

Institute of Health Promotion and Education

Minutes of the 49th Annual General Meeting held on 28 November 2012 in London

Apologies

Apologies were received from Stephen Palmer, Fiona Blinkhorn, Sylvia Tilford, Angela Scriven, Derek Attwood, William Griffiths, Maureen Collins, Ron Rossington, Mary George, Vivian Edwards, John Clark, Angela Williams, Jeff Manion, Sylvia Cheater, J Braithwaite, David Ellis, Richard Willis, David Bridge, Elaine Tilling.

1. Welcome by the President

The President, Chitta Choudhury, welcomed everyone to the meeting at the Directory of Social Change, 24 Stephenson Way, London.

2. Minutes of the 48th Annual General Meeting

Anthony Hawkes proposed to the minutes were a true and accurate record. Kathy Lewis seconded. The minutes of the AGM in 2011 were agreed unanimously and accepted.

3. Matters arising

No matters arising were reported.

4. To receive and consider a report of the Council of the Institute for 2011-2012

A copy of the 2011-2012 annual report was received at the AGM for consideration. No questions were raised.

5. To receive and consider a Financial Report and the audited statement of Accounts of the Institute for 2011

The audited statement of Accounts of the Institute for 2011 was received and the following points were raised by the Treasurer.

- 5.1 The Profit and Loss Account, Balance Sheet and Notes to the Account were, as is customary, provided separately.

The Institute's income received decreased in 2011 from £16,969 to £15,873 as a result of a decrease in membership subscriptions, however there was also reduction in expenditure. Expenses for 2010 were £18,767. The overall shortfall was therefore £2,825.

The Treasurer reported that the more important part of the accounts is where it summarised what came out and what went in. It was noted that in previous years the financial situation had become increasingly worse, up until last year it had followed a pattern of increased costs of the journal and a decrease in membership.

However this was not relevant for 2010 to 2011, as the publication of the journal was now done in partnership with Routledge, and there was an outstanding income yet to be received of £7,000 from 2011. It had now been received and consequently the Institute was already £4,000 up for 2012. So we are already in a much better financial position.

- 5.2 Questions arose from Ian Wood as to how many members IHPE currently had. The Treasurer responded that this was around 320 members. Ian Wood enquired as to have this

compared to previous year. Tony Hawkes responded that there was a small decline in members. The Honorary Secretary confirmed that the drop was less than 10% and in contrast much better than other similar membership organisations that were reporting 20 - 30% reduction in membership numbers. Ian Wood also enquired as to the domain of membership and whether it was only UK based. The Honorary Secretary responded that it was also open to international memberships which currently comprised approximately 11%. The Treasurer noted that one of the main benefits of becoming an IHPE member was the increase to your professional career.

Chitta Chowdhury enquired as to whether the expenditure was less over the past year compared to previous years. The Treasurer responded that the Council had kept expenditure to a minimum as a way of example Council use of telephone conferences for Council meetings which significantly reduced cost.

The President thanked Tony Hawkes for his professional help as Treasurer and noted that he had announced retirement due to health reasons and that the Council were currently looking for a IHPE member to fulfil the Treasurer position.

6. To receive and consider a report of the Editor of the International Journal of Health Promotion and Education

Unfortunately, the Editor of the IJHPE was not able to attend the AGM. The report was reported as per the Journal inclusion.

7. To receive a report on the setting up of the company limited by guarantee and charity registration

The Honorary Secretary reported back to members on setting up of the new entity for IHPE with the following statement;

“As you may recall, the membership voted in favour to register the Institute of Health Promotion and Education as a company limited by guarantee with Companies House. This decision was taken to enable the Council to offer members greater protection of the Institute’s assets, including for way of example the copyright of the International Journal of Health Promotion and Education. Extensive work has been undertaken by the Council to ensure we fulfil our members’ wishes to change the legal status to a company limited by guarantee.

To this end, the Council has employed Blake Laphorn Solicitors to update the Institute's current constitution in line with the statutory requirements of the Companies Act 2006 and subsequent charity requirements. It became apparent during this process that if the Institute wanted to retain its founding objects, then the charity would need to utilise a charitable constitution rather than the format for a non charitable company (which is not legally required to state its objects). To this end the Institute will now be registered with Companies House as a charitable company limited by guarantee and also with the Charity Commission.

