

**Senior Council for Devon Annual General Meeting held  
at the Isca Centre, Summer Lane, Exeter EX4 8NT on  
Friday 4<sup>th</sup> March 2011 at 10.00 am**

**Resolutions**

Approval of the minutes of the AGM held on 1st October 2009 – **Passed.**

Approval of the minutes of the EGM held on 20th July 2010 – **Passed.**

To approve the Annual Report of the Board – **Passed.**

To approve the Annual Accounts - **Passed.**

To appoint Wortham Jacques as the auditors – **Agreed.**

**Motions - Constitutional Amendments**

**Motion 1 Appointment of Directors – Term of Office**

Directors of the company shall be elected annually from the membership at the AGM. All Directors shall retire at the next/ following AGM after appointment. **Not passed.**

**Motion 2 Appointment of Directors – Maximum Length of Contiguous Service**

Directors may offer themselves up for re-election. However each shall be required to retire at the AGM after she or he has served for the number of years specified by this General Meeting in the next/following accepted motion and such Director shall not be eligible for appointment to the Board until the next/following AGM. **Passed.**

**Supplementary Motions** As soon as one of the following motions is passed, it shall be treated as substantive and the remaining motion or motions will not be put to the meeting.

The maximum length of service specified in the preceding motion shall be no longer than THREE years **Passed.**

**Motion 3 Procedures of Directors – Appointment of Chairman**

The Chairman shall be elected (annually) from the membership at each AGM before consideration of election or re-election of any other Directors. He or she will automatically become a Director if not already an existing Director.

**Not passed.**

**Motion 4 Procedures of Directors – Appointment of Deputy Chairperson**

The Directors shall appoint a Director to be the deputy Chairperson and may at any time revoke such appointment.

**Passed.**

**Motion 5 Procedures of Directors – Appointment of Secretary**

The Secretary shall be elected (annually) from the membership at each AGM and he or she will automatically become a Director if not already an existing Director. **Not passed.**

**Motion 6 Procedures of Directors – Appointment of Treasurer**

The Treasurer shall be elected (annually) from the membership at each AGM and he or she will automatically become a Director if not already an existing Director. **Not passed.**

**Motion 7 Maximum Number of Directors**

The maximum number of Directors/Trustees to be increased to 15. **Not passed.**

**Motion 8 Authority to amend the Articles and requirement to publish the revised version**

This meeting authorises the Board to make all necessary amendments to the Articles of the company to implement the effects of such motions one to seven as have been passed and to submit such amendments to Companies House and, as part of the application for charity status, to the Charities Commission. Further, the details wording shall be published on the SCfD website by 31<sup>st</sup> May 2011 and copies shall be available from the same date on request by any member to the SCfD administrator. **Passed.**

**Other submitted motions**

1. Alan Rayner: In view of the restrictions on the activities of SCfD implied by the funding offered under the DCC Framework Agreement for the period 2011-2014, this meeting asks the Board to take steps to implement paragraph 58 of the Articles (Dissolution). The first call on any remaining funds after payment of creditors should be to fund local Senior Council groups under paragraph 58(2)(a) and the Board is requested to appoint a body of residual Trustees to oversee such funding arrangements. **Not passed.**
2. The Board (proposed by Gillie Newcombe, seconded by John Stedman) asks that the meeting instructs the Senior Council to continue with all its activities for the next 12 months as long as it receives at least £80,000 from DCC and NHS Devon. This would provide the Board, its committees and others time to explore and apply for other funding streams. **Proposed amendment by GN that the figure of £80,000 and the timescale of 12 months be removed from the motion. Passed as amended by an overwhelming majority.**

3. Proposed by Gillie Newcombe and seconded by Yvonne Wardrop:

- a) This meeting gives authority to the Board via its representatives to continue negotiations and to make decisions with Devon County Council and NHS Devon with regard to SCfD participation in the proposed Framework Agreement and to decide with the other partners in that proposed Agreement who should act as the Lead Agency.
- b) This meeting gives authority to the Board via its representatives to continue negotiations with the other partners proposed as participants in the Framework Agreement in order to develop recommendations as to the future relationship with those other partners - including a full report on the implications of SCfD joining a Consortium or remaining as an independent entity. The Board are asked to call an EGM before taking any steps that would alter the governance arrangements of SCfD or cede any control of SCfD to another party.

**Passed overwhelmingly.**

4. Alan Rayner: Recognising the need for a re-evaluation of the SCfD budget (as set out in the Funding Situation report with this agenda), this meeting calls upon the Board to develop a revised policy on travel claims to be implemented by 1st April 2011 and to include the following principles:

- a) Claims for travel expenses shall normally be at the public transport rate unless a different rate applies resulting from the following paragraphs.
- b) When considering public transport rates, it shall be expected that the member will make use of any Concessionary Fare pass to which she/he is entitled and the cheapest fare/route shall be used for calculation of the amount to be reimbursed.
- c) The amount calculated by these rules shall take precedence, irrespective of whether the member chose to travel by a different means or a route, that cost more in actuality.
- d) Reimbursement at a private car mileage rate shall be permitted where it is necessary for the member to use a car to travel to or from her/his normal place of residence to/from the nearest point at which public transport is available that would enable the journey to be undertaken without leaving home before 07.30 or returning after 22.00.
- e) Reimbursement at a private car mileage rate shall be permitted where it is necessary for the member to use a car because she/he is unable to use public transport for medical or similar reasons.
- f) Reimbursement at a private car mileage rate shall be permitted where it is necessary for the member to use a car in order to convey items on behalf of SCfD that are of such a size or weight that carriage by public transport would clearly be an unreasonable requirement.
- g) The private car mileage rate should be based on the marginal cost of operating a car and the costs of insurance, road fund licence, roadside assistance, servicing, repairs or other costs that are not related directly to the distance travelled shall be excluded from such calculation. Also, standard consumption of one litre per six miles shall be assumed - with a reasonable estimation of fuel costs at the date of travel - and such allowance should be deemed to include consumable oils, tyre wear and similar costs based on distance travelled.
- h) Taxi fares shall be reimbursed only where there is a time imperative to move between SCfD activities or such use is essential to avoid leaving home before 07.30 or reaching home after 19.30 or bulky/heavy items need to be conveyed and no private car is available. Such fares shall be used only for travel between venues and nearby public transport hubs, or between two venues with SCfD involvement at both of them with no reasonable public transport link available. **Amendment by DP that the Board be empowered to amend the levels of payment.**

**Seconded. Motion passed as amended.**