

# Brighton and Hove Philharmonic Society

## MINUTES OF THE 84<sup>th</sup> ANNUAL GENERAL MEETING HELD ON 21<sup>ST</sup> NOVEMBER 2024

The Chair welcomed everyone to the 84<sup>th</sup> AGM of the Brighton & Hove Philharmonic Society, and commented on how great it was to be welcoming everyone in person after a number of years on Zoom. The Chair confirmed that to be quorate, the meeting must be attended by at least 10 members; having confirmed that 28 members were in attendance, the meeting commenced.

### **Present**

Members of the Board of Management: Jonathan Brigden (Chair), Robert Cook (Honorary Treasurer), John Gill, plus 28 members of the society.

Also in attendance: Joanna MacGregor CBE (Music Director), Guy Morley (General Manager), Gill Davies (Operations Manager) and Harriet Waters (Operations Coordinator).

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### **AGENDA ITEM 1: Apologies for absence and nominations of proxy**

Apologies were received from board members Andrea Cifelli, Norman Jacobs, Laurie Cearley, Caroline Harrison and 39 other members.

The Chair confirmed that 18 eligible voting forms have been received in advance, of which 3 instructed himself, the Chair Jonathan Brigden to vote on their behalf.

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### **AGENDA ITEM 2: To approve the minutes of 2023 AGM held on Tuesday 19<sup>th</sup> December 2023.**

The Chair confirmed that the minutes of last year's AGM were sent out to all current members of the Society in advance. The Chair provided a short summary of the minutes.

**The minutes of the AGM 2023 were approved with 33 in favour, 0 against and 1 abstention.**

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### **AGENDA ITEM 3: Matters Arising from those minutes not dealt with elsewhere on the Agenda**

There were no matters arising from the previous year's minutes.

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### **AGENDA ITEM 4: To receive the Report of the Trustees and the Financial Statements for the year ended 31 March 2024, a precis version of which has been circulated by post or email)**

## CHAIR'S REPORT

*This year we made a conscious decision to gear up for our centenary in this our 99th season. This has produced a wonderfully diverse and ambitious programme for Brighton. By far our most ambitious programme for many years included concerts that focused on a range of composers from Wagner to Moondog.*

*It is our third season with music director Joanna MacGregor at the helm as we continue successfully developing the visibility and reputation of the orchestra. Not only has the orchestra benefitted from Joanna's leadership but also from her brilliant musicianship. This has seen her centre stage in many of our concerts featuring as a soloist performing Gershwin's Piano Concerto in F, Arvo Pärt's Lamentate, and Spiegel in Spiegel alongside leader Ruth Rogers, works by Sakamoto, and her album Deep River with saxophonist Andy Sheppard. Alongside this, she conducted concerts as diverse as Sidewalk Dances and Mighty River: Celebrating Women.*

*Our programme continues to grow the quality of the orchestra's performances. This is in part a result of often doubling rehearsal time before each performance resulting in exceptional performances for some of the most challenging work.*

*We opened to a very encouraging and enthusiastic audience for our first concert featuring the music of Bernstein, Gershwin, Ives and Adams. Our LoveMusic £12 tickets encouraged a fantastic turnout of walk-up audience with the feel good factor of Bernstein's Symphonic Dances from West Side Story setting the scene for the rest of the season.*

*Our next concert focused on the music of Joanna's arrangements of cult 'outsider' composer, Moondog's dances that bring us a unique sound of swing and counterpoint. The concert drew an audience of 1000 and featured acclaimed jazz soloists including one of the UK's best-known players, saxophonist Andy Sheppard. Despite being perhaps a fringe figure in the classical world, the event brought in a large new audience for the orchestra as well as delighting existing audiences with Moondog's enthralling music.*

*Our Winter Solstice concert successfully united all our audiences bringing together the composer Arvo Pärt and blending the more familiar through Sibelius' second symphony. This drew the largest audience of the season outside of the New Year's Eve Gala.*

