

THE ROYAL PHOTOGRAPHIC SOCIETY

## **ANNUAL GENERAL MEETING 2023**

MINUTES of the meeting held online via ZOOM on Saturday 23 September 2023, 11:00-13:00h and APPROVED for issue by the Board of Trustees at a meeting held 16 October 2023

**The Meeting was chaired by the President, Simon Hill HonFRPS**

### **Present**

#### **RPS Board of Trustees (Council):**

Simon Hill HonFRPS, President and Chair of Trustees  
Mathew Lodge LRPS, Deputy Chair (online)  
Gavin Bowyer ARPS, Trustee (online)  
Andy Golding ASICI FRPS, Trustee (online)  
Dr Peter Walmsley LRPS, Trustee (online)

#### **RPS Executive Team and Consultants:**

Dan Jones, RPS Chief Executive Officer  
Nikki McCoy, RPS Director of Finance & HR (online)  
Michael Pritchard FRPS, RPS Director of Programmes (online)  
Adrian Leighton, Communications Consultant  
John Slyne FCCA, Finance Consultant

#### **Apologies from RPS Trustees & Executive Team:**

Sebah Chaudhry, Trustee  
Sophie Collins LRPS, Trustee  
Charlotte Fraiberg, Honorary Treasurer  
Mervyn Mitchell ARPS, Trustee  
Lucinda Stewart, RPS Director of Marketing & Membership

Matt Steele provided technical direction and support  
Several members of RPS staff were in attendance (online)

**At peak attendance of the AGM there were 164 Members present online, 3 at RPS House, and 76 Members had given their apologies (see list on page 2) and nominated the President as their proxy. This provided a total Member representation, at peak attendance of the meeting, of 243 which represents 2.42% of the total Membership, which is 0.13% less than the representation at the AGM 2022.**

**The President notified the meeting that Charlotte Fraiberg (Honorary Treasurer) had suffered a medical emergency and had given her apologies to the meeting.**

**A list of all members registered to attend the event is retained on file.**

**The following Members (76 in total) gave their apologies and nominated the President as their proxy:**

Boris Andresyuk  
Francis Annett  
Rolf M. Augustin Jr.  
Ihor Babii-Varrlng  
Philip Brown LRPS  
Steve Buesden ARPS  
Sebah Chaudhry  
Ian Clarke  
Mary Clarke  
David Clews LRPS  
Sophie Collins LRPS  
Julian Comrie FRPS  
Nigel Corby FRPS  
Andrew P Crawford ARPS  
Malcolm Cross ARPS  
Hoosain M Ebrahim ASIS FRPS  
Stewart Flint LRPS  
Russ Foote LRPS  
Charlotte Fraiberg  
George Gibbs LRPS  
Gab Gibek  
Philip Green LRPS  
Ivo Hadjimishev ARPS  
Peter G Harvey ARPS  
Sheila Haycox ARPS  
David Haynes  
Julie Holbeche-Maund ARPS  
Alistair How LRPS  
Roger Hoyle ASIS FRPS  
Sue Hutton ARPS  
Ralph Jacobson HonFRPS  
Richard Jefferies  
Pauline Jones  
Nicholas Kemp  
Rob Kershaw ARPS  
Rolf Kraehenbuehl ARPS  
Alan Lawrence ARPS  
Gordon Lindsay LRPS  
Jonathan Lipinski

David Mackay  
Robert Anthony Marshall LRPS  
W Martin ARPS  
Linda Mellon  
Charles Miller  
Eve Milner LRPS  
Mervyn Mitchell ARPS  
Gareth Morgan  
Prem Kumar Muthu ARPS  
David (George) Nasmyth  
Kevin Payne  
Andrew Pavitt  
Gerald Phillipson ARPS  
Evelyn Peten  
Roger Reynolds HonFRPS  
Liz Rhodes  
Sheila Richardson  
Donata Rogozik  
Jade Scott  
David Scrivener LRPS  
Olga Short  
David Smith  
Torrice Smith LRPS  
Bryan Spark  
John Speller  
Pamela Stirling LRPS  
Bernard Stradling LRPS  
Alastair Taylor ARPS  
Dimitrios Theodorakis  
Richard Tucker FRPS  
Chris Vallimae LRPS  
Martin Vaughan FRPS  
James Waddington LRPS  
Tim Walter LRPS  
Edmund White  
Diana Wynn  
Zheng Zhiyu

## WELCOME

The President welcomed all to the Meeting noting that Members were attending from the UK and several overseas countries. He introduced Dan Jones (CEO, appointed February 2023), John Slyne (Finance Consultant) and Andrew Leighton (Communications Consultant).

The President informed attendees that the event was being run as a Zoom Webinar and therefore the audience will be on mute with video disabled and the chat function is not available. The 'live' Q&A function will be enabled exclusively for questions on the Chief Executive's Report. The CEO will answer as many questions as possible in the time available. Any questions relating to the Annual Report & Accounts will not be answered under this agenda item.

## MINUTES

### 1. Minutes of the AGM held 24 September 2022 (POLL 1)

The Minutes of the Annual General Meeting 2022 were circulated prior to this Meeting. There were no errors or omissions notified prior to the Meeting. There were no matters arising.

The President, as Chair of the Meeting, asked for a vote on **acceptance** of the Minutes as a true and accurate record: at the time of the Poll there were 148 Members present online.

The result of the vote was:

116 (online), 3 (at RPS House), and 76 (proxy) Members voted For (**195** in total, **89.9%** of those indicating a vote); 1 voted Against; there were 21 Abstentions; total number of Members indicating a vote 217.

The Minutes were duly **accepted** as a true and accurate record. The voting Return Form was signed by the President and retained for the record.

### 2. Annual Report & Accounts 2022

In advance of the meeting the Annual Report of the RPS for the year ended 31 December 2022 was made available to Members via the RPS website. This year the Annual Report & Accounts was published on electronic form (PDF format) with no printed version.

