

**The Royal Horticultural Society**  
**Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018**

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**Minutes of the 214th Annual General Meeting  
of the Royal Horticultural Society**

**held at 2pm on Tuesday 26 June 2018  
RHS Garden Hyde Hall**

**Members of Council present:**

Sir Nicholas Bacon (President)	Ms Kate Lampard
Mr Sandy Muirhead (Treasurer)	Mr Matthew Lindsey-Clark
Mr James Alexander-Sinclair	Mr Neil Lucas
Mr Chris Blundell	Mrs Lorna Parker
Prof. Mick Crawley	Mr Mark Porter
Mr Dennis Espley	Dr David Rae
Mr Mark Fane	Lady Tollemache
Prof. Peter Gregory	Mr John Wheatley
Dame Mary Keegan	

**Also present:**

Ms Sarah Eberle (Council member elect)	Ms Helena Pettit (Director of Shows)
Ms Sue Biggs (Director General)	Mrs Jan Nix (Director of Risk & Governance)
Mrs Sally Charleton (Director of Gardens)	Mr Mark Norman (Director of Finance)
Mrs Ruth Evans (Director of Education, Funding & Communities)	Mr Matt Rooke (Director of Technology & Editorial)
Mrs Lucy Graley (Director of People)	Dr Tim Upson (Director of Horticulture)
Dr Alistair Griffiths (Director of Science & Collections)	Mr Tom Shelston (Director of Members & Marketing)
Ms Hayley Monckton (Director of Communications)	Ms Moira Malcolm (Company Secretary, minutes)

A total of 146 members were present.

# The Royal Horticultural Society

## Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018

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### Welcome

The President welcomed members to the 214th Annual General Meeting (AGM) of the Royal Horticultural Society. As the Meeting was quorate, the President declared the AGM open.

The President gave apologies for absence from the following members of the Society:

#### *Presidents Emeritus*

Richard Carew Pole, Giles Coode-Adams and Robin Herbert

#### *Vice Presidents*

Lawrence Banks, Chris Brickell, Count Andre de Kerchove de Denterghem, Vicomte Philippe de Spoelberch, Lord Heseltine, Robert Hillier, Jekka McVicar, Jane Pepper, John Sales, Tom Stuart Smith

#### *Vice President Elect*

Dougal Philip

#### *Council Members*

Sarah Raven

#### *Members*

none

### 1. President's Report

- 1.1 The President reminded the meeting that Hyde Hall was generously donated to the RHS by Helen and Dick Robinson in 1993. Substantial development of the garden had taken place since, particularly in recent years as part of the RHS's £160m Strategic Investment Programme (SIP), including the creation of the Witan Global Growth Vegetable Garden and construction of the Clore Learning Centre, Restaurant and Events building.
- 1.2 The President went on to provide a synopsis of the main achievements of the RHS in the preceding twelve months, commenting that this was his fifth year as President, and that there had been many highlights.
- 1.3 Plans to open RHS Garden Bridgewater, the first new RHS Garden in 17 years, had progressed and presented exciting horticultural opportunities.
- 1.4 The Campaign for School Gardening had continued to flourish and celebrated its ten year anniversary with the visit of The Duchess of Cambridge to Robin Hood Primary School.
- 1.5 The RHS partnership with the BBC had resulted in extensive broadcasting of RHS Shows, a documentary series about Britain in Bloom, and support for the BBC Radio 2 Feel Good Gardens at Chelsea Flower Show.
- 1.6 Among the highlights there were also challenges for the RHS and horticulture. Initial proposals for the M25/A3 intersection had threatened a swathe of Wisley and more than 500 of its trees. The successful campaign to protect Wisley received great support and ensured that it will be preserved. The RHS report *Gardening in a Changing Climate* drew

significant attention to the evolving threat to horticulture posed by a changing climate and associated pests and diseases. Through investment in the new National Centre for Horticultural Science at Wisley, the RHS will seek to support gardeners throughout the UK to meet this challenge.

- 1.7 The President concluded by thanking the Members of the RHS for their continuing support.

## **2. Treasurer's Report**

- 2.1 The Treasurer presented a summary of the RHS Annual Report and Consolidated Financial Statements 2017/18 - which would be put before Members for formal approval later in the meeting - and was pleased to report a financially successful year.