*In December we continued our new tradition of performing a semi-staged version of a Christmas Carol with the brass of BPO. Unfortunately, covid struck our special featured guest actor Pip Torrens. Thankfully Paul Ryan stepped in at the last minute and with great success. We also thank Director Richard Williams for his excellent staging.*

*Continued season highlights included a sold-out New Year's Eve Viennese Gala with soprano Ellie Laugharne. We did two days of rehearsal with nearly 100 players on-stage for the epic de Vlioger adaptation of Wagner's Ring. We were extremely excited to experience the Dome's beautifully refurbished Corn Exchange for The Soldier's Tale again directed wonderfully by Richard Williams and featuring the brilliant Alistair McGowan as the Devil.*

*International Women's Day was celebrated by an outstanding concert featuring music by women composers and soloist Ayanna Witter-Johnston. Our season finale brought an inspiring programme of Britten, Tveitt, Sakamoto and Debussy.*

*This wonderful season has really given the Board confidence to continue to drive the programming and our aspiration forward for the centenary season.*

*In terms of orchestral personnel, we have enjoyed our players and principals rising to the challenge of the programme. A special mention should go to Leader Ruth Rogers and Co-Leader Nicky Sweeney for their brilliant playing. Likewise mustering the power of a Wagnerian horn section is no small undertaking John James and Alexei Watkins should be singled out for this success.*

*Our team has continued to work extremely hard behind the scenes to ensure the smooth running of the orchestra. Our general manager Guy Morley continues to work three days a week. His role is instrumental to support Joanna's programme and continue the great marketing that the orchestra enjoys. He is now joined by Gill Davies as Operations Manager, freelance Fixer Tom Wraith, and Kate Fargher who continues to provide excellent financial control ensuring the ongoing stability of the management team of the orchestra.*

*In terms of fundraising, we have been extremely fortunate to continue to receive generous legacies. These legacies enable us to enter each new season with the confidence of cash flow and the ability to allow Joanna to be ambitious in her programming, building new audiences and stability for the orchestra into its second century.*

*Speaking of our centenary, we are delighted to have presented our programme for the year and got underway with marketing much earlier than usual. As I write, we have not quite had our opening concert, but sales are 25% ahead of where we were this time last year.*

*We continue to enjoy strong relationships with the Brighton Dome and Festival and look forward to welcoming Lucy Davies to her new role replacing Andrew Comben as CEO. We wish Andrew every success in his exciting new role at Aldborough.*

*Our marketing continues to grow with Gill's and Guy's experience. Our partnership with social media agency Social Firefly is increasingly providing a stable base for digital campaigns and is proving successful in getting the word out to a whole new audience, evident in the increased ticket sales. We have also launched a beautiful new website with designers Whitespace and Intro UK. We met overall sales targets for the 99th season. Our new look is ready to showcase our professional orchestra for the centenary and beyond.*

*I would like to thank the Board of Trustees for their support. Andrea Cifelli has handed over the 'baton' to me with the orchestra in a stronger and more stable position than she found it in. No mean feat considering the challenges of the Covid seasons. My thanks to her for her ongoing support and that she has agreed to stay on as company secretary, her knowledge and experience is invaluable.*

*I am very happy that we welcomed our principal viola, Caroline Harrison to the board this financial year. Her influence is already being felt bringing fantastic new thinking to the board. Bob Cook, our treasurer, has been extremely diligent in ensuring that we continue to build a stable financial position to ensure the healthy future of the orchestra. Norman Jacobs continues to provide invaluable experience to the Board and I welcome my colleague Laurie Cearley to the Board who joined when I did. I am grateful for all the time they give to the orchestra. It is still a very difficult time for the arts in the UK and the wealth of knowledge and experience on the board is far reaching and continues to help the orchestra to buck the trend as we go from strength to strength into the exciting new centenary season.*

*I'd also like to extend a huge thank you to you, our members. Your on-going support allows us to continue bringing exciting programmes to Brighton and beyond, and without you, none of this would be possible. A heart-felt thanks to each and every one of you from me, the board and the whole BPO team.*

## **TREASURER'S REPORT**

The Financial Statements of BHPS continue to be subject to an independent examination, as turnover is below the threshold at which a full audit is required. The independent examination has been conducted for the first time by the Chariot House.