In a presentation to those present at the meeting, the President restated the Vision and Mission of the RPS and provided an outline of the three Pillars - "*Inspire*" "*Create*" "*Connect*" - and the five Aims - *Inclusion, Social Responsibility, Member Involvement, Financial Sustainability, Profile Raising*. The President presented some of the highlights from the Annual Report, including:

Exhibitions	Distinctions and Qualifications
RPS Awards	RPS Community
Education	

Presentation slides used by the President to summarise relevant data are included below:

## Exhibitions

### International Photography Exhibition 163 (2022)

- **IPE 162** was on display at The Museum of Gloucester from 27 January to 5 June.
- **IPE 163** featured 105 images from 60 photographers representing 21 countries - ran from 16 April to 21 August at *RPS Gallery*, receiving 2157 visitors.
- The open call for entries to **IPE 164** received more than 6000 images submitted by 3466 photographers representing 111 countries
- 'Generations' and 'Squaring the Circle' ran at RPS Gallery



Bex Day, 'Eleora and Eleana'

## RPS Awards

### Personal contribution to photography and to service of the RPS

**Progress Medal:** Graham Hudson and Leonardo [Chiariglione](#)  
**Centenary Medal:** Destiny Deacon  
**Outstanding Contribution to Photography Award:** Howard Greenberg  
**Honorary Fellowships:** Laia Abril, Dawoud Bey, Victor Burgin, Craig Easton, Jo Ractliffe, Ming Smith, Dafna Talmor, and Ajamu X  
**Lumière Award:** John [Akomfrah](#)  
**Cinematic Production Award:** Werner Herzog  
**Hood Medal:** Hoda Afshar  
**Vic Odden Award:** Carly Clarke  
**Editorial, Advertising and Fashion Photography Award:** Nadine [Ijewere](#)  
**Education Award:** Andrew Dewdney  
**Curatorship:** Anne McNeill  
**J Dudley Johnston Award:** Professor Emeritus Liz Wells  
**The Selwyn Award:** Edward Fry  
**Scientific Imaging Award:** Babak Tafreshi  
**Photographic Publishing Award:** Craig Atkinson  
**Fenton Medals:** Sue Brown FRPS, Robert Gates ARPS, Janet Haines ARPS, and Richard Brown FRPS  
**RPS Members' Award:** Mark Phillips FRPS



RPS

## Education

A diverse offering of in-person, on-line and facilitated programmes

(%var on 2021 figures shown in brackets)

- 346 photography workshops (+56%)
- 2623 participants (mostly online) (+8%)
- 1500 attendees to 'Books on Photography' with MPF
- 13 events held specifically for young people and families - reaching 529 people.



RPS



RPS

## Distinctions & Qualifications

LRPS ARPS FRPS

(2021 figures shown in brackets)

- circa 400 one-to-one interviews (613)
- 593 assessments (741)
- 48% success (2021: 63%) (2020: 51%)
- LRPS 148 (55% pass rate) (240 / 73%)
- ARPS 88 (50% pass rate) (157 / 59%)
- FRPS 46 (30% pass rate) (67 / 44%)

**Pictured** Aneesa Dawoojee, a professional documentary and portrait photographer, receiving her FRPS in 2022 (with the new-style certificate introduced in the same year)



# The RPS Community

## RPS Membership



	2019	2020	2021	2022	2023	%*
<b>UK</b>	9745	9374	9317	8974	9035	90
<b>International</b>	1457	1247	1338	1275	1001	10
<b>Total</b>	11,202	10,621	10,655	10,249	10,036	100
Change on previous year	-	-581	+34	-406	-213	

Correct at 18 September 2023

# The RPS Community

## Regional Membership



	Central	East Anglia	East Midlands	London	N Ireland	Northern	North West	Scotland	
<b>Total</b>	659	687	452	1055	95	323	589	599	
<b>%</b>	7.6	7.9	5.2	12.1	1.1	3.7	6.8	6.9	
	South East	Southern	South West	Thames Valley	Western	North Wales	South Wales	Yorkshire	<b>Total</b>
	784	840	433	720	724	100	227	420	8707*
	9.0	9.6	5.0	8.3	8.3	1.1	2.6	4.8	100

\* Variation of 328 (total=9035) due to unallocated Region

Correct at 18 September 2023

# The RPS Community

## Group Membership



	Archaeology & Heritage	Analogue	Audio Visual	Creative Eye	Contemporary	Digital Imaging	DIG Online	Historical	
<b>Total</b>	136	246	174	528	362	1216	512	142	
% of RPS Membership (10,036)	1.4	2.5	1.7	5.3	3.6	12.2	5.1	1.4	
	Imaging Science	Landscape	Medical	Nature	Visual Art	Travel	Documentary	Women in Photography	Total
	105	1050	55	927	960	485	596	229	7723
	1.1	10.5	0.6	9.3	9.6	4.9	6.0	2.3	77%

Correct at 18 September 2023

# The RPS Community

## International Membership



	China & Hong Kong	USA & Canada	Mainland Europe	Australia & New Zealand	Republic of Ireland	India	Japan	All other international	Total
<b>Total</b>	234	225	140	99	93	51	37	122	1001
% of Total RPS Membership	2.3	2.3	1.4	1.0	1.0	0.5	0.4	1.2	10%


Correct at 18 September 2023

### 3. Financial Report

Together with Legal and Administrative information, the Consolidated Financial Statements of the RPS for the year ended 31 December 2022 were published with the Annual Report. Due to experiencing a personal medical emergency, the Honorary Treasurer was unable to attend the AGM. Our Financial Consultant, John Slyne FCCA, kindly agreed to present the Financial Report on behalf of the Honorary Treasurer:

“Today I am happy to bring the members through the Treasurer’s report in Charlotte’s absence. I will begin with discussing the financial performance before moving onto the Financial Health of the RPS. I will then summarise the financial year before outlining the financial objectives of the RPS as we move forward.

The Accounts to 31 December 2022 show a deterioration in the financial performance on the previous covid impacted year. This was primarily driven by a loss in investment value in a challenging investment climate combined with an increase in the RPS cost base. The board and the Executive have agreed on an agenda for transformative change. Given the current economic climate and short-term challenges, the Board of Trustees has decided to maintain a prudent Reserves Policy. The Society has ring-fenced a reserve amount to serve as a cushion against unexpected events or economic downturns that may be particularly challenging during the period of transformation of the Society. The Society’s main financial objective is a target of cash neutrality by the end of 2024. Achieving this in current conditions is a significant challenge, but it’s one that absolutely must be met and the plans on how to achieve this are already underway.

