

Notice of the 2025 Annual General Meeting of the British Association of Occupational Therapists

Notice is hereby given that the Annual General Meeting (AGM) of the British Association of Occupational Therapists (BAOT), Company no. 00392350, will be held in person at The Edinburgh International Conference Centre, 150 Morrison St, Edinburgh, EH3 8EE at 4pm on **Tuesday 17 June 2025** to transact the business set out below.

Chair: Odeth Richardson, Chair of BAOT Council

The formal business of the meeting will be:

1. Welcome – 5 minutes
2. Announcement of election results – 5 minutes
3. Chair's report of the year, including:
 - impact report and receipt of the annual report and accounts – 15 minutes
 - financial report including member subscriptions – 10 minutes
4. Strengthening our governance: proposed changes to the BAOT and RCOT Articles of Association – 5 minutes
5. Member Q&A – 35 minutes
6. Voting on resolutions – 10 minutes
 - **Vote** on proposed new BAOT Articles of Association (special resolution 1)
 - **Vote** on the proposed members' fees for 2025-26 (ordinary resolution 1)
7. Closing remarks – 5 minutes

The AGM will close by 5.30pm.

Please see below for explanatory notes on the AGM business.



By order of the Council
Steve Ford, Secretary

British Association of Occupational Therapists Limited (a private company limited by guarantee without share capital in England and Wales 00392350). Registered offices: 106-114 Borough High Street, Southwark, London SE1 1LB.

Explanatory notes

Attendance, voting and joining information

The AGM will start at 4pm, following our Members' Day. If you aren't attending the Members' Day and wish to attend the AGM only, please arrive by 3.45pm and have your **membership number to hand**.

The AGM is in-person only. At the start, the Chair will announce any apologies for absence and confirm that a quorum is present. The quorum is five members present in person or by proxy. Visit rcot.co.uk/agm2025 for more information on how to attend.

Voting and appointment of proxies

Every member present at the AGM (either in person or by proxy), has one vote per resolution. You are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote on your behalf pursuant to section 324 of the Companies Act 2006. If you're unable to attend the meeting yourself, appointing a proxy is how you can have your say on the resolutions set out in this notice below. If you have appointed a proxy, you can still attend the meeting and you will have the option to revoke your proxy if you wish to vote at the meeting.

Please see over

To be valid, the proxy form must be completed and returned by 4pm on Sunday 15 June 2025. If you have consented to us contacting you by email, your proxy form has been emailed to you. Otherwise, your proxy form will be posted. If you have not received a proxy form by 19 May 2025, please contact Civica at support@cesvotes.com or call 020 8889 9203.

Why not attend one of our online Governance drop-in sessions with members of Council if you want to discuss or find out more about any of the matters or resolutions on the AGM agenda before appointing and instructing a proxy with your vote. Visit rcot.co.uk/agm2025 for dates and details of how to sign up.

Resolutions

1. To consider and if thought fit, to pass the following resolution with or without modification(s) as a Special Resolution (SR 1): The members hereby resolve by way of special resolution that the draft Articles of Association of British Association of Occupational Therapists Limited ("BAOT") presented to the meeting and also available at rcot.co.uk/agm2025 be and are hereby approved and adopted as the Articles of Association of BAOT in substitution for and to the exclusion of all existing Articles of Association of BAOT and for the purpose of current Article 73, this resolution shall extend the office of the Chair elected at this meeting in line with draft Article 78 and any rules adopted under that Article.
2. To consider and if thought fit pass the following Ordinary Resolution (R 1): The members resolve by way of ordinary resolution to authorise Council to implement the following changes to subscription fees for membership categories from 1 October 2025 to 30 September 2026:
 - Full professional - increase by £1.11 per month (4.5% increase)
 - Newly registered - **decrease** by £6.50 per month (35% discount for first two years of registration)
 - Associate - increase by £0.66 per month (4.5% increase)
 - Self-employed and Overseas - increase by £0.83 per month (4.5% increase)
 - Career break - increase by £0.76 per month (4.5% increase)
 - **Associate** apprentice - increase by £0.23 per month (4.5% increase)
 - Student - increase by £0.15 per month (3% increase)
 - Retired - increase by £0.19 per month (3% increase)

Annual report and accounts and minutes of the previous meeting

You can find the minutes of last year's AGM, along with the annual report and accounts of both BAOT and RCOT at rcot.co.uk/agm2025.

(SR 1) Proposed new Articles of Association for the British Association of Occupational Therapists

BAOT Council is proposing updated Articles of Association. **It is important that you read the supporting information which provides the rationale for the updated Articles before you vote.** The paper is shared on our website at rcot.co.uk/agm2025, along with the proposed new Articles. You can also view the proposed changes to the RCOT Articles of Association. Please note that the resolution will also ensure that any Chair elected in the 2025 elections is transferred to the new terms of office in the proposed Articles.

(R 1) Members' fees resolution

BAOT Council is proposing a change in members' fees as outlined in the resolution above. **It is important that you read the supporting information which provides the rationale for these fee changes before you vote.** This is also available on our website at rcot.co.uk/agm2025.

Questions and further information

Please send any questions and comments in advance to Odeth Richardson, Chair of the Council, via email at hello@rcot.co.uk or by post to Kate Monro, Head of Governance and Compliance, British Association of Occupational Therapists Limited, Phoenix House, 106-114 Borough High Street, London SE1 1LB. We'll respond to as many questions as possible during the event – questions may be paraphrased or combined with questions on the same theme.

Further information

- Visit rcot.co.uk/agm2025 for information on the AGM, elections and governance review.
- Contact hello@rcot.co.uk with any questions or for further information or to receive any of the documents related to the AGM in hard copy.