Chariot House were appointed following a competitive process. The accountants to BHPS had previously been Plummer Parsons, who had resigned at short notice. James Todd & Co had taken over the independent examination for the 2022-23 financial year in difficult circumstances, but had not proved entirely satisfactory. Chariot House are charity specialists and we are confident that an appropriate appointment has been made.

The preparation of the 2023-24 financial statements have been complicated by VAT and associated accounting issues relating to the subsidiary company, Brighton Orchestral Productions (BOP) Limited. The decision has been taken to wind up BOP and all rehearsal costs are currently being met by BHPS, which will itself claim Orchestral Tax Relief. A consequence of these issues is that there is no direct alignment between the detailed expenditure figures for 2022-23 and 2023-24 in the BHPS financial statements.

2023-24 should be viewed as a transitional year and the comparative detailed cost figures in the 2024-25 statements will be more logical.

Chariot House are helping with the VAT issues which have arisen for BOP – these issues relate to the treatment of the transfer from BHPS to BOP to fund rehearsal costs. There is confidence that these issues will be resolved and any VAT liability will be modest.

BHPS income for 2023-24 was consistent with previous years. BHPS has continued to benefit from legacies. Income from investments has increased, reflecting higher interest rates. Income from ticket sales was slightly lower than hoped. Costs reflect the inclusion of expenditure incurred by BOP. Operating costs reflect the position whereby a full staff complement is now in place. Other operating costs have not significantly changed. Some elements of marketing costs are non-recurrent and will also be higher in 2024-25 due to the centenary year.

The overall position for 2023-24 was a deficit of £11,561. At the end of the year, BHPS held £1.638m of cash reserves.

It is to be noted that no matters came to the attention of the independent examiner for 2023-24.

As in previous years, it is appropriate to take the opportunity of the AGM to consider the financial position for 2024-25. Key points are:

- The 2024-25 budget provides for an underlying deficit (before legacies in the year) of £368,700.
- There is a potential for legacies of £120,400, which will reduce this deficit. This figure is the total of the residual amounts estimated to be due from the estates from which legacies have previously been received. The timing of these receipts is uncertain and some element may fall into 2025-26.
- The budget assumes income of £25,000 from fundraising associated with the centennial year. It is now unlikely that this will be achieved in 2024-25. The fundraising benefit of the centennial year may arise in 2025-26.
- Losses for each concert in the season are expected to be between £10,000 and £20,000 – on the basis of direct costs less ticket income and Orchestra Tax Relief. The net costs reflect the ambitious programme for the centenary year.
- Reserves are expected to reduce by between £368,000 and £248,000 in the year (depending on the legacy income received). The expected level of cash reserves at the end of 2024-25 should be between £1.3m and £1.4m.

The Chair opened the floor for questions.

Q: On the reference sheet it mentions expenditure on rebranding. What was the nature of the rebranding that was done?

A: The rebrand costs primarily covered the redesign of the logo and a completely revamped website, that involved both the artistic design and the build. The rebrand also extended to marketing collateral such as the brochures and programmes.

Q: Should we be charging for programmes?

A: We feel that if we were to charge for programmes, we may not sell many. The actual printing costs is very moderate, but we are considering sponsorship of the programmes, or as an extension of concert sponsorship.

A member commented that the venue would take a % commission if we were to sell the programmes so we wouldn't get the full amount. Everyone thanked Joanna's contribution in writing such detailed and interesting notes.

