many individuals chose to stay for so long and that Fiona Dodge, Natalie Erskine and Sarah Bailey had all given so much to COT during their working careers.
- Joanne reminded the attendees of the "Brighter Lives" strategy, and said this applied to creating brighter lives for individuals, families, staff, volunteers and local people. She hoped the selection of photographs had helped to demonstrate how that was being achieved in practice.

Joanne thanked all those who supported COT and said she was very grateful to everyone involved.

Russell Walters thanked Jo for her presentation and said that "Forever for Everyone" was a strapline used by the National Trust, but could equally apply to COT.

9. REPORT FROM LEAD TRUSTEE- FINANCE

Chris Showell began by saying that COT was in good financial shape; in the last financial year an operational surplus of £310,000 was achieved, of which 82% comprised unrestricted funds.

COT's balance sheet was strong with land, an extensive property portfolio, £2 million in cash and little debt. Overall reserves in March 2017 stood at £5.9 million, of which £4.9 million represented unrestricted funds.

Chris noted that there had been challenges:

- Care income had come under pressure because of the reluctance of Local Authorities to increase funding.
- Inflation, increases in the National Living Wage, salary adjustments and a one- off payment of £77,000 in response to Sleep-In changes all pushed up the costs base and reduced Care margins.
- The care homes residential deficit was £365,000 in the last financial year. This is a focus of Board attention at the current time.

Chris said that there had also been good news during the year:

- The RBC had an excellent year with turnover topping £1 million and the highest number of visitors ever recorded. It also increased gift aid receipts to £88,000.
- The success of the RBC continued into the current year with visitor numbers to the end of August at 81,529; 26% up on last year's numbers for the same period.
- A number of donations and legacies were received; these totalled £560,000 of which 70% were unrestricted funds.
- A CCLA investment grew from £736,000 in April 2016 to £874,000 in March 2017; an increase of £138,000.

Chris said that, in many ways, it had been a difficult year but the Trust had finished ahead of budget and was well- positioned to face the future.

Chris reported that the Board had budgeted for a small loss this year and year to date results suggested that they were on track to achieve this result, notwithstanding the impact of new initiatives to improve the financial position of the Care and Life Skills services and to encourage the RBC to achieve even greater success.

Chris closed his report by thanking all the members of the Finance team for their hard work during the year and the Auditors for the professional and diligent work they had done during the audit process.

10. TO RECEIVE AUDITED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2017

Russell proposed the approval of the Annual Report and Accounts for the year ended 31 March 2017. Elizabeth Emson proposed and Chris Showell seconded. The Annual Report and Accounts were approved unanimously.

11. APPOINTMENT OF AUDITOR

Russell Walters proposed that RSM UK Ltd be re-appointed as Auditors for a further year. Chris Showell seconded. RSM UK Ltd were re-appointed unanimously.

12. PROPOSED AMENDMENT TO ARTICLES OF ASSOCIATION

Peter Ergis explained the importance of COT's legal documents being fit for purpose. He proposed several changes to the Articles of Association which had already been approved by the Board and which now required the approval of the COT members.

- Peter proposed the Lifetime membership option be removed saying that there had been no new Lifetime members for many years.
- Peter said eligibility wording for Full Membership had been tidied up.
- Peter introduced Honorary Membership which he said could be awarded to any person who had been invited to be so by the Board in recognition of past services to the Trust. This class of member would not have voting rights and would not be required to pay any subscription.
- Associate Membership would be for those who did not fall into any other member category.

Peter reminded those present Membership is on an individual basis and that a husband and wife may both apply to be Full Members as this allowed them both voting rights.

Peter said there were additional small changes in the wording of the Articles of Association as outlined in the document sent out with the AGM packs.

Peter asked for formal approval to the proposed amendments. All were unanimously agreed with no objections. Russell thanked Peter for his work on this.

13. ANY OTHER BUSINESS

There was no other business.

Although there was no other business Andrew Paris said that he would like to thank Russell Walters for his work in the last year as Chairman of the Board. Andrew said that following Celia had been a difficult job but Russell had made the transition very smoothly and Andrew and the other Trustees thanked Russell for all his hard work to date.

14. DATE OF NEXT MEETING – Saturday 6 October 2018.

REPORT FROM FRIENDS OF COT

Martin Bieri said that as his time as a COT Trustee was coming to an end it had allowed him time to reflect on the last 25 years. He said that the Friends had the same aims as they did 25 years ago and they were as enthusiastic as they had been 25 years ago. The members had, however, grown older over the years and last year they had distributed a leaflet to encourage more support which had brought in more donations.

Martin said that Margaret Hanlon has been the main fundraiser for the group with particular expertise at organising raffles; a recent raffle she had organised was a great success and had raised £3,000 for COT thanks to a wonderful effort on her part.

Martin said another example of a recent fundraising success from the Friends was a fabric sale that had raised £1,000.

A lunch for 35 people at the London Beach Hotel raised £550, via their charity scheme.

A Kent police male voice choir event was booked for December.

A Christmas gift market had been organised for November with all the stalls already booked up.

Martin reported that the Friends organise many events for the residents with examples including theatre trips, discos, zumba sessions and attending an 'It's a Knockout' event at Homewood school

Martin said that the Friends were always seeking new supporters and reminded those present that there would be a Friends meeting immediately after lunch and invited all present to attend.