

**Minutes of the 269<sup>th</sup> RSA Annual General Meeting**  
**Thursday, 19 October, 6pm to 7pm**  
**Via Zoom**

**1. Welcome and Apologies**

Tim Eyles, Chair of the RSA Board of Trustees, opened the 269<sup>th</sup> Annual General Meeting, which this year takes place online. Tim Eyles was joined by Chief Executive, Andy Haldane, and by Neil Beagrie, Deputy Chair of the RSA Fellowship Council, as his co-hosts for the evening.

A quorum of 25 Fellows was present online, and therefore Tim Eyles declared the meeting open.

The Formal Notice of the Annual General Meeting, together with the agenda and a copy of the Impact Report containing the 2022/23 Financial Statements, had been circulated to Fellows in accordance with the RSA's Bye-Laws in advance of the meeting and was taken as read.

Tim Eyles then formally introduced Neil Beagrie, who would be hosting the virtual space for the evening. Neil then went on to give a brief background to the work of the Fellowship Council and reminded Fellows that the AGM was a closed meeting and is private and confidential. He asked that Fellows respect the Fellowship Charter and be respectful of their Fellowship colleagues.

**2. Minutes of the 268<sup>th</sup> Annual General Meeting held on Tuesday 4 October 2022 and matters arising**

The minutes of the 2022 AGM of 4 October 2022 were noted. As there were no matters arising, Tim Eyles confirmed the signing of the minutes as a true record.

**3. To receive and consider a report from the Board of Trustees including the accounts**

Tim Eyles formally addressed the meeting by outlining key highlights of the previous year in reference to the contents of the RSA's Impact Report and statutory accounts.

The 2022–2023 Impact Report was published last month together with the financial statements for the year ended 31 March 2023. This year, the RSA published the Impact Report solely in an online format, in line with the RSA's commitment to sustainability.

The RSA's financial review shows that income grew by an impressive 24% this year, reaching £12.9 million, albeit with expenditure also rising by 13% to £12.8 million. Some key highlights here include a 34% rise in programmatic income to £2.2 million due to the expansion of RSA ambition here in recent years and a significant rise from £2.1 million to £3.5 million in trading activities through the RSA's hospitality business as the impact of the Covid-19 pandemic receded. The RSA is incredibly grateful to its Fellowship in being able to announce that Fellowship donations also increased by 2% to £5.8m this year.

**Reflecting on the year:**

The theme of this year at the RSA has been 'what could go right?'. For the RSA itself, the answer is, evidently, so very much.

Over the past year, the RSA has moved full steam ahead with its transformative new Design for Life mission, published in May 2022. Design for Life is made up of 12 policy interventions making up a program of collective action to enable people, place, and the planet to flourish in harmony.

To offer just a few snapshots of success:

### **UK Urban Futures Commission**

In the last year, the RSA launched the UK Urban Futures Commission, an ambitious exploration into what is required to unlock the potential of the UK's major cities. Phase one of this work wrapped up in September this year, with the launch of the Commission's initial findings that garnered national attention, outlining bold recommendations to boost the investment and development of UK cities. The team would shortly report later in the evening to further detail the tremendously important and timely work they have produced here.

### **PEC and Northern Creative Clusters**

The RSA also assumed centre stage this year when nurturing the creative industries. In collaboration with Newcastle University, the RSA became the co-host of the Creative Industries Policy and Evidence Centre, or PEC for short, at RSA House. Excitingly, in September the RSA announced a partnership with PEC and Arts Council England on the 'Connecting Creative Corridors' enquiry to explore the benefits of connecting people and businesses in one location who are already contributing to the UK's creative industries. In line with this, work has commenced on developing a Northern Creative Corridor and the RSA has presented a new paper, in collaboration with PEC and the BBC, combining regional data and evidence on the power of fusing creative clusters together in northern England. An exciting year lies ahead as the RSA strives to make the Northern Creative Corridor a reality.

