

**MINUTES of the 2023 ANNUAL GENERAL MEETING**  
**(the “Meeting”)**  
**of**  
**The Sussex Archaeological Society**  
**(the “Society”)**  
**held at**  
**The Elizabethan Barn, Michelham Priory, Upper Dicker**  
**starting at 10.30 a.m. on Saturday 2<sup>nd</sup> December 2023**

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**PRESENT:**

Valerie Barden, Paul Basu, Adam Bates, Martin Bell, Jeanette Brazier, Judy Brent, Laurence Bresh, Geoff Brook-Taylor, Jessica Butt, Stuart Chatfield, Joan Francis, Sophie Hill, Jeremy Hodgkinson, Jill Hobbs, Chris Irvine, Amanda Jones, Glynn Jones, Tim Loughton, Fiona Marsden, John McCutchan, Andrew Smyth, Judy Moody-Stuart, Jan Oldham, Matt Pope, C. Reay, Jackie Saitch, Mary Stapleton, Gavin Stewart, Eva Tayler, Peter Varlow, Sarah Watson, Carol Woods and Keith Woods.

**IN ATTENDANCE:**

Staff: Leanne O'Boyle – Executive Director, Izzy Roberts - Membership Secretary and Business Manager, Sarah Tingley and Annie Wills – Head of Operations.

There were 15 online member attendees.

**APOLOGIES FOR ABSENCE RECEIVED FROM:**

Barbara Abbs, Janis Allen, Andy Anderson, Katherine Anderson, Alan Banks, David Barrows, Valerie Barrows, Sue Berry, Anne Bone, David Bone, Colin Brent, B J Burfield, Sue Chapman, Nicholas Chisholm, Mark Evans, Kate Evans, Oliver Gilkes, Charles Harding, Michael R Hickman, Jane Hodgkins, Sally Holding, Paul Howlett, Chris Irvine, Colin Johnson, David Joyce, Ian Judd, Ann Knowles, John Lower, Robin Milner-Gulland, John Orna-Ornstein, Janet Pennington, Helga Reid, Tony Reid, Rob Rudwick, Jane Ellis Seabrook, Ann Sharp, Brian Short, James Simister, Mary Stapleton, Joe Sullivan, Elizabeth Thomas, Peter Vos, Sioned Vos, Janis Winkworth and Caroline Wells.

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### **1. Welcome by the President and apologies for absence**

Martin Bell ("MB"), in his capacity as the Society's President, took the Chair and welcomed Members (including those viewing online) to Michelham Priory. MB noted that the agenda and other papers for the Meeting had been duly circulated to members with the Meeting notice and that they were also available, in their full form, on the Society's website.

MB noted that members had been given the opportunity to pose questions in advance and may also do so at the Meeting. He stated that any questions requiring more detail would be responded to, in writing after the Meeting.

MB reported that 12 Members had registered votes, abstentions or proxies in advance that would be added to the votes recorded at the meeting. MB reported that apologies for their absence had been received from a number of members. No others were declared at the Meeting.

MB then discharged his very sad duty to report the deaths, since the last AGM, of 28 members:

Mr Bob Allen, Mr John Atkin, Dr Brian Austen, Miss E M Barker, Mr Stephen Baker, Mr P J Berry, Garry Bisshop, Dr Helen Clarke, Mrs Lys Drewett, Mrs Stella Fagg, Dr Jeremy Goring, Mr D Hall, Mrs Lynn J Heydon, Mr Darren Hilborn, Sir Antony Clare Lees, Dr Malcolm Lyne, Dr E Mandeville, Mr McFarlane, Elizabeth McKinney, Mrs R M Moriarty, Mr C Oastler, Dr Harriet O'Neill, Mr Malcolm N Pratt, Mr Harold Rowling, Major M Scrase-Dickens CMG, Mr I P Steedman, Dr Rosemary Tee, Mr John Vokins.

On behalf the Society and its members MB expressed thanks to those deceased members for their support and condolences to their families and friends.

### **2. To approve the minutes ("Minutes") of the Annual General Meeting held on 15<sup>th</sup> October 2022.**

There were no questions in the room or online and MB moved to a vote.

*(Proposed: Jan Oldham, Seconded: Geoff Brook-Taylor)*

*It was **RESOLVED** that the Minutes, as previously duly made available for Members' inspection, be approved.*

There were no matters arising from last year's meeting.

### **3. To receive the report of the Trustees for the year to 31 March 2023 (the "Report")**

MB advised Members that a detailed Report had been circulated to Members in advance of the meeting. MB invited the Chair of Trustees, Amanda Jones, to present the Report.

