

PINN MEDICAL CENTRE PATIENTS' ASSOCIATION
Registered Charity No. 1095260

MINUTES OF EXTRAORDINARY GENERAL MEETING
Held at the Pinn Medical Centre, Pinner
On Thursday 24 September 2015 at 7.30 pm

Officers Present:

PMCPA Board	Joanne Daswani	Acting Chair
	Christopher Daly	Secretary
	Jagdish Kapur	Trustee
	Brian Yim Lim	Trustee
Presiding Officers	Dr. I Bleehen	PMC
	Dr. M Lakhani	PMC
Returning Officers	Ms. Hilary Scott	PMC
	Ms. Natacha Morar	PMC

The Acting Chair welcomed PMCPA Members to the meeting and asked the Secretary to confirm that a quorum was present. This was confirmed.

1. Introduction by Acting Chair

Joanne Daswani set out why the meeting had been convened and, in particular, why it was necessary to replace the existing Constitution with a revised one. The PMCPA is considered by the Charity Commission to be a membership charity. This requires the charity to keep a full Register of Members and their contact details. The Pinn Medical Centre (PMC) has approx. 19,800 patients and, under the current Constitution, all of these would be members. The PMC would not be allowed to release their details to the PMCPA and it was therefore clearly necessary to reduce membership to a more manageable number. Dr. Kelshiker had advised that patients were to be considered as adults once they attained the age of 16. Taking account of all these factors, the proposed new Constitution opens up membership to all patients of the PMC who are 16 and over and who register their contact details with the PMCPA.

Following comments made at the AGM in September 2014, the then Management Committee had put considerable effort into reviewing the whole Constitution, including reference to specialist lawyers and the Charity Commission, and produced a proposed new version. This had taken a long time to complete and was considered at the following AGM in June 2015. It had been generally well received although certain concerns were expressed there and, although there was a majority vote in favour of it, it was concluded that further consultation and review by Members was required. The draft was therefore put on the PMCPA website on 21 July 2015 and members were invited to comment on it. They were given a full 31 day period to do so.

Various comments and suggested changes were received and almost all of them were incorporated into a new draft. This was published on 11 September and was to be voted on at this EGM. The only responses that were not added into the document were where the matters raised were already covered or where they did not add anything to it.

A detailed explanation of the changes between the original and revised drafts had also been published on the website, and Joanne outlined these as follows:

- a) Membership criteria as noted above.
- b) The governing body, previously referred to as the Management Committee, had been renamed the Board of Trustees on legal advice.

- c) A code of conduct was already included for Trustees and one had therefore been introduced for Members, based on samples from other published Constitutions. At the same time, the code for Trustees had been expanded to embrace the “Nolan Seven Principles of Public Life”.
- d) Provisions for Members to call for an EGM had been added.

2. Questions and Observations from Members

Joanne then invited the meeting to comment or raise any questions they had.

John Warren said that the Board should be congratulated as the proposed Constitution was an excellent document.

Prakash Daswani noted that the existing Constitution said that doctors and other staff of the PMC were considered to be members whereas this was not so in the revised version. Was this an oversight? Chris Daly responded that, with absolute respect to the PMC staff, it was a Patients’ Association so it had not seemed appropriate to include PMC staff as members. He added, though, that meetings of the Management Committee/Board were usually attended by Dr. Bleehen and the Practice Manager, Hilary Scott. They would participate in discussions as appropriate but were not entitled to vote.

Dr. Kelshiker said that the PMC owed a massive debt to the people who had got the PMCPA to where it was today. He added, though, that the extensive disruptions surrounding re-drafting the Constitution over the last 12 months had hindered the Association in doing what it was trying to do. The PMC recognised the PMCPA as the official representative body of the Patients of the PMC.

The PMCPA was at the heart of supporting patients who are most vulnerable by, for example, driving them to the surgery or to hospitals. Dr. Kelshiker stressed that the rules were there to facilitate this voluntary work, not to hinder it. He added that the PMC needs this ongoing help from the PMCPA as there were matters such as the CQC visit and other issues coming up. It was therefore essential that the Constitution issue was concluded as soon as possible.

Barbara Atkins said that she had studied the Constitution and agreed with a lot of what was in it. She had been a patient for 14 years and had previously known very little about the Association, thinking it was somewhat elitist. She was very heartened by what she had heard at the meeting. Having retired, Barbara now had time and also had experience that would help the Association. She therefore wanted to get involved with it.

Joanne Daswani responded that there was so much work that had already been started on, such as systems development. It was all in place and the Board was just waiting to get on with it.

Jim Bradford added that, despite the considerable amount of time spent on Constitution issues, the basic work of the PMCPA hadn’t stopped. Patients were still being driven to appointments, the Pinn Piper was being produced, and so on.

Herbie Goldberg said he agreed with everything said but he still had concerns about the proposed Constitution. The charity currently had only about 100 members and it was now proposed to scrap the existing Constitution.

3. Vote on resolution to adopt the proposed new Constitution

The Secretary, **Chris Daly**, advised the meeting that the existing Constitution required a “three-fourths majority” to be carried. He asked if there were any Members present who had already voted by proxy and, when two responded that they had, advised them that they must not vote again that evening. He then read out the following proposed resolution:

“That the Final Draft Constitution produced to the meeting, and for the purposes of identification, initialled by the Acting Chair, be adopted as the constitution of the Pinn Medical Centre Patients’ Association in substitution for, and to the exclusion of, the existing Constitution”.

The votes counted by the Returning Officers were as follows:

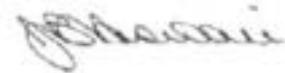
	For	Against	Abstentions
a) Votes by show of hands at the meeting	24	1	0
b) Votes by Proxy	62	0	0
c) Total	86	1	0

These results were noted on the Voting Record by the returning Officers and signed by the Presiding Officers.

4. **Conclusion**

The resolution was carried and the new Constitution took effect at 8pm on Thursday 24 September. Two copies of it were signed by **Joanne Daswani**, who thanked Members for their support and for attending the meeting.

Proceedings were closed at 8pm



28 September 2015