### **Cities of Learning**

Lifelong learning has been a key focus for us this year. The highly successful first phase of the RSA's Cities of Learning programme came to an end, developing a 'whole place' skills eco-system across several UK cities. This programme, focusing on connecting hard-to-reach learners, with often harder-to-reach and disparate skills providers, has awarded over 25,000 digital badges to date, working with over 600 organisations to issue these badges. Given this monumental success, the RSA is now looking to scale up the programme across the UK.

### **RSA House and Events**

Outside of policy interventions, there have been many important successes that the RSA team wish to highlight to Fellows. The RSA reached 15,000 in-person and online attendees through its public events programme this year, engaging with 150 public event speakers. The RSA's events and animations were viewed online over 4.5 million times over the past 12 months, with content being viewed in over 100 different countries.

Turning to the House, the RSA has transformed its Reception areas and Coffee House. As well as the redecoration and re-fitting, the RSA now has a regenerative menu and regenerative themes running throughout these areas. The RSA is also reflecting much more of its history in the House, publicly displaying artefacts from the archive and Blue Plaques installed around the building with QR codes linking to historical soundbites. The RSA is also proud to have showcased a range of Fellows' art and with a forward plan to do much more.

## **Fellowship:**

This year, the RSA Fellowship has reached new heights. The RSA ended the financial year with a historic high of 31,184 Fellows within its global community. This has been bolstered by successful recruitment campaigns, such as Life Fellows recruitment and the new Young Fellow recruitment campaign, which has rapidly boosted the number of Fellows under the age of 25.

Fellowship has always been at the very heart of the RSA. This year, in the initial stages of development for the Design for Life interventions, Fellows made up a large proportion of the 1,500 individuals engaged in working groups the RSA developed to explore and identify how the RSA could make the most impact.

The Fellowship Engagement Team has collaborated to organise over 250 local engagement events for Fellows, engaging over 4,000 Fellows across the UK and globally. A highlight here was the second-ever Fellows Festival at RSA House in June, when the RSA celebrated the most optimistic and imaginative new thinking for the future of people, place, and planet.

In March this year, the RSA launched Circle, its brand-new global, exciting digital platform for Fellows. Nearly 3,000 Fellows have engaged with the online community to date, and the RSA is excited to see it flourish in the near future as a global marketplace for ideas and action.

The RSA now has Fellows in over 115 countries around the world, cementing the RSA as a truly global community of changemakers. In particular, the RSA's Oceania Fellowship network has grown 11% in the past year, with the US network now standing strong at over 1,100 Fellows. International colleagues and Fellows are pivotal to the success of the Design for Life mission, developing a wide array of successful initiatives such as the ReGeneration Rising podcast, developed by RSA Oceania, which has now been downloaded over 35,000 times.

On behalf of the RSA Board of Trustees and the wider RSA staff, Tim Eyles offered his deepest gratitude to the Fellowship for their continued support.

On behalf of the RSA Board of Trustees, Tim Eyles also extended sincere thanks to Ric Grefé, who will now be stepping down as Chair of the RSA US Board, as his term is now at a conclusion. He noted Ric's invaluable expertise, guidance, and contributions.

Tim Eyles further noted both his and the Trustee Board's deep appreciation of the RSA staff team, who have exhibited energy and dedication as they have striven to make the Design for Life mission a reality. He also noted his gratitude to the RSA's partners, the wider community of organisations, who work with the RSA in partnership to help the RSA strive to reach its goals.

Tim Eyles concluded by crediting the RSA's incredible community of Fellows for their inspiration, wisdom, and stability, noting their generosity and ongoing support and enthusiasm for the RSA's Design for Life mission, and handed over to Andy Haldane, Chief Executive, for his remarks.

Andy Haldane expressed his delight at seeing so many Fellows joining the AGM online this evening. He noted that there were exciting future plans that lie ahead. There is increased ambition and scope regarding the Arts in the RSA, including film and poetry. RSA Fellowship has never been larger or more diverse and, indeed, possesses a footprint globally. The theme over 2023/24 will centre on courage and thinking even bigger, braver and bolder. There will be greater vibrancy in the House and the RSA will harness the expertise, commitment, and enthusiasm of its many Fellows to achieve meaningful change. Together, the RSA team has created twelve start-ups: the interventions. This coming year will see start-up shift to scale-up and expand. This is an ambitious agenda, and the RSA has a fantastic strategy. Andy concluded his remarks by stating that he had never been more optimistic.