#### **Amanda Jones ("AJ"), Chair**

AJ welcomed members, once again, to Michelham Priory. AJ also welcomed those joining via Zoom.

AJ presented the Trustees Report for the 2022-23 financial year (noting that a copy was also available on the Society's website as well as in hard copy in the room). AJ encouraged members to

read it in detail as it set out the extent of the Society's activities, achievements and challenges throughout that year.

AJ also welcomed Alana Johnson, the Chair of the Friends of Michelham Priory. AJ considered that the Friends groups (at Michelham, The Priest House, Anne of Cleves House, Marlipins Museum and Fishbourne Roman Palace) represent the most amazing groups of people; working tirelessly to give their voluntary time and expertise day-in, day-out to support each of those wonderful, historic properties. AJ invited Alana Johnson to say a few words of welcome.

#### Alana Johnson, Chair of Friends of Michelham Priory

Alana Johnson welcomed Members to Michelham – a property about which she had a passionate interest. She gave a brief summary of the roles played by her committee and members in the ongoing running of the property.

AJ thanked Alana Johnson, her committee and members for all that they collectively do for Michelham throughout the year. AJ re-iterated her thanks to all of the Friends Groups across the Society's portfolio for their endless support and dedication.

AJ noted that today's was the second successive AGM where it was sadly necessary to report the loss of dear colleagues.

AJ reminded members that, at the last AGM, life membership was gifted to Lys Drewett; retiring after her maximum term of 9 years' service as a Trustee. However, only 6 months later she was no longer with us. AJ reported that everyone in the Society was incredibly saddened to hear of Lys's passing in April; the Society will miss her, and her contribution, greatly. AJ announced that this sad news was swiftly followed by the sudden passing of serving Trustee Dr Harriet O'Neill in May. AJ informed members that Harriet cared passionately for the work of the Society and will be missed for her learned contribution, kind heart, gentle spirit and, most of all, her friendship. AJ finally reported that, just a few weeks ago, the long-serving staff member Daryl Burchmore had passed away after a long illness. AJ told members that, as a Visitor Services Assistant at the Lewes Properties, Daryl brought warmth and kindness to everyone in all that he did and those who knew him. AJ gave thanks, and said goodbye, to Lys, Harriet, Daryl and other departed members this year.

AJ reported that, as predicted at last year's AGM, trading during 2022/23 was hugely challenging - as it had been for so many across the sector. AJ was pleased, however, that over 125,000 people engaged with the collections, historic properties, events and activities - an increase of some 35,000 from the previous year. However, as members would already be aware, the Society had been struggling financially for many years and faced significant challenges across that time – sizeable annual losses had existed for several years pre-pandemic. AJ reported a number of reasons for this, which included a failure to establish a truly sustainable income model for an organisation of the Society's scale and ambition, a failure to stay competitive and operate efficiently and the need to meet continually increasing operating costs across all aspects of the Society's offer.

AJ stated that she had taken on the position of Chair on 1 July 2020 in the middle of the first Covid lockdown and was very proud of everyone (staff, trustees, funders and other supporters) who worked hard to help the Society survive that crisis. Over the 2021 and 2022 financial years significant annual surpluses were reported - together totalling over £716,000. However, despite a series of swift and decisive actions, AJ reported that the 2023 financial year recorded a significant loss of £570,000 in unrestricted activities.

AJ drew particular attention to the Trustees' statement on Pages 22 and 23 of the report where the reasoning for preparing the accounts on a going concern basis was explained and why this needs to be kept closely under review. AJ noted that, as with many in the sector, the Society is now navigating the impact of increased cost-of-living and yet further escalation in running costs; and together this meant that the next 12 months would be critical to the Society's survival. It was noted that continuing to address the significant issues that the Society has been battling for many years is now essential.

AJ provided examples of necessary actions that had commenced during the 2023 year (including the closure of loss-making activities, restructuring in several areas and investment in a programme of strategic actions including the formulation of a significant bid to the National Lottery Heritage Fund for resilience investment).

AJ reported a number of more positive items. The Society was delighted to participate in the 2023 National Heritage Open Days (welcoming over 3,000 visitors), the publication of the Sussex Archaeological Collections back to its original schedule, the continued success of the online talks and the opening of Bull House in Lewes to the public for the first time in over 50 years. There is also an ambition to re-open the mill at Michelham Priory in time for National Mills Weekend in May 2024.

