

MINUTES

22nd ANNUAL GENERAL MEETING

Friday 9 December 2022 6pm

Held at NoFit State Circus, Four Elms Road, Cardiff
and online via Zoom

1 Welcome from the Chair – Hilary Garnham

Hilary welcomed everybody to the meeting and thanked staff, artists, trustees, and volunteers who had been working so hard to deliver the company's work.

The AGM was being held in the room, with some members participating via Zoom. Presenters would need to use the microphone when speaking, and the meeting was being recorded. Voting would take place in the room and online via Zoom. Participants using Zoom were asked to ask questions through the chat function.

Only those members who had paid their annual membership fee could vote at the AGM.

2 Present

Adrian Peters	Kim Tilbrook
Alice Burnett	Lee Tinnion
Alison Woods	Lis McLean
Anna Searle	Lizzie Ferguson
Bridie Doyle Roberts	Martin Jones
Chieh-Ju Yang	Melissa Roberts
Clare Sain-ley-Berry	Norman Gethings
Dann Carroll	Olga Kaleta
Elena Schmitz	Paul Ralley
Elisabeth Moore	Peter Wells
Emrys Barnes	Rowan Whitehead
Hilary Garnham	Sara Maggs
Hoodi Ansari	Saoirse Anton
James Doyle Roberts	Thomas Crocker-Wilton
Jo Richmond	Tom Critchley
Jo Taylor	Tom Rack
Kate Parry	Zoe Munn
Kevin McIntosh	

Minute taker Angela Tillcock

3 Apologies

Apologies had been received from Francis Maxey, Gavin Priestly, Lee Fisher, Rachel Walsh, and Rhian Halford.

4 Minutes of the Last AGM (22 January 2022)

Hilary took members through the minutes of the last AGM, held on 22 January 2022. The minutes were approved as an accurate record of the meeting.

Proposed by Alison Woods
Seconded by Alice Burnett
Agreed by All members

5 Presentation of Annual Report and Audited Accounts 2021/22

Adrian Peters, Treasurer

Members had been sent a link to the Company's Audited Accounts for 2021/22. These accounts had been approved by the trustees and the company's external auditors and had been filed with Companies House.

Adrian Peters took members through the key figures in the Accounts 2021/22:

The company's turnover for the year was £1,519,564 with a net surplus for the year of £70,431.

The company had unrestricted reserves of £1,652,560. Within these reserves fixed assets accounted for £1,249,299 and £96,000 had been designated as a future production fund. The remaining £314,261 were free reserves, which was a total in excess of the 10% target trustees had for free reserves. Given the current economic uncertainty trustees felt it was prudent to have a higher level of reserves.

Trustees were confident that the company was a going concern, and this had been confirmed by the company's external auditors.

Adrian thanked members for their support for the year and confirmed he would be standing down as Treasurer and hoping to be re-elected as a trustee at today's meeting.

Members were asked to approve the Audited Accounts 2021/2022.

Proposed by Kate Parry
Seconded by Alice Burnett
Agreed by All members

6 Appointment of Auditors for 2022/23

Alison Woods proposed that Watts Gregory be re-appointed as the Company's Auditors for 2022/23.

Proposed by Adrian Peters

Seconded by Alice Burnett

Agreed by All members

7 Presentation of Company Activity 2021/22

Kate Parry – Community Programme

The company had continued to deliver its community work as part of its new approach to community engagement. Covid had highlighted the inequalities in our society and the company wanted to create more equality and wider engagement in its work, removing barriers to participation in its programme. The approach demonstrated a shift from a structured programme into a programme co-created with local people and partners, helping people to find their voices and to challenge social injustice.

The focus for the work was Adamsdown, Splott and Tremorfa where there were high levels of deprivation and a transient population, but with a strong sense of community. People's skills and talent needed to be celebrated and the programme needed to be relevant to local people and to drive change.

In April 2021 we were awarded two years of funding from the Paul Hamlyn Foundation to support our community work. We spent time planning our approach and we restructured our team to create the new roles of Project Manager, Administrator, Community Champions, Circus Practitioners, a Trainee role, and an Associate Producer role.

The steering group for the project continues to meet monthly. Its members are drawn from new and existing partners, and local organisations. The group is central to the development of the programme and its role is to advise, champion and shape the work. We have been building up the programme through local consultation and co-creation. Our network includes the Oasis Project, Welsh Refugee Council, Llamau, Cardiff Community Housing Association, the Railway Gardens Project, community artists, PCSOs and local councillors. The Community Champions have provided us with a new way of working and are our arms and legs reaching out into our communities, networking, and finding contacts for us.

The Clifton Street Festival happened at the end of August 2022 and the aim was to challenge perceptions of the community and focus on post Covid community cohesion. 2,000 people participated and attended. The team learnt a lot from the activities and had positive feedback from local people.