- 2.2 The Society achieved a net surplus of £11m before gains on investments, supported by fundraising income of £16.3m.

- 2.3 Expenditure increased by £8.5m to £84.9m as the SIP progressed. Expenditure on RHS Gardens accounted for 28% of the total and included £15.5m of capital expenditure related to the SIP. Spending on RHS Shows had increased to £22m due to holding the inaugural RHS Chatsworth Flower Show, horticultural development costs, and increased security requirements.

- 2.4 The Treasurer noted that the Society's reserves were healthy and would be utilised to support funding of the SIP, which also relies upon fundraising income and the generation of an operating surplus, through to its conclusion in 2024. The investment strategy remained conservative, prioritising stable growth and low risk. Investment performance had met target returns for the period.

- 2.5 The year was also successful in non-financial measures. Membership had grown by 3.8% during the year to a record 490k members. RHS Gardens also saw record visitor numbers, with over 1.1m visitors to Wisley alone. There had been a substantial increase in social media interaction in relation to the prior year, especially on Instagram.

- 2.6 The Treasurer concluded by noting that extreme weather and prevailing economic conditions had resulted in a challenging start to the year but that it was expected, nonetheless, to be a successful one.

## **3. Director General's Report**

- 3.1 The Director General's report looked to the current year and presented some important highlights of 2018 so far, including: the progress of many projects within the SIP; reaching half of the £40m fundraising target for the SIP; the continued growth in membership to 497,000; fantastic Chelsea and Chatsworth Flower Shows; the airing of the Britain in Bloom TV series on the BBC, celebrating community horticulture and the 300,000 Britain in Bloom volunteers; increasing awareness of the importance of horticulture in Parliament and society; and the growing partnership with the NHS to realise the health benefits of gardens and gardening.

**The Royal Horticultural Society**  
**Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018**

---

- 3.2 The challenges facing the RHS and horticulture were also considered. Extreme weather and fluctuations of temperature had created difficult conditions for horticulture. Plant health, threatened by a changing climate and the possibility of *Xylella Fastidiosa*, remained a significant challenge which the RHS was committed to meeting through its work in Horticultural Science. As people increasingly lose touch with the natural world the RHS Campaign for School Garden, which reached 6 million school children, will become ever more important.
- 3.3 The SIP continued to drive developments across the RHS. The Horticulture Matters campaign has resulted in increased salaries for professional horticulturists at the RHS and a rise in the number of RHS student and apprenticeship roles. Lindley Library renovations had been completed, encouraging people to explore the collections. The support of members, staff and volunteers had enabled the completion of the developments at Hyde Hall and was supporting the work at Bridgewater, scheduled to open in Summer 2020. At Wisley, the Welcome building was rapidly taking shape. Car park facilities would also be improved, and there will be an avenue of Cherry trees leading to the Welcome building when it opens in Spring 2019. New gardens designed by Matt Keightley and Ann-Marie Powell would be created alongside the National Centre for Horticultural Science and Learning due to open Autumn 2020.
- 3.4 The meeting was reminded of the RHS Vision: 'To enrich everyone's life through plants, and make the UK a greener and more beautiful place'. A new tagline of: 'Inspiring everyone to grow' had been developed to emphasise that the RHS and horticulture are inclusive, whatever the shape and size of garden and level of expertise, and must continue to be if everyone's life is to be enriched through plants.
- 3.5 The Director General concluded by thanking our Patron, Her Majesty the Queen, and all of the Fellows, members, and volunteers who support the work of the RHS.
- 3.6 The meeting was then shown a film about the RHS seed drop of 2,000 packets of seeds to Syrian refugees in Iraq, which echoed the delivery of cases of seeds to British prisoners of war in the Ruhleben camp in Germany 100 years earlier.

**4. Annual General Meeting 2018**

**a) Minutes of the 213<sup>th</sup> Annual General Meeting**

- 4.1 The meeting voted, by show of hands, to **APPROVE** the minutes of the AGM held on 12 July 2017, which would be signed as an accurate record of proceedings by the President.
- b) Annual Report & Consolidated Financial Statements 2017/18**
- 4.2 The Treasurer proposed, and Chris Blundell seconded, that the meeting should approve the RHS Annual Report and Consolidated Financial Statements 2017/18.
- 4.3 Members were provided with an opportunity to ask questions of the Treasurer, though no questions were raised.