AJ invited Leanne O'Boyle, the Society's outgoing Executive Director, Leanne O'Boyle to present further detail on some of the year's activities

#### Leanne O'Boyle ("LO"), Executive Director

LO commenced by advising that her role will soon be changing; moving on from Executive Director to take on the role of Director of Curation & Archaeology - driving strategic partnerships, the exhibitions programme and widening engagement with, and access to, the collections.

LO reported that 2022/23 represented another year of real change for the Society as it continued to navigate the impact of the post-pandemic period on visitor numbers and the challenges presented by the financial climate. She noted that steps had been taken to restructure operations in a way that modernised the organisation and enabled greater efficiencies whilst critical funding was sought.

#### Historic Properties

LO advised that the Society's primary source of income continued to be income generated from opening historic properties to the public. She reported that, by May 2022, all properties were open to the public for the first time since the pandemic and 125,382 people were welcomed through the Society's doors. LO was grateful to staff, volunteers and Friends groups to achieve this.

LO reported strong attendances at a range of events including the Ermine Street Guard at Fishbourne Roman Palace and the Sussex Guild Craft Fair at Michelham Priory. New events had been developed (such as the Festive Fayre at Fishbourne Roman Palace) and returning events (such as the wassail at Michelham Priory) were scaled up. It was noted that such events required working and significant collaboration with local partners and communities.

LO reported that, throughout summer 2022, the Society partnered with Sussex Modern on the presentation of 'Tentative Words Change Everything', with Brack Mount hosting one of six illuminated text sculptures by contemporary British artist Nathan Coley. This demonstrated the significant potential for the Society and its historic properties to work closely with other partners in Sussex to help play a central role in community cultural life.

LO reported that, in June 2022, Bull House hosted an invited audience to the launch of a new visual biography of Thomas Paine. The team connected with several local partners including members of

Lewes Town Council, the Headstrong Club, Harvey's, Visit Lewes, and the South Downs National Park Authority. The event built upon continuing engagement work to reconnect the Society with its local communities and laid the groundwork for the ambitious plans for the property in preparation for the 250th anniversary of the signing of the Declaration of Independence in 2026.

LO reported that, despite the successes, it was a challenging year. In November 2022 it was decided to rest Michelham Priory for the remainder of the financial year with the Priory remaining open only at peak times and for pre-booked visits, events and private hires. This enabled the team to review the property's operating model, relieve pressure on staff and develop clear plans for the long term that strengthen the Society's finances. LO was delighted that the Priory is now regularly open to the public again; a testament to the hard work of the staff, Friends and volunteers.

LO reported that retail and catering also struggled; not helped by shortages of hospitality staff across the industry, cost-of-living crisis and the challenges of adverse weather. Following a Society-wide business review and consultation, café operations at Michelham Priory transferred from a Society-run operation to a third-party. LO stated that the change has enabled the continued offer of a broad range of food and drink whilst reducing the financial risk.

### Curatorial

LO advised that the Society continued to be a proud custodian of a substantial publications and artefacts central to the history and heritage of Sussex, noting that its skilled and hard-working curatorial team and dedicated volunteers take great pride in conserving these collections, facilitating access to them and sharing their knowledge. LO noted that, this year, additional funds were made available from the British Museum to support the appointment of a part-time Finds Liaison Assistant (Finlay Larkin) to support the great work of the Finds Liaison Officer, Jane Clark.

LO also reported that (strengthening its already strong relationship with the National Trust ("**NT**") and developing a relationship with the Maori community) the Society continues to care for Hinemihi - a collection of carvings of great cultural significance. In September 2022 four Maori carvers were hosted, who restored one of the carvings ahead of a visit from a delegation of 43 of the New Zealand Maori community (plus others from the UK and NT partners). LO was pleased that the event was highly successful and strengthened the Society's partnership with the community and the NT. She reported that the Society is immensely proud to be caring for those valuable carvings and is excited for the future as it continues to develop and explore what is possible with that relationship.

LO reported that Fishbourne hosted an internship from Exeter University; focussing on the site's photographic slide collection by sorting, digitising, and adding digital images to the catalogue.

LO reported other interesting student/University collaborations currently of interest including:

- The use of gold, decoratively, in either the plaster or the paint at Fishbourne (which the Society is looking into this with a student from Exeter and as part of an ongoing project into Fishbourne's pigments with Ruth Siddall, from UCL).
- The proposed publishing of a paper in PNAS in Spring 2024 (on a project currently embargoed).
- The award of PhD funding with Newcastle University. This will re-visit the window glass from the site for the first time in 50 years and should address questions around resourcing, manufacture, chronology and recycling.

