

The Companies Act 2006
Company Limited by Guarantee and Not Having a Share Capital



Annual General Meeting – 12 November 2026 at 3pm

A G E N D A

1	Introduction and Welcome – Marc Scott
2	New Competency Framework for Volunteer Managers – Alice O’Boyle, Volunteer Now Enterprises Ltd
3	Notice Convening Meeting – Denise Hayward
4	Apologies
5	Chair’s Welcome & Opening Remarks – Marc Scott <i>(Agreement of Minutes from AGM 13 November 2025)</i>
6	Presentation of Annual Report 2025/26
7	Presentation of Financial Accounts 2025/26
8	Retirement and Appointment of Trustees • Marc Scott (retirement)
9	Election of Trustees None
10	Appointment of Auditors: • Harbinson Mulholland
11	Any Other Business

Dear Member,

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Volunteer Now (the "Company") will be held in person on 12 November 2026 at the MAC, to transact the following business:

ORDINARY BUSINESS

- a. To receive the audited accounts of the Company for the previous financial year;
- b. To receive the Trustees Report on the Company's activities since the previous AGM;
- c. To accept the retirement of those members of the Board of Trustees who are retiring;
- d. To hold an election of persons to be Elected Trustees;
- e. To appoint auditors for the Company and to fix their remuneration.

BY ORDER OF THE BOARD

COMPANY SECRETARY

Dated this 15th day of October 2026

Registered Office: Volunteer Now, 239, Newtownards Road, Belfast, BT4 1AF

Notes to the Notice of A General Meeting

Appointment of proxies

1. As an ordinary member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form. (Please note Associate Members have no voting rights at the AGM.)
2. A proxy must attend the Meeting to represent you. Details of how to appoint the Chair of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chair) and give your instructions directly to them.
3. You may not appoint more than one proxy.
4. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy using hard copy proxy form

5. The notes to the proxy form explain how to direct your proxy to vote on each resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to the Company Secretary at the Company's registered office at Volunteer Now, Skainos Centre, 239, Newtownards Road Belfast, BT4 1AF; and
- received by the Company Secretary no later than 11 November 2026 at denise.hayward@volunteernow.co.uk at 3pm.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Changing proxy instructions

6. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company Secretary at Volunteer Now, Skainos Centre, 239, Newtownards Road Belfast, BT4 1AF.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

7. In order to revoke a proxy instruction, you will need to inform the Company using the following method:
 - by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company Secretary at Volunteer Now, Skainos Centre, 239, Newtownards Road Belfast, BT4 1AF. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by the Company Secretary no later than 3pm on 11 November 2026.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Communication

8. Except as provided above, members who have general queries about the Meeting should contact the Company Secretary via post by writing to Volunteer Now, Skainos Centre, 239, Newtownards Road Belfast, BT4 1AF or by email to denise.hayward@volunteernow.co.uk (no other methods of communication will be accepted).

You may not use any electronic address provided either:

- in the notice of general meeting; or
- any related documents (including the proxy form),

to communicate with the Company for any purposes other than those expressly stated.

Proxy voting form

If you are unable to attend the Annual General Meeting of Volunteer Now at the MAC at 3pm on 12 November 2026 and wish for somebody else to vote on your behalf, please submit this proxy form to be received by the charity by 3pm on 11 November 2026 by either of the following methods:

BY POST: For the attention of Denise Hayward, Volunteer Now, Skainos Centre 239 Newtownards Road, Belfast, BT4 1AF

BY EMAIL: Attaching scanned copy of the form to denise.hayward@volunteernow.co.uk

I, (your name) _____ of (organisational name if appropriate) _____ hereby appoint the Chair of the meeting, Marc Scott, or (name of proxy) _____ [Please complete as appropriate] to vote for and on my behalf at the Annual General Meeting of the company to be held on 12 November 2026 and at every adjournment thereof.

This form is to be used in respect of the resolutions mentioned below as follows:

ORDINARY RESOLUTIONS - To accept:	For	Against	Abstain
The Audited Accounts of the company for the previous financial year.			
The Trustees Report on the company's activities since the previous AGM.			
To accept the retirement/reappointment of those members of the Board of Trustees who are retiring or being re-appointed.			
To appoint Harbinson Mullholland as auditors for the Company and to fix their remuneration.			

Unless otherwise instructed, the proxy may vote as he or she thinks fit or abstain from voting.

