MINUTES of the 62nd ANNUAL GENERAL MEETING of the Dulwich Society held on 19 May 2025 at The Crown & Greyhound, 73 Dulwich Village, London, SE21 7BJ

Present: 73 people were in attendance, of whom 67 were members. The meeting commenced at 8.00pm.

Kenneth Wolfe, Honorary President, welcomed members to the meeting, particularly those who have not attended recently and new members. He paid tribute to the Trustees, who find time in their professional or retired lives to make a voluntary commitment to the Society and serve it so well.

1. Introduction and apologies for absence

   The Chair welcomed members to the meeting and explained the fire procedures and other housekeeping arrangements.

   Apologies were received from Brian Green, Maurice Irving, Ben Clasper, David and Jan Coughtrie, and Brigid Gardner.

   The Chair said that there were no matters of business to be transacted at the AGM in which he or his fellow Trustees have an interest.

   The Chair said there would be 13 votes in total, of which nine are binding and two are special motions. The two special motions will be conducted by ballot and will need a super majority of 75% to pass. The results of these two motions will be published tomorrow. All other votes will be conducted by a show of hands, with members asked to hold their voting slips aloft. If the vote is conclusive, it will be passed without a count. If the vote is not conclusive, members will be asked to raise their voting slips again, and a count will be conducted by the scrutineers. Jeremy Prescott is the lead scrutineer.

   Barbara Richardson raised an issue relating to the late filing of constitutional amendments to the Charity Commission. The Chair said he would be covering this in his review of the year and asked her to return to this point after items 6 and 7, (Chairman's Review of the Year and the Accounts).

2. Approve Minutes of the 61st Annual General Meeting held on 20 May 2024

   JT said the Minutes of the 2024 AGM had been available for inspection on the website for some time and a hard copy was available at the meeting.

   The Minutes of the 61st AGM held on 20 May 2024 were approved by a show of hands.

3. Matters Arising from the Minutes of the AGM on 20 May 2024

   There were no matters arising.

4. Minutes of the Special General Meeting held on 20 May 2024

   Bridget Furst said she wished to make three points regarding the accuracy of the minutes of the 2024 SGM:

   a) With regard to the minute that "The Trustees are grateful for the flexibility the petitioners have shown which allowed the SGM and AGM to be held together" and "JT said it was a

matter of regret that the petitioners declined the Trustees' offer to meet to discuss their concerns", BF said she disputed that flexibility had been shown or agreement reached that the SGM and AGM should be held on the same day. She noted that the offered meeting to discuss petitioners' concerns had been called at very short notice.

b) The statement by the Chair at the SGM that he and the other Trustees had no choice but to stand down if the new Rules were not passed and that the activities of the Society would be curtailed was extremely disappointing and inaccurate as other options were available. She therefore felt that the minutes were inaccurate on this point.

c) The minute of Patsy Bramble's reply on behalf of the Trustees to the petitioners' Motion 3 at the SGM (retain provision for 30 members to be able to call an SGM) was incomplete and had omitted PB's points relating to petitioners ignoring an offer to meet (when the meeting had been called at very short notice), criticism of petitioners expecting Trustees to state their reasons for the proposed rule change in advance of the meeting, and potential use of party political networks by the petitioners.

BF called for the meeting not to accept the Minutes of the SGM on the basis of these three points.

In relation to the first point, the Chair replied that there had been an exchange of emails between Trustees and petitioners about the timing of the meeting as well as a subsequent offer to hold a meeting between Trustees and petitioners to discuss the matter further.

He considered that the Minutes gave an accurate reflection of the discussion regarding the Trustees statement that they would withdraw their nominations if the new Rules were not accepted.

The Secretary noted that the minutes were not verbatim.

The Chair moved to a vote on the Minutes of the SGM on 20 May 2024, which were approved on a show of hands.

5. Matters Arising from the Minutes of the SGM on 20 May 2024

There were no matters arising.

Charles Cary-Elwes asked why there were significant delays in publication of sub-committee (group) minutes on the website.

JT said he was not aware of significant delays and pointed out that minutes are not published until approved at the following meeting, which may be held two to three months later. Regular checks are undertaken to ensure the website is kept up to date. Due to the nature of their work, the Licensing and Planning & Architecture Groups publish minutes infrequently and the Trees Group has now been amalgamated with the Wildlife Group.

