

**Annual General Meeting of the British Chiropractic Association**

**At 7.00 p.m. on 11th October 2019**

**Hilton Metropole Hotel**

**Pendigo Way, Birmingham, B40 1NT**

**AGENDA**

1. Apologies for absence
2. To adopt the minutes of the previous meeting on 13 October 2018 (Paper **A**)
3. To adopt the report and accounts for 2018 (Paper **B**)
4. Appointment of Auditor (Paper **C**)
5. Amendment to Memoranda and Articles of Association (Paper **D**)
6. To approve membership subscription rates for 2020 (Paper **E**)
7. To approve the election of new members (Paper **F**)
8. Results of Board Elections
9. Chief Executive Officer's Address to include:
  - RCC Presentation
  - WFC Presentation
  - GCC Presentation
10. President's Address
11. AOB
12. Close

**Proxy Voting**

Members may appoint a proxy to vote on their behalf. A form is attached as Annex A to this agenda which provides details of how a proxy can be appointed.

**Annex A**

**Proxy Notice** Reference: British Chiropractic Association Articles of Association (2018) Part 3 Paragraph 31.

I hereby appoint the person specified below to act as proxy for my votes at the Annual General Meeting of the British Chiropractic Association 2019 to be held at 7 p.m. on Friday 11 October 2019:

Name	
Membership Number	
Address	
Person Appointed as Proxy	<p><b>Either:</b></p> <p style="text-align: center;">Name:</p> <p><b>Or</b> (if no specific proxy appointed)</p> <p style="text-align: center;">the Chair (Catherine Quinn)</p>
Signature	
Date	

**Notes.**

1. **Form of Proxy.** As a member of the Association you are entitled to appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at a general meeting of the Association. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person and vote, your proxy appointment will automatically be terminated.
2. **Appointment.** A proxy does not need to be a member of the Association but must attend the meeting to represent you. If you wish to appoint a proxy other than the chair of the meeting, insert their full name in the box. If you leave this space blank, the chair of the meeting will be appointed your proxy.
3. **Voting Directions.** Your proxy will vote (or abstain from voting) at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting, including a motion to adjourn.
4. **Returning your form of proxy.** To appoint a proxy using this form, the form must be:
  - Completed and signed;
  - Sent or delivered to the Association at [sharon.mill@chiropractic-uk.co.uk](mailto:sharon.mill@chiropractic-uk.co.uk) and received by the Association not less than 48 hours before the time appointed for the meeting.

## Annex A

### Proxy Notice

Reference: British Chiropractic Association Articles of Association (2018) Part 3 Paragraph 31.

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  - Received by the Association not less than 48 hours before the time appointed for the meeting.

**Paper A**

**Minutes of the Annual General Meeting of the British Chiropractic Association**

**held on Saturday 13th<sup>th</sup> October 2018 at 2:00pm**

**Hilton Metropole Hotel**

**Pendigo Way, Birmingham, B40 1PP**

**Present:** Members as recorded on the attendance list

**Invited guest:** Sharon Mill, PA to the BCA Board of Directors

**Apologies:**

Hugh Hurst	Joan Wight
Neil Painter	John Adam
Alexandra Newton	Steve Williams

<b>Item</b>	
<b>1.</b>	<b>Welcome and introduction</b>
	Catherine Quinn (CQ) BCA President welcomed and thanked everyone for their attendance at the Annual General Meeting 2018.
<b>2.</b>	<b>Apologies</b>
	Mark Rawden (MR) CEO announced apologies received recorded as above.
<b>3.</b>	<b>Acceptance of Previous Minutes (17<sup>th</sup> March 2018)</b>
	<b>Paper A</b> - Circulated ahead of time. CQ asked members to accept minutes of last meeting by a show of hands. Formally proposed by John Williamson Seconded by Elizabeth Laverick
<b>4.</b>	<b>Treasurer's Report</b>
	Tim Button (TB) presented full audited accounts for financial year ending 31 <sup>st</sup> December 2017. <b>Paper B</b> - Audited by Muras Baker Jones Limited, their report is included in Paper B. No concerns were placed. Financial position remains strong with net assets increasing slightly over the year. TB Proposed this meeting accepts these accounts for 2017. Unanimous

