

Minutes of the 14th Annual General Meeting of The Guildford Institute

Thursday 2 March 2023, 3.15pm, Assembly Room, The Guildford Institute

Welcome and Introductions

The Chairperson of the Board of Trustees, Brian Creese, welcomed 'The Worshipful Mayor of Guildford' Councillor Dennis Booth, who is patron of the Institute during his term of office.

Quorum

Brian Creese confirmed that the quorum requirement (either 10 voting members or one 25th of the membership, whichever is higher) as set out in the Articles of Association had been satisfied. *N.B. Only members are allowed to vote.*

Proxy Forms & Applications for Membership

By the deadline of 10.30am on Wednesday 1 March we had received 10 proxy forms – a list is featured at the end of this document. All membership applications received during the year had been approved by the Board of Trustees.

AGENDA ITEM 1: Approval of Minutes of the 13th AGM held on Wednesday 22 February

The minutes of the last annual general meeting held on Wednesday 22 February were approved.

AGENDA ITEM 2: Report of the Board of Trustees

The Chairperson presented highlights of the Trustees' Report 2021 - 2022.

Our Year at a Glance – The Chairperson highlighted that the main body of the report relates to the financial year 2021 – 2022, but time does keep moving on, so later events will also be referred to! The Institute has continued to recover well from the pandemic. We have had some positive improvements over the year, including the delivery of 'hybrid' activities and a really successful Jubilee street party, hosted in our home in Ward Street. Although room hire has been slow to recover, we still hired our rooms to 54 charities and non-profit making organisations over the year. And as many of you will know, we offer a permanent home to a host of ethical organisations and therapists on our second floor. We worked with 30 volunteers on a regular basis, including interns, and we gained three new patrons: Professor Jim Al-Khalili CBE

FRS, Sara Crowe and Blake Morrison FRSL. The year also saw us celebrate 130 years at our Ward Street home, an astonishing achievement.

However, not everything this year has been so positive, and we have faced significant challenges. In July 2022, our long-term tenant The Royal Bank of Scotland (RBS) departed, leaving us with a large empty space and an even-larger hole in our finances.

The Vision: To be a cultural, social and educational resource for the community that is independent and inclusive.

Offer – Our Programme Offer is very much the heart of what we do. We have offered over 200 activities, from one-off talks to 12-week courses this year, with 1,800 individuals taking part (45% online from home). Course revenue was only 9% behind 2018-2019, an achievement given the devastating effect of the lockdowns. We have made a conscious move to improve the diversity of the programme, through inclusive and thought-provoking termly focuses (*Celebrating Black History, Inspirational Women, LGBT+ history*). We have continued to try to broaden the times of day that our activities are delivered, including the introduction of a new evening lecture series, focussing on the A-Z of Art History (proven to be successful), and seasonal workshops at weekends such as Christmas wreath-making.

A highlight of the year for everyone was our Platinum Jubilee Street Party in May, which was attended by over 90 members and local people, and was a huge success. Looking ahead, there will be a King's Coronation Street Party in May of this year.

Space – The RBS tenancy expired on 4 July 2022, leaving us with a large empty space on the ground floor and a gap in our revenue. Thanks to the efforts of Institute Manager Amy Rice, the ground floor exterior was redecorated just before RBS vacated, allowing us to obtain 50% of the cost from RBS, as per the terms of their agreement with us. The Institute's second floor continued to be utilised as a space for long-term lets, by those offering positive services for the community, including counselling and therapy services. We lost some of our longstanding tenants following the pandemic, so we have taken the opportunity to upgrade these small areas one by one, with almost full occupancy maintained throughout. As a result of these upgrades, we have improved those spaces and are benefiting from more revenue.

At the end of the financial year, our room hire income was unfortunately still 35% compared down compared to pre-pandemic levels. Informally we understand this is not unusual for this sector. However we have seen a number of new, and now also repeat, bookings. We continued to supported many well-established groups such as the Guildford Chess Club. Recovering this income will continue to be a focus for this financial year, with room hire bookings improving gradually this year thus far.