LO also noted that, during the autumn/winter 2022, successful grant applications were made to the Art Fund, the Arts Council England/Victoria and Albert Purchase Grant Fund and The Headley Museums Archaeological Acquisition Fund, alongside a successful crowdfunder campaign to support the purchase of an Iron Age gold alloy torc. Following further research being conducted by the

British Museum, it was hoped that this important metal detecting find will go on display at Barbican House in Easter, 2024 with a programme of public engagement.

### Learning & Participation

LO reported that alongside the Society's schools' programme, which welcomed over 20,000 school children across the year, learning teams provided holiday activities across the Lewes Properties, Fishbourne Roman Palace and Michelham Priory, including Morning Explorer quiet sessions for families with additional needs. She noted that the Society also continued to widen opportunities for participation to local communities with vouchers for foodbanks and refugee support groups.

LO further reported that, in the winter of 2022, as part of the wider organisational review, the Society undertook a substantial review of its learning operations, resulting in a restructure of the Learning & Participation functions at the Lewes Properties and at Michelham Priory in early 2023. She noted that these changes allowed the Society to move to a much more flexible and cost-efficient model for delivery of the schools' programmes and to remain agile to seasonality in the business.

### SAC

LO advised that, under the direction of editor Dr Jaime Kaminski, much progress was made on publication of the latest editions of the Sussex Archaeological Collections. She was pleased to report that volume 159 was published in December 2022 and, following the inclusion of the entire digital back catalogue of SAC volumes on the Archaeology Data Service (ADS) website in 2021, there were 8,657 downloads in 2022-23 – bringing the Society's research to an even wider audience.

### Membership

LO considered that the Society's members continue to be an important part of its work, just as they were when the organisation was founded more than 176 years ago. She noted that the support, loyalty and generosity shown by members is instrumental in ensuring the Society can continue its work. The trustees and the executive are indebted to them for their ongoing support and loyalty.

LO reported that membership numbers as at 31 March 2023 had decreased by a little over 10%; a trend being seen across the heritage sector given the impact of the increasing cost of living. She reported that the Society is working hard to develop initiatives to attract new Members, whilst continually restoring meaningful value for its existing supporters.

LO reported that the Society remains committed to providing an enriching programme of events for Members and was delighted that The Society's Annual Conference was held in Lewes in April 2022 - the first of its type in person for more than three years. It was noted that the day-long event explored how the flint mines of Sussex played a role in the life of communities 6,000 years ago and the connections they formed with other Neolithic communities in Europe.

LO also noted how the Society's 2022/23 series of online autumn and winter talks, an initiative originally instigated during the Covid lockdown in 2020, continued to grow from strength to strength. Covered topics during this season ranged from the Bronze Age Sussex Loops to Iron Age hillforts and Roman London. She advised that the series deliberately sought to build a balanced programme of guest lecturers in terms of expertise, career stage, sector and gender and more than 1,311 tickets were issued for the programme of 7 talks.

### Fundraising

LO informed members that, in recognition that the Society has been largely reliant on seasonal income from its properties, it has now prioritised fundraising as a key strategic area. She reported that, in October 2022, a fundraising consultant led senior team members in a workshop to develop a fundraising proposition and build the framework for a developing fundraising strategy.

LO stated that, building on the Society's existing 'adoption' sponsorship opportunities, in Winter 2022 it began a fundraising campaign for members of the public to symbolically 'adopt' one of the Long Man's bricks for the year. LO was delighted that the campaign saw significant public interest and engagement, highlighting the iconic status of this important historic site; the campaign secured coverage on ITV Meridian and raised over £10,000 for the ongoing work of the Society.

LO said that, in October 2022, she was thrilled to join a family of fundraisers from Fishbourne who were walking hillforts dressed in 'period' clothing to raise £1,000 in funds for Fishbourne.

## HR

LO reported the instigation of a monthly team newsletter, monthly all staff meetings and 'open door' Director's surgeries - proving a valuable platform for involvement, feedback and discussion amongst the Society's staff and volunteers. During 2022/23, the Society continued to review its policies and procedures to ensure compliance with changes in employment legislation. It was noted that, as a result, new policies were implemented and updated such as the Sickness Policy, Occupational Maternity Policy, an updated Staff Handbook, new probation procedure and a new Dignity & Respect at Work policy. LO advised that a new Code of Conduct for staff was also developed and shared with staff for their input and contribution before being launched in June 2022.

