

Minutes

Edinburgh Festival Fringe Society Annual General Meeting

Fifty Sixth Annual General Meeting of the Edinburgh Festival Fringe Society Ltd

Company Number: SC046605

Scottish Charity Number: SC002995

Date: Tuesday 19 August 2025 at 12pm

Venue: McLaren Stewart Room, Old College, University of Edinburgh,

Present

Benny Higgins (Chair)
Anthony Alderson
Charles Dundas
Colin Adams
Gillian Harkness
Harun Musho'd
Hazel Anderson
Julianne Reddin
Lizzy Lenco
Neil Weir
Pax Lowey
Richard Wiliamson
Sarah-Louise Young
Suzanna Rosenthal
Tara Stapleton
Tari Lang
Valerie Urquhart

Membership

Ali Murray
Allan Wilson
Apphia Campbell
Asli Akbay
Ben Igoe
Bridget Stevens
Carmel Page
Christopher Richardson
Dani Rae
Daniela Tropeano
Darren Neale
Don Parman
Elise Harris
Gary Staerck
Ged Welch
Harry Conway
Hartley Kemp
Huw Allen
James Seabright
James Webster
Jim Tait
John Baine
John Faulkner
Jose Ferran
Joshua Beaumont
Julian Caddy
June Edgar
Kate Smurthwaite
Katherine Finch
Kevin Groves
Liam Smith

Public

Annie Forman

Membership

Luke Meredith
Daniel Zinder
Brian Ferguson
Esther Silverton
Fred Anderson
Scott Spears
Steve Goal
Maeva Rozier
Mark Saltveit
Marlene Zwickler
Martin Powell
Matthew Emeny
Melinda Matthews
Molly Morris
Nigel Lowey
Oliver Schroeder
Olivia Ross
Peter Forman
Peter Buckley Hill
Richard House
Robert McDowell
Simon West
Sophie McClung
Susan Morrison
Thomas Dibdin
Thomas Hawtin
Tom Juniper
William Harmor
Xela Batchelder
Zeki Jeffreys

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Brian Ferguson
Daniel Zinder
Esther Silverton
Fred Anderson
Scott Spears
Steve Goal

Apologies

None

In attendance – EFFS Staff

Tony Lankester (Chief Executive)
Abbey Urban (Artist Services Assistant)
Abbey Brooks (Media Assistant)
Amy Simons (Operations, HR and Governance Officer)
Chris Snow (Head of Artist Services)
Cris Peploe (Access Bookings Coordinator)
Dominique Hughes (HR and Governance Manager)
Helen Darling (Executive Assistant)
Jane Colton (Head of Box Office and Technology)
Jessie Lindsay (Media and Marketing Artist Adviser)
John Pettie (Senior Project Manager)
Kirsty Fraser (Artist Development Manager)
Lyndsey Jackson (Deputy Chief Executive)
Mary Bruce (Digital Projects Coordinator)
Matt Lord (Artist Support and Projects Manager)
Nina Nicholl (Marketing Coordinator)
Rachel Poxon (Website and App Manager)
Rory Bryant (Sponsorship Manager)
Sarah Saunders (Finance Officer)
Sorcha Judge (Media Officer)
Susan Russell (Head of Marketing, Communications & Sponsorship)
Westaly Duignan (Head of Fundraising and Development)

Preamble

The Chair, Benny Higgins welcomed and thanked Fringe Society members, members of the public, Board members and Fringe Society executives for attending the Edinburgh Festival Fringe Society Annual General Meeting (AGM) 2025. He noted that there were no apologies from the Board.

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Notice

The Notice of the AGM was taken as read. Electronic voting in the election closed at 12pm and the results would be shared with the membership in due course.

The motion proposed would be voted on in this meeting. Fringe Society members and those holding proxy votes must register their attendance to receive their voting rights.

Minutes of the 2024 Annual General Meeting

The Chair asked if there were any comments on the completeness and accuracy of the Minutes of the 2024 Annual General Meeting.

The minutes of the 2024 Annual General Meeting were taken as read and approved.

Decision: The minutes of the 2024 AGM were unanimously approved. Proposed by James Seabright and seconded by Ged Welch.

2024 Audited Accounts

All members had received the Audited Financial Statements for year ended 30 November 2024. The Chair invited Valerie Urquhart, Chair of the Joint Finance, Risk and Audit Committee and the Business Planning Committee to speak to the accounts. Valerie noted that members had access to the accounts on the website and these were not for approval but for sharing and information. The accounts covered the period December 2023 to November 2024. They had been audited and received a clean opinion on the contents.