4.4 The meeting then voted, by show of hands, to **APPROVE** said Report and Statements.

**c) Election of President and Treasurer**

4.5 There being no other candidates standing for the position, the Chairman of the Nominations, Appointments and Governance Committee declared Sir Nicholas Bacon elected unopposed as President for 2018/19. Sir Nicholas was appointed to Council in 2008, appointed Treasurer at the 2010 AGM and became President in 2013.

4.6 There being no other candidates standing for the position, the Chairman of the Nominations, Appointments and Governance Committee declared Sandy Muirhead elected unopposed as Treasurer for 2018/19. Sandy was appointed to Council in 2007 and became Treasurer in 2013.

4.7 The Chairman of the Nominations, Appointments and Governance Committee thanked Sir Nicholas Bacon and Sandy Muirhead for their ongoing contribution to the RHS.

**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 At the end of this meeting Xa Tollemache, who was elected at the 2013 AGM, was scheduled to retire. Xa Tollemache was entitled to stand for re-election for a second term of office and had chosen to do so.

4.10 Chris Blundell and Mark Fane, the longest serving members of Council, stood down one year early in order to comply with the requirement that at least three ordinary members of Council retire at the AGM. Chris Blundell and Mark Fane were not eligible to stand for another full term as they had both served part of their second term of office. Their places would be filled by election for a term of five years.

4.11 Sarah Eberle and Kate Lampard had put themselves forward for election to these two vacant positions. There were no other candidates nominated this year.

4.12 There were therefore, three validly nominated candidates for three vacancies. Accordingly, Sarah Eberle, Kate Lampard and Xa Tollemache were elected unopposed as members of Council until the end of the 2023 AGM.

**e) Co-option of Ordinary Members to Council**

4.13 The President noted that, as set out in the RHS Charter, Council have the power to co-opt up to two Members of the Society to serve as members of Council and that any co-opted member would retire at the AGM following their co-option.

4.14 Council had agreed to appoint Chris Blundell and Mark Fane as co-opted members of Council until the end of the 2019 AGM. Chris and Mark had made a significant contribution during their tenures and Council felt that their support, particularly with fundraising for Harlow Carr and oversight of the SIP, was still needed.

4.15 The full list of Council Members for 2018/19 is:

- Nicholas Bacon (President)
- Sandy Muirhead (Treasurer)
- James Alexander-Sinclair
- Christopher Blundell
- Mick Crawley
- Sarah Eberle
- Dennis Espley
- Mark Fane
- Peter Gregory
- Mary Keegan
- Kate Lampard
- Matthew Lindsey-Clark
- Neil Lucas
- Lorna Parker
- Mark Porter
- David Rae
- Sarah Raven
- Xa Tollemache
- Jon Wheatley

**f) Member Resolution**

4.16 The President introduced the member resolution and thanked its proposer, Tony Rogers, for his passion and enthusiasm for the RHS. Tony Rogers formally proposed his resolution to the meeting which was then seconded.

4.17 The resolution that member Tony Rogers placed before the Meeting was:

*“The Society has introduced an entry charge of £5 to members when the Royal Horticultural Society Lawrence and Lindley Halls, Westminster, London are in use. This charge was introduced without consultation with members and represents the unilateral removal of a valued membership benefit. We the undersigned propose that the entry charge of £5, levied on members when two halls are in use, be discontinued.”*

4.18 Under the Bye-laws, Council were entitled to dispatch a statement commenting on the Resolution which could contain guidance on how Council considered members should cast their vote. Council’s statement was as follows:

*“The ability for RHS members to attend the RHS London Shows without charge has, for many years, been an integral benefit to RHS membership. The London Halls launched the popularity of the Flower Shows and subsequently paved the way for the expansion of the Flower Shows that run annually at Chelsea, Cardiff, Chatsworth, Hampton Court Palace, Tatton Park and Malvern.*

