

**Minutes of the 218th Annual General Meeting
of the Royal Horticultural Society**

**held at 11:00am on Friday 14 June 2022
RHS Garden Bridgewater**

Approved by Members at the 2023 AGM

Members of Council present:

Keith Weed (President)	Pamela Maynard
Matthew Lindsey-Clark (Treasurer)	Lorna Parker
Prof Mick Crawley	Mark Porter
Nick Dunn	David Rae
Sarah Eberle	Prof Nicola Spence
Wesley Kerr	
Kate Lampard	
Neil Lucas	

Also present:

Tazim Essani (Council Member Elect)	Mark Norman , Director of Finance and Estates
Tony Kirkham (Council Member Elect)	Martine Parnell , Director of Members, Marketing and Digital
Darren Share (Council Member Elect)	Marketing and Digital
Sue Biggs , Director General	Helena Pettit , Director of Gardens and Shows
Clare Matterson, Director General	Jon Simpson, Director of IT
Carole Goldsmith, Director of People	Dr Tim Upson, Director of Horticulture, Education and Communities
Dr Alistair Griffiths, Director of Science and Collections	Stacey Bailey (Company Secretary, minutes)
Hayley Monckton, Director of Communications	

Apologies: Pamela Maynard, Lady Xa Tollemache, Janet Walker, Ruth Willmott

Welcome

The President welcomed members to the 218th Annual General Meeting (AGM) of the Royal Horticultural Society at RHS Garden Bridgewater and thanked them for attending.

The President noted that the quorum for the AGM was 100 members, as 100 members were not yet present, the AGM would start after reports in 30 minutes.

1. President's Report

- 1.1 The President reflected on the previous year and provided an overview of the main achievements of the Society. He highlighted the success of Bridgewater since its opening and noted that the garden is now a popular and established visitor destination in the North West.

- 1.2 The President provided a summary of the visits that Council have undertaken in the previous year including RHS Wisley and RHS Harlow Carr and noted that Council is keen to listen to members and the public to help shape the work of the Society both now and in the future. The President outlined future plans for RHS Harlow Carr in the development and landscaping of the Harrogate Arms and the surrounding area. Other projects include the re-development of the Old Laboratory at RHS Wisley following the move of the Horticultural Science team to the Hilltop building at Wisley. The President showed the plans for the old Laboratory at Wisley that is underway including opening up the ground floor and making the space more engaging and accessible to the public. He also highlighted that the Clear Lake Scheme at Wisley has begun which will also serve as a water storage reservoir as part of the Society's Sustainability goal to be water neutral by 2030.
- 1.3 The President provided an overview of RHS Chelsea Flower Show 2022 which was now back in its usual May slot. Highlights of the show included extensive BBC coverage, tickets selling out, the success of the balcony and container gardens and the positive impact from Her Majesty The Queen's attendance. The President further highlighted awarding the Victoria Medal of Honour to Monty Don for his service to horticulture and notably his contribution during Covid lockdown in continuing to film Gardeners' World at his Longmeadow garden.
- 1.4 The President continued that the Director General, Sue Biggs, would be retiring following the AGM. He thanked Sue Biggs for her 12 years of service and contribution to the Society and highlighted the many positive changes she had made during her tenure highlighting the Strategic Investment Programme and most notably the opening of RHS Bridgewater. The President then welcomed the incoming Director General, Clare Matterson, who had begun with the RHS last month and had spent the last few weeks working closely alongside Sue Biggs and meeting staff and members across the gardens.
- 1.5 The President finished by thanking the members for their engagement and interest both in the work of Council and the Society overall.

2. Treasurer's Report

- 2.1 The Treasurer presented a summary of the RHS Annual Report and Consolidated Financial Statements 2021/22 which would be put before Members for formal approval later in the meeting.
- 2.2 The Treasurer began by congratulating all those at RHS Bridgewater for how beautiful the garden was looking and for its huge success since opening in 2021. He highlighted that the year under review has seen records broken in almost all of the Society's activities, with a remarkable return to performance following Covid-19. The Society has ended the year in a much stronger financial position than expected. In addition, two landmark projects have been completed and the Society has seen a significant growth in membership.

