

**Minutes of the 35th Annual General Meeting
(held via video conferencing)
Saturday 2nd May 2020 at 10.00am**

1. Welcome

Cecilia Bufton, Chairman, welcomed everyone to the meeting and expressed thanks to those present for embracing the video conferencing technology during the Covid-19 pandemic. She introduced members of the Board present: Emma Crawforth, Jim Marshall, Catherine Penny, Alastair Harris and Helen Triggs. Cecilia also introduced the proposed a new Trustee, Emma Fontaine. She also confirmed the departure of Trustees and Joint Treasurers, David Ford and David Ross and expressed thanks for their dedication to Board activities.

Cecilia reminded those present that the Articles of Association require one third of the Trustees to stand for re-election. Members were notified in the Spring Journal of their right to vote and were given details of the Trustees standing for election and re-election. Members were offered three options for voting: postal votes, online voting prior to the meeting and a vote during the meeting using the 'poll' Zoom video conferencing function.

Cecilia apologised for the late circulation of the report and accounts.

Voting Poll

A poll was shared at the start of the meeting asking: Do you accept this virtual meeting as an adequate replacement for the physical AGM in 2020? 100% of attendees (those able to vote) were in agreement (51 people).

2. Apologies for Absence & Appointment of Proxies

Apologies: Rosemary Day (Deputy Chair) and Sally Nex (Trustee).
Alex Clarke (London), Kinn McIntosh (Kent), Ian Scroggy (Northern Ireland), Jackie Doherty (Sussex), Margaret Mallowan (Surrey), Marie Shallcross (Kent), Clare Hogan (Sussex), Ann Payne (Herefordshire), Sue Stevenson.

Appointment of Proxies – none recorded for this meeting.

3. Minutes of the 34th AGM

The minutes of the 34th Annual General Meeting held at the Crown Plaza Hotel, East Grinstead on 4th May 2019, were accepted as a true record. Catherine Penny proposed we accept the minutes, Alastair Harris seconded.

4. Matters Arising

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The voting system was explained and Cecilia requested that if anyone was present who had voted online, to please refrain from voting during the meeting via the 'poll' to ensure we abide by the 'one member one vote' system. There were no concerns over the anonymity of voting as votes would be seen by raising the hand in a face to face meeting.

5. President's Remarks – Alan Titchmarsh

The role of gardeners in conserving the botanical riches of planet earth is frequently overlooked, and those who are making the greatest difference are the holders of our National Plant Collections. These men and women are passionate about an individual group of plants, a particular person's horticultural legacy or a specific historical period. They are not always professional gardeners or botanists, they are simply active enthusiasts, but their willingness to continue to nurture the plants in their care will ensure a comprehensive gene pool that can do much to ensure the future wellbeing of our botanical heritage.

We need more than just a handful of every single group of plants to satisfy our need for change as well as act as a storehouse for future generations of plant breeders. Once a particular variety has become extinct, it is almost impossible to bring it back. Better, surely, to retain as wide a range of different types as possible so that the needs of gardeners and growers can be catered for.

The differences inherent in new cultivars are not all related to aesthetic appearance. Some developments may increase pest or disease resistance or improve the ability of a plant to be self-supporting or grow in a wider range of soils and situations. Diseases such as sudden oak death or ash die-back can best be combatted through the discovery of disease resistant strains, so it stands to reason that the wider the gene-pool we possess the more likely such strains will be found.

I'm delighted that Plant Heritage members continue to engage like-minded people in gardening and the vital role gardeners can and must play in plant conservation. They are helping to safeguard valuable plant material without which we would be all the poorer in terms of the future health of plants and gardens and, even more importantly, of the planet itself.

We are amazingly lucky to be surrounded by such a glorious diversity of plant material; which we have a duty of care to hand on that collection to our children and grandchildren in good health and increasing variety. It is not an arduous responsibility; it is one that enriches the lives of all those who take part. Try it yourself and see.

In addition to our the comments from our President, a note was received from our Patron, HRH The Prince of Wales, which was gratefully received.

6. Chairman's Report

Conserving the diversity of cultivated plants is essential to all our futures. The plants grown in National Plant Collections or held by Plant Guardians contain unique combinations of genetic

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material which are the legacy of generations of plant collectors and breeders who have built our nation's rich and unique horticultural landscape. There are numerous charities supporting the conservation of nature and artefacts, but Plant Heritage is unique in its aim to conserve the diversity of cultivated plants.

