



**AGM**  
**21<sup>st</sup> June 2014**  
**Minutes**



The Friends Meeting House,  
173-177 Euston Road, London, NW1 2BJ  
Saturday 21st June 2014.



# The Oesophageal Patients Association

Making cancer easier to swallow

1. The Meeting opened at 10.30am with an introduction and welcome by David Holden on behalf of the London Branch followed by an introduction of Guest Speakers Professors Hanna, Mughal and Mason and Krishna Moorthy Senior Lecturer and Consultant Surgeon, Imperial College, London and talks by Speakers
  - Looking forward to the next 10 years in Oesophago – Gastric Cancer Treatment
  - Krishna Moorthy – Oesophago – Gastric cancer – quality improvement project
  - Q&A SessionThe OPA DVD was shown and is now available to OPA branches This was followed by a talk by Macmillans, a Raffle & Auction and a buffet lunch
2. The formal AGM hosted by John Talbot, Chairman was held from 2pm to 2:15pm
  - Amendments to the constitution
    - Proposal of Committee – change the constitution in accordance with the table overleaf. This was agreed by the meeting
    - Note that the changes requiring Charity Commission approval have received such approval
  - Appointment of Committee Members
    - Proposal of Committee – appoint the following Committee Members ; Trustees highlighted as such. All elected Trustees were in attendance and the

three new Trustees , David Heyes , Lorraine Ruddle and Haward Soper introduced themselves briefly to the meeting. This was agreed by the meeting and the Secretary instructed to file accordingly with the Charity Commission

<b>NAME</b>	<b>ADDRESS</b>
John Talbot <b>(Chairman)</b>	4 Church Lane, Great Gonerby, Grantham, NG31 8JU
The Rt Hon David Heyes MP <b>Trustee</b>	17 Partridge Road, Failsworth, Manchester M35 9NW
David Holden <b>(Trustee and Interim Treasurer)</b> Until 30 <sup>th</sup> June	58 Park Road, Watford, Herts, WD17 4QN
Haward Soper <b>(Trustee and Secretary)</b>	Flat 4/5 De Montfort Court, 2 Stoneygate Road, Leicester LE2 2AB
Barry Moorefield <b>(Trustee)</b>	2 Baker Road, Weston Point, Runcorn, Cheshire, WA7 4HU
Lorraine Ruddle <b>(Trustee)</b>	Address to come
Dr Jane Darnton <b>(Clinical Adviser)</b>	57 Lee Crescent, Edgbaston, Birmingham B15 2BJ
David Kirby OBE <b>(President)</b> & Daphne Kirby	16 Whitefields Crescent, Solihull, West Midlands, B91 3NU

- Appointment of Independent Examiner  
Proposal of Committee – appoint Tony Mills as Independent Examiner. This was agreed by the meeting and Tony’s generous offer to do this work pro bono , for no fee , was noted with gratitude
- Submission of the Examined accounts. David Holden took the meeting briefly through the accounts and these were approved and will be filed with the Charity Commission along with the 2014 Annual Return

3 Coordinators Meeting 2:15pm to 4pm

- Raising the profile of the OPA – open discussion moderated by John Talbot
  - i. walking the wards and getting CNS’s to introduce the OPA
  - ii. branch leaflet. John Talbot distributed a branch leaflet for Grantham and a template for other branches for coordinators to distribute in their regions to help new patients find the OPA
- Finance – David Holden – David reminded coordinators of the need for
  - i. Keeping accounts
  - ii. Audit / independent examination
  - iii. 31<sup>st</sup> March deadline for return of financial data to the Treasurer
- Update on logos , literature , and dropbox – Maggie reminded all that access to this material was available to all those with opa.org email addresses

Fundraising – Jacqui . We recognise that fundraising is our immediate priority as we have experienced two years of deficit and reserves are falling accordingly.

