

DRAFT Minutes of the **Annual General Meeting** held at **2pm on Friday 1 July 2011** at RHS Garden Wisley

Members of Council present:

Mrs E Banks (President and Chairman); Sir N Bacon (Treasurer); Mr G Anderson; Ms R Atkins; Mr M E Balston; Mr C Blundell; Professor P Gregory; The Hon Sarah Joiner; Mr D Morrison; Mr A Muirhead, Mr D Philip and Mrs P Scarlett.

Also present:

Mrs S Biggs (Director General); Mr S Bennett (Director of Shows); Ms R Evans (Head of Development); Mr J Gardiner (Director of Horticulture); Mr W Havercroft (Head of Retail); Mr J Hiley (Director of Finance/Company Secretary); Mrs J Nix (Head of IT and Internal Audit); Mr J Rudoni (Director of Gardens); Mrs Kerry Smith (Head of HR); Mr R Williams (Head of Science); Mr D Wolfe (Director of Marketing, Membership and External Communications).

75 members were present.

1 Welcome

1.1 The President welcomed members to the 207th Annual General Meeting (AGM) of the RHS.

2 Minutes of the Meeting held on 1 July 2010

2.1 The minutes of the 206th AGM held on 1 July 2010 were confirmed as a correct record.

3 Trustees' Report and Consolidated Financial Statements 2010/11

3.1 The Meeting received the Trustees' Report and Consolidated Financial Statements for 2010/11 as attached to the appendix of the signed copy of these minutes.

President's Address

3.2 The President welcomed all attendees to the meeting, and suggested that a change to the bye-laws will be looked in order to avoid the half hour delay if the required quorum of 100 members is not met at future AGMs.

4.3 The President said she was proud to be the first female president of the RHS. The role so far has proved to be an honour as well as a challenge and an opportunity, in which she is still learning about the multitude of activities that the RHS is involved in despite being a member and involved for the last 30 years. She stated that all the activities will be further publicised to members and the general public.

4.4 She thanked the RHS staff, Council and volunteers who have played a large part in promoting the science, art and practice of horticulture. She noted how fortunate the organisation had been to have appointed Sue Biggs as Director General and Sir Nicholas Bacon as Treasurer.

4.5 The President reported on the Society's activities since the close of the financial year, and in the future, in particular:

- The Campaign for School gardening which has gone from strength to

strength: 'Britain in Bloom' which the RHS funds the final judging and 'It's Your Neighbourhood' make a huge difference to gardening nationally and to society in general.

- Members of the Society's plant committees contain an unrivalled amount of knowledge, and their knowledge and skills will be made more readily available to a wider audience.
- There are proposals to construct a Field Research Facility at Wisley to replace the old greenhouse on the Laboratory Building, which will be essential for continuing the scientific research, which serves both members and the wider public.
- An Iphone app called 'Grow Your Own' was launched this year and was a huge success. Further apps are will be released over the next year.
- There are a huge number of smaller societies and other organisations working in horticulture, and the RHS will seek to develop links with them.
- The shows are rightly regarded as outstanding, but the Society will responds to new opportunities to make all of the shows even more inspiring.
- In 2010, Wisley won the 'Large Visitor Attraction of the Year' and Harlow Carr won the 'Best Large Visitor Attraction' in Yorkshire.
- The Lindley Library was Designated by the Museums, Libraries and Archives Council as a collection of national and international significance.
- The 60th anniversary of Harlow Carr was marked by the opening of the Bramall Learning Centre, which provides the opportunity for schools and local groups to learn more about gardening.

- 4.7 The President concluded by emphasising the RHS' commitment to horticulture, and its vital role in ensuring that everyone has the opportunity to benefit from gardening

Treasurer's Statement

- 4.8 In giving his report on the Financial Statements for 2010/11, the Treasurer commented that 2010 was a challenging year with a difficult economic climate combined with poor Spring weather. However, despite this, the Society managed to deliver a result that was ahead of its internal budget and matched that of the previous year, with a net surplus of £5.5m. But the make up of that surplus is different, and more encouraging, since the underlying 'trading' performance is better. Total net charitable funds were £24.2m, in line with the previous year's performance and costs were maintained at 2009/2010 levels.

2010 saw the Society continue its investment in its learning facilities with the completion of the Bramall Learning Centre at Harlow Carr (£0.8m expended in 2010/11) and the Peter Buckley Learning Centre at Rosemoor in April 2011 (£1.1m expended) .