Andy Haldane then introduced Simon Thomson from the RSA's independent electoral services provider, Mi-Voice. Simon informed Fellows that the online vote had been open for some weeks and that the online tool would remain open until 6.30pm this evening. This allows anyone who wishes to vote the last opportunity to participate. Simon would return at the conclusion of the meeting to share the results.

There followed Q&As from Fellows, facilitated by Neil Beagrie. Neil noted that as there was limited time for questions, not all those submitted via the Q&A function would be able to be answered this evening. However, the Fellowship Team would work to respond to Fellows directly within two working days following the AGM.

Neil introduced three pre-submitted questions.

### **Question 1**

***How best can we make the RSA truly international by allowing FRsAs to participate in RSA's activities outside the UK and US?***

**Answer:** Andy Haldane responded that Circle, the RSA's new online community hub, was gathering momentum and now provided a space for connectivity across the global community of the RSA. Circle boosts the opportunity to facilitate communication among all Fellows across interests, location, and experiences. Community Manager Faye Brookes was on hand to assist in brokering introductions between Fellows in common vicinities. Andy highlighted a forthcoming pilot in Canada, an exciting intervention in global terms and also noted that the Social Connections intervention involved transatlantic partnerships across RSA Oceania.

### **Question 2**

***Several Fellows have asked for an update on the recent industrial action and the IWGB union. Can I ask you to provide an update?***

**Answer:** Tim Ayles responded that the Independent Workers of Great Britain (IWGB) gained statutory Trade Union recognition for its more junior staff in December 2022. They are recognised by the RSA for collective bargaining in respect of pay, hours, and benefits.

After the RSA returned to a small operating surplus of £118,000 last year (for the first time in at least five years and after investing over £2 million of reserves during the pandemic to preserve jobs) the RSA Trustee board, endorsed by the RSA's auditors and Audit and Risk Committee, mandated that it was necessary to run a balanced operating budget to preserve its financial sustainability for the long term.

The RSA's approach to pay puts the well-being of its people front and centre and has been consistent with its values of openness and honesty. The RSA has been up-front and honest in all negotiations with union representatives that any pay increase awarded this year must fit within the constraints of a balanced operating budget and be consistent with its published Pay Policy and have communicated transparently about affordability within the constraints of the charity's finances.

The average pay increase offered to staff in the bargaining unit this year of 7% is above the rate of inflation and the RSA has urged the union to engage in conciliatory discussions facilitated by ACAS so that concerns can be resolved quickly and amicably in the best interests of the charity, its exceptional staff team, and its Fellows.

### Question 3

**What plans does the RSA have for more strongly aligning with inclusion values, in particular opening access to wider numbers of people unable to afford fees?**

**Answer:** Andy Haldane noted that the RSA embraces diversity among its staff complement. Additionally, with regard to Fellows, there are several initiatives in place to make access more inclusive:

The RSA offers limited bursaries that provide discounted subscription fees for the first year of Fellowship. (Please note that details about these bursaries are available on the RSA website in the FAQs section for those interested in joining the fellowship.) This scheme has been taken up by some 100 Fellows. Additionally, there are bursaries available for those existing Fellows who are experiencing financial difficulties. More recently, the RSA introduced its Young Fellows scheme for those aged 18–25 years old, which has doubled the number of younger Fellows since July.

Neil then introduced some online questions from the evening's joining Fellows.

### Question 4

**Will there be a Fellows Festival next year and activity in the regions as part of that?**

**Answer:** Andy Haldane expressed his pleasure at the Fellows Festival that took place earlier in the year, confirming another Festivals Fellow in spring 2024 that aimed to be even bigger – across the regions and globally. The orientation will be around the theme for 2023/24: courage.

