

Friends of Westonbirt Arboretum (FOWA)
MINUTES OF 31st ANNUAL GENERAL MEETING
Held Saturday 13 May 2017 at Westonbirt, The National Arboretum

59 Members attended

The Chair (M Mintram) opened the meeting and encouraged members to visit the Arb Show following the AGM and presentation by Mark Ballard (Curator) and Penny Jones (Propagator) on their recent seed collecting trip to Italy supported by the Friends.

The Chair introduced Jacqueline Dalton (Business Manager), Anna-Clare Temple (Chief Executive) and Bernard Rymer (Finance Trustee) as well as the Arboretum Director, Andrew Smith who would, later in the meeting, highlight plans and address the issue of transport from the Welcome building. He advised members of the sad passing of Les Pearce (one of our Vice Presidents) earlier in the year and passed condolences to his family. Roger Busby (Vice President) was welcomed to the meeting and also the Charity Trustees.

The Chair declared proxy votes had been received from; Mr J Garside, Mrs A Potter, Mr M Potter, Mrs E Stevens and Mrs B Weston all appointing the Chair to vote on their behalf.

1 **Apologies**

Were received from Mrs K Beard, Mr M Garside, Mrs M Gobbett, Ms M Headen, Mr & Mrs Potter, Mrs E Stevens, Mrs T Segar and Mrs B Weston.

2 **Minutes of the 30th Annual General Meeting**

K Thornton proposed the minutes be adopted, seconded by S Bradley-Jones and carried by the meeting with no-one against or abstaining.

3 **Matters Arising from the above Minutes** - There were no matters arising.

4 **2016 Review as delivered by the Chair and Chief Executive**

At last year's AGM, Stephen Segar was able to let you know about the successful completion of the capital elements of the second phase of the Westonbirt Project, with the STIHL Treetop Walkway having only opened a few short weeks before. I am pleased to say that the Walkway has been a huge success; it has received very positive feedback from visitors and members alike, more visitors have been attracted to the arboretum and this has had a positive impact on membership of the Friends. It has certainly achieved the objective of introducing and encouraging new audiences to visit the arboretum.

The Wolfson Tree Management Centre is helping the Tree Team to work efficiently and to look after all their kit. The Mess building next to it is providing much-needed space for the Tree Team and other staff to have breaks, 'get-togethers' and for the Tree Team to dry out in wet weather.

These structures have been nominated for a whole host of awards in the past 12 months, and have been successful on several occasions. Andrew has brought three awards to display here today for the Treetop Walkway; Wood Awards 2016, Civic Trust Awards 2017 and RICS South West 2017.

The Community work continues to be funded by the Heritage Lottery Fund (HLF) until the end of this year. Andrew and team are understandably keen to continue this important strand of work, and I and my fellow Trustees are also wholly supportive and committed to finding a way for it to continue to be funded. It is important that Westonbirt is accessible to and enjoyed by as wide a

range of people as possible and the community work has been so vital in helping us to achieve this over the past four years.

FOWA's Trustees continue to work closely with Andrew to understand his aspirations and ambitions for Westonbirt in the medium and long term. To this end, we have jointly identified with him and his team a small number of medium to long term projects that include estate upgrades and repairs, which FOWA will provide some support for.

The arboretum's strategy "Branching Out" is due to be updated this year to cover the next five years. Your Trustees will be involved in this refresh, and we are keen to represent the views of our members, as is Andrew, so please do take advantage of all opportunities to share your thoughts with us. FOWA's own five year plan is also being put together and will reflect the needs and ambitions of the Forestry Commission for Westonbirt, to ensure that we can continue to support them as effectively as we have done in the past.

The Chief Executive then reported

Thanks to the attraction of the STIHL Treetop Walkway and the excellent support provided by Forestry Commission staff and volunteers in the Welcome building, the Friends ended the year with over 30,000 members. This was an excellent result for the charity and the team worked incredibly hard, despite occasional technical issues, to efficiently administrate the membership scheme - I would like to thank them for their hard work and dedication. Gift memberships were particularly popular at Christmas, and it is wonderful to see that so many people value the arboretum highly enough to wish to share it with others.

