

**KASBAH – Supporting Disabled People Towards Independence
Charity No: 1123362**

**Annual General Meeting on Monday 30 September 2024 at 11am
Held at
Princess Christian’s Farm, Riding Lane, Hildenborough, Kent, TN11 9LN**

Present:

Jim Mawby (Chair), Stephen Field (Treasurer), Emma Carver (Chief Executive Officer/Company Secretary), Liz Read (Deputy CEO/PCF Farm Manager), Sara Cross (Trustee), Abbi Caliandro (Trustee)

KASBAH Members: Mr & Mrs Akister, James Akister, Katie Austen, Georgina Bailey, Lexie Baldwin, Abbi Betts, Natalie Bladon, Simon Bindra, Joshua Bull, Lee Burton, Brittany Cavanagh, Simon Cocks, Kane Creasey, Thomas Cross, Jagdeep Dhinsa, Katie Good, Thomas Hart, Harry Hobin, Ben Hoare, Ellie Hutchinson Peter Latham, Zante Lawrence, Mark Lewis, Matthew Lewis, Theepan Logendran, Craig Lucas, Veronica Maydon, Tom Mays, Natalie McCluskey, Dawn McIlwraith, David Mills, Alisdair Paterson, Catriona Paterson, Luke Revell, Iain Reynolds, Jake Ross, Abigail Ryan, Katy Shaw, Sam Stone, Dan Storey, Paul Sullivan, Christopher Waite, Sophie Walsh, Gaby Ward, Amber Wild, Allan Winstanley.

KASBAH Guests: John Healey (Lindeyer Francis Ferguson) Paul Williams (ITC Digital).

KASBAH Staff: Sophie Aiken, Laura Allen, Julie Appleby, Bobbie Bains, Natasha Bremer, Ella Budd, Arron Carver, Phoebe Carver, Wayne Donaghy, Chris Evenden, Maxine Gobbett, Barry Goldsmith, Deborah Goldsmith, Alex Griffiths, Georgia Griffiths, Sarah Hardman, Sarah Heneghan, Shannon Heneghan, Janine Lozada, Yvonne McCuish, Shafia Philpot, Chloe Rixon, Susan Scott, Ross Simmons, Donna Stockton, Kathryn Westcott, Stacey White, Sam Williams, Pam Worrall, Maria Worrell, Emma Young.

1. Opening Address – Jim Mawby (Chair)

The Chair welcomed everyone to this year’s Annual General Meeting of KASBAH. He stated it was great to see that so many have taken the time to come and join us here today.

The Chair said we hope you enjoy the meeting and stay with us to spend some time at our great farm and take part in the activity that is being provided.

The Chair stated that he will read from the papers in order to complete all the formal business of this meeting. The meeting is to ensure that last year’s performance both activities and finance is approved by the KASBAH members in attendance.

The Chair welcomed all and introduced Emma Carver (Chief Executive Officer) to do the Housekeeping.

The Chief Executive Officer welcomed all to the meeting and gave out instructions regarding fire exits, meeting points and restroom facilities.

2. Chair's Welcome – Jim Mawby (Chair)

The Chair thanked the Chief Executive Officer and took over the formal part of the meeting.

The Chair stated he would like to take this opportunity to thank Emma and the KASBAH staff, trustees and volunteers for their hard work and commitment throughout an extremely busy year.

2023-24 has been a year of growth, collaboration and hard work within all of the KASBAH sites. This was only possible as a result of the on-going dedication and support of the full staff team and volunteer support across the organisation

The Chair introduced the top table:

Emma Carver - Chief Executive Officer

Stephen Field –Treasurer

Harry Rayner – KCC County Member for West Malling

The Chair also introduced the audience to Sara Cross and Abbi Caliandro who are both current Trustees for the KASBAH Board.

The Chair stated that we use both terms of Trustee and Director, explaining it is the same function, but Trustee is a term used for Charities, and Director is a term used for Company regulation as KASBAH is both a Charity and a limited company.

