



Dear Member,

Welcome to the South West Fed AGM 2022 and I am thrilled that this is an in person event, after two years of online activity.

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 we have continued to deliver our strategy and business model that was created in 2020 in response to the pandemic and to ensure our survival and enable us to continue our important role to support our sector colleagues through networking and shared learning. We have been really pleased with the attendance at our online monthly talks and evaluation continues to reveal that this is being well received. As recovery moves forward, we will need to consider carefully, how to balance this success, with opportunities to hold events in person that remain sustainable and viable.

One of our priorities was the celebration of 90 years of the Fed, which culminated in a great event in Bath where it was fantastic to welcome so many of our partners, members and peers to raise a glass and acknowledge the long term success of this cherished organization. I was also pleased that we started to create a new programme for students, with our first targeted event taking place in the autumn, which was well received by students as well as many other members at different stages in their careers.

We would like to thank you for your ongoing support and encourage you to continue sharing details about our programme. Please look out for more of our events both online and in person as our programme continues this year. We are interested to understand whether appetite for on site events is returning, or will continue to be a challenge given costs of travel, additional time required, as well as some ongoing nervousness about the pandemic. Do take time to share your thoughts with us.

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 a new Chair prepares to take the reins, I am sure they will want to meet with members to understand how best to take the South West Fed forward and I hope you will all welcome and support them as they take us forward into the next phase.

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. In particular, I would like to thank Andrew Thompson, Vice Chair, who also stands down this year. He has worked alongside me tirelessly, building our new online programme, developing and supporting others in their roles and providing invaluable help, encouragement and enthusiasm during the last few years, which have been particularly challenging. He will be very much missed and I wish him all the best as he moves on to new ventures beyond the South West Fed.

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

Kind regards,

Claire Dixon

Chair  
South West Fed  
[www.swfed.org.uk](http://www.swfed.org.uk)



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

**(THE CHARITY)**

**91st ANNUAL GENERAL MEETING**

**08 JUNE 2022**

**St Nicholas Priory, Exeter**

**AGENDA**

1. Registration and apologies for absence
2. Minutes of the 90th AGM held on zoom on 24 June 2021 (**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:**

	<b>ORDINARY RESOLUTIONS</b>	<b>For</b>	<b>Against</b>
1	Approval of 2021 AGM Minutes		
2	Approval of Chair's Report 2022		
3	Approval of Accounts 2020/2021		
4	Acceptance of board retirements		
5	Election of new Trustees		



## THE SOUTH WESTERN FEDERATION OF MUSEUMS AND ART GALLERIES

(THE CHARITY)

91st ANNUAL GENERAL MEETING

08 JUNE 2022

St. Nicholas Priory, Exeter

### **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 91st annual general meeting (**Meeting**) of the Charity will be held at St Nicholas Priory in Exeter on **Wednesday, 08 June 2022 at 12pm.**

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 2021 annual general meeting (held on zoom on 24 June 2021), a copy of which will be made available via the SWFED website, be received and approved.
2. 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.
3. THAT the Chair's report on the Charity's activities since the 2021 AGM, a copy of which will be made available in the AGM PACK, 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 Tuesday, 07 June 2022**. 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

3 June 2019



### **Enclosures:**

1. Chairs Report
2. Finance Report
3. Accounts 2021/2022
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, Station Lodge, Lanhydrock, Bodmin, Cornwall, PL30 3AQ; or
- by email: [info@swfed.org.uk](mailto:info@swfed.org.uk) with subject header "SOUTH WEST FED 2022 AGM"; and
- received by the Charity **no later than 9:00 a.m. on Tuesday, 07 June 2022.**

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 Tuesday, 07 June 2022.**



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, Station Lodge, Lanhydrock, Bodmin, Cornwall, PL30 4AQ; or
- by email: [info@swfed.org.uk](mailto:info@swfed.org.uk) with subject header "SOUTH WEST FED 2022 AGM".

No other methods of communication will be accepted.





