



· INSTITUTE · OF · HISTORIC ·
BUILDING · CONSERVATION

AGM Papers &
Annual Report

2020

Institute of Historic Building Conservation ANNUAL GENERAL MEETING

3 December 2020

6.00 pm

Online: See IHBC Home Page for login details

AGENDA

- 1 Apologies for absence
- 2 Minutes of the 2019 AGM of the IHBC. *Resolution 1: Adoption*
To adopt the Minutes of the Annual General Meeting of The Institute of Historic Building Conservation (IHBC) held at LT2, Nottingham Conference Centre, Burton Street, Nottingham NG1 4BU on Friday 5 July 2019 (See AGM papers, page 15)
- 3 Council's report. *Resolution 2: Adoption*
To adopt the IHBC Council's Report for the year ending 30 September 2019 (See AGM papers, page 2)
- 4 Financial statement and treasurer's report:
Accounts. *Resolution 3: Receipt*
To receive the reports of the Hon Treasurer and Council for the financial year 1 October 2018 to 30 September 2019 and to approve the accounts for that period (See AGM papers, page 11)
Independent examiners. *Resolution 4: Appointment*
To appoint Larking Gowen, chartered accountants, as independent examiners to the institute, to hold office from the conclusion of the present General Meeting until the conclusion of the next General Meeting at which accounts in respect of an accounting reference period are laid
- 5 Appointment of elected officers. *Resolution 5: Appointment*
To appoint as trustees and directors of the IHBC the officers with a majority votes cast in support of their nomination in accordance with the IHBC's Memorandum and Articles of Association (See AGM papers, page 13)
- 6 Ratification of branch nominations. *Resolution 6: Ratification*
To ratify the nominations as trustees and directors of the IHBC by IHBC branches as notified to the council in accordance with the IHBC's Memorandum and Articles of Association (See AGM papers, page 13)
- 7 Motions to the AGM.
Special Resolution, 7.a: Adoption of new Articles of Association
The Articles of Association shall be altered so as to take the form of the Articles of Association attached to this resolution, in substitution for, and to the exclusion of, any Articles of Association of the company previously registered (See AGM papers, page 14)
Resolution, 7.b: Adoption of new Corporate Plan
To adopt the 'IHBC Corporate Plan 2020–25' (CP25) (See AGM papers, page 14).

Following the AGM there will be an opportunity to question officers as well as to discuss current issues such as: Updates on IHBC Schools in Brighton, 2021, and Aberdeen, 2022; the new All Party Parliamentary Group (APPG) on 'Conservation, People and Places', and more.

**THE INSTITUTE OF
HISTORIC BUILDING
CONSERVATION**

www.ihbc.org.uk

Registered as a charity in
England and Wales number
1061593 and in Scotland
number SC041945

Company Limited by
Guarantee

Registered in England
number 3333780

Registered Office:

Jubilee House, High Street,
Tisbury, Wiltshire SP3 6HA

PRESIDENT

Mike Brown

Email president@ihbc.org.uk

CHAIR

David McDonald

Email chair@ihbc.org.uk

IHBC SECRETARY

Jo Evans

Email ihbcsecretary@ihbc.org.uk

COMPANY SECRETARY

Lydia Porter

Email secretary@ihbc.org.uk

DIRECTOR

Seán O'Reilly

Email director@ihbc.org.uk

BUSINESS OFFICE

Jubilee House, High Street,
Tisbury, Wiltshire SP3 6HA

Tel 01747 873133

Email admin@ihbc.org.uk

These documents were
prepared by the IHBC's
National Office.

CONTENTS

Trustees' report for the year ending 30 September 2019	2
Summarised accounts for the year ended 30 September 2019	11
Appointment of officers and ratification of branch representative nominations	13
Motions to the AGM	14
Minutes of the Annual General Meeting of the Institute of Historic Building Conservation (IHBC) held at LT2, Nottingham Conference Centre, Burton Street, Nottingham NG1 4BU on Friday 5 July 2019	15

TRUSTEES' REPORT

The trustees present their annual report together with the financial statements of The Institute of Historic Building Conservation for the year 1 October 2018 to 30 September 2019.

The annual report serves the purposes of both a trustees' report and a directors' report under company law. The trustees confirm that the annual report and financial statements of the charitable company comply with the current statutory requirements, the requirements of the charitable company's governing document and the provisions of the Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2015) as amended by Update Bulletin 1 (effective January 2015).