Valerie provided highlights from 2023-2024. Looking at the operating results, as part of the five-year financial plan post COVID, a budget deficit of £100K was forecast for last year and as at the year end, an operating deficit of £124K was achieved.

Performance of core activity was largely in line with expectations, the sponsorship donated income and funding supplementing the core service activity of the Fringe Society. However, in 2023/2024, Creative Scotland's multi-year funding scheme undertook its application process, the Fringe Society applied for core funds to support the service delivery charges but were not successful in their application.

Moving on to restricted income, which comprised a material number in these accounts, a key highlight in the year was the announcement following a year-long feasibility and business case process that the Fringe Society secured a £7Mn investment from the UK Government in autumn 2024. This was primarily for the renovation of the building on Infirmar Street which will be the new home of the Fringe Society. The Fringe Society leveraged investment from the UK Government to secure match funding from capital funders, including a foundation, and this funding also enabled the Fringe Society to convert £1Mn of the UK Government investment to continue the Keep It Fringe Fund, distributing £450K across 180 shows and artists in both 2024 and the current year, 2025.

The Fringe Society was also able to secure investment funding for a wholesale redesign and build of our website and data platforms which is in development for launch in the 2027 season.

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With Keep It Fringe funding and the handling fee rebate, the Fringe Society distributed over £1Mn in cash directly to artists, venues and producers, in the year to November 2024.

Designated capital from the Foyle Foundation is also accounted for in the 2023/2024 accounts meaning that the consolidated position shows a surplus overall, however, the surplus is due to designated funds, which is purely for the purposes of the Fringe Central project.

The 2023/2024 deficit means that the Fringe Society finished the year with less than £100K in free reserves, which gives rise to continuing financial challenges going into 2025, and beyond.

At the AGM last year, we outlined that the Fringe Society must, to remain a going concern, rebuild adequate reserves to service liabilities, specifically the £1Mn loan from the Scottish Government, which was given during the COVID period, which is due for repayment from 2026 to 2030 at £200K per year. Alongside this, there was a need to invest in an interim website solution to ensure continuity of service prior to the new website being developed.

Securing sponsorship for 2024-2025 had been extremely difficult. These factors mean that there continues to be an urgent requirement to review the business model of the Fringe Society from both an earned income and expenditure based perspective.

To ensure that the Fringe Society can break even in 2024-2025, the Board approved an increase in ticketing commission from 4% to 5% and a reduction in the handling fee. The Board also approved, in line with 2022 development goals, to maintain the registration fee at current levels for a further two years in the 2025 and 2026 season. It is the intention of the Fringe Society to review registration fees for the 2027 season.

In addition, operating expenditure reductions of more than £600K have been implemented in 2025 and funding has been secured from the Scottish Government.

To conclude, financial challenges continue for the Fringe Society and the broader Fringe community, as we know. That said, there are also many opportunities to be explored such as sponsorship, combined sponsorship opportunities, tourist visitor levy, and further public funding, which the Fringe Society will work with the wider community to achieve the optimal outcome for all participants in the year going forward. Valerie thanked everyone for their time.

Chief Executive's Report

Lyndsey Jackson introduced herself as the Deputy Chief Executive of the Edinburgh Festival Fringe Society to introduce the 2024 report on the year.

Copies of the Annual Review 2024 were available to the meeting, and detail the Fringe Society's achievements and deliverables, including increased endorsement and support for the Fringe and the Fringe Society. Lyndsey outlined key delivery areas; In supporting artists, our aim is always to help them develop their ambitions and realise their goals; they are variable across the festival and many of you in this room have completely different goals from each other, but our job is to help you all realise and achieve those. One of the key areas of success in that was the Keep It Fringe Fund. We had a donated funding pilot in 2023 and were able to secure £1Mn UK Government investment to deliver a further two year programme.

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Last year and this year, we worked with the Grassmarket Community Centre for Fringe Central which is our home from home for artists; working with Grassmarket community project meant we were able to contribute financially to a community project right in the heart of Edinburgh, before we move into our new home in 2027.

In 2024, we had over 1600 industry from all over the globe and 900 plus media, also from all over the globe. We were running marketplace in order to help producers and international industry find work together. The Screen Fringe collaboration between the Fringe Society, the Film Festival, the TV Festival and Screen Scotland grow year on year and there are lots of people in town looking to engage with artists professionally.

These are all targeted programmes ensuring that artists can make the most of the opportunity that the Fringe presents in multiple different cases, depending on where they are in their professional development.