She also told members that the Society had, in December 2022, introduced free NHS health checks for all staff. Further the Society has introduced a new referral system so that staff can speak to advisors and counsellors for a series of up to five sessions.

## Next Steps

LO considered 2022/23 a year of much progress, providing real hope for the future.

LO advised members of the Society's ambitions for Bull House and telling the story of Thomas Paine. She advised members that 2024 marks 250 years since his life had collapsed around him: his marriage and business had failed and he'd been fired from the excise service. She recalled how, in 1774, he left Lewes for London, met Ben Franklin and was advised to set sail for America. He, of course, did just that and helped change the world by writing *Common Sense* and helping to influence the American Revolution and subsequent Declaration of Independence.

In closing LO quoted Paine: "We have it in our power to begin the world all over again". She then paraphrased him and said: 'We, along with you, our Members, have it in our power to build the Society over again.'

LO thanked members and handed back to AJ.

AJ thanked LO for all she had done to lead the Society and its activities this year. AJ was delighted to report that LO will be continuing to work in a new capacity in the months ahead. AJ invited Glyn Jones to present a gift to LO in gratitude her work.

## Staff

AJ thanked the Society's staff and volunteer teams for their dedication and hard work during a year in which many have stepped up to take on new or expanded roles.

AJ also recorded the Society's thanks to staff members who have left employment during the year: Sean Arnold, Kim Charlton, Dan Cook, Ben Cooper, Alec Fidler, Andrew Giddings, Cynthia Gwokyalaya, Lindsay Laurence, Sarah Parker, Annalisa Powell, Tim Ridgeway, Tracey Shearer, Sue Webber and Colin Willoughby. She also thanked those who had left after serving on a casual basis for several years - Isabella Albertoli, Maya Bartle, Alison Bell, Amy Blincko, Barbara Coleman, Carley Coleman and Jo Irvine. Due to the critical need for restructuring during the year thanks were also recorded for

the work of Charlotte Allen, Lynn Gayford, Valerie Holbrook, Alison Parsons, Adrienne Mills and Olga Talbot who have left their employment as part of that process.

AJ invited the Meeting's applause for the Society's staff and volunteer team, both past and present.

### Trustees

AJ also recorded her thanks and appreciation to the members of Council who served during the year- a period in which navigating the challenges of the current climate was not for the faint-hearted. AJ noted how fortunate the Society is to have such experienced individuals serving at this time.

AJ noted that, at today's Meeting, Laurence Bresh (who joined in 2020 as a Trustee) will be standing down. She explained that Laurence had served diligently on Council, as a member of the Finance & General Purposes Committee and on the Marketing Sub-Group. Laurence Bresh was thanked for his service and wise counsel.

AJ noted that Council will, at this Meeting, be recommending the appointment of two new Trustees and the re-appointment of a further two. An open and inclusive recruitment search had identified Jane Ellis-Seabrook and Gavin Stewart as two exceptional individuals with the governance and commercial expertise required to guide the Society at this time. AJ noted that also standing today, for a second three-year term, are Glynn Jones (previously Chair of the Finance & General Purposes Committee and subsequently Chair of Governance, Audit & Risk) and Jane Hodgkins (a member of the Finance & General Purposes Committee and member of the Marketing Sub-Group). AJ invited Members' support for these proposals.

AJ advised that the sub-committee structure continues to support the work of Council, and expressed her gratitude to Matt Pope and Adam Bates for chairing the Collections, Engagement & Research Committee and Trading Company respectively. AJ stated that the four Committee Chairs had been of enormous support to both herself and the executive across the past 12 months. AJ thanked all Trustees and co-opted Committee members for, together, steering the Society through these difficult times.

### The Future

AJ considered that the world was ever-changing and that the Covid pandemic had simply accelerated that process. The way that we live, work, consume information, products, and experiences is becoming very different. She also stressed that the imperatives of climate change, diversity & inclusion and the opportunities provided by big data and AI mean that all organisations must accept this new dynamic and adapt to it in order to survive. She suggested that the Society has struggled for many years precisely because of its resistance to change, and that now is the time to work together to finally turn the Society into the relevant, contemporary heritage organisation that it needs to be.