The Chair also welcomed John Healey from Lindeyer Francis Ferguson who are the Accountants and Auditors for KASBAH.

The Chair handed over to Emma Carver to read out the list of apologies.

3. Apologies for Absence – Emma Carver (Chief Executive Officer/Company Secretary)

The Chief Executive Officer stated that we have received 86 apologies including from: Board Members Charissa Baldock and Karen Richardson. Other apologies have been received from Lucy Appleby (KCC), Leanne Donald-Whitney (GCHA), Michael Fanning (Henry Reeves), Kris Healey (Spadeworks), Sharon Meaney (Age UK), Sam Payne (Lindeyer Francis Ferguson), Lucinda Pedley & Stuart White (GCHA), Pia Rathje-Burton (Skills for Care), Robert Shanahan (Aspens), Susan White (NHS), Jane Wilson (Primcura Care).

The full list of apologies was available to view on the table.

Apologies KASBAH Members: Mark Axford, Mary Bartlett, Geoff Basford, Pam Basford, Tracey Beal, Kieran Burton-Grey, Richard Chapman, Michelle Craggs, Matthew Dennis, Nicola Devine, Eunice Doswell, Michael Everest, Paul Hoadley, Rachel Hopkins, Fiona Keane, Emily Knight, Sadie Macdonald, Victoria Maione, Ru Maneya, Danielle Mason, Graham McDermott, Brenda Mills, Mandy Peyto, Joshua Rawson, James Seal, Anita Shilling, Jo Stringer, Luke Tuttle, Brendan Walsh, Katie Williams.

Apologies KASBAH Staff: Tope Adeleye, Jacquie Baldwin, Amanda Ball, Julie Bassett, Peta Bridle, Jayne Brown, Charlie Budd, Jane Candler, Rich Carver, Jacqueline Chiwere, Scott Curtis, Sharon Day, Carly Gadd, Becky Glibbery, Sarah Haggerty, Lucie Heath, Lauren Hine, Maria Hutton, Amos Isibor, Chloe Knowles, Toyin Lawal, Bamini Logendran, Debbie Merrison, Elijah Moore, Jodie Murray, Christian Ndirika, Linda Nyamuthsahuni, Steven Odole, Mary Oweye, Charlie Packer, Louise Philpott, Courtney Rawson, Anna Saunders, Wendy Smith, Andy Storey, Rachel Taylor, Holly Taylor-Hornby, Lucia Vata, Keeley White, Sarah Williams, Shannon Wood, Chris Yusuf.

Emma Carver then handed the meeting back to The Chair.

The Chair stated Items 4, 7, 10 & 11 would all require a vote, each KASBAH member had one voting right, and if they were a parent, one parent could vote in addition to the person with the disability. Each person with a voting right had been issued with a voting card, so please hold this card up when asked to vote, there were three options; in favour, against, abstain. Anyone who felt they should have had a voting card but had not received one was asked to raise their hands.

The Chair reminded staff that they are only eligible to vote if they are a Member of KASBAH in their own right or if they are a parent/Carer of a registered KASBAH member.

The Chair stated that the next item would need to be voted on.

4. Minutes of Annual General Meeting 2023– Jim Mawby (Chair)

The Chair stated that everyone that is able to vote should have a copy of the AGM Minutes 2023 in their packs as they now need to be adopted, which means to be agreed as a true record. It was stated that you can also view or download the Minutes from the KASBAH website – www.kasbah.org.uk.

The Chair asked for a Proposer and Seconder for the adoption of the AGM Minutes 2023:

Proposed by Natalie McCluskey

Seconded by Tom Mays

A vote was then taken on the adoption of the AGM Minutes 2023

Votes For:	23 plus 23 postal/proxy – 46 in total
Votes Against:	0 plus 0 postal/proxy – 0 in total
Abstentions:	1 plus 3 postal/proxy – 4 in total

AGM Minutes 2023 were adopted.

5. Matters Arising – Jim Mawby (Chair)

The Chair asked if there were any matters arising – none were raised.

