

SWI Annual General Meeting – Minutes 13th May 2023 By Zoom

In Attendance (Trustees)

National President, Trustee	Anne Kerr
Vice President, Trustee	Mary Burney
Honorary Treasurer, Trustee	Dawn Endean
Trustee	Aileen Cavers
Trustee	Anne Howat
Trustee	Joan Hutchison
Trustee	Karen Johnson

In addition, 131 SWI members attended this event online.

Staff

Diane Cooper, Pauline Burnett, Jacqui McGuire, Ailsa McLeod, Ashmita Bhattarai, Charlotte Hughes, Beth Spencer

Member Facilitators

Maz Thorn, Pauline Brown and Kath Howden

Advisors

Kenny McDowell, Saffery Champness

1. Opening, Welcome, Apologies, Declaration of Interest

The President, Anne Kerr, welcomed members to the AGM. There were no declarations of interest.

2. Minutes of Virtual AGM Held on 28th May 2022

The minutes of the AGM held virtually on 28th May 2022 were proposed by Mary Burney and seconded by Aileen Cavers.

3. The President's Report for 2022

In 2022, after decades of membership decline and the **unprecedented** shock of losing 30% of members during the pandemic, the Board developed an ambitious new three-year strategy. This was approved by members who took part in last year's national membership consultation.

The core purpose of the new strategy is to transform the SWI into a sustainable organisation that is fit for the future, while the overarching theme of the strategy is for members to help shape the future of the organisation.

The four key aims of the strategy are:

1. **Implement transformational change**
2. **Grow the membership**
3. **Reduce our overheads and achieve financial sustainability**
4. **Have an ambition for the future**

I encourage you to read the full annual report narrative in the annual accounts, but I will summarise the highlights of what was progressed during 2022.

Our first goal was to implement transformational change and real progress has been made here.

Last year, a staff restructure took place to ensure the staff that could manage a membership organisation and deliver the organisation's strategy efficiently. We have proudly achieved the SWI's first ever workplace accreditation and we are now a 'Living Wage employer', this shows we care about staff and attract the right calibre of employees now and in the future.

We have made a significant shift to digital working which reduces costs, resources, and paperwork. Members have positively responded by embracing this new way of working; for example, booking events online or subscribing up to the new online magazine, now accessible to all members free of charge. The magazine now reaches three times as many members as it did this time last year. We have strategically expanded our digital reach across Scotland's communities and are proactively changing the public perception of the SWI into one that is inclusive and modern.

We continue to strengthen our commitment to advancing education for all women by providing online training to our members, board members, and staff. For members this has included lifelong learning sessions in public speaking, social media, skills sharing and health and wellbeing.

Maintaining meaningful connections is, of course, key to the SWI. Now our new office bearer peer groups meet bi-monthly to discuss and resolve any membership issues. This not only supports the network of governance across our Federations but offers office bearers a useful sounding board.

Finally, the Board has progressed a review of the SWI's charitable status and constitution which will also **implement transformational change** as we transition to become a Scottish Charitable Incorporated Organisation (SCIO). The aim is to provide a membership structure that works for now and the future, and members will shortly be consulted on a proposed new constitution.

The second key aim of the strategy is to grow the membership.

2022 was very challenging and the fallout from the pandemic resulted in weekly institute closures. It was imperative to engage with members and drive membership growth.

This has been achieved to great effect. As an initial response to the impact of the pandemic, a membership drive toolkit was provided for members to use to raise awareness of their groups. This included sharable social media images, flyers, and posters with testimonials from members. This was well received by members who shared them widely in their communities and with everyone pulling in the same direction we kickstarted a new momentum to encourage membership growth.

To stem the tide of closures it was also vital that we engaged with members to listen to any concerns and reassure them there was hope for the future. Throughout the year, the new CEO and I attended and visited many centenary events, Institutes and Federations – thank you to all concerned! In addition, 60 Federation office bearers attended the official launch of the new three-year strategy in Edinburgh in late summer.

There were, of course, external factors posed challenges to the SWI. Our membership numbers have significantly reduced, we are the middle of a cost-of-living crisis, and the uptake of competitions has reduced resulting in many cancelled events. During the year, the committees worked closely with the staff to organise many traditional national competitions and events. However, we must make improvements to national events and competitions as most are not financially viable or are historically complex. The new board and committees will be tasked with facing these challenges.

