FRIENDS OF THE LAKE DISTRICT
MINUTES OF THE ANNUAL GENERAL MEETING
SATURDAY 20TH SEPTEMBER 2025 - NORTH LAKES HOTEL, PENRITH, CUMBRIA

The 91st Annual General Meeting (AGM) of Friends of the Lake District (FLD) was held at 1.30pm on Friday 20th September 2025 at the North Lakes Hotel, Penrith, Cumbria, with 42 Members and 6 non-members present.

1. CHAIR'S OPENING REMARKS

The Chair, Malcolm Boswell, welcomed Members to the 91st AGM and explained that voting would take place by the raising of hands.

2. APOLOGIES FOR ABSENCE

Several apologies had been received: Rachel Webster, David Lightfoot, Janet Thompson, Martin Thompson, Pauline Hall, Richard Hall, Jan Nicholls, Neil Greenhalgh, Fiona Sanders, Stuart Clatyon, Chris Dunning, Helen Dunning

3. MINUTES OF THE 90th ANNUAL GENERAL MEETING

The Minutes of the 90th AGM held on Friday 13th September 2024, at the Skiddaw Hotel, Keswick had been circulated to Members via the AGM webpage prior to the meeting, and copies were available in the hotel.

The Minutes of the 90th Annual General Meeting were moved for adoption by Steven Farish, seconded by Chris Abbot, and approved by a unanimous show of hands by those members present.

4. CHAIR'S REPORT

The Chair addressed members, and went on to share some thoughts and highlight several key elements that make the Friends of the Lake District such a special charity:

- Its uniqueness, a landscape charity that's sole focus is on the Lake District.
- A love of the Lake District with the necessary skills and knowledge to persuade and campaign.
- The expertise of its staff and trustees ensures that Friends lead the way by identifying issues, providing evidence and working with others to enhance policy formation.
- Friends provides balance - protecting the landscape, recognising the needs of those who live and work here and the desire to ensure that it is accessible and enjoyed by all.
- Friends has relevance, for instance in matters such as the Elterwater campaign, the National Park's UNESCO status, the ability to influence and enhance planning policy, sustainable transport, safeguarding the environment.
- Friends 'punches above its weight', and has led the debate on visitor management, conducting research to ensure campaigns such as the recent one on litter, are evidence led and provide the gravitas to influence and inform the debate.
- Finally, governance. Friends safeguard members' money to further the aims of the membership and have robust systems in place to provide assurance through the Trustee Board, the Finance and Investment Committee and the Governance Committee. This was verified by the recent external audit where our auditors were assured by our level of financial and governance due diligence.

The Chair invited questions or comments, none were forthcoming.

5. ELECTION OF PRESIDENT

The Chair explained that no nominations for President or Vice President had been sought this year, and that trustees are currently reviewing this, and will consider what the roles would entail.

6. ANNUAL REPORT AND ACCOUNTS

The Chair invited Robin Forrest, Hon. Treasurer to present the 2024-2025 Annual Report and Accounts. Copies of the report were available at the hotel and had been available on the AGM webpage prior to the event.

Robin opened by saying this was his third AGM in the role, and there is no getting away from the fact that his role revolved around numbers! He explained that a direct comparison with last year's Annual Report and Accounts was difficult, as the last report covered a 15-month period, whereas this year covers 12 months, 1st April 2024 to 31st March 2025.

He commented that FLD had made great progress last year, summarising several highlights:

- There was a strong team in place now, and activities have been accelerated
- The revaluation of land that had been undertaken this year had made a big impact on the balance sheet, though he emphasised that land was not held for monetary purposes
- FLD remain financially robust, with a substantial investment portfolio
- Total income for the year was circa £1.7m

Robin went on to extend his thanks, on behalf of the trustees, to members, donators, legators, benefactors and supporters.

He also thanked Stuart Clayton, Head of Finance and Operations, for his continued support and hard work, and Linda McGinly, Company Secretary, for supporting the Finance and Investment Committee and Trustee Board.

Robin then invited questions relating to the Annual Report and Accounts

Question

Charitable activities – there seems to have been a change in the balance of costs, for instance, Campaigns and Engagement had increased, whilst Policy and Planning had reduced.

Response

Mike Hill explained that there had been internal changes to the way the accounts were structured, and the way that costs were attributed. Therefore, it was difficult to make direct comparisons.

Question

How many staff are in post, and are there any plans to increase the head count?

Response

Mike Hill explained that with the current complement includes 10 full time equivalents and 14 part-time staff, FLD has sufficient staff now, and the team can flex to meet the needs of the business. He added that the team is now stable, following restructuring in 2023 to put in place a structure to deliver the new strategic plan.

7. APPOINTMENT OF AUDITORS

Treasurer Robin Forrest explained that Lamont Pridmore had been re-appointed as auditors in 2024, and having reviewed arrangements for the forthcoming year, the recommendation is that Lamont Pridmore be appointed for another year based on their excellent work and value for money. Their remuneration to be fixed by the Board of Trustees.