CCE queried why the last Trustee minutes were from January and the latest Environment Group minutes from November. The Secretary replied that the March Trustee minutes had been approved at the May Trustee meeting a week earlier and were just about to be posted on the website. JT said the latest Environment Group minutes on the website were from January. (Post meeting note: following the meeting it was found that due to an administrative error, the minutes of the January Environment Group meeting had not been posted, but they have now been uploaded to the website.)

Barbara Richardson asked why minutes could not be approved more swiftly by email rather than waiting for the next meeting. JT said this would be considered, but would place an additional burden on already hard-working volunteers who act as Group Chairs and Secretaries.

6. Receive the Chairman's Report and Review of the Year

The Chair gave a presentation on the review of the year.

- Purpose of the Society: The Society is an unincorporated association and registered charity which aims to foster and safeguard the amenities of Dulwich. It issues small grants to further its aims and is supported by 100+ volunteers.

- Registration of new Constitution and prior amendments: The Chair said that members had voted to change the Constitution at the 2024 AGM. The new Constitution had been registered with the Charity Commission, but during this process, it had become apparent that previous changes to the Constitution between 1964 and 2019 had not been filed with the Charity Commission. The Secretary has worked hard to get everything up to date to the satisfaction of the Charity Commission. The Charity Commission has a recently installed computerised system for registering changes, which only allows changes to be submitted in small sections, some of which can take up to 30 days to be accepted, so the process has taken some time. This process was completed in January. The lateness of the filings is regrettable but inconsequential and has had no impact on the validity of the Rules. He praised the work of those whose efforts for the Society often take place behind the scenes, such as the Secretary, Vice Chair and Membership Secretary.

- Women and Politics: The Society hosted a sold-out Women and Politics event with a distinguished panel in March at Alleyn's School linked to International Women's Day. Panel members, including Southwark's Mayor, Naima Ali, had held a workshop for sixth-form Politics students from schools in the area. Proceeds had been donated to the Bell House quilters to make quilts for Ronald McDonald House which provides accommodation for families of children in King's College Hospital.

- Development: The Society has appointed a Trustee with responsibility for Development. A Trustee Strategy Day took place to look at comparisons with similar organisations, consider the results of the member survey and plan for the future. This had resulted in a number of objectives each with two or three Trustee leads: engage and support volunteers; hold more social events; foster a cross-generational community; increase presence in East and West Dulwich; increase social media presence; stronger focus on sustainability.

- Membership: There are now 1,311 members. Sign-up and renewal processes are online. The Chair thanked those members who have switched from standing order to direct debit which is a great advantage to the Society. There are approximately 300 members for whom email addresses are not known. The Chair encouraged anyone who has not provided an email to do so.

- Donations and Grants: In 2024, the Society made grants to Dulwich Picture Gallery Open Art project to develop the sculpture garden and children's gallery, to Phoenix Players for a keyboard, for the installation of Swift boxes in East Dulwich, and to Dulwich Park Friends to install a path through the copse.

- Links and partnerships: The Society works in partnership with many organisations including London Wildlife Trust, Dulwich Festival, Dulwich Picture Gallery, Dulwich Park Friends, Kingswood Arts, Police Safer Neighbourhood Panels, Bell House and the Dulwich Estate.

- Dulwich Estate: The Planning & Architecture and Environment Groups have provided advice to Dulwich Estate on planning guidelines. The Chair and Vice Chair attend regular surgeries with Dulwich Estate, and Penny Stern and Richard Wingfield represent the Society on the Dulwich Estate Scheme of Management Advisory Committee.

- Media and Communications: The Journal, edited by Claire Richards, and eNews, edited by Sharon O'Connor, received very positive feedback in the member survey. Both receive regular contributions from the Society's groups such as Local History, Environment and Wildlife & Trees. The "Destination Dulwich" pages on the website are designed to draw more people to the area to increase footfall for local shops and hospitality. The Society has moved its main and Local History accounts from X (Twitter) to Bluesky, and is slowly rebuilding its following. The website is regularly updated. The Society continues to hold well-attended talks on Gardens, Wildlife and Local History.