	<p>Seconded by Chris Chippendale</p> <p><b>Paper C</b> – Last year membership fees were held at previous level even though inflation has gone up and the Pound has weakened against the Euro by 11%. Combined inflation rate over the last two years over 5.5%.</p> <p>Due to the increasingly effective way we control costs we can maintain the same rate for fees as 2017 and 2018 for next year. A reduction in real terms of 6.4%.</p> <p>ECU membership will be held at previous level.</p> <p>TB Proposed this meeting approve this year’s membership fees. Unanimous</p> <p>Seconded by Richard Brown</p> <p><b>Paper D</b> – Muras Baker Jones the auditors have stepped down after conducting the 2017 audit as was confirmed at previous AGM. TB and MR will conduct a search for a new firm of auditors to undertake audit for 2018. Their report will be presented to the next AGM with a resolution to re-appoint them for the following year.</p> <p>TB Proposed this meeting accept this proposal. Unanimous</p> <p>Seconded by Richard Brown</p>
5.	<p><b>Approve the Election of New Members</b></p>
	<p><b>Paper E</b></p> <p>Those who have applied for Full membership status on completion of PRT or equivalent. All names listed on screen.</p> <p>CQ asked for proposer to accept these full members to the association – Annabel Keir</p> <p>Seconded by Owain Evans</p> <p>MR announced the results of Council. Election held online with the assistance of Electoral Reform Society. Results through stated 24.4% turn out of voting membership. The following 5 people have been elected to serve on council:</p> <p>John Williamson</p> <p>Matthew Clifton-Hadley</p> <p>Owain Evans</p> <p>Prab Chandhok</p> <p>Victoria Wheeldon</p> <p>President’s Role is for two years. No election necessary for Treasurer, Secretary or Vice President as only one nomination for each of these roles. Therefore,</p> <p>Treasurer Timothy Button, Secretary Ulrik Sandstrom and Vice President Steve Williams were duly elected.</p> <p>CQ congratulated all new members on their election to the Board.</p>

6.	<p><b>Consider Special Resolutions – General Governance and Membership Categories</b></p>
	<p><b>Paper F – Proposed Changes to Council Governance</b></p> <p>Member survey was conducted to address highlighted issues within our governance to make sure good governance, consistency and better succession planning. Ensure flow of membership onto council. CQ thanked all for taking part in survey.</p> <p>Key Changes to adopt at this meeting:</p> <p>CQ Proposed all Council henceforth will be known as Board of Directors. This change in name keeps us in line with best practice ensuring all have equal responsibility at Companies House. Currently only the Executive Officers have the directorship. Members on council have equal weight on their vote so all should be directors of the company.</p> <p>Duration of office on Board of Directors will normally be two years with any co – option or election of a board member on vacation of office by another being for the remainder of the original members elected term.</p> <p>The change is to move from the position where the President has a two-year term and all council members have a one-year term.</p> <p>Directors will normally serve for maximum 8 years within a twelve year period. This allows a four year gap giving others a chance to come though and contribute.</p> <p>Three members of the board of directors will be elected to officer roles. This means removal of the role of secretary on the board. Best practice is this role is fulfilled by the CEO. Not a board position but reporting to Companies House.</p> <p>Another change is we would like to have one member co-opted to the board. A non-chiropractic lay member with experience in different areas. This year we had a non-voting lay member. Hugely popular in member survey therefore this supported by the membership.</p> <p>Proxy voting on agenda items only to be allowed at AGM, this is due to the importance we have the quorate number of 50 but we will encourage all members to attend in person.</p> <p>Further change is to look to have Executive members of the board, President, Treasurer and Vice - President to be normally be coming through from current council. Ensuring consistency on council avoiding lack of knowledge.</p> <p>CQ asked for comments or questions.</p> <p>Ulrik Sandstrom is current Secretary and will continue for the coming year so these proposed changes will come into effect from the next elections. Position of Secretary will not be elected at that point.</p> <p>Lay member to be co-opted by elected members of council. Elected officials aware of strategy will elect the co-opted member. This was put to members in governance survey. Important membership vote and elect council members who are best able to judge what expertise we need, this is where the lay member comes from. Therefore, all council including lay member will be elected for two-year term. Lay member position will be advertised.</p> <p>CQ Proposed this meeting accept the changes to our governance.</p> <p>Seconded by Michael Copland-Griffiths</p> <p>Vote to members, require 75% in favour as changes to M&amp;A's - Adopted Unanimously</p>