*However, whilst the RHS London Shows held at both the Lindley and Lawrence Hall were once a hive of activity and opportunity for both the nurseries and traders that the RHS supports, the escalating costs and logistical challenge for them of travelling into London (exacerbated by the congestion and emissions charges) combined with a substantial drop in visitor numbers to these London Shows has undermined the commercial justification for these businesses to support the Shows.*

*The RHS supports these businesses with preferential trading terms to encourage their attendance. However, the annual investment required of the RHS to run these shows now amounts to £450,000, causing Council to consider carefully whether this substantial cost can be sustained.*

*Council were also conscious that the member benefit of free entry to the London Shows benefits only a very small proportion of our members with 7,885 visits by members in 2017. The RHS has, therefore, in recent years,*

## The Royal Horticultural Society

### Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018

---

*added Flower Shows at all four of our gardens to support the future of British Specialist nurseries and encourage a much wider constituency of members to visit in all corners of the country. Entry to these Shows at RHS Gardens is free for members and a far larger number have taken up this alternative offer than come to the London Shows. In 2017, over 56,000<sup>1</sup> members attended Hyde Hall and Wisley Flower shows. With these Gardens located less than an hour from London, we hope that members based in the Capital will see this as an additional benefit of membership.*

*In light of the above and these rising costs, by 2016 the RHS could no longer justify free entry to the London Shows as a member benefit and Council, as is within their power under the Regulations, chose to fall in line with other gardens and attractions whereby members are charged a fee to attend the shows/events.*

*Unlike other membership organisations the RHS provides a discount to its members for entry into the RHS London shows, as we do for our other RHS Flower Shows. The RHS membership is also able to enjoy member only days at the annual Flower shows.*

*At the RHS we recognise that there is a duty upon us to ensure the investments we make enable us to deliver our promises to our membership, the wider community and to meet the objectives and charitable aims we have in science, horticulture and education.”*

- 4.19 The President invited the Director General to comment on the resolution. It was noted that the cost of London Shows was £450k for the current year and with 7,500 visitors, roughly 5,000 being members, the Shows could not be justified as a free member benefit. The RHS strives to achieve maximum impact with its resources; flower shows are held at all RHS Gardens which are free for members to attend and reach more people. Council therefore took the decision to charge for London Shows and this will continue to be reviewed.
- 4.20 Tony Rogers stated that he had collected over 200 signatures appointing him as proxy to vote on the resolution and questioned why these were not accepted. The Company Secretary stated that under Bye-law 12.14, proxies must be appointed in accordance with the Regulations for the conduct of the poll made under Bye-law 20.1. The Regulations state that the Notice of Meeting shall include a form for the appointment of a proxy and this form must be signed by the member and returned to The Secretary at the RHS Office; the signatures collected by Tony Rogers were therefore not valid.
- 4.21 In advance of the poll being taken, a number of members present expressed their support for the Resolution. Support was also voiced for the position of Council by other members.
- 4.22 The poll was then taken; managed by representatives of Electoral Reform Services.
- 4.23 The President stated that the result of the poll would be declared at the end of the meeting.

#### **g) Appointment of Auditors**

- 4.24 The Treasurer proposed, and Mark Porter seconded, that following a tender process, the meeting should approve the appointment of Crowe Clark Whitehill LLP as the Society’s auditors for 2018/19.

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<sup>1</sup> Please note this number has been amended from the incorrect figure of 35,265 stated in the Notice.

4.25 The meeting voted by show of hands to **APPROVE** the said appointment.

#### **h) Appointment of Vice Presidents**

4.26 It was with sadness that the President informed the meeting of the death of Martin Slocock VMH.

4.27 The President announced the appointment of Dougal Philip as a Vice President of the Society for the year to the end of the 2019 AGM.

4.28 The President also reported that Council had re-appointed the following as Vice Presidents for 2018/19:

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

#### **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 The cashflow statements (in the Annual Report 17/18) shows that dividends from investments are down almost 40% on last year whilst the amount in investments has increased by £6m. Has the Society received bad advice on investments? *Member*

Mark Norman, Director of Finance, responded that stock market returns were much higher in 2016 and dividends are always dependent on the shares invested in at that time. The lower dividends also reflect the movement in the portfolio during the year with £23m of investments purchased, £17m of tangible fixed assets purchased and £17m of investments sold.

