



**Wiltshire
Air Ambulance**
funded by you, flying for you

Wiltshire Air Ambulance Charitable Trust

Outmarsh, Semington, Wiltshire, BA14 6JX

Annual General Meeting

Wednesday 17th June 2020, 11:30

Virtual – COVID 19

| | | |
|-----------------------|--|---|
| In attendance: | Chris Lear (CL) Anna Cole (AC) David Philpott (DP) Mike Fellows (MF) Rob Kevan (RK) James Phipps (JP) Philip Shepherd QC (PS) Danielle Friend (DF) Giorgio Bondoni (GB) Barbara Gray (BG) | Chairman Vice Chair CEO Trustee Trustee Trustee Trustee Director of Finance & Compliance Director of Aviation Director of IG & Comms |
| Auditor: | Sue Plumb | Partner, Haines Watts, Chartered Accountants, Swindon |
| Apologies: | Richard Youens (RY) Peter Foskett (PF) | President Trustee |
| Minutes: | Kathleen Elsdon (KE) | Secretary to the Board (PA To Go Ltd) |

| ITEM | | |
|------|---|--|
| 1. | <u>Welcome</u> DP welcomed everyone to the Annual General Meeting. Due to COVID19 it was not possible to have a public meeting this year. Sue Plumb, auditor, EMT, and some guest members of staff were in attendance. | |

| | | |
|----|--|--|
| | <p>DP indicated the meeting would be very formulaic. If the Trustees had any other business to raise this would be parked until Part B of the meeting, directly after the AGM, after the staff outside of the Board had dialled out.</p> <p>DP then handed over to the Chairman of the Board of Trustees of Wiltshire Air Ambulance, Chris Lear, for the business section of the meeting.</p> | |
| 2. | <p><u>Apologies for Absence</u></p> <p>Apologies were received from Richard Youens (RY) and Peter Foskett (PF).</p> | |
| 3. | <p><u>Declarations of Interest</u></p> <p>James Phipps declared interests in Excalibur.</p> | |
| 4. | <p><u>Approval of the WAA AGM 2019 Minutes</u></p> <p>CL confirmed with the Board that everyone had read the WAA AGM 2019 Minutes.</p> <p>The minutes were then approved as being a true representation of the 2019's AGM. The Chairman signed the minutes.</p> | |
| 5. | <p><u>Presentation of the Accounts</u></p> <p>Chris Lear advised the AGM that Danielle Friend, Director of Finance & Compliance and Sue Plumb, Partner, Haines Watts Chartered Accounts would be presenting Wiltshire Air Ambulance's accounts to the meeting, for the financial year of 1st November 2018 to 31st October 2019.</p> <p>DF explained the accounts being approved at the AGM were Group Consolidated Accounts and incorporated the results of YAA Ltd. The annual income for 2019 was just under £3.7m compared to the prior year of being a fraction under £4.0m.</p> <p>The deficit was £298,681 which was fairly different to what the Trustees were looking at in the Management Reporting due to various factors. DF handed over to SP for her audit view.</p> <p>SP stated that there had only been one adjustment made to the non-pay costs accruals of around £70k as new information had emerged post year end which suggested there was an over-accrual. SP had made these adjustments.</p> | |

SP explained that the key drop in income came through in a drop in legacy income on page 34, note 3, £632,356 as compared with double, £1,179,046, the previous year. Operating costs although up were not significantly up.

The other main point was COVID19. Although COVID19 occurred in the current year, it had to be mentioned in the annual report and post balance sheet events. DF drafted the information and sent it to SP and CL. The information contained the mitigating measures taken by WAA, furlough and other grants taken advantage of in the last couple of months.

SP stated that on page 33 there was a statement why we believe the accounts should be prepared in a *Going Concern basis*, as follows:

The financial statements have been prepared on a going concern basis. The Trustees have reviewed and considered relevant information, including the annual budget and future cash flows in making their assessment. In particular, in response to the COVID-19 global pandemic, the Trustees have tested their cash flow analysis to take into account the impact on the charity of possible scenarios brought on by the impact of COVID-19, alongside the measures that they can take to mitigate the impact. Based on these assessments, given the measures that could be undertaken to mitigate the current adverse conditions, and the current resources available, the Trustees have concluded that they can continue to adopt the going concern basis in preparing the annual report and accounts.

These disclosures requirement have come through the Governing Body. Going forward these will come through because going forward we do not know what will happen due to the pandemic.

On page 18 the auditors give their 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 trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or

the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the charity'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.

However, not all future events or conditions can be predicted. The COVID-19 viral pandemic is one of the most significant global economic events with unprecedented levels of uncertainty of outcomes. It is therefore difficult to evaluate all of the potential implications on the charity's trade, funders, suppliers and wider economy. The Trustees' view on the impact of COVID-19 is disclosed in the accounting policies note on page 33.

| | | |
|-----------|---|--|
| | <p>SP indicated that the Trustees, by signing the accounts, and the auditors signing the accounts, that WAA have the resources from the date of signature for WAA to be signed off as a going concern.</p> <p>DP noted that one of WAA's Trustees had raised a query as to whether the annual report should mention the change in the Mems and Arts from the Trustees Strategy Meeting on 4th December 2019. An amendment was made because of the situation WAA was in because of Novichok. It was not the time to change chairman. CL was in his final term and the Trustees agreed for CL to stay on as chairman for a third and final term.</p> <p>CL added that the Trustees had agreed not just to extending the chair's term that it was also for extending terms for any trustee.</p> <p>DP asked DF to insert a new line in the accounts. Insert in Page 12.</p> <p>The Board agreed to amend the annual report.</p> | |
| <p>6.</p> | <p><u>Approval of annual report</u></p> <p>CL confirmed with the Board that everyone had read the annual report, however, it was agreed that the signing would wait until DF inserted a new line into the accounts regarding the change in the Mems and Articles, as agreed at the Strategy Meeting on 4th December 2019. DF would send the insert to CL and then DF/DP would circulate to the Board, prior to CL signing the annual report.</p> | |
| <p>7.</p> | <p><u>Close</u></p> <p>DP asked if there were any questions. There were none.</p> <p>DP thanked Sue Plumb for attending and asked for the attendees, except for the Board, EMT and KE to dial out.</p> <p>The formal business section of the AGM was brought to a close 12 noon.</p> | |

The Board agree these minutes are a true representation of this meeting

Signed:

Date:

Chris Lear
Charity Chairman