	<p><b>Paper G – Changes to Membership Categories</b></p> <p>Regards concessionary rates of membership. Proposal is to remove category of Semi-Active membership.</p> <p>Issues raised as in the past members can be a full or provisional semi-active member. Effective procedures and policies must be in place to manage this type of membership and no ambiguity around the criteria.</p> <p>Change to our insurance process meaning the insurance distribution directive coming in means members do not have to purchase BCA block scheme of insurance.</p> <p>Continue with concessionary rates offered to new graduates for first three years without application, taken as read.</p> <p>On application and at the discretion of council, members taking maternity/paternity leave, members experiencing hardship outside their control, exceptional circumstances. Members experiencing temporary hardship can apply for reduced cost of membership.</p> <p>Members with continuous full membership for 50 years or more. A lifetime membership category rewarding members who have given so much to the association over the years.</p> <p>CQ asked for comments or questions.</p> <p>All requests for concessionary rates are on individual application.</p> <p>Membership and insurance can no longer be attached any more as per the new insurance distribution directive. Currently a European directive which comes into force this Autumn. Must be separate so people have a clearer choice on which insurance provider to use. No longer insistence of insurance linked to membership policy. BCA block scheme will continue to be offered providing a high level of support provided by Lloyd and White.</p> <p>Members of another association can apply for the BCA insurance policy but current pricing for insurance in block scheme would be different for non- members.</p> <p>We would hope there will be limited drop off numbers taking into account the cost and package provided by BCA.</p> <p>CQ proposed this meeting accepts this change to M &amp; A's by replacing semi-active membership to concessionary membership available to full and provisional members.</p> <p>Seconded by Chris Chippendale</p> <p>Vote to members require 75% in favour as changes to M&amp;A's - Adopted Unanimously.</p>
<p><b>7.</b></p>	<p><b>Consider Special Resolutions - Proposed Changes to the Memorandum &amp; Articles of Association, General Administrative Matters</b></p>
	<p>Paper H - MR informed members this is a clause for items to be simplified and brought into line with current company law and practice. Some reflect on items previously discussed.</p> <p>Clauses 12,18,24,27,29,40,53 and 66 were discussed.</p> <p>The proposed new M&amp;As are attached as Annexe B</p> <p>MR asked for comments or questions.</p> <p>Question raised – Can retired chiropractors no longer registered with GCC still have membership of the BCA?</p>

	<p>Currently have the system where there are Honorary Members, special non-voting category. Retired associate membership will continue to exist.</p> <p>Non-practicing GCC member would not require insurance.</p> <p>Current M&amp; A's give no flexibility on criteria when someone is erroneously or temporarily removed from GCC register. At the moment removal from GCC results in removal from BCA membership and no valid insurance. We want discretion to keep these people as members while they correct the cause. This will be at council discretion and will not be with regards to disciplinary issues, more likely when reminder and payment of fees has been missed. This will allow membership to resume as before.</p> <p>CQ Proposed this meeting accept the revised M &amp; A's of the association to come into effect immediately from this meeting onwards.</p> <p>No abstentions or against.</p> <p>Seconded by Owain Evans</p> <p>Vote to members require 75% in favour as changes to M&amp;A's - Adopted Unanimously.</p>
<b>8.</b>	<b>President's Address</b>
	<p>CQ thanked members for attending and congratulated those who are now full members for the first time. Valuable contribution by being here today as decisions have been made together which will strengthen the BCA.</p> <p>In July CQ presented at the World Conference of Chiropractic Students on the subject of Leadership. A powerful vision can take you out your comfort zone and in the direction of travel. For council we had the vision to provide the best support and services to our members with council giving access to specialists to allow us to achieve our strategy, develop our strategy and serve the membership.</p> <p>Proud of the changes BCA have undertaken this year and the support of all council. Thank you again to all. CQ mentioned our new members of staff and introduced Sharon Mill in attendance at the meeting. Continually impressed by the team and level of service of care by these staff seen in action today at conference. This has meant council now have chance to further develop strategy for the profession.</p> <p>When the new Board meet in November we will begin working on 2019 – 2022 strategy building on 2017-2019. Consultation with membership will continue. Highlights of 2017-2019 strategy to be proud of.</p> <p>London South Bank University welcomed first students 4 weeks ago and was pleased to speak to these students in Freshers week. The four year integrated Masters programme is unique with optional modules to tailor the degree to their interests without diluting core values of learning. The launch of the LSBU is a momentous occasion within the UK which has come about by an ambitious strategy and vision set by our previous President and CEO. CQ discussed her visit with the students and was impressed by the eagerness and enthusiasm. Shows a bright future for our profession.</p> <p>CQ asked if members had encouraged GCSE/A Level students to look at taking up the profession. We need to encourage and develop bright students to take up the places on these new courses by continuing to use resources available.</p> <p>CQ congratulated all members in allowing PR and Marketing committee to dramatically increase the impact and reach of our campaigns. Back Care Awareness week ended where Facebook post reached over 10,000 people over 4 days. Chiropractic Awareness week earlier in the year reached over 100,000</p>



impressions on social media. Our presence in those arenas is key and where our identity is set. This is down to all of you and would encourage this to continue to increase impact further.

