19th ANNUAL GENERAL MEETING OF THE INSTITUTE OF HOSPITALITY

Minutes of the Meeting held on

Thursday 28th August 2025 commencing at 4.00pm, this meeting was held virtually.

<u>Subject to ratification</u>

Present: 62 corporate members attended the AGM, and several apologies were noted.

Martin Traynor OBE FIH	Chair
Robert Richardson FIH	Chief Executive
Leon Williams FIH	Head of Finance
Rosalyn Berry FIH	Membership & Regional Officer

The Chair welcomed members to the meeting and reminder all that only Member (MIH) and Fellows (FIH) can take part in voting

The notice of the meeting was taken as read.

Proposer: Martin Traynor FIH
Seconder: Mark Ashton FIH

1. Minutes of the 2024 AGM

The Minutes of the Annual General Meeting of the Institute of Hospitality held on 4th September 2024 were agreed.

Proposer: Tim Cookson FIH

Seconder: John Herity FIH

2. Annual Report and Statutory Accounts

The Chair invited the Chief Executive to present the annual report and accounts.

In 2024, the Institute of Hospitality welcomed 4,671 new members across all career stages, including professionals, students, apprentices, and graduates. While overall membership decreased from 15,007 to 14,081, this was largely the result of the closure of a major employer that had centrally funded 525 memberships.

As part of our value offering to members, we published a series of impactful white papers addressing priority issues such as sustainability, financial best practice, and attracting older workers into the sector. Our publication Futureproofing the Workplace proved particularly timely considering the UK Government's announcement of increased employer National Insurance contributions.

Our CPD content reached members in more than 60 countries, supported by strong engagement with our podcasts, webinars, and downloadable management resources.

Across the UK, we delivered a wide range of roundtables and regional events, including in Belfast, Cardiff, and Manchester, while maintaining a global presence through both virtual and in-person activity across Europe, Asia, and Africa.

We also saw continued growth in our Accreditation and Endorsement services, with professional recognition granted to 1,117 programmes, delivered by 98 providers across 24 countries, something that is a clear demonstration of our international influence.

Finally, it is important to note that, despite the challenging trading environment in 2024, the Institute ended the year with a cash profit and significant cash reserves. This marks a continuation of the positive financial performance we have achieved in recent years and reflects our sustained progress in commercialising the organisation, something we are extremely proud of.

No questions were raised about the Annual Report.

The Chair invited the Head of Finance to present the Annual Accounts for 2024.

The 2024 financial year saw the appointment of new auditors: Mark J Rees LLP, Chartered Accountants and Statutory Auditors. I would like to take this opportunity to thank our outgoing auditors, Saffery Champness LLP, for their service over the past two years.

The Auditors' Report can be found on page 35 of the Annual Report, and the Statement of Financial Activities is located on page 41. This statement outlines the financial performance of both the Institute and the Final Salary Pension Scheme. Comparative figures are provided for 2023.

Income

Despite a challenging environment for the sector, the Institute recorded total income of £1,253,000, an increase of £23,000 (2%) compared to 2023, a positive outcome in a turbulent year for hospitality. Our income comes from four key areas Charitable Activities, Other trading activities, Donations and legacies and Other Income.

Income from Charitable activities increased by £47,000 (5.6%) to £886,000. An analysis of income from Charitable Activities will be found on Page 48, note 5. The main points are as follows:

- Membership income increased by £14,000 to £644,000. This is an increase of 2.2%.
- Membership numbers at the year-end were 14,081. Included in this are 4,449 student members and 4,421 Apprentices.
- Income from Accreditation finished the year on £86,000
- Income derived from our contract with Hospitality Assured was £10,000, a decrease of 33% compared to 2023.

Income from other trading activities was £271,000 in the year, an increase of £36,000 (15%). A breakdown of this is also shown on Page 47, note 3.