- 4.9 Other key points included

- Membership continues to be the major source of funds and at £13.8m represented 57% of the total. Membership grew by 1% in the year to 362,780 members and there was a strong uptake of the new subscriptions

that attracted Gift Aid; this contributed to a 12% growth in membership income. However, membership at the end of May 2011 stood at 375,484, the Society's highest recorded membership and 2,000 ahead of budget for the year to date. As newly elected Treasurer it was a surprise that membership for an organisation like the RHS was only of this size, given that of comparable institutions such as the Wildlife Trusts, RSPB etc.

- Net income from trading and sponsorship was £7.4m, up on 2009 despite the fact that visitor numbers to the gardens at 1.32m were down on the previous year by 12%. 2011 has started well with good spring weather and popular garden events resulting in visitor numbers being 17% ahead of budget in May. However, the vagaries of the weather and economy only permit cautious optimism at this early stage in the year.
- On legacies and donations, he commented that the 2009 income of £5.2m was flattered by a late and unexpected arrival of £1.5m from the Sam's legacy. It is vital for the Society to illustrate that all legacies, whether tied or unrestricted in their remit, are used on specific projects for the benefit of the charitable objects of the Society and not on administration.
- Over 50% of the costs continue to be incurred in the gardens due to the core mission to demonstrate horticultural excellence. Science and Learning incurs 29% of the total cost, demonstrating the ongoing commitment to extend the charitable activities in this area. In view of the demise of Government funding in other Institutes which historically had a large commitment to science, this is a vital resource for the UK and the RHS are committed to maintaining and building on this facility.
- It is vital that the RHS continues to highlight the benefits of gardening, which are much wider than is often given credit.

4.10 The Treasurer concluded by thanking members, volunteers, donors and staff for the support and contributions that each had made to the Society.

Director General's Address

4.11 The Director General welcomed the attending members, and introduced the RHS' Guiding Principles: 'Inspire, Involve, Inform and Improve'.

She ran through the key aims for the RHS, which included:

- 4.12
- Increasing accessibility for all gardeners to share knowledge and experiences, especially at RHS gardens.
 - Developing partnerships with other organisations in order to expand and improve the RHS.
 - Become more of a national organisation, and reducing its perceived South Easterly leaning.
 - To invest even further in education and the campaign for School Gardening, and emphasise the fact that horticulture is a career to be proud of.
 - To invest in digital technology, especially the RHS website to increase accessibility.
 - Membership is at its highest level, but the RHS must strive to recruit more members, as well maintaining the support of existing members.

4.12 The Director General then ran through the ten Strategic Objectives which outline the RHS' strategy to 2013:

- Be known, loved and trusted as the charity for all gardeners.
- Safeguard and advance the science, art and practice of horticulture for the benefit of future generations and the environment.
- Transform communities through gardening.
- Create world leading horticulture that inspires people to garden.
- Nurture and grow our membership throughout the UK.
- Provide a voice for all gardeners.
- Share and build expert knowledge.
- Delight our customers with exceptional service and products.
- Be a great place to work where everyone makes a difference.
- Have efficient business practices that deliver maximum income for our charitable purpose.

4.13 The Director General then introduced a DVD which outlined the charitable aims and purposes of the RHS. This was played to the meeting.

5 Election of President and Treasurer

5.1 The Treasurer declared Elizabeth Banks elected unopposed to serve as President for 2011/12.

5.2 The President declared Sir Nicholas Bacon elected unopposed to serve as Treasurer for 2011/12.

6 Election to Council

6.1 The President announced the result of the ballot for the election of Council Members as follows:

(see overleaf)

Candidate	Number of individual votes cast	No. of discretionary proxy votes awarded to and cast by the President	Total number of votes including discretionary proxy votes
James Alexander-Sinclair	1301	1044	2345
George Anderson	1575	1044	2619
Dennis Espley	1425	1044	2469
David Haselgrove	1228	1044	2272
The Hon Sarah Joiner	1212	1044	2256
Mark Porter	815	-	815
Peter Wadham	1173	-	1173

6.2 Accordingly, the President declared that James Alexander-Sinclair and Dennis Espley are elected as members of Council until 2016, and George Anderson is re-elected for the same period. David Haselgrove is re-elected as a member of Council until 2013. The Hon Sarah Joiner is re-elected as a member of Council until 2012. The newly elected members were each presented with their badge of office.