The Royal Horticultural Society
Minutes of the 218th Annual General Meeting – 14 June 2022

- 2.3 The Treasurer outlined that income from regular operations increased by 73% to £104.9m. Donations, legacies and grant income received for the Strategic Investment Programme (SIP) decreased to £5.6m which was expected as most projects have now been operationalised. For this reason, this is the last year that this analysis will be provided at the AGM.
- 2.4 In the past year there has been record growth in membership with the year ending at 603,458 members reflecting an increase of 15.8% over the prior year. This growth was based on a combination of strong recruitment of new members, particularly online, and improved retention of existing members. The opening of RHS Bridgewater was also an important growth driver.
- 2.5 Garden visitors increased to 2.9m in 2021/22 which was 1.2m better than last year and includes 348k visitors to RHS Bridgewater since its opening in May 2021 which has significantly exceeded expectations. Excluding RHS Bridgewater, garden visitors to the four existing gardens stood at 2.5m which is a 10% increase over the previous 2019 record year. With the opening of RHS Hilltop, Wisley achieved a record 1.5m visitors.
- 2.6 The Treasurer provided a summary of trading income by major area for 2021/22 highlighting that a number of areas had rebounded following the previous year. Notably, shows performance recovered to £20.8m as the Society was able to run three shows even with reduced capacities and gardens income increased to £15.2m with paying adults boosted by the opening of RHS Bridgewater and strong general visitation, including for the Glow events. Trading Income, including from retail, advertising and venue hire, increased to £29.1m, up 71%, retail performed very strongly at the gardens and online sales also continued to grow, reaching 27% of total sales. Income from the Members and Communication division increased to £27.6m, and Donations, Legacies and Grants decreased to £13.4m which was mainly attributable to the slow processing of probate applications.
- 2.7 Costs were closely controlled during the year but have naturally increased as the Society returned to full operations, particularly in Shows. However, the impracticality of running a number of our programmes under the limitations of certain lockdown conditions and the remaining public concern around Covid has meant that some charitable expenditure has been still slightly reduced, but this is expected to return to normal this year.
- 2.8 Capital expenditure has fallen back from the high levels of recent years as the Strategic Investment Programme (SIP) comes to an end. At £5.8m, this is now in line with historic levels but did include the completion of RHS Bridgewater and RHS Hilltop at Wisley and the start of the work to open up the Laboratory at Wisley to visitors. The focus for the remaining Programme is in smaller-scale renovations including the linking of the Harrogate Arms at RHS Harlow Carr to the rest of the garden and the implementation of a much needed new Customer Relationship Management (CRM) system. The reduction in capital expenditure and success in SIP fundraising of nearly £40m has meant that the Society has been able to add to its investments and cash reserves which stood at a healthy £51.2m, up from £35.8m the previous year. The Society's investment portfolio performed as anticipated but the recent inflation

increases will require some adjustments in the coming year to achieve real return targets.

- 2.9 The Treasurer looked ahead to financial year 2022/23, noting that a near normal operational year was expected and despite the disruption of the February storms and resulting garden closures, visitor numbers have continued to progress. There may be some disruption for visitors to Wisley from the A3/M25 junction work which is due to start this year, but it is hoped that it will be containable. Further success is expected from RHS Bridgewater and continued membership growth helped by a successful May Chelsea Flower Show. Challenges for the Society include the impact of the Russia-Ukraine war resulting in high utility prices and inflation. This is particularly impacting retail operations, in common with the rest of the industry. Despite these challenges, 2022/23 has started in a positive fashion.
- 2.10 The Treasurer highlighted the Director General's retirement noting that the strong position of the Society is in large part due to her relentlessly pushing to dream big and achieve more. He commented on her ability to steer the organisation with great skill and determination and noted from a financial perspective, his appreciation of her commitment to invest far more than any other DG in the Society's history. He concluded by thanking Sue Biggs for leaving the RHS in a much stronger operating and financial position.

