

Everyman Theatre Cardiff Limited
Annual General Meeting held in the Seligman Theatre on 20th September 2023

Present: 37 members and friends.

Apologies: Rosy Greenwood, Trish Gould, Robert Orchard, Greg Owens, Lydia Bateman, Megan Sawyer.

1.SF (Chair) welcomed members to the meeting and reminded them that they had been asked to bring membership cards for voting. **KS** had brought temporary cards if needed.

2. Minutes of the AGM 2022 – These were approved.

3. Matters Arising – None.

4. Financial Report (EH) –

- **EH** thanked members for attending the AGM and thanked **SF** and **PHR** for giving him the chance to be part of such a wonderful organisation.
- **EH** reported that, building on the success of the past couple of years, Everyman is now well on the way to becoming a sustainable concern. Pending receipt of our VAT refunds (submitted this week) we will finish our financial year with funds of close to £75,000, which is flat to last year, even though this year's Festival lost around £10,000. He said resilience was down to a number of factors. Firstly, increased membership - Membership fees cover our fixed costs so the more members we have, the less reliant we are on productions to cover our necessary bills. Secondly, the Playhouse Season - an opportunity for less commercially viable productions, which often requires support from the Company, actually contributed almost £1,000 this year, despite inflation and cost of living issues.
- The financial year 2021/22 ended in a £22,000 deficit, mostly the result of spending the WCVA grant money that was received in the previous accounting period, so it does not reflect the underlying performance of the company. In reality, the deficit was closer to £5,000, mostly the result of the Festival losses. Despite being the best-attended and highest-grossing Festival on record, the 2023 Festival was loss-making. Two main reasons:
 1. The majority of tickets were sold in shows with profit shares and high royalties, so the ticket sales were £8,000 adverse to budget. **EH** took responsibility for this budgeting failure and said it will be taken into consideration in future budgets.
 2. The current stand configuration cost was more than double the 2022 figure (from £17,000 to almost £30,000). Clearly this must be addressed by the incoming Board.
- **EH** is currently exploring opportunities with a team of consultants who believe they will be able to obtain funding for portions of the Festival. **EH** would also like to challenge the incoming Festival team to carry out a strategic review of our current procurement process.
- **EH** then reviewed the objectives put in place through the WCVA business planning process—
 1. A core group of people, less than 10% of the membership base, are responsible for over 90% of the output. – This is a work in progress, but, with an increase in the membership, and the recruitment of multiple volunteers, we now have a full Board and a core resource pool for Festival Bar and FoH duties.
 2. The lack of reporting around Key Performance Indicators - There is still work to be done on identifying and capturing those KPI's that will ensure success.
 3. Current lack of oversight, both in terms of policies and procedures and ensuring impartial reporting at Board level - Policies which were drafted for the Business Planning activity now need to be embedded in an annual review. We also need to establish training sessions for new Board members to make them aware of their responsibilities and also the available

tools to support them in their role. This will contribute to our goal of engaging with our members, and achieving our Investing in Volunteers accreditation.

4. Budgets for each responsible Board member, which can be tracked through the year - With the accounting structure in place, budgets can be set, and our aim is to issue these to the new Board once elected.
5. The allocation of funds to improve our overall offering to the public - All grant funding has now been completed, and there has been full acceptance from WCVA. We have begun repaying the loan portion of the grant at c.£100 a month, and **EH** recommends that we settle this in full on receipt of the VAT refund later in the year.
6. The provision of an overall, cohesive plan - The Business Plan was officially unveiled last year, and we have worked solidly towards delivery of its provisions.
 - **EH** said the goal for the next 3 years is to move to a position where membership fees cover our full fixed costs; fundraising and donations can cover the incremental costs of infrastructure and flexible premises (such as build and rehearsal spaces) and sponsorship can support specific incremental costs, and community projects. Net gate receipts and bar/merchandise profit can be ploughed back fully into creative content delivery, allowing us to grow on a near risk-free basis.
 - **SF** asked **EH** to clarify the VAT situation. **EH** said that VAT submission rules had changed. The information has gone to the accountants who will submit in the next few days. Around £50,000 can be expected, in two tranches.
 - **SD** asked how many memberships were needed to cover costs. **EH** said about 250. **KS** asked if this included youth memberships; **EH** said they should be full memberships. **SD** also asked if time-banking had been considered. **EH** said it had been discussed, but will need more detailed exploration.
 - **PW** asked about the use of consultants. **EH** explained that this had been part of WCVA funding. They can suggest where we might apply for funds and we hope to get one bid accepted, which could then lead to larger bids (which we will then need to pay for).