6. Presentation of the Annual Review 2023-24 – Jim Mawby (Chair)

The Chair asked if everyone could take the time to read the Annual Review, it is a great document to see what we achieved in 2023-24. The Chair stated that if you wish to discuss the Annual Review further, please talk to any of the Board members or KASBAH staff team after the meeting.

7. Presentation of Annual Accounts 2023-2024 & Financial Report – Stephen Field (Treasurer)

The Treasurer stated he was presenting the Annual Accounts for 2023-24 which includes the Trustee Report for this period. The Treasurer asked everyone to check they had a copy of the Audited Accounts 2023-24 in their AGM pack as they needed to be voted on for approval.

The Treasurer stated that 2023-24 has been a year of consolidation; expanding Shortbread to accommodate a fifth resident and gaining an in-depth understanding of the costs of running Princess Christian's Farm to enable the charity to really understand how effective each department is and work on developing key strategies to maximise event income.

KASBAH is actively working towards its evolving Five-Year Vision, the focus remains on ensuring the long-term financial stability of the organisation, meeting evolving, and emerging service user needs and being able to be creative and dynamic in our solutions.

The audited accounts show a surplus of £210,621 generated on a turnover of £2,611,003 as a result of continuing attention to management of expenditure and maintenance of KASBAH's income streams.

The Treasurer asked if there were any questions on the accounts before they are approved for adoption and none were raised.

The Treasurer then handed the meeting back to the Chair.

The Chair asked for a Proposer and Seconder to approve the Annual Accounts 2023-24

Proposed by Natalie McCluskey
Seconded by Dan Storey

A vote was then taken on the approval of the Annual Accounts 2023-24.

Votes For: 24 plus 23 postal/proxy – 47 in total
Votes Against: 0 plus 1 postal/proxy – 1 in total
Abstentions: 0 plus 2 postal/proxy – 2 in total

The Annual Accounts for 2023-24 were approved.

8. Chief Executive Officer's Report – Emma Carver (Chief Executive Officer/Company Secretary)

The Chief Executive Officer stated that 2023-2024 was a busy year with a focus on service user dynamics and implementing positive change with rising incidents of challenging behaviour across several KASBAH sites.

We made a number of key decisions and movements, and they worked; behaviours settled and most importantly the houses are now happier as a whole. Shortbread saw the addition of the garden room that Abi now utilises, and we welcomed our fifth service user, Jagdeep who has brought friendship and additional warmth to the house.

The farm has continued to focus on its business model; the events and opportunities available have grown, and we have a much better understanding of what works and what our customers enjoy; the lambs are a huge hit.

The Chief Officer also said that they would like to take this opportunity to thank Carly for the great work she does; supporting benefit claims and disability issues in the office, she makes such a positive impact and a round of applause was given.

The Chief Executive Officer then stated that they wanted to give an update on the future of the Outreach in the community provision; and it is with great sadness, I am informing you that KASBAH will no longer be providing an Outreach service from 01 January 2025. This has been a very difficult decision to make and the service has been under review for a full 12 months, so please be assured this decision was not made lightly.

KASBAH's ethos has always been focussed on enablement and empowerment but nowadays the majority of support that is requested is for social time and skills. This is better placed with a different provider who will be happy to take each person out each day into the community and follow their wishes. KASBAH's intention has also been to develop daily living skills, promote healthy living and choices and add structure and variety to the week, but this is not what is wanted so it is time for KASBAH to step back.

KASBAH will always be here in the background for informal support and Courtney will be arranging a free monthly get together at Bluewater once a month for those who wish to keep in touch and maintain some long-established friendships.

Our focus will now be on making some great memories and ensuring each person. If you have any questions, please do ask.

Emma to hand back to The Chair

The Chief Executive Officer then handed the meeting back to the Chair.

9. KASBAH's Five Year Vision – Jim Mawby (Chair)

The Chair said that there are copies of the current Five-Year Vision available to view on the table and that it is also available to view/download on the KASBAH website.

The Chair stated to the audience to please take the time to review the document and if they have any questions regarding the Five-Year Vision, to talk to the Chair, The Chief Executive Officer or any of the other Board members present at the meeting.

