

DRAFT MINUTES

Meeting Title	Annual General Meeting of the Royal Institution of Great Britain 2025				
Location	Royal Institution, 21 Albemarle Street, London W1S 4BS and Vimeo live stream				
Date of Meeting	06 May 2026	Start Time	18:00	End Time	18:54
Presenters	Sir Richard Catlow (RC), Chair of the Board of Trustees of the Royal Institution (Ri); Katherine Mathieson (KM), Director of the Royal Institution; Chris Potter (CP), Chair of the Audit and Risk Committee.				
Compere	Caan Walls, Head of Membership				
Minutes	Sarah Porter, Governance and Risk Manager				
Attendees	Members, Patrons and staff of the Royal Institution (the Ri)				
	Item				
1.	Welcome presented by Sir Richard Catlow, Chair of the Royal Institution ('the Ri'):				
1.1	Sir Richard Catlow (RC) welcomed Members and Patrons to the Ri 2026 Annual General Meeting (AGM) and thanked them for attending.				
1.2	RC introduced Chris Potter (CP), Trustee and Chair of the Audit and Risk Committee and Caan Walls (CW), Head of Membership, the meeting compere.				
1.3	RC declared the 2026 Annual General Meeting of the Royal Institution to be quorate and open.				
2.	Agenda Item 2. Minutes of the last Annual General Meeting (AGM) 06 May 2025:				
2.1	CW explained the voting processes.				
2.2	RC drew attention to the meeting agenda, arrangements and minutes of the Annual General Meeting 06 May 2025.				
3.	Proposal to Members to approve Minutes of the Annual General Meeting 06 May 2025:				
3.1	Members attending in person were invited by the Chair to vote by a show of hands and Members online via Vimeo online poll. The Chair cast 19 proxy votes in favour of the motion and noted none against and 1 abstained; included in the total votes. Members attending in person voted by a show of hands and those online in the chat function.				

3.2	<p>A total of 65 votes were cast approving the motion and none against, 4 abstained.</p> <p>Decision: The Chair declared that Members approved the minutes of the Annual General Meeting of 06 May 2025.</p>
4.	<p>Agenda Item 3. Presentation of the year in review (RC):</p> <p>4.1 RC presented the year in review and reported a strong performance across the Ri's reach, public engagement, in-house research and financial results.</p> <p>4.2 It was noted that Ri Members and Patrons were at the heart of the work to engage people with science and their financial contribution was highlighted as being invaluable to help to deliver the Ri's charitable activities throughout the UK. At 30 September 2025 over 4000 Members, including over 1400 Young Members aged 7-17 supported the Ri.</p> <p>4.3 With today's young people becoming tomorrow's scientists, leaders and policymakers, the Ri's educational programmes to inspire students are more vital than ever. Science in Schools presenters visited 320 UK schools, engaging 96,000 students; of which nearly three quarters were free visits to the UK's most deprived areas, thanks to the Ri's supporters. Feedback remained high; 95% of teachers reported that students' knowledge and understanding had increased.</p> <p>4.4 3,700 students attended 241 free Ri Masterclasses in maths and computer science; each student nominated as being unable to access alternative paid-for opportunities.</p> <p>4.5 The Young Scientist Centre welcomed Urenco as a new headline sponsor. Nearly 4000 students benefitted from modern laboratory based science curriculum support; a special opportunity outside the classroom and to get to grips with the scientific process. Every teacher reported that it had made a positive difference to students' science practice.</p> <p>4.6 The ambitious 'Be the Spark' fundraising campaign launched in April to raise £20 million across four funds – Inspiring Generations, Preserve and Protect, Zero Ready and Science Global - aiming to extend these opportunities to tens of thousands more students.</p> <p>4.7 The 2024 Christmas Lectures® supported by CGI were enjoyed by 3.21 million people on the BBC in the first 30 days. The second-highest viewing figures of all time. We again made 200 tickets available for free to young people otherwise unable to experience the live filming.</p> <p>4.8 Scientific demonstration remained at the heart of the Christmas Lectures® and in August 2025, the Ri Demonstrations Team were awarded the prestigious Royal Society Hauksbee Award. The honour celebrates the present, and past Ri Demo Teams who made the accessible science demonstration so central to our public engagement.</p> <p>4.9 Demonstrations also featured heavily in our year-long Discover200 celebration – marking the 200th anniversaries of the Christmas Lectures®, Ri Discourses and the discovery of Benzene by Faraday – beginning during British Science Week with a special event</p>