As a result of a staff and resources restructure last year, Catherine Hewer joined FOWA in December as Supporter Engagement Manager. Catherine has oversight of membership and also our communications. Membership is our core business and provides a regular and reliable source of income to the arboretum each year and it is right that we should ensure it is properly resourced so it can continue to perform well and support Westonbirt.

We will shortly be contacting you with a brief survey to follow up from last year's membership survey. As we have been reviewing all of our communications, we are keen to hear your views, and also find out more about what membership benefits you would value. Please do look out for the email with the survey, and if you think we might not have your email address do get in touch with the membership team.

Fundraising - We continue to make the move to revenue fundraising to support ongoing activities here at the arboretum. In 2016 we were successful in securing funding to support the work of both the Tree Team and the Learning and Participation Department. Fundraising secured £86k worth of funding from a variety of sources, and we are hoping to build on that again this year. Sarah Malina joined us as Fundraising Officer in July 2016, and she works closely with our Forestry Commission partners to identify funding needs and priorities.

Volunteers - Volunteers continue to provide invaluable support to all areas of work here at the arboretum. Whilst anyone can become a volunteer, in practice most are members of the Friends and last year volunteers gave us around 25,000 hours' worth of help and support in areas ranging from the Welcome building to estates management, from stewarding at events to leading informative and engaging guided walks, from the family events to supporting the community work. We are all aware that Westonbirt could not function the way it does without volunteers and we are enormously grateful for the contribution they make.

The Chair then continued with an update about Trustees

You may remember from last year's AGM that John Kendall stood down as a Trustee after many years' service to the Friends and Westonbirt. His support for the Westonbirt Project in particular, was a great asset. As a charity, we need to ensure we refresh our trustee board and continue to be able to benefit from an experienced and skilled group of Trustees. Following a comprehensive recruitment process we are pleased to recommend Beth Weston who is seeking election to the Board.

There are also three Trustees seeking re-election for a new term including:

S Segar – needs no introduction to you unless you are new member. Stephen has served as a Trustee for over 17 years now, and we are delighted to continue to benefit from his experience and judgment in all things Westonbirt.

S Bradley-Jones – is also a long-serving Trustee having joined the Board in 2003. Sue's keen eye for detail and focus on governance is a great asset to the Board.

B Rymer – Bernard is our Finance Trustee and we are very fortunate to benefit from his expertise in managing the charity's financial affairs.

The Chair finished his report by thanking the Trustees standing, his fellow Trustees and staff team for their time, effort and massive contribution to FOWA's success as well as thanks to our members, for their enthusiasm and support to FOWA and Westonbirt.

5 Report and Accounts 2016 by the Finance Trustee (B Rymer)

Bernard commenced his report by stating that the Forestry Commission and FOWA had engaged consultants to review their respective VAT arrangements. Both reviews concluded the Arboretum Support Grant (ASG) and the Special Projects Grant (SPG) need to be subject to VAT and that they need to be described as Arboretum Access Rights payments to reflect the basis of the payment - the purchase of annual access rights to the arboretum for paid up members.

The ASG and SPG payments made in 2015-16 were revised. This resulted in FOWA's 2014 and 2015 accounts being reopened. Combined with this was a change to the contractual status of the arboretum access rights payments which meant that the accounting treatment of the payments had to be changed. These changes can be found in the Prior Year Accounting Adjustments on page 26 of the financial statement for the year ended 31 December 2016.

Bernard continued his report by saying that FOWA's financial position remains good.

Income – Total Income for the year amounted to £1,168,122 (2015:£1,594,866). Membership income for the year amounted to £896,605 (2015:£808,448) and donations for the year were £166,603 against £630,357 in 2015, Great Oak Hall lettings income was £12,302 down from £56,529 in 2015, a further tranche of sponsorship (£31,250) was received for the treetop walkway, investment income was £5,479, the adoption of trees and benches raised £27,150 (2015:£30,235), magazine advertising income was £13,000 against £12,500 in the previous year. Bernard explained that the drop in Great Oak Hall income was due to the cessation of wedding bookings and donations reduced with the Westonbirt Project nearing completion.