At the last AGM, it was reported that we had implemented a short-term plan aimed at securing the charity's long term future. Trustees took executive control of the finances on an interim basis and suspended all non-essential expenditure, with the aim of getting finances under control and cash flow stabilised. 2018/19 was a year of consolidating the finances based on these cost savings and building confidence within the membership, that the agreed 'Fit for the Future' plan would secure the charity's future. It is pleasing to see that these efforts have resulted in a strong performance across the whole charity, both locally and centrally, resulting in an outstanding set of accounts, with Central Office activities returning a profit for the first time in many years. Net income for the year was £93,751 (corrected after the meeting from £96,455 as final version of Accounts required a small amendment), compared to a net loss of £66,809 in 2017/18.

Management of Operations and Staff

The Senior Management Team (SMT) model is working well, supported by the addition of a part time Finance Officer (a Chartered Accountant). We appointed a PR person working on a contract basis with the Communications Working Group.

Conservation - National Collections

28 new National Plant Collections were accredited in 2018/19. As at 31st October 2019, there were 651. There has been a significant increase in new proposals (35%). Persephone is now the preferred method for recording the Collections. We currently have 36 Collection Co-ordinators.

Conservation – Threatened Plant Programme

The Board of Trustees asked for the Threatened Plant Programme assessment process to be fully assessed by completing in-depth assessments of two genus. This included hardy garden *Chrysanthemum* and perennial *Delphinium*.

Plant Guardians

1,379 plants are in the Plant Guardian scheme, 50% of which were identified through the Plant Exchange programme. Through the scheme, rare plants are grown in multiple locations as an insurance against loss.

Plant Exchange

At our Plant Exchange last year, 941 plants gained another home. Of those, 152 threatened plants were highlighted by the TPP as 'red label plants', rare in cultivation.

Brickell Award

The Brickell Award recognises the vital plant conservation work undertaken by Collection Holders to secure plants in cultivation. The winner for 2019 is Roger Parsons for his work on

Lathyrus. Roger is the holder of the National Collection of *Lathyrus* and in 2018 was awarded Scientific National Collection status.

Plant Health Workshops

30 Collection Holders and Members attended the workshop in November 2019.

Policy Work

We continued our participation in the Orchards Network in 2019. Plant Heritage has also participated in the UK Plant Genetic Resource group and is exploring ways of contributing plant data on collections to their annual reporting on plant genetic resources in the UK.

Education and Community Engagement

8 workshops were facilitated by our staff, covering taxonomy, shows, herbaria and social media. Our aim to offer a wider range of geographical locations was achieved. Talks are offered by local groups on a wide variety of horticultural subjects.

Shows Highlights

- *RHS Chatsworth Flower Show* – in 2019 the Plant Heritage display was awarded a Gold medal.
- *Plant Heritage zone at Hampton Court Palace Garden Festival* – the display was awarded an RHS Silver Gilt medal and record donations were taken in the Seed Shop.
- *National Collection Holders success* – the expertise and dedication of NCH was reflected in 19 medals awarded to them at RHS Chelsea Flower Show, with 20 awarded at RHS Hampton Court Palace Garden Festival, in addition to the 8 in the Plant Heritage zone.
- *Regional shows* – further show successes were achieved by our Worcestershire Group, with two Gold medals achieved at the RHS Malvern Show and by our Yorkshire Group with Gold medals awarded at the Harrogate and Yorkshire shows. The West Midlands Group exhibited at Gardeners World Live, the Shropshire Group achieved a Gold at the Shrewsbury Show and the Cheshire Group achieved a Silver Gilt medal at the RHS Tatton Show.
- *Local Groups* – continue to hold plant fairs which raise funds for Plant Heritage and help raise awareness of the Charity, our aims and objectives.

Future Focus (plans prior to Covid-19)

The partnership we agreed with the National Garden Scheme was due to roll out in 2020. The aim was to create awareness of Plant Heritage and the National Plant Collections; Plant Heritage would have received a percentage of the proceeds if nominated by the garden owner.

An educational stand was planned for the Chelsea Flower Show and the Threatened Plant of the Year competition was due to launch at RHS Hampton Court Palace Garden Festival. We were hoping to widen our appeal with a display at the floral marquee at Gardeners' World Live for the first time and a focus on PR efforts was planned, to ensure every gardener in the UK learns about the valuable work of Plant Heritage.