Since the charity qualifies as small under section 382 of the Companies Act 2006, the strategic report required of medium and large companies under the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 has been omitted.

OBJECTIVES AND ACTIVITIES

The IHBC is a company and a charity registered in England and Scotland, and exists to promote, for the benefit of the public, the conservation of, and education and training in the conservation and preservation of buildings, structures, areas, gardens and landscapes which are of architectural or historical value in the UK insofar as it lies within the duties and responsibilities of any person whose principal professional skills are to provide specialist advice in such conservation and preservation.

The IHBC's key activities are:

- setting standards for conservation practice and improving education and training in conservation
- raising the profile of conservation and promoting its role in economic and social regeneration
- supporting excellence in all aspects of conservation, whether in the identification, analysis, repair and reuse of historic buildings or in new design in historic settings
- stimulating debate on how the role of conservation should develop
- organising training events and further developing the branch network to encourage the continued exchange of information between practitioners locally as well as nationally.

In setting objectives and planning for activities, the trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit, including the guidance 'Public benefit: running a charity (PB2)'.

ACHIEVEMENTS AND PERFORMANCE

In the year to September 2019 the IHBC has continued its high level of activity, impact and influence across the wide range of interests that shape our built and historic environment, its care and its conservation. This year, as we enter the final

year of our current corporate plan, our activities have focussed as much on planning for the future as on our existing ambitions to add value to current services.

Some simple innovations represent well how we have been adding value to existing operations, such as extending our reach and networks by targeting free copies of Context to new audiences. Similarly, as we now plan CPD across three and more years of annual schools, by supporting branches over those longer terms we can focus resources here better than ever before, including giving priority to practice standards and CPD needs.

Our corporate planning and updated governance are representative of the more strategic works that also are adding value. Many will bear real fruit only in the years to come, but they build on a strong legacy of challenging engagement and innovation.

For example, the ‘IHBC+’ programme that informs the IHBC’s current evolution came to fruition when the 2019 AGM adopted wholesale the resolution supporting our *‘Proposal for future Governance...’*. That document, led by our past-chair James Caird and past president and current chair David McDonald, ‘set the framework for reshaping the governance of the IHBC for the future’, drawing ‘on experience from Council+, comparison with other organisations, 14 years of consideration and legal advice.’ At our next AGM we will build on that achievement by proposing new ‘Articles of Association’, implementing the AGM’s decision, and making the IHBC fit to respond to the myriad challenges already apparent in the 21st century.

Similarly, the terms of our new IHBC CREATIVE Conservation Fund – as a restricted fund focussing on our charitable activities – only opened to donations from October 2019, although terms were agreed in the financial year reported here. When embedded in our operations, this funding stream will encourage new income streams, from members, supporters and even funders seeking the guidance and infrastructure the re-structured IHBC can confidently offer.

The 2018–19 financial year also saw the foundations laid for the new All Party Parliamentary Group (APPG) supported by the IHBC, entitled ‘Conservation, People and Places’. This will investigate and advocate conservation in line with the IHBC’s charitable objects. As a resource, initiative and investment, we hope this new APPG will finally allow the IHBC to lead the agenda rather than react to it.

Finally, also building on a similar legacy of experimentation and exploration is the UK-wide pilot supporting local branch delivery of priority CPD training.

Yet, alongside all these advances, the IHBC has had to address substantial change, in particular in the national office. Carla Pianese’s hard work supporting our branches drew to an end as her career path took another direction, while Kate Kendall’s leadership in our membership training and guidance programme, notably the Membership Application Training Event (MATE) sessions, also concluded as she took up a full time opportunity with her main employer.

While we may have lost a lot of legacy and learning with such changes, we also secured new resources and opportunities. Michael Netter, now our professional

services officer, extends our reach into the digital and technological spheres of conservation and member support. Similarly Ramona Usher, who was only appointed to the team at the very end of this financial year, has extended the MATE sessions, helping them address the original TeamStarter programme directly with key structural additions: the MITE sessions (Membership Introduction Training Events), as short (c1 hour) introductions, and MAGEs (Membership Accreditation Guidance Events), that operate as more intense 3–4 hour studio ‘crit’-style events, and focus on draft applications.

