

AGM

21 September 2019, 11:00 to 13:00
Glasgow Royal Concert Hall



Attendees

Top Table Presenters

Sir Mark Jones (Chairman), Neil Oliver (President), Louise Page (CFO), Simon Skinner (CEO), Stephen Small (Trust Secretary & Solicitor)

Meeting minutes

1. Welcome and Introductions

The President, Mr Neil Oliver, took the Chair, supported by the Chairman of the Board of Trustees, Sir Mark Jones, the Trust Secretary and senior staff, and in the presence of 133 members of the Trust in attendance.

The President extended a warm welcome to members to the 2019 Annual General Meeting (the 'meeting') of the National Trust for Scotland.

The President introduced the members to Sir Mark Jones, who was appointed as Chairman of the National Trust for Scotland in August 2019. He reported that Sir Mark succeeds Sir Moir Lockhead as Chairman. Sir Moir had carried out the role since 2015.

The President reported on his time spent with the Trust in the 12 months since his last election. It had been a busy period and the President reported that he was honoured to continue playing a part in the Trust.

The President asked the Trust Secretary, Mr Stephen Small, to note the apologies given for the meeting. Mr Small recorded apologies on behalf of Mr Steve Langmead and Mr Graeme Sword, both Trustees. There were no formal apologies to note on behalf of the members.

2. Minutes

'To approve the minute of the Annual General Meeting held at the MacRobert Arts Centre, Stirling on 1 September 2018.'

The President called for any amendments to the minute of the meeting held at the MacRobert Arts Centre, Stirling, on 1 September 2018. The President noted that the Trust Secretary, Mr Small, had access to a recording of the meeting to check any queries.

There being no amendments to the minute, Mr Michael Spence proposed and Mr Kevin McCormick seconded the adoption of the minute of the 2018 Annual General Meeting. The minute was formally approved by a show of hands from the members.

3. A Year of Challenge; A Year of Achievement

'To consider the adoption of the 88th Annual Review and Accounts.'

The Chairman delivered his perspective of the year to the members. This was followed by the Chief Executive's review of the year and a video presentation. Finally, the Chief Financial Officer delivered the financial highlights and overview of the Trust's finances for the 2018/19 financial year to the members. A broader financial perspective was also presented to take into account the fact that the Trust was already more than half way through the 2019/20 financial year.

Ms Janet Hamblin of the Trust's external auditors, RSM UK Audit LLP, presented her statement on the Trust's accounts to the year ended 29 February 2019. RSM UK Audit LLP had satisfactorily completed the audit and were pleased to confirm that the Trust had received an unqualified audit report for the financial statements for the year ended 29 February 2019. The audit had been completed in accordance with International Standards on Auditing and Practice Note 11, which sets out the points that auditors must consider when auditing charity accounts in the UK. The 2019 audit had been particularly difficult given the implementation of the new finance system. Despite the challenges that this caused, Ms Hamblin opined that the system would deliver many benefits over the coming years.

The President opened the meeting up to the question and answer session from members.

Mr Chris Moore, Secretary of the Friends of Geilston group, had submitted a question in advance of the meeting. He wished to know, in the context of the Trust's "Strategy for Growth" for nurturing the gardens in its care, what plans the Board had for developing Geilston Gardens, and other smaller gardens like Geilston, so that they can be part of this vision. Mr Skinner reported that he had been in dialogue with Mr Moore and with the Friends of Geilston and although the Geilston gardens did not rank highly in terms of significance, the Trust was keen to explore opportunities to help secure their future. It was hoped that, following the re-opening of the Hill House, increased visitor numbers would be seen at Geilston. Mr Skinner reported that he had been very honest with the group and he had to try to reduce the Trust's operating deficit. The Trustees had not yet made a final decision on the future of the gardens, but Mr Skinner promised to continue the open dialogue with the group.

Ms Carol Hayden, had submitted a written question, also on the subject of Geilston Gardens. Ms Hayden wished to know what guarantee the Trustees could give to members that they would prioritise options for Geilston to keep the gardens open and in the Trust's ownership. Mr Skinner responded to the question. He could not give any such guarantees at this moment. Although the Trust was spending a significant amount of money on projects to enhance the visitor experience at a number of its properties, Geilston was not currently on the list to receive any funding for major improvements. There were other competing priorities that could benefit from investment more and help the Trust to reduce its overall operating deficit.

Mr James Welsh, life member and Treasurer of the Angus Members' Centre wished to raise two matters. Firstly, he indicated that he would like to see more events advertised on the Trust's website homepage, offering the example of art exhibitions at Drum, and, secondly he wished to know why the Trust's decision making process was so slow, resulting in opportunities being missed. He was referring to the Angus Folk Museum in particular. Mr Mark Bishop, Director of Customer & Cause responded to the first point. He explained that the Trust's homepage was dedicated to the Trust's overall cause and purpose and that each property had a dedicated events page to promote forthcoming events. Mr Skinner responded to the second point. He explained that the Angus Folk Museum collection was currently in storage whilst plans to use House of Dun to house the collection were being developed. The Trust had taken its time to finalise how best to use and show the collection in a meaningful way but the matter would be considered by the Trustees at their November meeting.