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Website

Our biggest project this year was on the development of the website and work on phase 1 was completed in November 2019. The new website makes it easier to find information about conservation, how members and others can become a Plant Guardian and details of the Plant Exchange. There is a page for each Group's events too. Our social media following has increased, we have continued with the production of e-newsletters and our press coverage has included editorial mentions from our President in his writing for Gardeners' World magazine, Waitrose Weekend magazine and the opening of the RHS Wisley Conservation Centre.

Impact of Covid-19 on Income

It is clear that neither Central Office nor Groups will be able to raise much money this year and thus income is likely to decline. We have taken the difficult decision to furlough 4 staff for 6 weeks as a cost saving measure. Keeping in touch, supporting our Collection Holders supporting local nurseries, going virtual with shows and visits and more e-newsletters are priorities for Plant Heritage during this time.

Vote of Thanks – David Ford and David Ross

The Board and staff would like to record our thanks to David Ford and David Ross. We are indebted to them both for the volume of work they have put in over the past 15 months in getting our finances organised and ensuring that the charity could operate and pay its bills. Their efforts went well beyond the normal workload of an Honorary Treasurer. We thank them for both their commitment, hard work and time.

Thanks to our Staff

Trustees would like to thank all our staff for their considerable achievements over the year, despite the reductions in staff numbers. Our Conservation work goes from strength to strength with growing numbers of collections, workshops and a clearer understanding of the value the TPP; the new website and associated Collections database that enables online searching, now present our work in a much more professional way, and we had one of the best results at shows for a few years.

7. Presentation of the Accounts – Cecilia Bufton, Chairman

Cecilia confirmed that the full statutory accounts for 2018-19 are in draft form awaiting final review and signature. There have been delays in producing the final report during the Covid-19 lockdown. In the statutory report and accounts, our auditors have expressed an unqualified report. We do not expect any material changes to the figures reported in the summarised version sent out with the invitation and will publish the full signed version as soon as it is completed.

2018-19 results:

- Income was £436k and expenditure was £342k – the Charity incurred a profit for the year of £94k
- This follows on from the loss of £67k in 2017/18.

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- Local Groups contributed £60k to the charity in 2018-19, through plant fairs, events etc.

Treasurer's Report

Costs were lower:

- Fewer staff than in 2017/18.
- The grant from Esme Fairbairn covers the full cost of the Conservation Manager.
- We have been able to use RHS donated facilities for most of our meetings this year.
- Depreciation costs on IT were lower than budgeted due to the timing of procurement – although these will start to be seen in this year's figures.

Income was higher:

- Higher income from fundraising than planned.
- Lord Kenyon in memoriam donations.
- Membership income held up well.
- Group income higher than budgeted.
- Gift Aid was above budget.
- NCH open days came in above forecast.

Major investments:

- Website and Collections Management Database (£48,000)
- Office hardware (£5,000)

Balance Sheet 2018/19

Funds in the Charity at year end were £438k. These funds are roughly divided between Central Office and Local Groups.

Financial Forecast 2019/20

- Initial budget anticipated a break even position for the Charity as a whole, with increased costs covered by anticipated gains in income from the NGS partnership project and corporate donations.
- A legacy should arrive later this year.
- Planning cost increases:
 - Cost of hiring new Finance Office has been financed initially by a generous donation from Dr Rosemary Day.
 - PR agent for full year.
 - Full depreciation on last year's IT hardware, plus planned cost of new server and router this year.
 - Additional website and CMD hosting and support costs.

Anticipated Covid-19 Impact

- Membership income may reduce by 20%.
- Income from groups has been assumed to be zero.
- No show income other than Hampton Court (possibly).

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- Grant funding, sponsorship and advertising assumed to be zero.
- Cost savings from staff furlough, no spend on shows, reduced admin and travel costs.

8. Questions

The Chairman opened the floor to questions and comments:

The accounts don't refer to the production cost of the print runs. Should this be recorded?

Yes, this is part of the accounting process and in the full and detailed accounts.

The publication of the Directory and 2 Journals costs £14,190 a year. This is supported by advertising and sponsorship income of £11,090. The mailing costs are £7,392, so the net cost of the print and mailing is approx. £10,500. We continue to seek sponsorship and advertising income to achieve a cost neutral position and thank our sponsors and advertisers for their generous support of this year's publications.

Could we produce an electronic version of the Journal temporarily?

We will look at the option of putting the Directory as an online version. We would like to keep going with the printed Journals if possible, to ensure we reach those Members who are not internet users.

When will a replacement Honorary Treasurer be appointed?

We are actively looking for a Treasurer and if anyone knows a suitable candidate, please do get in touch. This role is large in scope and we hope to recruit as soon as possible.