That sort of evolution, across time, personnel and priorities, represents very well how the IHBC, as your institute, sees itself: both as a servant to our members, and also a leader addressing wider sector priorities. We can only deliver on those ambitions through our close membership and volunteering networks: of branches, committees, special interest groups, ‘Council+’, and all those connections born of proactive dialogue and debate.

The value of that discourse is confirmed through our member satisfaction. The membership surveys at the turn of 2017–18 confirmed our comparative success, with headline endorsements such as 92 per cent of members satisfied or very satisfied with services, and 94 per cent likely or very likely to recommend IHBC membership. That, as noted in the last AGM papers, ‘underpinned agreement on forward plans and the structure of our next corporate plan.’ As such our *Corporate Plan 2015–20* closes in September 2020, and an updated version comes to our 2020 AGM for approval.

Research, guidance and advice continued as central concerns across all our corporate planning as, increasingly, we rely more on our own capacity and innovation. So, in 2019–20, our research into local authority conservation services across the UK and Ireland grows into a consolidated project that is whole or part-funded within the IHBC’s charitable resources. And that which we invest as resources, we reap in independence and focus.

Similarly, other refinements to earlier innovations allow us to add depth to services even as their profiles vary: the international strategy continues, if slowly, awaiting constitutional developments; ‘Council+’ continues to add value as CPD for delegates, while also informing the direction of the organisation as a whole.

As ever, branches and volunteers remain the IHBC’s stalwarts, offering levels of engagement and delivery that few organisations can even hope to match. Its great strengths came to the fore at the 2019 school, hosted by the East Midlands branch, while across the UK branches continue to perform at levels that outshine the investment made.

Our affirmation of inclusive membership under the banner of IHBC+ continues to help lift membership numbers, continuing above the 2,600 average. The IHBC’s digital networks extend that formal reach, with more than 6.5 million hits to the suite of websites. Our Conservation Wiki – hosted by our service partner there, Designing Buildings Wiki – helps us access c11,000 registered users from across the development, construction and related sectors, as well as, increasingly, more general

Google-linked traffic that, today, constitutes just some of their annual 6.5 million users. Plans to integrate that service more closely with our own public service website *Caring for your Home* were also initiated, while with the IHBC's own immediate digital users, at more than 20,000, complementing this strategic outreach, we can be confident we are achieving a fair balance of accessibility and outreach.

Profile and support for our own corporate conservation practices listing, HESPR, progressed too, with promotion continuing in the Yearbook, as well as online, and a map-based search option now operating on its dedicated website. With nearly 400 UK projects posted for 2019, and with conservation links to costed works valued at around £1.7 billion, HESPR represents a treasure trove of opportunities for accredited members and their employers.

The IHBC's leading role in supporting wider built and historic environment conservation services has also advanced: branches continue to deliver a unique body of local training and networking on the ground to specialists and non-specialists from all sectors; our IHBC Jobs etc data roundup for the 2018–19 financial year recorded more than 180 job opportunities, with an advertised salary range between £8million and £9million, an average remuneration substantially up on the previous period.

However, if there is much to celebrate, some initiatives have not progressed so well, including our valued, but exceptionally complicated, quality assurance model for local authority conservation services. This will now await our wider research into local authority capacity.

The board of trustees, our constitutional council, continues to offer its special and sincere gratitude to the many volunteers, supporters, consultants and staff who have all contributed to our vast work programme over the year. We note too that, whether offered through our national committees, Council+, or within branch operations, consultants' services or overtime, the added capacity volunteered by our members ensures that the IHBC continues as a cost-effective voice for our professional standards, offering essential benefits to the sector while remaining accessible and affordable to our most financially challenged members.