Mr Ian Brown, a life member, was dissatisfied following a visit to Crathes Castle that there was no information on the collection within the rooms of the castle for visitors to read on their own. Mr Skinner explained that a deliberate attempt had been made to move the castle visits towards guided tours by which means it was hoped that visitors would be told new and refreshing stories about the history of the building and its collections. Mr Skinner agreed to follow up the comment with the Chief Operating Officer after the meeting to review the position.

Mr Charles Hope, Chair of the London Members' Centre, had submitted an advance question in relation to a BBC News story that he had read highlighting the removal of staff tips at the Glencoe Visitor Centre. His concern was in relation to the treatment of Trust staff and he wanted the Trust to have an opportunity to comment on the story. Mr Skinner explained that the Trust is a Scottish Living Wage employer and takes its responsibilities towards staff seriously. Management had been made aware that some staff were unclear about the Trust's procedures regarding tipping. The Trust was now working with Prospect, the Trust's recognised trade union, and staff representatives to develop a policy to ensure that practices are applied consistently across all of the Trust's properties.

Mrs Joan McKichan, member of the Aberdeen Members' Centre and volunteer at Drum Castle, suggested that more needed to be done to support volunteers when members are asked to pay for tickets to attend special events put on at the properties. She explained that it was often very difficult to ask for money from members when they believed that their membership entitled them to free entry. Mr Skinner responded by noting that he would take on board her concern that she felt she was not supported as a volunteer for the Trust. Additional income was incredibly important for the Trust and properties are encouraged to put on events to attract a wider audience of visitors. However, it should be clear what the benefits of membership are so as not to make the situation difficult for volunteers and staff facilitating an event.

Mr Jack Sloan and Mr Duncan McLaren asked a similar question in relation to Project Reveal, the Trust's £1.3m project to photograph and gather together background information on the 100,000 objects in the Trust's care. Both wished to know how to access the catalogue of information. Mr Skinner explained that plans were now being drawn up to put the images and information online and anticipated that the Board of Trustees would consider a request for capital to do so, over the winter period with an aim of making the information accessible next summer.

Mr McLaren had two further questions, both in relation to Pollok. The first was in relation to a proposal by Glasgow City Council to charge all users for car parking at Pollok Country Park. Mr McLaren wished to seek assurance that this would not impact Trust members. Mr Richard Williams, General Manager for Glasgow and the West, explained that the Trust was currently negotiating with Glasgow City Council, but could not at this stage offer any assurance as the car park was owned by the Council. The second question was in relation to the return of contents that had been removed from Pollok to allow for roof repairs to be carried out on the property in 2018. Mr Williams explained that a condition of the gift, by which the contents were given to the Trust, is for them to be homed and displayed at Pollok, save for reasons of conservation or security. At the end of the repairs, the Council had indicated that they were content for the items to be returned and the Trust now had to put some pressure on the Council to ensure that it would happen.

Mr Jim Bremner, Chairman of the Edinburgh Members' Centre, had submitted two advance questions. Firstly, he wished to know why there had been no reference to Gladstone's Land in the last four publications of the *Scotland in Trust* magazine. Secondly, Mr Bremner wanted to understand the current membership number of the Trust to see if it was on track with the target documented within the current strategy. This sets out a target of membership growth to more than 490,000 over the 5 year period. Addressing the first question, Mr Bishop confirmed that there was no particular reason why Gladstone's Land had not featured but he would consider what feature could be made of it for a future publication. Addressing the second question, Mr Skinner explained that following the implementation of the new customer relationship management system, it had been identified that the total number of members had been overstated in the past. The membership number was currently 376,000. Due to the direct debit issue that had affected the Trust in the previous year, a higher number of members than normal had cancelled their memberships. Mr Skinner believed that the the Trust would be closer to the target of 400,000 members for the coming year.

There were no further questions from the members.

The President called for the adoption of the Annual Review and Annual Accounts for 2018/19. Mr David Leslie proposed the resolution and Mr David Mitchell seconded it. The resolution was approved on a show of hands by the members present.

4. Election of Auditors

'The Trustees will propose RSM UK Audit LLP, Chartered Accountants, First Floor, Quay 2, 139 Fountainbridge, Edinburgh EH3 9QG be appointed as the Trust's Auditors.'

Mr David Leslie, Chair of the Audit and Risk Management Committee, proposed that RSM UK Audit LLP, Chartered Accountants, First Floor, Quay 2, 139 Fountainbridge, Edinburgh EH3 9QG be reappointed as external auditors of the Trust. The resolution was seconded by Mr David Mitchell and approved on a show of hands by the members present.

Mr Leslie thanked Ms Hamblin and the team from RSM UK Audit LLP who had conducted the audit for all their hard work. He also thanked Mrs Page and her finance team for their dedication and professionalism over the last few months.