- Income from Business affiliates was £155,000, compared to £126,000 in 2023, an increase of 23%
- Income from events was £116,000, compared to £109,000 in 2023, an increase of 6.4%.

Expenditure

Turning now to Expenditure in 2024. This is detailed in the section headed Expenditure on Page 41, with supporting notes on Page 48 and 49, Notes 7 and 8.

Expenditure by the Charity (unrestricted Funds) was £1,419,000, an increase of £313,000 on the previous year, equating to a 28% increase. This increase reflects the rising final salary pension scheme costs in 2024 (£178,000), and the general inflationary pressures experienced across the sector, in particular the national insurance increase. The Institute continues to monitor costs and seek the best value for money propositions for charity.

IOH Final Salary Pension Scheme

As of 31st December 2024, the pension scheme deficit remains at nil, marking the third consecutive year at this level. However, market volatility means this position is not guaranteed year on year. The actuary reports the following reason for the decrease in the scheme deficit has been ascribed in their FRS102 report as a result of:-

- A continued change in market conditions. The discount rates as of 31 December 2024 remains high at 5.40% compared to 31 December 2023 at 4.55%, because of the sustained increase in corporate bond yields.

The cost of supporting the Institute's Pension scheme remains significant, and the Institute has worked extremely hard to ensure that the deficit is met and eventually reduced. The institute made additional net contributions of £48,000 to meet the funding needs of the scheme. The Institute must also meet the cost of Administration and Professional Fees, which were £16,000 in the year. The total net cost of supporting the pension scheme in the year was £64,000, compared to £48,000 in 2023.

The scheme has 42 members, of which 31% have deferred pensions.

Cash Position

At year-end, the Institute held cash balances of £536,000, down from £713,000 in 2023, representing a 24.8% decrease. This remains a sound position, reflecting prudent financial management amidst rising costs.

In Summary

The Supervisory Board and the Senior Management Team budgeted for a surplus of £37,000. Although this was not achieved, 2024-year end surplus was £3,500, continuing the Institute's track record of delivering a year on year surplus since 2019

The Chair invited the AGM to formally adopt the Trustees Report and Statutory Accounts for the year ended 31st December 2024

Proposer: Martin Traynor FIH

Seconder: Tim Cookson FIH

The annual report and accounts were **adopted.**

3. **Resolution to bring parity of Terms of Office between the President and the Supervisory Board**

The Chair invited the Chief Executive to explain the change.

We are proposing a resolution to bring the Terms of Office for the President in line with those of our Supervisory Board members, creating consistency across our governance structure. This follows the successful adoption of similar resolutions at previous AGMs regarding regional committee appointments.

At present, Supervisory Board members are appointed for a maximum of three consecutive one-year terms and may be reappointed for one further period of three terms. After serving six consecutive terms, they must stand down and are not eligible for reappointment until a period of 36 months has passed.

Currently, the President may serve up to four one-year terms. We are seeking to amend this to match the Supervisory Board structure, allowing a maximum of six consecutive terms before a mandatory break.

As we continue to strengthen our organisational governance in support of our Chartered Status strategy, it is vital that our leadership terms reflect a consistent and robust framework.
We are pleased to confirm that our current President, The Rt Hon. The Viscount Thurso FIH has indicated his willingness to serve the full six-term period should this resolution be approved.

The Chair invited a proposer to adopt the resolution

Proposer: Sam Coulstock FIH
Seconder: Louise Brown MIH

The resolution was **adopted**.

4. Appointment of Auditors

The Supervisory Board has considered the appointment of the auditors MARK J REES LLP and I would recommend that the Supervisory Board be given the authority to make this appointment and to appoint and fix the auditors' remuneration.

Proposer: Louise Brown MIH

Seconder: Sam Coulstock FIH

5. Any other business

There were 8 questions raised in advance of the meeting, which the Chief Executive responded to.