### Question 5

**I'd like to meet and network more with Fellows at RSA house?**

**Answer:** Andy Haldane emphasised that he was a huge believer in connectivity and that the House was the best place to achieve that in person. Investment has been made by the RSA to make its home more convenient and to facilitate collaboration. The RSA is continuously improving its offering, including co-working spaces and a large number of in-person events to suit all tastes and interests. He further invited ideas from Fellows for events. It's the RSA's ambition that the House will be a signature venue to visit in London, and all will benefit from the social connectivity it affords.

### Question 6

**What initiatives will there be to diversify beyond Young Fellows?**

**Answer:** Andy Haldane noted that the Young Fellow offer has been a great success. But it's not just about numbers. The RSA has a huge interest in diversifying – and mentoring and connecting the young with older Fellows. This will be both mentoring and reverse-mentoring: a move to utilise and amplify embedded experience and expertise.

*There followed three spotlight sessions on the UK Urban Futures Commission, the Design for Life Awards, and Fellowship initiatives from Tom Stratton, Chief of Staff; Anna Markland, Head of Innovation and Change; and Line Kristensen, Head of Fellowship. Slides of these presentations are attached.*



**To note the re-election result of Sam Lewis to the RSA Trustee Board**

Tim Eyles invited Simon Thomson from Mi-Voice to announce the election result.

For: 1593

Against: 112

Abstentions: 106

Sam Lewis was thereby re-elected for a second three-year term as an RSA Trustee.

**To note the result of Resolution I: To approve the RSA Trustee Board's reappointment of Shaifali Puri as a Trustee**

For: 1643

Against: 93

Abstentions: 76

Shaifali Puri was thereby ratified for a second three-year term as an RSA Trustee.

At the conclusion of the 269<sup>th</sup> RSA AGM Tim Eyles thanked Fellows for attending, and as there was no further business, the meeting drew to a close.

## Appendix

### Questions and Answers (chat function) asked at the 2023 AGM

**Q: What trade-offs did you consider to maintain expenses within the operating budget? What projects/expenses were favoured over pay increases?**

**A:** Thank you for your question last night at our AGM about our expenditure and the trade-offs between projects and pay increases.

Last year, staff costs accounted for 46 per cent of the total expenditure, amounting to £5.8m, reflecting a £0.4m increase over the year. Going into this year, it was not that projects were prioritised over staff: the total salary pay offer this financial year for staff in the bargaining unit represented by our recognised trade union would now comprise an average salary increase of around 7%. This includes an awarded increase of £1000 to all staff except the Leadership Team, mid-year pay increases made to a large number of RSA staff, averaging around £2100, and a further offer of a one-off across-the-board payment to all staff of £500, except the Leadership Team. Pay increases have therefore been skewed towards the RSA's lower paid workers, above the rate of inflation and increases in the public sector.

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**Q: Rather than make this public, I'd just like to point out that the faces seen so far are all white and all male. I'm not after tokenism, but perhaps a bit more recognition of the differences represented across the Fellowship at such an important event as the AGM? Let's ensure the RSA is an institution that all Fellows feel they are comfortable in and belong to. Thank you.**

**A:** I just wanted to reach out to acknowledge the point you made, that all the faces you saw early on in the event were white and male. We are very conscious of this point and more generally of the need to diversify the Fellowship more broadly.

To give you [some general information](#), 66% of RSA staff are women, a percentage reflected at senior levels too, and our gender pay gap is -2.5% indicating women are paid slightly more than men. 25% of staff are from ethnic minority backgrounds. However, I recognise we need to ensure this is also reflected across our high-profile events like our AGM. We take on board this feedback and I will speak to colleagues about how we can ensure we better represent the diversity of the RSA going forwards at our events.

If you're interested in some information on the fellowship generally, 18% of fellows are now from ethnic minority backgrounds. The percentage of women fellows is 35%, and we know there is much more work to do here. There is a positive trajectory: 45% of recent joiners have been women. In my role as Head of Fellowship Development and Services, I actively report to the Senior Leadership and the Board on progress to diversify the fellowship across age, gender and ethnicity. Our goal is to fully reflect the UK population within five years.