The Treasurer added that the Society takes a very conservative approach to investing and dividends are received from equity investments only. The Society holds monies for the Strategic Investment Programme in short term, accessible funds with low interest rates with the dividend income a small percentage of the overall income of £95.9M. The Treasurer stated that he would be happy to discuss further with the member.

5.3 I have been a member for a great many years and always enjoyed the Tuesday shows at the Lindley Halls. They were always very well attended. They have for some time been changed to weekend only with a six pounds charge. Weekends are not a time

**The Royal Horticultural Society**  
**Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018**

---

older people wish to visit London. Would it not be possible to include weekdays, maybe a Friday also I feel long term members should qualify for free entry as previously. *M Reed*

The member stated that further to the member resolution this question had been satisfactorily answered.

- 5.4 Is the RHS in danger of becoming remote from ordinary members and gardeners? *Dr Rolfe*

Sue Biggs, Director General, responded that the Society tries hard to reach anyone interested in gardening and is currently reaching its biggest ever audience with its highest level of members. Britain in Bloom, Community Outreach, Affiliated Societies, Plant Societies, Shows in Gardens are all reaching ordinary members and gardeners.

- 5.5 Does the RHS intend to improve liaison with specialist societies as at the moment it is poor? *Dr Rolfe*

Tim Upson, Director of Horticulture, responded that the RHS helps to promote over 40 specialist societies. There has been a Plant Coordinator in post since 2010, who is responsible for improving and growing these relationships, while encouraging plant societies to share ideas and exchange knowledge and expertise. From our joint activities and feedback we feel that we do have good relationships but would welcome opportunity to discuss and improve this further.

- 5.6 With the large growth in “Events” by the RHS are there plans to recruit more full time staff to handle the growth in volume of work for local staff? *Dr Rolfe*

Lucy Graley, Director of People, responded that the Society constantly reviews staff ratios to ensure levels meet requirements. Over the last 12 months the Harlow Carr events team has increased by one full time equivalent and the Wisley events team by 1.5. Hyde Hall will be reviewed in the next budget round.

- 5.7 Why does the RHS appear to lack the ability to deal with correspondence from ordinary members especially when decision making is required? Why is the RHS so poor at actually dealing with queries from members, if it replies at all? *Dr Rolfe*

Tom Shelston, Director of Members and Marketing, responded that the Society works hard to ensure all queries are dealt with promptly with 90% of emails responded to in 3 days and the remaining 10% within 7 days. However, we take pride in our answers and so in some cases this does take longer. We accept that we did not adhere to our expectations in this particular case and apologise for not replying as promptly as we should have. Steps have now been implemented to highlight outstanding questions.

- 5.8 What is the actual cost to the society of: (i) Setting up a new membership via direct debit and applying for payment via direct debit. (ii) Setting up membership and the member paying other than by direct debit. (iii) Of sending out a reminder letter and claiming payment via the direct debit system. (iv) Of sending a reminder letter and receiving payment direct other than via direct debit.

I ask as the RHS conducts itself as a business with a view to profit from those activities and should, in my view, apply the spirit of Consumer Law relating to surcharges. To charge members substantially more for paying direct other than via the direct debit system is tantamount to a surcharge. The cost difference between either approach is likely to be nil or very small, perhaps pennies per member. *Dr Rolfe*

**The Royal Horticultural Society**  
**Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018**

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Tom Shelston, Director of Members and Marketing, responded that the law was very technical and detailed in this area and he and the member had had a good discussion on the matter which he was happy to continue. The Society has good reason to encourage payment by direct debit with considerable efficiency benefits for the RHS.

Jan Nix, Director of Risk and Governance, outlined that the Consumer Law changed in January 2018 prohibiting charging a fee for use of a particular method of payment. This is new and complex legislation which requires in-depth analysis and the Society's current view is that this does not apply to our membership pricing arrangements. However, the Society will continue to review and will talk to others in the sector with similar membership offers. Members are the backbone of the RHS and we do our best to ensure value for money.