	to showcase 'The greatest demos of all time' to a family audience. Dr Dame Maggie-Aderin-Pocock made a special guest appearance, having been announced the same day as the 2025 Christmas Lecturer.
4.10	The re-creation of historic demonstrations before each Ri Discourse followed, along with bespoke new science shows and heritage-focused Theatre talks. Past Christmas Lectures® were made freely available worldwide via YouTube, while rarely seen archive items were showcased online and at in-person events. Included were Michael Faraday's Gold Colloids, loaned for the Royal Society's Summer Exhibition; leaving the Ri for the first time, apart from during WWII when their national importance saw them securely stored for safe keeping.
4.11	RC thanked the generous support of Jack and Carolyn Long, that enabled the Ri to refresh every display panel in the primary museum exhibition space.
4.12	The Ri also accelerated progress in transforming the environmental performance of the building, supporting our 'Undaunted' climate innovation partnership with Imperial College.
4.13	The visionary £4.35 million investment from the Mayor of London has enabled measures such as an air source heat pump and an innovative solar-reflective coating on the Georgian windows. Although not without challenges, Project FootpRint™ is reducing our carbon emissions by a remarkable 42%, while preserving our architectural heritage. The audience applauded.
4.14	At the same time, researchers from UCL and the London Institute of Mathematical Sciences, continued the rich legacy of research at the Ri.
4.15	The UCL group has developed novel synthesis methods nanoparticles. Their work covers applications such as nanomaterials for biosensing to detect Dengue and manganese ferrite nanoparticles for environmental. The Group also published a paper on Simple Activities and Demonstrations for Middle and Early High School Students derived from Professor Thanh's Royal Society Rosalind Franklin Award.
4.16	Members of the UCL team are also part of the recently launched Quantum Biomedicine Hub, a large UK network with the goal of designing and building better biomedical sensing and imaging tools using the latest advances in quantum technologies. As part of this, Ri-based researchers are using quantum technology to develop novel thermometers for use in cancer radiotherapy treatments.
4.17	The London Institute of Mathematical Sciences (LIMS) has published original research during the year, in leading international journals and published two articles celebrating the 200th anniversary of Ri Discourses. LIMS also contributed to the Ri's public engagement by delivering three Theatre talks – two on AI and a third on the history and serendipitous structure of innovation, not least at the Ri itself.
4.18	27,000 people attended 86 adult and family talks, 26 of which were simultaneously livestreamed to audiences globally. Again, free tickets were

