



**Minute of a Special General Meeting  
of the Royal College of General Practitioners  
held on Wednesday 17 July 2024 at 18:30 in a hybrid format  
at 30 Euston Square, London and virtually via CESJoinIn**

The President, Dr Richard Vautrey FRCGP, chaired the meeting.

The President welcomed those attending to the Special General Meeting and explained how the meeting would run, including arrangements for asking questions and voting. For the first resolution (on abolishing the 'show of hands' voting method) and any subsequent votes if the resolution does not pass, we will be using the show of hands method as prescribed in the Byelaws. If the resolution to change the voting method is changed, we will revert to electronic voting. Whether attending in person or virtually, electronic voting is done via the CESJoinIN platform.

The President noted that copies of the agenda and papers are on the general meetings page of the college website ([rcgp.org.uk/general-meetings](http://rcgp.org.uk/general-meetings)) and in the CESJoinIn system by pressing the 'documents' tab.

Those present were notified that the meeting would be audio recorded – no objections were raised.

The quorum was met with the minimum of 25 College Members and Fellows present as required under RCGP Byelaws 14(1).

Item No.	
1.	<p><b>Byelaw Change</b> Members were asked to approve the following Resolution:</p> <p>Resolution 8: Removal of “show of hands” voting method</p> <p>A copy of the Resolution is contained in Appendix A of the minute.</p> <p>This Byelaw change was approved by Trustee Board at its meeting on 25 April 2024 under Ordinances 31, and comes into effect if confirmed by a General Meeting as per Ordinance 32.</p> <p>The Resolution was <b>approved</b> <i>nem. con.</i></p>

<p>2.</p>	<p><b>Minute of 2024 Annual General Meeting</b> The minute of the Annual General Meeting held on 18 November 2023 (as contained in Appendix 1 of the papers) were presented.</p> <p>Dr Bill Reith objected to the minute as he felt it did not fully reflect the mood of the meeting. The Honorary Secretary replied that the minute was a record of the activity and actions of the meeting, and would not contain every verbal contribution made, and was content that the presented minute was an accurate record of the meeting.</p> <p>Members were asked to approve the following Resolution:</p> <p>Resolution 1: That the minutes of the Annual General Meeting held on 18 November 2023 be approved as an accurate record of the meeting.</p> <p>There were 33 votes for; 17 against.</p> <p>The Resolution was <b>approved</b>.</p>
<p>3.</p>	<p><b>Election of Honorary Fellows and Fellows</b> The election of the candidates for Honorary Fellow and Fellows (as detailed in Appendix 2 of the papers) was proposed.</p> <p>Members were asked to approve the following Resolution:</p> <p>Resolution 2: To approve the appointment of Fellows and Honorary Fellows as detailed in Appendix 2 of the papers.</p> <p>There were 72 votes for; 2 against.</p> <p>The Resolution was <b>approved</b>.</p>
<p>4.</p>	<p><b>Byelaw Changes (Appendix 3)</b> Dr Michael Mulholland, Honorary Secretary, asked Members to note the changes to the Byelaws (as contained in Appendix 3 of the papers) as approved by Trustee Board at its meeting on 25 April 2024 under Ordinances 31, and would come into effect if confirmed by a General Meeting as per Ordinance 32. If confirmed by General Meeting, Resolution 5 will not take effect until 30 November 2024.</p> <p>Dr Mulholland referred to the information booklet, as circulated, which provided background information on the rationale for changes.</p> <p>Prof Amanda Howe asked whether Resolution 3 (Name change from Council Trustee to Member Trustee) would affect eligibility or election process. Dr Mulholland confirmed that this was a name change only and there were no changes to the eligibility for candidates, nominations process, or electorate.</p> <p>Professor Jacky Hayden and Dr John Chisholm, referring to Resolution 6 (requiring the Trustee Board to include provision for a Senior Independent Trustee in their Regulations), noted the benefits of having a Senior Independent Trustee and supported its inclusion. However, they both expressed the view that the Senior Independent Trustee should not include acting as Vice Chair of the Trustee Board in their responsibilities and that role should be undertaken by another individual.</p>

Prof Holmes, Chair of Trustee Board, thanked them for their comments; and noted that the Resolution being discussed concerned the codification of the Senior Independent Trustee and not the existence or detailed responsibilities of the role.

