

NOTICE OF THE AGM 2020



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For an alternative format of this Notice, or for any other matters relating to the AGM, please contact The Secretary by calling the AGM helpline on 020 7821 3068 (textphone 18001 020 7821 3068); by email to agm@rhs.org.uk; or by mail to 80 Vincent Square, London SW1P 2PE

Agenda

1. PRESIDENT'S REPORT

2. TREASURER'S REPORT

3. DIRECTOR GENERAL'S REPORT

4. ANNUAL GENERAL MEETING 2020

4a. MINUTES To approve the Minutes of the 215th Annual General Meeting held on 25 June 2019*

4b. ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS 2019/20 To receive and consider the Annual Report and Consolidated Financial Statements for 2019/20*

4c. ELECTION OF PRESIDENT AND TREASURER To declare elected unopposed Keith Weed as President and Matthew Lindsey-Clark as Treasurer for the next year.

4d. ELECTION OF ORDINARY MEMBERS TO COUNCIL
To declare elected unopposed the following three ordinary members to Council:-

- Mick Crawley
- David Rae
- Janet Walker

Details of candidates are given from pages 8 to 11.

* Copies of the Minutes for last year's AGM and the Annual Report and Consolidated Financial Statements for 2019/20 are available on the RHS website at <https://www.rhs.org.uk/about-the-rhs/what-we-do/annual-reports> or from The Secretary by calling the AGM Helpline on 020 7821 3068; by email at agm@rhs.org.uk; or by post at 80 Vincent Square, London SW1P 2PE. A summary of the Financial Statements will also appear in the September 2020 edition of *The Garden*.

4e. APPOINTMENT OF AUDITORS To appoint Crowe UK LLP as the Society's Auditors for the next year.

4f. APPOINTMENT OF VICE PRESIDENTS To receive the names of the Vice Presidents of the Society for the next year.

Further information about the appointment of the Vice Presidents of the Society for the next year can be found at page 14.

4g. CAREW POLE AWARD

4h. CLOSE OF MEETING

5. MEMBERS' QUESTIONS (30 MINUTES)

Agenda Item 1 – President’s Report

The President will make his statement.

Agenda Item 2 –Treasurer’s Report

The Treasurer will make his statement.

Agenda Item 3 – Director General’s Report

The Director General will make her statement.

Agenda Item 4 – Annual General Meeting

Agenda Item 4a – Minutes

The Chairman (the President unless he is not present) will invite the meeting to approve the Minutes as an accurate record of last year’s AGM by a show of hands.

Agenda Item 4b – Annual Report and Consolidated Financial Statements 2019/20

The Annual Report is presented to the Meeting by the Treasurer and explains what the Society has achieved over the past year and its plans for 2020/21.

A copy of the Annual Report and Consolidated Financial Statements for 2019/20 is available on the RHS website at <https://www.rhs.org.uk/about-the-rhs/what-we-do/annual-reports>

You are very welcome to provide feedback and submit questions about this item which will be read by the Secretary and answered at the meeting. Questions must be submitted in advance to agm@rhs.org.uk or in writing to The Secretary, 80 Vincent Square, London, SW1P 2PE by no later than **5pm on Monday 27 July**.

Please include your membership number alongside your question. If you wish your name to be stated at the meeting (and included in the minutes) please state this whilst submitting your question.

Agenda Item 4c – Election of President and Treasurer

PRESIDENT

The President of the Society is elected annually by the membership and provides leadership and direction to the Society's Council Members, enabling them to fulfil their responsibilities for the overall governance and strategic direction of the RHS. The President also acts as Chairman of Council and the Horticulture Board and is a trustee of the Society.

The only candidate validly nominated for election as President this year was Keith Weed. As there were no other candidates, Keith will be declared elected unopposed as President of the RHS.

Keith Weed



Proposed by: Jon Wheatley

Seconded by: Kate Lampard

Supported by: Christopher Blundell; Fiona Cheese;
Lucy Howe; Alison Kellett; Jane Leslie; Dr David Rae.

I have had a lifelong love for gardening, from growing vegetables as a young boy to being an enthusiastic hands on gardener today.

I have recently developed the garden at my home including the design and redevelopment of a walled garden, wildflower meadow, topiary lawn, herbaceous border and productive vegetable and fruit garden.

During my career I have gained broad experience in leading businesses in the public and charitable sectors as Chair, CEO and director.

Last year I decided to move from full-time executive life to a portfolio of roles to enable greater contribution to the charitable sector. I have experience in the key areas of developing and implementing strategy, supporting and guiding the CEO, fundraising and business delivery to fund charitable initiatives.

I am a RHS member and Fellow and live just 7 miles from Wisley. The RHS is a great institution and I am committed to its charitable aims.