Street Events is a huge opportunity for Edinburgh residents and visitors alike, to experience the Fringe which is quite often the first thing that people see; it is vibrant, it is colourful, it is family friendly, it is inclusive and it is joyful. Please spend some time on the Royal Mile during the Festival because it is a beautiful place to be. There is an enormous quality on the Street Events and we are really proud that those artists choose this Festival year in/year out to come and share their work with our audiences.

The Fringe collectively issued approximately 2.6 million tickets last year for over 3,700 shows in 300 venues. We have evolved our printed and our digital tools, including the future of the printed programme. In 2024, our previous website was retired due to very old age, so we have an interim solution for this year and have secured the investment, thanks to the UK Government and Bloomberg Philanthropies to develop a whole new website for 2027.

Our flagship programme for this is Fringe Days Out, where members of communities are gifted a day out at the Fringe. The key thing is they are given a box office voucher, no one tells them what to see, no one indicates where they spend that money, they are given a choice throughout the whole programme and that is really important to us, because it is about ensuring that people feel ownership and belonging at this Festival, which has such an accessibility of content and price, that we want everybody to be able to find the thing that is for them, rather than the thing that somebody tells them to go and see. More importantly than that, the artists are paid for every ticket which is a key principle for us as an organisation because we understand ultimately that artists are taking a risk.

We faced a challenging funding and sponsorship landscape in 2024, particularly here in Scotland with delays to funding and the allocation of funds from the spending review, Thanks to some of those increased commitments, we were able to secure future investment from the Scottish Government in principle for our work and also set the right pathways and footpaths for investment from the UK Government's incoming creative sector industry plan. We have done a lot of groundwork to position the festival at the doorstep of key funders, both in Scotland and in the UK, to invest in artists and arts makers.

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Finally, within the audited accounts and on our website is an update on our development goals. In 2022, we launched the Fringe Society's development goals, and 2024 takes us to the midpoint. We have updated those, so you can see what our progress has been and also read an update on some of the things that are completed such as e-ticketing, securing investment for artists, the Fringe days out work and securing the investment for our digital work. Some things are in progress as for example, what we are going to do with the printed programme. There are other things in there that are still open for conversation, some things where it may require more thought or consideration, more planning or consultation, or sometimes just more money. We would really like you to all engage with the progress we have made and help us in the next few years to shape what the next five-year plan for the Fringe Society looks like.

Question from Attendee-name not captured: Is there any data on the number of performances throughout the Fringe, because of the increasing prevalence of short runs, it might be a further indication of the health of the Festival because obviously, we are having more and more shows that are running two or three days, as opposed to anything else. It would be very helpful if we could get that data.

Response: We have that data and we could certainly share that and update that. Trend analysis did not indicate a significant shift.

Tony Lankester introduced himself as the new Chief Executive. He thanked Lyndsey for walking everyone through the journey so far. The conversation that Tony wanted to touch on briefly was the journey from here, since he joined the Fringe Society in April. He had understandably received a lot of questions about what he had got planned, what the vision was and what changes he would bring. Those questions arose obviously out of curiosity, but also perhaps tinged with some trepidation and anxiety, because Tony was an unknown factor, an unknown quantity and there was a lot unknown about him. He wanted to try to put some of that anxiety to rest before he got into the strategic overview by first describing how he felt about the Fringe because he thought that might contextualise some of what he was about to say.

The Fringe, in his view, and in the view of some of those present, if not all, was a gem. The impulses and values rooted deep in its DNA, open access, artist led, a platform for free speech, a place where connections were made, where joy was spread, all of that blended in a special alchemy to materialise in what could be seen on the streets of Edinburgh every August. That was worth protecting, preserving and fighting for.

It is what the world needs, probably today more than ever. That was the context, that was his starting point for thinking about his role, as the leader of the Fringe Society, who act as the 'glue' of the Fringe. He asked how this could be harnessed to plan for the future? What would the next 12-24 months look like in terms of the Society's focus, its planning? Any successful strategy will take those core values as a starting point and then build specific approaches and projects on top of that to respond to whatever moment in time we find ourselves. So, where did we find ourselves now? There were a couple of core principles that Tony wanted to articulate that inform our strategy and inform what it is that we do going forward.

