

Minutes

Meeting: Resolution Annual General Meeting
Date: Thursday 21 May 2026
Time: 9am
Place: Hilton Metropole Hotel, Kings Rd, Brighton BN1 2FU

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Item	Subject	Notes
1.	Welcome & Introductions Peter Burgess, Secretary, welcomed everyone to the meeting. It was agreed the meeting was quorate.	
2.	Apologies Simon Blain, Treasurer <u>Noted</u>	
3.	Minutes of the 2025 AGM The minutes were approved: proposed Juliet Harvey, seconded by Grant Cameron. <u>Noted and approved</u>	
4.	Elections of the Officers and Committee of the Company PB announced the results of the elections for National Committee. There were nine candidates and four places available on National Committee (NC). The candidates were as follows: Amanjit Lalli Denise Ingamells Ellie Beckett James Belderbos Laura Clapton Madeline Young Mark Etherington Vanessa Friend Yanoulla Kakoulla The successful candidates are: James Belderbos Laura Clapton Madeline Young Mark Etherington	

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	PB offered his commiserations to all those who weren't successful, he also thanked Oluwapelumi Amanda Adeola who stood down from the NC this year, and Simon Blain who finished his term as Treasurer. PB announced the changes to the officers of the company to come into effect at the end of the meeting: • Melanie Bataillard-Samuel remains as Chair for one more year until AGM 2027 • Lucy Loizou remains as Vice Chair for one more year until AGM 2027 • Simon Blain finishes his term as Treasurer and remains on the NC in an ex-officio capacity for the next two years • Alison Bull becomes Treasurer • Peter Burgess finishes his term as Secretary and is stepping down from the NC • Grant Cameron becomes Secretary Grant Cameron thanked Peter Burgess for all that he has contributed in his role as Secretary. <u>Noted</u>	
5.	Chair's annual report Melanie Bataillard-Samuel (MBS) brought attendees' attention to the Annual Report, which this year is available in the Resolution website alongside the Annual Accounts (https://resolution.org.uk/about-us/resolutions-governance/annual-reports/). MBS went on to thank the many members who give up so much time to Resolution, without whom the organisation would not be able to achieve so much. <u>Noted</u>	
6.	Special resolution to make changes to the Articles of Association PB introduced this item by explaining that as part of National Committee's ongoing work to ensure the Articles continue to serve the needs of our members and the organisation, they have proposed a special resolution to change the Articles to make it clear: • Who can be a director • That board decisions can be made outside a meeting by a majority vote. • That NC can delegate decision making and implementation of decisions to a committee or individual. • That NC determines the nomination and election process to NC. • How a director can be removed from the board.	

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	• That the NC has discretion to decline an application for membership. • The membership application process reflects the language in the Equality Act • That an AGM can be run virtually if it is deemed necessary • That all members and associates must comply with or operate within the spirit of Code of Practice PB proposed the Special Resolution: To resolve that the draft Articles of Association be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all existing Articles of Association of the Company. By a show of hands in the meeting there were 39 votes in favour and 0 against. We received nine proxy votes in favour and 1 against, with no abstentions. As this is a special resolution and needs a 75% majority, the resolution was passed and the new Articles will be filed with Companies House.	
7.	Company accounts for the twelve-month period ending 31 December 2025 In Simon Blain’s absence, Alison Bull directed members to scan the QR codes available or visit the website to examine the Annual Accounts and Annual Report (https://resolution.org.uk/about-us/resolutions-governance/annual-reports/). Resolution continues to be in a sound financial position, continuing to generate income to support our members and the people they work with. Membership 5,998 practitioners either remained with or joined Resolution, this up on the previous year, with our student membership remaining strong at around 400 - boosting our overall member numbers, as well as hopefully boding well for the future of family practice. We continue to see new members joining Resolution, with over 700 practitioners doing so last year. Whether this is people joining at the start of their careers, or previous members re-joining, this number is reflective of the essential nature of Resolution membership for many professionals. It's also worth noting that about a quarter of our new members were associates, reflecting our continued work to be an inclusive, welcoming membership body. Income Membership numbers are important for us as an organisation: everything we do is driven by, and designed for our members. Our member numbers are significant	