1. There is a funding deficit of £21,000 and we are aiming to raise £100,000 in 2014
  2. OPA has traditionally fundraised from charitable trusts but needs to expand fundraising strategy as trusts have suffered badly in the recession
  3. We are working to raise the profile of the charity and introducing other methods of fundraising.
  4. Events. Encouraging people to take part in or organise events is starting to bring in funds and has been a general growth area of fundraising during the recession
  - 5 The OPA can offer sponsorship opportunities to the corporate sector
  6. The importance of 'local' to local people - local fundraising for charities has benefitted during the recession for support from local people
  - 7 We will help and advise regional groups on fundraising
- Please check with HQ before approaching charitable trusts

- Insurance – Haward advised all that the OPA does cover volunteers by insurance but that volunteers must ensure that we know and approve of what they are doing. A note to all coordinators is attached to these minutes as Annex A
- Data issues
  - i. Database – administration – Maggie
  - ii. OPA email addresses – best practice – Haward – it is better that Trustees and coordinators use opa.org email addresses
  - iii. Coordinators role in database. Haward is leading a database review project and wants coordinator involvement because the key to database usefulness is Head Office / branch communication. We need to determine who inputs what , where data is held , what can be transmitted as well as ensuring that both Head Office and branches are able to use the database effectively to communicate with members. Lorraine Ruddle asked that we remember that coordinators need to be able to communicate directly with members and Haward agreed that this is vital
  - iv. Data Protection issues – awareness session – Haward reminded all coordinators of the sensitivity and confidentiality of the data we hold on members. There are no major concerns on this issue but with changes to coordinators and Trustees we must be careful to ensure that data is held in OPA control and in accordance with the purposes we tell patients we hold it for

<b>Proposed amendments to constitution</b>		
NB – not all changes are marked in red. Some are		
Article	As is	Proposed
none		<p><b>New Para:</b></p> <p><b>1) Definitions:</b></p> <p><i>Relevant Conditions</i> means oesophageal or gastric cancer, or other impairment, related conditions or after-effects associated with the gastrointestinal (GI) tract.</p> <p><i>Treatments</i> means Upper Gastrointestinal (Upper GI) tract surgery, or other medical treatments for Relevant Conditions, including after-effects of such treatments</p>