I am a regular visitor to the RHS gardens and shows which are such powerful examples of horticultural excellence. I am also interested in the outreach of the Society to communities, its education programme and the positive impact gardening has on people's physical and mental health. Going forward I believe the role of science and flora diversity will grow in importance in an increasingly challenged world.

I would be privileged to serve the RHS as President and bring my passion for gardening and business experience to help shape the next chapter of the Royal Horticultural Society.

TREASURER

The Treasurer of the Society is elected annually by the membership and is responsible for advising the President and Council on the Society's financial and business affairs including those of the trading subsidiaries. The Treasurer also acts as Chairman of the Society's Commercial Board and is a trustee of the Society.

The only candidate validly nominated for election as Treasurer this year was Matthew Lindsey-Clark. As there were no other candidates, Matthew will be declared elected unopposed as Treasurer of the Society.

Matthew Lindsey-Clark

Proposed by: Mark Porter

Seconded by: Andrew Sibbald

Supported by: Dominic Geer;
Lesley Hegarty; Gay Hoare; Mary
Hopkins; Corrinda Wakefield-
Wylde; Jon Wheatley.



I have been associated with the Society for 25 years, having been a member since 1995, a Founder Fellow since 2011, on the Commercial Board since 2014, a member of Council since 2016 and Treasurer since 2019. Through my involvement over recent years, I have gained a thorough understanding of the Society's organisation, its financial affairs and its many activities, including the transformative strategic investment programme that is so important for its future development.

Professionally, I have been a corporate finance adviser for over 30 years, with extensive experience of helping a wide range of businesses to navigate significant strategic and organisational change. I have worked with the same team since the mid-90s,

helping to build the business we founded from a handful of partners into one of the largest independent advisory firms in Europe.

I am a keen gardener and nature lover. I am passionate about the charitable aims and vision of the RHS and believe that the organisation has never been more relevant. By helping people to connect with plants, gardens and the natural world, the RHS can play a vital role in improving both the environment and people's quality of life. I have greatly enjoyed my first term as Treasurer of the RHS and my interactions with the RHS team, our exhibitors, members and supporters. It would be a great privilege to serve a second term, and in particular to help the Society to navigate the transition from the presidency of Sir Nicholas to his successor.

Agenda Item 4d – Election of ordinary members to Council

The Council of the RHS is responsible for the strategic direction of the Society and ensures that it acts in accordance with the objectives set out in the RHS Charter. Council comprises the President, Treasurer, 15 ordinary members and up to two co-opted members. Those who serve on Council are also the trustees of the Society.

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.

At this year's AGM, Mick Crawley, Peter Gregory and David Rae will retire as ordinary members of Council. Their places will be filled by election for a term of five years.

Mick Crawley and David Rae are eligible to stand for re-election, Janet Walker has also been nominated and is eligible to stand for election. There are therefore three validly nominated candidates for three vacancies. Accordingly, Mick Crawley, David Rae and Janet Walker will be declared elected unopposed as members of Council.

Candidates for election to Council

The following candidates are validly nominated for this year's election and will be declared elected unopposed:

Prof. Mick Crawley

Proposed by: Rosie Atkins

Seconded by: Roderick White

Supported by: John Anderson;
Rosemary Campbell-Preston;
Peter Catt; John Grisham; John Hillier; Chris Lane.



Mick Crawley is Emeritus Professor of Plant Ecology at Imperial College London, where his research is focussed on the interaction between plants and their herbivores. His work was recognised by election to the Royal Society of London in 2002. He has twice been a Trustee of the Royal Botanic Gardens Kew, and was the Independent Member of the Joint Nature Conservation Committee.

He was the Royal Society Representative on Chelsea Physic Garden 2003-16. He has been a Trustee of the Botanical Society of Britain and Ireland since 2013 and a Council Member of the Royal Horticultural Society since 2015 (where he is a member of the Science Committee, Woody Plant Committee and Bursary Committee). In horticulture, he has been a garden designer in Ascot, he is Narcissus referee for BSBI and he has developed an extensive arboretum at Silwood Park, Berkshire, specialising in rare *Quercus*, *Acer*, *Betula* and *Carpinus*.

Dr David Rae

Proposed by: George Anderson
Seconded by: Stephen Blackmore
Supported by: Lawrence Banks;
Lady Ann Fraser; Prof. Mary Gibby;
Prof. David Ingram; Roy Lancaster;
Sir Ghillean Prance.



I am a professional horticulturalist and my last full-time post was Director of Horticulture and Learning at the Royal Botanic Garden Edinburgh. I am now the part-time Director of the Stanley Smith (UK) Horticultural Trust. I believe strongly in partnership working and international capacity building and in these capacities I have been the Chairman of PlantNetwork, the plant collections network of Britain and Ireland, the UK representative on the European Botanic Gardens Consortium and have initiated capacity building projects for botanic gardens in Bhutan, Turkey and Oman. I now serve on the boards of five botanic gardens and horticulture-related trusts. At home I am an enthusiastic gardener and my garden has been open to the public.