In addition to the above, we may summarise some more of our recent achievements in line with our corporate plan as follows:

HELPING PEOPLE

- Maintained and enhanced our publicly accessible web-based suite of information and advisory services, now with some 30,000 pages, covering news, guidance, events, branches, publications, jobs and our conservation service providers listing, HESPR
- Delivered continuing improvement in access to and quality of services, including the continuation of the annual school bursary programme, open to all, under the guidance of Bob Kindred
- Maintained links with national and third sector interests and partnerships, including through the annual school and with strategic bodies such as The Heritage Alliance, Built Environment Forum Scotland (BEFS) and the Joint

Committee of National Amenity Societies (JCNAS), and the Wales Heritage Group, as well as more informal groupings and collectives, such as in England, the Historic Environment Forum (HEF) and the Heritage 2020 sector initiative

- Maintained and enhanced connections to construction sector and heritage-related interests notably with:
 - continued links with the mainstream players in the construction sector, including continuing our MOU with the Council on Training in Architectural Conservation (COTAC)
 - representation ongoing on other critical lead bodies, including the National Planning Forum with IHBC past-chair Dave Chetwyn serving as its chair, the Sustainable Traditional Buildings Association (STBA), with John Preston as its heritage chair
 - links with relevant sector bodies such as Civic Voice, Historic Towns and Villages Forum, Architectural Heritage Fund, Heritage Trust Network and many more
- Maintained public access to our services, including our digital social networks from IHBC’s LinkedIn groups to our Twitter feed, which carry IHBC news from the NewsBlog as well as jobs; the NewsBlog archive itself, as well as online editions of Context and the IHBC’s Conservation Wiki service, which has a dedicated icon link from our own home page, and the Yearbook which now has its dedicated web archive of content.

HELPING CONSERVATION

- Continued branch operations, capacity and support through:
 - funding and investment guided by annual business plans
 - adding capacity for volunteers, with our professional services officer
 - branch-focused meetings to support membership applications
 - branch web pages, and
 - board meetings and the development of the IHBC+ infrastructure of governance, including our Council+
- Extended that outreach and development of standards with the ongoing promotion of the Conservation Professional Practice Principles produced, in summer 2017, jointly with the Historic Towns and Villages Forum and Civic Voice, and initiating plans for its update, and current under review
- Continued our high standards of professional publications, including our journal, *Context*, and themed *Yearbook*, while also extending online access to the journal notably through an enhanced strategy of online and social media promotion underpinned by our communications strategy, are currently under review
- Extended our exploration of formal standards in conservation through advocacy, partnership and consultation, including promoting the British Standard in traditional building conservation, BS 7913, while also engaging in new ways with the development of the apprenticeship training schemes in England
- Submitted consultation responses alongside numerous others considered or benefiting from our advice, support and input
- While pausing our exploration of a quality assurance assessment of conservation

services, linked to an IHBC quality mark, due to a combination of complexity and capacity, we have continued promoting our model of conservation practice with partners

- Maintained the substantial education and training programmes and resources offered across our branch network, including the ‘Consistency in decision-making’ workshop format developed by our South West branch, all as detailed on our national and branch web calendars, themselves now supplemented by our MATE application support sessions and branch events NewsBlogs
- Continued our Gus Astley Student Award programme and website, with successful submissions selected by the judge for the 2018 Award, Ingval Maxwell OBE, chair of COTAC, offering annual school places to winners, while also securing as judge for the 2018 award the Director General of Historic Houses, Ben Cowell
- Maintained our Marsh awards programme: for ‘successful learner’, awarded to Rachael Purse, and for ‘community contribution’, to Bill Brogden, both based in Scotland
- Extended our Toolbox resource with new Research and Guidance Notes developed under the oversight of our policy committee
- Maintained our conservation course recognition programme
- Re-focused our ‘State of the Sector’ analysis from England to Ireland, to get a sense of operations north and south of the border
- Continued to consolidate our support interdisciplinary conservation career progress with our Associate level of membership.

HELPING CONSERVATION PROFESSIONALS

- Maintained support for specialists seeking IHBC conservation accreditation, including pre-registration assessment and online listings of accredited members, both full and associate members
- Built on the ‘experimental evolution’ of our governance under the IHBC+ banner, as discussed above, and laid the foundations of a new constitution
- Maintained our UK-wide pan-membership advisory forum, Council+, with two meetings, each exploring aspects of CPD
- Supported the recognition and operation of professional standards across our membership by:
 - continuing our successful promotion and testing of CPD
 - maintaining and further refining our disciplinary procedures
 - promoting IHBC accreditation a gold-standard for ICOMOS 1993-compliant conservation accreditation
- Continued, in collaboration with IEMA and Cifa, the drafting of joint Guidance for Cultural Heritage Impact Assessment, due out in 2020
- Enhanced membership services and benefits that include:
 - extending online and digital access to benefits and member support
 - promoting membership on the IHBC’s list of specialist conservation practices, HESPR
- Supported members’ accessible engagement with our trustees and board through producing our regular Eletter

- Continued trustee oversight of corporate operations through the Action–Report–Monitor review for the monitoring new corporate plan, while consolidating our meeting programme of six board meetings a year, four of which are online.