The articles for the Institute are nearing their final draft and will be circulated to all members of the Institute. The articles mirror the existing constitution, with as minimal changes as possible while updating them to reflect the new legal requirements. A small number of additional changes were also made, as way of example to the membership criteria to ensure greater representation of members engaged in health promotion e.g. to include

those who work in a voluntary capacity or -as part of their professional duties e.g. doctors, dentists, dietitians, nutritionists, psychologists etc, and ensuring greater stability on the governing body/council by clarification of tenure and responsibilities.

The key changes to note are;

- Members will also require an appropriate professional qualification in a field relevant to health as determined by the Council.
- Members must be engaged in health promotion, either voluntary or employed
- Change to tenure for ordinary Council members can now serve two terms of office
- the removal of clause 18 which provides disciplinary powers over members. This will now be a bye-law.

The membership to the new company will run in parallel with the current membership until the transfer of assets from the existing structure takes place to the new company limited by guarantee.

Members will shortly receive their membership renewal forms and they will be asked to sign confirming that they agree to become a member of the new company, along with a copy of the new articles and a summary outlining the key points.

Effectively this means that members will become a member of both Institutes of Health Promotion and Education until the transfer to the new company is complete and the old Institute dissolved.”

Questions arose from the floor as to how this might affect the funding of the Institute. The Honorary Secretary responded that funding to an unincorporated body not registered with the Charity Commission was hard, and that in many instances such funding would have to go through another registered charity for it to become feasible for Institute to receive such funds. Therefore, one advantage of registration would be so that IHPE could apply for government funding without an intermediary.

Chitta Chowdhury asked members if they had any ideas for funding to get in touch with the Council. Dennis Bury suggested that IHPE set up a subcommittee for such purposes. The Honorary Secretary confirmed such was feasible under the governing document.

John Lloyd sought clarification on the tenure for Council members to transfer. The Honorary Secretary explained that this was currently open until such time the Council decided to dissolve the current Institute and request permission from members to do so in which case they transfer all remaining funds etc in accord with the governing document.

The President noted that the Institute needed to capitalise on the legal status for funding opportunities, and thanked Kathy Lewis, The Honorary Secretary, for the hard work on setting up the company. Chitta added that the beauty of the Institute was the name ‘Institute’ and this could be used to apply for research funding for way of example.

8. **Appointment of Independent Examiner of Accounts (Resolution 1)**

Seven members present at the meeting voted in favour of reappointing Milner Boardman Ltd, Chartered Accountants, as the independent Examiners of the Accounts. One member abstained. Fifteen proxy votes in favour of this resolution were received. One proxy vote appointed the Chairman to vote. The President voted in favour on their behalf. No votes against were received. A total of twenty three votes were in favour. Motion carried.

9. **Officers of the Institute for 2012/2013**

The Honorary Secretary announced that Ian Wood had been duly elected as the Newsletter Editor. However, the post for Treasurer had not been filled during the election and Council would need to appoint a casual vacancy during the year to fill the vacant position.

In addition, position of President Elect had not been filled by election and Chitta asked for expressions of interest. The Honorary Secretary noted that she had received one expression of interest however she confirmed that casual vacancies could not be filled during an AGM ie no additional election could take place, but vacant positions could be filled at the next Council Meeting as casual vacancies. It was agreed that the Honorary Secretary would write to those who had declared an interest and ask them to consider the honorary position to become President Elect in the following year as a casual vacancy.

The Honorary Secretary also reported that in addition to the election for these three Officer positions, there was now an additional Honorary Officer post which had recently become vacant. Unfortunately, Fiona Blinkhorn, Editor for the IJHPE, had resigned from the Council after the commencement of the election, due to a recent work promotion and was no longer able to fulfil the post of Editor. Council had agreed to fulfil the Journal Editor post as a casual vacancy in the interim with Siobhain O’Riordan, who had been the News Editor for the Journal, until the election so as not to disrupt the Journal publication. This post was not formally filled at the AGM and would be up for election next year. In the meantime, Council would be asked to continue to fill on a casual vacancy basis.

