



WIGTOWN FESTIVAL COMPANY

Minutes of the **ANNUAL GENERAL MEETING** held online via Zoom on Thursday, 10 February 2022

IN ATTENDANCE

Trustees: Sandra McDowall (Chair), Cathy Agnew, Philippa Cochrane, Roger Davis, Gerry Hassan, Sarah Nyland, and Nicholas Walker.

Members: Joyce Cochrane. **Staff:** Adrian Turpin, Anne Barclay. **Other:** Jak Kane, Minute Secretary

- 1 APOLOGIES:** Sandra McDowall welcomed everyone to the AGM and recorded that apologies had been received from Beth Cochrane and Mike Smith
- 2 MINUTES OF LAST AGM**
The draft minutes of the previous Annual General Meeting held on 11 February 2021 had been circulated and it was agreed that they were a correct record of the meeting, proposed by Phillipa Cochrane and seconded by Nick Walker.
- 3 CHAIR'S REPORT**
Marjorie Lotfi Gill had prepared a report in which she outlined the Festival Company's achievements during the period from April 2020 to March 2021 and this had been circulated prior to the meeting. (see Appendix A) Sandra McDowall proposed that the report be accepted as read and expressed thanks to Marjorie for the time she served as WFC Chair.

GERRY HASSAN JOINED THE MEETING

- 4 TREASURER'S REPORT**
Sarah Nyland, Treasurer explained that the Financial Statements for the year to 31 March 2021 had been prepared by Montpelier Professional (Galloway) and passed to Carson & Trotter (Dumfries) for auditing. Once the audit was complete, the Accounts will be approved by the Board of Trustees and submitted to OSCR and Companies House.

She summarised the principal features of these Accounts:

1. Total income had decreased from £627,798 to £522,837. This was not unexpected due to the pandemic and running a purely digital Wigtown Book Festival in 2020 with no charge for attendance.
2. Expenditure also decreased from £557,512 to £426,278. Similarly, this was anticipated without the logistical overheads of the Festival such as accommodation, travel and venues.
3. The net result for the year was a surplus on the year of £96,559 which left a closing balance on 31 March 2021 of £219,961. This included £41,606 of restricted funds for delivery of the Scottish Book Festivals Network, provision of StageTEXT at the 2021 Festival, and publication of The Saltmarsh Library by Stephen Rutt.
4. WFC was grateful for the ongoing support of funders, sponsors and donors during this time which left the Company in a positive financial position going into 2021-22, given the uncertainty over the restrictions that would be faced during that year and particularly during Wigtown Book Festival 2021.

Sarah was thanked for her work and for the reports and updates she delivered throughout the year.

RESOLUTIONS

- 5 APPROVAL OF ACCOUNTS FOR THE YEAR TO 31 MARCH 2019**
It was agreed that the Accounts for the year to 31 March 2021 would be formally approved by the Board once reviewed by the Auditor, Carson Trotter, Chartered Accountants.

6 RESIGNATIONS OF DIRECTORS

Michael Smith and Nicola Wood had resigned as Directors since the previous Annual General Meeting with Simon Leslie and Marjorie Lotfi Gill confirming their resignations as of this meeting. Sandra McDowall noted their years of service to the Company and looked forward to their continued support.

7 RE-ELECTION OF DIRECTORS

Sandra McDowall was due to retire as a Director by rotation in accordance with the Company's Articles of Association. She had been invited by the then WFC Chair, Marjorie Lotfi Gill to stay for an additional year and the Board had approved this subject to ratification at the AGM. The re-election was unanimously agreed.

8 APPOINTMENT OF DIRECTORS

Cathy Agnew and Gerry Hassan had been co-opted on to the Board during the year and their appointment was confirmed unanimously. Sandra McDowall welcomed their fresh sets of eyes and said that the Board was looking forward to their input.

9 TO NOTIFY CHANGES TO THE COMPANY BYE LAWS

It was explained that the purpose of the Bye laws was to provide clarification for the Company's Articles of Association and the proposed changes would look to establish clearer rules around the tenure of the Directors. Roger Davis and Nick Walker would bring forward a finalised version to the next Board meeting for approval by the Board and members would be notified.

10 APPOINTMENT OF AUDITORS

Carson & Trotter, Chartered Accountants of Castle Douglas were appointed as the auditors of the Company and the Directors were authorised to agree the remuneration.

11 TRIBUTE TO ABSENT FRIENDS

The sad loss of three of the Festival Company's dedicated supporters during the previous year was acknowledged: Anne Brown, Ted Cowan and Jack Hunter. All three will be genuinely missed.

12 ANY OTHER NOTIFIED BUSINESS

There was no other notified business.

13 DATE OF NEXT AGM

The next Annual General Meeting would be convened for Thursday, 9 February 2023.

APPENDIX A

**Wigtown Festival Company
Chair's Report
AGM, 10 February 2022**

Wigtown Festival Company April 2020 – March 2021

During the period of April 2020 – March 2021, the Company adapted quickly to changes resulting from the Covid 19 pandemic, adjusting programming and developing ways of reaching and engaging with existing and new audiences beyond Scotland.

During lockdown, the Company shifted to a digital-only offering in order to reach audiences, launching Wigtown Wednesdays, which featured well attended online events during the pandemic. A weekly Wigtown Podcast with Peggy Hughes was also launched, as was the commissioning of new writing for the Wigtown Book Festival website.

In 2020, the Company hosted its 22nd annual book festival entirely online, which included 98 events across 11 days. The programme received over 32,000 views from 10,000 unique addresses in countries including the UK, USA, Canada, Germany, Ireland and Australia. The Festival also included a Bookshop showcase, highlighting Wigtown bookshops not otherwise benefitting from tourism. [This digital Festival was donations-only, but the generosity of audiences exceeded expectations.] The Wigtown Poetry Prize was delivered as a part of the Festival, with prize-winners announced in an online event.

The Company delivered two digital Big DoG Festivals during this period, in April/May of 2020 and March of 2021. In 2020, 12 events broadcast to an audience of 900 viewers and in 2021, 19 events reached 1,100 viewers. A children's creative writing competition was also launched in partnership with DG Unlimited and the Royal Highland Show with almost 100 entries received from across the region. A six-month sensory stories and rhymes project was also delivered [online, supporting those with additional needs].

The Company's Big Bang festival returned in an online format in 2021, with 10 events spread across four days. During this period, the Company also delivered an adult and young writer mentoring scheme for five mentees, and online activity during the 2020 Book Week Scotland.

Funded by Creative Scotland, the Company reconvened the Scottish Book Festivals Network, a vehicle for knowledge sharing, advocacy, networking and sharing of best practice across Scotland's more than 60 literary festivals. Despite the move to digital delivery during this period, the Spot-lit programme also continued, supporting the development of literary tourism, [with the Company working with local partners to develop new activity] in the region.

While the accounts are currently with the auditor, it is fair to say that, despite the challenges of COVID 19, financially the Company began 2021-22 in a stable position thanks to the closure grants, online support from audiences, fundraising and the government's furlough scheme. Income for the year was £523k, with expenditure of £427k and restricted funds carried forward of £42k. Since this period, the Company has delivered a hybrid online and digital Festival in 2021 and continues to move towards an in-person offering as restrictions ease. Wigtown Festival Company remains grateful to the many volunteers, funders, sponsors, private donors and members of the local community who continue to give so generously to support the work of the charity, which aspires to make Dumfries & Galloway a place where literature changes lives.

**Marjorie Lotfi
26 January 2022**