<h2>Income Performance</h2>						
Income (£k)	2018	2019	2020	2021	2022	
Subscriptions	1,188	1,018	1,020	1,079	1,034	Member Count
Other	518	593	551	748	678	Reduction post Covid
Investment Income	167	140	101	74	51	Lower asset value
<b>Total</b>	<b>1,873</b>	<b>1,751</b>	<b>1,672</b>	<b>1,901</b>	<b>1,763</b>	7% Decrease YoY

#### Summary of Income Performance

Subscription Income for the year was down versus the prior Covid impacted year driven by the reduction in Membership that Simon referred to previously. Other Income from members was down on the prior year as the world began to open up again but was still well above income for



the years 2018 – 2020. Finally Investment Income was also lower on the reduced carrying amount of investments given the drawdowns that were required to fund operational deficits. The overall result was a reduction in Income for the year 2022 of 7%.

## Financial Health

### Results from Operations (£k) (excluding investment activity)

	2018	2019	2020	2021	2022
Income	1,707	1,612	1,571	1,827	1,712
Expenditure	2,122	2,754	2,154	2,188	2,705
Operating deficit	-415	-1142	-583	-361	-993
Add back depreciation charge	58	180	249	249	264
EBITDA: 'free cash-flow (outflows)'	-357	-962	-334	-112	-729

### Financial Health

EBITDA\* or free cash-flow showed a deficit for the year of £729k. This was a large deterioration from the prior year driven primarily from the increase in expenditure levels year on year combined with the lower level of Income. Cash was required from investment assets to fund this deficit.

*\* EBITDA is short for "Earnings Before Interest, Taxes, Depreciation and Amortisation. It is one of the most widely used measures of a company's financial health and ability to generate cash. A positive EBITDA means that the organisation is profitable at an operating level: it provides goods or services (value) at a price higher than they cost to serve. Conversely, a negative EBITDA means the organisation is facing operational difficulties and/or it is poorly managed.*

### Financial Year Summary

As outlined in the annual report the RPS incurred a financial loss of £526k in respect of the value of investments it was carrying. The portfolio suffered losses in 2022 in a challenging investment culture. Funds were invested on a discretionary basis commensurate with the medium / high-risk profile and investment horizon of the agreed investment policy, and timings of unplanned drawdown adversely affected the portfolio returns.

Additionally there was a material increase in the cost base of £517k, the breakdown of which is outlined in the Financial Review within the annual report.

Therefore the statement of cash-flow outlines drawdowns that were required of £750k.

## Financial Objectives

As the RPS moves forward with its transformative agenda it will be very important that careful considerations is paid to the following areas:

1. **Liquidity** – the RPS is targeting that it will be in a cash neutral position by the end of 2024.
2. **Income** – in order to achieve cash neutrality an important factor will be the growth of membership and related income; more about this is covered in the CEO's Report.
3. **Manage the balance sheet** – working capital management will be crucial in this period, particularly cash forecasting. Cash forecasting is monitored monthly and presented to the Finance Committee and the board at regular intervals.
4. **Cost control** – transformative change is already underway to reduce the cost base. This is and will be a very important step on the path to cash neutrality.
5. **Economic environment** – there are real challenges in trying to enact this level of change in the current tough economic environment but the RPS must move forward immediately on its path to cash neutrality by the end of 2024.

## 4. Q&A on Annual Report & Accounts

**Note:** *the full text of all questions has been made available to Members under a separate document. Several of the questions included substantial sections of context. Due to time constraints at the AGM, the questions were distilled from the full text. Prior to delivering the answers to the AGM, all answers were unanimously approved by the Board of Trustees at its meeting held on 22 September 2023. The answers are shown below in blue type.*

### David Manning ARPS

**Question:** As a life member of the Society, I would like to know if I was included in the 600+ drop in membership, and if so, how many other life members also found themselves in the embarrassing situation of being "lapsed" (without warning) from the Society by the new CRM system?

[DAN JONES]

Membership numbers include all life members and annual members. This was an issue when moving to the new system and initially was able to be manually rectified owing to the small relative number of life and Honorary memberships. We now have an automation that renews the main subscription of life members/Hon members. If a life member or Hon member also has a group membership they will enter the renewal period which enables them to pay for existing or add/amend their membership to their selected groups.

Am I to understand that some of the drop in membership was directly attributable to the system implementation? If so, what is being done to restore the confidence, in the system, of those "lapsed" life' and annual members - and how do you plan to attract them back to the Society (in the case of annual members.

[DAN JONES]

Similar to other membership or subscription organisations the primary driver we saw in 2022 was an increase in the number of members allowing their membership to lapse as the restrictions attached to the pandemic were lifted.

The impact of system implementation was an additional indirect factor as problems with the introduction of the technology resulted in lower service levels and disruption of communication particularly around renewals for a short period. Reactivating lapsed members through programmatic CRM communications is a core part of the plans going forward.

### **Alistair How LRPS**

**Question:** Does the RPS have the appropriate executive and non-executive board members in place who have both the financial qualifications (ideally chartered accountant) and the expertise and track record of undertaking a financial turnaround?

[SIMON HILL]

Following the governance review of 2019-2020 the Society developed a robust process of Trustee recruitment managed by a Nominations Committee.

This process deals with Elected Trustees (elected by the Membership) and Appointed Trustees (appointed by the Board). The process ensures the Membership has a significant voice in selection of Trustees and, following the elections, for the Board to appoint additional Trustees to fill any gaps identified in a skills audit undertaken by the Nominations committee.

I feel this process is effective and that we have a Board of Trustees with the necessary skills and experience to deliver effective governance. Furthermore, to provide a more diverse pool from which to appoint to the Honorary Treasurer role, in 2023 for the first time we advertised and recruited outside of the Membership.

To provide the Board with specialist advice we operate a committee structure with each committee providing input to Board discussions through a regular reporting process. The committees are listed on page 2 of the Annual Report. The Finance Committee, chaired by the Honorary Treasurer and membership of which includes three further Trustees (one of whom is the President who is a member ex officio). The committee membership also includes two Chartered Accountants as special advisers; both of whom are members of the RPS. An invited member of that committee is John Slyne, also a Chartered Accountant, who works within the executive team and has past experience of organisational restructures.

I would also add that Dan Jones, our CEO, was appointed in part because of his substantial experience as senior executive in the consumer internet industry, specifically that of growing subscription membership organisations.

The previous CEO oversaw over a long period of strategic and financial mismanagement, leaving the organisation in a perilous state. Why was he rewarded with a generous redundancy and loss of office package [of £114,000?] His role was not made redundant since there is a replacement CEO and he failed to serve any notice period. I am concerned that poor performance has been rewarded.

[JOHN SLYNE]

As outlined in Note 13 to the Annual Accounts total redundancy and loss of office costs for 2022 were £114k. This cost was incurred in relation to 6 impacted people. It was also outlined in the same note that a settlement agreement in relation to key management personnel was <£60k.

