

## SWI ANNUAL GENERAL MEETING

Date: 18th May 2024

Held: via Zoom



### In Attendance (Trustees)

National President, Trustee	Mary Burney
Immediate Past President, Trustee	Anne Kerr
National Treasurer, Trustee	May Tosh
Trustee	Linda McTurk
Trustee	Susie Finlayson
Trustee	Jane Hogg
Trustee	Karen Johnson
Trustee	Linda Riddell
Trustee	Sybil Stuart

In addition, 127 SWI members attended this event online.

**In Attendance (Staff)** - Diane Cooper, Pauline Burnett, Jacqui McGuire, Ashmita Bhattarai, Beth Spencer, Charlotte Hughes

**Member Facilitators** – Maz Thorn and Kath Hewson

**Advisors** – Kenny McDowell, Saffery LLP

#### 1. Opening, Welcome, Apologies, Declaration of Interest

The President, Mary Burney, welcomed members to the AGM. There were no declarations of interest.

#### 2. Minutes of Virtual AGM held on 13<sup>th</sup> May 2023

The minutes of the AGM held virtually on 13th May 2023 were proposed by Linda McTurk and seconded by Anne Kerr.

#### 3. Skills and Events Committee Report

Vice Convenor, Brenda MacLeod, of the Skills and Events committee said a few words on the committee progress in the past year.

#### 4. Federations Annual Report

National President, Mary Burney thanked all Federations for sending in their annual reports, SWI Federations have been vibrant hubs of activity, showcasing community engagement and skill development.

From Aberdeenshire's bustling events like "Country Comes to Town" to Angus's successful Handcraft & Homeskills gatherings, each region has demonstrated a commitment to its members.

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Notable achievements include Argyll's diverse trips and craft demonstrations, and Dumfriesshire's representation at national competitions. Despite challenges like Institute closures, Berwickshire and Lanarkshire have remained resilient, hosting events and fostering community spirit.

The commitment to skill development is evident across regions, with classes ranging from temari balls to heritage crafts. Orkney's plans for its 100th anniversary celebration and Wigtownshire's array of community events exemplify the federations' dedication to local heritage and engagement.

From social outings to competitions, each federation contributes to the rich tapestry of Scottish community life, ensuring the SWI remains a vital part of Scottish culture.

The other key information that was reported in the Annual Report was

- 16 Institutes closed in 2023
- Even although we had 11 new institutes there are 32 Institutes are at risk of closure ...this is the challenges we are facing

Thank you all again, a more detailed copy of the Federation Annual reports is available on the Website in the AGM papers.

## **5. Trophy Winners Accountments**

National President, Mary Burney then took the opportunity to announce this year's Trophy winners for the below awards. All winners are based on the information we have received in the Federation annual reports.

- The Barbara Brookshire Trophy is for the institute with the greatest number of new members during the year. It was awarded to Corstorphine who have 21 new members.
- The Stoneycreek Trophy goes to the institute with the second highest increase in membership. This year there was joint winners, Killin and Dollar, who have 15 new members each.
- The Retson Family Trophy honours the newest Institute with the most members. This year it goes to Largs who have 54 members.

Congratulations to all the trophy winners and many thanks to all of our members who help to grow our membership.

## **6. SWI Annual Report 2023 with Q&A**

National President, Mary Burney took the opportunity to provide a more detailed report on our achievements and the progress we have made towards a sustainable future.



As we all know, the Scottish Women's Institutes have a long rich history across Scotland's communities, promoting education and connecting women locally and nationally to improve their quality of life through friendship, education, sharing and having fun. This is why we are here!

Our principal aims are set out in our constitution, and these remain unchanged.

During 2023, we focused on delivering key strategic priorities including

- reducing organisational costs
- growing membership numbers
- preserving our heritage
- modernising and updating internal systems and processes

and enhancing and strengthening the SWI governance structure.

Mary then passed over to Board Trustee, Susie Finlayson to talk more about the transformational change the SWI has been undergoing.

In early 2023, we made some big changes to improve how SWI operates. We recruited a new Board of Trustees who were skilled and experienced, ready to strategically lead SWI into a new phase of growth. We also streamlined our committees and made them work better for our organisation's size. This meant we could focus more on reviewing events which were losing traction with members and instead deliver events and activities that members really embraced. We continue to carefully manage any activities which don't cover their running costs.