Image – Marketing and Communications Officer Emma Wilkinson created a clear brand image and identity during the 2021-2022 year, increasing our profile and visibility. This has impacted our website, social media channels, brochures, internal communications, and external marketing. These have been a real success and enabled us to have the confidence to take on some larger-scale marketing projects

for the first time, including more impactful brochure release promotions, such as banners in the High Street and large posters around the town.

We also took the opportunity to use the exterior of the empty ground floor space with colourful vinyl panels to advertise our location and our offer.

People – Everyone involved in the Institute, including our professional team, our trustees, volunteers and our tutors have continued to work extremely hard and creatively this year in the face of challenges that they have been presented with.

Another group who deserve special mention this year is our interns. We've continued this year to have mutually-beneficial relationships with these individuals. They've provided us with a huge amount of support and in exchange, our professional team have been able to offer training in areas such as marketing and in using software such as WordPress and Photoshop. This model is something that we're hoping to expand in the future.

This year, we also invested time into growing our list of patrons (The Mayor of Guildford, Councillor Dennis Booth, Joanna Read, Professor Jim Al-Khalili CBE FRS, Sara Crowe, Blake Morrison FRSL and Lady Gay Shepperd). We hope that these individuals will be able to help us with our upcoming fundraising endeavours and will aid us in our move towards greater partnership working in the future.

The Royal Bank of Scotland (RBS) – Shortly following receiving notice from RBS, our ground-floor space was promptly advertised and our pre-existing dilapidations schedule was updated. The dilapidations process allows the space to be prepared for a new tenant. We have had the assistance of Chris Dorrell as project manager and dilapidations surveyor, who has helped to lead negotiations with RBS on this matter. The Royal Bank of Scotland left without having completed these works themselves, leaving this to the Institute. This has been an extremely significant piece of work, which was completed at the end of January 2023.

In the meantime, we have been exploring multiple options for the way ahead including, but not limited to: converting the top floor of building into flats, GI taking over ground floor space, selling the building, or lease and buy back options. After careful consideration, we agreed that the best way forward was to re-let the ground floor space. It has been our main focus to obtain a new tenant to help secure the future of the GI. We are pleased to report that we are currently in negotiations with a prospective tenant from the medical sector, regarding a 20-year lease. Heads of terms have been drawn up, and negotiations continue. We hope to bring future news over the coming weeks. We will not receive the same rental income as we did with RBS, but we feel that we are doing the best that we can for the Institute in the current economic climate.

At the time of writing, the Institute has paid invoices relating to dilapidations expenditure of over £120,000. We agreed a settlement with RBS to cover the cost of these works, but as of today we have not received any monies. Other fees, such as solicitors, have been paid for solely by ourselves. Despite this, we remain in a stable position, which would be improved by securing a new tenant. The Board will continue to look at our future plans at an upcoming away day.

Raising Additional Funds - The careful financial management by previous trustees has been fundamental in allowing us to pay for the dilapidations works, as well as our general running costs. Looking ahead, even with a ground-floor tenant in place, we will face a considerable delay in when we will receive funds (at least 6 months' rent-free period at the start of the lease). We will also gain considerably less than we previously gained from RBS due to market conditions.

Coupled with the fact that we're still recovering financially following Covid we still need to continue to think about generating further revenue to ensure the security of the GI.

- We had an extremely successful donations appeal in the Autumn term, which raised over £23,000! A huge thank you is due to the kind individuals who supported this appeal. The GI is really lucky to have this support and these contributions have made a huge difference to us so far this financial year.
- Our professional staff team had been trying to do some fundraising grant applications over the last 9 months. However, success in this area has been limited and time available for this simply hasn't been enough.
- As a result, and after a considerable amount of due diligence, we decided to proceed in working with Competitive Solutions, a professional fundraising consultancy.
- Their contract started yesterday (1st March) and so we're looking forward to working with them further going forwards.