	made available for audiences who might otherwise not have been able to attend.
4.19	Nearly 1700 people registered for hands-on exploration and Theatre shows at Family Fun Days while 1800 young people attended over 100 age-appropriate Holiday Workshops.
4.20	We also regularly opened to public audiences at the weekend for the first time, with a monthly 'Science Saturday.' An afternoon family and evening adult talk also gave opportunity for those not in London during the working week to experience a unique theatre experience, while enjoying the Ri's free museum.
4.21	Through Ri digital platforms, and in-person presence at the Croucher Science Week, and the Hong Kong Jockey Club's new Coolscience Carnival, we engaged millions of people worldwide.
4.22	100,000 new subscribers joined the Ri's YouTube channel, achieving 26 million views and 2.7 million hours of watch time. Social media content generated a strong performance against sector averages with 125 million impressions and 4.5 million engagements, with the resulting engagement rate of 3.6%.
4.23	The Ri Podcast grew, featuring in top 50 podcasts listings on 3 separate occasions; from June a new partnership began with Spotify leading to income generation for the first time.
4.24	RC thanked the Ri's dedicated staff, commenting that they have worked tirelessly to create opportunities to bring the public and scientists together, in spite of challenges and working in small teams with limited capacity.
4.25	Ri Members, Patrons and other supporters were warmly thanked, and the time, expertise and financial backing offered to the Ri was acknowledged as being central to another successful year for the Ri.
5.	Agenda Item 4: Presentation of the Trustees Annual Report and Financial Statements 2024-25:
5.1	CP introduced the 2024-2025 Trustees Annual report and financial results.
5.2	CP illustrated the surplus for the year and noted the aim to run a small surplus each year, to build up reserves while spending most of our income on our charitable purposes. Last year delivered the first surplus since 2018. The Ri is pleased to report another surplus this year - £201k, better than budget - £153k. This is the first time there have been back-to-back unrestricted surpluses at this level since before 2008.
5.3	Driving this surplus was an increase in total income by 24% to £9.8m. Three highlights were: <ul style="list-style-type: none"> • CP thanked the GLA for the £3m of funding in 2025 (£4.35m total) towards Project FootpRint; improved EPC rating from D to B; a fantastic achievement.

	<ul style="list-style-type: none"> • Venue hire income grew by 9% to £2.5m and recovered from the impacts of Project FootpRint. Many hires were from science-based organisations or charities and venue hire has now fully reopened. • Fundraising grew by 19% to £1.9m, with several new partnerships and sponsorships, driven by the 'Be the Spark' fundraising campaign. £9m has been pledged from out of a £20m target to be reached by 2028.
5.4	In the current year, the Ri is budgeting for a slightly lower surplus (£61k), reflecting the impact of building closures on venue hire and programme activity. At the half year mark, the Ri is on track to deliver this.
5.5	CP then presented the unrestricted cash level illustrating the past impact of the pandemic and how the cash position has now steadied, helped by the generous legacy of Dr Suzuki.
5.6	CP then illustrated the unrestricted fund shortfall that shows how far the Ri is from long-term financial sustainability and made up of three elements: <ul style="list-style-type: none"> • £1.5m loan the Arts Council England: £1.3m left to repay; • Replenishment of the historic deficit in some unrestricted funds that has seen good progress; £1.2m to replenish; • The need to have operational reserves in line with other charities (£2.3m).
5.7	This improvement since last year is due to Dr Suzuki's legacy. Trustees set aside a £1m strategic investment fund, a designated reserve enabling investment in income generating activities, systems and efficiencies, along with staff development and improvements to the building, all not possible without the generosity of Dr Suzuki. CP reminded Members that legacies are extremely helpful to the Ri and requested that they consider the Ri if making or amending a will.
5.8	CP summarised that the Ri is in a stronger position to deliver its programmes; not yet out of the woods despite significant progress. £4.8m is still a very large shortfall to long term financial sustainability, and, at our current level of surplus, it will take us over 20 years to realise. This is kept in mind as we continue to seek other opportunities to improve our position at a faster pace.
5.9	CP then thanked the institutions, companies, individuals, patrons, members, staff, Trustees and Committee members, who have contributed to the success of the last financial year.
5.10	CP then invited Member questions about the Trustees Report and Financial Statements.
5.11	<p>Member question: Are we being charged on interest and if so is it fixed or variable?</p> <p>A: CP confirmed that interest is levied on loans but at reasonable pandemic and not current rates.</p>
5.12	<p>Member question: 20 years is a long period and trading base is very small, what is the Ri's legacies policy? There are a lot of scientists who may be keen to donate.</p>