**The Trustees report and Examined Financial Statements were approved with 45 in favour, 0 against and 1 abstention.**

## **AGENDA ITEM 5: To elect Members to the Board of Management**

The Chair outlined that one-third of the directors must retire from office at each AGM. The two directors who have been longest in office since last appointed were himself, Jonathan Brigden and Robert Cook; they were required to retire at the AGM.

**Jonathan Brigden was reappointed to the Board with 46 in favour, 0 against and 0 abstentions.**

**Robert Cook was reappointed to the Board with 46 in favour, 0 against and 0 abstentions.**

The Chair outlined that in July 2024, John Gill was appointed as a Director by the Board. As appointed Directors, they are required to retire at the AGM and then must be elected to the Board by the members. The members were asked to elect John Gill to the Board; a short biography was included in the AGM notice.

**John Gill was appointed to the Board with 46 in favour, 0 against and 0 abstentions.**

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## **AGENDA ITEM 6: Election of Vice-Presidents for the year 2024/2025**

The members were asked to re-elect John Carewe, Jackie Lythell, David House and Karen Platt as Vice-Presidents for the year 2024/25.

**All Vice-Presidents were re-elected with 45 in favour, 0 against and 1 abstention.**

The Chair took a moment to remember fondly **Ronnie Power**, who died in early September aged 99. Ronnie was a serving Vice President at the time of his death. He was on the board for 30 years, and in the position of Chair for the latter 12 of those. He was a friend to many and a lifelong supporter of the BPO.

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## **The Chair welcomed Music Director Joanna MacGregor to address the members.**

Joanna commented that it was great to see so many members together, and that she wanted to take a moment to give thanks and praise to the BPO's players, particularly the growing younger generation of players coming through the orchestra. Joanna cited that it is not easy for them as freelancers moving from gig to gig, performing at the very highest level, travelling around the country, rehearsing for incredibly long hours and putting in a huge amount of hard work. She talked about how the orchestra is nurturing new young talent, and mentioned the retirement of principal horn John James, who had been confident to pass the baton to the great player Alexei Watkins, with us in person at the AGM. Joanna talked about the buoyant morale of the orchestra, and the dedication of the players who love to come and play in Brighton, and all eagerly signed up to play in this season's fiery opening, The Rite of Spring. Joanna talked about the curation of the programme, and how this is put together not just with the audience in mind, but also the players, giving consideration to what it will feel like to play those works in Brighton, and what is manageable to achieve with the rehearsal time we have. Many of you will have noticed there's always a 'core' classical piece - like Tchaikovsky's first piano concerto, or Scheherazade - to balance more demanding works, like James MacMillan's Veni, Veni Emmanuel. This has continued to develop the size and range of BPO audiences, bringing in younger, excited listeners.

Joanna concluded with a discussion around the iconic Centenary year, and the work that is being done delving into the archive, and the process of digitising the back catalogue of programmes and press clippings. Joanna wrapped up with a thank you to all present for their on-going support.

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## **AOB**

The Chair opened the floor for any other business.

Q: Why do we not have the New Year's Eve concerts anymore?

A: The decision was taken that as we only get a very limited number of dates from Brighton Dome, moving away from NYE gave us an opportunity to focus on the main season programme. New Year is also a tight period for the Dome with pressure from other artistic groups.

Q: Would the CEx not be an option (for NYE)?

A: That's not something we have considered as it's smaller size wouldn't be the right fit for a traditional Viennese gala

Q: What proportion of the orchestra is local?

A: We couldn't say off the top of our heads. Whilst a lot do come from London, a significant number are local, including our fabulous co-leader Nicky Sweeney. It might not be a majority but it is a significant number considering there's comparatively fewer professional musicians living in Brighton compared to the capital.

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## CLOSE

The Chair thanked everyone for joining, and extended thanks to all members. He explained that the evening would continue with refreshments served, and a short pause before the commencement of live music from Joanna and Alexei.

**The meeting concluded at 18:45.**

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