

21st ANNUAL GENERAL MEETING

Minutes of the meeting held on 6th November 2025 at 17:00 at the Crafts Council Gallery, 44A Pentonville Road, N1 9BY and streamed online via YouTube.

Present (in-person): Emma Chaplin (Chair of the Board of Trustees), Eve Andreski, Michel Aslangul, Ann Attwood, Siobhan Barratt, Janet Berry, Natalie Brown, Emma Callaghan, Camilla Camus-Doughan, Ian Clark, Holly Cook, Ylva Dahnsjö, Diana Davis, Jennifer Dinsmore, Rebecca Ellison, Lorraine Finch, Clare Finn, Emma Fraser, Claire Fry, Helen Ganiaris, David Gibson, Rebecca Goddard, Kathryn Hallett, Jane Henderson, Ros Hodges, Helen Hughes, Tony King, Barry Knight, Charlotte Khunpha-Ridley, Louise Lawson, David Leigh, Helen Lindsay, Helen Lloyd, Emma Lowe, Gordon Maiwald, Tracy Manning, Clare Meredith, Chelsea McKibbin, Carole Milner, Ann-Marie Miller, Julia Nagle, Emily O'Reilly, Joanna Payne, Sarah Peek, Clive Raymond, Matthew Read, Sophie Reddington, Jonathan Santa Maria Bouquet, Sonja Schwoll, Adina Seitzkazin, Helen Smith, Victoria Stevens, Michelle Stoddart, Sylvia Sumira, Misa Tamura, Rachel Turnbull, Emma Turvey, Constantina Vlachou, Jasmina Vuckovic, Francesca Whymark, Chloe Wilson.

In attendance: Emma Jhita (CEO), Patrick White (Policy and Programmes Director), Amy Neal (Membership and Marketing Manager), Isobelle White (Business and Projects Officer), Annie Whiteson (Membership Officer – minutes), Eleanor Lunn (Membership Officer), Iulia Beres (Skills Administrator)

Apologies: Heather Doyle (Skills and Accreditation Manager)

1.0

Welcome and introduction

Emma Chaplin (Chair of the Board of Trustees, EC) opened the meeting at 5.00 pm and welcomed Icon members.

EC noted that the AGM is a legal requirement under Governance structure and thanked members for joining. Noted that the full evening programme would be using the opportunity to reflect on the breadth of activity Icon members have undertaken in the last year and its impact along with looking to the year ahead.

EC noted that while most membership categories are eligible to vote in the AGM, those with supporter membership are not. Highlighted to those attending in person that members eligible to vote who had not done so already should have been given a red piece of card to vote with and if any member believes they should have one to raise to the Icon team. Highlighted to those attending online that the link to online voting was in the description of the YouTube stream. Confirmed that Icon would conduct due diligence on all votes cast before and during the meeting.

EC confirmed that the AGM was being recorded for the purpose of minutes. It was noted that the Icon team would be recording votes in person and online, and that questions from online attendees should be put forward via the comments which were being monitored.

2.0 Apologies for absence

Icon's Accreditation and Skills Manager Heather Doyle.

No others received.

3.0 Minutes of the 20th AGM held on Wednesday 6th November 2024

It was noted that the minutes had been circulated in advance of the AGM.

The minutes were approved as a true record of the meeting.

Proposer: Diana Davis

Seconder: Claire Fry

4.0 Trustees' Annual Report and Accounts for year ending 31st March 2025

EC introduced the Trustees' Annual Report and Accounts for the year ending 31st March 2025 and reflected that this had been circulated in advance of the AGM. Thanked all members, staff, trustees and volunteers for their hard work and commitment to Icon during the year.

There were no questions about the Trustees' Annual Report or Accounts.

Resolutions

Ordinary Resolution 1: To receive the Trustees' Annual Report and Accounts for the year ending 31st March 2025.

The combined votes of those members present at the meeting and those voting by proxy online were:

For: 178

Against: 0

Abstained: 15

Ordinary Resolution 2: To authorise the Trustees to appoint the auditors to serve until the end of the next Annual General Meeting and to authorise the Trustees to decide the remuneration to be paid to the auditors.

The combined votes of those members present at the meeting and those voting by proxy online were:

For: 184

Against: 1

Abstained: 10

5.0

Exploring the Opportunity to Petition for Chartership

EC introduced the Special Resolution to petition for Chartership. Shared that the member consultation period had been invaluable and thanked members for their involvement and engagement in the information sessions and roundtables that had taken place throughout the process. Reflected that exploring the opportunity in Icon's 20th Anniversary year was the right time and that a Royal Charter would act as a valuable vehicle to push forward awareness and appreciation of conservation.

Highlighted that as a Special Resolution, this motion would require 75% or higher in favour votes to pass.

Special Resolution 1: To authorise the Trustees to pursue a petition for Royal Charter

For: 173

Against: 16

Abstained: 5

6.0

Nominations to the Board of Trustees

EC thanked Icon members for their interest in supporting the governance of the organisation and for nominating themselves to the Board.

Noted that there were four vacancies for elected Trustees this year: three unreserved seats, and one representative seat for Scotland. Shared that the number of applications received matched these and that in accordance with Icon's governing documents, these individuals are automatically appointed to the Board.

EC welcomed the new Trustees.

Newly appointed Trustees in unreserved seats:

Emma Lowe

Tracy Manning ACR

Sarah Peek ACR

Re-appointed Trustee in the representative seat for Scotland:

Nic Boyes ACR

EC thanked Icon's outgoing Trustees for their commitment to Icon throughout their terms.

Trustees retiring by rotation:

Claire Fry ACR

James Murphy

Michelle Rheeston

Anita Quye

EC also welcomed Icon's new co-opted Trustees, sharing that their appointments had taken place in the Summer and each brought valuable skills in financial management, HR and skills development.

Newly co-opted Trustees:

Louise Hayward
Amber Law ACA

7.0**Looking forward – the year ahead**

EC highlighted that with members' approval Icon would now move forward pursuing Royal Charter, forming a working group and beginning a petition to the Privy Council.

Noted that Icon26 was approaching and that the programme for the two-day conference in Edinburgh would be shared with members soon.

Reflected that recognising and supporting the work of Icon members and Groups, along with advocating for Icon and conservation in the wider heritage sector would be priorities for the year ahead. Thanked Group Chairs and Committees for all their work and shared that recent funding from the Pilgrim Trust would be supporting the progression of Icon's Skills at Risk work, which would have wide reaching implications for the future development of the sector.

EC shared that at the end of her term in March she would be stepping down. Reflected on the progress of the organisation in the last three years and passed thanks to CEO Emma Jhita. Highlighted that Icon's nominations committee were working on a Recruitment Pack and that this would be shared soon.

8.0**Closing remarks**

EC thanked members for attending the AGM, volunteers and Group Chairs for their work and the Icon team for organising the AGM before handing back to EJ to continue the Winter Reception programme.