**Company No. 2088483**

**THE SPRING ARTS & HERITAGE CENTRE COMPANY LIMITED**

**MINUTES OF THE ANNUAL GENERAL MEETING OF THE SPRING ARTS & HERITAGE CENTRE COMPANY LIMITED HELD AT THE SPRING ARTS & HERITAGE CENTRE, EAST STREET, HAVANT ON MONDAY, 23rd September 2024 AT 7.30 PM**

**PRESENT:**

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| --- | --- |
| **TRUSTEES** | **STAFF** |
| Sam Garner-Gibbons (Chair)Maggie McMurray (VC)Peter HammondRachel BownsRichard McMillanNathan Curry Sarah Shepherd | Fiona Baxter and Laura Woodward |
| **MEMBERS** | **OBSERVING** |
| Stephanie BarkerValarie BirdRachel BownsJackie BransonRobert Comlay Sharon MorrisLucy FlannerySam Garner-GibbonsPeter Hammond Caroline HammondRoger HarrisonRichard McMillanMaggie McMurraySharon MorrisHugh OwenAnn ParryAlan ThurbonGladys WestJohn WhitelawRichard WattsNathan CurrySarah Shepherd | Cllr. J. Branson JB (HCC) |

**Proxy voting received from:** Votes taken prior to meeting –

Ann Sims

Mark Seaman

Ronald Hone

Mary Milton

**24/1 WELCOME**

**Sam Garner-Gibbons**(Chair) thanked everyone for coming. He introduced himself to the members of The Spring and explained how The Spring has always been a part of his family life and tenure as trustee. Thanks were extended to HBC and HCC and Art Council.

**24/2 APOLOGIES** were received as follows**:**

Jackie Lowe, Patricia Hooker, Sylvia Mundy, Francesca Moody,

**24/3 MINUTES OF AGM on 23rd February 2023** *(posted on website prior to meeting)*

That they are a true record was proposed by Rachel Bowns and Seconded by Richard Watts and agreed by all.

John Whitelaw was both present and not on the minutes of the last meeting!

 **MATTERS ARISING**

 No matters arising

**24/4 CHAIR’S INTRODUCTION**

**SGG** reminisced about his first AGM last year and the changes were taking place at the time in the leadership team. Fiona and Laura, the new Directors, have solidified our place in the community and its work in Havant, as well as our resilience including now our new SLA with HBC and positive conversations around our new lease. With decreasing funds in local authorities it says much about our place and relationship going forward with HBC that they have been willing to continue to invest in us. We are looking at our Trust Board going forward, looking at our skills and our gaps and looking to recruit new trustees.

**24/5 DIRECTOR’S ANNUAL REPORT 2023/2024**

**FB and LW** presented their snapshot of the past year, since their arrival in January 2024. FB and LW gave summaries of their career backgrounds. LW gave thanks to Sue Dickinson for holding The Spring during the time between directors and to the wider staff team for pulling together and stepping in.

**Delivery (LW):** we had 244 performances and live events; 90 film and event cinema screenings; 9 exhibitions; 1000+ participation and engagement sessions engaging over 30,000 people; and sold 21,910 tickets across the year. The programme reached cross ages and was cross artform.

**Behind the Scenes (FB):** It was our first year of our new NPO agreement with Arts Council England and we have had very positive meetings with our relationship manager about the success of the year; we secured £20k from Garfield Weston for core costs in 24/25; we signed a 3 year Service Level Agreement with Havant Borough Council; we have been an active member of local partnerships including Havant Town Centre Partnership Board, Health & Wellbeing Partnership and the Hampshire CEP; and we continued to be an active member of national networks including Future Arts Centre and house.

**Key events highlighted:**

**Library Tour (LW):** we toured LAS Theatre & Commotion Dance into libraries across the borough in partnership with the library service.

**Open Exhibition (FB):** we held a very successful open exhibition on the theme of terrain which was curated with support from Portsmouth University specialist visual arts lecturers; we also presented an exhibition around Hayling Holiday Camps that formed part of our heritage programme; commissioned Period 2 an exhibition inspired by our heritage collection; hosted HSDC with their textiles work and linked that to our film programme; as well as presenting work from local groups including the Havant Camera Club.

**Heritage (LW):** we continued to run our very successful heritage walks and ran a new series of natural history walks; we worked with a local naturalist to set up the nature space; and we hosted a heritage summit for the first time with 100+ attendees.

**Community Panto (FB):** we presented Cinderella with a volunteer cast & crew, we hosted some local work experience makeup artists and technicians through partnerships with local colleges. It was a great success and we are **looking to build on this appetite for community theatre in the future.**

**Dementia Awareness Day (LW):** we held a successful Dementia Awareness Day as well as continuing to run the Creative Memory Café in partnership with Home Instead.

**Community Users (FB):** we welcomed Portsdown Arts Society; hosted the local Ukrainian Choir; continued to be home to Music Fusion and local community theatre groups including Bench, Hum Drum, HLO and DYT; and regularly hosted the breastfeeding network, local knitting groups and other classes.

**24/6  PRESENTATION OF AUDITED ACCOUNTS for 2023/2024 -** *circulated prior at meeting – attached*

**Richard McMillan**, finance trustee, gave an overview of the statutory accounts for the year ended March 31st 2024.

Unrestricted income for the year was £613,178. The core grants from HCC, HBC and the Arts Council were unchanged while the Cultural Programmes income of £241k was up 26% on last year. The Restricted Income of £69,596 mainly relates to the National Lottery Heritage Fund project for the museum reimagination which is expected to be completed by 31st March 2025.