Were any bonuses paid to executive directors during the year?

[JOHN SLYNE]

No bonuses were paid.

The Financial performance of RPS (Note 3) shows a net income movement of £(302,803) to £(1,466,028). This seems to be largely down to the movement in 'gain on investment assets/sale of fixed assets. Can more detail be provided regarding the significant year on year change?

[JOHN SLYNE]

As outlined in the Financial Review on page 22 of the Annual Report there were two main drivers associated with the change in financial performance year on year. The first was an increase on the cost base of £517k and there is a breakdown on the elements within that in the report. Secondly, we incurred a loss of £526k in the value of investments portfolio due to the challenges in the investment climate.

### **John Miskelly FRPS**

**Question:** What practical steps did the Trustees take to bring proper governance to bear during the 2022 financial year to stem these losses?

[SIMON HILL]

Proper governance - particularly during challenging financial times - requires a collaborative effort among Board members, senior management, and key stakeholders. The Board of Trustees provided strong leadership, oversight, and guidance that enabled the charity to navigate the crisis while preserving its mission and values.

The practical steps taken by the Board included:

#### **Regular Communication**

The Board maintained open and transparent communication with the executive team, and extended this where appropriate to members and the staff, keeping them informed about our response, and the steps being taken to address the financial challenges.

#### **Financial Oversight**

The Board had regular review of financial statements to enable it to monitor the Society's financial position and to provide recommendations to the executive team that might enable recovery. This oversight extended to specific projects and to the wider organisation operational costs.

#### **Budget Review**

The Board held the CEO and executive team to account in respect of reassessment and revision of the budget to align with the experienced reduction in revenue and increased costs. The Board considered cost-cutting measures and prioritised essential programs and services.

#### **Risk Assessment**

Due to the volatility of the situation resulting from operational issues and the eventual exit of the CEO, the Board's approach to risk management has focussed on short term risk mitigation strategies while we sought to recruit a new CEO. We appointed a new CEO in February and he

has been working with a Trustee that has significant expertise in risk identification and management. The Board's approach to Risk Assessment and Mitigation is an area in which the Board is actively working to improve its effectiveness, moving away from a dynamic process to a more analytical and focussed mitigation process for short, medium and long-term risks. We have appropriate expertise within the Board membership.

### **Fundraising Strategy**

The Board encouraged the executive team to develop a comprehensive fundraising strategy that includes diversifying funding sources, exploring new partnerships, and leveraging existing donor relationships. The appointment of a Development Director role was recommended by the Chief Executive Officer. Small scale emergency fundraising campaigns were approved by the Board but a lack of significantly beneficial fundraising initiatives was something the Board considered to be a failure. The Development Director role was not continued when the incumbent left the role.

### **Cash Flow Management**

The Board closely monitored cash flow to ensure the Society could meet its financial obligations although this required drawdown from reserves.

### **Legal and Regulatory Compliance**

The Board continually monitored compliance with all legal and regulatory requirements.

### **Scenario Planning**

The Board discussed several scenarios to anticipate different outcomes and prepare for worst-case scenarios. This involved some quite significant considerations that feature in our current scenario planning.

The year 2022 was difficult on many levels. Challenges faced by the executive team and the staff included the implementation of a new CRM system and reorganisation of the staff team which ultimately also included the exit of the Chief Executive Officer. During this time, the Board of Trustees monitored the financial situation to the extent allowed by the supply of financial information and held the executive team to account when information was not delivered to the Board in a timely and reliable manner.

As you may be aware, the extent of Trustee powers over the day-to-day executive management of a charity is essentially limited to the appointment and release of the Chief Executive Officer. When, in the view of the Board, a charity is not being managed effectively and efficiently by the executive team, the only recourse open to Trustees is to seek a change in the executive management at the highest level. The CEO we had in post at this time last year is not the same CEO as we have in post this year. The exit of the previous CEO was by mutual agreement between the Board and the previous CEO as outlined in the communication sent to Members.

How will the Trustees (and the senior management) demonstrate that they are capable of managing the very serious position we find ourselves in?

[SIMON HILL]

The Board will continue to provide effective governance in line with Charity Commission guidance notes CC3 and CC3a.

How is the Board going to (as stated in the report) “put the RPS on a sustainable financial footing by the end of 2024”?

[SIMON HILL]

The Board has received and scrutinised the transformation plan and 2024 budget presented by the senior leadership team and it will continue to scrutinise future iterations and maintain oversight of the implementation of that plan. At the same time, the Board will continue to maintain mitigation plans for course correction as required. The details of these plans are, as I am sure you will appreciate, operationally sensitive and I cannot share the details outside of the Board and senior leadership team. I would emphasise however that the essence of our plans is a significant growth in membership, increased diversity of what we offer to our regular and professional members, and very tight control of cost base.

What do the Board consider to be a “sustainable financial footing”?

[SIMON HILL]

The focus of the transformation plan is cash neutrality such that there would be no requirement for cash to be withdrawn from reserves to fund operational activities during 2025.

What is the forecast outturn for 2023 (before unrealised investment gains or losses)?

[JOHN SLYNE]

This is a Q&A on the AGM for 2022. We are not releasing any unaudited figure into the public domain as pertains to 2023. I will say that though we are at the early stage of our transformation plan and haven't yet seen the main impacts of the measures we are taking filter through to the bottom line and significant challenges still remain to tackle in 2024, our current forecast outturn represents a material improvement on 2022

Do the Trustees really consider that the Going Concern statement, as it is currently worded, is appropriate for the current financial position of the charity, where its future survival must be questioned?

[SIMON HILL]

All nine members of the Board of Trustees endorsed the statement. If we did not consider the RPS to be a going concern, I would have said so in my statement. Further, I would draw your attention to the Independent Auditor's 'Conclusions Relating to Going Concern' on page 29 of the Annual Report.

Do the Trustees consider it appropriate to simply change an agreed policy to deal with the crisis in the Society's financial performance in what appears to readers of the Annual Report to be a 'knee jerk' reaction?

[SIMON HILL]

The reduction in the Reserve was not a knee-jerk reaction. A charity may hold a reasonable level of reserve but is discouraged from holding a level that might be deemed excessive. Funds held as reserves are not available for the delivery of charitable objects. Therefore, as charity Trustees, we need to balance the reasonable level of reserve against the need to deliver on our charitable

objects and, with the need to transform the RPS and ensure its future viability, the Board has agreed to deploy formerly reserved funds to that purpose and revised the Reserve Policy accordingly.