At the beginning of 2023, we also updated most of our technology to make any data we hold, safe, secure, and work efficiently. Our staff now use cloud-based systems which enable them to work together more easily and effectively. A new financial system means it's simpler for members to pay and book online, and a new membership data system means that at long last we know how many members we have and where they are in Scotland.

Throughout the year, we used technology more to reduce costs and work smarter. Internal meetings are now mostly online, saving us money to focus on other things. The Skills & Events Committee now makes informed and up-to-date decisions as we ask for feedback after each online or in-person event. This means we continually improve and meet members' needs.

By the end of the year, more members were signing up to get our emails and updates. And more people, both members and non-members, were attending our online events. We made sure to let everyone know about these events through our emails, online magazine, and social media.

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Working with our legal team at Morton Fraser MacRoberts, the Board of Trustees ratified the application to OSCR to start the first phase of applying to transition the SWI National body to a Scottish Charitable Incorporated Organisation (SCIO). The application was successful and as you may know, we are now in phase two of getting acknowledgment from Federations and Institutes into the SCIO entity. It does involve a new and updated constitution, but this will have very little impact on members.

Susie then handed over to Board Trustee, Karen Johnson to speak about membership growth and value.

Membership increased by 3%, marking the first growth since the 1950s. This is a result of us all welcoming new members to existing groups and launching new groups in areas where there is a demand. Collectively, we have enabled more women to make friends, learn, and have fun together. The number of independent or online members has also risen.

So, for now our numbers remain steady. The new growth is evening out the decline. However, we can't be complacent, we need to keep up the momentum and continually grow. To help progress with new groups, we produced a helpful guide to starting an institute. Existing and new members worked together on this and produced useful tips and handy hints which are available to download from the website.

In September 2023, we held our National Conference called the 'Women In Scotland – SWI National Conference & Exhibition.' It was a hit, with more than 300 members joining in for two days of fun activities. They got to hear from interesting speakers, see what other members were up to, take part in craft competitions, try out workshops, shop, and make new friends from across Scotland.

It was an inspirational and exciting event which left members hungry for more - look out for the next one in 2026!

In 2023, we held lots of face to face and online events and competitions, there were sessions on staying healthy, celebrity talks and skill shares, member training events and much more. Members are increasingly taking part in online events. Look at today - this wouldn't have been possible a couple of years ago! Members from all over Scotland sitting in their own homes but all in the same meeting. It's fabulous.

Throughout 2023, members enjoyed a diverse range of events and competitions, both in person and online.

In-person highlights included the SWI National Conference & Exhibition, Creative Crafts Exhibition, and Introduction to Wild Swimming. Online gatherings like the AGM and Christmas Quiz kept members connected, and national competitions ranged from outdoor bowling to writing and crafts.

Celebrity Talks featured personalities like The Hebridean Baker and Great British Bake-off's Peter Sawkins. Members upskilled through programmes like the Evelyn Baxter Scholarship and skill-sharing sessions on baking and public speaking. Health discussions covered

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cancer, endometriosis, eye health, menopause, and breast cancer. Member support sessions included Eventbrite use, triennium information, mediation training, and peer support for new groups.

Karen then passed over to Board Trustee, May Tosh to discuss the Financial Sustainability of the SWI.

Throughout 2023, the operational costs have been reduced. This has been achieved by a robust review of all contracts and a root and branch review of resource-heavy operational systems and processes. These initiatives not only enhance our security measures but also contribute to significant cost savings, helping towards sustainable growth.

In July 2023, we initiated a tender process for SWI auditing and investment management services. As a result, we switched to LGT (formerly ABRDN) as the SWI's investment management company and Saffery LLP have been retained as our auditors.

The CEO actively engaged in the 2023 Heritage Trade Up program, facilitated by Social Entrepreneurs Scotland. This initiative, aimed at developing social entrepreneurship within heritage preservation, resulted in SWI receiving £4,000 in match funding from income generated at the National Conference. This strategic investment for the SWI underscores our commitment to leverage external resources to advance our heritage preservation efforts.

