

Confidential	<p style="text-align: center;"><u>LLANGOLLEN INTERNATIONAL MUSICAL EISTEDDFOD</u> EISTEDDFOD GERDDOROL RYNGWLADOL LLANGOLLEN</p> <p style="text-align: center;">Extraordinary General Meeting of the Company held at the Royal International Pavilion on Wednesday 17th July 2019 at 7.30 pm</p>
<p>1. Present</p> <p>Apologies</p>	<p>Dr R. Davies (RD) (Chairman), Mr K. Potts (KP) (Vice-chairman), Mr P. Coleman (PC) (Treasurer), Miss L. Jones (LJ) (Company Secretary), Miss S. Eagar (SE) (Chief Operations Officer), Dr E-R Harry (ERH) (Music Director), Mrs P Lea (PL) (Marketing and Audience Development Director) and Mrs V Blair (VB) (Minute Secretary) together with the members listed in Appendix 1 to these minutes.</p> <p>Apologies were received from the members listed in Appendix 2 to these minutes.</p>
<p>2. Minutes of the Annual General Meeting held on 3rd April 2019</p>	<p>The minutes of the Annual General Meeting held on Wednesday 3rd April 2019 were taken as read and unanimously approved on the proposition of Gethin Davies and seconded by Geoff Davies.</p>
<p>3. Matters arising from the Minutes.</p>	<p>There were no matters arising.</p>
<p>4. To elect the Chairman</p>	<p>The following candidate had offered them self for election: Dr Rhys Davies</p> <p>As there was only 1 candidate, no election was required and RD will continue as Chairman.</p>
<p>5. To elect the Vice Chairman</p>	<p>The following candidate had offered them self for election: Mr Keith Potts</p> <p>LJ informed the meeting that at the time of notification of the EGM, KP had said he would stand down. Since then KP has indicated he is willing to continue. No objections were raised to the mismatch between EGM notification and the agenda.</p> <p>As there was only 1 candidate no election was required and KP will continue as Vice Chairman.</p>
<p>6. To elect the Treasurer</p>	<p>The following candidate had offered them self for election: Mr Paul Coleman</p> <p>As there was only 1 candidate no election was required and PC will continue as Treasurer.</p>
<p>7. To elect members of the Standing Board</p>	<p>Since the EGM notification, a further Board vacancy had arisen due to Mr Nick Jenkins standing down. Therefore, there were 3 vacancies to be filled subject to the approval of the company members.</p> <p>The following candidates had offered themselves for election: Mr Jeremy Davies Mr Ian Lebbon Mrs Morag Webb</p> <p>Since notification of the EGM, Mr Jeremy Davies has withdrawn.</p>

	<p>The other 2 candidates were elected and there were no objections to a 3rd person being co-opted by the Board under Article 48 of the Articles of Association.</p>
<p>8. Report of the Chairman, Dr Rhys Davies</p>	<p>RD reported that once again we've had a splendid Eisteddfod, visitor and competitor numbers were up despite disappointing ticket sales. The standard of competitions had been very high with the Pendine International Voice of the Future won by Erin Rossington and Children's Choir of the World won by Bax from Hertford. Choir of the World was won by John's Boys from Rhos, what an achievement for local talent which resulted in a very exciting evening.</p> <p>As RD has said many times before, the international and eisteddfodic component of our festival is our USP. This is what needs to be enhanced with the introduction of current, contemporary arts to increase its attraction. Also the daytime offering needs to attract all age groups to a festival with a vibrant eclectic mix of genres and activities.</p> <p>The town parade was once again a great success attracting many thousands onto the streets and more than in 2018. Thanks to all involved in its organisation. The 'ground for a pound' following the parade was a success and the field was 'bouncing'. It was good to see Eluned Morgan, WG Minister for International Relations and the Welsh Language, stay for the parade, longer than planned, and be enthralled by our offering. It is good for WG ministers to know what LIME is all about.</p> <p>Centenary Square continues to be a great success as a performance space in town. There were also events in the park and at the station.</p> <p>2019 has been ERH's 1st Eisteddfod and RD congratulated and thanked him on leading the artistic element of the Eisteddfod with the support of volunteers and staff of the organisation. RD is confident that with ERH's input the Eisteddfod will continue to evolve.</p> <p>RD thanked Terry Waite, who had planned to retire, for being our President once again; his support and understanding of our ethos is priceless.</p> <p>RD also thanked the staff: Sian, Hayley, Sue, Meg, Elise, Mikala, Chloe and Pippa who has recently joined as a marketing consultant.</p> <p>Volunteers enable LIME to put on the Eisteddfod and RD thanked them all for their hard work. There are too many to name but many go the extra mile over the year to ensure the Eisteddfod succeeds. Their enthusiasm and professionalism is brilliant.</p> <p>Finally RD thanked the Board members and Officers for their work and particularly mentioned PC, KP and LJ who have been a great support to RD and invested so much of their own time into the Eisteddfod and ensured its success.</p> <p>The Inclusion Project was once again a great success. RD thanked Chris Dukes and Elen Roberts for the peace message, neges Heddwch, with Ysgol Min y Ddol and Rhosymedre.</p> <p>The concert stream had something for everyone. Jools Holland entertained us well. Rolando Villazon, truly a great tenor, along with Rhian Lois were fantastic. Saints and Singers included wonderful pieces and congratulations go to ERH for his 'Spring of Vision'. Mabon were brilliant and led dancing in the amphitheatre in the afternoon and consideration should be given to developing the theme. The Gypsy Kings provided great entertainment and the great musician Catrin Finch was welcomed back. Llanfest was enjoyed by all and good reports were received from attendees.</p>