CQ discussed launch of the Facebook in April 2018 and the extent of the impact it has had in the community and the statistics. BCA are very much the voice within Chiropractic and on occasion are called in to defend our profession however this is not our main role. The vast majority of press coverage gained is hugely positive. Thanks to all who impact that positive image up and down the country.

Another element of the strategy is concerning regulation with no limitation on scope of practice. With changes on the horizon this aim is ongoing. We submitted to the Professional Standards Authority our answer to their response on how regulation would be changing in the future and argued strongly for the continuation of chiropractic regulation. All issues were represented to ensure consistency. Being part of these conversations is vital. Alongside strengthened relations with the ASA the Board will continue to explore how we can expand our advertising scope using best available evidence.

Lack of cohesion is one of the biggest challenges facing us. We met jointly with all other associations which was productive. There are common ground areas that effect all chiropractors no matter what association we are part of therefore we need consistent messages across those areas. Although we will work together the BCA will stand proudly by its' values of patient centered and ethical care.

As President of the BCA upholding the identity for the association which advocates these principles allows great strength. Continuing to campaign for chiropractic to be first port of call and scope of knowledge to always exceed scope of practice. This is why we form such an important part of public health in the UK. The BCA can and do lead the way and we need to continue to inspire students and graduates to embrace this ethos.

There are a lot of challenges and exciting opportunities ahead and delighted to congratulate those elected to join the Board for the coming year. Especially our two newest members. We have a responsibility to deliver quality representation and provide services for our members which are valuable and relevant. BCA are looked upon to represent the whole profession and we must continue to do this.

Board of Directors, lets continue to deliver a robust and effective association with an ethos and culture to be proud of. Proud of our achievements this year and thanks to all council.

Members be proud of this association and what we want this profession to be. Know each voice holds equal value to the next. The visions that have come before us have been achieved and feel a connection to the history of our association.

If you want to be part of a modern progressive BCA, if you want the board and I to represent you with optimism and a vision for change join in. Continue to be the driving force of our profession. Thank you for coming today and for your support as we move forward together.

Each year we do a call out to the Fellows to ask for nominations for Fellowship which shows a continual input to the profession. Pleased to award one more to our fantastic list of Fellows. This member has been an integral part of the Contact Magazine production for over 15 years. He ensures a quality product reaches members every time. A great supporter of the BCA and chiropractor over his 39 years in practice and currently sits as chiropractic member of the GCC continuing to champion the profession.

It is a great honour to present Gareth Lloyd with Fellowship of the BCA.

Gareth thanked members for the award.

Meeting Concluded

**Signed:**

**Print name:**

**Date:**

**Status:**

Paper B

COMPANY REGISTRATION NUMBER: 01781531

**British Chiropractic Association  
Company Limited by Guarantee  
Financial Statements  
31 December 2018**

**MURAS BAKER JONES LIMITED**

Chartered accountants & statutory auditor

Regent House  
Bath Avenue  
Wolverhampton  
West Midlands  
WV1 4EG

**British Chiropractic Association**  
**Company Limited by Guarantee**  
**Financial Statements**  
**Year ended 31 December 2018**

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Directors' report

Independent auditor's report to the members

Statement of income and retained earnings

Statement of financial position

Notes to the financial statements

**The following pages do not form part of the financial statements**

Detailed income statement

Notes to the detailed income statement

## **British Chiropractic Association**

### **Company Limited by Guarantee**

### **Officers and Professional Advisers**

**The board of directors**

Mr U Sandstrom  
Mr S P Williams  
Mrs C C Quinn  
Mr T P Button  
Mr P S Chandhok  
Mr M M B Clifton-Hadley  
Miss V Wheeldon  
Mr O Evans  
Mr J Williamson

**Company secretary**

Mr U Sandstrom

**Registered office**

59 Castle Street  
Reading  
Berkshire  
RG1 7SN

**Auditor**

Muras Baker Jones Limited  
Chartered accountants & statutory auditor  
Regent House  
Bath Avenue  
Wolverhampton  
West Midlands  
WV1 4EG

**Bankers**

Barclays  
48/50 The Parade  
Leamington Spa  
Warwickshire  
CV32 4DD

## British Chiropractic Association

### Company Limited by Guarantee

### Directors' Report

### Year ended 31 December 2018

The directors present their report and the financial statements of the company for the year ended 31 December 2018.