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

**(THE CHARITY)**

**91st ANNUAL GENERAL MEETING**

**08 JUNE 2022**

**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)

<b>Insert name:</b>	
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as my/our proxy to attend, speak and vote on my/our behalf at the 91st annual  
general meeting of the Charity to be held on **Wednesday, 08 June 2022 at 12pm**  
**(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**

	<b>ORDINARY RESOLUTIONS</b>	<b>For</b>	<b>Against</b>
1	THAT the minutes of the Charity's 2021 annual general meeting (held on 24 June 2021), a copy of which will be made available at the Meeting, be received and approved		
2	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		
3	THAT the Chair's report on the Charity's activities since the 2021 AGM, 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**

	<b>SPECIAL RESOLUTION</b>	<b>For</b>	<b>Against</b>

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

<b>Member name (please print) and signature</b>	<b>Date</b>

**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](mailto:info@swfed.org.uk) with subject header "SOUTH WEST FED 2022 AGM";
- received by the Charity **no later than 9:00 a.m. on Tuesday, 07 June 2022.**

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 91st AGM, my fourth and final AGM as Chair. It is great to welcome you during what is feeling like a year that remains challenging, but also brings hope for the long term future of our sector.

Last year's AGM was again held online and thanks to the attendance of many supportive members, we were able to implement some vital changes to the structure of the Board, that have enabled us to move forward and ensure relevance and support for those working and volunteering in culture and heritage, as well as those looking to enter the sector. I would like to thank those who have continue to support us and to those who have continually attended our online events, ensuring we can continue to operate viably but also learn from each event, to understand how we can continue to provide activity that is inspiring, motivational, relevant and of interest to as many people as possible.

Looking back on 2021, there are some highlights it is important to remember:

- We celebrated 90 years of the South West Fed, culminating in an event at No. 1 Royal Crescent in bath. Many joined us to raise a glass in the sunshine and celebrate the South west Fed's rich history, long term success and continual ability to evolve and remain relevant
- We continued to hold our events online and attendance was very encouraging. Event evaluation has also continued to be an important tool for us, informing future event topics and helping us to understand how the South West Fed can be most useful to its members
- At our AGM in June last year, we successfully passed through some changes to the Board roles that enabled us to focus on the



new programme and ensure each board member had a clear and defined role to play, whilst remaining committed to supporting our wider partners and networks to share information and resources

This year's AGM again contains no special resolutions, an indication of the current stability of the organisation, and the success of our current strategy. We hope to welcome our new board members subject to member approval and you will see from the Finance Report that we continue to be in a stable position, with reserves that can again cover all our core costs for at least one year. In addition, we welcome the opportunity to support the Daphne Bullard, Kathy Callow and Elizabeth Hammond Association, by taking on the remainder of their funds, to enable the small museum grant programme to continue in memory of Kathy Callow, for whom the South West and its rich heritage, was so important. We will be working with members to launch the museum grant scheme in the coming years, as the sector moves closer to full recovery and increased capacity to invest in new projects. It will be a fantastic opportunity to provide support to culture and heritage and ensure the profile of the South West Fed remains strong and present across the region, whilst honouring the memory of Kathy.

We have continued to provide free membership and an affordable programme of events. As we confront ongoing and new financial challenges due to the economic climate, war in Ukraine and slow recovery of audiences, especially international tourism, I am proud of our ability to keep prices low for both online and on-site events, to provide access for as many people as possible.

I would like to thank those board members who are standing down at this AGM. Both Craig Dixon and Andrew Thompson have provided invaluable support and Will has brought great energy and new ideas to the Board. Craig has been working hard behind the scenes to provide regular, and clear accounts each month and ensure we can manage



cash flow, monitor viability and provide strong and accurate forecasting. Thanks to his hard work, we are handing over a well-managed and documented processes and systems to the new Treasurer.

Will has helped us to shape our offer for students, creating new peer network groups, targeted events and platforms to enable us to reach new audiences. As he moves away from student life and develops his career I wish him well and would like to thank him for working with Alison Horgan, our University Relationship Manager, to develop our student offer.

Andrew's contribution to the South West Fed over so many years and in several roles, has been hugely significant. Andrew has been a huge help and support to me, stepping in to the Vice Chair role during the height of the pandemic, driving and delivering the new programme and supporting his colleague on the board. Our ongoing and long-term success is in no small way, due to his ongoing efforts, enthusiasm and commitment and I am hugely grateful that he remained on the board during what has been such a difficult few years. I will greatly miss working with him and am sure my colleague on the Board echo my thanks for his hard work.