	<p>There are some great challenges for the future. RD is passionate about the Eisteddfod and wants to ensure it continues but to do that we need to enhance what we've got already and develop the offering both from an eisteddfodic point of view and on the field and in the town for a contemporary audience.</p>
<p>8b. Report of Marketing and Audience Development Director, Pippa Lea</p>	<p>This report is an additional agenda item.</p> <p>This was PL's first Eisteddfod and she found it magical and exceeded expectations. PL was appointed in April for 18 months to review, refocus and pass on skills but immediately started to help with the delivery of 2019. PL thought the Marketing Officer was already on the right track.</p> <p>Money had been awarded from the MEU to focus on the struggling concert stream. PL showed slides of marketing initiatives used for 2019. Google adverts had been used for the 1st time at a cost of £3k and brought in £23k of sales.</p> <p>Web site activity had increased compared to 2018.</p> <p>Ticket sales for Wednesday, Thursday and Saturday night concerts were higher than for 2018. Day ticket sales and overall visitor numbers were also higher than in 2018 (but had 1 extra day in 2019). New bookers were 46% for Jools Holland, 19% for Rolando Villazon, 18% for Saints and Singers, 13% for the International celebration, 39% for the Gypsy Kings, 15% for Choir of the World and 60% for Llanfest.</p> <p>PL read out many of the positive statements from 'Customer Comment' forms. Further analysis of the data will be undertaken.</p> <p>In the second part of her presentation PL explained that the purpose of her role, funded by the MEU, was:</p> <ul style="list-style-type: none"> • To lead strategic marketing planning and direct marketing activities • Deliver agreed audience development goals over a defined time period • Work with COO and Marketing Officer to devise a strategy focusing on audience growth, business development, monitoring and evaluation • Develop and mentor staff to enhance knowledge and skills to ensure a long-term development plan can be sustained for the future <p>Strategic priorities included:</p> <ul style="list-style-type: none"> • Audience Development (putting audiences at the centre of our activities, understanding loyal audience journey, using insights to inform campaigns) • Branding and Messaging (communicating who we are, why we're here and what we do, our vision and goals) • Visitor Experience (a more connected, curated experience in the Pavilion, on the field, in the town and online) • Storytelling (identifying key stories that best demonstrate our impact and relevance, communicate more effectively with tailored messages to stakeholders we are trying to reach and influence) • Profile (regional, national and international awareness, targeted press and PR campaigns, effective use of social influencers and amplifiers)
<p>8c. Report of the Treasurer, Mr Paul Coleman</p>	<p>This report is an additional agenda item.</p> <p>PC started by saying it is not usual for the Treasurer to address this meeting but we are in unusual financial times and so thought it appropriate to say a few words.</p> <p>We went into 2019 with sufficient reserves to put on the 2019 event in the traditional way but are likely to suffer a loss, mainly due to poor ticket sales where there was no initial rush to purchase which we subsequently did not regain, plus a reduction of</p>

support from S4C due to their budget cuts and incurring additional site costs from DCC for the same reason. In all we anticipate taking a £200k loss from 2019 and this means that our reserves are wiped out. This in turn gives us difficulties in paying wages from September and in paying deposits for high profile concert artistes. It was for these reasons that the message was put out that the Eisteddfod was facing an uncertain future.