- Planning & Architecture: The Planning & Architecture Group reviewed 193 Scheme of Management licence applications in 2024, many relating to solar panels, heat pumps and bicycle stores. The Group has also engaged with major developments such as the children's gallery at Dulwich Picture Gallery, East Dulwich Sidings, Dulwich Sports Club developments and JAGS Pre-Prep relocation.

- Local History: Brian Green, former trustee and member of the Local History Group, has been recognised at national level with an award for outstanding contribution to local history. The Group continues to offer well-attended walks and talks, install information boards, respond to enquiries, and research local individuals and roads. Recently they have been involved in the Kingswood Arts history project.

- Environment: The Group has been prolific in producing articles for the Journal, has received presentations from a range of wildlife experts, is working on guidelines for "grey to green" front gardens and developing biodiversity corridors. It is monitoring aircraft noise and has become a member of the Aviation Environment Federation.

- Gardens: The Group produces the Open Gardens in Dulwich booklet which is widely distributed, and has organised several talks, garden visits and coach trips.

- Wildlife and Trees: During the year, the Wildlife and Trees groups merged under Peter Roseveare's chairmanship. The Group continues to monitor local birdlife and has recorded three sightings of hedgehogs in Dulwich in 2024 and two so far in 2025, having seen none in 2023.

- Licensing: The Group responds to licence applications, attends consultations and is a stakeholder for Southwark events. Licence applications are published in eNews.

- Policies: During the year a number of policies have been reviewed including Investment, Reserves, Internal Controls, Safeguarding, Conflict of Interest, Grant-making and Risk Management.

7. Receive the Accounts for the year ended 31 December 2024

The Treasurer said that overall, the audited accounts of The Society show a surplus of £687 in the net movement of funds for the year, compared to the previous year's surplus of £3,040, i.e. an overall decrease in net income between the two years of £2,353. The main differences between the two years are higher subscription income, interest earned, and advertising, offset by spending on the SGM in 2023.

There was a very slight increase in income between the two years of £170, i.e. £32,212 in total for 2024 against £32,042 for 2023, with increases in income from subscriptions, gift aid and advertising. The Society also received an additional £490 in interest on its deposit accounts in 2024. In 2023, there were some one-off receipts, i.e. Diamond Jubilee event and Southwark's reimbursements for a plaque and bench plinths.

With regard to expenditure, the Society spent almost the same in 2024 as 2023, although the SGM cost of £2,636 was a one-off. In 2024, the Society did not repeat its 2023 spends in some areas, i.e. Diamond Jubilee party costs of £2,339 and bench plinths of £2,300. Otherwise expenditure categories were similar between both years.

Projects and Grants totalled £6,878 in 2024 against £2,292 for the previous year, i.e. an increase of over £4,500.

The Society was originally bequeathed £10,104 by Mary Boast in 2016, and of that original sum there is a balance remaining of £3,762 within our overall reserves. The monies spent to date include the digitising of maps and court rolls and local information signage.

Bank balances totalled £44,705 in 2024 vs £41,517 in 2023, i.e. an increase of £3,188.

The Treasurer thanked members who have completed Gift Aid forms enabling the Society to reclaim the tax on their annual subscriptions. Gift Aid on subscriptions contributed £2,574 in 2024 vs £2,424 in 2023.

The Treasurer thanked Sally-Ann Jeffries, the Independent Examiner, for her support of the Society and for the service she provides.

Questions: Barbara Richardson returned to her question raised above at item 1 in relation to changes to the rules prior to 2024 that had not been registered with the Charity Commission. She recognised the Society had recently worked hard to retrospectively register amendments to the Constitution.

She asked the Trustees which set of Rules they had used when drawing up the new Constitution in 2023/4 and whether they were aware of the difference between the early rules held by the Charity Commission and the later version in use up until 2024. She considers members have been kept in the dark and urged the Chair and new Secretary to write to the Charity Commission to ask about this. She recommended an article on the website or in the Journal on this matter.