9. Approval of Accounts 2018/19

The accounts were approved with the following votes recorded (combined via post, online and via a poll during the meeting).

For	56
Against	0
Abstain	3

10. Appointment of Independent Examiner

The proposal to re-appoint Warner Wilde as Auditors was approved with the following votes recorded (combined via post, online and via a poll during the meeting).

For	57
Against	0
Abstain	2

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The proposal to authorise the charity Trustees to set the level of Auditors fees was approved with the following votes recorded (combined via post, online and via a poll during the meeting).

For	58
Against	0
Abstain	1

11. Appointment of Trustees

The Board of Trustees are responsible for the overall governance of the Charity. The Trustees are also the Directors of the Limited Company. Trustees are appointed by the membership at the Annual General Meeting (AGM). At each AGM, one third of directors must retire from office. The directors to retire by rotation must be those who have been longest in office since their last appointment. A director must retire after serving a total of eight years consecutive or otherwise.

Both David Ford and David Ross have resigned their positions as joint acting-Treasurers. We have one new appointment this year, who has been working with us since January on a co-opted capacity pending confirmation in the voting later. Emma Fontaine brings much needed HR and Administrative skills to the Board and will take on the work of the Company Secretary. We are actively looking for a Treasurer, a Trustee with experience of fundraising and a Trustee based in the North.

At the end of the year, we had 8 Trustees:

- David Ford – resigned
- David Ross – resigned
- Jim Marshall and Catherine Penny – standing for re-election

The Board of Trustees proposed the following:

- To re-appoint Jim Marshall
- To re-appoint Catherine Penny
- To appoint Emma Fontaine
- The proposal to re-appoint **Jim Marshall** was approved with the following votes recorded (combined via post, online and via a poll during the meeting).

For	59
Against	0
Abstain	2

- The proposal to re-appoint **Catherine Penny** was approved with the following votes recorded (combined via post, online and via a poll during the meeting).

For	61
Against	0

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Abstain	0
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- The proposal to appoint **Emma Fontaine** was approved with the following votes recorded (combined via post, online and via a poll during the meeting).

For	59
Against	1
Abstain	1

12. Nomination of Officers:

There were no changes proposed requiring the nomination of Officers.

13. Member's Resolutions

None

14. Presentations

The following presentations were given:

- Vicki Cooke – Conservation Update
- Gill Groombridge – Membership Update

15. Questions

The Chairman opened the floor to questions and comments:

Is it possible to offer a monthly direct debit option as this might encourage new members to join and current members to stay during these challenging times.

Gill Groombridge will look into this. We have just implemented a new direct debit system through the website.

Will we receive a list of who attended this AGM?

Yes this can be sent out upon request.

Is it possible to view the presentations again after the meeting?

Yes, we will make those available.

What measures are you taking to increase membership and get additional people to serve on Committees?

The aging demographic of membership has been a problem for some years and despite our best efforts, membership continues to decline. This is leading to few or no volunteers coming forward to attend Committees and requires existing Committee members wishing to retire, to remain with the group to save it. The younger generation, in general, are not joining organisations and the Board is looking toward the longer term existence which may involve more national members and a lighter structure for Groups who are struggling with finding committee members. The charity may need to work more through a 'centrally organised' or regional structure and we are looking at alternatives, including virtual options. We must say a

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big thank you to Committee members who continue to serve and keep groups going and thereby keep members engaged and involved in conservation and fundraising activities. We must remember that not all supporters are members. If anyone has any suggestions to increase membership, please do get in touch.

Please can we have more information about the Desiderata programme?

Vicki Cooke: The Desiderata programme is for Collection Holders to source plants for their collections that are typically hard to find. The Threatened Plants Programme (TPP) holds a lot of data about the availability of such plants and the location of cultivars in the UK. We are hoping to restart this soon. The Plant Exchange has both a list of wants and offers, so do make use of the option to source plants you may be looking for.

16. Any Other Business

The AGM in 2021 will be held in Durham, as per the original plans for the 2020 AGM. Roz Cooper looks forward to welcoming members to Durham and confirmed arrangements and structure, would remain much the same as they would have been before the cancellation.

Cecilia offered thanks to our partners, sponsors, advertisers and grant funders. She offered a special vote of thanks to David Ross, David Ford, Plant Heritage Staff, Group Officers and Volunteers. The meeting paused to remember Lloyd Kenyon and Janet Wright.

17. Close of Meeting

Cecilia Bufton closed the meeting at 12.10pm