

GOSPEL STANDARD BETHESDA FUND

Registered Charity 209376

Minutes of 14th ANNUAL GENERAL MEETING Held on-line via Zoom Webinar

Mr. G.E. Hadley (Pastor, Stotfold) opened the meeting in prayer at 11:00.

MR. M.D. RIDOUT (Chairman, Bethesda Fund): In making these remarks on behalf of the trustees, we would come with the words of the psalmist: "O give thanks unto the Lord, for he is good: for his mercy endureth for ever." (Ps 107:1), "Not unto us, O Lord, not unto us, but unto thy name give glory, for thy mercy, and for thy truth's sake." (Ps 115:1).

In looking back over the past two years, we believe we can trace the good hand of the Lord supporting and undertaking for us in the responsibility placed upon us as trustees.

First it would be remiss not to record how the Lord has been a wall of fire about the Bethesda Homes and Flatlets during COVID-19. We would testify to the Lord hearing and answering the many cries that went up to Him when we were at our wits end, not knowing how the Homes, particularly Harpenden, might be staffed - yet we believe we can say the "He is faithful that promised" and point to those Ebenezer's in the way.

We would also take this opportunity to acknowledge the dedication and commitment of our General Manager, the Home Managers and their staff in ensuring the safety and well-being of residents. Additionally, we would thank those who 'stepped into the breach' to help in so many different ways during the past year. We must not forget the residents who have had to walk and live with the restrictions placed on them, together with their families and friends.

We are also very mindful of the forbearance of the residents, staff and managers in undergoing the testing that has been - and is still required. Bethesda's response to COVID-19 has also been compounded by the limited timescales associated with government policy announcements, the eventual publishing of guidance and the proposed implementation date - we do appreciate how the General Manager and the Home Managers have responded to this.

There is much more there could be said especially relative to the care and love given to residents in the Homes and the sad loss that is felt when residents pass away.

Second, the trustees have three overarching responsibilities in being accountable for Bethesda, these are ensuring:

- 1) Bethesda fulfils its purpose in providing a 'home', for eligible beneficiaries of the Charity, that meets their spiritual, physical and well-being needs.
- 2) The charity employs suitable staff to provide high quality loving care to the residents and that the Homes are appropriately managed
- 3) The prudent stewardship of the financial and physical resources of Bethesda and providing strategic direction for the Charity.

In 2019, the trustees put in place a system to ensure budgets were realistic and affordable. This involved reviewing fee rates and ensuring the expenditure identified was necessary. At the same time, rigorous financial management and control processes were put in place to ensure budgets were adhered to. In addition, negotiations were entered into with local authorities to ensure that full fees were paid to residents that they funded. Mercifully, the local authorities have agreed to meet their obligation - which is even more remarkable in view of the financial constraints they face at this time.

Although inroads have been made to address the financial management of the Homes, the challenges of managing income and expenditure remain and these are compounded by the current level of occupancy across the Homes.

Third, the future structure of Bethesda and the appropriateness of the care accommodation provided continues to be a prayerful consideration and burden of the trustees. Open meetings were held in November 2019 to share the situation faced by Bethesda and useful and helpful feedback was gained as a result of these meetings.

As set out in the document 'The Future Direction of Bethesda' circulated with the background documentation to this AGM, the trustees are aware of the challenges faced by Bethesda and at the same time look to the Lord to direct our footsteps aright. As stated in the aforementioned document, our primary consideration is managing the impact that any future plans will have on the residents and those with an interest in Bethesda. At this stage we would reiterate that whilst we are seeking to make Bethesda more suitable for both present and future beneficiaries, we have not yet decided where or when the new provision should be built and continue to seek the Lord's leadings in the matter.

During the open meetings, the trustees shared the need to move the current unincorporated charity to an incorporated one. This would mean that Bethesda, as a charity, became its' own legal entity with the capacity to enter commercial contracts and own land and property in its own name, together with providing added protection to the trustees. This was felt to be prudent in view of the financial dealings that Bethesda may be involved with in the future.

The trustees still feel that this is, in the fear of the Lord, a right move for Bethesda in meeting its

charitable purpose. However, they are also sensitive to the concerns raised by some subscribers over how the voice of supporters would be heard in the conduct of the Charity's activities. As a consequence, we have revisited the proposals and, if the Lord will, hope to hold a further series of open meetings later in the year to share with subscribers, in an open forum, the reasoning behind the proposed way forward to avoid any misunderstandings as to the motives of the trustees before a final decision is taken.