6.3 In addition, the President announced that Michael Balston has been co-opted as a member of Council until 2012.

7 Appointment of Auditors

7.1 The meeting **AGREED** to re-appoint PKF LLP as the Society's auditors for the ensuing year.

8 Appointment of Vice Presidents

8.1 The President announced the passing away of Ambrose Congreve CBE, and paid tribute to his achievements. She announced that a Magnolia tree would be planted at Wisley in his honour this year.

8.2 She also reported that Council had re-appointed the following as Vice Presidents:

Lawrence Banks CBE DL VMH
Chris Brickell CBE VMH
Raymond Evison OBE VMH
The Count de Kerchove de Denterghem
Vicomte Philippe de Spoelberch
Raymond Evison OBE, VMH
The Rt Hon the Lord Heseltine CH, PC
Carolyn Hardy OBE, VMH
Robert Hillier OBE VMH
Professor Brian Huntley
Roy Lancaster OBE, VMH
Jane Pepper
John Ravenscroft
John Sales VMH
The Dowager Marchioness of Salisbury VMH
Martin Slocock VMH
Dr Kiat Wee Tan
Alan Titchmarsh MBE, VMH, DL
Professor Harold Tukey

9 RHS Awards

The President announced the following as recipients of the RHS awards 2011:

Victoria Medal of Honour

Mr Giles Coode-Adams
Mr Maurice Foster
Mr Richard Webb

Veitch Memorial Medal

Mrs Rosemary Alexander
Mr Christopher Bailes
Mr Keshab Pradhan
Mr Graham Ross

Associate of Honour

Mr Richard Barnard
Mr Nigel Bishop
Mr Alan Postill
Mr Donald Rider
Mr Jon Wheatley

The Harlow Carr Medal

Mrs Susan Hoy
Mr Syd Wilson

10 Questions

The President invited questions from the floor. These were as follows:

10.1 Voting system for election to Council (Peter Almond)

A question was posed about the fairness of the current voting system, suggesting that it seeks to exclude non-recommended candidates.

David Morrison, Chairman of Nominations & Appointments Committee replied that the Society's Council members are elected by the membership in accordance with the provisions of the Charter, Bye-laws and Rules for Election to Council. The Bye-laws and Rules for Elections were reviewed in 2008 and draw on acknowledged best practice in the charity sector. The Bye-laws, which provide the framework for the election are approved by the members and, together with the Charter and Rules, are published on the RHS website and are available to members on request.

As was evidenced by the number of votes granted to the President, it was clear that several members considered that he/she was most able to judge the requirements of Council, and complement the skills and knowledge of existing Trustees. In reaching her decision on the candidates she will vote for, the President takes account of the advice of Council and the Nominations and Appointments Committee. While the casting of proxy votes is at the discretion of the President, in the spirit of openness she chooses to indicate on the election form which candidates she expects to cast her votes.

Publication of this information ensures members are aware of the President's intentions when deciding whether to vote themselves or to appoint her as their proxy. Whether members casts their own vote and decide whom to vote for or appoints the President as their proxy is a matter for each member.

The most regrettable aspect of the election procedure is the low turnout of the

poll.

10.2 **Later opening hours at Wisley** (Sonia Thomas)

It was suggested that the Wisley gardens and café could stay open later in the summer months.

James Rudoni, Director of Gardens, replied that the big challenge with late opening is ensuring that enough additional visitors attend and spend to warrant the additional costs of opening such as extra catering, retail and front of house staff. However, the RHS is very keen to explore this, and so on every Thursday in July there will be later opening times for members in all our gardens (Gardens last entry at 7.30pm – closed at 8pm). If this is successful we will certainly look to extend this in the future

10.3 **Trials Field** (Mary Thorpe on behalf of the Floral Trials Assessment Panel)

Mary Thorpe asked whether the trials bed could be moved from its current location on the Portsmouth Fields to one or two other sites, due to the diseased condition of the soil.

Jim Gardiner, Director of Horticulture, responded that in relation to the *Alstroemeria* trial:

- It was planted in August 2009 and the first reports of *Pythium* and *Phytophthora* were in November 2010.
- Currently 25-30% of the plants in the trial are affected, and 20 more plants are currently being tested for the presence of the pathogens.
- There is no evidence as to the origin of the pathogens, as to whether they came in with plants for trial or by some other means or, indeed, were already present.