When we started on this journey, we could not have predicted the seismic impact of the shock of the war in Ukraine, political changes in the UK, the fuel crisis, and the cost-of-living crisis. Our communities are now facing new challenges, with the lack of heating, poor access to health treatment and the growth in the use of foodbanks. The arts are so important to both bring joy and hope to people and also to help people to imagine different possibilities. The diversity of perspectives will help find new solutions.

We know that 18 months in our work is making a difference and that we will be more ready to adapt and respond to the current crisis through partnership working. We will be applying for funding to continue our community development work.

Tom Rack – Performance Programme

April 2021 saw us coming gradually out of Covid, but still with restrictions. Lexicon was still cancelled at the start of the year, and it was clear to us that we needed to make a new touring show.

The circus sector was in ruins, with artists off doing other jobs to get by, and our response was to plan and apply for funding for the Circus Village which we held in Llandow in the summer of 2021. The project brought artists together for six weeks for a programme of workshops, and development work. It helped us to explore the Welsh Circus identity and inspired many circus artists to work again. The Circus Village was supported by ACW, and then attracted funding from both ACE and Creative Scotland. It was a project of UK national significance at a time of partial Covid restrictions.

December 2021 and January 2022 saw the final run of Lexicon at Sophia Gardens in Cardiff. It was a sell-out run when theatres were once again closed because of Covid. In total, Lexicon had sold 100,000 tickets in 2 years across 220 stands.

Whilst the tent was up at Sophia Gardens, we started development work on our new show Sabotage. The show opened in Haverfordwest and presented a whole rethinking about our social awareness as a company. The show is political, gritty and has a diverse cast. Sabotage continued to tour to Merthyr Tydfil and Bangor before coming back to Cardiff. 43,000 people saw the show and we ran a community engagement programme alongside it, enabling us to give free and reduced-cost tickets to people in local communities. Sabotage and the tour were supported by funding from ACW. We would love to run this type of touring model in England.

Looking forward to 2023, we will be touring Sabotage in Europe. It is a smaller, more sustainable show and we have a good chance of breaking even with the tour. It is amazing that promoters are booking the show without having seen it. We are working on a new smaller outdoor show with Orit Azaz and Imagineer focused on how bamboo is used in circus. There will be another Circus Village happening over Easter in 2023.

8 External Forces - Alison Woods

Alison commented that the year had seen some of the biggest external forces having an impact on the work of the company. Although Covid-19, Brexit, the cost-of-living crisis, and the war in Ukraine had had negative impact, she believed that the scale of the current global environmental crisis would have a more negative impact on more people than any of the others. The company had decided not to undertake large-scale overseas touring before the Covid Pandemic and had agreed that any touring shows needed to go out for longer periods of time to minimise their environmental

impact. Environmental sustainability and aiming for zero carbon impact would be big topics of conversation and action for trustees and staff in the coming year.

9 Election of Trustees and Officers

Hilary reported to members that the board of the company had been depleted resulting in a smaller group of trustees for the past two years. During the Pandemic, this smaller group had worked well in terms of making decisions, but it was now time to expand the board in terms of its diversity, skills, and knowledge. After a trustee recruitment campaign started in September 2022 that had attracted many applications, eight potential trustees were putting themselves forward today for election to the board. In addition, two current trustees were happy to stand for re-election.

Re-election of Trustees

Adrian Peters stood for re-election as a trustee.

Proposed by Tom Rack
Seconded by Lizzie Ferguson
Agreed by All members

Alice Burnett stood for re-election as a trustee.

Proposed by Lis McLean
Seconded by Jo Richmond
Agreed by All members

Election of new Trustees

In turn, each potential trustee introduced themselves to members and outlined why they wanted to serve as a trustee for the company. The membership then voted to elect new trustees.

Hoodi Ansari Trustee	Proposed by Seconded by Agreed by	Alice Burnett Adrian Peters All members
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Tom Crocker-Wilton Trustee	Proposed by Seconded by Agreed by	Kevin McIntosh Kate Parry All members
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Martin Jones Trustee	Proposed by Seconded by Agreed by	Alison Woods Alice Burnett All members
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Sarah Maggs Trustee	Proposed by Seconded by Agreed by	Jo Richmond Kate Parry All members
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Melissa Roberts Trustee	Proposed by Seconded by Agreed by	Lis McLean Alice Burnett All members
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Kim Tilbrook Trustee	Proposed by Seconded by Agreed by	Zoe Munn Tom Rack All members
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Peter Wells Trustee	Proposed by Seconded by Agreed by	Lis McLean Alice Burnett All members
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Paul Ralley Trustee & Treasurer	Proposed by Seconded by Agreed by	Adrian Peters Tom Rack All members
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Hilary notified members that after completing four years as Interim Chair she would be standing down at the end of this financial year. Hilary had been able to undertake the role whilst meetings had been held virtually, but she now believed it was the right time to have a new Chair who was based in Wales.

10 Any Other Business

Nothing was raised under any other business.

11 Date of next AGM

The next AGM would be held within the next twelve months.