3. Director General's Report

- 3.1 The Director General reflected on the previous year's highlights including the opening of RHS Bridgewater, Wisley Hilltop and delivering a successful September Chelsea Flower Show despite it being a challenge for the nurseries and RHS staff. She also noted the developments underway with the digital and CRM projects that will be crucial for a more streamlined digital future and the launch and progress of the Sustainability and Diversity Strategies. Finally, the Director General congratulated the Society on its ability to cope and respond effectively to two years of Covid restrictions with the unexpected positive outcome that there are now estimated to be an additional 3 million gardeners in the United Kingdom.
- 3.2 The Director General highlighted a number of key results that bode well for the future including 30 million unique users to the RHS website, 353,000 under 16 garden visitors, as well as a big increase in 25-34 year old online users especially during lockdown. This has all had a positive impact on retail sales and garden visitors contributing to the Society's income going over £100m. The Director General celebrated the record 604,000 members at the end of the 2021/22 who are at the heart of the Society and invaluable to its success.
- 3.3 The Director General outlined the Society's charitable Key Performance Indicators that were introduced and measured in 2021/22 including inspiring everyone to grow, improving the health of plants, people and the environment, and helping the environment by growing the next generation of horticulturalists and horticultural scientists amongst others.
- 3.4 The Director General provided an overview of some of the external and internal challenges that the Society has faced over the last year. These

- include the turbulent economic and political environment with rising costs and the impact of the invasion in Ukraine, ongoing challenges from Covid, staffing and future disruption from the A3/M25 building work around Wisley.
- 3.5 Looking at 2022 to date, the growth in membership has been amazing, attributed to a team effort from across the organisation with heightened publicity with the May RHS Garden Day and returning to a May Chelsea Flower Show. In addition, the 500,000th visitor came to RHS Garden Bridgewater the previous week, which is a fantastic achievement that has greatly surpassed expectations.
- 3.6 The Director General discussed the seven main capital projects that have been delivered as part of the Society's SIP in recent years. This began with the Welcome Building at Wisley and the remaining projects include the Old Laboratory at Wisley that will open to the public in December 2022, the lake at Wisley and the landscaping work at RHS Harlow Carr which is now underway. She announced that the final contribution to the £40 million fundraising target has now been confirmed.
- 3.7 The Director General spoke of the importance in the growth and investment in gardening science and the work of the team at Wisley Hilltop to achieve this. There are exciting developments through both the RHS and the Ornamental Horticulture Roundtable Group that the Director General chairs to try and deliver growth in horticulture.
- 3.8 The Director General provided an overview of social impact initiatives underway in 2021/22 including the first Healing Garden which will open shortly and developed in collaboration with the NHS to benefit primarily staff but also patients and members of the local community. Healing Gardens will be rolled out in Manchester and Essex and hopefully across the country in years to come. Inclusion initiatives include therapeutic gardening, free Tuesdays at gardens, bus services directly to RHS Bridgewater and RHS Wisley, and the New Shoots project to increase diversity in gardening.
- 3.9 Projects coming into RHS Bridgewater include in the shorter term the addition to the Chinese Streamside Garden of a music pavilion and the expansion of the Arboretum and the Orchard. In the longer term, future investment is planned at RHS Bridgewater in education and skills, sustainability, and environmental horticulture.
- 3.10 The Director General finished by thanking the Leadership Team for their brilliant contribution to the Society. She welcomed the incoming Director General and wished her well in leading a fantastic organisation. She also gave her thanks to all members, staff, fellows, volunteers as well as the Society's patron Her Majesty The Queen, for their vital contributions to the success of the Society.
- 4. Annual General Meeting 2022**
- a) Minutes of the 217th Annual General Meeting**
- 4.1 The meeting voted, by show of hands, to **APPROVE** the minutes of the AGM held on 25 June 2021, which would be signed as an accurate record of proceedings by the President.