There is a more general point of principle around the management of trials area to keep out or reduce the introduction of unwanted organisms. Plants for trial are now held in the reception area adjacent to propagation unit (?) for up to 1 month and are assessed for health prior to planting out. It may be necessary to ask senders of trial material to fulfil other requirements, such as avoiding spraying their plants for up to 1 month before sending them to Wisley, or for the Society to quarantine the plants for longer before planting into the trial beds. This may be achievable through the implementation of the Society's Phytosanitary policy, as specifically applied to plant trials.

The 2008 Wisley Masterplan identified the Portsmouth Field and Deers Farm as sites for hardy plant trials. The Portsmouth Field has the advantage of being accessible for visitors throughout the year where environmental conditions are reasonably even across the site. As plant trials have been conducted on this site for about 50 years, it is important to practice good husbandry including bed rotation in order to minimise the effects of pest and disease.

10.4 **Fundraising at the Hampton Court Palace Flower Show Gala Preview Evening**

It was suggested that it was questionable for the RHS to raise funds for itself, at the Hampton Court Palace Flower Show Gala Preview Evening.

Sue Biggs, the Director General responded, saying that the RHS is a charity and it is right that it should benefit from its own events.

10.5 **Later opening at the Chelsea Flower Show** (Susan Whittaker)

In response to a question regarding the possibility of a late night opening and a firework display at Chelsea Flower Show, Stephen Bennett, the Director of Shows stated that during May it gets dark at 9pm. The Chelsea Flower Show site is not illuminated, so there would be a health & safety issue here.

There is also the consideration of the local residents especially in the Royal Hospital, who would be affected by the noise of fireworks. These two factors make it unlikely that the RHS would get permission for a fireworks display.

10.6 **Trials on potting composts** (Peter Seabrook)

A question was posed as to whether the RHS could consider setting and testing the standards of potting composts available for consumers.

Roger Williams, The Head of Science replied that the RHS has avoided product testing in the past as the same product can vary from year to year, and to test each year would be expensive and not the best use of the charitable funds. However, setting standards for growing media is something that does need to be addressed. The RHS intends to try to achieve this via the recently announced DEFRA peat task force, set up in response to the Natural Environment White Paper which was launched earlier this summer.

10.7 **Floriade 2012** (Peter Seabrook)

Sue Biggs, the Director General confirmed that whilst the RHS are not currently involved this Dutch event, it is something that the Society will be looking in to.

10.8 **Education and the trade industry** (Peter Seabrook)

In response to a question about whether the society is working with the trade industry in its educational activities, Sue Biggs, the Director General said that this is something the RHS has been discussing with contacts in the trade.

10.9 **Timing of future AGMs**

Following a question on changing the timing of the AGM to 11am, Sue Biggs, the Director General advised that we currently hold the AGM at 2pm to allow for members who are based all over the country to travel to it.

10.10 Electronic voting in the AGM

In response to a question about whether electronic voting can be introduced for the election of Council members, Sue Biggs, the Director General, stated that electronic voting is something that we have within our sights for 2012, but it may be that we need to wait until 2013 to get this up and running.

10.11 Biodegradable cups in the Wisley café (Tricia Jewell)

A question was posed regarding the plastic cups in the café which claim to be biodegradable, and how long they take to decompose.

James Rudoni, the Director of Gardens, said that he would investigate this and get back to the member who asked the question.

(It has subsequently been discovered that the time it takes for one of these cups to decompose is varied depending on the type of compost it goes into. In a commercial compost site it would take approximately 6months to decompose.)

10.12 Public transport services to Wisley (Roger Dixon)

Following a question regarding the measures that the RHS is doing to improve public transport to Wisley, James Rudoni, the Director of Gardens outlined that the Society ran a Wisley minibus from Woking station for a number of years, but did not get the uptake for it to be economically viable. The RHS is continuing to work with the local authority and local bus companies, but no one so far is willing to run a bus to the garden. It is important for the Society to have a green travel plan and so two charging points for electric cars have recently been installed at Wisley.

10.13 Summer concert at Wisley 2011

In response to a question about the absence of a summer concert at Wisley this year, James Rudoni, the Director of Gardens stated that this was investigated earlier in the year. However, it is important to get the appropriate style of concert for Wisley, particularly as there are so many other gardens running this kind of event. It is necessary to ensure that what we do covers our costs, and will be looked at again next year.

The meeting ended at 4.00pm

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Chairman

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Date

For further information, please contact The Secretary by email at secretary@rhs.org.uk or by telephone on 020 7821 3034.