My final question to each of the Trustees individually is, can you honestly say that you have fulfilled, and continue to fulfil, all your legal responsibilities?

[SIMON HILL]

John, you will be familiar with Charity Commission Guidance Note CC3a which details the six main duties of a charity Trustee. These duties are:

1 - Ensuring the charity is carrying out its purposes for public benefit - for the RPS this is defined in recital 2.1 of our Royal Charter, and states the objects being "to educate members of the public by increasing their knowledge and understanding of photography and in doing so to promote the highest standards of achievement in photography in order to encourage public appreciation of photography.";

2 - comply with the charity's governing document and the law - for the RPS this means the Royal Charter and the By-Laws;

3 - act in the charity's best interests which means enable the RPS to deliver on its charitable objects;

4 - manage the charity's resources responsibility which requires us - the Board of Trustees - to ensure the charity's assets are only used to support or deliver on our charitable objects and not to take inappropriate risks (I stress that it does not state we must not take any risks);

5 - act with reasonable care and skill, taking appropriate advice when necessary; and

6 - ensure the charity is accountable through compliance with statutory accounting and reporting requirements; compliance with the law; fulfil accountability to members; and ensure accountability within the charity particularly where tasks and decisions are delegated to staff or volunteers.

As recently as the Board of Trustees meeting held yesterday, every member of the Board of Trustees, whether they are Elected or Appointed, continues to be satisfied that they are each and collectively fulfilling these six duties of a Trustee including but not limited to item 2, being in compliance with the charity's governing document and the law.

### **Dr Alan Hodgson ASIS HonFRPS**

**Question:** As a part of the AGM members are being asked to ratify 2 changes to the by-laws. The change to 4.3 references "the RPS Chartered Photographer Regulations". I cannot find these on the RPS website. Are these available yet, albeit in draft form?

[SIMON HILL]

Our Royal Charter provides for the award of the Chartered Photographer designation subject to approved amendment of the By-Laws (recital 10) and following certification (recital 16) by the Privy Council. You will recall that I drafted Regulations for the award of Chartered Photographer during your Presidency of the RPS and these were finalised to a draft submitted for initial examination to

Privy Council advisers on 1 June 2021 which I appreciate was after your Presidency ended so you will not have seen subsequent iterations of the draft.

Since then, we have been working with the Privy Council Office to reach a final version that can be submitted to the Privy Council for its certification. In order for that to happen, as the By-Laws under which we currently operate we require a set of By-Laws that are approved by the Privy Council. The By-Law revisions that we will be voting on later in this meeting include inter alia changes advised by the Privy Council. When we have a set of By-Laws that are acceptable to the Privy Council, we can finalise the Regulations for Chartered Photographer and these can then be made available via the RPS website.

### **Gareth Hughes LRPS**

**Question:** Last year was tough financially. The annual deficit of nearly £1.5m is clearly unsustainable. Given that we pay no rent on Paintworks this is an effective understatement. Paintworks is our major asset but also a huge drain on costs as it is probably an inappropriate vanity project. What would the deficit have been if we were paying market rent on Paintworks?

The exhibition space is not exactly Bristol's prime attraction, more an unduly expensive luxury – each attendee seems to have cost about £52 (Cost £315,554, attendees 6,068). What are the plans to reverse this?

[DAN JONES]

Exhibitions programme remains an important part of the charitable activities of RPS and our mission. Engagement among photographers worldwide is exceptionally strong and IPE particularly attracts engagement from a much younger and more diverse group than other RPS activities. That said, we acknowledge that visitor numbers to RPS house have been somewhat underwhelming. As part of our transformation plans we are looking to strengthen local community engagement with exhibitions, as well as exploring potential for exhibitions to tour other venues and exist digitally - increasing visibility. We are also exploring potential for commercial sponsorship in 2024, whilst continuing to look for ways to reduce costs wherever possible.

Nor can Paintworks be described as accessible from a transport viewpoint – Bristol is not a great location for the majority of members unlike, say, Birmingham or London.

[DAN JONES]

Whilst Paintworks is perhaps not the most central or high profile part of Bristol, we are co-located with the Martin Parr Foundation in a 'photo hub' something we believe has not been fully exploited to date and which we hope to leverage as we move forward with our transformation agenda.

When do we propose relocating RPS HQ before it is too late?

[SIMON HILL]

Acquisition of RPS House was a decision taken under a previous Council, in 2018-2019. We own the lease and the annual running cost of the building is circa £100,000. Leaving to one side any debate on whether RPS House is too big for our purposes or whether it provides the most effective allocation of space or, indeed, whether it is in the right place, it is our base and to provide a more



appropriate space in a more suitable location would cost circa £250,000+ per annum. We would also take a hit on relocation and a write down in the resale value.

As the question acknowledges, the ownership of the lease is one of the major assets of the Society and could potentially be liquidated to raise funds as part of a future scenario.

**Jean Robson FRPS**

**Question:** Is there a plan in place to resolve the issue [of declining membership due to Direct Debits] , and if that is not possible should the Society contact ALL members whose Society membership lapses when a DD is in place before removing them from the membership lists?

[DAN JONES]

When the system was launched there were a number of issues with the main being missed collections and overpayments, caused by the way the membership terms and entitlements were administered not being accurate, and how the Direct Debit functionality was built in.

This has been fixed and DD payers will now not get lapsed as they are on auto-renewal, and we have a process to contact all DD failures and cancellations – and now have a built-in workflow to retry missed payments.

There is one remaining issue involving SIG group membership of life members not being collected via DD. This has been reported and the new logic to resolve the issue has been built, but is behind other priorities in our development queue. Until this time we have a manual process of adding these groups to the DD batch each month which should have resolved the issue.

**Simon Maddison LRPS**

**Question:** Why is there still no RPS members monthly competition?

[DAN JONES]

We need to configure the capability within our tech systems to facilitate competitions. This is in the roadmap but has been delayed as we addressed the initial problems with the implementation. Competitions will be starting up again in 2024.

**Martin Keene FRPS**

**Question:** Please could you update the meeting on progress of the RPS-PPA?

[DAN JONES]

Members of the MPA have been enjoying membership of the RPS for the last several months as we work to bring the two organisations into line. Discussions are continuing with a view to the membership and operations of the MPA being subsumed into RPS in Q4 2023, with the launch of our professional offering in Q1 2024.