FINANCIAL REVIEW

a. Going concern

After making appropriate enquiries, the trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

IMPACT OF CORONAVIRUS (COVID-19)

At the time of signing the financial statements, the directors have considered the potential impact of the coronavirus on the company. At the present time, the directors consider that the annual school is the most likely service and income provider to be affected, and are in the process of agreeing mitigation strategies that both secure the school investments to date (of both human and financial resources) as well as advance the core objects of the charity at this time of crisis. The plans build on our already substantial expertise in offering online and home-accessible continuing professional development (CPD) and secure a much-needed back-up income stream linked to the school for the financial year 2019–20. They will also encourage existing and new members, and so help minimise reductions in membership subscriptions, not least as practitioners recognise the good value of IHBC membership. Finally, as well as helping prepare our corporate infrastructure for the inevitable demands that will be made on professional support services in a post-Covid-19 environment, they will help secure and enhance the viability of the charity and our work, regardless of longer term impacts. In that context also, while we anticipate a significant short-term impact on the Jobs etc service provided by our trading arm, IHBC Enterprises, the financial impact should be eased in the following financial year or before, as we anticipate that vacant posts will be filled when interviews can be held.

b. Financial review

The gross incoming resources arising in the year amounted to £406,018 (2018: £384,461). Overall, the charity’s income exceeded its expenditure by £10,508 (2018: expenditure exceeded income by £20,682). At the period end the charity had free reserves of £104,099 (2018: £95,638).

Free reserves constitute unrestricted funds not represented by fixed assets. The charity’s reserves are sufficient to maintain levels well within its reserves policy of six months of expenditure after taking into account subscriptions received in advance and funds held within the subsidiary.

Recognising the reduced reserves and the uncertainties in the wider economy, the trustees continue to ease back on allocating reserves to aid investment in growth, services and member benefits, instead concentrating on consolidating recent

initiatives, still with a view to underpinning and securing growth in the IHBC.

c. Principal risks and uncertainties

The most recent risk assessment and review, carried out at the end of this financial year, did not establish any material changes in the range of challenges faced by the charity.

d. Plans for the future

Current plans for the IHBC are encapsulated in our *Corporate Plan 2015–20*, ‘CP20’, approved at the IHBC’s 2015 Annual General Meeting. For the year to come, plans will focus on delivering the key actions. These include:

- Responding to challenges in the core income stream from our trading arm, advertisements for jobs tied to our ‘Jobs etc’ service
- Extending support for our membership as well as the wider sector
- Raising the profile of the institute, including in research, business and training
- Delivering on our governance review, in line with IHBC+, including our support for enhanced trustee oversight and member representation through the promotion of new Articles of Association
- Developing the infrastructure and profile of our trade operations with IHBC Enterprises.

STRUCTURE, GOVERNANCE AND MANAGEMENT

a. Constitution

The Institute of Historic Building Conservation is constituted under a Memorandum of Association and is a registered charity number 1061593 (England & Wales) and SC041945 (Scotland).

The company was incorporated on 19 February 1997.

b. Methods of appointment or election of Trustees

The management of the charity is the responsibility of the trustees who are elected and co-opted under the terms of the Memorandum of Association.

c. Organisational structure and decision-making policies

The IHBC is governed by an elected council of trustees with up to 22 voting members consisting of up to nine elected officers (chair, vice-chair, IHBC secretary, treasurer and five officers serving as committee chairs) and up to 13 trustees appointed by branches.

Council is advised by non-voting officers co-opted by council, including the president, and by five committees, each led by its elected officer: Finance & Resources, Membership & Ethics, Education Training & Standards, Policy, and Communications & Outreach. These committees help oversee a range of advisory subcommittees, representatives and panels.

Council and committees are supported by a small national office executive team to manage operations, alongside other operational support.

The trustees confirm that, in exercising their powers and duties, they have complied with their duty to have due regard to the guidance on public benefit published by the Charity Commission.

