



Dear Member,

Welcome to the South West Fed AGM 2021, again online as we continue to manage the pandemic restrictions.

I am sure you are aware that we require a certain number of members to attend our AGM, in order to be quorate and therefore pass our resolutions so I hope you will join us, to support us in our ongoing work.

This year, in line with our new strategy and business model, we are not running a conference but we have been really pleased with the success of our new monthly online programme, seeing almost 100 delegates at one of our events and strong attendance every month.

One of our priorities has been to act on the themes and challenges from last year's conference and you may have seen on our website, our new policies and statements that detail the commitments we are making that are at the heart of the South West Fed's purpose, strengthening and inspiring the heritage sector in the South West:

- Anti-Racism Statement
- Environmental Policy
- Equal Opportunities and Diversity Policy

We would like to thank you for your ongoing support and encourage you to continue sharing details about our programme. Please look out for our first physical event since the pandemic, as we celebrate our 90th birthday on Monday 20 September, at No. 1 Royal Crescent in Bath. Details about the event and how you can book will be in our next newsletter and places will be limited.

The South West Fed continues to be run by our members for our members, and is an active learning organisation. We encourage everyone to participate and contribute. Therefore, we are hugely grateful to those who have provided online talks for our new programme and ask that you contact us, if you have an idea for a session, can recommend a speaker or would be willing to take part.

As restrictions reduce and the country opens up again, we are reflecting on how to take our programme forward and we hope to offer some more physical events that provide face to face networking. These will be offered alongside an online programme so that will still retain advantages such as UK wide access (and beyond!), affordable costs and manageable time commitments, especially important in a region as large as the South West.

Thank you to all our members and to my colleagues on the board who so successfully and passionately deliver a relevant, inspiring and contemporary programme of activity that ensures an ongoing and unique role for the South West Fed.

I look forward to seeing you all at the June event and following AGM.

Kind regards,

Claire Dixon

Chair
South West Fed
www.swfed.org.uk



THE SOUTH WESTERN FEDERATION OF MUSEUMS AND ART GALLERIES
(THE CHARITY)

90TH ANNUAL GENERAL MEETING
24 JUNE 2021
2pm
ZOOM

AGENDA

1. Registration and apologies for absence
2. Minutes of the 89th AGM held on 1 October 2020 (**Resolution to approve minutes**)
3. Chair's report (**Resolution to approve Chair's report**)
4. Treasurer's report (**Resolution to approve accounts**)
5. Retirement and election of Board members (**Resolutions to accept retirements and elect new**):
6. Any other business

TABLED RESOLUTIONS:

| | ORDINARY RESOLUTIONS | For | Against |
|---|---------------------------------|------------|----------------|
| 1 | Approval of 2020 AGM Minutes | | |
| 2 | Approval of Chair's Report 2021 | | |
| 3 | Approval of Accounts 2019/2020 | | |
| 4 | Acceptance of board retirements | | |
| 5 | Election of new Trustees | | |



**THE SOUTH WESTERN FEDERATION OF MUSEUMS AND
ART GALLERIES**

(THE CHARITY)

**90TH ANNUAL GENERAL MEETING
24 JUNE 2021
ZOOM**

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 90th annual general meeting (**Meeting**) of the Charity will be held on ZOOM, on **Thursday, 24 June 2021 at 2pm.**

As a member of the Charity, you will be asked to consider and vote on the resolutions below.

Unless otherwise defined, terms (whether capitalised or not) used in this document have the meanings given to them in the Charity's articles of association (**Articles**) and/or rules (**Rules**).

Ordinary resolutions

1. THAT the minutes of the Charity's 2020 annual general meeting (held on 1 October 2020), a copy of which will be made available via the SWFED website, be received and approved.
2. THAT the Chair's report on the Charity's activities since the 2020 AGM, a copy of which will be made available in the AGM PACK, be received and approved.
3. THAT the Charity's accounts for the previous financial year, a copy of which will be made via the SWFED website, be received and approved.
4. THAT the retirement of those Charity Board members who wish to retire or who are retiring by rotation, in each case to be announced at the Meeting, be received and accepted.
5. THAT nominations made in advance of and during the Meeting in order to elect individuals to fill certain roles on the Charity's Board be received and accepted (as appropriate).