The Chair provided some background. He said the original Rules had been lodged with the Charity Commission in 1964. At some point between 1964 and 2004 the Rules were amended and further amendments were made between 2004 and 2019 which are listed in the Appendix

of these Rules. It appears that previous generations did not file the amended Rules or further amendments with the Charity Commission. This makes no difference in terms of which Rules the Society has been governed by, as the Rules give the power of amendment without recourse to the Charity Commission unless the Objects are changed, which they never have been. The failure to register the earlier version of the Rules came to light when registering the new Constitution agreed in May 2024. Once this was realised, we have worked with the Charity Commission to notify them of all the amendments and then to register the new Constitution. The process took a considerable time as some changes had to be submitted individually. We do not know why the Charity Commission told BR that it had not seen these changes, but we have confirmation of receipt and that the Charity Commission is satisfied with our response. We have been governed by the new Constitution since the AGM 2024 and it is on our website.

CCE asked in the light of this whether there was any point in registering amendments to the Rules with the Charity Commission. The Chair replied that we should register amendments as our Rules specify this.

Further Questions

Irene Kimm said she is finding it hard to contact the Dulwich Estate and is concerned that residents can't raise SOM decisions at Estate surgeries, and also could not get electric vehicle charging. She thanked the Trustees for all they do.

The Chair responded that he is aware of the situation in relation to SoM appeals. This has been discussed with the Estate. The Vice-Chair noted that the Estate is now going to establish a SoM surgery with the SOM architect to allow residents to raise SOM concerns. The Chair said progress on electrical vehicle charging points is slow but that it is important and that the Society will continue to engage with the Estate on the matter.

BR said she did not wish to lose sight of the issue regarding the Constitution and asked when Trustees would inform members about it. She again urged the Chair and new Secretary to write to the Charity Commission to clarify matters and to report the matter on the website or in the Journal.

The Chair said the Society has communications from the Charity Commission confirming that they hold the correct documents and that they have received all necessary details of the changes to the rules.

Tristan Honeyborne thanked all the volunteers for their efforts and said how much he enjoys reading the Journal. He asked a question about 5G reception in the Village which was still not functioning well. Another member said she is with EE and finds the reception fine. Others said this was not the case in the centre of Dulwich Village.

The Chair said the Society had discussed this with Dulwich Estate. The last planning application had suggested putting a 5G mast near the Burial Ground, the worst possible location. The Society objected, as did Southwark, and planning was refused. However, we fully understand the need for a better signal and would object to planning applications only if absolutely necessary.

Jean Howell asked about bikes speeding in Dulwich Square and the expenditure on new items in the Square which in her view could be better spent on maintaining finger posts and white posts and chains.

The Chair said that Southwark is very conscious of the issue relating to cyclists and implemented several design features in the Square to address this. The Society has a map showing which white posts come under Dulwich Estate and which under Southwark. The Society will soon be conducting an audit of white posts and will discuss this with relevant parties.

A questioner asked whether the Dulwich Society has any influence with Dulwich Park Friends to ensure that the boardwalk is rapidly reinstated as it is such an important feature of Dulwich. Councillor Newens replied that sadly the boardwalk has been closed as a survey showed it is dangerous. She has seen photos which clearly demonstrate this. She has asked the surveyors to get together with Dulwich Park Friends to find a way forward, but the picture is not encouraging as a substantial sum would be required to repair the boardwalk.

Robert Holden thanked the Society for organising a fascinating tour of Southwark Waste Management Facility. He wished to add to the tributes to Brian Green's incredible contribution to Dulwich and suggested a statue of Brian should be erected near the Edward Alleyn statue in Chapel Green.

As there were no further questions on the Accounts, the Chair moved to a vote to receive the Accounts for the year ended 31 December 2024. The meeting voted to receive the Accounts on a show of hands.

8. Special Motion: That clause 9(2)(b)(i) of the Society's Constitution be changed to replace 16 with 18, so that the sub-clause now reads: 9(2)(b) "*No one may be appointed as a charity trustee:(i) if he or she is under the age of 18 years; or"*

9. Special Motion: That the final sentence of clause 24(4) (namely "*The amendment does not take effect until it has been recorded in the Register of Charities*") be deleted, so that the sub-clause now reads: "*A copy of any resolution altering the constitution, together with a copy of the Society's constitution as amended, must be sent to the Charity Commission within 15 days from the date on which the resolution is passed."*

CCE asked whether it could be considered an abuse of power to ask members to vote on amendments when it was not clear that the Charity Commission had accepted previous amendments. The Chair replied that there was no abuse and no confusion for members or the Commission.