The President, Chitta Chowdhury, would now stand down as President following his two year tenure and passed the Chair over to the President Elect. Unfortunately, the President Elect had not attended the AGM and thus it was not feasible for a formal handover to take place. Chitta Chowdhury remained Chair for the remainder of the Annual General Meeting, as constitutionally required.

Honorary Vice President

It was agreed that the Hon Vice Presidents would remain as duly elected for next year. It noted that Honorary Vice President should be elected each year. It was suggested that speakers from the 50th Anniversary Parliamentary Reception could be invited to consider becoming an Honorary Vice President at next year’s AGM. These included Raman Bedi, Former Chief Dental Officer for UK who had a reputation for raising monies, Professor Nutbeam, Dean at Southampton University, who is held in high esteem for his reputation and influence on health matters, Mike Kelly, Director from Nice and Mike Rayner, Director from British Heart Foundation Health Promotion Unit who was well known in health promotion for nutrition. Chitta Chowdhury stated it would be fortunate for IHPE to invite them and offered to write to Raman Bedi and Professor Nutbeam.

The Council for 2012/2013

Immediate Past President	C Chowdhury, BDS, DND, PhD(Japan), FFD RCS (Ire), FRSH, MIHPE
President	A Scriven, BA(Hons), MEd, Cert Ed, FRSPH, MIHPE
President Elect	Vacant
Honorary Vice Presidents	A C Butterworth, CBE, MSc, PhD, RMN, RGN, RNT, DN, FRCN, FRS, FMA S J Palmer, PhD, CPsychol, CSci, CBiol, MIBiol, FRSH, FRIPH, FISMA, FRSA, Hon FIHPE

	B Qureshi, FRCGP, MRCPCH, MFFP(RCOG), AFOM(RCP), Hon MAPHA, Hon FRSH
	C D Spielberger, BS, MA, PhD, ABPP
Honorary Secretary	K Lewis, BCapSc, R Nutr, MBA, MSc, MCIM, FRSA, MIHPE
Honorary Treasurer	Vacant
Honorary Editor of the Journal	Vacant
Honorary News Editor	I Wood, BA(Hons), Dip.AD, FCIM, MIHPE

Members of the Council for 2012/13

Charlotte Jeavons was elected to the Council as an ordinary member. Chitta Chowdhury was now Past President and remained on the Council as an Ordinary Member for a handover period of one year.

It was noted that there were no vacancies remaining for Council members for 2012/2013.

C Chowdhury, PhD, MPH, FFDRCS, BDS, DND, FRSPH, MIHPE
M Forshaw, BSc (Hons), PhD, CPsychol, CSci, AFBPsS, FRSPH, MIHPE,
J Lloyd, B.Ed, M.Ed, PhD, Cert Ed, MIHPE
S Tilford, BSc(Hons), MA, PGCE, PGDip HE, MIHPE
D Attwood, BDS MPH, PhD, FIHPE
I Evans, MA, MIHPE
R Cross, RN, BSc(Hons), MSc, PGCHE, MBPsS, MIHPE, FHEA
C Jeavons, MPH, BSc, CiLT, RDN, HEA, MIHPE

10. **Any other business**

- The President paid particularly thanks to Fiona Blinkhorn for her outstanding work on the Journal and its smooth transition from IHPE production to Routledge, particularly when the number of issues had significantly increased, to Stephen Palmer in his support during his handover year to see through such enormous change for the Institute with the Routledge contract, to Dr Vasani for his work on the Newsletter, along with Pat Davies and Helen Draper for all their work to keep the Institute's day to day operations running.
- Thanks were also paid to all the sponsors of the Parliamentary reception which made it such a successful event.
- John Lloyd expressed thanks to Tony Hawkes, and commented on the success of the LinkedIn group.
- Lara Fox also expressed her thanks for the excellent International Journal of Health Promotion and Education.

11. **Date of next meeting**

Details of the next AGM will be announced in the International Journal and on the Institute website. It was anticipated it would revert to an earlier date next year, as in previous years it had usually been midyear, however it had been held later due to the 50th anniversary celebrations at the Palace of Westminster. The meeting closed at 4.55 pm.