Expenditure - Total expenditure for the year was £1,378,801 (2015:£1,758,850). Arboretum Access Rights payments amounted £400,837 against £362,533 in the previous year. FOWA's commercial trading related salaries and wages for the year were £130,063 (2015: £105,287) due mainly to the effect of the newly appointed staff. Costs associated with the production of the Westonbirt Magazine, FOWA's main vehicle for keeping the membership informed about the arboretum, reduced by £2,000 to £83,410. Membership Activities went down from £30,299 to £24,513, Governance costs were £6,195. The costs associated with fundraising amounted £59,779 and included wages and salaries of £46,500 down on 2015 by £14,000.

Grants - In total FOWA made Grants to the arboretum valued at £605,000 down from £1,002,000 in 2015. Included in the grants figure was spending on the Westonbirt Project of £563,000. A further total of £33,000 was donated for arboretum development purposes and included in the overall total were overhead costs of £8,500.

Balance Sheet – Fixed assets stood at just over £53,000. Debtors totalled £340,123. Creditors at 31 December amounted to £917,118 and included trade creditors of £468,000, and deferred income of £418,000, this being the unexpired element of the subscription income. At the year end the charity held £1,589,000 at the bank.

There was a net movement in funds of £210,679 from £1,276,276 in 2015 to £1,065,597 due mainly to further spending on the Westonbirt Project. To plan and provide for future investment in the Arboretum, the Arboretum Development Fund has been created and, at the year end, a surplus from our operations amounting to £240,000 was transferred into this fund to give a total of £862,383. The Westonbirt Project Fund will cease after the final transactions are made in 2020. At 31 December the net sum required for the Charity to fulfil its liability to the Project was just over £3,500. There were also balances on the Tree Management Fund of just over £1,600 and the Learning Fund of £6,094. The Balance Sheet also shows a General Reserve of £191,931. This amount, calculated in accordance with the Charity's Reserves Policy, is what might be needed in the unlikely event that the charity ceases to operate.

Bernard thanked the Charity's Business Manager, J Dalton, and K Seaton, and the other members of the FOWA team for their hard work and support given to him. The Trustees were thanked for their support and the commitment they have to Westonbirt. Very grateful thanks went to the membership for their much valued and continued financial support of FOWA. In concluding his report, Bernard reminded the meeting that FOWA's financial position remains good and accordingly he commended the Financial Statements for the meeting's approval. Following a discussion the accounts were duly approved and signed by K Thornton, Vice Chair, and the Finance Trustee, B Rymer.

Adoption of Accounts

S Segar proposed the Annual Report and Accounts for the year ended 31 December 2016 be adopted, seconded by J Hammond and carried by the meeting with no-one against or abstaining.

Re-election of Auditors of Friends' Accounts

G Grant proposed that Woodward Hale continue as Auditors, seconded by K Thornton and carried by the meeting with no-one against or abstaining.

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Election to the Board

The Chair detailed that Sue Bradley-Jones, Bernard Rymer and Stephen Segar were seeking re-election to the Board. In addition, following an open recruitment process, Beth Weston was standing for election to the Board on recommendation of the Trustees. Stephen explained that the usual renewal of tenure is for three years but that he would be standing for one year only, Sue also explained she was also standing for one year.

In Beth Weston's absence, the Chair read an email from her giving her reasons for wishing to become a Trustee. "I would like to become a trustee to put my skills and experience working in the charity and conservation sector to use at Westonbirt. I really hope to make a lasting difference to a cause that I care about which is to bring the joy of trees into other people's lives in a meaningful way, to foster research into trees and to tell the story of an incredibly important national arboretum. I work for the National Trust engaging supporters in the work of the charity, looking at innovative ways of increasing membership, diversifying our volunteering offer, interpreting the outdoors and fundraising for our work. I hope to contribute the practical

experience I have from my professional life, a deep love of the outdoors and a passion for trees! The audiences coming to Westonbirt are already diversifying and so the challenge will be to create experiences for new audiences such as families that will enhance their understanding of the history and work of Westonbirt to give them a vested interest in its future. From the moment I first visited Westonbirt, I felt a strong connection to the place, and the Friends charity is therefore very meaningful to me.”