<p>5.13</p> <p>5.14</p>	<p>A: CP confirmed that this is a focus for the fundraising team.</p> <p>Member question: How many days is the theatre in use and is there potential to make more of theatre space?</p> <p>A: Emma Kelly, Director of Strategy, Heritage and External Events noted that although dependent on time of year, as there is a seasonality to events this is closely monitored. The theatre is also used for venue hire to generate income and that is managed around ring-fenced charitable activity and time is reserved for school holiday events for example. Teams work closely together to accommodate as much income generation as possible. The building is worked quite hard and the theatre more so.</p> <p>Member question: The Member applauded the Ri’s work as ‘brilliant’ and ‘fantastic’ and asked if there are plans to develop unity and cooperation to develop and widen joint programme with for example the Royal Society to leverage in external experience and more engagement. If it is a good idea, it is worth pursuing.</p> <p>Secondly, experience in Portsmouth where two theatres are producing a joint programme that had increased reach, could that be phased to see if it works.</p> <p>A: CP agreed that in principle the Ri wishes to develop partnerships, collaborate and cooperate with other scientific organisations, and this is a live Board discussion.</p> <p>RC reported recent preliminary discussions with the President and CEO of the Royal Society with aim of working fruitfully together and developing a richer partnership.</p>
<p>6.</p> <p>6.1</p> <p>6.2</p> <p>6.3</p> <p>6.4</p>	<p>Agenda Item 5. Presentation of the statement of Audit and Risk Committee (ARC) 2024-25:</p> <p>CP thanked the Committee members for their help and support during the year and summarised that ARC monitors compliance against Charity Commission (CC) guidance, U.K. legislation, CC Governance code and relevant best practice. During year:</p> <p>The activities of the Committee during the year were presented and CP highlighted a successful internal audit of anti-fraud controls.</p> <p>CP illustrated the corporate risk register and the risk profile of the highest scoring risks at year end. Oversight of the corporate risk register is an important part of the Committee’s work. It seeks assurance that significant risks are mitigated or controlled where possible and advise the executive and Trustees. The Committee also monitors and challenges the executive’s assessment of risk, checking it is managed within the Board’s agreed tolerance levels.</p> <p>CP noted that illustrated risks relating to GLA funding and building maintenance are now reduced as Project FootpRint has come to a successful close.</p>

6.5	CP then invited questions.
6.6	<p>Member question: What is the scale on the chart and what does it show?</p> <p>A: CP explained that the Ri uses a standard risk model, used in many organisations; impact x likelihood = total risk. Each risk is assessed as a total risk between 1-25. The higher the score, the higher the risk. Reviewed quarterly on gross basis and the Committee reviews controls and mitigation and review net risk. Chart illustrates net risk. Board has decided tolerance levels in advance. Some risk areas, for example, health & safety where Committee pay close attention to movements outside of tolerance and then challenge the executive on return within tolerance levels.</p>
7.	Agenda Item 6. Appointment of external auditors FY ending 30 September 2026:
7.1	CP reported that ARC is responsible for oversight of the external audit and review of audit plans, findings, quality of work and recommendations, and thanked RSM for their work 2024-25.
7.2	ARC is also responsible for recommending appointment of Ri External Auditors to the Board for 2025-26. The Committee recommended reappointment of RSM. Trustees unanimously supported the decision and recommend the reappointment to Members.
7.3	CW introduced the voting process.
8.	Approval of appointment of external auditors (CP):
8.1	Members attending in person were invited to vote by a show of hands and Members online via Vimeo online poll. The Chair cast 19 proxy votes in favour of the motion, noting no proxy votes against and 1 abstained; included in the total votes. Members in the audience voted by a show of hands and those online via the chat function.
8.2	A total of 66 votes were cast approving the motion and 0 against, 5 abstained.
	Decision: CP declared that Members approved the appointment of RSM as Ri external auditors for the Financial Year ending 30 September 2026, by majority vote.
8.3	The audience applauded.
9.	Agenda Item 7. Acceptance of the retirement of retiring Trustees, Trustee election results and appointment of Trustees:
9.1	RC thanked CP and then reported on the retirement, election and proposed appointment of Trustees. In accordance with Ri Byelaws, three Elected Trustees representing one third of the Board, must annually retire. This year Suze Kundu, Renato Lulia and Angela Seddon retired. Sophie Forgan also stepped down during the year.

