

IPCRG Annual General Meeting 2021
Tuesday 20th July
11.00 BST
By Zoom call

Chair: Janwillem Kocks (JK)

Present: Board members: Ioanna Tsiligianni (IT) Amanda Barnard (AB), Khoo Ee Ming (KEM), Michael Barron (MB), Ema Paulino (EP)

In attendance: Joint Chief Executive Officers: Siân Williams (SW) and Noel Baxter (NB), Business Manager: Nicola Connor (NC), Accountant: Alison Donaldson (AD)

Ordinary Member Representatives:

Proxy voting was provided prior to the AGM. However, country members were invited to attend to hear the presentations. Therefore, in addition to Board directors who also represented their own countries (Greece), a number of Ordinary Members attended the call. Representatives from our new country members also attended.

1. Welcome and apologies

JK opened the meeting at 11.00

2. Approval of minutes from last AGM, 7th July 2020

It was agreed by proxy vote that they were a true and accurate record of the meeting.

3. President's Report

The President highlighted the achievements of the IPCRG over the last year. The presentation slide is [available here](#).

JK also thanked the IPCRG Board, team and committees for their hard work.

4. Treasurer's Report including the audited Accounts and Directors' report for 2020

The Treasurer reported on the state of the IPCRG's final accounts to 31st December 2020. A copy of his report is appended for information.

It was agreed unanimously by proxy vote to accept the Accounts and Directors' report for 2020.

5. Appointment and remuneration of Auditors: McLay, McAlister and McGibbon

Following a competitive process, new auditors, McLay McAlister and McGibbon have been appointed for a three year fixed term at a fixed fee of £6,000 per year to undertake audits for 2020, 2021 and 2022, subject to inflationary increases.

This was agreed unanimously by proxy vote.

6. Subscriptions for 2021

MB recommended that subscriptions for 2021 be maintained at the 2015-2020 level: Ordinary Members zero and Associate Corporate Members Euro 36,750 (pharmaceutical companies) and Euro 6,300 (device companies).

This was agreed unanimously by proxy vote.

7. To elect the President Elect

The IPCRG Board of directors nominated Honorary Professor Dr Ee Ming Khoo, who would then become President in May 2022.

This was agreed unanimously by proxy vote.

8. Membership – by special resolution to agree to the admission of the following to membership to the IPCRG. A special resolution requires a 75% majority of members present and voting.

a. Members:

PrimAir, France It was agreed unanimously by proxy vote to elect PrimAir, France as an Ordinary Member. [Full presentation available here](#)

Israel Family Physician Association It was agreed by proxy vote to elect Israel Family Physician Association as an Ordinary Member, with one abstention. [Full presentation available here](#)

IPCRG, Tunisia It was agreed unanimously by proxy vote to elect IPCRG, Tunisia as an Ordinary Member. [Full presentation available here](#)

Substitute group to represent Brazil, called GEPRAPS. It was agreed unanimously by proxy vote to substitute GEPRAPS as Brazil's Ordinary Member group. [Full presentation available here](#)

b. Associate members: Invited specialists

The appointment of Professor Teresa To and Professor John Hurst as Associate members: Invited specialists was agreed unanimously by proxy vote.

9. Planned conferences in 2022 for information:

Those present were informed of the following planned conferences:

a. 11th World Conference in Málaga, Spain: May 5-7, 2022

10. Date of next AGM

The final date is to be confirmed but will be held during 11th World Conference in Málaga.

Meeting closed

Treasurer's Report to the members of the International Primary Care Respiratory Group For the financial year ended 31st December 2020

Dear members,

Let me welcome you to the second virtual presentation of the audited and signed accounts of IPCRG Ltd, this time for the year ended 31st December 2020. Let us hope for a return to a face-to-face AGM next year, whilst continuing to prioritise the health of our members.

Before we discuss the details of the statutory accounts, it is worth highlighting that these are the final and signed accounts of the organisation, which have been given a clean bill of health by the auditors in the form of yet another unqualified audit report.

I shall now talk you through the statutory accounts which we would encourage all members to take the time to read. Looking at the year's overview - this operationally challenging, yet superbly well managed, year is reflected in some strong year end statistics such as:

- our highest ever year end bank balance of £1.4m;
- our second highest annual turnover at £600k and second highest annual profit at £217k (second only to 2017);
- and a final net margin of 36%, again beaten only by 2017.

This solid financial performance reflects the increasingly strong presence of IPCRG on the global stage.

When looking more closely at the financial details, firstly, let us examine the income and expenditure statement, as detailed on page 20 of the financial report. This year's income and expenditure statement, with a bottom line consistent with the previous year, is a story of timing differences, due to the delay in the Dublin World Conference. Although all sponsorship funds were ultimately receipted, we did not recognise these in our 2020 turnover because we deferred them until the revised World Conference date of May 2021. This reduces our 2020 turnover. Despite this, our profit levels for the year remain well ahead of 2019. This is due in no small part to the efforts of the team to pivot quickly in response to the pandemic, delivering many successful and useful projects by converting to online, whilst supporting our existing projects to the usual high standard expected of the organisation. The successful delivery of these projects is reflected in the strong financial results.