As always, I am hugely thankful for the support of our board, especially during this period of recovery that has continued to be challenging. As a sector, we are witnessing many staff struggling with fatigue and continuing to juggle various commitments and uncertainties. The continued efforts of each board member has been hugely appreciated and it is this ongoing effort that ensures our reputation continues to be strong. It is a testament to this success, that we continue to welcome new Board members. As we later elect those who are standing, I would like to welcome them to this great organisation and reassure them that their colleagues are a supportive and enthusiastic group of people who I will really miss working with. I





wish you all well as you take the South West Fed forward and continue to shape it for current and future members.

Looking ahead having spent much time in 2021 reflecting on the achievements of the South West Fed during its 90 year history, I am excited that 2022 will provide opportunities for our new Chair to review the changing needs of our sector and ensure we continue to serve our membership.

Finally, I am sad to be leaving the Board this year but also feel it is the right time, having led the organisation through the pandemic, embedded significant change to enable our survival and ensured our financial viability for the long term. I have found this role to be challenging, hugely rewarding and a lot of fun. I wish the new Chair all the best as they take the reins for the next chapter as we continue to support our flourishing and confident heritage community in the South West by creating opportunities to connect and inspire.

## **AGM Finance Report 2022**

### **Membership Income**

- Membership income for FY20 was £461. 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. The income received relates to corporate sponsorships.

### **Event Income and Expenditure**

- Event income is reported as £524 for the year. Similar to membership this figure is net of any fees taken by Stripe.
- Expenditure for the events was £54 for fees paid to Stripe and £143.88 payable to Zoom to enable online delivery, shown within website hosting and support costs.
- Other income received in the year was £16 which was a small donation

### **Expenditure (excluding events)**

- Development Officer costs were £220 which represents 1.5 days of support, that included training of Board members
- Website and hosting costs for the year were £116.12
- Gmail email accounts costed £221 for the year
- Due to the significant increase in members, our insurance costs increased to £336
- Other expenses of £21 included the submission of our annual accounts
- Overall we report a small deficit of £109.86 that is not indicative of longer term results, due to the one off cost of £220 for Board training on the new website, without which, we would have generated a small surplus of £110



### **General Fund**

- Opening reserves of £4,751.17, deficit of £109.86. Closing reserves £4,641.31

### **Petrology Fund**

- Opening reserves of £1,804.86, income of £0.20. Closing reserves of £1,805.06

### **Cash in Banks**

- Community Account £4,641.31
- Premium Account £1,805.06



## THE SOUTH WESTERN FEDERATION OF MUSEUMS AND ART GALLERIES

(THE CHARITY)

91st ANNUAL GENERAL MEETING

08 JUNE 2022

St Nicholas Priory, Exeter

### **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**) at least one third of the current board are required to retire, but may re-stand for election. This year, elections will be held in respect of the following Board positions:

- 1) Chair
- 2) Vice Chair (current Event Admin Assistant standing)
- 3) Treasurer (new nominee standing)
- 4) Social Media Officer (new nominee standing)
- 5) Student Representative (vacant post)
- 6) Creative Programme Lead (current Creative Programme Officer standing)
- 7) Creative Programme Officer (currently co-opted Trustee standing and we are seeking new board members for these roles, to join existing post holders)

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](mailto:info@swfed.org.uk) with subject header “SOUTH WEST FED 2022 AGM”

All Board nominations must be received by **no later than 9:00 a.m. on Tuesday, 07 JUNE 2022.**

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**

Chair	
Please print name in this column	Please sign name in this column
Nominee	
Proposed by	
Seconded by	

Vice Chair	
Please print name in this column	Please sign name in this column
Nominee	
Proposed by	
Seconded by	

Treasurer	
Please print name in this column	Please sign name in this column
Nominee	



Proposed by	
Seconded by	

<b>Social Media Officer</b>	
Please print name in this column	Please sign name in this column
Nominee	
Proposed by	
Seconded by	

<b>Student Representative</b>	
Please print name in this column	Please sign name in this column
Nominee	
Proposed by	
Seconded by	

<b>Creative Programme Lead</b>	
Region	
Please print name in this column	Please sign name in this column
Nominee	
Proposed by	
Seconded by	

<b>Creative Programme Officer</b>
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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](mailto:info@swfed.org.uk) with subject header “SOUTH WEST FED 2022 AGM”

All Board nominations must be received by **no later than 9:00 a.m. on Tuesday, 07 JUNE 2022.**