5. Festival Report (PHR) –

- **PHR** said he was grateful to **EH** for providing full Festival accounts in August which enabled him to compile a full handover package. He retired from the Board at the end of July to focus on his final duties as Festival Chair, including de-brief meetings with all of the professionals.
- **PHR** said that our 40th Festival – our Ruby Jubilee – did Everyman Theatre and Cardiff proud. “*The Addams Family*”, “*Calendar Girls*”, and “*A Midsummer Night’s Dream*” were first class, with experienced top-class directors - Greg Ashton, Simon West, and Paul Clements.
- GoTheatre’s production of “*Matilda Jr*” broke all previous records, selling an astonishing 38% of all Festival tickets sold and Everyman Youth Theatre nearly sold out both its performances. Gross audience figures were just over 14,500 from the nine productions. **PHR** said we truly earned the right to say that Everyman Theatre can give Cardiff its flagship summer Festival.
- **PHR** said he was immensely proud of two other things - first, our relationship with Amnesty and second, the opportunity we give to local charities to raise funds. What Amnesty Cardiff raises at the Festival sustains their work in the city throughout the year, while Cardiff and Vale Branch of the Motor Neurone Disease Association were overwhelmed by raising over £6,000 at the Festival.
- Next, the more challenging news, the Festival finances. This year revenue was up over £30,000, but costs were up nearly £39,000 (a deficit of £10,321 – assuming a full VAT reclaim). With substantial reserves (assuming that full VAT reclaim) and the significant profit that we made in 2021, **PHR** said we can afford to bear that loss, on a one-off basis.
- **PHR** said it is important to put this year’s financial outcome into the context of the last five years. In 2019 we made a profit of £5,284. In 2020, due to cancellation, a loss of £2,162. In 2021, we made a profit of over £10,000 and, with the Festival grant of about £20,000,

obtained by AP and Mike Matthey, the overall surplus was about £30,000. (PHR said that ironically the smallest Festival he had overseen was by far the most stressful personally and he was extremely grateful to AP for kindly and gently guiding him through a couple of near meltdowns). Thus, we went into Festival 2023 over £30,000 in front of where we were at the start of 2019 and, even after deducting this year's loss, the Festival is still over £20,000 in front of where we were before the 2019 Festival.

- Problems - Costs went up more than hoped and whilst income went up, it was not as much as we had hoped. Gross sales of the three headline shows fell by about 350 = about £7,000 loss. Also, Bar revenue was a bit disappointing as we had budgeted on the basis of more adult sales. PHR suggested that provisional bar prices be agreed and fed into the budget and that thereafter 20% is added to the provisional bar prices to cover VAT.
- Infrastructure costs went up £10,850, mainly due to GL Events imposing, for a second year running, a completely unexpected (and unjustified) large price hike for the stand, but it was too late to find any alternative. PHR advised investigating alternatives as he feared a likely inflation-linked increase of 10% next year. Marketing spends also went up from £13,079 to £21,889, but sadly, didn't translate into increased overall sales for the adult shows. The much higher gross income from "*Matilda Jr*" meant increased rights payments and a much larger sum going to Go Theatre. So, despite smashing through 14,000 sales for the first time, we had a financial deficit of £10,321.
- PHR said that one thing that has put the Company in a good place was the creation of a very professionally focused Budget Group, comprising Treasurer, Production Manager, Festival Chair, and Everyman Chair ex-officio, very ably assisted by Keith Stanbury.
- PHR stressed the positives. Everyman has very considerable reserves (assuming a full VAT reclaim) and a great, experienced team to lead us into Festival 2024. He said that a realistically balanced budget must be created with either significant cost savings or a significant increase in ticket prices (£25 for the adult shows and £15 for the Family Shows?)
- Total Box Office takings were £207,559 against last year's £173,716 with £3,556 taken from walk-ups. Roughly attributing those to each show, the attendances for the three main shows were: "*Addams Family*" – over 2,500, "*Calendar Girls*" – over 2,300, "*Midsummer Night's Dream*" – over 2,250. PHR thought it was a huge positive that after years of a downward trend in Shakespeare sales, this year they were up by over 30%.
- PHR said that strategic decisions (choice of plays, choice of Directors, ticket prices etc) were made by the Board as the responsibility for managing a charity rests on the shoulders of the Trustees (the Board). Since over 90% of the Company's turnover is Festival turnover, all Trustees must be actively involved in order to discharge their Trust. The 'nuts-and-bolts' management was organised by the Festival Management team (which has no fixed membership and some people make significant contributions without needing to attend meetings). He felt this system worked – as did having specific groups for Budget, Marketing, Bar, etc.
- PHR described how Everyman had responded to previous existential crises and was sure that, if need be, a new generation of Everymanners could see off another existential threat.
- Amy Brookes thanked PHR for his enormous contribution to the Festival. TH asked about our relationship with Cardiff Council. PHR said that though the Council have refused to adopt us as a premier event, the relationship has been excellent and is probably secure. However, he suggested that the new Chair meets them in October, when we give them our accounts.