2 (a)	<p><b>2) Objects</b></p> <p>1) To alleviate physical or mental distress of persons with oesophageal and gastric cancer, the family and friends of persons with oesophageal and gastric cancer and persons bereaved through oesophageal and gastric cancer.</p> <p>2) To provide education about oesophageal and gastric cancer to persons with oesophageal and gastric cancer, the family and friends of persons with oesophageal and gastric cancer, persons bereaved through oesophageal and gastric cancer and members of the public at large.</p>	<p><b>Objects</b></p> <p>1) To alleviate physical or mental distress of any persons affected in any way by the Relevant Conditions and Treatments.</p> <p>2) To provide education to those affected, and to the general public, about the Relevant Conditions and Treatments.</p> <p>3) To promote, encourage, collaborate with, and provide funding for research projects associated with Relevant Conditions and Treatments</p>
2 b (2)	<p>In furtherance of the above object, but not otherwise, the OPA may:</p> <p>1 Relieve the need and distress of the families and friends of people with oesophageal and gastric cancer</p> <p>4 Provide information and guidance about oesophageal and gastric cancer</p> <p>6 Undertake, execute, manage or assist any charitable trusts which may lawfully be undertaken, executed, managed or assisted by the OPA</p>	<p>In furtherance of the above object, but not otherwise, the OPA may:</p> <p>1 Undertake any lawful activities to relieve the need and distress of patients, families and friends affected by Relevant Conditions and Treatments.</p> <p>4 Provide information and guidance about Relevant Conditions and Treatments</p> <p>6 Undertake, execute, manage or assist and collaborate with any charitable organisations in activities that may lawfully be undertaken, executed, managed or assisted by the OPA in furtherance of the OPA objects.</p>
3	<p>(a) The Membership of the OPA shall be open to all persons who have or have had a form of oesophageal/gastric cancer or other oesophageal impairment, or who are interested in actively furthering the objects of the OPA. A full member is one who has provided information pertaining to their own or a relative/friend's experience of oesophageal and gastric cancer or of oesophageal surgery for reasons other than cancer</p>	<p>The Membership of the OPA shall be open to all persons who have been affected by, or who are knowledgeable about, the Relevant Conditions and Treatments, or are interested in actively furthering the objects of the OPA, and whose details are entered in the records of the OPA.</p>
4	<p>(a) The OPA shall be managed by a General Committee (hereinafter called the Committee) consisting of a Chair, Treasurer and Secretary and not more than 8 other members elected at the Annual General Meeting of the OPA in accordance with clause 5 hereof</p> <p>(b) In addition to members elected at the AGM, the Committee may co-opt further members who shall be full members of the OPA and who shall serve until the conclusion of the next AGM after co-option, provided that the number of co-opted members does not exceed one third of the total number of members of the Committee. Co-opted members shall be entitled to vote at the meetings of the Committee</p> <p>(d) Any member of the Committee shall cease to be a member thereof on the passing by a two thirds majority of a resolution of the Committee requiring that person to cease to be a member of the General Committee, provided that no such resolution shall be passed unless the member in question and all other members of the General Committee have received not less than fourteen days' notice in writing of the of the proposed resolution</p>	<p>(a) The OPA shall be managed by a General Committee (hereinafter called the Committee) consisting of a Chair, Treasurer and Secretary and not more than 8 other members elected at the Annual General Meeting of the OPA in accordance with clause 5 hereof. <i>The members of the Committee shall act as Trustees.</i></p> <p>(b) In addition to members <i>elected as Trustees</i> at the AGM, the Committee may co-opt further members who shall be full members of the OPA and who shall serve <i>as Trustees</i> until the conclusion of the next AGM after co-option, provided that the number of co-opted members does not exceed one third of the total number of <i>Trustees</i>. <i>Co-opted Trustees</i> shall be entitled to vote at the meetings of the Committee.</p> <p><i>Attendance at Committee meetings may include advisors and other persons whose experience may further the objects of the OPA, subject to voting rights being restricted to Trustees</i></p> <p>(d) Any member of the Committee shall cease to be a member thereof on the passing by a two thirds majority of a resolution of the <i>Trustees</i> requiring that person to cease to be a member of the General Committee, provided that no such resolution shall be passed unless the member in question and all other members of the General Committee have received not less than fourteen days' notice in writing of the of the proposed resolution</p>
5	<p>New provisions</p>	<p><i>(d) If an employee of the OPA is elected to any position on the Committee, that employee shall not act as a Trustee unless consent is obtained from the Charity Commission</i></p> <p><i>(e) The Annual General Meeting may elect people to other positions such as Patron, President, Medical or Clinical Advisor or other position as they see fit from time to time, and for such period of time as they judge fit. Unless separately elected as Trustees, such appointments shall not carry the responsibility of Trustee.</i></p>

		(f) If the Annual General Meeting does not, for any reason, elect a person to fill one or more of the posts of Chairman, Treasurer or Secretary, the Committee may elect a person to fill the post(s) concerned, either from their number or from a person co-opted to the Committee.
6 (c)	The accounts shall be audited at least once a year by the auditor or auditors appointed at the Annual General Meeting	The accounts shall be audited or independently examined at least once a year by the auditor or auditors or independent examiner appointed at the Annual General Meeting

## Annex A

### Insurance coverage for volunteers

The OPA holds insurance which covers volunteers and Trustees as if they were Employees. Any person who is a voluntary helper whilst working under our control on OPA business is covered by our Employers Liability policy which protects them in respect of injury disease or illness for which the OPA is legally liable. Similarly the public is protected against injury caused for which we are liable under our Public and Products Liability Policy. Insurance certificates are available.

It is important for volunteers to ensure that they obtain OPA permission to work on our behalf and we have a procedure in place to ensure that this can be done easily. For coordinators and Trustees there is no special process but for other activities , especially fundraising , it is very important that the OPA is provided with full detail of the activity and acknowledges that you have our permission to carry it out on our behalf. **Our insurance policies have limits on the types of activity covered so it is important that we know what is proposed in advance. Almost all activities are covered but , for example , we are not covered for**

- **Events where combined numbers of spectators and entrants exceeds 1000**
- **Events outside the UK**
- **Third party organised events**
- **Events involving weapons , fairground ride type devices , animal rides , ballooning , parachuting and the like , go karting , quad biking motor sports , bungee jumping**
- **Professional sports teams or people**
- **Exhibitions valued at more than £250000**
- **Racing or time trials unless on foot**
- **Activity involving watercraft**

**IF IN DOUBT CHECK : ASK THE SECRETARY**