The Chair read out Motions 8 and 9 and noted that in 2023, the Society held a six-month consultation, listening to members and making certain changes to the draft. After publication of the draft new Rules, a member had spotted an error, which had no impact on the legality of the Rules, but it was too late to change it for the AGM 2024 vote. It was proposed that the error be corrected at the 2025 AGM. This is the purpose of Motion 8.

On registration of the new Rules with the Charity Commission, the Commission pointed out another error and the corrective change is Motion 9.

Both errors are inconsequential as they are covered by statute law, which takes precedence. The passing or not of either motion will not change the effect of the Rules. The impact of both motions is to make our Rules consistent with statute law.

The Chair asked members to fill in their ballot sheet "For" or "Against" for items 8 and 9 and said that ballot sheets would be collected and counted at the end of the meeting and the results communicated to members.

Post meeting note: The votes on Motions 8 and 9 were counted after the meeting. Motion 8 was passed with 53 votes for and 0 votes against. Motion 9 was passed with 48 votes for and 3 against. Both Resolutions 8 and 9 have therefore been approved by the required supermajority of votes at the AGM. The results were posted on the website and communicated to members by email the following day. These amendments have been submitted to the Charity Commission and have been accepted.

10. Appoint Independent Examiner Nominee: Sally-Anne Jeffries, Chartered Accountant

    The motion to reappoint Sally-Anne Jeffries as Independent Examiner for 2025/6 was proposed by the Chair on behalf of the Trustees. The motion was approved on a show of hands. Sally-Anne Jeffries was duly appointed as Independent Examiner for 2025/6.

11. Appointment of Trustees (including Officers)

    The Chair explained that under the Constitution, one third of trustees, or the number closest to one third (5) must resign each year, but are eligible for re-election. Heather Stubbs (Secretary) and Jeremy Prescott (Chair of the Gardens Group) are retiring from their roles anyway and of the remaining Trustees, the three with the longest service are Sue Badman (Vice Chair); Russell Lloyd (Treasurer) and Ian McInnes (Chair Local History Group), who will resign, and have all indicated a willingness to be re-elected. Jane Jones, who was co-opted as a Trustee in March is standing for election as Secretary. Celia Randell and Kimberly Mears, who are not currently Trustees, have been nominated for election as Chair of the Gardens Group and Trustee with responsibility for cross-generational and family activities respectively. Celia and Kimberly are not able to be at tonight's meeting due to prior commitments, but both have provided short biographies which have been published on the website along with Sue's, Russell's and Ian's biographies.

    Results of votes for Officers and Trustees, all on a conclusive show of hands

Role	**Name**	**Result**
Vice Chair	Susan Badman	Approved
Treasurer	Russell Lloyd	Approved
Trustee	Ian McInnes	Approved
Secretary	Jane Jones	Approved
Trustee	Celia Randell	Approved
Trustee	Kimberly Mears	Approved

The Officers and Trustees were duly re-appointed/appointed. The remaining Trustees and Officers not referred to above remain in post.

12. Any Other Business/Questions

Bruno Guillaume, current Chair of the Dulwich Festival Committee, thanked the Trustees and members of the Dulwich Society on behalf of Dulwich Festival Trustees, for their support for the Dulwich Festival.

The Chair thanked Bruno and said how much he valued the partnership between the Festival and the Society (albeit that he will be stepping down as independent examiner of the Festival accounts at the end of this year).

The Chair concluded the meeting by expressing heartfelt thanks to Jeremy Prescott, who has been a wonderful Chair of the Gardens Committee, as well as being a representative on the Dulwich Estate Scheme of Management Advisory Committee and taking an active role in the Society's financial management, and to Heather Stubbs, who has been a most efficient and empathetic Secretary for the last three years.

He thanked everyone for attending.

The meeting ended at 9.45pm

Jane Jones
Secretary, The Dulwich Society
15 July 2025

***Signed*:**
James Thompson
Chairman, The Dulwich Society
27 April 2026