Prof Holmes noted the role of Vice Chair in this context was not an executive role or officer role; and the responsibilities were limited to chairing meetings, or items within meetings, where the Chair of Trustee has excluded themselves due to a conflict of interest; or where the Chair of Trustee Board has either resigned or was incapacitated, and the Vice Chair would chair meetings until Council could elect a replacement Chair of Trustee Board. The Senior Independent Trustee is not automatically Vice Chair; that appointed is a matter for Trustee Board to make arrangement for from time to time in their Regulations and in Board decisions. Prof Holmes would relay the comments on Vice Chair back to Trustee Board.

Members were asked to approve the following Resolutions:

- Resolution 3 – Name change from Council Trustee to Member Trustee
- Resolution 4 – Name change from Lay Trustee to Independent Trustee
- Resolution 5 – Change of reference from “Honorary Treasurer” to “Vice Chair Finance and Member Value”
- Resolution 6 – Senior Independent Trustee
- Resolution 7 – Procedure for second three years of term of office of elected Trustee Board Members
- Resolution 9 – Number sequencing

A copy of the Resolutions is contained in Appendix A of the minute.

The votes and outcome of the Resolutions were as follow:

	<i>For</i>	<i>Against</i>	<i>Outcome</i>
Resolution 3 – Name change from Council Trustee to Member Trustee	72	8	Approved
Resolution 4 – Name change from Lay Trustee to Independent Trustee	79	4	Approved
Resolution 5 – Change of reference from “Honorary Treasurer” to “Vice Chair Finance and Member Value”	68	9	Approved
Resolution 6 – Senior Independent Trustee	58	13	Approved
Resolution 7 – Procedure for second three years of term of office of elected Trustee Board Members	63	8	Approved
Resolution 9 – Number sequencing	Withdrawn. Unnecessary as all Resolutions passed.		

**5. Provisional Dates of Future General Meetings**

The provisional date for the 2024 Annual General Meeting is Wednesday 13 November 2024.

**Amendments to the Byelaws**

Resolutions 3, 4, 6-9 shall have immediate effect.

Resolution 5 shall come into force at the first Council meeting held after the Annual General Meeting 2024

**Resolution 3 – Name change from Council Trustee to Member Trustee**

At Byelaw 45(1)(c), where it states:

“Four Council members elected by ballot of the Council.”

Replace the dot and add:

“, who shall be known as Member Trustees”.

**Resolution 4 – Name change from Lay Trustee to Independent Trustee**

At Byelaw 46 replace all references of “lay” with “independent”.

**Resolution 5 – Change of reference from “Honorary Treasurer” to “Vice Chair Finance and Member Value”**

At Byelaws 4(1)(c)(i), 45(1)(a), and 45(2),  
Replace references to “Honorary Treasurer”  
With  
“Vice Chair Finance and Member Value”

**Resolution 6 – Senior Independent Trustee**

Insert new Byelaw 47, and renumber subsequent Byelaws accordingly:

**Senior Independent Trustee**

47. Trustee Board shall make provision in their Regulations to appoint a Trustee appointed under Byelaw 46 as the Senior Independent Trustee.

**Resolution 7 – Procedure for second three years of term of office of elected Trustee Board Members**

Insert new Byelaw 45(9)

“The method of confirmation of the second three year term of office for Trustees elected under Byelaws 45(1)(b) and 45(1)(c) shall be by ballot of Council members.”

Rename Byelaw 45(9) to Byelaw 45(10)

**Resolution 8 – Removal of “show of hands” voting method**

Delete Byelaw 20: “Unless a postal vote is taken, voting at general meetings is by show of hands.”

And renumber remaining Byelaws accordingly.

**Resolution 9 - Numbers Sequencing**

To renumber numbering in Byelaws to reflect new sequencing.