The appointment of Lamont Pridmore as Auditors for 2025-2026 was proposed by Pauline Blair and seconded by Chris Abbott and approved by show of hands by those members present.

8. SPECIAL RESOLUTION

The Chair explained that in January 2025 the Governance Committee commenced a Governance Review, looking at all aspects of FLD's governance arrangements, including The Articles of Association. As a result of this, several revisions were agreed by the Trustee Board at their 1st August 2025 meeting and were now put forward for review and ratification by members at the Annual General Meeting. These revisions had been published on the AGM website, and paper copies were available on the day.

The main change proposed: The present system of 'retirement by rotation' of directors is complicated, not easy to follow, and difficult to apply in practice. The proposal is that the Articles provide in future for renewable 3-year terms for directors after election at AGM (subject to the existing 6-year maximum term, and the power of directors to appoint directors to serve until next AGM). Resulting from this, there are several consequential changes. There are also several minor changes to notice periods, to ensure consistency within the Articles and to facilitate effective consideration by members.

The Chair explained that the effect of these changes was outlined in the papers, and questions were invited. No questions were asked, and members were asked to approve the revised Articles of Association by a show of hands adding that a majority of at least 75% of members present* was required to pass a special resolution. (*or by proxy).

The Special Resolution was moved for adoption by Chris Abbott, seconded by Syvia Pilling, and approved by a unanimous show of hands by those members present.

9. ELECTION OF TRUSTEES

The Chair thanked all the members of the Board of Trustees who have given a great amount of time and energy since the last AGM. Everyone has played their part in ensuring the board has been able to continue to operate in a safe, sustainable and well-governed manner, and we appreciate all they have done.

He explained that Lucy Hetherington, vice-chair, is coming to the end of her second three-year term as a trustee and would therefore be due to retire at this AGM. However, the Board had discussed this and propose to the membership that they invoke the 'exceptional circumstance' clause, which will allow Lucy to serve for a further term to allow for much needed continuity and to meet the needs of the organisation.

In addition, two recently co-opted Trustees are standing for election: Helen Howe and John Whittle. Information on the two nominees has been available on our AGM website and paper summaries are available today.

The Chair asked to take the nominations en-bloc, and as such members were asked for proposers and seconders for the re-election of Lucy Hetherington, and the appointment of the two co-opted trustees: Helen Howe and John Whittle, and to indicate their approval by a show of hands.

Re-election of Lucy Hetherington:
Proposer – Dave Felton
Seconder – John Campbell

Election of co-opted trustees Helen Howe and John Whittle:
Proposer – Pauline Blair
Seconder – Sylvia Pilling

Proposals were approved by a show of hands of members present and trustees duly appointed.

10. CHAIR'S CLOSING REMARKS

The Chair closed the AGM by extending his thanks to:

- The volunteers, who played a vital role in the work of the charity
- The excellent staff team, whose expertise and commitment ensures that Friends were often 'ahead of the game'
- Staff and trustees for their collaborative approach in working with partners and key stakeholders
- The trustees and their willingness to share their knowledge and skills for the benefit of the charity
- To staff who had organised today's event.

The Chair then invited questions from the floor.

Question
Dave Felton asked a clarifying question about the relationship between UNESCO, World Heritage Site (WHS) status, the Park Authority, and Friends.

Response
Mike Hill explained that the official relationship with UNESCO is held by the Department of Culture Media and Sport (DCMS), and that a small committee called the World Heritage Site Steering Group sits regularly to review any issues and advise DCMS on responses (Friends is on that committee). UNESCO can request a 'State of Conservation' report from any WHS, and they have recently done so citing concerns about issues like Elterwater Quarry, Green Lane driving, and the decline in upland farming.

Dave wished to make the point that the National Park needed to be mindful of the purposes, as defined in law, of the Lake District National Park which are:

- To conserve and enhance the natural beauty, wildlife and cultural heritage of the Lake District National Park; and
- To promote opportunities for the understanding and enjoyment of the special qualities of the National Park by the public.

He then emphasised that the 'Sandford Principle' takes precedence, which states that the first purpose must always prevail, therefore if either of the two purposes were in conflict, then conservation would always be the priority.

Question
Does FLD's Articles of Association need to be more explicit about what we mean by 'landscape'? For instance, biodiversity is not mentioned. Is there a risk that Friends could unwittingly open themselves up to challenge?

Response
Mike Hill commented that one of FLD's five strategic themes is Climate and Biodiversity, so whilst biodiversity is not specifically mentioned in the Articles, it is something that is championed by FLD across all work areas. He feels it is more a case of defining what we mean by 'landscape'. Malcom Boswell thought it was something that FLD should consider and agreed to follow this up.

Question
Will FLD go back to offering walks at their AGM, as they have done on many occasions in the past.

Response
In acknowledging this, Mike Hill explained that a different format of AGM was offered today, but this is something that will be considered when it comes to planning next year's AGM.

From the floor, Chris Abbot wished to record his sincere thanks to Mike Hill, the team, and trustees, for all their hard work. This was marked by a round of applause.

11. ANY OTHER BUSINESS

There was no other business, and the meeting was formally closed.