

**MINUTES OF ANNUAL GENERAL MEETING of the FSRH  
28 June 2018**

Minutes of the General Meeting of the Faculty of Sexual and Reproductive Health Care of the Royal College of Obstetricians and Gynaecologists held at The Faculty of Sexual & Reproductive Healthcare of the Royal College of Obstetricians & Gynaecologists, 27 Sussex Place, London, NW1 4RG

The business commenced at 10:30. Dr Kasliwal, President of the FSRH welcomed all those present to the Annual General Meeting of the Faculty of Sexual and Reproductive Healthcare of the RCOG. AK explained that to be quorate there needed to be 20 voting members either in person or by proxy. She explained that this year this had already been reached having received 291 votes online. The new online voting system was introduced recently, which is all part of the Faculty's modernisation.

**1. Minutes of 2017 AGM**

Minutes were approved with no amendments.

**2. Special Resolution**

Dr Kasliwal read the notice as follows:

That the articles of Association of the Faculty be amended as follows:

In Article 19:

(i) Delete "and" at the end of 19.3;

(ii) In Article 19.4 delete "or be appointed as a Trustee." and add at the end "; and"

(iii) And new Article 19.5 as follows:

"will not be disqualified from appointment as a Trustee pursuant to Article 63.4 or 63.6 by virtue of being an Honorary Fellow."

In favour: Proxy results were 222 in favour, 13 against

Present were 21 in favour, none against

This was passed.

**3. Report and Accounts****To receive the Directors' report and audited accounts for the year ended 31 December 2017.**

AK presented on the key achievements of the FSRH during 2017. Appended. She thanked all those involved in delivering such impressive work to support high standards of care in sexual and reproductive health. In particular she highlighted and thanked those involved in the work of the Clinical Effectiveness Committee, the relaunch of the Journal (now BMJ SRH) and the revamped events. She also praised the External Affairs Team and relevant Officers/media spokespeople for the increasingly high profile of the FSRH externally and the executive leadership for the ongoing 'modernisation' of the FSRH.

Jane Hatfield, FSRH CEO, reported on the finances on behalf of the Treasurer. She highlighted that it had been a positive year for finances overall; there was an operational deficit before investment gains, but that improved significantly after the investment gains and the result was £40,000 better than budget. She pointed out that although trustees had agreed on use of reserves for 'one off' expenditure, the modernisation of the Faculty had mostly been achieved without using money from the reserves partly because it has resulted in savings due to more efficient ways of

Core-income is membership subscriptions and registration, which generated £1.7 million of income and was 2% above budget; membership renewals were 91%.

At the end of 2017 there was unrestricted and undesignated reserves of £6.1 million. The reserves are high because the Faculty does not have its own premises and it has always been felt important to have fairly high reserves to have security around the possibility of buying a building or freehold. This is being reviewed with the Board of Trustees. The intention is to move in with the RCOG to their new building in Union Street in Dec-2019 as a tenant and it is not the Faculty's intention to buy a freehold. Trustees will then advise about the use of some of the reserves, such as one-off pieces of work that help with our longer-term strategy which is currently being reviewed.

Jane Hatfield thanked the staff and Officers and everyone involved in maintaining performance and diversify the Faculty's income, at a challenging time within the NHS.

Asha Kasliwal thanked Jane Hatfield for contribution over the year.

#### **4. Appointment of Auditors**

AK explained that this was to authorise the Directors to appoint auditors and to fix their remuneration.

Jane Hatfield explained that the Faculty have been through a tendering exercise, with the Treasurer and Director of Finance, to select a new firm of auditors after a number of years with BDO. Three firms were interviewed and all were very impressive. However, Crowe Clark Whitehill LLP were chosen on the basis of their 'additional' services including a review of TAX and IT systems and their understanding of the non-profit sector.

In favour: Proxy results were 227 in favour, 13 against  
Present were 21 in favour, none against

This is passed.

#### **5. Council Elections**

To elect Council members in accordance with the ballot, to confirm the election of Dr Hilary Natusch and Dr Lucy Michie as the new Member/Fellow representatives on Council following an election carried out by Electoral Reform Services.

In favour: Proxy results were 238 in favour, 3 against  
Present were 21 in favour, none against

This is passed.

Dr Kasliwal congratulated Dr Natusch and Dr Michie on their election.

This ended the AGM and Dr Kasliwal thanked everyone for attending or proxy voting.