On a more positive note, our online events are doing well, and non-members are now being charged to attend these events, so a small new income stream has been established.

A full list of the events is on page 6 of the annual report in the annual accounts document.

Since launching the new strategy in September, we have piloted a series of new groups which drive membership growth in key locations where there is potential need and demand from 21st century women in Scotland.

This has led to an upward trajectory in new members – the first growth in a decade – and we are making key learnings along the way, which is useful for informing the new constitution. These new institute groups have slight variances in where, when and how often to meet, or how to organise the group but ultimately these new members want the same things all women want; friendship, learning and fun!

Members from both Institutes and Federations continue to support these new groups by buddying with them until they are fully established. Many thanks and congratulations to all the members who are championing this growth. We couldn't do it without you!

Our third strategic aim is to reduce our overheads and achieve financial sustainability.

As part of the strategy, we must reduce our overheads to ensure we have financially sustainable future. Now, our only income stream is membership fees. In the past couple of years, our financial outgoings have far exceeded our income and we have heavily relied on utilising investments to fill the gap. However, as the auditors will confirm, this is not sustainable long term.

So, 2022 saw a review of the SWI costs for everything from membership income through to membership expenses for competitions. A review of all contracts, suppliers, and overheads was conducted and we have created short, medium, and long-term actions to reduce costs.

One of the key actions is to sell the office in Heriot Row, the building is underutilised, expensive to maintain and not fit for purpose or accessible as an office or member space. It is currently under offer subject to planning consent. The proceeds from the sale will inflate the investment income to further the case of developing an ambitious SWI visitor learning centre in Scotland.

The SWI shop has been revamped and we are looking to sell branded items that will be attractive to members such as non-plastic merchandise and craft kits. Please have a look and we welcome your feedback.

We will ensure that all SWI events and competitions such as the National Conference in September is affordable to members but importantly breaks even. It is important to explore additional income streams from other sources such as commercial exhibitors and sponsors.

We have been successful in applying and securing a range of small pots of funding from Rural Action in Scotland and Inspiring Scotland. This funding is restricted to membership growth in rural areas and match up trading heritage funding. However, when we transition to a Scottish Charitable Incorporated Organisation (SCIO) we will be much more attractive to funders as this reduces financial risk.

Our final strategic aim is to have ambition for the future.

Digital transformation, changing tastes and public perception of the SWI all present challenges for the SWI, but if we grasp these, they become opportunities.

We want to champion our charitable aims of advancing education for all women in Scotland while educating the future generation of our heritage and history over the past 106 years.

This would take the form of a visitor centre which allows visitors to experience our heritage, experiment with learning and get a taste of friendship, confidence, social inclusion and health and wellbeing.

We envisage the visitor learning centre to be enterprising, generating a significant amount of income from a shop and café while being a recruitment space for

members in Scotland. There would be a multi-functional events space for learning and passing on the skills of members to the future generation.

To build up to this ambitious project, we have made inroads with implementing craft workshops, curating our heritage and history, and selling craft kits in our online shop. In addition, we are engaging with like-minded organisations and external partners for potential capital funding.

In summary

On behalf of the Board and staff, we are proud of our 2022 achievements and know we are positively progressing forward to transform the SWI into a sustainable attractive organisation that is fit for the future. We acknowledge that we have work to be done amongst challenges ahead, however we will remain focused on the core ethos and values of the SWI.

Now, as we enter the new triennium, we welcome new Board members with key skills to take forward the next phase of the strategy. Although I am stepping down from being the President, I am happily remaining on the Board and will ensure I always do my best for this wonderful organisation.

We will publish an annual review of our achievements which will be available on the website and in the next magazine.

Trophy Awards

The Barbara Brookshire Trophy

This award goes to the institute with the greatest number of new members during the year, and was awarded to Leith SWI.

The Stoneycreek Trophy

The Stoneycreek Award is for the second highest increase in membership was awarded to Tarra Gals Institute.

The Retson Family Trophy

The inaugural Retson Family Trophy for the newest institute with the most members was awarded to Bathgate Belles

4. Annual Accounts 2022

Dawn Endean, Honorary Treasurer, introduced Kenny McDowell from Saffrey Champness, SWI's auditor to present the SWI accounts for the year ended 31st December 2022.