We have been exploring a number of avenues to enable us to continue through to 2020 and beyond and are pleased to say that we have a strategy for getting there. Effectively we need to raise £200k to put us back in the position we were in this time last year and need to make short term changes to 2020 to avoid making a similar loss in that year. The budget for 2020 will accordingly incorporate a number of challenges which we will all need to address and accept if we are to go forward with confidence and goodwill from all members and volunteers will be vital in doing this.

In terms of finding the £200k, we are in discussions with Welsh Government (WG), who have undertaken a due diligence review of our finances and plans, and Arts Council Wales (ACW). WG are close to confirming their normal support will be available for the 2020 Eisteddfod subject to some further business governance and product modernisation which we are pledged to deliver. ACW have confirmed their normal ongoing support to us for the 2020 Eisteddfod. RD and PC will have a high level meeting with WG and ACW in the next 2 weeks where we hope the arrangements we are trying to put in place will be ironed out and agreed by them. There is scope for some of the planning for the changes we need to make to be supported by Arts Council Resilience funding over the next 3 years and this too will be addressed at the meeting. However there is no obvious route for these sources to help pay for the 2019 deficit.

To raise the £200k, we have accordingly looked at the possibility of developing the land we currently use for disabled parking for housing. This would be likely to generate more than the £200k shortfall although this would only be available once the planning process has been completed which is likely to take more than 12 months in total. We are proceeding with exploration of this without making a decision to actually dispose of the land at this point.

As this would still not address the rapidly approaching cash-flow gap, we have therefore looked at 2 other possibilities. The first is temporarily accessing up to £90k of restricted reserves which we would contemplate replacing from the property sale proceeds in due course. This would enable us to continue beyond September so that a 2020 line-up can be presented and ticket sales begin before Christmas to maintain a positive cash-flow.

The second is to raise funds from a special guarantee loan fundraising initiative where key supporters will be invited to loan money to the Eisteddfod in much the same way as was done in 1946 to get the first Eisteddfod off the ground. This would again be underpinned by the potential property sale proceeds but that might not necessarily be the route for repayment if our redesigned festival achieves its aims: artistically, culturally and financially. PC has received an encouraging number of expressions of support for this idea and is confident that we can raise at least £100k from this source. PC is drawing up detailed paperwork that will be needed to give to supporters and will also be seeking donations in the coming weeks to enable us to continue as planned. He would hope to know where we stand on this before the end of August.

	<p>So, we are not fully out of the woods but have a sensible plan to take forward. Even without the loan scheme we have the wherewithal to put on a festival for next year although the better our cash flow the easier and more successful this will be. Finally PC noted that finance is not the most important resource that is needed to put on the Eisteddfod; members' spirit, enthusiasm and support counts for most and he hopes they can be confident that the small matter of keeping in funds is in good hands so that there will be more festivals in the future every bit as enjoyable as was 2019.</p>
<p>9. Report of the Music Director, Dr Edward-Rhys Harry</p>	<p>ERH's report was in 2 parts.</p> <p>The 1st part considered his experience. When ERH asked an adjudicator why he loved coming to LIME the reply had been 'because it has a heart'. Similar comments from others had been made to ERH. Having a reason to be in today's world is important. ERH had spent his 1st Eisteddfod asking why we do what we do. The reason for the 1st Eisteddfod in 1947 is still important. It had taken courage and conviction to put on the 1st Eisteddfod and the same courage and conviction has been required subsequently. He went on to thank all the volunteers for their hard work. The week was a great opportunity to meet volunteers and see performances.</p> <p>The competitions were as busy as ever and the standard both exhilarating and exciting. LIME has much to be proud of. There was an array of different talents and genres in the evening concerts. ERH was personally delighted that a male voice choir had won 'Choir of the World'. Llanfest rocked with 4 different bands with a variety of styles. ERH explained he wasn't present on Saturday or Sunday due to prior engagements he couldn't re-arrange.</p> <p>ERH has run several large festivals outside the UK and thought he was prepared for Eisteddfod week. However he was in for a shock. The days are long, decisions have to be made on the hoof, guests entertained at short notice while simultaneously looking after adjudicators, running competitions, keeping the stage timetable on schedule, meeting and greeting Artists, setting up dressing rooms etc etc. However ERH thought it was brilliant and had energy. Everyone had smiles on their faces and the culture, language and performances wash over you in what is a brilliant week because of all those involved. He wanted volunteers to realise how committed the staff are and vice versa. Together LIME cannot fail and that is owed to LIME's forefathers. ERH treasured every last second of the event and expressed good wishes for the future.</p> <p>The 2nd part of the report ERH commented on his remarks to the media about the Eisteddfod regenerating itself. The Eisteddfod has 73 years of history, an established pattern of how things are done, 800 volunteers, a profile in the public consciousness, a team of staff who work tirelessly, an evening concert series of national and international note yet customers are becoming slower at buying tickets in advance. The competition strand faces competition from other events but remains as popular as ever. Daytime visitor were up on 2018. Applications were higher for some competitions but lower for others. 76 groups and 72 soloists came and an additional 46 groups on outside stages. In total there were 3485 competitors. Attendance at evening concerts was lower than in previous years. Television coverage was less than it has been and we don't know what it will be in the future. Children's day, the outreach project, peace message, parade of nations and inclusion project remain popular. In a recent meeting with WG and ACW, LIME was asked how it might deliver its message in a UK that is currently preparing to leave the EU. It was asked how it might capitalise on its core beliefs and messages to other countries to create a</p>