If you cannot attend the Meeting yourself, you may also like to appoint someone to attend, speak and vote at the Meeting on your behalf (including in respect of the nominations), in which case please complete the enclosed proxy form in accordance with the accompanying notes.

Please note that completed board nomination and/or proxy forms must be received by the Charity **no later than 9:00 a.m. on Wednesday, 23 June 2021**. Please see the instructions enclosed.

By order of the Charity's board



Claire Dixon, Chair

The South Western Federation of Museums and Art Galleries

Registered office:

5 Moccasin Way

Street

Somerset

BA16 0GS

Charity number: 1113399

Company number: 05536131

13 May 2021

Enclosures:

1. Chairs Report
2. Finance Report
3. Accounts 2020/2021
4. Form of proxy
5. Board nominations form

[Notes to the notice of the Meeting](#)

Appointment of proxy

1. If you are a member who is entitled to attend and vote at the Meeting, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. A proxy does not need to be a

member of the Charity but must attend the Meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

2. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chair) and give your instructions directly to them.

3. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

4. The notes to the proxy form explain how to direct your proxy how to vote on each resolution.

To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to the Charity using one of the following methods and related details:
 - by post to the Charity's registered office: FAO: Company Secretary, 5 Moccasin Way, Street, Somerset BA16 0GS; or
 - by email: info@swfed.org.uk with subject header "SOUTH WEST FED 2021 AGM"; and
- received by the Charity **no later than 9:00 a.m. on Wednesday, 23 June 2021.**

5. In the case of a member which is a company/institution, the proxy form must be executed under the company/institution's common seal or signed on its behalf by an officer or attorney for the company/institution. Any power of attorney or other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Changing proxy instructions

6. Members may change proxy instructions by submitting a new proxy appointment using the method set out above. Note that the cut-off time for receipt of proxy appointments also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointment

8. A member may change a proxy instruction but to do so you will need to inform the Charity in writing by sending a signed notice (in hard copy or by email, as set out below) clearly stating your intention to revoke your proxy appointment to the Charity. In the case of a member which is a company/institution, the revocation notice must be executed under the company/institution's common seal or signed on its behalf by an officer or attorney for the company/institution. Any

power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

9. In either case, the revocation notice must be received by the Charity **no later than 9:00 a.m. on Wednesday, 23 June 2021.**

10. If you attempt to revoke your proxy appointment but the revocation is received after the time specified, your original proxy appointment will remain valid unless you attend the Meeting and vote in person.

11. Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Communication

12. Except as provided above, members who have general queries about the Meeting should contact the Company Secretary in writing using one of the following methods and related details:

- by post to the Charity's registered office: FAO: Company Secretary, 5 Moccasin Way, Street, Somerset BA16 0GS; or
- by email: info@swfed.org.uk with subject header "SOUTH WEST FED 2021 AGM".

No other methods of communication will be accepted.

THE SOUTH WESTERN FEDERATION OF MUSEUMS AND ART GALLERIES

(THE CHARITY)

90TH ANNUAL GENERAL MEETING

24 JUNE 2021

ZOOM

FORM OF PROXY

[PLEASE COMPLETE MEMBER NAME AND ADDRESS]

Before completing this form, please read the explanatory notes below

I/We [FULL NAME[S] IN BLOCK CAPITALS]

being a member of the Charity, appoint the Chair of the meeting or (see note 3 overleaf to complete)

| | |
|---------------------|--|
| Insert name: | |
|---------------------|--|

as my/our proxy to attend, speak and vote on my/our behalf at the 90TH annual general meeting of the Charity to be held on **Thursday, 24 June 2021 at 2pm (Meeting)** and at any adjournment of the Meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'.