b) Annual Report & Consolidated Financial Statements 2021/22

- 4.2 The Treasurer proposed that the meeting should approve the RHS Annual Report and Consolidated Financial Statements 2021/22. The proposal was seconded by Kate Lampard.
- 4.3 Members were provided with an opportunity to ask questions about the Annual Report and Consolidated Financial Statements 2021/22 and no questions were raised.
- 4.4 The meeting then voted, by show of hands, to **APPROVE** the Annual Report and Financial Statements.

c) Election of President and Treasurer

- 4.5 There being no other candidates standing for the position, the Chair of the Nominations, Appointments and Governance Committee declared Mr Keith Weed elected unopposed as President for 2022/23. Keith Weed was appointed President at the 2020 AGM.
- 4.6 There being no other candidates standing for the position, the Chair of the Nominations, Appointments and Governance Committee declared Matthew Lindsey-Clark elected unopposed as Treasurer for 2022/23. Matthew was appointed to the Commercial Board in 2014, Council in 2016 and as Treasurer in 2019.
- 4.7 The Chair of the Nominations, Appointments and Governance Committee gave her thanks on behalf of Council to the President and Treasurer for their time, effort, thought and care to the Society.

d) Election of Ordinary Members to Council

- 4.8 The President noted that every year, as part of the democratic running of the Society, at least three Ordinary Members of Council retire and the resulting vacancies are filled by election at the AGM.
- 4.9 This year Neil Lucas, Mark Porter and Jon Wheatley retire from office at the AGM and the President thanked them for all their work on the RHS Council. These three vacancies would be filled by election of candidates for a term of five years.
- 4.10 Tazim Essani, Tony Kirkham and Darren Share have put themselves forward for election for the three vacancies.
- 4.11 There were therefore, three validly nominated candidates for three vacancies. Accordingly, Tazim Essani, Tony Kirkham and Darren Share were elected unopposed as members of Council until the end of the 2027 AGM.
- 4.12 The full list of Council Members for 2022/23 is:
- Keith Weed (President)
 - Matthew Lindsey-Clark (Treasurer)
 - Prof. Mick Crawley
 - Nick Dunn
 - Sarah Eberle
 - Kate Lampard
 - Pamela Maynard
 - Lorna Parker
 - Dr. David Rae
 - Darren Share
 - Prof. Nicola Spence

- Tazim Essani
- Wesley Kerr
- Tony Kirkham
- Lady (Xa) Tollemache
- Janet Walker
- Ruth Willmott

e) Amendments to RHS Bye-laws

- 4.13 The President outlined that the Bye-laws have been reviewed to ensure they are up to date and relevant, members were notified of the proposed changes in March 2022 and invited to provide feedback and propose amendments. These amendments were carefully considered and the final proposals were shared in the Notice of the AGM.
- 4.14 Members have had the opportunity to vote online, and those wishing to vote in person can do so at the meeting today. Voting slips were collected, counted and added to existing votes to be externally verified by Civica Election Services. The President later declared the results of the vote on the proposed amendment of the Bye-laws.

For	496
Against	29
Withheld	5

Accordingly, the President declared that the resolution had passed and noted that the amendments would take effect immediately.

f) Appointment of Auditors

- 4.15 The Treasurer proposed, and Wesley Kerr seconded, that the meeting should approve the appointment of Crowe Clark Whitehill LLP as the Society’s auditors for 2022/23.
- 4.16 The meeting voted by a show of hands to **APPROVE** the said appointment.