	<p>positive message for peace and harmony from the UK to the rest of the world. It was also asked how it might align itself to the WG international strategy. There is no doubt WG are interested in what we do and are on hand to have continued conversations. It is possible that over the coming years the Eisteddfod may make changes to how it does things. We have an opportunity to make a difference in the world and become an even more important element in Wales. We must not squander the opportunity to make sure our messages are heard. ERH thinks LIME does things well but are shy about it, he wants to shout out about how good it is. We need to make a positive decision to embrace the future. ERH believes the future is bright and asked everyone to come on the exciting journey and provide help and support.</p>
10. Question and Answer Session	<p>No written questions were submitted.</p>
11. To receive deputations	<p>KP thanked RD and his family for all their work during the last 12 months and commented that RD was the right person to get us through the 'blip'. PC was thanked for acknowledging the work of the stewards.</p>

Appendix 1 – Attendees

Chris Adams	Christine Dukes	Bronwen Lebbon
Bob Attenburrow	Sian Eagar	Ian Lebbon
Sandie Attenburrow	Jim Eastop	Joyce Linden
Gareth Benjamin	Gareth Edwards	Phil Meyers
John Blaze	Kathleen Edwards	Elfed Parry
Alan Bodicoat	Trefor Edwards	Graham Platt
Clive Briscoe	David Evans	Barrie Potter
James Brown	Gaynor Evans	Keith Potts
Margaret Browning	John Evans	Les Potts
Terry Browning	Nia Evans	Karen Price
Peter Budd	Susan Evans	Megan Price
Ron Clark	Derrick Francis	Barrie Roberts
Ceinwen Clarke	John Gambles	Colin Roberts
Pat Clarke	Maureen Gambles	Elizabeth Roberts
Julie Clayton	John Gibbens	James Roberts
Paul Coleman	Helen Heaton	Llinos Roberts
June Cook	John Howarth	Doreen Salisbury
Caroline Crellin	Nesta Hughes	Jillian Sanders
Allison Davies	Rhiannon Jedwell	Jean Audrey Speare
Elizabeth Davies	Nicolaus Jenkins	Greetje Stephenson
Eulanwy Davies	Gillian John	Ann Thomas
Gethin Davies	Vernon John	Mair Thornton
Jeff Davies	Barbara Jones	Alan Tiltman
Jeremy Davies	Glyn Vaughan Jones	Joyce Wilcock
Rhys Davies	John Jones	Melanie Wilks
Ros Davies	Louisa Jones	Jane Williams
Doris Davis	Michael Jones	Karl Young
Wendy Davis	Selwyn Jones	
Heather Donnelly	Trefor Jones	

Appendix 2 – Apologies

Nêst Adams	Bob Evers	Sue McEvoy
Ann Ankers	Margaret Evers	Megan McNutt
Sally Ashwood	Ian Harris	Hayley Miller
Simon Baynes	Helen Hayward	Jeanette Morris
Marion Blackman	Mathew Hayward	Olwen Morris
Ted Blackman	Neil Hayward	Roy Morris
Maureen Bodicoat	Susanne Hilton	Mikala Nash
Mair Bowen	Moira Humphreys	Annie Pearce
Lesley Brown	Elise Jackson	Colin Powell
Margaret Cousins	Betty Jones	Sheila Powell
Mervyn Cousins	David J Jones	Beryl Pugh Jones
Haf Davies	Dewi Jones	Jean Richards
Phil Davies	Edna Jones	Betty Roberts
Ann Eagar	Margaret Jones	Elen Roberts
Ian Edwards	Hawys Lebbon	Janet Spence
Martin Evans	Myron Lloyd	Ruth Stevens
Siân Evans	Sian Mathews	Penny Tate