In September 2023, we secured £3,640 from the National Business Archives Records at Risk funding for the storage costs of the SWI artefacts collection at The Ballast Trust centre in Glasgow for a period of two years. The collection is stored on roller-racking onsite and is accessible for any future archiving to take place over the next two years.

The Heriot Row office was sold, and the staff team relocated to a modern accessible office at 1 Carmichael Place in Edinburgh. This is tailored to the needs of the current staff count, and the lease is a 3-year contract, with a 2-year breakout clause for added flexibility.

The income from the sale of Heriot Row generated £1.6 million, which has been designated for the following:

- **The SWI Heritage Project Fund** – for future development it is crucial to ensure that we allocate money specifically to preserve the SWI's heritage legacy.
- **Consultancy fund** - for consultancy services which allow us to get help from experts and resources we may not have in our team. (For example, lawyers, accountants etc.)
- **Income Development Fund** – monies to generate new income streams and plan fundraising efforts to help maintain the organisation's financial health and growth aspiration.
- **Organisational Wrap-Up Fund** – like most large charities we hold a reserve in the event of having to wrap up the National body.

- **Website Fund** – a new website is planned for 2025.
- **Membership Development Fund** – to provide resources to market, launch and sustain membership growth.

Finally, May passed back over to National President, Mary Burney to talk about plans to preserve our heritage.

During 2023, we successfully initiated the SWI Heritage Project. This was necessary due to several pressing risks and timely opportunities. The priority of preserving our Heritage was identified in our organisational strategy and the sale of the Heriot Row office posed a risk of our collection and archive being displaced or lost. Additionally, the decline in membership underscored the importance of safeguarding and promoting the organisation's legacy for future generations.

Throughout the year, we took significant steps toward a long-term Heritage project by:

- Making progress in securing a dedicated home for SWI Heritage through a strategic partnership with the Crichton Trust in Dumfries.
- Actively collaborating with members and various heritage and academic organisations, whose support and advice guided us through the initial stages.
- Working with members to catalogue craft artefacts and understand our heritage holdings as we prepared to leave Heriot Row.
- Relocating SWI heritage artifacts to the Ballast Trust Charity in Glasgow for a two-year storage and archiving project, thanks to a successful Records at Risk grant.
- Establishing a new heritage group to ensure member-led and member-focused project leadership.
- Hosting a strategic partnership event in Dumfries for all Federation Office Bearers across Scotland, gathering feedback on the partnership with the Crichton Trust.
- Approving plans in December to progress with the strategic partnership and safeguard SWI Heritage for future generations.

## In summary

The Board and staff are proud of our 2023 achievements and know we are positively progressing forward into a sustainable and attractive organisation that is fit for the future. We acknowledge that we have work to be done and there are challenges ahead, however we will remain focused on the core ethos and values of the SWI.

## 7. Annual Accounts 2023

May Tosh, National Treasurer, introduced Kenny McDowell from Saffery LLP, SWI's auditor to present the SWI audited financial statement for the year ended 31st December 2023.

Kenny reports the **statement of financial activity**, i.e. income and expenditure for the year, and does a 2022 to 2023 comparison.

Kenny notes that the **income line** is quite steady and levies are now hitting regular levels following the subsidy offered prior. The only item that stands apart is the windfall received from the disposal of Heriot Row. This has bloated the income compared to this time last year.

Kenny reports that our **cost base** is very similar year on year. Last year it was £521k, this year £533k.

Our **investment** picture is healthier this year in terms of the realized/unrealized picture. Last year there was a dip, which was common in most charities, but recovered this year. Our net movement after investment gains/losses is different year on year. The net gain of £1.5M includes the £1.6M gain on the property disposal, so there is still an underlying net expenditure that we need to be alerted to of £100k, if you strip out the £1.6M exceptional gain. The £1.5M pushes our funds up from £1.7M to £3.2M.

Kenny moves on to the **Balance Sheet** and reports that it is dominated by the top line, which is investments, so everything we have received, largely by way of windfall has been deployed into investment activities. Our funds are largely backed up by investments in equity markets. Below that you have current assets, i.e. cash & stock (you hope to turn over and sell). Amounts due at the end of the year is debtors. Set against that you have creditors, i.e. amounts you owe or membership fees paid in advance. This gives us a picture that our working capital is fine and we have a net position in our favour.