In 2019 the question was asked about holding a meeting on the way forward and recruiting new subscribers. In response to holding a meeting on the way forward Open Meetings were held in November 2019 and since April 2019, 46 new subscribers have been added.

The trustees during 2020 have endeavoured to keep those supporters interested in Bethesda updated through emailing and posting information on the website.

The trustees, as mentioned, are aware of their responsibilities in ensuring the good governance, sound management of Bethesda and ensuring its strategic direction to meet the needs of those we seek to serve in fulfilling the purposes of the Charity.

I would also take this opportunity to thank Trevor Scott who is standing down as a trustee for his help, support, wisdom and understanding of Bethesda which has been valued by his fellow trustees. I would also note Trevor's service to Bethesda as General Secretary, Chairman of the Harpenden Home Committee and the Home Support Group and, as mentioned, as a trustee. In total Trevor has given over 31 years' service to Bethesda which is appreciated by many in our group of churches and beyond.

As you will see on the agenda, we have set aside a time of prayer for Bethesda. Whilst only the Lord can grant a true spirit of prayer, we would ask the brethren to particularly remember the residents and staff at this time, the General Manager and the Home Managers and their 'deputies' in their various responsibilities and that the trustees might be led aright in dealing with matters relating to the future direction of Bethesda.

PRAYER MEETING: A number of brethren were called upon in prayer for Bethesda.

MR. A. TOPPING (General Manager): It is my pleasure to present to you, our subscribers and supporters, the Annual Report and Financial Statements for the year 2020.

Much has already been said about the effects of COVID on the Homes over the past twelve months and we would not wish to be repetitive, however we do feel that it would be wrong not to add our own thankful acknowledgment to the Lord for His goodness and mercy to the Homes. Truly, we have gone in the strength of the Lord.

This was starkly demonstrated in a graph seen some weeks ago which showed the level of infections and self-isolations in care home staff over the second wave this winter, which in Hertfordshire alone, stood at over eight hundred – and Bethesda had just one member of staff ill in November and one in January, and neither of those were serious cases.

As you will be aware from the report, occupancy as the end of the year stood at seventeen for Brighton, having been joined by Mrs. Elizabeth Burgess. Mr. Kenneth Warren, Mr. Peter Cornwall, Mrs. Betty Stewart and Mrs. Isobel Ford had sadly passed away during the year. In Harpenden occupancy was eight, having been joined by Mr. David Keeling at the beginning of the year, who was with us for only a short period before passing away, and also Mrs. Marjorie Crowter, Mrs. Shiela Haddow and Mrs. Joan Harrison passed away during the year. At Studley occupancy was seven, having been joined by Mrs. Mary Pearce and Mrs. Mary Cooke, however, Miss Marion Julian, Mr. John Burrows and Mrs. Jessie Painter passed away during the year. We apologise for an error in the list of names provided on page 22 of the report in that Miss Julian and Mrs. Painter are showing as being in occupation at the end of the year, whilst Mrs. Pearce and Mrs. Cooke have been omitted.

Since the year end, at Brighton we have been pleased to welcome Mrs. Margret Bailey but have been saddened to lose Mrs. Lydia Hills on 24th January at 91 years of age and Mrs. Ruby Poole on the 3rd April at 102 years of age, leaving occupancy at sixteen. At Harpenden we have been pleased to welcome Mr. Keith Allan, giving us an occupancy of nine. We are also pleased to have Mrs. Miriam Palmer staying with us. There have been no changes at Studley since the year end so occupancy remains at seven. There are a total of 32 people living in the homes, leaving 28 vacancies in all.

We would express our condolences to the families of those who have passed away. In this we would also remember the staff as we know that a close bond is developed with those for whom they care.

It has been remarkable to note that until Mrs. Poole passed away in April, we had five people living in the Homes aged 100 or over, a unique occurrence for Bethesda.

In the flatlets, we currently have two Bethesda residents living in the Redhill Flatlets and one in the Harpenden Flatlets out of a total of nine potential places.