One of the aspirations in the report is for an increase in membership. Please could you share those targets for the next five years making clear what part of any increase is due to the RPS-PPA.

[DAN JONES]

We do not discuss specific membership targets in the public domain as this is operationally sensitive to the organisation but I will say that our initial aim is to increase membership of the RPS to an all time high within the next two years - by the end of 2025 - and this will exclude any impact of anyone taking up membership of our professional offering.

The remuneration of key management personnel in the year amounted to £336,160 (2021: £232,394). This includes a settlement agreement payment of £59,258. Once the settlement agreement has been taken into account that is an increase from 2021 £232,394 to 2022 £276,902 = 19%. Why does the pay for key management personnel appear to have increased by that much?

[JOHN SLYNE]

The increase in 2022 salaries can be attributable to:

- The full year impact of addition of the Director of Development role in October 2021 to the senior leadership team
- 2% annual pay award for all staff

The total redundancy and loss of office costs for the Society were £114,101 (2021: £Nil). The average number of staff employed during the year was 25 (2021: 25) in Society administration and management. The average number of full-time equivalent employees was 23 (2021:23). If there have been redundancies, then should there not be a corresponding reduction in staff numbers.

[JOHN SLYNE]

The redundancy actions that were taken in 2022 were all actioned at the end of Q4 which skews the statistics for the average number of employees. Overall in the year there were eight leavers and four people joined the team.

Apart from membership, what is the revenue per member, from courses, distinctions, and other events and activities organised centrally by RPS staff? How has that varied over recent years?

[JOHN SLYNE]

Revenue from courses and some events includes members and non-members with different pricing for each. Except for 2020 and the early impacts of the Covid onslaught the revenue across all these areas have remained consistent in recent years.

### **Mark Edwards LRPS**

**Question:** As the transformation plan is to be implemented in 2023 and 2024 (page 24) could this be as soon as 2025 if the transformation plan does not halt the run of deficits?

[DAN JONES]

Yes. The transformation plan has milestones and KPIs that will be monitored and reviewed continuously by the board and the finance committee to track progress and adjust or pivot if necessary.

As that is only fifteen months away, what is the broad shape of the emergency rescue plan or plans being considered?

[DAN JONES]

The transformation programme plans to leverage prior investments in marketing technologies to reposition and bring new audiences to the RPS. It will also introduce wide-ranging measures to reduce the fixed-cost base and unlock significant operational efficiencies.

As the Expendable Capital fund at the end of 2022 was below the £1,000,000 minimum level set in 2023 (table 23), what is the current level of those reserves and how likely is it that they will be maintained above that level until it can be determined whether the transformation has been a success?

[JOHN SLYNE]

The ring-fenced reserve of £1m is in relation to the minimum level of listed investments required to be held if the event of an emergency rescue plan is being implemented. The Expendable Capital fund represents surpluses built up in previous years which is used to fund the operations of the Society. This will reduce in the short term as we implement the transformation agenda and will be closely monitored in line with all working capital needs.

Will the reserves of Groups be 100% protected if an emergency rescue plan is implemented?

[JOHN SLYNE]

As outlined in the Statement of Going Concern within the Annual Report, the ring-fenced reserve of £1m is to be deployed if the transformation agenda is unsuccessful and an emergency rescue plan has to be implemented.

### **Richard Ellis ARPS**

**Question:** Why do the trustees think now is the time to halve the free reserves target to £1m? Surely in tough times you need more not fewer reserves.

[DAN JONES]

The decision was taken with consideration of the funding requirements of RPS operations and the transformation plan, and Charity Commission guidance as to what constitutes a reasonable level of reserve.

If there is not a substantial uplift in membership in 2024 will the centre push through sufficient cost reductions to deliver a balanced budget?

[DAN JONES]

Whilst Executive and Trustees both believe that reaching new audiences and recruiting new members is the best route to improve the financial situation, controlling expenditure is equally important. Significant measures to reduce the fixed cost base are in the process of being implemented, including a proposed reorganisation and changes to core RPS programmes.

The survival of the RPS is paramount however and so whatever measures are ultimately required to achieve sustainability will be implemented to achieve this. It should be noted however that the RPS does already operate in a frugal manner and that any such additional measures would have significant impact on frontline services and thus RPS charitable activities.

Given that the exhibitions programme has lost an average of £784 every day for the last 3 years and the continued burden of RPS house should HQ not be sold and exhibition space rented once the society has worked out how to deliver exhibitions profitably?

[DAN JONES]

This has already been answered elsewhere.

## 5. Approval and Acceptance of the Annual Report and Financial Statements (POLL 2)

The President, as Chair of the Meeting, asked for a vote on **approval and acceptance** of the Annual Report & Accounts 2022: at the time of the Poll there were 164 Members present online.

The result of the vote was:

121 (online), 3 (at RPS House), and 76 (proxy) Members voted For (**200** in total, **88.9%** of those indicating a vote); 5 voted Against; there were 20 Abstentions; total number of Members indicating a vote 225.

The Annual Report & Accounts were duly **approved and accepted**. The voting Return Form was signed by the President and retained for the record.

## 6. Appointment of Auditors (POLL 3)

The President, as Chair of the Meeting, asked for a vote on **appointment** of Moore Accountants as the Auditors for 2023: at the time of the Poll there were 163 Members present online.

The result of the vote was:

122 (online), 3 (at RPS House), and 76 (proxy) Members voted For (**201** in total, **92.6%** of those indicating a vote); 4 voted Against; there were 12 Abstentions; total number of Members indicating a vote 217.

Moore Accountants were duly **appointed** as auditors. The voting Return Form was signed by the President and retained for the record.

## 7. Chief Executive Officer's Report

The CEO, Dan Jones, gave a forward-looking presentation to Members. The following notes summarise this presentation:

1: A review of the RPS operating budget history showing that RPS has run operating deficits (excluding donations and legacies) since at least 2007. The situation has deteriorated in recent years with larger deficits, particularly in 2019 and 2022 when we made investment in property (RPS House) and technology respectively.

2021 was a year impacted by the pandemic and we actually ran a smaller deficit as the lockdown restrictions created more demand, and virtual service delivery was more efficient. This could represent a blueprint for the future evolution of RPS Services.

2: Detailed improvements made to the Financial Control and Financial Management over the course of 2023, including:

- Trustees advertising external to bring in new Honorary Treasurer with extensive experience.
- 16+ annual finance and strategic review meetings with Trustees and Finance Committee, and brought in John Slyne FCCA as financial consultant.
- We undertook an extensive review of finances, cost base analysis and membership trends, and undertook a comprehensive forecasting, modelling and budgeting process for 2024.