QUESTION: Could you advise how much income the IoH has received from other charities over the past financial year and how much each charity has contributed by way of donations or certification of courses:

RESPONSE: In 2024, the Institute received a total of £46,000 from other charities in support of our educational objectives. This included, for example, funding for the *Passion4Hospitality* conference, which enabled more than ten universities to participate at no cost.

On certain occasions, funders request that their contributions remain confidential. As such, while we are able to report the total income received, we cannot disclose a breakdown of contributions by individual charity.

QUESTION: How much has IOH contributed to other charities during the same period?

RESPONSE: The Institute of Hospitality itself is a registered charity, and whilst fundraising for other charities does not form part of our core charitable purpose, we believe it is important to support the valuable work being carried out across our sector.
In terms of **cash donations**, during 2024 we contributed a combined total of **£6,600** to support the vital work of charities including *Hospitality Action* and *Springboard*.
In addition, through **"in kind" support**, we contributed a further **£10,175**. This included raising the profile of sector charities such as *The Clink*, *Room to Reward* and *La Foundation* through our magazine, as well as providing discounted accreditation and endorsement services.
In 2024 this amounted to £4,875 of heavily reduced accreditation and endorsement fee support for organisations such as *The Clink Events* and *The Crumbs Project*.
The charity supported to the greatest extent during 2024 (and to date) was *The Clink*.
Taken together, our **total support (cash and in kind) amounted to £16,775** during the year. I would also take a moment to thank both the Institute team, and OUR regional volunteers for their support in making this achievement possible.

Please provide an update on our progress toward achieving CHARTERED status-
QUESTION: When do we expect this to be completed?

RESPONSE: There is no fixed timeframe for the granting of Chartered status. As members will appreciate, Government operates at its own pace and is under no statutory obligation to work to a specific schedule when considering applications for a Royal Charter. We are therefore dependent on the timescales within which Government chooses to make its decisions.
That said, we enjoy an excellent working relationship with our case manager in Westminster, and the process to date has been both constructive, encouraging and most importantly collaborative.

QUESTION: What is the anticipated total cost?

RESPONSE: We allocated a budget of £50,000 for the Chartered Status project. I am pleased to report that we remain significantly under budget at this stage.

QUESTION: How much has been spent to date?

RESPONSE: To date, we have spent £20,000 on this project. However, thanks to the generosity of private donors, we have raised over £50,000 specifically to fund this work, ensuring that the project is fully resourced without drawing on members' subscriptions.

QUESTION: What impact will Chartered Status have on membership fees?

RESPONSE: Chartered Status will have **no impact whatsoever** on existing membership fees. **And members can be assured that the Institute remains committed to keeping membership accessible and affordable.**
What Chartered Status **will** enable us to do is introduce an additional recognition – ***Individual Chartered Practitioner Status*** – for those at MIH and Fellows level who **choose** to pursue it. **This will be entirely separate from core membership and will** be priced accordingly, for those who **wish** to pursue it.

QUESTION: When members were surveyed were these costs disclosed.

RESPONSE: No. For TWO reasons:
The first: As there is **no impact on existing membership fees**, there are no additional costs to disclose in our membership survey.
The second: We are not yet offering *Individual Chartered Practitioner Status*. When introduced, any fee relating to this will be **entirely** optional and remain separate from core membership.

QUESTION: How many new members have been budgeted for in relation to this initiative?

RESPONSE: As we remain in the application process, it is too early to forecast membership numbers or related budgets for this initiative.

What I can assure members is that, once we are ready, we will share full details openly and transparently.
We look forward to achieving Chartered Status as it represents an important milestone in the journey of both our Institute and our profession.

There were no further questions.

On a final note the Chair took the opportunity to thank Tim Cookson for all his time and contributions over the last six years as a Trustee.

The Chair wished to thank all the members for their invaluable support to the Institute and look forward to seeing many of you attending events this year and formally declared the meeting closed at **4.28pm**.

Signed: …………………………………. Dated…………………………………………………..

Martin Traynor FIH

Chair