#### Directors

The directors who served the company during the year were as follows:

Mr U Sandstrom	
Mr S P Williams	
Mrs C C Quinn	
Mr T P Button	
Mr P S Chandhok	(Appointed 13 October 2018)
Mr M M B Clifton-Hadley	(Appointed 13 October 2018)
Miss V Wheeldon	(Appointed 13 October 2018)
Mr O Evans	(Appointed 13 October 2018)
Mr J Williamson	(Appointed 13 October 2018)

#### Directors' responsibilities statement

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## British Chiropractic Association

### Company Limited by Guarantee

#### Directors' Report *(continued)*

Year ended 31 December 2018

#### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

A resolution to reappoint Muras Baker Jones Limited as auditors will be proposed at the forthcoming Annual General Meeting.

#### **Small company provisions**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 14 August 2019 and signed on behalf of the board by:

Mr U Sandstrom  
Company Secretary

## **British Chiropractic Association**

### **Company Limited by Guarantee**

### **Independent Auditor's Report to the Members of British Chiropractic Association**

**Year ended 31 December 2018**

#### **Opinion**

We have audited the financial statements of British Chiropractic Association (the 'company') for the year ended 31 December 2018 which comprise the statement of income and retained earnings, statement of financial position and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.



## British Chiropractic Association

### Company Limited by Guarantee

### Independent Auditor's Report to the Members of British Chiropractic Association *(continued)*

Year ended 31 December 2018

#### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

#### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

## **British Chiropractic Association**

### **Company Limited by Guarantee**

### **Independent Auditor's Report to the Members of British Chiropractic Association** *(continued)*

**Year ended 31 December 2018**

#### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



## **British Chiropractic Association**

### **Company Limited by Guarantee**

### **Independent Auditor's Report to the Members of British Chiropractic Association** *(continued)*

### **Year ended 31 December 2018**

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

#### **Use of our report**

This report is made solely to the company's members, as a body, in accordance with chapter 3 of part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Oliver Ross BSc (Hons) FCA (Senior Statutory Auditor)

For and on behalf of  
Muras Baker Jones Limited  
Chartered accountants & statutory auditor  
Regent House  
Bath Avenue  
Wolverhampton  
West Midlands  
WV1 4EG

14 August 2019

**British Chiropractic Association**  
**Company Limited by Guarantee**  
**Statement of Income and Retained Earnings**  
**Year ended 31 December 2018**

	Note	2018 £	2017 £
<b>Turnover</b>		<b>2,026,385</b>	1,969,602
<b>Gross profit</b>		<b>2,026,385</b>	1,969,602
Administrative expenses		<b>2,379,302</b>	1,926,566
<b>Operating (loss)/profit</b>		<b>(352,917)</b>	43,036
Other interest receivable and similar income		<b>1,896</b>	1,518
<b>(Loss)/profit before taxation</b>	<b>6</b>	<b>(351,021)</b>	44,554
Tax on (loss)/profit		<b>360</b>	292
<b>(Loss)/profit for the financial year and total comprehensive income</b>		<b>(351,381)</b>	44,262
<b>Retained earnings at the start of the year</b>		<b>994,550</b>	950,288
<b>Retained earnings at the end of the year</b>		<b>643,169</b>	994,550

All the activities of the company are from continuing operations.

**British Chiropractic Association**  
**Company Limited by Guarantee**  
**Statement of Financial Position**  
**31 December 2018**

	Note	2018 £	£	2017 £
<b>Fixed assets</b>				
Tangible assets	7		<b>436,897</b>	442,620
<b>Current assets</b>				
Debtors	8	14,895		21,371
Cash at bank and in hand		269,321		702,326
		<u>284,216</u>		<u>723,697</u>
<b>Creditors: amounts falling due within one year</b>	9	<u>77,944</u>		<u>171,767</u>
<b>Net current assets</b>			<u>206,272</u>	<u>551,930</u>
<b>Total assets less current liabilities</b>			<u>643,169</u>	<u>994,550</u>
<b>Net assets</b>			<u>643,169</u>	<u>994,550</u>
<b>Capital and reserves</b>				
Profit and loss account			<u>643,169</u>	<u>994,550</u>
<b>Members funds</b>			<u>643,169</u>	<u>994,550</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 14 August 2019, and are signed on behalf of the board by:

Mrs C C Quinn  
Director

Mr T P Button  
Director

Company registration number: 01781531

## British Chiropractic Association

### Company Limited by Guarantee

### Notes to the Financial Statements

Year ended 31 December 2018

#### 1. General information

The company is a private company limited by guarantee, registered in England and Wales. The address of the registered office is 59 Castle Street, Reading, RG1 7SN, Berkshire.

