

19 November 2021

Dear Member,

**Notice of 71<sup>st</sup> Annual General Meeting of Members, 14 December 2021, 5.45pm**

I am writing to invite you to attend the Annual General Meeting of Members to be held at the Epilepsy Society, Chesham Lane, Chalfont St Peter, Buckinghamshire, SL9 0RJ, in the Meeting Room, Kent House, at 5.45pm.

The meeting will also be held remotely via Zoom. Please see below details on how to join the meeting remotely:

- Go to [www.zoom.us](http://www.zoom.us)
- Click on 'Join Meeting'
- Enter Meeting ID: 868 2107 3768
- Enter Passcode: 303030

Please find enclosed the Agenda for this meeting and minutes from the 70<sup>th</sup> Annual General Meeting. If you are unable to attend the meeting please could you play your part by voting on the resolutions by way of the enclosed Proxy Form.

A copy of the Annual Report and Accounts are available by request via the Company Secretary.

Thank you for your support.

Yours faithfully,



**Angela Alabi**  
Company Secretary



## **ANNUAL GENERAL MEETING**

**On 14 December 2021 at 5.45pm**

### **NOTICE**

### **AGENDA**

1. Introduction and Chairman's Report by Peter Worthington.
2. Receive Minutes of the seventieth Annual General Meeting.
3. Receive Annual Report and Accounts and Auditor's Report thereon for the financial year ended 31 March 2021.
4. Re-appoint Crowe U.K. LLP as the Society's auditors until the next Annual General Meeting and to authorise the Trustees to fix their remuneration.
5. Consider an ordinary resolution to appoint the following individuals who have been recommended for election by the Board under s39(a) of the Articles as Trustees of the Society:
  - a. Andrew Gosling
  - b. Andrew Gray
6. In accordance with s38 of the Articles, consider a resolution to re-elect the following individuals:
  - a. Peter Goodfellow; and
  - b. Deborah Wheeler;
7. Questions from the floor.
8. Closing remarks.



**MINUTES OF THE SEVENTIETH ANNUAL GENERAL MEETING FOR THE EPILEPSY SOCIETY  
HELD REMOTELY VIA BLUEJEANS AT 2PM.**

*(Registered in England and Wales with company number 00492761)*

**For details of Members and Trustees present, please refer to the attached schedule.**

- 1 The Chairman opened the seventieth Annual General Meeting of the Epilepsy Society and welcomed everyone to the meeting.

It was noted that a quorum was present, and the meeting agreed to take the Notice of the AGM as read.

The Chairman provided an overview of the past 12 months of the Society. He praised the Society for its many achievements highlighting the following in particular:

- The leadership of the medical and care teams, their strenuous efforts to keep all those the Society supports safe and the introduction of exemplary codes of practice
- Ensuring that there was sufficient PPE and testing availability despite the lack of Government provision
- The recruitment drive to enhance the social care team
- The use of Sir William Gowers Assessment Unit as an isolation location
- Defining the three strategic pillars of the Society - Advocacy, Care and Research

- 2 The meeting noted the Minutes of the last (sixty-ninth) Annual General Meeting.
- 3 The Treasurer of the Society presented the Annual Report and Financial Accounts for the year ended on 31 March 2020.

The Treasurer highlighted the achievements during 2019/20 which included over £1.5m invested into the Society's research programme, 200 whole DNA genome sequences analysed and 900 personal patient plans delivered.

He explained that during the year the Society generated a deficit of £2.1m compared to a surplus of £10.1m in 2018/19. It was noted that the 2018/19 results were enhanced as a result of a one-off accounting profit of £10.1m from the sale of a small part of the estate to Audley Developments.

The Treasurer pointed out that the year had been relatively successful with continued good stewardship of funds however the Society now faced an unprecedented economic and political environment which had accelerated the need to find ways to secure long term financial health which will allow it to invest in research at a level that is needed and provide services that people with epilepsy both at Chalfont and across the UK can benefit from.

- 4 The Chairman proposed as an ordinary resolution to re-appoint Crowe U.K. LLP as the Society's auditors until the next Annual General Meeting and to authorise the Trustees to fix their remuneration.

The resolution was put to the meeting and carried.

- 5 The Chairman proposed as an ordinary resolution in accordance with s67(c) of the Articles to re-elect, as Trustees, the following individuals who retire by rotation:
- a. James Hagan;
  - b. Richard Murley;
  - c. Madani Sow; and
  - d. Stephen Smith

The resolution was put to the meeting and carried.

The meeting noted the retirement of Christopher Blue.

- 6 The meeting noted the appointment of Richard Murley as the new Vice Chairman of the Society pursuant to s37 of the Articles.
- 7 The Chairman asked if those present had any questions.

In response to a question the Treasurer explained that there were ambitious plans for research spend.

- 8 The Chief Executive Officer highlighted the overwhelming support the Society had received from across the country.

The Chairman thanked all those present for attending the meeting.

There being no other business the Chairman declared the meeting closed at 2.30pm.

**Confirmed as a true and correct record:**

.....  
Chairman

.....  
Date

**Schedule of Trustees and Members in Attendance**

Kendall R	Member
Porter H	Member
Worthington P	Trustee (Chairman)
Alcock C	Trustee
Blue C	Trustee
Farrell A	Trustee
George A	Trustee
Goodfellow P	Trustee
Hagan J	Trustee
Murley R	Trustee
Stone M	Trustee
Wheeler D	Trustee



## Proxy Form

I/We (name in full) .....

Of .....

hereby appoint the Chairman of the Meeting or ..... (delete as appropriate) as my/our proxy to attend, to speak and to vote at the Annual General Meeting of the Epilepsy Society at the Epilepsy Society, Chesham Lane, Chalfont St Peter, Buckinghamshire, SL9 0RJ, in the Meeting Room, Kent House, on 14<sup>th</sup> December 2021 at 5.45pm and at any adjournment thereof. The meeting will also be held remotely via Zoom.

	Ordinary Business – Ordinary Resolutions	FOR	AGAINST	ABSTAIN
1.	Consider an ordinary resolution to re-appoint Crowe U.K. LLP as the Society's auditors until the next Annual General Meeting and to authorise the Trustees to fix their remuneration.			
2.	Consider an ordinary resolution to appoint the following individuals who have been recommended for election by the Board under s39(a) of the Articles as Trustees of the Society: a. Andrew Gosling b. Andrew Gray			
3	In accordance with s38 of the Articles, consider a resolution to re-elect the following individuals: a. Peter Goodfellow; and b. Deborah Wheeler;			

Please indicate with an "X" how you wish your vote to be cast. If you do not indicate how you wish your Proxy to use your vote the Proxy will exercise discretion on to how to vote or whether to abstain from voting.

Signature(s) or Common Seal: .....

Date: .....

### NOTES:

A Member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend, and, on a poll, to vote in his/her stead. A proxy need not be a Member of the Company. Completion of a form of proxy does not preclude a Member from attending the meeting and voting thereat (in the event of such action the said proxy form will be discounted).

Any form of proxy and power of attorney or other authority under which it is signed, or notarially certified or office copy of such power or authority in order to valid, must reach the Company's Registered Office, Epilepsy Society, Chesham Lane, Chalfont St Peter, Buckinghamshire, SL9 0RJ, not less than 48 hours before the time of the meeting.