ORDINARY RESOLUTIONS

| | ORDINARY RESOLUTIONS | For | Against |
|---|---|------------|----------------|
| 1 | THAT the minutes of the Charity's 2020 annual general meeting (held on 1 October 2020), a copy of which will be made available at the Meeting, be received and approved | | |
| 2 | THAT the Chair's report on the Charity's activities since the 2020 AGM, a copy of which will be made available at the Meeting, be received and approved | | |
| 3 | THAT the Charity's accounts for the previous financial year, a copy of which will be made available at the Meeting, be received and approved | | |

| | | | |
|---|---|--|--|
| 4 | THAT the retirement of those Charity Board members who wish to retire or who are retiring by rotation, in each case to be announced at the Meeting, be received and accepted | | |
| 5 | THAT nominations made in advance of and during the Meeting in order to elect individuals to fill certain roles on the Charity's Board be received and accepted (as appropriate) | | |

For those not attending the Meeting in person, please see and complete as required the enclosed board nominations and this proxy form in order to vote

SPECIAL RESOLUTION

| | SPECIAL RESOLUTION | For | Against |
|--|--------------------|-----|---------|
| | | | |

For those not attending the Meeting in person, please complete this proxy form in order to vote

| Member name (please print) and signature | Date |
|--|------|
| | |

Notes to the form of proxy

Form of proxy

1. As a member of the Charity you are entitled to appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at a general meeting of the Charity, including the Meeting. You can only appoint a proxy using the procedures set out in these notes.

2. Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Appointment

3. A proxy does not need to be a member of the Charity but must attend the Meeting to represent you. If you wish to appoint a proxy other than the Chair, insert their full name in the box. If you leave this space blank, the Chair will be appointed your proxy. Where you appoint as your proxy someone other than the Chair, you are responsible for ensuring that they attend the Meeting and are

aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chair and give them the relevant instructions directly.

Voting directions

4. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting, including a motion to adjourn.

Returning your form of proxy

5. To appoint a proxy using this form, the form must be:

- completed and signed;
- sent or delivered to the Charity using one of the following methods and related details:
 - by post to the Charity's registered office: FAO: Company Secretary, 5 Moccasin Way, Street, Somerset BA16 0GS; or
 - by email: info@swfed.org.uk with subject header "SOUTH WEST FED 2021 AGM";
- received by the Charity **no later than 9:00 a.m. on Wednesday, 23 June 2021.**

6. In the case of a member which is a company/institution, this proxy form must be executed under the company/institution's common seal or signed on its behalf by an officer or attorney for the company/institution. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence. For details of how to change your proxy instructions or revoke your proxy appointment, see the notes to the notice of meeting.

AGM – Chair's Report

As Chair of the South West Fed I am delighted to welcome you to our 90th AGM, my third as Chair and a very special birthday year for the Fed.

Last year's AGM was our first ever to take place digitally due to the Covid-19 pandemic and with the support of members, we were able to pass through some transformational changes to the structure and public programming approaches of our organisation. These changes enabled us to ensure the future sustainability of the South West Fed, responding not just to the impact of the pandemic, but to a longer-term financial challenge that we had been facing and that I had raised the year before. I would like to thank those who supported us at that time and am proud to say that the South West Fed is now operating on a financially viable model that will enable us to continue our work for the foreseeable future.

Looking back on 2020, there are some highlights it is important to remember:

- We held our 2020 Conference online that was titled '**Interpreting, Curating and Combatting the Climate Emergency**'. We welcomed over 60 delegates over the two days and the keynotes, speakers and workshop leaders provided inspiring but also challenging content and in particular, highlight the work we have to do in our region, to contribute to this debate and take action to ensure real change. For the South West Fed, this led to a recognition of the need for a new Environmental Policy, that is now live on our website.
- We recognise that we were not able to hold the physical events that are usually part of our programme and there were no forums. I was thrilled that our board member Iona Keen was able to deliver Bristol Mingles online and the success of these events, inspired our new programme approach.
- At our delayed AGM in October last year, we successfully passed through some changes and gained support for a new, free membership model and online programme of activity, agreed to launch in 2021.