I Chair the RHS Bursaries, Science and Awards Committees and sit on the Horticulture Board. I care deeply about the RHS and want to play my part in it continuing to be a progressive, professionally managed, scientifically accurate and world leading horticultural society. The last five years have seen an exciting and ambitious programme not only of capital projects but also of membership growth, horticulture and science progress, governance improvements and commercial expansion. However, I believe that the next five years will be equally crucial in consolidating these successes and ensuring that they deliver real and tangible benefits to RHS members and British horticulture in general and I would like to serve for another five years so that I can be fully involved in the next crucial period of the Society's history.

Janet Walker

Proposed by: Dame Mary Keegan

Seconded by: Mark Porter

Supported by: Alastair Muirhead;
Clare Mulholland; Michael Roach;
Ann Stewart; Anna Tomlinson;
Joy Walley.



I have always been a keen gardener. I have a large walled garden in Eton which is open annually on one of the National Gardens Scheme days. The visitors' enthusiastic interest is a great reminder of the joy that this pastime brings to so many and what an important part it is of our national culture and heritage.

I have been a member of the RHS' Audit Committee since April 2018 which has made me realise how diverse and far reaching the Society's activities are and the essential role it has in the environmental challenges we face. The ambitious list of investment projects underlines the fact that this is an organisation that never stands still. There is a great sense of excitement about the future.

I have held a number of non-executive and executive roles in organisations with very different cultures and objectives. I am used to playing an active role in strategic discussions. I have a thorough knowledge of financial and corporate governance issues, both in respect of commercial companies and, in my last nine years as Bursar of Eton, in respect of charities. I was at Ascot Racecourse for the £200m redevelopment of the Grandstand and during my time at Eton we have undertaken numerous capital projects. I think colleagues would say I am a team player who adds value. I would very much like to join the RHS Council and would do my best to make a positive contribution both to the Council and to the Society.

Council Members continuing in office after the AGM

The following ordinary members of Council will continue in office after the AGM:

James Alexander-Sinclair
Nicholas Dunn
Sarah Eberle
Dennis Espley
Kate Lampard
Neil Lucas
Lorna Parker
Mark Porter
Sarah Raven
Xa Tollemache
Jon Wheatley
Ruth Willmott

Agenda Item 4e – Appointment of Auditors

The Society is required to arrange for its accounts to be audited by a firm of chartered accountants and the Bye-laws provide for an auditor to be appointed annually at the AGM.

Council recommends that Crowe UK LLP be re-appointed for the financial year 2020/21.

The Chairman will invite the meeting to approve the recommendation by a show of hands.

Agenda Item 4f – Appointment of Vice Presidents

Each year, Council appoints a number of members of the RHS to serve as Vice Presidents of the Society. The office is honorary and appointment recognises either past contribution to the Society's activities or the ability to contribute in the future to the achievement of the Society's aims and objectives. Vice Presidents are expected to act as ambassadors for the Society.

Council has re-appointed the following to the office of Vice President for 2020/21:

Rosie Atkins
Michael Balston
Lawrence Banks CBE, VMH, DL
Baroness Floella Benjamin
Christopher Brickell CBE, VMH
The Count de Kerchove de Denterghem
Raymond Evison OBE, VMH, F.I.Hort
Jim Gardiner VMH
The Rt Hon the Lord Heseltine CH, PC
Robert Hillier OBE, VMH
Prof. Brian J Huntley
Roy Lancaster CBE, VMH, F.I.Hort
Jekka McVicar VMH
Dr. Henry Oakeley VMH
Jane Pepper
Dougal Phillip
John Ravenscroft VMH
John Sales VMH
Prunella Scarlett
Vicomte Philippe de Spoelberch
Tom Stuart-Smith
Dr Kiat Tan
Alan Titchmarsh MBE, VMH, DL
Professor Harold Tukey
Richard Webb VMH

In addition, Council has appointed the following to the office of Vice President for 2020/21: Mark Fane, Rosy Hardy and Sandy Muirhead.

Agenda Item 4g – Carew Pole Award

The President will award the Carew Pole Award to Dr Olivia Chapple.

Agenda Item 4h – Close of Meeting

The President will formally draw the AGM to a close.

Agenda Item 5 – Members’ Questions

There will be an allotted time of 30 minutes for members’ questions which will be read by the Secretary and answered at the meeting by members of Council and the Leadership Team.

Members’ questions must be submitted in advance to agm@rhs.org.uk or in writing to The Secretary, 80 Vincent Square, London, SW1P 2PE by no later than **5pm on Monday 27 July**.

Please include your membership number alongside your question. If you wish your name to be stated at the meeting (and included in the minutes) please state this whilst submitting your question.

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