AJ advised that the Society has an ability to play a leading role in the social and economic life of Sussex. She expressed her pride in the Society's increasingly close work with a variety of University partners, the South Downs National Park Authority, the South East Rivers Trust, Experience West Sussex, East Sussex County Council and the Campaign to Protect Rural England amongst others. Notably the acceptance by the Oxford University and BBC historian, Dr Janina Ramirez, of the Society's invitation to give the inaugural annual Long Man Annual Lecture in February was to be celebrated. AJ reported that February 2024 will also bring the Society's Annual Conference and hoped as many members as possible will endeavour to attend.

AJ also told members that the Society's impact on people's lives was demonstrated in its role as a founding partner of Good Space - the South East's network of heritage, arts & sports organisations



promoting the benefit of volunteering on our mental health. AJ gave examples of positive statements from a number of the Society's volunteers of that initiative.

AJ was pleased to report that the Society's work was increasingly being recognised and that thanks are due to the many trusts, foundations, members and friends who continue to support its endeavours. The National Lottery Heritage Fund's investments of over £2m across the last 3 years was the stand-out example. It was noted that such bodies are investing because they believe in the Society's vision, properties, collections, archives and activities at a level few archaeological Societies could boast.

AJ had pleasure to report that a recent application to the Heritage Fund has been successful; an award of a further £249,993 to invest in the next phase of the Society's transformation. The award was cited as an endorsement of the Society's direction of travel but comes, not to sustain operating costs, but in the form of a 12-month investment to kick start transformation plans.

AJ reported that one of the first steps on this journey has been the recent appointment of Counterculture, an organisation that specialises in just this kind of work - a team with a wealth of experience in working within the heritage sector providing strategic advice to help organisations plan, manage and thrive. It was noted that some of the Counterculture team were joining in-person or online today. AJ invited members to find out more about them at [counterculturellp.com](http://counterculturellp.com).

AJ noted that the Society's members continue to be at the heart of everything it does, just as they were when the organisation was founded 177 years ago; the Society is committed to keeping members up to date with progress, sharing its plans and inviting members' contribution and feedback.

AJ thanked everyone for their un-erring support and for attending today (either in-person or online). AJ also thanked all the members of the team who have worked hard to make the Meeting happen and for their continued work throughout the year.

AJ expressed a hope that members will continue supporting Council's endeavours in creating a Society that takes its deserved place in the local and national heritage story - transforming it into the dynamic, contemporary and relevant heritage organisation it so deserves to be – and delivering against all of its objects in respect of the archaeology, history and heritage of Sussex.

MB thanked both AJ and LO for their reports on the Society's current position and plans for the future.

### Questions

MB invited questions from those present. There were none.

MB then considered questions that had been submitted in writing in advance or online.

Jeremy Hodgkinson asked why the collections previously held in the Margary block had not been returned there. MB invited LO to respond in her capacity as Executive Director.

LO advised that it was increasingly likely that the Margary block would be realised as a commercial asset in accordance with a resolution passed by members in 2020.

Jeremy Hodgkinson asked when the Every Collection would be returned to public access and how items not on display would be correctly stored so as to remain accessible.

LO advised that it was planned that a discrete collection of ironwork would be moved to Michelham next year to be exhibited where the rope collection (which is currently only on loan to the Society) is currently on display. LO reported that storage is an ongoing issue across the county and heritage sector generally. It is a strategic query that is being actively addressed in partnership with similar organisations.

David Rudling queried why the accounts were delayed and whether the delay in circulating the accounts to members had been caused by the auditors querying the Society's going concern status. He also asked when members might be able to contribute to the Society's Strategic Review and see a copy of it.

AJ advised that work on the accounts is a joint effort between the Society's limited staff resources and the auditors (who actually prepare them as well as audit them – they are not prepared internally). The timetable is hence determined as much by the auditors as by the Society itself. AJ also informed the Meeting that the decision on the going concern statement is one for the Trustees (as directors of the Company) but, in turn, the auditors do audit that statement as part of their engagement; she confirmed that the audit report supported Council's opinion that the Society is a going concern.

AJ said that the Strategic Review was an ongoing process. AJ noted that engagement with members is increasing and that she hoped that all members were enjoying the monthly newsletters and other innovative forms of engagement. AJ considered that the National Lottery Heritage Fund's award is testament to the robust nature of the current plans. AJ noted that Council was conscious that there are a variety of reasons as to why members join and that she welcomed the diverse range of views that were available as a result.

Oliver Gilkes cited concerns over the going concern position and queried the status of the property sales previously discussed at the 2020 EGM. He asked what the profit and loss position was in respect of each of the properties.