Kenny shared the accounts and provided a detailed breakdown of the accounts. He noted that the accounts have been significantly revamped and improved, with detail included on the principle aims and linking the report to the four main strategic aims which is in line with best practice and shows the direction for the organisation. The summary of events is also helpful.

Financial activity is similar year on year. The key number is the operating outcome, the net expenditure of £270,882. This has been driven by a couple of factors, rising costs and the decision to subsidise the levies, which has led to a significant drop in income. The levies have increased for next year to the expected level.

The property at Heriot Row, is understated as it has been accounted for at cost but is worth significantly more which will manifest when it is sold. The investments have taken a fall due to market conditions.

In summary, the strategic ambition is pleasing. It has been difficult due to levy decision and fall in levies. The balance sheet does not include the value of property. The account was approved by the Board in March.

- give a true and fair view of the state of the charity's affairs as of 31 December 2022 and of its incoming resources and application of resources for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Charities and Trustee Investment (Scotland) Act 2005 and r

In response to a question regarding the future of investments, the Chief Executive advised SWI is moving to new investment managers, they do not want to predict the future as the market is so unsettled.

The approval of the accounts was proposed by Karen Johnson and seconded by Aileen Cavers.

5. **Triennium Outcome**

The President advised that after conducting the SWI triennium election process, there are slight changes to announce with regards to our Board and Committees.

Board:

The President thanked the retiring trustees for all their hard work:

- Dawn Endean (Honorary Treasurer)
- Aileen Cavers
- Katie Wood
- Anne Howat

Committees:

The triennium process also asked members to apply for committee positions, however we didn't secure enough applications to maintain the current committee structure of a Finance, Communications, H & H and E & I committees. Therefore, the board have approved a slimmed down committee structure including, finance which is statutory requirement, a new skills committee which will take forward all the H and

H and E & I activities. And with the advance of digital transformation, we no longer need a communications committee, this is produced within the staff team.

This new committee structure now aligns with the SWI strategy, and I am sure the new committee members will support us along the way.

The President thanked all the retiring committee convenors Liz Hay, Jessie Meikle and Nan Brown and the retiring committee members for their hard work across the years.

She then handed over the National Presidency to our new President Mary Burney, who will take over the reins at this important time for the SWI. Mary has many years of experience and will be a fantastic President.

The President handover video was played at this point.

Mary Burney conducted the AGM from this point.

Mary offered her sincere thanks to Anne Kerr and noted she was looking forward to continuing where you left off and further progress the organisation's strategy.

The following appointments of new board members for the SWI were announced; these members will bring new skills and perspectives to the SWI, and are:

- Sybil Stuart of Moray & Nairn Federation
- Jane Hogg of Dumfriesshire Federation
- Susie Finlayson of Roxburghshire Federation
- May Tosh of Argyll Federation
- And Linda McTurk of Stewartry of Kirkcudbright Federation

The full Board will convene in June and in the meantime the new trustees are going through an induction process. They join Mary, Anne, and current Trustees Joan Hutchison, Karen Johnson and Linda Riddell.

6. Member Discussion Panel

The membership panel session was comprised of five members from Institutes across Scotland and was chaired by Trustee, Karen Johnson. The panel comprised of:

- Margaret Stewart, SC&WP
- Jessica Munro, Perth & Kinross
- Kylie Middleton, Bathgate, West Lothian
- Alison Scott, Whitehorn SWI
- Lorraine Chapman and Gemma Torry, Cousland SWI
- Linda Retson, Perth & Kinross

Each panel member gave a five-minute presentation about their Institute/Federation's successes efforts in turning challenges into opportunities, membership growth and setting up new groups. Linda Retson talked about the upcoming National Conference.

Facilitators

The event was technically managed and facilitated by members, Maz Thorne, Pauline Brown and Kath Hewson, who volunteered their time and skills. This ensured the event ran smoothly and successfully.

7. AOB

There was no other business.

10. Vote of thanks and closing remarks

Mary Burney expressed her thanks to Anne Kerr for all her hard work during an unusual term of Presidency which included the first board of trustees and the pandemic, which meant moving meetings online and also the recruitment of a new Chief Executive and staff team.

Mary also thanked everyone that contributed to the AGM and the facilitators. She also thanked the trustees, members, panel members, committee members, CEO and staff team for their friendship, help and guidance.

The new Board introduced themselves at this point.