On financial matters, the overall income for the charity in 2020 was £1,839,087. This figure is made up of income from charitable activities, donations, legacies, investments, grant from the Piggott charity and government grants provided to offset the costs of infection prevention and control around COVID-19. This is an overall increase of income on the previous year of £221,244, predominantly arising from increased income from charitable activities.

Overall costs for the Charity during 2020 were £1,863,897, £24,855 lower than the previous year. It is likely that these costs would have been still lower if not for the additional burden of enhanced infection prevention and control and other costs associated with COVID-19.

The combined impact of income and expenditure in 2020 has been a deficit of £24,810, a significant improvement on previous years. Within this, it is notable that the financial position of the individual homes is better than previous years, despite increased operating costs associated with COVID-19, with the Brighton home making an operating surplus of just under £85,000, and the operating deficits for Harpenden and Studley being substantially reduced.

Our largest cost areas remain salaries and wages and repairs and renewals, although these are lower than the previous year.

We continue to focus on providing high standards of care and support to those living in our Homes, including spiritual as well as physical care.

Although these services have been severely challenged by the restrictions imposed on care homes by COVID-19, we believe that the personal care and support given to our residents remains at a very high standard, although inevitably the use of PPE has changed interactions to a degree and the requirement for residents to remain in their own rooms for periods of isolation has been trying.

It is a cause for concern to us that the residents of our Homes have been unable to get out to chapel for services for over a year now and this continues to be the case. Although no substitute for personal attendance in the Lord's house, we have done our best to ensure that people's spiritual needs are still being met through the relayed services, morning readings maintained remotely by our volunteers, pastoral visits by nominated individuals and hymn and music evenings, again provided remotely. It is very much our hope, that as society opens up again, the restrictions imposed on the Homes and the residents will be lifted soon.

Concerning the relay of morning worship remotely, it has been pleasing that in doing this we have been able to help others around the country who have joined with us via the Mixlr broadcasts. It is hoped that once the morning readers are able to go into the Homes again this service can be continued if there is an ongoing desire for it.

We have also been concerned that our ability to provide short stays has been greatly curtailed by the need for people coming into the homes to self-isolate for 14 days. There is currently no word from the government as to when this requirement for all new admissions will be lifted, however we trust that it will be soon so that we can resume this important part of our service.

We do continue to receive very positive feedback from visiting professionals about the standard of our service, and a recent CQC inspection of the Harpenden Home has confirmed that we are meeting the required standards for infection prevention and control.

As announced last year, we are now carrying out our annual review of fees on 1 January each year, to align with our financial year. On 1 January 2021 fees had a small increment of 0.87% in line with inflation and including an allowance for additional costs arising from the National Living Wage. Our current fees can be found listed on our website.

As noted in our report, the funds in the 'Underfunded Residents Fund' have now been exhausted. It was from this fund that shortfalls in local authority fees had been previously met. We are thankful, in the Lord's providences, that we have been able to obtain agreement from all local authorities funding our residents to now pay our full rates.

We would encourage any residents, or their financial power of attorney, to let us know if they feel that they are getting close to the point where local authority funding will be required (the threshold is £23,250), as we can often provide advice on how this is best approached.

Once again, our sincere thanks go to all our staff for the courage and dedication that they have shown in the care and support given to our friends living in the Homes.

Although the involvement of our Home Support Groups has been severely curtailed by the circumstances of the last 12 months, many of the members have continued to provide much valuable support in various different ways, whether this be in providing cakes, gardening services or virtual coffee mornings. We would thank each and every one for their kindness and dedication.

We would acknowledge again with thanks the assistance given by those who have continued to take the morning readings in the homes, and for their patience in learning a new way of doing things and coping with the issues occasionally thrown up with technology. We trust that it will not be too many more months before these occasions can be recommenced on a face-to-face basis.

One further note in respect of subscribers. We continue to value people's support in this way, and if you wish to become a subscriber this can now be done on-line via our website, as an alternative to requesting a form from the General Office.

Finally, the management team would like to take the opportunity of the presentation of this report to thank the Trustees for their unstinting practical and prayerful support over this last year. Much has been

achieved that would not have simply not have been possible without their efforts. Thank you, Mr. Chairman.

QUESTIONS AND DISCUSSION - MR. M.D. RIDOUT: We would thank those subscribers who have sent written questions to be addressed at this AGM.

