

33rd Annual General Meeting

Minutes from Thursday 23 May 2019

Westonbirt, The National Arboretum

Attendance: 43 members
9 proxy votes received

Introductions

The Chair welcomed members, then introduced Martyn Smith (Finance Trustee), Mike Coe (CEO) and Gill Ball (Board Secretary); also, Andrew Smith (Arboretum Director) and FOWA trustees

Mike Mintram opened the proceedings, welcomed members and reported on structural changes to the organisation in 2018.

Margaret Headen, Malcolm Potter, John Hammond and Jacqueline Dalton were thanked for their loyal service

1. **Apologies**

received from Gavin Grant and Alexander Campbell Fotheringham.

2. **Minutes of the 2018 Annual General Meeting**

Roger Busby proposed that the minutes be adopted, seconded by John Hammond. Meeting voted unanimously in favour and the minutes were signed by the Chair.

3. **Matters arising from the above minutes**

No matters arising.

4. **2018 Annual Review of the Charity by Mike Coe**

Highlighted the following achievements, made possible by funding from FOWA:
Restoration of Wood Centre, a fantastic story of the full cycle of trees
Major programme of on-site signage
Improvement of mobility and access
Smaller project funding including student arborist

Many thanks to the work members do – our membership has increased to 32,000. We keep growing year on year and need to continue to do so.

2019 sees us working even closer with Forestry England, with Mike C and Andrew Smith working on a joint masterplan and vision.

We will continue to support Forestry England projects like the Community Shelter.

As a charity we need to elevate our cause around the site, highlighting how we change lives. It's all about telling stories thus engaging visitors and members alike about the work we do.

5. **2018 Annual Report and Accounts – presented by Martyn Smith**

Papers circulated at the start of the meeting.

MS gave a brief overview on key numbers and praised auditors Bishop Fleming and Maureen Nisbet, our Finance Officer, for a very clean audit.

Our financial position is good. During the year we had total income of just over £1.3m and total expenditure of just over £1.1m. This gave us net income of £177k. Our position at the end of the year showed cash of almost £2m and total charitable funds of nearly £1½m, of which nearly all is unrestricted.

Looking at income, by far the most important source is from our membership subscriptions. Other income comes from bank interest, rental of the Great Oak Hall etc. but these are relatively small compared to membership income. In 2018 this was up significantly over 2017 and we would expect this to be the case again in 2019.

Looking at expenditure, the first two blocks show, first, payments to the Arboretum in grants, and secondly payment to the Arboretum for access rights for our members, which is the largest payment. This gives the Arboretum the money to keep running effectively. The access payment was significantly higher than in 2017 because it is linked to our membership subscription income.

The next two blocks show benefits to members. The magazine cost was lower in 2018 because of moving from three issues per annum to two. The last two blocks show fundraising and support costs. The former showed a fall in 2018, the latter a rise. The main reason for the rise was that staffing costs were higher than in 2018. However this was primarily due to the one off costs of recruiting a new CEO and employing an interim CEO to keep things running in the meantime. We don't expect these costs to recur in 2019.

Question from attendee- under restricted funds, what is the amount of £135k charitable activities on page 12

Directed to the detailed analysis on page 23.

6. Appointment of Auditors – Martyn Smith (MS)

MS gave the meeting a brief background. Our auditors since the inception of the Charity were Woodward Hale. It is best business practice to review and change auditors about every 7 to 10 years. Woodward Hale seemed happy to cease being our auditor as they are not charity specialists and indeed FOWA was, we believe, their only charitable audit client.

The trustees undertook a tender process with several audit firms with a specialism for charities of our size. Against stiff competition, we selected Bishop Fleming, a medium sized company based in the South West. The trustees feel they did a good job the 2018 audit and they are happy to work with us. We would therefore like to re-appoint them as auditors for coming year.

Mike Howarth proposed the meeting confirm Bishop Fleming as auditors, seconded by John Hammond and passed unanimously by the meeting.

7. New Board Members

Before proceeding the Chair welcomed our vice president Roger Busby and thanked him for coming.

In accordance with our Charity's articles three long standing trustees have retired (see introduction).

Mike Howarth has come to the end of his first term of office and been duly re-elected for a second term. A further three new trustees have been appointed and they were asked

to give a short introduction to the meeting.

Beth Bottrill – expressed her pleasure to be here and told the meeting of her pride at being a professional fundraiser for 20yrs. She has been appointed with this special interest. Previous positions as fundraiser in causes close to her heart include Cancer UK, the Darwin Centre in the Natural History Museum London, and managing major gifts and trusts and foundations at the National Trust.

Martin Green – spoke of how delighted he was to be invited to join the board of trustees. He has been coming to the Arboretum since the mid 80s and whilst on a guided walk started to think how much more there was to this place. Experience in project and change management to support the board.

Rachel Walker – invited to be HR trustee having worked in HR for over 15 years including historic royal palaces and is now based at Nationwide supporting HR functions

8. **Review of the Arboretum – Andrew Smith (AS)**

General updates: 304,000 member visits and 5,000 half-price tickets were sold for Enchanted Xmas. Member Tuesdays were also well used. The total number of visitors, 565,000 was higher again in 2018, a number that included event visitors. There were 161,000 day visitors.

Projects: AS expressed particular excitement about the Wood Centre as this has happened under his auspices following an idea originally raised through Simon Toomer.

100 years of forestry is being celebrated across Forestry England. It's encouraging that, with the help of large landowners, woodland areas of the UK has doubled in the last 100 years. The big theme for the year is Big Forest Find, with the Bioblitz at Westonbirt.

Eye Naturalist app has been launched – a child and teenager friendly app through which we hope to find out more about this place and enable us to keep better records.

Future Projects:

Quarantine House project is being developed.

General building works – we have taken the first step to engage with planners about what they may be prepared to contemplate and what constraints they may put on what we can do. There are two built footprints on site, car park/coach park plus central facilities.

9. **AOB**

Questions were invited

Q) are there any special events to celebrate anything major for the public

AS – adapting what we usually do, such as Bioblitz and extra 10K run. There is no large extra budget and we did not want to do anything tokenistic.

MM thanked our departing trustees, John, Margaret and Malcolm again for their tireless work (with at least ten years' service to FOWA). Each were presented with a specially selected tree of their choice from the Arboretum.

MM then thanked everyone for attending and officially closed the 33rd AGM.

Signed by Chair (as a correct record)	Date Signed
Issued by G Ball Issued on	