3: Detailed the measures being implemented to move toward a more balanced budget outcome:

- As a first priority we are urgently implementing a package of measures to reduce the cost base:
- Proposal to restructure Bristol team is in consultation phase.
- Introducing efficiencies within front line services and programmes will deliver material savings.
- Program of measures to control governance costs.
- Our second priority is accelerating new member acquisition and introducing new audiences to the RPS with 'modern marketing methods'.
- In tandem with some other operational changes, we believe this package of measures can reduce our deficit by an additional £400,000.

4: Detailed some of the things we mean when we say we are applying 'modern marketing methods to the RPS', including recruitment of a new Marketing Director with extensive experience, increased use of technology, and development of a new communication platform and brand proposition.

5: The new RPS brand proposition is ***"Everything you need for your journey in photography"*** for novices, enthusiasts and professionals. Communication pillars are 'Inspiration', 'Skills and Knowledge', 'Community' and 'Recognition'.

6: Detailed some of the activities that are key to our marketing approach:

- Paid digital advertising, improvements to the sign-up path and the website, and testing into tiered pricing and new member packages are seen as key to new member acquisition.
- Concentrating on building an onboarding experience and reinforcing the value of RPS membership in the first 30 days are seen as key to member retention.
- We are also working hard to improve existing membership pain points such as the events listing facility.

7: Detailed a provisional look at the 2024 integrated activity calendar by each of the four communication pillars

8: Detailed a summary of how we propose to develop core RPS programmes and services for better experience and more efficiency, including:

- Driving uptake of distinctions is a big focus for RPS in 2024, the modernised Licentiate becoming a digital only workflow in 2024 with many upgrades for applicants.
- The RPS Journal will be a quarterly publication in 2024 with more use of both editorial and archive through digital channels.

9: Reinforced the importance of Community to RPS (i.e., SiGs, Regions, Chapters and other volunteer roles).

- Development of the Community and interaction with RPS Bristol to introduce more members to our community groups.
- Plans to review and update governance and accounting practices with Community groups, with a proposal to commence consultation with MemCom in Q4.

## 8. Q&A

There was a short 'live' question and answer session after the CEO's presentation.

The main points arising from selected questions are summarised below.

### Neil Harris

**Question:** The RPS Journal arrives as hard copy 6 times a year. It is already available as a pdf copy on the website. The RPS could give a reduced subscription to those not wanting to receive the paper copy, this reduced subscription might encourage more people to join. It must be expensive to produce and send. Is this figure known?

[DAN JONES]

Certainly, providing the Journal in different forms for members or prospective members with different needs is something we are looking at. Unfortunately, I don't think it's as simple as reducing the price point but it's something we are considering as we look at pricing and packaging and creating new perhaps lower priced products. We also need to ensure that anything we do works toward achieving the financial aims of the organisation.

### Marika Buchberger

**Question:** There are over 400 million cameras in the USA, which includes cell phones. So why only 225 members? Pricing, that's why. You need to create a fee schedule suitable for USA members who are very money conscious and are not willing to pay over \$100/year for a magazine. If you want more USA membership, and USA is an untapped market worth MILLIONS of dollars, you need to create a fee schedule acceptable for someone who will only benefit from receiving a magazine. \$35/year is reasonable.

[DAN JONES]

A great observation – RPS has a vibrant international membership, over 10% of members and we've never really promoted it, it's more organic. There are barriers as you say in your question to international members enjoying some aspects of RPS membership. We feel the solution lies in the digitalisation of the RPS and if we were successful and make more of the core aspects of the RPS accessible and consumable wherever you are in the world and your time zone then we can begin to promote the international membership a bit harder.

### **Lois Wakeman**

**Question:** As volunteers, we face significant frustrations with both the CMS and the events module, and to a lesser extent SIG broadcasting. We understand that the needs of HQ and back-office functions take priority but would like to see some realistic milestones attached to fixing deficiencies in the volunteer-facing functions before we lose the will to participate entirely - and I think the RPS can ill-afford to lose the huge free resource that volunteers represent.

[DAN JONES]

We understand the frustration. Issues with Blackthorn specifically have a couple of different causes and will require a couple of different solutions. We were on an old version of the application and were looking potentially to upgrade and were in the process of understanding to what extent that would resolve some availability issues, the second issue is that none of the events platforms are really out of the box optimised for our range and volume of events and so we were looking at configuration and display changes that may improve the discoverability aspects and also make the platform easier to use. We will look at other volunteer facing platforms as well but are prioritising events at the moment.

### **Randal Tajer**

**Question:** At a time when more photographs are being taken and shared than at any time in history and with technology making production of high-quality images accessible to more people than ever before, it seems implausible that the RPS is struggling to maintain viability. When you speak about growing membership, do you intend to leverage the most valuable asset of RPS – its Brand – into non-traditional areas of photography like social media?

[DAN JONES]

Very good question. I think this is exactly what we want to do and is the area we are looking at when I said we would look to create new membership products and tiered pricing. We might create a smartphone membership for someone who wants to improve their composition or understanding but isn't ready to commit to a distinction for example. We also need in parallel to look at the way we talk about the society, the language we use and the activities we run – the recent AI events are a great example of that, I think.

### **Melanie Chalk**

**Question:** Member Retention: Lots of talk about new members, what about the loyal band of existing members? What increased benefits will there be for them?

[DAN JONES]

We hope that everything we do for new members will also be great for existing members: a better more efficient more responsive RPS. When we said we would be looking at KPIs for member acquisition we will also be looking at engagement metrics among the existing membership.

## Stewart Wall

**Question:** The RPS, through the regions, groups, and peer assessed print and digital distinctions, has an excellent members-based community and reputation that has been developed over 170 years. Can Dan add more information about how he will protect that experience, feeling of community and family, and heritage as he develops subscription numbers with new audiences that might simply view membership as a subscription?

[DAN JONES]

We hope to execute the Transformation plan with respect to the heritage and legacy of the RPS, essentially, we plan to build on the strengths and preserve the strong reputation and positive aspects of the RPS membership experience. That said there are a lot of operational aspects that need improvements, and I think functionally can improve also. With the digital LRPS I think giving detailed feedback to applicants whether they pass or fail for example is a major improvement for candidates.