g) Appointment of Vice Presidents

- 4.17 The President outlined that the role of Vice President is honorary and awarded to those recognised as demonstrating achievements in the science, art and practice of horticulture. He reported that Council had re-appointed the following as Vice Presidents for 2022/23:
- Rosie Atkins
 - Michael Balston
 - Baroness Floella Benjamin
 - Christopher Brickell CBE, VMH
 - The Count de Kerchove de Denterghem
 - Raymond Evison OBE, VMH
 - Mark Fane
 - Jim Gardiner
 - Rosy Hardy
 - The Rt Hon the Lord Heseltine CH, PC
 - Robert Hillier OBE, VMH
 - Professor Brian Huntley
 - Roy Lancaster CBE, VMH
 - Jekka McVicar VMH
 - Sandy Muirhead
 - Dr Henry Oakeley VMH
 - Jane Pepper
 - Dougal Philip
 - John Ravenscroft VMH
 - John Sales VMH
 - Prunella Scarlett LVO
 - Tom Stuart-Smith
 - Vicomte Philippe de Spoelberch
 - Dr Kiat Tan
 - Alan Titchmarsh MBE, VMH, DL
 - Richard Webb VMH

h) Carew Pole Award

- 4.18 The President noted that this was a relatively recent award launched in 2018 for people who have made an impact in horticulture in the UK. Council had considered a number of candidates and decided to award the honour to George Plumptre, CEO of the National Garden Scheme (NGS), for his significant contribution to the world of horticulture.
- 4.19 George Plumptre gave thanks for this award and shared a short history of his involvement with the RHS during his career. He noted the importance of the Society's focus on excellence and spoke of the shared values between the RHS and the NGS in championing the benefits of gardens to the health and wellbeing of individuals and communities.

i) Close of AGM

- 4.20 The President thanked those present and drew the formal proceedings of the AGM to a close.

5. Members' questions

- 5.1 Members attending the meeting asked the following questions, some of which had been tabled in advance of the AGM:

- 5.2 *With the ever increasing numbers of your subscription members being dog owners, when are you going to move with the times and let them into your gardens. Dogs are already accepted by the National Trust and Historic Houses, with certain conditions, so please look to joining them as being forward looking and follow their example.*
P Wright

The Director General responded that 'Walkies' events have now been rolled out across all gardens so dog owners can walk their dogs regularly on leads. Dogs are also permitted at RHS Hampton Court Palace Garden Festival and RHS Flower Show Tatton Park. However, as the RHS gardens are well looked after, formal gardens, there needs to be a balance with access for dogs. In addition, the gardens are a safe space for families with children.

- 5.3 *I'd like to present my opinion about the issue of using motorised vehicles at Harlow Carr to the AGM. I feel they are over used often for no apparent reason and that they destroy the peace we had in the Gardens plus they use fossil fuels and emit pollutant gases. I also fear for the safety of small children and older visitors as the vehicles share the paths, with no division between them and pedestrians. I am seriously thinking of not renewing my subscription over this issue. I did write to the RHS and got a reply but I can see no improvements? I'd really like the use of the vehicles monitored and regulated so we can go back to enjoying the Gardens safely again?*
J Baird

The Director General responded that the Society is very aware of the use of these vehicles and there is much health and safety training to ensure that they are used safely. Wherever possible, the aim is to use vehicles in the morning before visitors arrive but this is not always feasible and they are a necessary part of garden upkeep. Longer term, the aim is for all garden vehicles to be electric but there is a cost implication to this.

- 5.4 *Is it possible to do something to improve the administration attached to the flower shows, for example tickets and programmes which are paid for six months ahead including postage. This year I found myself sat on the drive waiting for the postman to see if fingers crossed my programme would be delivered. We order programmes ahead because we enjoy going through them and planning our day, some of us even laminate the maps. It was impossible last year at Hampton Court Palace, we ended up queuing in the rain to collect our programmes. I know it's difficult but it's an area that can spoil it for some people.*

L. Patolby

The Director General apologised for this experience noting that the past year has been particularly difficult in terms of supply chain issues relating to Covid including delivery, paper supply and postage. She agreed that programmes should be sent out sooner but it is also a case of finding a balance between the show being ready for photographs, printing and then sending out. However, it was not expected that this would be such an issue again next year with a lesser impact from Covid.