On Monday, we will be running some focus groups for women fellows, to explore ways of increasing their engagement with the fellowship. This will be the start of a piece of work to identify and address any issues which are causing dissatisfaction at present.

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**Q: Please explain why you have set up this Zoom session so Fellows cannot see the comments or questions from other Fellows. Also, there have been major changes in the**

**RSA - I haven't seen any evidence of Fellows being consulted over those changes. Do you think that Fellows are being engaged in strategic changes? In the context of pay - I understand that the senior management have not taken a pay increase - however it is not clear what the comparison is between prior senior staff and the starting salaries of current senior managers.**

**OK to be clear - the last minute shift from a physical meeting to a virtual meeting coupled with the centralised control of comments and questions really implies an organisation where the senior management lacks, ironically, courage. Overall this feels like a control culture rather than an open one. I am, to put it mildly, disappointed.**

**A:** There was initially some confusion as to who was responding. We didn't immediately do so, and this Fellow raising a question posted on Circle, commenting that they had not received a response to their question after the AGM. A response was subsequently sent as below.

Further to our exchange on Circle, I've checked the Q&A log and there was a question you submitted saying '*Also, there have been major changes in the RSA - I haven't seen any evidence of Fellows being consulted over those changes. Do you think that Fellows are being engaged in strategic changes?*'. I'm presuming from your post that you have not received a reply to this – my apologies.

To address it now, our intentions are certainly to continue to engage with Fellows as we have done before, if not more closely via Circle, but I would assume from your question that it doesn't feel like that to you. Could you give me a bit more information on the kinds of major or strategic changes you mean, and what's not happened from your perspective?

I and my team are very passionate about engaging with Fellows, but with more than 31,000 spread across the world, it can pose a challenge to get it right at scale and across time-zones. As well as Circle, we have our elected Fellowship Councillors and RSA Area Managers, and encourage fellows to express their views to our central inbox ([fellowship@rsa.org.uk](mailto:fellowship@rsa.org.uk)) so we can properly track the views we receive. In addition to the annual Fellows' survey, we've also recently introduced an anonymous 'pulse' survey which goes to a different, random sample of fellows each month, to get a sense of fellows' views and satisfaction on an ongoing basis.

I'd welcome your thoughts on what better engagement or consultation would look like to you.

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**Q: I'm proud to be leading the RSA's Financial Services Reformation Network, which is being boosted by the capabilities of Circle. In general terms, what hopes do you have for the RSA's many and varied Networks flourishing through Circle; not just in the UK, but internationally as well?**

**A:** Your contribution to the Financial Services Reformation Network is very much appreciated and as one of the most active RSA Networks you are setting a precedence for what good looks like. We use the umbrella term 'micro-community' to encompass all our RSA, place-based, DfL Networks and Fellows' interest groups. According to our last audit in 2022, we had 39 micro-communities across the Globe.

From an engagement perspective however, there has been little distinction and clarity understood by Fellows between each of the micro-communities, with a lack of consistent formalised criteria or agreed level of support, and inconsistent and in some cases non-existent data capture.

As a first step, we are finalising a Micro-communities playbook which will aim to provide clarity around these points and guidance on criteria and different levels of support available. We want to work more closely with the Networks using data to drive higher engagement and deeper impact. We hope to finalise this by early November.



We recognise Circle plays a vital part in the success and growth of our RSA Networks and we have been working with some existing Networks who aren't yet present on Circle to build an online community and ensure they too are advantaged by the capabilities Circle can provide.

Our vision for Networks is that they:

- Work to devise, test and pioneer ideas with real potential for impactful change through fellow led projects and events.
- Champion diversity and inclusion by working together as a collective from different industries, background and experience.
- Help scale by empowering Fellows to independently lead engaging activities that will drive engagement globally in the digital space by creating opportunities to engage with peers; working towards a common goal, sharing common experiences, championing and supporting each other.