Signed: _____ Dated: _____

Notes to the proxy form

1. As an Ordinary Member of the Charity you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Charity.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be cancelled.
3. A proxy does not need to be a Member of the Charity but must attend the meeting to represent you. To appoint as your proxy a person other than the Chair of the meeting, insert their full name on the form. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chair, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to speak on your behalf, you will need to appoint someone other than the Chair and give them the relevant instructions directly.
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. To appoint a proxy using this form, the form must be:
 1. completed and signed
 2. BY POST: For the attention of Denise Hayward, Volunteer Now, Skainos Centre 239 Newtownards Road, Belfast, BT4 1AF.
 3. Or BY EMAIL: Attaching scanned copy of the form to denise.hayward@volunteernow.co.uk
 4. to be received by the charity no later than by 3pm on 11 November 2026



**MINUTES OF VOLUNTEER NOW'S ANNUAL GENERAL MEETING
THURSDAY 13 NOVEMBER 2025, 3PM
PwC BELFAST**

Marc Scott, Chairperson Volunteer Now called Denise Hayward, Company Secretary, to convene the meeting.

PRESENT:

Marc Scott (Chairperson)
Philip McDonagh (Volunteer Now Board)
Elaine Black (Volunteer Now Board)
Jeannie McCann (Volunteer Now Board)
Samantha Gillespie (Volunteer Now Board)
Nathan Campbell (Volunteer Now Board)
Martin McCarthy (Volunteer Now Board)
Willie Evans (Volunteer Now Board)
Helen Connolly (Volunteer Now Board)
Jenny Marshall (Volunteer Now Board)
Olga McGettigan (Volunteer Now Board)
Stephen O'Neill (Volunteer Now Enterprises Board)

IN ATTENDANCE:

Denise Hayward (Chief Executive)
Jane Fyffe (Auditor Harbinson Mulholland)
Kelli Cleland (Volunteer Now)
Lindsay Armstrong (Volunteer Now)
Nicole Fitzsimons (Volunteer Now) (minutes)
Andrew Hanna (Volunteer Now)
Raquel Rodrigues Keenan (Volunteer Now)
David Moore (Volunteer Now)
Jane Gribbin (Volunteer Now)
Clara O'Callaghan (Volunteer Now)
Bronagh Demeillers (Volunteer Now)
Ciara Smyth (Volunteer Now)
Deborah Kyburz (Volunteer Now)
Kate Jackson (Volunteer Now)
Emma Fisher (National Museums NI)
Elizabeth Mooney (National Association of Head Teachers)
Peter Lockhart (Cleaver Fulton Rankin)

Austin McCracken (Volunteer)
David McCausland (St John Ambulance)
Anne Connolly (St Dominic's Grammar School)
Sarah Lawne (NIACRO)
Richard Honeyford (NI Sports Forum)
Michael Briggs (EBCDA)
Niamh Scullion (Disability Action)

APOLOGIES:

Jenny Ferguson (Volunteer Now Board)
Wenda Gray (Volunteer Now)
Alice O'Boyle (Volunteer Now)
Julie-Ann Ashe (Volunteer Now)
Hannah Sloane (Edwards & Co)
Catherine Haughian (TAG Newry)

2. Apologies and Minutes of Last Meeting

Chairperson recorded apologies received. Minutes of Volunteer Now's 14th AGM held on 14 November 2024 were agreed as a true record, (proposed Raquel Rodrigues Keenan, seconded David Moore)

3. Chairperson's Welcome and Opening Remarks

Marc Scott welcomed everyone to the 15th AGM of Volunteer Now and shared opening remarks. He thanked Stephen Gray from Mindwise for his informative and thought-provoking session on AI & volunteering delivered before the AGM.

Marc noted it has been another busy year following the last AGM and the launch of the Strategic Plan. This year has seen a focus on the implementation of the strategy. The volunteer programme for the Open was a huge success with a large number of volunteers recruited and supported off the course. The volunteers were exceptional, and received high praise from event organisers and attendees. This year, the organisation manages the volunteer programme for the Fleadh Cheoil na hEireann in August 2026, which calls for an even larger recruitment campaign, which is going well.

Marc noted that the impact of the pandemic is still being felt within volunteering, and acknowledged the huge effort of the Volunteer Now staff to support and promote volunteering. He thanked the staff on behalf of the Board, noting that so many sectors couldn't function without volunteers and the work of the staff is instrumental in supporting this. He thanked funders, partners, stakeholders and members for their continued support of Volunteer Now's work.

Marc noted that the Board of Volunteer Now is currently in a transitional phase, with a number of long-time trustees retiring at this AGM. He thanked all outgoing trustees for their time, dedication and support over the years.

He noted that during his time, and especially as Treasurer, Philip McDonagh had a huge impact on the financial robustness of the organisation. Helen was instrumental in chairing the Income Generation & Communications Committee and the Committee was well served by her leadership. Nathan Campbell provided an important legal perspective to the Board, ensuring the organisation was operating as expected.

Samatha Gillespie joined the Board as a Youth Trustee and has developed her skills, especially on the Finance Committee, which leads her to now taking the position as Chair of Assisi Animal Sanctuary. Each individual has had a positive and significant impact on the organisation, and they will be missed.

Looking forward, 2026 is the UN Year of Volunteering for Sustainable Development and the organisation is involved in the planning of activities for this year. Marc also thanked Denise and the working group for their work on the VSB Endowment, which Denise will report on later in the meeting.

