



The Society of Radiographers Ltd
Company No. 00169483
Minutes of the SoR Annual General Meeting (AGM)
Held at the Novotel West Hotel, 1 Shortlands, London W6 8DR and Online
29 April 2025

1. Preliminary matters

The Society of Radiographers' (SoR) hybrid Annual General Meeting was declared open at 17:15h by President Tom Welton in the chair, calling the meeting to order and declaring it open. The Chair welcomed all members present at the Novotel West Hotel and online.

The Chair introduced UK Council, as well as the CEO, Richard Evans OBE and Executive Director of Finance and Operations, Ian Hadlow. It was explained that voting would be hybrid, by electronic poll online and by show of hands in the room. Instructions were issued for voting, for raising questions and for accessing the AGM documentation in the Annual Delegates Conference app.

The Chair reminded members that both of the resolutions being put before members were ordinary resolutions, requiring more than 50% approval. Five members were voting by proxy with the Chair. A test vote was conducted both in the room and for online attendees to ensure that members were familiar with their particular voting system.

2. Items of general business

The Chair invited the CEO to provide an overview of the SoR highlights and achievements 2023-24. Members were invited to raise questions during the presentation.

The CEO emphasised membership growth, as well as enhanced levels of member engagement as key highlights. This was in addition to the development of a new SoR corporate strategy (2024-27) and Diversity, Equity, Inclusion and Belonging Action Plan (2025-27) in time for publication early in the next financial year. Members had taken part in industrial action, supporting renewed calls for pay restitution, review of terms and conditions, as well as the future proofing workforce need. UK Council's contribution to sustaining the long term success of the SoR was acknowledged.

Minutes of the 15 April 2024 SoR AGM

The Chair thanked the CEO and drew the attention of members to the minutes of the 15 April 2024 SoR AGM. UK Council had approved the minutes at its meeting held on 21 May 2024. The meeting duly noted the 2024 AGM minutes.

3. Items of ordinary business

The Chair invited the Executive Director of Finance and Operations (EDFO) to speak to the 2023-24 statutory accounts and reports for the year ended 30 September 2024. The financial position remained robust, with an operating surplus being achieved for the year. Membership income had increased during the period and reserves were healthy. The auditor's report was clean, having been given on an unqualified basis, with no material concerns raised. In terms of the investment portfolios, markets were currently volatile, with both the SoR's external fund manager and internal Investment Committee recognising that a long-term view of investment return needed to be taken.

It was explained that members were being asked to receive the accounts and reports at the AGM, rather than approve them. This was because they had already been approved by UK Council and subsequently filed with Companies House. Members would, however, be asked to approve reappointment of our current auditors, with whom we have had a constructive relationship over many years. Audit partners were rotated frequently, to ensure independence of judgement.

Questions were invited. A member asked for further explanation of the increase in SoR head count, as well as what the most significant areas of cost were likely to be in the near future. The EDFO highlighted that staffing levels had been calibrated to meet delivery of our ambitious new strategy. In terms of upcoming areas of significant cost, the EDFO pointed to the implementation of a new Customer Relationship Management system.

There was a further question raised, in relation to what was being done to protect our investments in such a volatile market. The EDFO emphasised that the portfolio was sufficiently diversified to weather current perturbations and that it was also managed within the parameters of the risk profile set by the SoR. Our investments are weighted towards equities, meaning that in the longer term performance was likely to exceed that of other asset classes, but may be susceptible to short term losses when markets fall.

Another member asked whether we worked with relevant businesses, such as equipment suppliers, to try to secure sponsorship for events such as the Annual Delegates Conference (ADC). In response, the EDFO noted that because of its nature it was a challenging event to secure sponsorship for. We are however working with our marketing agency, Wonderly, to develop the proposition and build relationships with potential industry supporters for coming years.

The Chair thanked the EDFO and read the first resolution to members before allowing time for members to vote both online and in the room:

- i) Ordinary resolution: THAT the Company's consolidated accounts are considered and received, together with the independent Auditor's report and the Directors' report, for the financial year ended 30 September 2024.

The Chair declared the resolution carried with the requisite majority.

The Chair thanked members and read the second resolution to members before allowing time for members to vote both online and in the room:

- ii) Ordinary resolution: THAT Crowe UK LLP is re-appointed as independent Auditor of the Company, to hold office from the conclusion of the Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to authorise UK Council to determine the manner in which their fee is fixed.

The Chair declared the resolution carried with the requisite majority.

4. Meeting conclusion

There being no further business the Chair thanked members for attending and declared the Annual General Meeting closed at 17:50h.

Chair's Signature: [SIGNATURE REDACTED]
President Tom Welton

Date: 14/05/25