Five written questions have been received three of these relate to the proposal to move from an unincorporated charity to an incorporated one, another question relates to the composition of the trustees and the other is concerned with Bethesda's future plans for the care provision/accommodation that will, God willing, be provided.

Jason Barker, Ian Sadler and David Lawson raised questions regarding moving to an incorporated charity. Jason was enquiring about the reason for moving to a Charitable Company limited by guarantee, Ian was concerned with the role of subscribers within the structure of the proposed charity and that they would not be 'abandoned' by the trustees and David was concerned over the move to a Charitable company being a futile exercise to get rid of the Bethesda subscribers. In addition, David was concerned about the cost involved and where this information is found in the accounts.

All of these questions require an answer and, as mentioned in my opening remarks, if the Lord will, the trustees hope to hold a further series of open meetings later in the year to more fully explain the reasoning for the proposed move to a Charitable Company. There will also then be time set aside for questions and discussions. In preparation for these meetings, the trustees have prepared both a detailed paper and a summary information sheet to address the concerns/fears raised by some of the subscribers when the move was proposed by the trustees, in 2020.

We are keen to ensure that the questions arising are properly addressed, so that we keep subscribers fully informed as to the reasoning behind the proposal and avoid any misunderstandings. The full paper dealing with the reasons for the proposed move to a Charitable company is eight pages long, having been carefully prepared, and through a number of versions/iterations. The one-page summary sheet has been prepared to set the scene for the more in-depth Information Sheet.

The issues and questions raised by Jason, Ian and David form part of that wider discussion and rather than take them out of context within this AGM we feel that they will be best addressed at the proposed face to face meetings. Consequently, we would ask their forbearance at this stage and assure them of the intention to deal with these matters more fully at that time.

We are able to confirm that in 2020, the cost of solicitor fees relating to this matter were £2,338 and the expenditure was within the central costs.

Caleb Pearce has asked:

"When will women be invited to serve on the Bethesda committee?"

As it must be more difficult with each passing year to find able and willing men to serve on the committee, is it not time to break with tradition and invite women who by their very nature are more nurturing and caring than men?"

I would have thought that to invite a woman onto the committee who has experience in the day to day running of a Bethesda home as a carer would be an asset."

We would thank Caleb for his question and the trustees are sympathetic to the views expressed.

Firstly, to address the point of having access to those with experience of the day-to-day understanding of running the Bethesda Homes. Currently the trustees look to the General Manager and his home management teams to input into the discussions on matters relating to the care of the residents and the workings of the Homes to ensure the appropriateness and feasibility of any course of action being considered.

Secondly, trustees have also discussed how wider involvement could be achieved through co-opting individuals (male and female) onto the Bethesda committee to draw on their particular understanding and expertise. We have also considered the need for wider involvement (both male and female with particular expertise) in working groups, for example if any building development projects were to occur, the involvement of others will be required to ensure that the care requirements of future occupants/residents have been considered by those who have an understanding of these matters.

An example of where we have already drawn on the expertise of individuals external to Bethesda, is in the validating of our infection, prevention and control (IPC) procedures as COVID-19 became prevalent in early 2020. This was done by reference to a care practitioner in intensive care and a registrar specialising in geriatrics (both of whom are female).

During 2020, we also strengthened the makeup of trustees by appointing a GP to the panel of trustees.

We trust this demonstrates that trustees do not operate in isolation but with the involvement of others, who in different ways, play an important role in ensuring our understanding and help with delivering the services of Bethesda.

The answer to the question 'when' and the complimentary one of 'who' is, what is the Lord's will in this matter?

I would again thank Caleb for his question and the subject of which we trust will continue to be prayerfully considered by the trustees.

Jon Hickman posed a question on the “viability of the inclusion of the Independent Living option in the ‘The Future Direction of Bethesda’”. Jon further asked:

“why is it thought the Independent Living Accommodation would succeed, when the current flatlets have had such a very poor occupancy rate over many years, and have not been fully occupied for the purpose intended?”

We would remind subscribers that the proposed way forward is based on a ‘hub and spoke’ model and this was shared at the Open Meeting in 2019. This was based on having a central high dependency home catering for the physical and well-being needs of the residents. This home would also incorporate the lessons highlighted by COVID-19 to ensure that the design meets current and future infection prevention and control (IPC) requirements to ensure the safety of the residents.