Expenditure for the year of £707,286 is lower than last year’s £716,982, mainly due to 2022/23 including the costs of the Play Artist in Residence. Despite the increase in the National minimum wage, staff costs did not go up by much due to vacancies being covered by the high commitment of staff. Cultural Programme costs were up by 9% while Restricted costs included £56k of museum reimagination costs which are recovered from the NLHF.

Designated Funds at the year end include £105k Emergency Funds (equivalent to 3 months of core costs) and £110k General Fund which is to cover future deficits. These reserves were built up due to funding from the supporting authorities over the pandemic.

The Havant Arts Active position continues to be strong and it gave a gift of £20k to the charity this year while it continues to have a healthy cash result.

The net result for the charity for the year to 31st March 2024 was a deficit of £20,569. The forecast for the year to 31 March 2025 is a deficit of £56k.

**Questions:**

**Sharon Morris**

Do you still have staff vacancies? FB confirmed that we our core staff team is all in place currently.What does Sundry mean in the Unrestricted. FB said we would look into this and come back with the detail.

**Roger Harrison**

Compliments on HAA

**John Whitelaw**

Asked about expenditure. LW talked about this as a trend locally and nationally and that we are really mindful of this and will need to consider how we will tweak this and will also look at income in the broader sense – broader than these four walls – again locally and nationally; FBdescribed how we have been honest about the challenge we are facing wanting to operate financially from a budget based on reality.

**Valerie Bird**

Asked about lettings and FB explained the current position.

**Hugh Owen**

Have you got the physical capacity to do more? LW: A mixture of the two: theatre yes we are reaching capacity but we are looking at how we maximise the use of the rest of the building – how do we use more of the spaces all of the time? We will have to look at the model again. We have a really strong foundation to build upon.

Research Room, there doesn’t seem to be much going on down there – can we capitalise further on that asset? LW: We have needed to complete the re-imagination for the NHLF bid but that area will play a strong part in future thinking. We are looking at how we can make a unified offer rather than two: theatre and heritage. Staffing – looking to develop our capacity.

**24/8 ELECTION OF TRUSTEES**

Standing down this year: **Peter Hammond**

**SGG gave his thanks to PH for his commitment to The Spring over the last 9 years.**

Standing down and up for re-election: **Nathan Curry** and **Sam Garner-Gibbons**

**Nathan Curry**: theatre director and film producer – Tangled Feet based in Luton; devise TF does a lot of work with young people. This will be his last year as a trustee.

**Sam Garner-Gibbons:** Technical Director at Chichester Festival Theatre, looking after everything to do with the building on board for 8 years with this being his final year and last year as Chair of Trustees. Background knowledge of running an arts building, experience of Arts Council relationships, taking forward the environmental agenda.

**Lucy Flannery**: Professional writer 20 years, worked in film, radio, theatre, Founder of Havant Literary Festival. She has a number of side hustles including: being a tutor for creative writing group. Shesubscribes to the Nolan Principles of public service.

Valerie Bird proposed **Nathan Curry**; **Hugh Owen** proposed **Lucy Flannery;** **Peter Hammond** proposed **Sam** **Garner-Gibbons**; all were seconded by **Richard McMillan.**

Majority in agreement plus proxy votes for all three proposals carried nem con

**24/9 APPOINTMENT OF AUDITORS**

Morris Crocker were formally elected as auditors - proposed by **Roger Harrison** and seconded by **Cllr** **Jackie Branson (HCC)** and with online votes carried nem con

**24/10 AOB**

**Hugh Owen** asked a question about relationships with the local authority; FB said that the relationship is really positive and HBC are a clear supporter of The Spring.

**Roger Harrison** thanked the trustees and all staff for the fantastic job they have done; he also asked about the heritage lottery money and what this will be spent on. FB described how this was largely spent before their arrival and this has been a challenge but it has enabled them to understand the heritage side of the organisation very quickly.

**Roger Harrison** asked what is the tenure of the property? SGG responded that we have a permit to occupy the building but we are working with HBC on agreeing an appropriate and workable lease going forward, including work that will need doing before we can agree the new lease. FB added that we are looking at a lease of significantly longer that ten years

**Valerie Bird** asked about Dementia Friendly and the ongoing programme. LW described how we are changing the language and offer to a wider audience to access screening rather than dementia friendly. It’s a re-articulation of the offer.

**Valerie Bird** asked about the banners outside – do the partner groups re-use their banners? LW said that we will look into this.

**Bob Comlay** asked how many members are there and how can we increase the membership? FB responded currently 219. and we are looking at the membership and how this is articulated and what the offer is for members. Members thoughts are welcome on this. There was a discussion on the importance of members and their role in the leadership of the Spring.

**Sharon Morris** commented that she came to a great event and said how the message received from the Spring was more important than on Facebook.

**Hugh Owen** requested that weplease remember that we don’t all have smart phones or social media, LW responded that we are strongly against going only digital as paper copies are so important still

**Stephanie Barker** commented that she didn’t know what the benefits were in becoming a member? FB is looking into this and wants to improve communication with members

**Lucy Flannery** commented thatit’s easier for single focus theatres like Chichester Festival Theatre but there isn’t a simple formula for The Spring.

**John Whitelaw** suggested that we need to communicate and informand ask for donations more explicitly.

**Meeting closed at 20.55 pm**

Signed: ……………………………………………………… Date: ……………………………………