G Grant proposed that S Bradley-Jones, B Rymer and S Segar should be re-elected on block, this was seconded by J Kendall with no-one against or abstaining and therefore carried by the meeting.

Andrew explained that the Board was made up of five Nominated Trustees who were appointed by the Forestry Commission. He confirmed that the three year tenure for J Hammond, M Headen and M Potter had been confirmed January 2017. Future trustee recruitment will be a combined process for FOWA and the Forestry Commission.

The Chair confirmed that Beth has been a member for some years and her election was then proposed by S Segar, seconded by J Hammond with no objections or abstentions.

Our President (C Brickell) and Vice Presidents (R Busby and P Pollen) were invited to continue in office.

7 **Adoption of Membership Subscriptions from 1 July 2017**

Anna-Clare Temple reported that she, along with a working group of Trustees, met towards the end of 2016 to consider the subscription rates for the 2017-18 period and also the approach to membership categories and rates – this was approved by the Board at the end of last year. A recommendation was made for an increase of £2 per person on the annual membership subscription and reflects an increase in the day admission price charged by the Forestry Commission which came into force on 1 March this year. This results in a single membership of £38 and a joint membership of £74.

After careful consideration, the decision was taken to cease offering age-related concession rates to new members. Those joining after 1 July 2017 will be charged the standard adult rate.

A decision was made to preserve the concession rate for existing concession rate paying members in recognition of their loyalty and support for the Friends and the arboretum. This rate will be subject to the same £2 increase per member per year, meaning the rates will be £35 for a single concession and £68 for a joint concession. A slightly reduced rate for members who currently have a concession membership will continue for the next few years, but will be reviewed annually. She then stated that membership of the Friends continues to offer superb value and is supported by last year’s survey where over 90% of respondents agreed that their membership represents excellent value for money.

Free entry continues for members’ children or grandchildren, ensuring that the membership is affordable for families. Despite the loss of the RHS reciprocal entry agreement, there is still a diverse range of gardens and arboreta that members can visit free of charge. Additionally, the benefits offered to members continue to be reviewed working with partner organisations both on and off site to bring exclusive offers and benefits.

In response to a question about the loss of RHS reciprocal entry, the coffee mornings, inferior membership cards and whether anything else was being put in place, Anna-Clare stated membership benefits are continually being reviewed and that FOWA was working closely with the Forestry Commission. Catherine Hewer was also liaising with the shop for offers and discounts to

ensure that membership continues to offer good value. With respect to the membership cards, she explained that these need to be reissued each year and the cost would be £12k to implement and renew every year. Following a question about entry tickets for members' visitors to avoid queuing, Andrew confirmed he had been requested by FOWA to look at access. It was confirmed that advance entry tickets can be purchased and also that there was no intention to re-introduce life membership; however, there is a 10 Year Friend Membership.

The proposal for a single membership at £38 and joint £74 was proposed by M Howarth, seconded by S Bradley-Jones and carried by the meeting with one objection and two abstentions.

8

AOB

Andrew addressed the meeting explaining there had been several award ceremonies and that Stephen, who had received an OBE last year, had attended one of these.

Andrew stated he had invited contributions to the Five Year Strategy within the Westonbirt Magazine. With completion of the capital elements of the Westonbirt Project and all works coming to an end in December this year, an evaluation report would be submitted to HLF. The Community Programme will be enabled from August 2018 through core funding from FOWA.

The member survey had raised six key areas including; the Restaurant; the Welcome Building; internal transport; signage, dogs and wider play. Andrew stated he had responded to members regarding the restaurant, and the Welcome building stating an interpretation review was underway. Signage is being developed and the Fundraising Officer working on acquiring funding. He explained that issues around dogs are contentious with the survey indicating the approach is about right. The original 'wider play' is now ten years' old and will therefore need updating.