Aligned to this would be the provision of Independent Living accommodation as set out in the presentation and it was encouraging to receive positive feedback on this approach following the meetings. This accommodation would be both retirement and care ready with the capacity to adapt as the needs of the individual change. The Independent Living accommodation would be available for purchase or rent, thereby ensuring the occupant had their own ‘front door’ which would then allow access, if needed, to local authority social service support. This being in line with the preferred approach of local authorities to care for people in their own homes.

As mentioned in the presentation, consideration has also been given to Independent Living Accommodation near to the central high dependency home. This would allow for situations where a husband or wife may need and may qualify for residential care whilst the other is still be able to cope for themselves: it would allow the other to live nearby and possibly qualify for ‘care in their home’ funding – when funding for ‘residential care’ would not be otherwise available to them. It therefore helps keep husband and wife together in these cases.

The trustees are very much looking prayerfully to the Lord for guidance in moving forward.

The flatlets have been a provision, however the question has to be asked as to their fitness for purpose in meeting the retirement needs of individuals at the current time.

Jon, we trust this has gone some way to answering your question.

The trustees would take this opportunity to thank you for your labour of love as the warden at the Redhill flatlets and also your prayerful support.

We would also thank you for the timely reflection in the supporting comments to your question:

“However, in all this we are reminded of Amaziah, who said to the man of God, ‘but what shall we do for the hundred talents which I have given to the army of Israel?’ And the man of God answered, The LORD is able to give thee much more than this.” 2 Chron 25 v 9

Might we prove the truth of these words as we seek the Lord’s will in providing suitable retirement and carer accommodation for those amongst our causes of truth in the challenging times in which we live.

Attendees were requested to ask questions via the Zoom Q&A function and three submissions were made.

MR. P. RAMSBOTTOM: *“Not a question, but I am sure I speak on behalf of many of the members in thanking the Trustees for all that they have done over the last year. It has been a year of significant pressure and unprecedented challenge, and no doubt a year of particularly weighty responsibility for the Trustees. We are grateful to you for being willing to serve the Lord’s people in this way.”* The Chairman thanked Paul for his remark.

MR. C. WARBOYS: There were two questions from Mr. Warboys. The first question is, *“Why are the Trustees continuing to encourage people to become subscribers when the intention is to do away with the subscribers in the future?”* and, *“In which particular aspects have the Trustees amended their plans in response to the consultation feedback?”* MR. RIDOUT: Thank you, Charles, for your question. I would in the time available attempt to answer it, but we will answer it more fully, as we have said, when we hold open meetings. The particular area that we have certainly focused on is within the Memorandum and Articles of Association that we are working with at the present time – how we ensure that supporters, subscribers, are still an important and integral part to the Charity, and that the role that subscribers play in the AGM will be one that we certainly are seeking to continue within that framework. Also it is not just the involvement of subscribers at a meeting such as this; it is much more about the various roles that people play in supporting us throughout the year. So, thank you for your question, Charles, and I think I would assure you that this is not any Machiavellian attempt to disenfranchise subscribers or supporters from Bethesda.

There were no further questions.

A resolution was then put to the Meeting that the Minutes of the Annual General Meeting held on 12th April 12th, 2019, be approved. This was proposed from the Chair and voted on through the Zoom ‘poll’ function. The motion was carried 51 for, 0 against and 6 abstentions.

A resolution was then put to approve and adopt the Annual Report and Financial Statements for the year ended 31 December 2019. This was proposed from the Chair and voted on through the Zoom 'poll' function. The motion was carried 52 for, 0 against and 3 abstentions.

A resolution was then put to approve and adopt the Annual Report and Financial Statements for the year ended 31 December 2020. This was proposed from the Chair and voted on through the Zoom 'poll' function. The motion was carried 53 for, 0 against and 2 abstentions.

The Chairman then asked Mr. Topping to declare the results of the secret ballot to elect trustees. Mr. Topping announced that 233 ballot papers were issued to subscribers, of which 164 (70%) were returned, and that each of those standing had received at least 88% of the votes. Therefore Mr. A.J. Collins, Mr. S.B. Cottingham, Mr. M.D. Ridout, Mr. D.F. Stevens and Mr. R.W. Woodhams and been elected for a period of three years, commencing April 2020.

The Chairman then thanked everyone for their attendance and asked Mr. D. Christian to close the meeting in prayer.

The meeting closed at 12:30.