



Minutes of the Fourteenth Annual General Meeting of the Association of Financial Mutuals

Meeting held at The Grand Hotel, Brighton,
commencing at 11:45 on 2 October 2023

1. Introduction and Minutes of Previous Meeting

Stuart Tragheim, AFM Chair, formally opened the Annual General Meeting of the Association and welcomed delegates.

Andrew Whyte, AFM Chief Executive, confirmed that the meeting had achieved the quorum of at least 50% of members present. 29 Members were present and a list of attendees is included below.

Andrew Whyte and Martin Shaw of AFM were appointed as tellers.

The minutes from the previous meeting were approved, and the Chair verified that there were no actions arising.

2. Review of Progress

The Chief Executive, Andrew Whyte presented a review of the year. He confirmed that AFM was actively working now against a set of four priorities, which formed the basis of a quarterly report to the Board: Marketing and Promoting Mutuality, Responding to Regulation, Raising Standards and Capability and Maintaining an Effective Trade Body.

He summarised activity under each heading including the following key points:

- *Marketing and Promoting Mutuality*
 - The successful passage of the Co-operatives Mutuals and Friendly Societies Act, 2023
 - Developing a joint advocacy approach ahead of the General Election with mutual and co-operative trade bodies, including BSA, Co-ops UK and ABCUL

- Reflecting a reduction in budget media activity had been more limited than in previous years and focused on trade and specialist media and social media, in particular LinkedIn
- *Responding to Regulation*
 - 16 submissions to FCA, PRA, FRC, HM Treasury and Financial Ombudsman Service on a wide range of issues including
 - Solvency II reform
 - AI
 - SMCR
 - Financial Advice & Guidance
 - Operational Resilience
 - Support for members on the FCA's Consumer Duty including a Member roundtable discussion, an webinar featuring specialist input from Associate Members and an In Conversation with session with FCA Director of Insurance, Matt Brewis
- *Raising Standards and Capability*
 - Over 100 meetings, webinars, roundtables, forums and conferences
 - Our own management and leadership development programmes, Stepping up and Mutual Leadership, attracted 12 participants and achieved positive feedback.
 - 3 AFM participants are due to graduate from the specialist Loughborough MSc Strategic Leadership for Mutuals which support together with BSA
 - The Skillcast training portal now has over 2000 users
 - In September we published a detailed report analysing Corporate Governance and Reporting across AFM members.
- *Maintaining an Effective Trade Body.*
 - Full Membership grew during the year by 3 bringing total membership to 47
 - We also recruited 3 new Associates, which balanced by some departures meant that we now have 32 Associate Members.
 - From April, following the recruitment of a new Chief Executive we introduced a new operating structure comprising 2.2 FTE as follows:
 - CEO (1 FTE)
 - Head of Policy (0.4 FTE)
 - Events & Communications Manager (0.8FTE)
 - We continued to see a high level of member participation across the range of in our activities, including Committee meetings, webinars, roundtables and face-to-face events.

3. Accounts for period to 30 June 2023

Andrew Whyte set out the final position at the end of 2022/23 and reported that the outcome was a small operating surplus of £1,144 which, coupled with interest income gave an overall surplus for the year of £6,338. This compared to a deficit of £49,000 in 2021/22. This enabled the Board to meet its established policy of maintaining approximately a year's operating costs in reserves.

4. Election of Board Directors

Stuart Tragheim explained the nomination process for the Board this year. There were 15 candidates, and as the constitution provides for a maximum of 11 Board Directors, he asked the AGM to agree a temporary relaxation of Rule 13 of the constitution, in order that all 15 could become Directors.

Members were invited to agree the relaxation of the maximum size of Board, as well as to confirm the Board for the next 12 months by a show of hands. As a result the following were appointed to the Board.

Bob Andrews, Benenden Health	Ann-Marie O'Dea, Shepherds Friendly
Nici Audhlam-Gardiner, Foresters Financial	Simon Owens, British Friendly
Marc Bicknell, Railway Enginemen's	Ben Pears, The Oddfellows
Richard Dickinson, Foresters Friendly	Sophia Reed, Activities Industry Mutual
Peter Green, Healthy Investment	Heidi Stewart, BHSF
Chris Kenny, MDDUS	Stuart Tragheim, Holloway Friendly Society
Socrates Mhlanga, The Exeter	Nick Warr, LV=
Andy Morris, Cirencester Friendly	

Stuart Tragheim also explained that the Board had discussed its current composition which had been set when the Constitution was revised in 2016. Recognising the significant changes in the AFM's membership and operating model since then, the Board was proposing to review the composition of the Board over the next year and report to the 2024 AGM on any recommendations for changes.

5. Business Plan and Budget for 2023/2024

Andrew Whyte set out the headlines of the Business Plan for 2023/24. The Business Plan was structured around 3 key themes with 3 distinct but linked workstreams under each:

- Areas of Focus

- Advocacy
- Collaboration
- Regulatory framework
- Core Delivery
 - Raising Standards
 - Professional Dvelopment
 - Navigating Regulation
- Effective and Efficient Representation
 - Growing our membership
 - Networks
 - Operations

Andrew Whyte also presented the headline budget for 2023/24, which was planned to deliver a small surplus of £10,000. The Board had agreed to continue the policy that the reserves should be held at a minimum of 12 months fixed costs. To achieve this and to deliver our ambitious agenda in the current economic context the Board had agreed to increase subscriptions for full Members and for Associates by 10%.

6. Resolutions

Stuart Tragheim invited the AGM to vote, via a show of hands, on the three resolutions:

- **The resolution to approve the Accounts for the year ended 30 June 2023 was passed unanimously.**
- **The resolution to vary Rule 13 to temporarily expand the Board, from 11 to 15 Directors, was passed unanimously.**
- **The resolution to approve the nominations for Board Directors was passed with no votes against and 2 abstentions.**

7. Any Other Business

Oddfellows commented on both the volume and quality of work delivered by the AFM Secretariat on very limited resources.

There being no other business Stuart Tragheim closed the meeting at 12:20.

Register of attendees

The following 29 firms attended and took part in voting during the AGM. The Chair also received proxy forms from DG Mutual, Tees Mutual and WHA making the total voting members 32 (out of 47 members).

Activities Industry Mutual	LV=
Anglo-Saxons	Medicash
Benenden Health Care	MDDUS
BHSF	MDU
British Friendly	National Friendly
Bus Employees Friendly Society	OneFamily
Cirencester Friendly	Railway Enginemen's
Compass Friendly	Sheffield Mutual
Cornish Mutual	Shepherds Friendly
Exeter Friendly Society	Sovereign Health Care
Foresters Financial	The Oddfellows
Foresters Friendly Society	Transport Friendly
Health Shield	Wesleyan
Healthy Investment	Wiltshire Friendly Society
Holloway Friendly	

We were also grateful for the time and interest of many other representatives who joined the AGM from Members and Associate Members.