The institute is currently engaged in the last stages of a process of ‘experimental evolution’ to test new forms and arrangements for its future governance under an initiative entitled ‘IHBC+’. While this means that new titles and additional advisory roles will be established, to help trustees better understand the impact of potential changes, no arrangements will conflict with the Memorandum and Articles of Association. Plans are now in place to present formal proposals for revised ‘Articles of Association’ to the AGM in 2020.

STATEMENT OF TRUSTEES’ RESPONSIBILITIES

The trustees (who are also the directors of the charity for the purposes of company law) are responsible for preparing the trustees’ report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charity and of its incoming resources and application of resources, including its income and expenditure, for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles of the Charities SORP (FRS 102);
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards (FRS 102) have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charity’s transactions and disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This report has been prepared having taken advantage of the small companies exemption in the Companies Act 2006.

Approved by order of the members of the board of trustees on and signed on their behalf by David McDonald (Chair of Trustees) and Lone Beatrix Le Vay (Vice Chair)

SUMMARISED ACCOUNTS FOR THE YEAR ENDED 30 SEPTEMBER 2019

STATEMENT OF FINANCIAL ACTIVITIES (incorporating income and expenditure account) FOR THE YEAR ENDED 30 SEPTEMBER 2019

	Total Funds 2019	Total Funds 2018
	£	£
Income from:		
Charitable activities	328,020	333,720
Other trading activities	10,485	11,082
Investments	67,513	39,659
Total income	<u>406,018</u>	<u>384,461</u>
Expenditure on:		
Raising funds	6,707	4,787
Charitable activities	388,803	400,356
Total expenditure	<u>395,510</u>	<u>405,143</u>
Net movement in funds	10,508	(20,682)
Reconciliation of funds:		
Total funds brought forward	105,914	126,596
Net movement in funds	10,508	(20,682)
Total funds carried forward	<u>116,422</u>	<u>105,914</u>

BALANCE SHEET AS AT 30 SEPTEMBER 2019

	<u>2019</u>	<u>2018</u>
	£	£
Fixed assets		
Tangible assets	2,323	276
Investments	<u>10,000</u>	<u>10,000</u>
	12,323	10,276
Current assets		
Debtors	9,692	4,346
Cash at bank and in hand	<u>277,791</u>	<u>271,518</u>
	287,483	275,864
Creditors: amounts falling due within one year	<u>(183,384)</u>	<u>(180,226)</u>
Net current assets	<u>104,099</u>	<u>95,638</u>
Total net assets less current liabilities	<u>116,422</u>	<u>105,914</u>
Total net assets	<u>116,422</u>	<u>105,914</u>
Charity funds		
Unrestricted funds	<u>116,422</u>	<u>105,914</u>
Total funds	<u>116,422</u>	<u>105,914</u>

These summarised accounts are an extract from the statutory annual report and accounts for the financial year ended 30 September 2019 which have been subject to an independent examiners' report issued by Larking Gowen LLP, chartered accountants.

Larking Gowen LLP has confirmed to the board that the summarised accounts are consistent with the annual report and accounts for the year ended 30 September 2019.

These summarised accounts may not contain sufficient information to gain a complete understanding of the financial affairs of the charity. The full annual accounts, the trustees' report and the independent examiners' report on those accounts may be obtained from Lydia Porter at the IHBC Business Office, admin@ihbc.org.uk.

The financial statements were approved by the board on 2 April 2020 and signed on its behalf by David McDonald, chair and trustee, and Lone Beatrix Le Vay, vice chair and trustee.

APPOINTMENT OF OFFICERS AND RATIFICATION OF BRANCH REPRESENTATIVE NOMINATIONS

APPOINTMENT OF OFFICERS

The following nominations have been received at the registered office of the Institute of Historic Building Conservation:

Chair

David McDonald
standing for re-election

Vice Chair

Lone Le Vay
standing for re-election

Treasurer

Jill Kerry
standing for re-election

Education Secretary

Nomination deferred

Policy Secretary

Roy Lewis
standing for re-election

Membership Secretary

Andrew Shepherd
standing for re-election

Communications &

Outreach Secretary

Dave Chetwyn
standing for re-election

IHBC Secretary

Jo Evans
standing for re-election

RATIFICATION OF BRANCH REPRESENTATIVE NOMINATIONS

At the time of going to press, the following members have been nominated by their branches as representatives on council. The meeting needs to confirm their nomination:

Scotland

Paul Zochowski

Northern Ireland

Ken Moore

Wales

John Edwards

North

nomination pending

North West

Crispin Edwards

Yorkshire

nomination pending

East Midlands

Rose Thompson

West Midlands

nomination pending

South West

nomination pending

South

Alison Davidson

South East

Sanne Roberts

East Anglia

nomination pending

London

Sheila Stones

MOTIONS TO THE AGM

Motions to the Annual General Meeting must be made in writing to the secretary in the names of a proposer and seconder, both to be full members, at least 28 clear days prior to the AGM.