#### 2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

#### 3. Accounting policies

##### Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

##### Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer (usually on despatch of the goods); the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity; and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

##### Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

## British Chiropractic Association

### Company Limited by Guarantee

#### Notes to the Financial Statements *(continued)*

#### Year ended 31 December 2018

### 3. Accounting policies *(continued)*

#### Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

#### Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Freehold property (building)	-	2% straight line
Fixtures and fittings	-	15% reducing balance
Computer equipment	-	33% straight line

A valuation of the freehold property has not been obtained during the year to avoid undue cost to the British Chiropractic Association. Having considered the company's depreciation policy in accordance with the Companies Act and FRS 102, the directors have decided that the building element should be depreciated over 50 years.

#### Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

## **British Chiropractic Association**

### **Company Limited by Guarantee**

#### **Notes to the Financial Statements *(continued)***

#### **Year ended 31 December 2018**

### **3. Accounting policies *(continued)***

#### **Defined contribution plans**

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

### **4. Company limited by guarantee**

The company is limited by guarantee as it is a members' organisation and has no share capital.

### **5. Employee numbers**

The average number of persons employed by the company during the year amounted to 13 (2017: 13).

### **6. Profit before taxation**

Profit before taxation is stated after charging:

	<b>2018</b>	2017
	£	£
Depreciation of tangible assets	<b>7,519</b>	7,262
Fees payable for the audit of the financial statements	<b>2,700</b>	2,760



## British Chiropractic Association

### Company Limited by Guarantee

#### Notes to the Financial Statements *(continued)*

#### Year ended 31 December 2018

#### 7. Tangible assets

	Land and buildings £	Fixtures and fittings £	Computer equipment £	Total £
<b>Cost</b>				
At 1 January 2018	435,658	42,963	10,465	<b>489,086</b>
Additions	–	535	1,261	<b>1,796</b>
<b>At 31 December 2018</b>	<u>435,658</u>	<u>43,498</u>	<u>11,726</u>	<u><b>490,882</b></u>
<b>Depreciation</b>				
At 1 January 2018	4,357	34,079	8,030	<b>46,466</b>
Charge for the year	4,357	1,414	1,748	<b>7,519</b>
<b>At 31 December 2018</b>	<u>8,714</u>	<u>35,493</u>	<u>9,778</u>	<u><b>53,985</b></u>
<b>Carrying amount</b>				
<b>At 31 December 2018</b>	<u>426,944</u>	<u>8,005</u>	<u>1,948</u>	<u><b>436,897</b></u>
At 31 December 2017	<u>431,301</u>	<u>8,884</u>	<u>2,435</u>	<u>442,620</u>

#### 8. Debtors

	2018 £	2017 £
Trade debtors	<b>1,967</b>	4,407
Other debtors	<b>12,928</b>	16,964
	<u><b>14,895</b></u>	<u>21,371</u>

#### 9. Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	<b>14,926</b>	15,686
Corporation tax	<b>360</b>	292
Social security and other taxes	<b>6,151</b>	9,900
Other creditors	<b>56,507</b>	145,889
	<u><b>77,944</b></u>	<u>171,767</u>

#### 10. Contingencies

The company has financial commitments in respect of non-cancellable leases of office equipment. The rentals payable under these leases are £11,264 (2017 £13,111) within one year, and £5,724 (2017 £16,988) in second to fifth years inclusive.

The company has other commitments in respect of financial contracts for services. The commitments payable under these contracts are £91,898 (2017 £nil) within one year, and £191,454 (2017 £nil) in second to fifth years inclusive.



## **British Chiropractic Association**

### **Company Limited by Guarantee**

#### **Notes to the Financial Statements *(continued)***

#### **Year ended 31 December 2018**

#### **11. Related party transactions**

The company was not under the control of any one person throughout the current and previous year.

No transactions with related parties were undertaken such as are required to be disclosed under FRS 102.



**British Chiropractic Association**

**Company Limited by Guarantee**

**Management Information**

**Year ended 31 December 2018**

**The following pages do not form part of the financial statements.**

## British Chiropractic Association

### Detailed Income Statement

Year ended 31 December 2018

	2018 £	2017 £
<b>Turnover</b>		
Members subscriptions	1,847,967	1,800,106
Conferences and seminars income	68,430	62,387
Sales of leaflets etc.	21,296	19,675
Sundry receipts	4,876	8,096
Contact and In Touch income	39,328	37,098
Grants from European Chiropractic Union	—	42,240
Sales of GDPR toolkits	44,488	—
	<u>2,026,385</u>	<u>1,969,602</u>
<b>Gross profit</b>	<u>2,026,385</u>	<u>1,969,602</u>
<b>Overheads</b>		
Administrative expenses	2,379,302	1,926,566
<b>Operating (loss)/profit</b>	<u>(352,917)</u>	<u>43,036</u>
Other interest receivable and similar income	1,896	1,518
<b>(Loss)/profit before taxation</b>	<u>(351,021)</u>	<u>44,554</u>