9.2	RC thanked all Trustees who have stepped down this year for their long service and unwavering invaluable support during challenges times, particularly the period of the pandemic and recovery.
9.3	After a skills audit, the Board and Nominations Committee identified a requirement for skills and experience in finance, fundraising and building design and architecture.
9.4	Following Members nominations, the Nominations Committee interviewed and confirmed twelve candidates to go forward to election ballot. In accordance with Ri Byelaws, an independently managed and scrutinised ballot was held and closed 18 March 2025.
9.5	<p>RC confirmed that the following Trustees were elected:</p> <ul style="list-style-type: none"> • Alexandra Attelsey: building design and architecture; • Geoffrey Austin: fundraising and finance; • Olufemi Oresanya: building design and architecture.
9.6	<p>RC announced that along with the Chair of the Ri, the following have agreed to continue to serve, if the elected Trustees confirmed their appointments:</p> <ul style="list-style-type: none"> • The Right Honourable, Lady Estelle Morris, Baroness of Yardley with expertise in the UK education sector; • Vincent Nobel, Chair of the Ri Finance Committee; • Harriet Wallace, member of Audit and Risk Committee with expertise in education and science innovation.
9.7	<p>RC thanked the following who have supported Ri governance and retired during the year:</p> <ul style="list-style-type: none"> • Nick Herbert and Frank De Jonghe, for the internal audit of fraud risk controls; • Janet Larsen and John Hull for supporting the Nominations Committee and to Janet for their long serving consistent contribution to Board development over nine years.
9.8	RC thanked all independent members of Ri Committees for their support during the year.
9.9	<p>With regret the Chair acknowledged the sad passing of three important Ri supporters:</p> <ul style="list-style-type: none"> • Dr Gwynneth Flower, former council member who supported a range of Ri governance for decades, retiring from the Board of RiGB Limited in 2023. • Sir Roland Jackson, a biochemist by profession, with whom the Ri had a very special relationship for over 20 years. A former Trustee and Fellow of the Ri and the author of biography about Tyndall. Sir Roland's commitment and contribution to public engagement with science and technology, and support for our core mission will not be forgotten at the Ri.

<p>9.10</p> <p>9.11</p>	<ul style="list-style-type: none"> • Lord Julian Hunt, a meteorologist, former Trustee 2012-2021 and loyal supporter of, and friend to the Ri who contributed to both the Ri's governance and charitable work. Condolences were recorded to Lord Hunt's family. <p>The audience stood in silence for a moment as a demonstration of the Ri's respect for Dr Gwynneth Flower, Sir Roland Jackson and Lord Julian Hunt.</p> <p>The Chair warmly thanked all Ri staff and volunteers for their continued hard work and commitment and members and patrons, and other supporters. The Chair particularly recorded thanks to those in attendance. It was noted the support received from all of the Ri's diverse community and its significant contribution to the Ri's heritage and science engagement activities are greatly appreciated.</p>
<p>10.</p> <p>10.1</p> <p>10.2</p>	<p>Agenda Item 8. Questions from Members (RC):</p> <p>The Chair then welcomed questions from Members online and in person.</p> <p>Member Question: The Member endorsed congratulations to Ri for energetic and successful activity on both commercial and academic side and noted 'amazing' achievements whilst taking 'thought for diversity and inclusion,' particularly impressive.</p> <p>Who are the members of the Nominations Committee, how long each have served for and what are regulations about the length of service, as it is quite influential?</p> <p>A: RC noting the importance of the Committee, reported that it supervises the elected Trustee ballot, advises Trustees on skills and interviews nominated candidates to check they have those required and are appropriate for the Board. Committee appointments are approved to the Board of Trustees and vacancies are advertised.</p> <p><i>Addendum added post meeting 07 May 2026: Current members of the Nominations Committee are:</i></p> <ul style="list-style-type: none"> • <i>Sir Richard Catlow, Chair of the Ri and Trustee, appointed 2022</i> • <i>Kate Hamilton, Trustee, appointed 2025 (with previous experience on the Committee in former years)</i> • <i>Kirsty Ball, independent member, recruited via public recruitment process and appointed 2024</i> • <i>Robert Farago, independent member, recruited with Ri Committee experience and appointed 2025</i> <p><i>The Committee expects to recruit via publicly advertisement in 2026. The Terms of Reference (ToR) for Standing Committees, of which the Nominations Committee is one, are decided by the Board and approved by Members. The ToR approved in 2021 set the term for Committee membership at 3 years, renewable with Committee recommendation and Trustee approval. The Board follows the Charity Governance Code and unless there are extenuating circumstances expects retirement of Committee members once 3 x 3 years are served as a maximum.</i></p>