Full details of the institute's AGM procedures are contained within Section 5 of the Articles of Association of the Institute of Historic Building Conservation (see under About IHBC, Business Papers, on the IHBC website).

At the time of printing these papers two motions have been received at the institute's offices:

Special Resolution, 7.a: Adoption of new Articles of Association

The Articles of Association shall be altered so as to take the form of the Articles of Association attached to this resolution, in substitution for, and to the exclusion of, any Articles of Association of the company previously registered.

See links at <https://tinyurl.com/y6t2g4wf>

Resolution, 7.b: Adoption of new Corporate Plan

To adopt the 'IHBC Corporate Plan 2020–25' (CP25).

See links at <https://tinyurl.com/y5avot6v>

MINUTES OF THE ANNUAL GENERAL MEETING OF THE INSTITUTE OF HISTORIC BUILDING CONSERVATION 2019

Held at LT2, Nottingham Conference Centre, Burton Street,
Nottingham NG1 4BU on Friday 5 July 2019

Chair: David McDonald, IHBC President

Present

Lauren Ayres	David Girling	Duncan Philips
Gill Bayliss	Jane Jackson	Lydia Porter
Matthew Bentley	Lynda Jubb	John Preston
David Blackburn	Kate Kendall	Sanne Roberts
Morwenna Breen-Haynes	Lone Le Vay	Kathryn Sayner
William Brogden	Elizabeth Mayle	Andrew Shepherd
Mike Brown	David McDonald	Sheila Stones
Adrian Browning	Kathryn Moore	Thomas Street
Tom Burke	Jason Mordan	Adam Swan
James Caird	Richard Morrice	Michael Taylor
Elizabeth Campbell	Mel Morris	Jonathan Taylor
Matthew Crook	Ed Morton	Rose Thompson
Alison Davidson	Josie Murray	Nicole Twort
Kathryn Davies	Charles Mynors	Alice Ullathorne
Devon De Celles	Michael Netter	Louise Wallace
John Edwards	Fiona Newton	Mark Watson
Crispin Edwards	Seán O'Reilly	Luke Wormald
Julia Foster	Chloe Oswald	Rosamund Worrall

Proxy votes

Malcolm Airs	Peter de Figueiredo	Sean Rix
Michael Atkinson	Harriet Devlin	Dennis Rodwell
Nathan Blanchard	Tim Jefferies	Carole Ryan
Stephen Bradwell	Jill Kerry	
Lucie Carayon	David Lovie	
Alastair Cochrane	Eimear Murphy	

1 Apologies for absence

Malcolm Airs	Joanna Evans	Eimear Murphy
Michael Atkinson	Andrew Fuller	Sean Rix
Kate Baxter-Hunter	Rachel Godden	Dennis Rodwell
Nathan Blanchard	Tim Jefferies	Carole Ryan
Stephen Bradwell	Jill Kerry	Florence Salberter
Lucie Carayon	David Kincaid	Charles Shapcott
Alastair Cochrane	Roy Lewis	Robert Walker
Peter de Figueiredo	David Lovie	Arthur Ward
Harriet Devlin	Deborah Mays	

2 Minutes of the AGM held on Friday 22 June 2018 and matters arising

The minutes were circulated prior to the meeting with the council's report and the accounts. The minutes were proposed by John Preston, seconded by Alison Davidson and accepted by the meeting as an accurate record. The president, David McDonald (DMcD), then signed the minutes.

3 Council's report

James Caird drew the meetings attention to the report on pages 2 to 11 which outlined activities during the year to September 2018. These included work on items for the Toolbox on the website, Kate Kendall's role in running the very successful MATE sessions which help those applying for full membership, a very successful 2018 annual school in Belfast, an extraordinary number of visits to the IHBC website, working with and belonging to other organisations working within the historic an wider built environment, the Council+ meetings, and ongoing development of governance issues.