MB noted that the question relating to specific properties would require a more detailed response than is possible in this Meeting. Sarah Watson (Chair of the Finance and General Purposes Committee) reported that sale of the Margary building was likely to progress in the near future. She advised that Council, and her committee, are currently looking very closely at the financial position of all of the Society's properties, operations and activities. AJ reminded members that the 2020 EGM resolution delegated discretion to Council to dispose of, or create charges over, certain properties as they saw fit – it did not instruct Council to sell them and the precise difference of the resolution here should be acknowledged and clearly understood.

Oliver Gilkes also suggested that, once again, hard decisions should be taken over the nature of the Society; and that it the member's individual opinion remaining as an under-resourced mini version of the NT is not viable.

AJ thanked the member for his comment which was noted. She stressed that the Society's financial issues were not recent but the result of decades of Trustee and management decisions at the time; She believed that in many respects the Society was much better placed now than it was four years ago due to very tough decisions being taken by the current Council.

Oliver Gilkes asked if, due to his significant contribution to Sussex Archaeology (and in wider spheres), Dr. Malcom Lyne's passing could be marked by the dedication of a volume of SAC?

Dr. Matt Pope ("**MP**", Chair of the Collections, Education and Research Committee) agreed that Dr. Lyne's passing was a significant loss to the Sussex heritage community. He noted that the proposal will be discussed at either a Council or committee meeting as appropriate.

David Rudling queried the status of appointing a new Honorary Librarian and the digitisation of the '*notes and queries*' volume for the Archaeology Data Service.

MP noted that the SAC digitisation project is one of the Society's greatest achievements in recent years. He stated that it is an aspiration to include the *notes and queries* in due course but that, given the resources available, it is not strategically a priority at this time. LO reported that the deadline for applications for the librarian post has just passed and that the applications will be reviewed soon.

Geraldine Bridgewater thanked Council for its hard work. As a new member she looked forward to exciting news in the future. She also noted that SAC digitisation is important for harnessing ongoing interest.

#### **4. To receive the financial statements and accounts and the Auditor's Report thereon for the period to 31 March 2023 (the "Accounts")**

MB noted that the detailed accounts had been circulated as part of the Trustees' report and invited the chair of the Finance Committee and General Purposes Committee, Sarah Watson to present them.

Sarah Watson ("**SW**", Chair of Finance and General Purposes Committee ("**FGP**"))

SW thanked her committee, staff and Council for their work in producing the financial statements.

SW explained the role of FGP and reported that, during the year, 7 full meetings (plus weekly cash reviews) had been held and a forensic review of income and expenditure had been undertaken. SW told members that she and FGP have taken the Society's financial position very seriously and have worked closely with the executive to deal with the long-term financial problems that exist.

SW explained that, whilst there were headline surpluses during the unusual Covid period as a result of Government funding such as the furlough scheme, the Society had experienced operating losses, on average, of £140k per year in the 8 years leading up to that time. SW highlighted that the consolidated loss on unrestricted funds during the 2022/23 year was £570k. SW advised members how much of a challenge it had been and that cash had had to be monitored very carefully so that debts could be paid as they fell due and to ensure restricted funds were not incorrectly used as working capital to meet current expenditure.

SW noted that, whilst it was to be celebrated that the Society's properties, after Covid, had been opened fully during the year, the costs of doing so had exceeded the extra revenue so generated. Therefore, next year's focus will be to increase income via wider participation to ensure that the Society's costs are properly covered and that reserves are re-built.

SW concluded by conceding that the Society is in a challenging position and that difficult decisions over realising assets and cutting costs would be necessary to continue delivering to its objects and

charitable obligations in the long term. She joined the other speakers in thanking staff and volunteers for their contribution to those targets during the year.

There were no further questions and MB moved to a vote.

*(Proposed: MP, Seconded: Tim Loughton)*

*It was **RESOLVED** that the report and accounts of the Trustees for the year to 31<sup>st</sup> March 2023 be received.*

## **5. To appoint auditors for the year and to authorise Council to fix their remuneration**

MB noted that, since the issue of the AGM notice, Council had decided to commence a competitive tender process for accounting firms to bid for the Society's audit work for the 2023/24 financial year. Therefore MB proposed an amended ordinary resolution to that included in the Meeting notice.