Looking forwards - We are hoping to secure the new tenant, secure payment from RBS, as well as ensuring a thriving, exciting and unmissable programme! Institute Manager Amy Rice will be going on maternity leave in May 2023. Whilst Amy is planning on working into May, we plan to have cover in place to start after Easter. We have held interviews last week with six brilliant candidates. Unfortunately for us they were all excellent in different ways and we are still working towards a final offer. Hopefully we will have Amy's maternity replacement in place within a few days.

Given the challenges we're currently facing in bouncing back from the pandemic and dealing with the loss of RBS, we need the support of members and the local community now more than ever. We are really grateful for your continued support!

Questions were left until the Members' Forum.

AGENDA ITEM 3: The Financial Report of 2021-22

Treasurer Mike Kirby delivered the Financial Report of 2021 - 2022.

Income – Thanks to the great efforts of the staff team, we have consolidated 4 years' worth of Gift Aid claims, tidying up after several years where the Institute had used overoptimistic estimates. This figure should be more positive in the years ahead. Our income from legacies totalled £7,000, down after two years in which we received a very substantial legacy from Judith Whitaker. We continued to receive government grants as a result of the pandemic (Job Retention Scheme and others), but much less than the previous year. A redevelopment grant of £4,200 from Ikea was also very welcome, which was used to make improvements to the Library. We hope to report progress on fundraising next year.

Room hire has seen impressive growth at over £37,000, with a £5,000 increase on the previous year, but still £20,000 behind 2018-2019. In the same vein, bar sales show a healthy increase to over £6,000, recovering from a period when the bar was largely closed. The staff team have put a great deal of effort into generating income, but there is still some way to go.

Our rental income, from longer-term lets including our former very long-term tenant RBS (which formed around 80%), has recovered from £88,000 to over £101,000, more or less back to 2019 levels. However this does represent a false picture as the revenue from RBS this current year is zero; this figure will remain roughly the same until at least early 2024. More positively, we received round £6,000 from RBS towards redecoration of the ground floor exterior; a welcome contribution.

Income from Institute activities showed good increases from the previous year at over £96,000, but fell £16,000 short of our peak year in 2019. Within this, course income was up by 46% at £86,500, although this is still around £10,000 short of the record level set in 2019. It is worth recognising again how well our course income stood up during the pandemic, largely as a result of huge efforts from our staff team to shift the majority of the programme onto Zoom.

Revenue – A total of £284,000, some £50,000 more than the previous year, but well below our best year of £368,000. 2022 - 2023 will inevitably end up much lower as there is no ground floor tenant.

Expenditure – Our largest expense by some margin was people costs (our wonderful team of employees) at £137,000, some 45% of total expenditure in 2021-22.

Energy and utility costs were just under £11,000, a huge increase on the £1,000 of the previous year. This is partially the result of some confusion due to a supplier not recognising meter readings that were reported to them, so we had a catch-up effect from some under-billing.

Postage and stationery costs, and advertising and marketing also showed significant increases as we tried to maximise and accelerate the recovery from the lockdowns.

Similarly bar supply costs were up fourfold to over £3,000 and cleaning costs more than doubled to over £10,000. These increases were the result of the Institute going back to 'normal' operation after the pandemic.

Tutor Fees were up by 26% at just shy of £34,000, resulting in a gross profit from course fees of £52,500, an excellent and very worthwhile increase from £32,500 in the previous year.

Repairs and maintenance costs doubled in the most recent year to just over £20,000, mainly as a result of the perennial damp issues, but also the cyclical repainting of the building exterior walls of the building. As mentioned previously, the ground floor was completed in June 2022.

Our legal and professional fees have almost doubled to just over £20,000. This has been largely due to solicitors and architects fees associated with the ending of the RBS lease, feasibility studies of how we could use the ground floor and preparing a claim for dilapidations from RBS.

At last year's AGM, we took the decision move from an Annual Audit to an Independent Examination, still carried out by the same firm, AJ Bennewith. This has saved about £2,500 this and every year going forwards.