Income can be broken down into the following streams:

1. Project income: whilst the mix of projects has changed since last year, the overall financial contribution remains consistent, with a number of financially material projects, such as the ongoing Asthma Right Care programme funded by Astra Zeneca, Remote Consultations and Desktop helper for COPD and Mental Health, both funded by Boehringer Ingelheim, and a series of research projects with universities funded by the National Institute for Health Research in the UK. We also reacted to demand by offering a series of 'Hot Topic' webinars, which were supported by Astra Zeneca, Novartis and Boehringer Ingelheim. The full breakdown of income, including operationally key, but financially smaller, projects, can be seen in Note 12 on page 30.
2. Conference income: as previously mentioned, the overall drop in total income is attributable to the delay of the Dublin World Conference. Whilst 2019 saw income of £78k for our smaller Scientific Conference in Budapest, all conference monies received in 2020 were not recognised in the income and expenditure statement, but were deferred until 2021 in line with the revised conference date. Whilst this has resulted in a decrease in income in 2020, this is only a timing difference, with a significantly larger level of income to be recognised in 2021.
3. And finally - subscription income from our three Associated Corporate Members which remains consistent from previous years. As mentioned last year, whilst this level remains unchanged, we have experienced a downwards trend in subscription income over recent years and have turned to other income streams as mentioned above, in order to remain financially robust.

With regards to *expenditure* during the year 2020, the following pattern of costs remains consistent with expectations:

1. Firstly, direct costs relate largely to projects in the year. It is also worth noting that we have incurred almost £80k worth of costs for the Dublin World Conference in 2020, despite, as mentioned previously, not recognising any of the income. This will result in a benefit in 2021 when the unmatched revenue is eventually realised.

2. Any remaining costs relate largely to personnel costs, as well as some other overheads, and along with all other costs, remain subject to robust review at both senior and Board level. It is also worth noting that whilst some costs have increased to allow us to pivot to an online offering, this has been offset by a significant saving against the previous year in travel and accommodation costs.

Finally, in terms of *non-trading* items on the income and expenditure statement, there are the following key issues:

1. There has been a significant swing in foreign exchange in the year, moving from a £36k loss in 2019 to a £46k gain in 2020. This is fully attributable to the effect of the weakening of the pound against the Euro on material balances held in Euros, although this has been seen to reverse during 2021 to date.
2. A small, but notable, £4k has been made on interest receivable. During the year, a Board decision was made to spread our growing cash balances across several banks, primarily to ensure security of our assets, as these balances were all kept at the level of £85k which is the amount guaranteed by the UK Financial Conduct Authority (FCA). A positive side effect of this is the interest rate offered on these balances, hence the £4k as noted on the income and expenditure statement this year.

Let us now turn our attentions to the *balance sheet* of the organisation, as set out on page 21 of the statutory accounts.

1. Firstly, let us review the debtors' position, which relates to amounts of money owing to the IPCRG at the year end. This balance is lower than prior years, again expected, and again due to timing of the Dublin World Conference. As at the end of last year, the balance was artificially high due to key outstanding invoices for the conference which were settled after the 2020 year end. This year, with almost all sponsorship income received in advance, no such invoices are outstanding. At the 2020 year end, only amounts relating to projects or associate corporate memberships remained outstanding, and all were paid shortly after the year end, leaving no risk of bad debts.
2. Cash balances, in line with increased activity and a strong commercial and financial performance, have increased by £430k to £1,415k. Of this year end balance, c. £254k relates to amounts received in advance for the Dublin World Conference. It remains the policy of the Board and the Finance and Governance Committee to retain £100k in designated funds to hedge against the unlikely but catastrophic failure of a World Conference (as highlighted in the risk assessment as the single most important exposure to financial risk). Even allowing for this and for the conference income received in advance, our cash balance still remains in excess of £1m, or almost two year's average expenditure, thus comfortably fulfilling the reserves policy as determined by the Board of a minimum of 6 months' worth of running costs.
3. Creditors have increased in the year, again, due to the impact of the delay of the Dublin World Conference. Whilst trade creditors and accruals remain consistently low year on year, deferred income has grown with every amount received for Dublin, but kept on the balance sheet until May 2021, totalling £254k by the year end, but fully released in 2021.
4. To complete the balance sheet, the total reserves have seen an increase of £213k to £1,140k which reflects the strong performance of both this, and recent, years, and leaves the organisation in a financially strong position going forward.

Whilst not part of the statutory accounts, it should be noted that the Board and the Finance and Governance Committee continue to forecast 12 months ahead at any given time, giving structure and robustness to the production of financial information. This has proved particularly beneficial over the last year, as the model allows for rapid, numerous changes. I am also pleased to report that current modelling shows a strong financial position for the coming 12 months, allowing, amongst other projects, for IPCRG to expand into self-funded projects to allow us to continue to work towards our goals and objectives.

Finally, we appointed new auditors for the accounts for the year to 31st December 2021, McLay, McAlister & McGibbon. We would like to thank them for their smooth transition and their efforts during this year's audit.

Therefore, to conclude today's tour of the financial position of the organisation, and in keeping with the recommendations made by the Finance and Governance Committee, the following recommendations are made to this AGM:

1. That the AGM approves the financial statements for the year ended 31st December 2020 as contained within the annual report, as they are currently presented.
2. That McLay, McAlister & McGibbon continue as auditors for the year ending 31st December 2021.

I open the floor to any questions.

Michael Barron

20th July 2021