The President confirmed that RSM UK Audit LLP had been formally reappointed as the Trust's external auditors.

5. Election of the President and Vice-Presidents

Mr Oliver passed over the chairmanship of the meeting to Sir Mark Jones.

On behalf of the Board of Trustees, the Chairman proposed Mr Oliver for re-appointment as President of the Trust. The proposal was seconded by Mr David Mitchell and was approved by a show of hands from the members. Mr Oliver was duly re-appointed as the President of the the National Trust for Scotland.

The President thanked the Chairman and the members for their continued confidence in him and continued his chairmanship of the meeting.

Turning to the election of the Vice-Presidents, the President confirmed that the Board of Trustees recommended that the Duchess of Fife, Professor Hugh Cheape, Mr Simon Fraser and Professor Michael Scott-Morton be re-appointed as Vice-Presidents of the Trust. Mrs Veronica Morriss proposed the re-election of the Vice-Presidents. The proposal was seconded by Mr James Fenton and approved by the members present.

6. Ordinary Member Subscriptions

'That with effect from 1 March 2020 the minimum amount of the annual subscription required for qualification as an Ordinary Member of the National Trust for Scotland, currently sixty pounds, shall be the sum of sixty-one pounds and twenty pence.'

Mr Mark Bishop, Director of Customer & Cause thanked the members for their continued support. Mr Bishop set out the wider economic context within which the proposal should be considered. He proposed that with effect from 1 March 2020 the minimum amount of the annual membership required for qualification as an Ordinary Member of the National Trust for Scotland, currently £60, shall be the sum of £61.20.

The resolution was duly seconded by Mrs Veronica Morriss and approved on a show of hands by the members present at the meeting.

7. A Strategy for Growth

The members were joined by Ms Ann Steele, Head of Heritage Gardening Policy who delivered a presentation revealing the Trust's plans for investment in its gardens.

8. Immersion, Excitement and Engagement

The members were joined by Mr Michael Terwey, Head of Heritage Services & Consultancy and Dr David Hopes, Head of Collections and Interiors who delivered a joint presentation on the new approach to the Trust's visitor experience and telling Scotland's stories across the Trust.

9. Election of Four Trustees

The President noted that the meeting marked the culmination of an election process to select four Trustees to serve on the Board of Trustees.

The President explained that earlier in the year members were invited to put themselves forward for election. Candidates were assessed for the necessary skills and experience by the Board's Nominations Committee. The assessment was based on four categories of skills that were determined as being especially important this year: 1) professional built heritage conservation; 2) natural heritage, wildlife, and environment; 3) formal education, learning and research activities; and 4) current visitor experience and interpretation in heritage or other visitor attractions.

The President invited Mr Stephen Small, Trust Secretary, to address the members and give the results of the ballot.

Mr Small explained that the results of the 2019 election had taken into account the votes cast in advance of the meeting and those cast by members present at the meeting or by proxy. Mr Small read out the candidates' names in the order they appeared on the ballot together with the total number of votes they had received as follows: Mrs Wendy Corrigan, 492; Mr Hugh Garratt, 220; Mr Nicholas Groves-Raines, 356; Dr James Fenton, 716; Dr Will Williams, 331; Professor Murray Pittock, 574; Mr Kevin Reid, 448; Mrs Caroline Borwick, 515; and Ms Penny Martin, 569.

Mr Small confirmed that the four candidates who had received the most votes in each category and were therefore duly elected to the Board of Trustees of the National Trust for Scotland were Mrs Wendy Corrigan (professional built heritage conservation), Dr James Fenton (natural heritage, wildlife, and environment), Professor Murray Pittock (formal education, learning and research activities), and Ms Penny Martin (current visitor experience and interpretation in heritage or other visitor attractions).

Mr Small congratulated the three successful new Trustees and the re-elected Trustee. He also thanked the remaining candidates who took part and the members who cast their votes.

The Chairman reported that two of the current Trustees would be retiring from the Board at the end of the meeting following completion of their maximum two terms of office: Jillian Carrick and Mr Benjamin Tindall. Additionally, Mrs Veronica Morriss had intimated that she would be stepping down early from the Board and the Annual General Meeting would be her last commitment. As the current election process was already in process, the position would be the subject of the 2020 ballot. Finally, the Chairman confirmed that Mrs Caroline Borwick would also be retiring from the Board at the end of the meeting.

As a token of appreciation to the departing Trustees, the Chairman presented each of them with a small gift on behalf of the Trust's volunteers, staff and Trustees. The Chairman personally thanked each of them for their commitment and dedication to the Trust over the years. He hoped that they would all continue being avid supporters and great friends to the Trust.

10. 2020 Annual General Meeting

The President confirmed that the date of the 2020 Annual General meeting would be Saturday 19 September. A venue would be announced in due course.

11. Close

The President brought the 2019 Annual General Meeting to a close.