- 5.5 *I would like to congratulate the Society on the superb clarity of the PA system for the meeting. What is planned to commemorate the life of the late, great Peter Seabrook who was a personal friend of mine at Hyde Hall? Also looking at the financial results, is it really necessary to increase membership by £2 this year?*

T Rogers

The President noted that he attended and spoken at the memorial service of Peter Seabrook. A memorial garden was created for Peter at the Chelsea Flower Show this year and his contribution to gardening is well recognised. The Director General added that a memorial bench is in place at Hyde Hall at Floral Fantasia and this will be maintained as a special area in his memory.

On the question of membership, the Director General outlined that she hoped that the many investments into gardens and gardening discussed at this meeting had been recognised. Membership subscriptions increase by very small amounts each year so that the Society is able to continue to invest and grow in years to come. For this reason, it is likely that small increases will continue but these are below the increase in the cost of living. She added that she considered membership and entry to all RHS and partner gardens 364 days a year to be good value for money.

- 5.6 *There is a perception that if you have one candidate for a position, then is the Council actually by default voting on behalf of the membership? I think as a Council you need to do something about it.*

Member

The President thanked the member for the question and outlined the election process. A call for new trustees is printed each year in the RHS Garden magazine and on the website with any eligible member of the RHS able to put themselves forward for election. Interested candidates then go through a skills audit to ensure that the broad skills and capabilities required for Council are met and to identify existing and future skills gaps.

Candidates are then interviewed to ensure there is a good mix of skills and capabilities on Council before a recommendation is put forward to Council.

- 5.7 *Are there any plans to 're-begin' the Chatsworth Flower Show?*
Member

The Director General noted with sadness that this was unlikely. In part, this was due to a packed shows season and the time of year of the show meant often poor weather, difficult ground conditions and the show was not safe to run. However, discussions are ongoing to deliver a smaller plant fair in the future.

- 5.8 *Well done to everyone involved in the AGM, I have found it very interesting and congratulations on your achievements in the past couple of years. Also good luck to the Director General in the future. I find the booking process for coming to Bridgewater a bit cumbersome, is the requirement to book a temporary measure given the interest and success in the garden in its first year or would it be improved due to the digital changes underway? You have to provide a lot of information when booking, could it not just be your membership number and number of tickets? Also I am not able to cancel if I can't make the day that I've booked.*
L O'Grady

The Director General thanked the member for this question and agreed on the point about cancellation; this will be resolved in the near future through the CRM improvements. The reason for pre-booking is to flatten out demand; without pre-booking everyone arrives at a similar time and there is not enough parking space. We hope that this will be resolved over time but for the foreseeable future and definitely during peak Summer season, this will remain in place. The amount of information required to book will also be streamlined.

- 5.9 *This is the first time I've been to your AGM, thank you, its been great. Do you have any more plans for another garden further North?*
T Mohammed

The Director General responded that she was sure in times to come there will be discussions as to whether there might be another garden, either similar to RHS Bridgewater being close to a city and encouraging a more diverse visitor base and community engagement or it might be a smaller garden with a different concept. In the mean time, many RHS initiatives have a Scottish presence including Campaign for School Gardens, Bloom groups, partner gardens, affiliated societies and garden clubs.

- 5.10 *Given that it's National Loneliness Awareness Week, would the Society give some consideration to using its membership database to link members locally, especially for those who work. I have been a member now for 25 years and only have two friends who are members.*
D Jones

The Director General responded that there are now some digital tools around community engagement and bringing people together. Potential initiatives around meeting new people through membership include supper

The Royal Horticultural Society
Minutes of the 218th Annual General Meeting – 14 June 2022

clubs, Saturday morning events and learning courses at RHS gardens. However, she agreed that more could be done.

END