This year's AGM is more straightforward than the last couple of year with no special resolutions proposed. We hope to welcome our new board members subject to member approval and you will see from the Finance Report that we are now in a stable position, with reserves that can cover all our core costs for at least one year. I am very proud and relieved to have enabled

the Fed to realise this position of security and would like to thank all those who have helped us during what has been a year of genuine crisis.

We have now launched our new membership model and programme and I look forward to feeding back in full, next year, how this has gone and we are also exploring the potential of some physical events that are also zoom enabled, as we consider our activity in 2022, and how best to meet the changing needs of our sector.

I would like to thank those board members who are standing down at this AGM. Both Helen Daniels and Fiona Pitt have provided very valuable contributions to the board, supporting our programme and advocating the work of the Fed amongst their networks and in the counties where they are based. We continue our commitment to ensure the board represents the South West Region and I am therefore delighted that we are welcoming a new Student Rep role to the board, to provide a voice for those looking to enter our sector, and who can challenge the South West Fed to produce a relevant and appealing programme. The new board member comes from Exeter University, which is also a positive outcome from our Memorandum of Understanding, that we are able to directly engage with these students and benefit from their views and perspectives whilst also providing opportunities for development and networking. I am also really pleased that we have a new Programme Officer standing, who is based in Wiltshire, a County that has not been represented on the board for nearly 18 months. I hope members will support their nominations at the AGM.

I would also like to say a very special thank you to Matt Ashdown. He has worked as our freelance support in membership and communications for many years. Our Arts Council Grant enabled us to retain Matt during 2020 and the professional support he has provided, whilst we transitioned to a new business model has enabled us to ensure the ongoing success of the South West Fed. We all wish Matt well in his other projects and thank him for all he has done for the organisation, he will be very much missed.

As always, I am very thankful for the support of our board, especially during the last year when we have all been managing home working, home schooling, facing the isolation of furlough or dealing with the devastation of job losses. Our organisation's success is a testament to the ongoing commitment, hard work and determination of those on our board.

Looking ahead, I am excited that 2021 will be a year of embedding our new approach, building up our membership base and inspiring those in our sector as we emerge from this pandemic. I especially look forward to celebrating our 90th birthday in September in Bath – do look out for the invitation to join us!

Finally, I am sad to confirm this will be my last year chairing the Fed, as I will be standing down in Summer 2022. I have found this role to be challenging, hugely rewarding and a lot of fun. When I step down, I will have served as Chair for four years and am proud to have contributed in a small part, to the long and rich history of this special organisation that holds a unique and important place for museums, galleries and many others working in heritage and culture across our region. I will be supporting the South West Fed with board recruitment this year, to ensure that a strong, energetic and focussed board will continue to take the organisation forward from 2022. If you are interested in getting involved and joining our board, please do get in touch – we would love to hear from you.

AGM – Finance Report

Membership Income

- Membership income for FY20 was £3,524.49. This is net of any fees taken by Stripe which is approximately 2.2% of each membership paid through the site.
- This membership is significantly less than reported in the previous year's accounts due to the free membership model that was introduced towards the end of the year and reduction in membership income due to the pandemic.

Conference Income and Expenditure

- Conference income is reported as £4,102.92 for the year. Similar to membership this figure is net of any fees taken by Stripe.
- Expenditure for the conference was £2,931.88 with the main cost payable to Zoom to enable online delivery of the event. Other costs related to professional fees for support to manage and deliver the event.
- Other income received in the year was £12,730 from Arts Council Emergency Grant Scheme to enable our survival due to Covid-19, £315.90 came from our online event ticket sales, £25.31 was donated via a fundraising website and £1,200 was income into the Petrology Fund
- Total income for the year was £21,899.44, significantly higher than usual due to our success in securing the grant.