6. Membership Report-

- KS said she has introduced a personal approach to Membership, including membership cards, which have been well received by the Membership. There will be different coloured cards for the next period of Membership.

- For every production in the last year, Playhouse Season and the Festival, every person who went on stage was a member. **KS** said we are slightly down on our membership numbers because of the change of the time of the musical in the Festival (some members had two Festivals for the price of one). The WCVA grant target was 147 members; **KS** said we have 199 Members. (135 ordinary adult members, life members and 39 floating adult members (last 3 months) = 174 adult members, plus 25 Youth members.)
- **KS** reminded members they can check when membership payment is due - 1 year from the date on the membership card. The Membership Secretary will also send an email reminder.
- Finally, **KS** wanted especially to thank all those members who join every year, even when not in a production. They help to ensure that we are able to put productions on for the Playhouse Season and the Festival.
- For the future – **KS** would like to introduce Membership Cards for the Youth members. There will be a stall at the Festival and Playhouse Season to encourage more people to join us. **KS** would also like to introduce a Patrons scheme for those who no longer play an active part in any productions, but still like to support us. However, we would need to define the benefits of being a Member or a Patron e.g. possibly making Melting Pot sessions available only for Members.
- In reply to a number of questions about advantages of membership, **KS** said members get Everyman communications, can take part on stage and can vote and stand for the Board. She agreed with **PHR** that membership of £40 is cheaper than other groups. **SD** asked if membership includes discount on tickets; **KS** said this has been discussed but not yet decided while **SF** said that this might reduce our ability to cover production costs. **CF** thanked **KS** for her work and asked about plans for future developments. **KS** said she has ideas to put to the Board, such as a Patrons' scheme. **SF** also congratulated **KS** on her work as Membership Secretary.

7. Youth Group Report –

- Members -**SB** said that she reminds Youth Group members that they are part of the wider Everyman community. Before Covid there were 35 members and during Covid they kept going by Zoom meetings, sometimes joining with other groups. She said she has worked hard to encourage new members and there are now 30 (more boys than girls, for the first time). She said Chapter have been very supportive.
- Productions – They put on a production for NT Connections in London, with adult members also taking part and have been invited to a series of workshops. “*Macbeth*” had two performances at the Festival, which was amazing and helped attract new members. Also, they put on “*Ghostly Tales*” to encourage new writing and immersive theatre.
- Older members have helped to mentor the younger groups. Three members have done courses at WCMD and can now help to run shows.
- **SB** evaluates progress every year. She thanked Cressida Ford and Paul Fanning for help and looked forward to an exciting year.

8. Clubnight and Melting Pot Report (BS)–

- **BS** said it had been a very enjoyable year with a variety of topics e.g. poetry evenings (led by Maggie Nicholls and Arnold Phillips), scenes from Brecht (led by Rob Phillips), a celebration of the VPP, a session for new directors, Pinter sketches (led by Alistair Jinks), and two Tennessee Williams' one-act plays. Average attendance was 16. The new season began with a well-attended ‘Welcome Back’ Party and then a director’s pitch for Robert Gairey’s production of “*Private Fears in Public Spaces*”. There is fully booked season up till Christmas and **BS** asked members to come forward with ideas for future free slots.
- **BS** said the function of Melting Pot was to hire professional expertise in practical workshops, financed by the Board and free to everyone. There have been contributions from Stuart

Bawler of Hummadruz Theatre, Paul Clements, Mike Church, Steve Killick, Dan Young, Marilyn Le Conte and Elise Davison. There will also be a Teachers' Course on 27-28 January at the Bear Hotel, Cowbridge, led by Complicite Theatre on "Devising in the Secondary Classroom". Costs for Melting Pot were £730 for the year and attendances were 10-24. Melting Pot is led by a sub-committee of BS, Rosy Greenwood and Lydia Bateman. They are always looking for new members.

