



Minutes of the Twenty Third Annual General Meeting of Primary Care Respiratory Society

The twenty third annual general meeting of the Primary Care Respiratory Society was held on Friday 22nd September 2023 between 14:00 and 14:30hrs at the Telford International Centre, Telford.

The meeting was chaired by Professor Martyn Partridge, chair of the trustees of the society. In attendance were Katherine Hickman chair of the PCRS Executive and Tricia Bryant, company secretary and executive director of the society. There were 47 attendees at the meeting of which 27 were formal members and two proxy votes were received and the meeting was declared quorate.

Professor Martyn Partridge welcomed everyone to the meeting and introduced fellow trustees. Paul Stephenson, Tak Matsuda, and Richard Walker who were present at the meeting.

Steve Holmes from the PCRS Executive and Education Committees presented a tribute in memory of Iain Small who had contributed 20 years of service to PCRS prior to his death earlier in the year.

Katherine Hickman highlighted there were 310,000 webpage views and 50,000 downloads along with 610,000 twitter impressions in 2022. She presented data on the number of members, and the activity and engagement during the accounting period. She also highlighted the sphere of influence through our policy and representation work. It was noted that membership numbers had declined recently and exit-surveys revealed this is mainly due to retirement and cost of living issues.

Tricia Bryant reported that the trustees of the charity had made the difficult decision to transfer ownership of npj: Primary Care Respiratory Medicine journal to the International Primary Care Group as it was no longer in a position to support the journal given its financial burden. The trustees were confident that the journal would be in safe hands with IPCRG and PCRS would continue to support the journal as the official journal of the society. Contractual negotiations are in progress.

The accounts and report of the directors for the period of 1st January 2022 to 31 December 2022 were presented to and received by the membership. Tricia Bryant highlighted the importance of the conference to the organisation's sustainability and the ongoing challenge of funding. The sponsors of the organisation were thanked for their support.

Tricia Bryant outlined the Society's priorities for 2023 and 2024 including providing more resources for members, increasing engagement of the generalist audience via regional meetings, launch of new campaigns and projects. She reported on a recent meeting held with the trustees and all committee members to develop the business plan for 2024.

Professor Partridge acknowledged the work of the committees and all the teams involved in support of the organisation.

The following resolutions were approved:

1. To review the achievements of the Company in 2022, its business activities in 2023 and plans for 2024.
2. To receive the Company's accounts and reports of the directors and accountants for the period of 1st January 2022 to 31 December 2022.
3. To consider and, if thought fit, to pass the following ordinary resolutions:
 - A. To re-elect Vikki Knowles as trustee.
 - B. To re-elect Tak Matsuda as a trustee


Primary Care Respiratory Society

- C. To re-elect Richard Walker as trustee
 - D. To appoint Price Bailey as independent examiners to the charity until the completion of the next annual general meeting of the Company at which accounts are laid and to authorise the trustees to fix their remuneration.
4. To consider and, if thought fit, to pass the following special resolutions:
- A. To amend section 3 of the organisation's articles of association from "*The charity shall hold an annual general meeting each year in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Charity and that of the next. The annual general meeting shall be held at such times and places as the trustees shall appoint. All general meetings other than annual general meetings shall be called extraordinary general meetings.*"
To "*The charity shall hold an annual general meeting each year in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Charity and that of the next. The annual general meeting shall be held at such **times and places or via electronic means** as the trustees shall appoint. All general meetings other than annual general meetings shall be called extraordinary general meetings.*"
 - B. To amend section 8 of the organisation's articles of association from "*Every notice calling a general meeting shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an annual general meeting, shall specify the meeting as such. If a special resolution is to be proposed, the notice shall contain a statement to that effect.*"
To:
*" Every notice calling a general meeting shall specify the time and place of the meeting, **or in the event of the AGM to be held via electronic means, the video conferencing access details,** the general nature of the business to be transacted and, in the case of an annual general meeting, shall specify the meeting as such. If a special resolution is to be proposed, the notice shall contain a statement to that effect."*

By order of the Trustees
A registered Charity (Number: 1098117)



Tricia Bryant
Company Secretary
September 2023

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