*(Proposed: MP, Seconded: Dr. Glynn Jones)*

*It was **RESOLVED** that the Society's audit services for the 2023/24 period of account be put out to tender by the trustees at a remuneration to be agreed by them.*

## **6. To elect Members of Council in Accordance with Regulation 33 of the Articles of Association**

MB noted that that there were currently five Trustee vacancies under the terms permitted by Regulation 35 of the Articles of Association and that after an open and transparent recruitment process there were four Nominees this year (whose personal statements and details of their Proposers and Seconders, had been shared prior to the meeting). MB invited each Nominee present (Glyn Jones and Gavin Stewart) to briefly introduce themselves to members. (It was noted that Jane Hodgkins and Jane Ellis Seabrook were unable to attend the Meeting.)

The vote on each nominee was taken individually, as follows:

- Glynn Jones ("**G"J**)  
*(Proposed: AJ, Seconded: MP as Chair and Vice Chair of Council)*  
*It was **RESOLVED** that GJ be appointed Trustee of the Society in accordance with Regulation 33 of the Articles of Association.*
- Gavin Stewart ("**GS**")  
*(Proposed: AJ, Seconded: MP as Chair and Voce Chair of Council)*  
*It was **RESOLVED** that GS be appointed Trustee of the Society in accordance with Regulation 33 of the Articles of Association.*
- Jane Ellis Seabrook ("**JES**")  
*(Proposed: AJ, Seconded: MP as Chair and Vice Chair of Council).*  
*It was **RESOLVED** that SW be appointed Trustee of the Society in accordance with Regulation 33 of the Articles of Association.*
- Jane Hodgkins ("**JH**")  
*(Proposed: AJ, Seconded: MP as Chair and Vice Chair of Council)*  
*It was **RESOLVED** that JH be appointed Trustee of the Society in accordance with Regulation 33 of the Articles of Association.*

MB confirmed that GJ, GS, JES and JH were duly elected Trustees of the Society.

## **7. Any Other Business**

Additional questions on matters outside of the agenda were raised as follows:

What is the date that the sycamore saplings will be removed from Lewes Castle mount?

LO advised that a tree inspection had taken place and that the Society had been seeking quotes from gardeners to undertake the work. She also reported that the Michelham Priory gardener attends and inspects the site regularly.

What is the date for the removal of the Lewes Castle Keep scaffolding?

LO reported that the scaffolding is in place as part of the south tower maintenance. A date for completion is not yet known.

Has a plan been put in place for marketing the stock of South Downs series books?

LO reported that they were now for sale in all Society shops and that the website was being updated to include the whole series.

AJ concluded by recalling from the time when she first joined the Society as a trustee, and of finding a Society which in her opinion was largely invisible, somewhat irrelevant and indeed quite lost. She noted that, despite Covid and other challenges since, the Society was now in an increasingly better place in this regard. She hoped that members were encouraged by what they had heard at the meeting and conceded that it was not possible to address all challenges at once and that Council and the executive would not always get things right. Strong effort was being made to focus on the Society's core objectives to ensure, to the best of Council's ability, that the Society would survive and thrive well into the future. In discharging her fiduciary duties she hoped that, when looking back in future years, it will be concluded that she and her colleagues had absolutely been doing the right thing.

AJ reminded the Meeting that the trustees are volunteers, are giving their time and expertise for free and carrying considerable personal liability in their roles as Directors – all for the benefit of the Society. She invited those present to acknowledge that and look forward to a brighter future.

MB concluded by reminding members about the various Society events in the coming weeks. The last online lecture before Christmas will be delivered on Tuesday 12<sup>th</sup> December by Jane Clark, the Society's Portable Antiquities Officer. MB reported that a further series of lectures is being arranged for the new year. Other events include a Christmas card workshop in Lewes on 8<sup>th</sup> December and, on the same day, the Marlipins Christmas fair. He noted that on 10<sup>th</sup> December there will be a wreath making course at Michelham which will also, on 12<sup>th</sup> January, hold the popular Wassail event.

MB advised that on, 17<sup>th</sup> February, the annual conference (at Sussex University) will be held on the subject of 'Sussex Archaeology, a 175 Year Heritage' (looking at the work of a selection of the gifted individuals who have contributed to Sussex archaeology). He noted that, also at Sussex University, on Wednesday 28<sup>th</sup> February, Dr Janina Ramirez of Oxford University will be delivering the inaugural Long Man Lecture.

MB also encouraged members who had not done so consider purchasing from the South Downs Series books - especially the most recent: 'Country Houses of the South Downs' by Sue Berry.

MB concluded the AGM thanking members for attending, for their contributions to the meeting and their support of the work of the society.

The meeting concluded at 12.10 p.m.

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Professor Martin Bell

President

CHAIRMAN OF THE MEETING

Dated: 19<sup>th</sup> October 2024