	<p><i>The Committee must have 2 Trustees whose term ends either when they retire from the Board or if they re-stand for election when they are required to stand down to prevent any conflict of interest.</i></p> <p>10.3 Member Question: Noting the key risk presentation, it may be idea to bring balance to present the key opportunities the Ri is facing in future in a thriving institution and how would you like Members to help?</p> <p>A: RC agreed whilst noting it is the role of ARC to focus on risk and noted the presentation about recent successes in the meeting. There are huge opportunities given funding to expand more events and more in the regions especially with otherwise excluded young people.</p> <p>KM welcomed the idea of an opportunities register idea, one cultural and charitable sector risk is not fulfilling potential and need to understand where to expand and not. For the year ahead, scaling up UK wide programmes and expanding Christmas Lecture® audiences. There is significant opportunity with scalable Masterclasses. Generating additional fundraising income is key; with more resource can reach more young people. Also building cultural programme opportunities is around extending formats, increasing the range of partnerships, and considering how we make the most of the building. Members input and support and engagement is always welcome.</p> <p>Increasingly urgent global opportunity to present reliable authoritative scientific information; with opportunity to raise the importance of the Ri on the global stage where access to information is under threat. A lot of digital activity required to achieve this. Whilst Ri has skill and insight this is a very resource intensive and competitive landscape. Decisions will need to be made about how with limited resources we can offer the programme and content with the most appropriate and effective reach. Will talk to members in future about how to develop this area and advice and support was welcomed.</p> <p>10.4 Member question: The Member invited comment about the Ri’s royal connection, the relationship, benefits and drawbacks – how does it work?</p> <p>A: KM we benefit from having the Royal Charter and His Majesty King Charles III as the Ri’s Royal Patron and are delighted to have His Royal Highness Duke of Kent as President. Royal status supports media and wider awareness. Would be good to be more connected more directly in future. RC endorsed the aim to strengthen engagement.</p> <p>10.5 Member question: Is it possible to have a really big area both for major conferences and ballroom for weddings etc for income generation?</p> <p>A: RC noted the need to operate within existing footprint. The Ri is a heritage building that should be used as asset and is being worked hard and as effectively as possible. Opportunities for extending the building given the location and resource are very limited.</p>
<p>11.</p> <p>11.1</p>	<p>Agenda Item 9. Invitation to sign Members book and meeting close:</p> <p>RC invited new Members attending in-person to sign the Members book.</p>

11.2	The Chair again warmly thanked Ri staff for leading such a successful year. Members applauded. Members and Patrons and other supporters were also thanked.
11.3	The Chair declared the meeting closed at 18:54