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	from a financial perspective too, as they make up around two-thirds of our total income. In 2025 our total income was just shy of two and a half million pounds, about the same as the previous year. In fact, all areas of income remained broadly the same – membership was up slightly, training was down slightly, but in the context of these totals these changes were marginal. Publications performed better than last year, reflecting the various new books and products we produced for members such as the International Family Law Handbook and the Cohabitation book. Perhaps unsurprisingly given the drop in interest rates, investment income and other income, which includes interest on our cash in the bank, were also down slightly this year, but doesn't make a material difference to our overall strong performance. Expenditure In keeping with the theme of ongoing recovery, the team kept a close eye on our expenditure, whilst still delivering support and training for our members. Together with careful cost control and sound financial management by the Senior Leadership Team and the Board, this meant our overall expenditure was only slightly higher than our income. In any year, it is important that our income is invested wisely in products, services, and activity that supports our members and promotes our core values to the public and policymakers. You can read more about all our activity in the Annual Report, but in terms of how the expenditure breaks down, it can be grouped together under the following headings: 1. Spending on training, accreditation and publications at a combined total of just over £1.3 million. As well as the core costs of putting on training, this covers volunteer expenses, staff salaries, our dedicated training suite and other overhead costs for training and learning. It also includes the costs of running our accreditation scheme and producing all our publications. Important to note here is that we spend more than we generate, because we see these things as supporting our members – we are a not for profit rather than a commercial training outfit or a publishing house. 2. Membership support - £532k. This includes a mix of staff costs – the people who answer your calls or reply to your emails – and the resources we use in order to support our members including overhead costs. 3. Influencing and Engagement – media coverage, our parliamentary and political activity including our campaigning on cohabitation reform which has started to bear fruit – just over £420k 4. Direct office and administration costs at just under £170k – a relatively small proportion, but all necessary in order to run an organisation of this size.	

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	5. Committees and governance at £71k – this is another area where expenditure remains low, due to the reduced need for travel, and more committee meetings being held remotely. In addition to this expenditure, we also spent £47k from reserves on projects, continuing the investments committed by NC in the areas of training and learning, and membership support. This included the continued work on our back-office systems, notably our new CRM, enabling us to better support members. Unlike the rest of our expenditure, these are ‘one-off’ costs designated by NC, using our reserves to invest in initiatives to support our members. Our reserves are also there to ensure we have stability, and in a year like this where we don’t have a surplus, it means that we don’t need to stop any of the activity we run to support our membership. Reserves In our statutory accounts, our reserves stood at just shy of £1.3 million at the end of 2025 on our balance sheet. To break this down: £275k is for fixed assets such as computers, office infrastructure and our investment in Resolution’s new database – none of which we would ever realise in monetary terms. This leaves just over £1 million which was made up of our investments of £859k (which go up and down in value) and a small amount of cash of £145K. The balance of funds that National Committee has designated to projects over the next few years – including the amounts I mentioned previously - stood at £120K and this will be taken from our reserves. We need to have a reserve of 5-6 months’ operating costs to protect us in the highly unlikely event that the organisation has to be wound up. With commitments for staff and premises, we need to hold sufficient funds to cover these, and that’s partly what the remaining reserves are there to do. It’s also important to remember our reserves are there to ensure we have stability and if there’s a year where, for whatever reason, we bring in less than we spend, it means that we don’t need to suddenly halt any of the activity we run in order to support our membership: all of the time keeping a very close eye on our expenditure, of course. The Future Financially, as well as operationally, the team and the Board has managed Resolution well through recent times and we are in a sound position for the future. It’s also important to reinforce that we are not a profit-making organisation; and while it is important for us to be in a strong financial position, this is in order to	

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	deliver more for our members. This puts us at a unique advantage over commercial organisations – profitability is not the driver behind our decision-making. Membership continues to be the lifeblood of our organisation, both for the promotion of the Code in Practice and in terms of our finances through subscriptions and training income. We will continue to monitor our financial position closely, and you will see in the Accounts, and in the Annual Report, a summary of our activity from last year, and the various headings under which this activity falls. These form the foundation for our work in this, and future years, with a firm focus on ensuring we are meeting the needs of our current and potential members.	
8.	Resolution to approve the accounts PB proposed the resolution: To receive and adopt the Company's accounts for the twelve-month period ending 31st December 2025, together with the latest directors' report and auditors' report on those accounts. By a show of hands in the meeting, all votes were in favour, none against. We received nine proxy votes in favour and none against, with one abstention. As this is an ordinary resolution and therefore needs a simple majority this resolution was passed. <u>Approved</u>	
9.	Reappointment of Auditors PB proposed the resolution: To re-appoint Azets as auditors to hold office from the conclusion of the meeting to the conclusion of the next meeting at which the accounts are laid before the company at remuneration to be determined by the directors. By a show of hands in the meeting, all votes were in favour, none against. We received nine proxy votes in favour and none against, with one abstention. As this is an ordinary resolution and therefore needs a simple majority this resolution was passed. <u>Approved</u>	

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10.	A.O.B No further business or questions were raised. PB thanked everyone for their attendance and closed the meeting.	