Balance sheet – Our total funds are still just over £1,000,000 including the building (book value of £700k, but a real value probably at least 3 times that amount), with a £400,000 cash balance. Our cash balance at the last year-end was just under £400k, although that has subsequently been impacted due to monies spent on the ground floor refurbishment. We anticipate the dilapidations payment from RBS imminently, which has been agreed with the bank, but not yet released. We hope to start receiving rental income from that space before we meet for the next AGM in 12 months' time.

Summary – Net income was a profit of £2,700 in 2020-2021, turned into a loss of £21,500 in the year we are now reporting. Biggest change in current year all relates to the ground floor space; the absence of any rental income for the ground floor space and the costs involved in preparing it for re-letting. It may several years before we reach our peak year levels, but we hope to receive rental income and report on this by the next AGM.

Question responses – Loan repayments are down since previous AGM, there are three outstanding loans still. Tenancy agreements have been updated and are more secure for the Institute going forward.

AGENDA ITEM 4: Re-election of Trustees

In accordance with the articles of association: *'Directors (trustees) shall retire by rotation at the next general meeting having served for three years. A retiring Director (trustee) shall be eligible for re-election up to a maximum of three sequential periods of office.'*

There are three Trustees who due to stand for re-election at this AGM:

- Brian Creese (Chair)
- David Cheeseman

N.B. Biographical information relating to these Trustees was issued with AGM papers.

Vote – Re-Elect Brian Creese	
Proposer Name	Lisa Taylor
Secunder Name	Harold Trevor Jones
<i>Majority voted in favour, resolution to re-elect Brian Creese carried.</i>	
Vote – Re-Elect David Cheeseman	
Proposer Name	Jennifer Margrave
Secunder Name	Jane Thorp
<i>Majority voted in favour, resolution to re-elect David Cheeseman carried.</i>	

AGENDA ITEM 5: Election of Trustees

There are three Trustees who were appointed by the Board to serve as Trustees since the last AGM:

- Rachel Pirovano

N.B. Biographical information relating to these Trustees was issued with AGM papers.

Vote – Elect Rachel Pirovano	
Proposer Name	Barbara Ford
Secunder Name	Sue Dragon
<i>Majority voted in favour, resolution to elect Rachel Pirovano carried.</i>	

AGENDA ITEM 6: Any other business

There had been no items of business submitted by the deadline.

The meeting closed at 4.05pm

Trustees in attendance

Brian Creese
(Chairperson)

Lisa Taylor
(Vice Chairperson)

Mike Kirby
(Treasurer)

Members in attendance

Mike Adams
Stephanie Chambers
Brian Creese
Rob Durham
Peter Godden
Reggie James
Jon Korndorffer
John Myles
Veronica Persey
Sandra Robinson
Graham Thorp
Monica Turnbull

Jane Birch
Margaret Clements
Sally Dewey
Tony Ford
Nina Hammond
Harold Trevor Jones
Kathleen Lamb
Lesley Myles
John Redpath
Belinda Singleton
Jane Thorp
Margaret Westwood

Neil Chambers
Amanda Creese
Sue Dragon
Barbara Ford
Diana James
Michael Kirby
Jennifer Margrave
Pam Palmer
Graham Robinson
Lisa Taylor
William Jackson
Jan Wilkinson

Patrons in attendance

'The Worshipful Mayor of Guildford' Councillor Dennis Booth

Non-members known to be in attendance

Amy Rice
(Institute Manager)

Chelsea Eves
(Programme Manager)

Amy Mason
(Events Assistant)

Proxy voting forms Received

Sandra Cumming
Gwyneth Pickering
Derek Todd

Hilary Fletcher
John Pybus
Harry Wickens
Sue Yearley

Harold Trevor Jones
Linda Stevens
Jean Wickens

Apologies

Annette Armstrong
Mike Clements
Terry Hinton
Gwyneth Pickering
Linda Stevens
Jean Wickens

Linda Baker
Andrew Davis
Anne Mellow (AJ Bennewith)
John Pybus
Derek Todd
Sue Yearley

Sandra Cumming
Hilary Fletcher
Tessa O' Sullivan
Amanda Rumble
Harry Wickens

Copies of these minutes are available in large font on request