4. Presentation of Annual Report 2024/25

Denise expressed her thanks to the staff and volunteers for all of their hard work over the year, and thanked the outgoing trustees for all of their support over the years.

The Annual Report was once again shared in a video format which was played to attendees.

Highlights of the year included;

- The organisation achieved their Cyber Essentials accreditation.
- The organisation was delighted to achieve the Investors in People Gold Award.
- There were 2,666 befriending hours recorded in Belfast to 33 clients
- 43 clients availed of driving or shopping support.
- The Belfast driving scheme volunteers contributed 2,560 hours making a total of 1,694 journeys
- In the South Eastern Trust area, the driving service for looked-after children, volunteers contributed 2,075 hours, covering 35,264 miles.
- 840 hours of support were given to older people's groups
- 2 health days for people 50+ were attended by 285 people.
- 5 men's volunteering challenges involved 124 older men.
- 250 volunteers supported events such as Balmoral Show, School Summit NI, Lap the Lough and Antrim Coast Half Marathon
- There was a celebration for over 580 young volunteers who have achieved Impact Awards.
- The first Volunteer Friendly Award was given to the Downtown Centre Lisburn.
- This year, the organisation has collaborated with Mencap on the Heroes Plus project
- 250 safeguarding training courses were delivered to 3,398 participants.
- Safeguarding training, clinics and policy reviews were delivered to organisations through the Arts Council project. As a result, 85% of organisations that used this service made real changes and 100% of organisations said their safety had improved for adults at risk and children.
- 661 enhanced disclosure checks were processed through the organisation's Access NI umbrella body service.

- There was an external audit of the safeguarding service and three strengths identified were quality, accessibility and breadth.
- There were 2,800 downloads of safeguarding information
- 500 safeguarding queries were responded to over the year.
- There were 14 achievers of the Investing in Volunteers Award across the island of Ireland.

6. Presentation of Financial Accounts 2024/25

Jane Fyffe presented the accounts and took the attendees through the main aspects of the consolidated balance sheet and the Statement of Financial Activities. The Trustees Annual Report was in line with the financial information presented. The income for the year is up on the previous year, largely due to the inclusion of the VSB Endowment. Removing the endowment amount shows that income is still up. Cash at bank and in hand is £829k. The organisation is showing a deficit due to the pension deficit, but overall it is a positive set of accounts. Jane and her team found no material errors and thanked Kelli and her team for the assistance with the audit this year.

7. Retirement and Election of Trustees

To Note the Resignation of Trustees

- Nathan Campbell (retired 13 November 2025)
- Philip McDonagh (retired 13 November 2025)
- Helen Connolly (resigned 13 November 2025)
- Samantha Gillespie (resigned 13 November 2025)

Marc once again thanked Nathan, Philip, Helen and Samantha for their contribution to the Board and wished them well for the future.

To Note the Re-appointment of Elected Trustees

- Jenny Ferguson (reappointed 13 November 2025)
- Jenny Marshall (reappointed 13 November 2025)
- Jeannie McCann (appointed, moved from co-opted 13 November 2025)

Jenny Ferguson and Jenny Marshall have served their first four-year term as Trustee and are up for re-appointment for the period 2025 – 2029.

Jeannie McCann has been serving as a co-opted trustee, and is now being appointed.

To Note the Appointment of Trustees

- Peter Lockhart (appointed 13 November 2025)
- Hannah Sloane (appointed 13 November 2025)
- Elizabeth Mooney (appointed 13 November 2025)

The Board undertook a recruitment process and are happy to recommend Peter, Hannah and Elizabeth for appointment.

The appointments and re-appointments were agreed by the members (proposed Olga McGettigan, seconded Elaine Black)

To Note the Election of Trustees

- Emma Fisher

The nomination was agreed by the members (proposed Martin McCarthy, seconded Samantha Gillespie)

7. Appointment of Auditors

Harbinson Mulholland were reappointed as auditors for the following financial year 2025-26 at the remuneration of £6200k + VAT per annum.

The appointment of auditors was agreed by the members present (proposed Jenny Marshall, seconded Willie Evans)

8. Update on the VSB Endowment

Denise provided an update on the VSB Endowment. After VSB merged with the Volunteering Development Agency in 2010, they formed a Foundation to hold the properties and investments in. The Trustees of the Foundation decided to close, and in this process transferred the investment portfolio to Volunteer Now. Volunteer Now is now the Corporate Trustee for the VSB Endowment, and with that are strict conditions that the endowment can be used for. The capital of the endowment is not to be spent, and the interest and income should be used for the advancement of volunteering. The Endowment is now a separate charity registered with the Charity Commission.

8. Any Other Business

Gifts were presented to the outgoing Trustees as a token of appreciation, and with no further business, the meeting was duly closed.

Signed: Marc Scott, Chairperson Volunteer Now _____