A question was raised requesting the breakdown of expenditure of £533k. Kenny reports that on note 9, **analysis of resources expended**, there is a detailed analysis of costs (Kenny directs members to pages 29 & 30). Kenny advises the way to look at this is comparing the 2022 with the 2023 totals. Kenny reports that if you scan down and look at the different cost categories, everything is pretty consistent year on year, so there is nothing he feels that he needs to draw out for a separate discussion.

Kenny advises that their audit opinion (pages 14 to 17) states that Saffery LLP are happy that they have looked at our financial statements, income and expenditure, balance sheet, statement of cashflows, and that these numbers give a true and fair view. He confirms they have been prepared in accordance with UK law (United Kingdom general accepted accounting practice) and in accordance with the charitable law for financial reporting.

Kenny advised that it is noted in the accounts that the organisation as we know it, is about to change to SCIO. Once the SCIO takes on activities of the unincorporated organization, the unincorporated organisation will come to an end and the SCIO will take things forward.

The National Treasurer asked if there were any questions for Kenny.

The first question is that levies don't cover employment costs, so what would Kenny suggest. Kenny advises that this is not a question for auditors, but for the organisation. He advises he cannot tell us how to address this, but we have a non-sustainable business model if we don't address the income lines.

The CEO reports that this has been explained to members on many occasions and is why we need to have a sustainable future which involves leveraging our Heritage in a way that offers opportunities to bring in income for the organisation.

The CEO explains that salaries are last year's figures and this year we are not filling in posts if any member of staff leaves. The current staff are taking on all the extra work and sharing it across the team, rather than a restructure/redundancy situation.

The next question is if we could claim gift aid on membership fees. Kenny explains that gift aid is from donations you secure with nothing in return, so membership fees do not attract gift aid.

The next question is what is the £2k in staff training. The CEO explains that this is made up of Board training and all staff give individual accounts of courses they have achieved.

The next question/s related to ACWW. What was the amount collected in 2023, Kenny advised this was £2,333 (note 7, page 27), and Angela Cassels (ACWW Treasurer & SWI member) would like to see more publicity and more donations from the SWI.

The next question is what is a SCIO. The National President explains that the National body has transitioned to safeguard the Board because as an unincorporated organisation, there is no limit on liability. It also allows us to apply for funding. Pauline advises there is a full explanation in the FAQ's sent to all members before the AGM. Kenny directs them to OSCR website.

The next question is the cost of rent for the new office viable. The National President explains that the new rent is less than the utility bill was alone in Heriot Row.

National President, Mary Burney requested the adoption of the accounts. These were adopted by Karen Johnson and seconded by May Tosh.

National Treasurer, May Tosh thanked Kenny for his time. May also officially announced that the Board of Trustees approved a change in the National Fee from £25 to £30 in 2025. This change is necessary to keep pace with rising costs and will be payable in November 2025.

## **8. Membership Discussion Panel**

The membership panel session was comprised of members from 4 Institutes across Scotland and was chaired by Trustee, Karen Johnson. The panel comprised of:

- Audrey Gibb, Cranloch SWI
- Caroline Hide, Orkney Federation
- May MacCormack, Dumfriesshire Federation
- Wendy Cook, Largs SWI

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. Specific points of discussion were member centenary celebrations, working partnerships with other organisations such as the Men's Shed, the importance of keeping Sanquhar knitting alive and new member group successes.

#### **9. AOB**

National President, Mary Burney addressed some sad news. Many members will have heard of the passing of Joan Hutchinson, one of the SWI's Trustees. Joan was a cherished, compassionate, and talented Board Trustee. Joan's passing not only leaves a hole in our lives, but also in the governance of the organisation.

All members are invited to consider applying for the National Board. More information can be found on what's involved on our website. It's not an easy job – you'll have to make tough decisions at times – but together as a Board, we're determined to ensure SWI's future.

#### **10. Vote of thanks and Close of Business**

National President, Mary Burney, expressed her thank for member input and to Maz and Kath who helped to facilitate the meeting. Fellow Trustees, members, and an excellent staff team were also thanked for their friendship, help and guidance.