The 2016 member survey confirmed there is a need to address transport from the Welcome building to the central area so Andrew went on to advise that during the year, Forestry Commission staff had visited several other attractions to see how this is facilitated elsewhere. He advised the previous Recreation Manager (S Hough) had taken on a national role and was to be replaced with two managers from mid-year. The extra staffing will enable a focussed group to explore options and implement a pilot scheme before the 2018 AGM.

Andrew understands concerns from members to ensure the site is not over-developed and this is taken into account when considering future developments eg a planning application is being submitted for a change of use for the Plant Centre to a wood centre. Consideration is also being given to relocating the coppice shelter and replacing the charcoal kiln. Car parking is also a concern being considered. Lifelong learning increases public understanding of the collection and with 40% of members passionate about our tree collection and wider implications, A Smith confirmed that Westonbirt has a Dendrologist on the team. Andrew explained that the arboretum had a close working relationship with The Arnold Arboretum (Boston, USA) and that they were visiting Westonbirt on 19 May for tours and an evening meal.

Andrew was thanked for his report and questions invited from the floor:

Ceremonies discontinued in the Great Oak Hall – The Chair confirmed that there had been considerable debate leading to the decision but that the site presented many challenges. The current plan enabled events that were more easily managed like business meetings and exhibitions.

Arboretum Access Rights and VAT – Bernard Rymer confirmed that the VAT charged for Arboretum Access Rights was recoverable and therefore would not affect FOWA's profit.

Dog washing – The hose which used to be located at Skilling Gate had to be removed as ‘grey’ dirty water cannot be left to run onto the landscape. A flood risk analysis has been conducted in this area.

Lifelong learning and member events – The Chair was grateful to volunteers who have, over many years, helped manage the events like coffee mornings. As these were no longer well attended, the overall package was being reviewed to embrace more people. He invited members to contact Anna-Clare Temple or Catherine Hewer with any ideas.

Banner at Welcome building highlighting exclusive member events – Anna-Clare Temple advised that the membership survey would be out soon and that should help inform what members would like and accepted that the banner refers to current exclusive events.

FOWA staff uniforms – With the FOWA team spending more time at the Welcome building, it is helpful to visitors that they can easily identify them. This also increases the visibility of FOWA on site.

Member attendance at exclusive events – A member expressed that some years ago FOWA events, like coffee mornings and the AGM, were well supported. She explained that members need to support the events if they wished them to continue. The Chair added also that this is a good example too of how our membership is changing.

Westonbirt Magazine production – It was confirmed that the magazine would continue to be produced in a similar format enabling an on line version for those members who prefer an electronic copy. Following a full review, the production team for the magazine was changing in consideration of costs and to enable a closer relationship with the FOWA website.

Membership data and cyber security – It was confirmed that FOWA’s IT consultants ensured security software was up to date with daily checks being carried out. Cyber security insurance will also be considered at the renewal later in the year. This matter forms part of the business risk assessment and is routinely reviewed.

Transport from Welcome building – Discussion ensued on transport adopted at other attractions eg golf buggy carts etc. It was recognised that there is a difference at Westonbirt in that transport was required by some to reach the shop, restaurant area. Transport provided at some attractions is a specific facility used by most visitors to move from the car park to the attraction eg an historic house. Andrew confirmed, as stated earlier, that this matter is under review.

The Chairman declared the meeting closed at 11.50am and thanked Diana Challis and Elizabeth Houghton for serving refreshments and Catherine Hewer, our Supporter Engagement Manager, for welcoming the members today.

The AGM was followed with the presentation by M Ballard and P Jones on their wild seed collecting expedition to Italy in 2016.

Signed by Chairman (as a correct record)	Date signed
Issued by J Dalton Issued on 02/08/2017	CharityManagement\AGMs\FOWAAGM\AGMMinutes\13May2017MinutesAGM