## Andrew Eldon

**Question:** I'm a new member and really supportive of your agenda. I've got a lot of digital experience too and can see where you're heading. How could I, as a volunteer, contribute and participate in the transformation?

[DAN JONES]

As RPS evolves and more of our services are intermediated by technology, it follows the nature of volunteering will change too and that we may have an increased need for volunteers who are familiar with and happy using technology. We've already stated to engage with part of the community on this topic and will have more to say in the next year or so.

## 9. Notice of Appointments to the Board

The President provided Notice of appointments to the Board as required under By-Law 2021:26.3(d).

The year 2023 began with a full Board of Twelve Trustees:

Simon Hill HonFRPS, President & Chair of Trustees  
Mathew Lodge LRPS, Deputy Chair  
Derek Trendell FCA ARPS, Honorary Treasurer

Mónica Alcazár-Duarte	Sarah J Dow ARPS
Nicola Bolton ARPS	Andy Golding ASICI FRPS
Gavin Bowyer ARPS	Mervyn Mitchell ARPS
Sebah Chaudhry	Dr Peter Walmsley LRPS
Sophie Collins LRPS	

During the course of the year, the Board received and accepted the resignation of four Trustees:

Mónica Alcazár-Duarte	Sarah J Dow ARPS
Nicola Bolton ARPS	Derek Trendell FCA ARPS



Following a recruitment process managed by Gavin Bowyer ARPS (Trustee), the Board approved the appointment of an Honorary Treasurer recruited from outside the Society. The successful candidate was required to become a Member of the RPS before her appointment could be ratified. The Board subsequently ratified the appointment of:

Charlotte Fraiberg, Honorary Treasurer

The appointment of Charlotte Fraiberg brings the size of the Board to nine Trustees which is the number of Trustees that the Board feels is most appropriate for the RPS and is in line with the ten Trustees required under By Laws 2004 (minus the President Elect role which was abolished by Members with adoption of new by Laws in 2021). Consequently, subject to Members passing the Motion under agenda item 11, the Board has a full membership of nine Trustees.

There are six Trustees coming to the end of their term of office at the close of the AGM 2024:

Mathew Lodge LRPS	APPOINTED Trustee
Gavin Bowyer ARPS	ELECTED Trustee
Sebah Chaudhry	APPOINTED Trustee
Andy Golding ASICI FRPS	ELECTED Trustee
Mervyn Mitchell ARPS	ELECTED Trustee
Dr Peter Walmsley LRPS	ELECTED Trustee

With the Motion passed at the AGM 2022 to re-elect Simon Hill HonFRPS as President and Chair of Trustees (refer to Minutes of AGM 2022, agenda item 8), his further two-year term of office as President and his six-year term as a Trustee will end co-terminus at the close of the AGM 2025.

Consequently, it will be necessary to hold Trustee elections and appointments in 2024 and a Presidential election in 2025. The process proposed for these elections and appointments was summarised in two slides presented at the AGM (process and timeline subject to confirmation by RPS Nominations Committee).

### 10.1 Notice and process for election/appointment of Trustees in 2024

With the Motion passed at this AGM (under agenda item 11, see below) this election/appointment process will be to elect **four Elected Trustees** and appoint **two Appointed Trustees**.

January 2024	Call for nominations
January-February 2024	Nomination period (ends 29 February 2024)
March 2024	Candidate appraisal by Nominations Committee
April 2024	Publication of <i>Candidate Prospectus</i>
May-June 2024	Voting period (ends 30 June 2024)
July 2024	Result announced
July-August 2024	Training and on-boarding
September 2024 (AGM)	Formal announcement of result and hand-over to new Trustees

## 10.2 Notice and process for election of President in 2025

January 2025	Call for nominations
January-February 2025	Nomination period (ends 28 February 2025)
March 2025	Candidate appraisal by Nominations Committee
April 2025	Publication of <i>Candidate Prospectus</i>
May-June 2025	Voting period (ends 30 June 2025)
July 2025	Result announced
July-August 2025	Training and on-boarding
September 2025 (AGM)	Formal announcement of result and hand-over to new President

## 11. Result of Vote on the Motion (POLL 4)

### MOTION

The Board of Trustees puts the Motion to the Members of the Royal Photographic Society to vote their approval to Accept revisions to those By-Laws previously approved and adopted by the Society in General Meeting held on 27 March 2021.

The President, as Chair of the Meeting, asked for a vote on the Motion: at the time of the Poll there were 152 Members present online, 3 in the studio, and the President held 76\* proxy votes; total Member representation was therefore 231.

The result of the vote was:

112 (online), 3 (at RPS House), and 75\* (proxy) Members voted For (**190** in total, **88.37%** of the 215\*\* Members indicating a vote); 6 voted Against; there were 19 Abstentions (18 online, 1 proxy); there were 16 no votes.

The Motion was **passed**. The voting Return Form was signed by the President and retained for the record.

\* **Note:** The President, as Chair of the Meeting, held 76 proxy votes although 1 of these proxy votes had indicated (by email) they could not support the Motion. They did not explicitly request their proxy to be used Against the Motion so the President applied the proxy as an Abstention.

\*\* **Note:** As the Motion is for a change in the By-Laws, under By-Law 2021:28.10 it is necessary to have a 2/3rds majority (66.67%) *of those Members voting*, in support of the Motion. Although there were, at the time of the vote, 231 Members represented at the meeting, only **215** of those actually voted. Therefore, it was necessary to gain the support of 2/3rds of 215 Members (which is 144). The Motion was passed with a comfortable margin of 21.7% above the required number.

Following announcement of the result, the President thanked Members for supporting the Motion.

## 12. President's Address

The President delivered his annual President's Address - under the title "*To see and take pleasure in seeing*" - which will be published, together with a report of this meeting, in the next issue of the *RPS Journal* (vol 163 no 6, Nov/Dec 2023).

## Thanks

Prior to closing the Annual General Meeting, the President thanked Charlotte Fraiberg (Honorary Treasurer) and wished her well, Dan Jones (CEO), John Slyne (Finance Consultant), Adrian Leighton (Communications Consultant), Nikki McCoy (RPS Director of Finance & HR), Dr Michael Pritchard FRPS (RPS Director of Programmes), Matt Steele, and the Board of Trustees.

## Advance Notice of Date of Annual General Meeting 2024

At a meeting of the Board of Trustees held 22 September 2023, Trustees set the date of the Annual General Meeting 2024 to be **21 September 2024**; time to be confirmed in the Formal Notice which will be communicated to members.

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[SH] 23-Sept-2023