- **BS** said that it has been a privilege to be Clubnight Co-ordinator. Clubnights are the lifeblood of everything Everyman stands for and are a good way to bring people into the Company.

9. Volunteering Report –

- **VC** was unable to attend so had sent a report which **SF** read.
- **VC** said that our Business Plan directly points to our volunteers as a strength. In recognition of their contribution, the Board has supported their nomination for Volunteer Group of the Year in C3SC's Cardiff Volunteer Awards. Nominations close on Friday and more information will be given on our social media channels.
- He said that for the past 6 months a small working party have been assessing the quality of volunteer management and involvement and proving the effectiveness of our work with volunteers. We are moving toward a Development Plan and a Volunteering Programme to help Everyman fulfil its vision, mission, business goals and objectives. Evidence has been sent to our Investing in Volunteers assessor. Early verbal feedback indicated that we had met or partly met the standards for volunteers, volunteer inclusion, recruiting and welcoming volunteers, supporting volunteers and valuing and developing volunteers. Where we have not fully met the standards we have provided additional information and are awaiting written feedback so we can move forward with our Development Plan and Volunteering programme.
- **SF** said that it had been a useful process and **CF** said that **VC** had done an incredibly professional job.

10. Chairman's Report –

- **SF** said this year has been our first full year of normality, but it has also been a year of record inflation, of a 'new normal' of audience levels and ticket sales, and the 'new normal' of Chapter's relationship with us. However, one thing that remains a constant is our creativity and artistic capital for which, he could report, our stock remains high.
- **SF** said the Playhouse Season is where we are at our *most creative*. Originally, it was envisaged that the season would be subsidised by the Festival, but with Festival losses over the last 2 years, the Playhouse season should at least be cost-neutral to the Company.
- He outlined the 2022/23 Playhouse Season, starting with Pam Weiner's production of "*Bronte*" by Polly Teale. He was part of the cast and despite having caught a flu variant the week of production, he said it was a very good production and he would not have swapped it for the world.
- Next was Toby Harris' production of "*Road*" by Jim Cartwright. **TH** rewrote the rules for performing in the Chapter space by creating a 1980s Northern nightclub (including an actual bar serving alcohol!) with performers using every inch of the space, while the audience sat at round tables.
- **SF**'s production of "*The Pillowman*" by Martin McDonagh followed in late Feb/early March. He was very proud of his lovely cast who appeared unfazed at whatever he threw at them: shadow puppetry, mime of cases of child suicide, setting fire to a puppet made of marshmallows, recreating famous renaissance paintings of Christ's life culminating in crucifixion. Also, an intense other plot of police interrogation, confession, betrayal and murder. Similar great feats were achieved by the Creative Team – SO, CJ and RP (the latter creating the most terrifying puppet ever seen on stage – that of the Pillowman himself.)

- **PHR** then directed “Art” by Yasmina Reza – a gripping and very funny comedy of three friends falling out over their reaction to a single blank canvas with three imperceptible white lines. Again, a minimalist staging played to maximum effect.
- **SF** said this was wonderful theatre and at no cost to the Company. He was proud that we have seen out all of the promises made to our directors and that every legacy production was produced in some form.
- This year’s Playhouse season will kick off with Barry Slack’s production of “Two Plays After”, by Brian Friel, based on characters and stories from Chekhov (October 24-28) and “Rent” directed by Wayne Vincent (28th November-2nd December). Robert Gairey’s production of Alan Ayckbourn’s “Private Fears in Public Places” is now scheduled for 4th-11th February 2024 and Rob Phillips will direct “The Glass Menagerie” by Tennessee Williams (7th-11th May 2024). As a new director to Everyman, Rob will be mentored by Barry Slack. Pam Weiner’s production of “The Odd Couple” (female version) will be on 17th-21st October, but as yet we have no dates for Richard Thomas’ production of “The Rise and Fall of Little Voice” by Jim Cartwright, despite asking 21 months in advance. **SF** said that Chapter have obfuscated, before finally admitting that they had no slots available in November or December and offering us early January 2025 instead. We await the director’s response.
- **SF** set out challenges for the next year -
 - i) To make the Festival pay.
 - ii) To make the Playhouse Season cost-neutral.
 - iii) To continue to provide opportunities for Everyman members.
 - iv) To forge a new relationship with Chapter and make any necessary adjustments.
 - v) To begin to move to the model of grant and sponsorship as laid out in our Business Plan.
 - vi) To fulfil the other targets and obligations in the business plan.
- To fulfil our diversity and community engagement targets the Board has allocated £800 ‘seed money’ to those who were involved in last year’s Victoria Park Project in order to create some project proposals to bring to the Board (for booking rehearsal rooms and holding workshops in various communities throughout Cardiff). This does not bind the Board to accept the proposals (which will be carefully costed and present an income stream from grant/sponsorship or other to cover its costs), but it will allow us to begin to address one of the key targets in the Business Plan, a condition of the grant funding.
- Finally **SF** said it was his pleasure to announce that Gill Rees has been made a life member.
- **TH** proposed a vote of thanks to **SF** for his tireless work as Chair.
- **AP** spoke on Everyman Community saying they want to engage with communities who don’t normally do drama. John Jones then asked about opportunities for putting on a play. **SF** said this was difficult to do in Chapter. **SB** suggested a Clubroom reading.