- 5.9 Three or four years ago I asked Council if there was any possibility of bringing back the fruit and vegetable competition at the Hampton Court Flower Show. For some reason, known only to Council, this had been discontinued and moved to the Tatton Park Flower Show. In answer, the response was that the fruit and vegetable competition would be reintroduced at the Hampton Court Flower Show but this has yet to happen. Please can Council advise when it will be reintroduced? *Tony Rogers*

Helena Pettit, Director of Shows, responded that from next year all Flower Shows (excluding Chelsea) will include a fruit and vegetable competition of some sort.

- 5.10 I am a career for my mother and sister and visiting today had to park half way down the car park as there were no available disabled bays but many bays for families. The outside seating at the café is not suitable as the chairs have no arms and therefore offer no support. *Member*

Sue Biggs, Director General, responded that chairs with arms will be bought for Hyde Hall straight away. Sally Charleton, Director of Gardens, outlined that facilities are constantly reviewed and changes made where necessary. As we construct new buildings, facilities will be further improved such as doubling of disabled car parking spaces at Wisley and adult changing facilities.

- 5.11 I wrote to the President last November as I was frequently finding that the mobility buggy at Hyde Hall was not working. Sir Nicholas replied that the buggy would be seen to and I am delighted that there are now two working buggies, so thank you! *Member*

Sir Nicholas Bacon, RHS President, responded that he was sorry the buggies had not been working and this should not happen again.

- 5.12 If you don't have a car it is very hard to access RHS Gardens. *Member*

Sir Nicholas Bacon, RHS President, responded that as the gardens were gifted to the RHS it had not been possible to locate them in areas with convenient public transport infrastructure however, the Society does seek to encourage local transport services to provide links to the Gardens. Sally Charleton, Director of Gardens, added that we are in constant talks with bus companies to service the Gardens and visits by public transport are encouraged with 25% off entry for non-members. We are also investigating introduction of a regular service from London Victoria to RHS Garden Wisley.

- 5.13 The President invited members to address any further questions to individual members of Council and Leadership Team during tea and cake.

**The Royal Horticultural Society**  
**Minutes of the 214<sup>th</sup> Annual General Meeting – 26 June 2018**

---

- 5.14 The following questions were submitted in advance of the AGM but as the Members were not in attendance their questions and the corresponding answers were not handled at the meeting but are set out below:

Why is an organisation dedicated to preserving the environment still wrapping 'The Garden' in a plastic wrapper? *N.Sideway*

Response from Matt Rooke, Director of Technology and Editorial: There is a great deal of work being done at the RHS to look into our future strategy for mailing the magazine. I can assure you that we are actively looking into it, but as is so often the case, there is no one size fits all solution. The beauty of having nearly half a million members receiving a monthly magazine is also a challenge for the fulfilment and mailing industry. Some of the steps we are taking are: working with comparator organisation and the Royal Mail on best practice; established a dedicated Green Team to make sure that the RHS considers our environmental impact and sustainable business practices across everything that we do; working through options in relation to the mailing of The Garden (such as starch-based polywrap, paper etc).

Why isn't more done to help members/tourists to access Wisley and other RHS Gardens? There are no direct buses from station to Wisley except for the Wisley Flower Show but that apart it's just too difficult trying to get there by train, taxi and bus. Ironically the RHS now charges a fee for the easily accessible London flower shows. Why not halve the entrance fee or charge a token amount? I don't now attend the London shows and cannot get to Wisley or any other gardens. As a member I would love to visit Wisley more often. *S.Anderson*

Response from Sally Charleton, Director of Gardens: We are working with our local councils to encourage new operators to run public bus services to Wisley from Woking station which will be in addition to the current bus route, this forms part of a wider plan that is linked to the transformational developments taking place at RHS Garden Wisley and is incorporated into the Wisley Green Travel Plan. This Plan outlines ways to address the kind of public access concern you raise and also has the potential to help reduce congestion on the public highway and reduce visitors', staff and volunteers' transportation related carbon impact.

**6. Results of poll on member resolution**

- 6.1 The President declared the result of the poll on the resolution: 365 votes for with 716 votes against. The resolution was not carried.
- 6.2 The President further noted that had the additional signatures gathered by Tony been valid, the result would have been the same – the Resolution would not have been carried.

**7. Close of the AGM**

- 7.1 The President drew the formal proceedings of the AGM to a close. The meeting ended at 4.13pm.

**END**