The resolution to adopt the council report was proposed by James Caird, seconded by Mark Watson and agreed by the meeting.

4 Accounts for 2017 – 2018

Unfortunately the Treasurer Jill Kerry was not able to attend the meeting and gave her apologies. LP noted that the papers contained the finance report, full accounts have been available to all members for scrutiny if requested but no request had been received. There were no questions or points of information from the floor.

The resolution to adopt the accounts for the year 1 October 2017 to 30 September 2018 were proposed by Mike Brown, seconded by Luke Wormold and agreed by the meeting.

The resolution to appoint Larking Gowen as independent examiners for a further year was proposed by Crispin Edwards, seconded by Sanne Roberts and agreed by the meeting.

5 Election of officers

At this point David McDonald handed over to Mike Brown, Vice President, to chair this part of the meeting due to a potential conflict of interest. As James Caird was stepping down as Chair and Kathy Davies was stepping down as Vice Chair, nominations for each post had been received and were uncontested. David McDonald was nominated as Chair and Lone Le Vay as Vice Chair. Other nominations were for re-elections: Andrew Shepherd as Education Secretary, Roy Lewis as Policy Secretary, David Kincaid as Membership Secretary, Dave Chetwyn as Communications Secretary and Jo Evans as IHBC Secretary. The nominations for officers were taken en bloc and were proposed by Sheila Stones, seconded by John Preston and agreed by the meeting.

At this point the IHBC baton was formally passed by James to David, as the incoming chair. David thanked James for all his hard work while in post, particularly the work on governance. He thanked Kathy for her work on outreach and spreading the message about IHBC to other organisations including Civic Voice. Presentations were made to both James and Kathy.

Mike Brown then handed back to David McDonald to chair the rest of the meeting.

6 Ratification of branch nominations

David McDonald noted there were quite a few branches with nominations for trustees pending, and he encouraged those branches to try and encourage people to come forward for the role where possible. The list of those from branches was taken *en bloc* and were proposed by Kathryn Moore, seconded by Kathy Davies and agreed by the meeting.

7 Motions to the AGM

Future Governance

James introduced the item which had been open to wide consultation for over a year including on the IHBC NewsBlogs, a dedicated Council+ meeting and a series of branch meetings. He pointed out that the IHBC has developed considerably since its creation in 1997 when it had no staff and a few hundred members, to now having full time professional staff and around 2,500 members. As a result the constitution needed updating to widen the institute's horizons and take it forward into the future. The aim has been to make it work in the long term, and to overcome issues to allow more people to participate, as well as offer a more manageable level for volunteers, as such time is scarce and precious. The role of trustee would become more specialist with more executive operations devolved to committees with more autonomy. The formal resolution was to accept the document for formal development as a paper to come back a future AGM, possibly in 2020.

The resolution to adopt the governance proposals was proposed by James Caird, seconded by Andrew Shepherd and agreed by the meeting.

There were no further motions. The Constitution requires that 28 days' notice of a proposed motion be given in advance of the AGM therefore motions from the floor cannot be taken at the meeting. However, any issues can be raised in the open discussion following completion of formal business.

**This completed the official business of the Annual General Meeting.
This was followed by an open discussion.**

8 Any other business

- 8.1 David McDonald thanked the meeting for approving him as Chair, which he took as a great honour. The two central operations that he will carry on promoting are following through on the governance changes, and raising the profile of the IHBC which has been highlighted as an issue in his linked visits to branches. In fact only that morning he has been interviewed by Nottingham Radio, where he was able to mention the work of the IHBC and the theme of the conference.
- 8.2 David also reported that at a recent meeting of trustees it was agreed to create what would be called the 'IHBC's CREATIVE Conservation Fund'. This would be dedicated to carry out specific tasks or activities that relate to the IHBC's charitable aims. This was in the early stages of development, but more information will be circulated in due course as it develops.
- 8.3 John Preston, following on from his earlier School 'Spotlight', wanted to draw the meeting's attention to the new green panel convener – Crispin Edwards. Anyone wanting to join that group should please contact Crispin via email green@ihbc.org.uk

The meeting closed at 6.10pm.