The micro-communities are a core part of how we continue to develop the fellowship offer over the next five years. Our commitment is to help showcase and promote the amazing work Networks are doing through monthly spotlights on Circle and in newsletters, Circle take overs and Engage events that are run by Fellows, for Fellows to help the Networks grow further in the belief that impact can be bigger when working together.

Thank you for your ongoing support and very much look forward to working with you on the upcoming Finance for Good Summit which is a prime example of the impact Networks can play in the reformation of industries that impact so many people's lives.

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**Q: There is so much talk of levelling up and making up for missing opportunities in the north, such as HS2, is the RSA doing enough for the north, the Northern Creative corridor sounds excellent, are we doing more?**

**A:** As you heard last night, we are acutely conscious of regional disparity within the UK. Our Northern Creative Corridor is one such initiative which will enhance economic vitality in the region. More generally, though as Tom Stratton talked about in the context of our UK Urban Futures Commission, we believe that cities hold the key to prosperity. The Commission focused heavily on Leeds, Liverpool, Manchester, Newcastle and Sheffield, and in the case studies we [published alongside the report](#), you can read how we are working with local leaders to effect change. This includes, for example, Manchester City Council's urban regeneration project or Newcastle's Helix Innovation Hub.

In terms of the Fellowship, we have a Fellowship Engagement Manager, Patrick Hurley, focused on the north of England and we're committed to expanding our events and partnerships in the region. In partnership with the N8 and the University of Liverpool, the RSA hosted a panel discussion on 9th October 2023 with leaders from industry, politics, public sector, civil society, and academia on how we can level up digital access and skills to close the divide, what tools we need to achieve this – such as the Minimum Digital Living Standard - and where the responsibility lies. Our guests on the day included Toby Perkins MP, Mayor Steve Rotherham, Professor Simeon Yates from the University of Liverpool and Dr Emma Stone from the Good Things Foundation. A wide-ranging discussion took place on the digital divide and what it might mean for the levelling up agenda to address it in a focused and long-term fashion. Video footage of the event will be made available by the University of Liverpool and we will be sharing it on Circle once it is available.

We will be doing further events in partnership with N8 in the coming months. If you'd be interested in discussing this further, I'd be happy to put you in touch with Patrick.

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**Q: Very excited about the potential of the Creative Industries PEC. Do you see potential for policy partnerships with universities in other domains?**

**A:** We would certainly see the potential for policy partnerships in a number of our Design for Life interventions. To give one example, our UK Urban Futures Commission focused on 11 Core Cities in the UK, which together contain 40 leading universities. As with all our work, we are passionate about putting ideas into practice and are committed to working with local leaders to implement some of the findings and recommendations.

We're also keen to work with universities to amplify our Young Fellows offer, to ensure that 18-25 year olds are able to access all the opportunities the RSA provides to kickstart their careers.

If you're interested in hearing more about this, or you're working in a university and are keen to explore what a partnership with us could look like, do let me know and I'd be happy to discuss further or put you in touch with the relevant staff.

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**Q: Now that finances are in better shape, are you going to improve resourcing for local activity - there has been a dearth of activity in my area (Cambridge) where there are many Fellows and few opportunities for coming together.**

**A:** We acknowledge that fellow led activity has been limited in the Central region due to resource constraints within our team, but I'm pleased to say that we have recently recruited a new Central Area Manager, Callum Bate who is keen to increase activity within this region and meet with Fellows about potential change initiatives and opportunities.

I'm sure he would be willing to meet with you to gather your feedback and explore what opportunities can be created in Cambridge specifically. If you'd be interested in discussing this further, I'd be happy to put you in touch with Callum.

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**Q: Separate from mentoring, I am an executive coach who coaches senior people, and a recent new Fellow, I would welcome the opportunity to be helpful to other senior executives within the Fellows community, who inevitably do good things. How best to make this offer? Thank you.**

**A (Responded live):** Hi C, thank you for that wonderful offer. Please email [emma.land@rsa.org.uk](mailto:emma.land@rsa.org.uk) and Emma (Head of fellowship engagement) will reach out to you to discuss further.