11. Appointment of Officers and Board members –

- Nominations –
 - Chair – Toby Harris
 - Vice Chair and Festival Chair – Paul Williams
 - Treasurer – Ed Hayes
 - Company Secretary – Sue Osmolska
 - Membership Secretary – Kate Stanbury
 - Clubnight Co-ordinator – Barry Slack
 - Marketing Officer – No nominations.
 - Ordinary Members – Vernon Cornish, Tyler Curle, Russell Davies, Sarah Day, Fiona Gibson, Catherine Roberts, Megan Sawyer.

- The above were elected. **SF** said he hoped one of the new Board members might take on Marketing. Board members briefly introduced themselves to the meeting.

12. Motion –

The Company resolves that the name of Everyman Theatre’s annual open air theatre shall continue to be the “CARDIFF OPEN AIR THEATRE FESTIVAL: EVERYMAN [followed by the year]” and that all words shall be in the same font size. This name to be used in all publicity and on all banners, park display boards, posters and fliers as for Festival 23. When necessary “Gŵyl Theatr Awyr Agored Caerdydd” can appear in smaller font as sited in the 2022 and 2023 designs.

PROPOSED BY: Peter Harding-Roberts

SECONDED BY: Rosy Greenwood and Toby Harris

- **PHR** spoke in favour of the motion. He said it was binding otherwise the decision reverts to the Board. He said that removing the name ‘Everyman’ from the title would be bizarre because ‘Everyman’ is the most important word.
- Amy Brookes spoke against the motion. She said she agreed with most of the motion, but asked if it was necessary to put restrictions on the new Festival team and was concerned about the inclusion of the date because display boards and banners could be re-used without it.
- **PHR** accepted AB’s amendment (removal of the words in the brackets).
- **CF** opposed the motion and said there was no evidence it would benefit Everyman. She displayed an example of marketing material to show that stipulating font size would be unhelpful. **TH** said that he firmly believed that the word Everyman must be on marketing material. **AP** said that as we grow, it is important to show Everyman’s role in the Festival. **SF** asked if there was an amendment or a vote against so that it is discussed by the next Board. After discussion, **PHR** said he would accept “The Company resolves that the name of Everyman Cardiff Open Air Festival shall display Everyman at least as prominently as Cardiff.”
- There was a vote. For -15 + 3 proxy votes; against- 18. **SF** exercised his casting vote so the motion was defeated.

13. A.O.B. –

- **SB** said that Everyman has always been and continues to be diverse (race, gender, etc).
- **SB** also thanked Amy Brookes for her help and encouragement with the Youth Group during the Festival.
- Gill Rees thanked Everyman for awarding her Life Membership.
- **BS** promoted the upcoming production of “Two Plays After”.

14. Closing Remarks –

- **SF** invited Toby Harris, incoming Chair, to speak. **TH** thanked the outgoing Board, especially **SF** and **PHR**. He said he believed in being facilitator for all members to give of themselves and have fun. He would like to encourage collaboration and teamwork. He intends to put every Board position into teams and not all team members have to be Board members. He wants to collaborate more closely with Chapter and close the gap between Festival and Playhouse Season. He would also like to create a ‘Tech academy’.
- **SF** thanked the outgoing members – Anna Schwarz, Paul Fanning and Peter Harding Roberts for their contribution to the Board.

The Meeting ended at 10.04pm