Expenditure (excluding conference)

- Development Officer costs were £9,587.15 which represents 55 days of support, that including the creation of a new website and hand over of work.
- Website and hosting costs for the year were £2,384.34 and was paid in full to enable us to buy out of our old website and move to a free platform, saving ongoing hosting, support and licence fees. This also included training for the Board to deliver our online programme via zoom
- Gmail email accounts costed £207.88 for the year and is recording in website hosting
- Having paid for two years of insurance last year, due to a missed payment, this year there is the usual single payment of £290.
- Other expenses of £1412.13 included the purchase of the webinar zoom function for over 100 attendees, to enable the conference to go ahead and to support the new online programme

- For the first time in several years, we are able to report an operating surplus of £5,293.04

General Fund

- Opening reserves of -£398.76, surplus of £5,293.04. Closing reserves £4,744.36

Petrology Fund

- Opening reserves of £1,654.04, income of £1,200.82 and expenses of £1,050. Closing reserves of £1,804.86

Cash in Banks

- Community Account £4,744.36
- Premium Account £1,804.86

THE SOUTH WESTERN FEDERATION OF MUSEUMS AND ART GALLERIES

(THE CHARITY)

90TH ANNUAL GENERAL MEETING

24 JUNE 2021

ZOOM

BOARD NOMINATIONS

The Charity is a company limited by guarantee with charitable status. Trustee and director members of the Charity's board (**Board**) are elected (or re-elected, as applicable) annually, in accordance with the Charity's *existing* articles of association (**Articles**) and rules (**Rules**), copies of which can be found here: <http://www.swfed.org.uk/about-us/>.

Unless otherwise defined, terms (whether capitalised or not) used in this document have the meanings given in the Articles and/or Rules (as applicable).

An individual may be re-elected to the same position on the Board on a maximum of three occasions (i.e. the maximum term an individual may hold in any one position is three years). The Board currently meets quarterly.

At the Charity's upcoming annual general meeting (**Meeting**), elections will be held in respect of the following Board positions:

- 1) Secretary (current post holder standing)
- 2) Creative Programme Officer (seeking new board members for these roles, to join existing post holders)
- 3) Student Representative (current co-opted post holder standing)
- 4) Communications Secretary (current post holder standing)
- 5) PR Officer (seeking new board members for these roles, to join existing post holders)
- 6) Membership Secretary (vacant post)
- 7) Event Administrator (vacant post)

All Board nominations should be made in writing to the Secretary using one of the following methods and related details:

- by post to the Charity's registered office: FAO: Company Secretary, 5 Moccasin Way, Street, Somerset BA16 0GS; or
- by email: info@swfed.org.uk with subject header "SOUTH WEST FED 2021 AGM"

All Board nominations must be received by **no later than 9:00 a.m. on Wednesday, 23 JUNE 2021**.

In the event of more than one nomination being received, a vote will be held.

If insufficient nominations have been received prior to the Meeting, nominations can be taken from the floor at the Meeting. Nominations must be proposed and seconded. Nominee, proposer and seconder must be paid up members of the Charity (being an individual member or the authorised

representative of a corporate/institutional member of the Charity, each such member having one vote, save for the Chair who has a second or casting vote, in each case in accordance with the Articles and the Rules).

Regional representatives must be proposed and seconded by members of their region.

BOARD NOMINATIONS

| Creative Programming Officer | |
|-------------------------------------|---------------------------------|
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

| PR Officer | |
|----------------------------------|---------------------------------|
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

| Secretary | |
|----------------------------------|---------------------------------|
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

| Student Representative | |
|----------------------------------|---------------------------------|
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

| Communications Secretary | |
|----------------------------------|---------------------------------|
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

| Events Assistant | |
|----------------------------------|---------------------------------|
| Region | |
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

| Membership Secretary | |
|----------------------------------|---------------------------------|
| Please print name in this column | Please sign name in this column |
| Nominee | |
| Proposed by | |
| Seconded by | |

For those who would like to nominate Board members in advance of the Meeting, please return your completed nomination form to the Secretary using one of the following methods and related details:

- by post to the Charity's registered office: FAO: Company Secretary, 5 Moccasin Way, Street, Somerset BA16 0GS; or
- by email: info@swfed.org.uk with subject header "SOUTH WEST FED 2021 AGM"

All Board nominations must be received by **no later than 9:00 a.m. on Wednesday, 23 June 2021.**