**British Chiropractic Association**  
**Company Limited by Guarantee**  
**Officers and Professional Advisers**

	2018	2017
	£	£
<b>Administrative expenses</b>		
Directors salaries	50,050	36,533
Directors national insurance contributions	3,470	1,094
Administrative staff salaries	145,535	148,157
Staff termination payments	53,546	–
Membership services	114,297	–
Staff national insurance contributions	14,613	13,836
Staff pension and health costs	13,616	13,048
Rates and water	8,242	6,920
Light and heat	4,003	2,450
Insurance	7,985	7,320
Repairs and maintenance	5,151	11,298
Database	14,418	–
Travel and subsistence	47,463	20,591
Meetings expenditure	6,523	1,716
Hire of equipment	14,882	13,490
Telephone and postage	18,707	18,600
GDPR toolkit costs	48,384	–
Journals publishing expenses	18,436	34,591
Printing and stationery	9,875	8,995
Sundry expenses	9,604	12,085
Donations	9,375	1,500
Printing leaflets for sale	21,719	12,800
World Federation of Chiropractic	9,147	10,031
European Chiropractic Union subscription	206,904	184,530
Conferences and seminars	88,884	51,767
Public relations expenses	130,625	108,462
Internet website	317	3,271
Legal and professional fees	42,522	13,658
Members benefits scheme	6,253	6,120
Computer consultancy	28,657	20,116
Honoraria (non-directors)	8,775	12,717
Research studies	4,270	3,493
Professional insurance	1,137,258	1,078,055
Tax helpline fees	26,496	23,940
Accountancy fees and financial consultancy	37,250	33,000
Auditors remuneration	2,700	2,760
Depreciation of tangible assets	7,519	7,262
Bad debts written off	(527)	50
Bank charges	2,358	2,310
	<u>2,379,302</u>	<u>1,926,566</u>
<b>Other interest receivable and similar income</b>		
Interest on cash and cash equivalents	<u>1,896</u>	<u>1,518</u>

**Paper C**

**To: The Members**  
**From: BCA Board**  
**Subject: Item 4 - Appointment of Auditors**  
**Date: 11 October 2019**

1. The Board appointed Muras Baker Jones as the BCA Auditors to audit the 2017 Accounts and Report and subsequently the 2018 Accounts and Report, to be presented at the Annual General Meeting of 2019.
2. Given the continued satisfactory service provided by these auditors it is proposed that they are re-appointed to audit the Accounts and Report for the 2019 Accounts and Report.
3. Members are asked to approve the appointment of the auditors Muras Baker Jones.

**Paper D**

**To: The Members**  
**From: BCA Board**  
**Subject: Item 5 - Amendment to Memoranda and Articles**  
**Date: 11 October 2019**

**1. Introduction.** In 2018, the Memorandums and Articles of Association were updated in line with current practice.

**2. Issues.** The clauses relating to member-led discussions and resolutions at AGM/SGM have no timings associated with them. To ensure clarity for members on their ability to raise issues in a way which allows the Board to consider the business, it is important to include timings. This was previously stipulated and the Board propose the same timings to be observed and made clear in the M and As.

**3. Recommendations**

Inclusion of the following wording to clause 58:

*3. A Full member must give the Association at least twenty-eight days' notice of any business which they wish to have discussed at an Annual General Meeting or a Special General Meeting of the Association.*

*4. A Full member must give the Association at least twenty-eight days' notice of any resolution which they wish to have considered at an Annual General Meeting or a Special General Meeting of the Association. All such resolutions must be proposed and seconded by Full Members of the Association.*

**4. Decision required.** The membership is asked to approve these recommendations.

**5. Next steps.** Should the membership approve these changes, the BCA's Memorandum and Articles of Association will be amended accordingly

**Paper E**

**To: The Members**  
**From: BCA Board**  
**Subject: Item 6 - Membership Subscription Fees 2020**  
**Date: 11 October 2019**

1. The Board has reviewed the membership subscription fees and proposes that the fees are increased for 2020. In broad terms, fees have not increased for many years and indeed more recently, there was a very considerable reduction in fees, which is not sustainable. The CEO will give a presentation on this subject at the AGM.
2. Additionally, a review of the fee structure of similar professional bodies indicates that the stepped increases during the initial years of membership is anomalous. It is more standard practice for graduates to pay a little more, over fewer years, than has been the case in the BCA. The proposed changes in this area will increase charges slightly for Provisional members but they will still remain the most competitive in the profession.
3. Concurrently, as BCA Insurance Services, BCA's insurance broker Lloyd & White have negotiated revised insurance fees with Royal & Sun Alliance, which also include an inflationary increase.
4. All fees are reviewed annually and subject to approval of the AGM each year. The proposed fees for 2020 are as follows:

<b>Year of Graduation</b>	<b>BCA Fees £</b>	<b>ECU Fees £</b>	<b>CRC Levy £</b>	<b>Insurance £</b>
Student	0	0	0	0
2020 (graduating Jun/Jul)	0	0	0	Pro-rata 2019
2019	150	0	0	813.84
2018	250	150	50	923.82
2017	350	150	50	923.82
2016 and earlier	470	150	50	923.82
Concessionary Rate	300	75	50	923.82
Past President	0	150	50	923.82
UK Associate member	125	0	0	923.82
Foreign Student	150	0	0	0

5. Members are asked to approve the fees for 2020.

**Concessionary Membership**

6. Concessionary membership for 2020 is subject to an annual application using the form which is attached as Annex B. It is entirely at the Board's discretion as to whether to apply concessionary membership in the case of each application. Concessions are effective in the year specified only and are subject to re-application and review on an annual basis.
7. Policy on concessionary membership is reviewed annually and will be promulgated with the proposed fee structure for the coming year.



**Annex B**

**Application for Concessionary Membership of the British Chiropractic Association for 2020**

Name	
Membership Number	
Address	
Criterion 1 – Graduated on or after 2017.	Automatic – no further information required.
Criterion 2 – Full-time member of the academic staff of a ECCE-accredited chiropractic teaching institution.	Applications for concessionary membership in this category may also be submitted under one list by the institution concerned. Applicants in this category will receive the Concessionary Rate.
Criterion 3 – Members who are on maternity, paternity, shared parenting or adoption leave.	Applicants must apply by informing the BCA of the start and end dates of this leave and will not be charged membership fees during this period. During the balance of the year of return to work, applicants will receive the Concessionary Rate. Eligibility will be explained as part of the application process.
Criterion 4 – Gross income below £16,000 per annum.	Applicants must enclose a full justification for seeking the Concessionary Rate under this criterion. Business owners whose share in the business is more than £16,000 turnover will not be eligible.
Criterion 5 – Exceptional Circumstances. In this case, the Board may reduce further the cost of Concessionary Membership on a case-by-case basis.	Applicants should enclose evidence or explanation as to how their financial hardship is the result of exceptional circumstances e.g. family tragedy, serious illness.
Criterion 6 – A Full member for 50 years or more.	Automatic – no application required. No membership fees will be charged.
Signature of Applicant	
Date	

Applications for Concessionary Membership for 2020 must be sent to the Operations Manager of the BCA:

by email to: Anne Barlow ([anne.barlow@chiropractic-uk.co.uk](mailto:anne.barlow@chiropractic-uk.co.uk))

by mail to: Anne Barlow, Operations Manager British Chiropractic Association. Blackburn House, Redhouse Road, Seafield, Bathgate, EH47 7AQ

No later than: **1 November 2019**

Members who find themselves in conditions of financial hardship during a calendar year may apply for Concessionary Membership at any time during that year.

## Paper F

Below is a list of members who have achieved the requirements for entry into Full Membership.

James Adam	Rhys Potter
Erika Anderson-Groves	Jack Pullen
Ida-Marie Askvig	Laura Purssell
Charlotta Binder	Amy Putrus-Schnell
Emily Blue	Anthony Putrus-Schnell
Antonia Bonagura	Jake Rhodes
Andrew Bowden	Benjamin Roberts
Adam Bowen	Linn Erixon Sahlstrom
Matthew Bowman	Marc Sanders
Ashleigh Cattle	Katharine Scorer
Siew Thong Chan	Clive Sherwood
Chester Clough	Laura Simmons
Zachary Cole	Claire Smith
Sean Coleman	Wendy Streeton
Joe Cox	Chloe Sutton
Gemma Crouch	Luis Tobenas
Jessica Davy	Lucy Walker
Anja Dixon	Rhiannon West
Frida Forshallen	Barry Williams
Joshua French	Jack Withey
Samuel Glynn	Harang Yoo
Theodore Gray	Harvey Young
Nader Haji	
Jon Handley-Collins	
Rebecca Hillis	
Ellice Kasper	
Matthew Kenna	
Deelan King	
Robert Kingdom	
Kyunghee Kong	
Joshua Lewis	
Thomas Liddington	
Ezra Lu Xih Ann	
Stephanie Miles	
Charlotte Newman	
Owen Patten	

Members are asked to approve the election of the above listed persons as Full members.