The Chair stated that the current Five-Year Vision is for 2020-25 and a new Five-Year plan for 2026-2030 has been produced and is also available for review.

As the next item is for the election of Board Directors, the Chair stated that he will pass the meeting over to Harry Rayner (KCC Cabinet Member) to conduct the Election of Directors.

10. Election of Directors – Harry Rayner (KCC Cabinet Member)

Harry Rayner (KCC Cabinet Member) stated we are now going to vote on the election of Directors and in accordance with KASBAH's Articles of Association, the following Directors are standing down:

Jim Mawby (Chair)
Charissa Baldock (Director)

It was stated that Charissa Baldock has not put their name forward for re-election at this meeting and so on behalf of the Board, Staff and Service users of KASBAH we would like to thank Charissa for her support of the Board and the organisation and wish her all the best for the future.

Jim Mawby has put their name forward for re-election so we now need to vote.

Harry Rayner (KCC Cabinet Member) asked for a Proposer and Seconder for the election of Jim Mawby

Proposed by Katie Austen
Seconded by Dan Storey

A vote was then taken for the election of Director, Jim Mawby

Votes For:	27 plus 24 postal/proxy –51 in total
Votes Against:	0 plus 0 postal/proxy – 0 in total
Abstentions:	1 plus 2 postal/proxy – 3 in total

Harry Rayner (KCC Cabinet Member) stated the election of the remaining Board of Directors is done en bloc and asked for a Proposer and Seconder.

Proposed by Dan Storey
Seconded by James Akister

A vote was then taken for the election of Directors en bloc

Votes For: 28 plus 21 postal/proxy –49 in total
Votes Against: 0 plus 0 postal/proxy – 0 in total
Abstentions: 0 plus 1 postal/proxy – 6 in total

Harry Rayner (KCC Cabinet Member) stated the KASBAH Board of Directors are as follows:

Directors of the Board of KASBAH:

- Jim Mawby
- Stephen Field
- Sara Cross
- Karen Richardson
- Abbi Caliandro

Harry Rayner (KCC Cabinet Member) passed the meeting back to The Chair.

The Chair thanked Harry Rayner (KCC Cabinet Member) and stated that if anyone is interested in becoming a Director, please come and talk to me after the meeting.

The Chair handed the meeting over to Stephen Field (Treasurer) to explain the next item on the agenda.

11. Appointment of Auditors – Stephen Field (Treasurer)

The Treasurer stated that KASBAH has had another positive year with our Auditors who are Lindeyer Francis Ferguson Ltd of North House, 198 High Street, Tonbridge, Kent and we recommend that they are appointed as our Auditors for a further year. This company help us ensure our financial accounts are accurate and kept in line with current charity law.

The Treasurer asked for a Proposer and Seconder to appoint the Auditors:

Proposed by Abbi Caliandro
Seconded by Abigail Ryan

A vote was then taken for the Appointment of Auditors

Votes For: 28 plus 24 postal/proxy –52 in total
Votes Against: 0 plus 0 postal/proxy – 0 in total

Abstentions: 0 plus 2 postal/proxy –2 in total

Auditors - Lindeyer Francis Ferguson were appointed.

The Treasurer handed the meeting back to The Chair.

12. Any Other Business – Jim Mawby (Chair)

The Chair asked if there was any other business to be raised. One member, AW, had put forward some suggestions for the KASBAH Board prior to the meeting and he was informed that they would be reviewed and responded to after the meeting.

The members of the Top Table were presented with thank you gifts by service users in attendance at the meeting.

13. Closing Address – Jim Mawby (Chair)

The Chair stated that he will now formally close the meeting and asked attendees to spend a few minutes to complete the feedback form that is in the pack. Once you have filled this in, hand over to Sophie, Sarah, Donna or Julie who will collect them from you. The Chair thanked the office staff who organised this event and PCF for hosting the event.

The Chair thanked everyone for attending and invited them to now stay and enjoy some refreshments and activities.

End of Meeting.