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Principle number One: This AGM is about the Fringe Society and its role and that is the focus as Chief Exec of that Society. So, as the starting point for the benefit of the of the entirety of the Fringe ecosystem the Fringe Society needs to be financially sustainable not only to keep delivering the services it needs to deliver but also to shore itself up against the unknowns lurking over the horizon. That means innovation in the way we build our funding streams, from private and public sources; ensuring that we deliver quality services to the Fringe community in the most financially efficient way possible by monitoring our expenditure and making sure that we seek real value for every pound spent. The third one is building effective partnerships right across the ecosystem, so the scale is not just the number of tickets sold or performances staged, but the conversation pivots to the opportunity that those numbers lead us to, and the opportunity that we can leverage from the scale of the Fringe is not just spoken about as a number of tickets sold and performances staged, the conversation pivots to the opportunity that that scale presents as something that we can leverage not just for the benefit of the Society, but for the venues, for the producers, for the artists who comprise and make up this Fringe experience for audiences. So that was the first principle, financial sustainability, and that is what it looks like.

Principle number Two: On that bedrock of sustainability, once we have the pathway to that, we need to attempt a solid world-class participation experience and again that looks like different things for the different parts of the ecosystem. Firstly, for artists, the way that artists plan their participation, the support they need through their Fringe journey, the costs facing them to be here - accommodation, marketing, venue costs; those are all part of the mix. The Society's role is to work so that economic barriers to that participation are lowered or preferably eliminated.

Secondly, in terms of the world-class participation experience, for venues and for producers, what they bring to the Fringe, the risks that they take, add to the Fringe experience for audiences and the choices that artists have as they consider where to stage their work, so there is a lot of advocacy work that we need to do as a Society, talking to those who make policy and decisions in the wider public domain, who pass legislation, regulation, charging structures, arguing for the protection of the Fringe as an event, advocating constantly for the pressures on the ecosystem to be lessened and relieved, and making sure that those who support and benefit from the Fringe more generally remain aware of the fragility of what we do, and we draw them in as partners contributing to the success of the Fringe.

Thirdly for the people of Edinburgh, we need the Fringe to be a real and tangible benefit to them, which it is, but more than that, we need to demonstrate that real and tangible benefit, to make sure that the Fringe spirit echoes on the streets of Edinburgh 12 months a year.

And finally for audiences, from the moment that someone decides to attend the Fringe to the moment we say goodbye to them, giving them the tools they need to plan their visit, making it easy for them to get here, stay here and see work; making it worthwhile for them to be here; looking at all the touch points along the journey that we as the Fringe Society are able to influence. We do not control every single touch point but there are many moments where we

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interact with those audiences that we can make it simpler, easier and more beneficial to them to be here. So that is the second principle of that world-class participation experience.

Principle number Three: Finally, principle number three is we need to look to the future, building on the assets of the past, so we will be looking at the Fringe legacy not just in our own backyard, although that is important, but also globally. We are very aware that we are custodians for a moment in time of the Edinburgh Fringe spirit first triggered in 1947 and we need to understand what that looks like in 2025, 2035 and beyond. We need to protect it and make sure that our advocacy for live performance reflects what live performance means now and will mean in the future. We will use data, we will use technology, we will use the strength of the Fringe brand, lean into partnerships both existing and new and we will keep pace with the changing world, underpinned by the values we all hold dear.

We do not know what the future holds, but we know that the arts need to be at the centre of it; that is our core passion. The Fringe Society has a convening role in the ecosystem that we all feel passionately about, and we will convene, co-ordinate and consult, and we will be the best that we can be as a Society, so that the Fringe has the best possible chance of being the best that it can be. We are up to the challenge, we look forward working with all of you to realise our purpose, of providing everyone a stage and everyone a seat.

The Chair thanked Tony for his remarks and noted the meeting would move to the motion.

Motion

“This AGM recognises that the principle of open access remains at the heart of the Edinburgh Fringe. It follows that the Edinburgh Festival Fringe Society Ltd does not have the power to discriminate positively or negatively in ways that advantage one show over another or one venue over another. It further follows that the Society should have no part in distributing monies donated by third parties, where such monies are given to some shows but not others, or some venues but not others. The Society has no power or mandate to distinguish between the artistic quality of shows, nor between the value of venues.

Proposed Resolution

Therefore, this AGM mandates the Society:

- (1) To encourage the donors of any monies for the support of shows not to vet shows for artistic quality before choosing recipients, but to donate to all shows equitably;
- (2) Should donors choose not to conform to (1) above, to recuse itself from any process which makes an artistic-quality judgement on shows. This should include declining responsibility for selection criteria and or the selection of assessors in the evaluation of applications;
- (3) To behave in a similar manner if monies are donated for venues, ensuring a distribution.”

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The Chair noted that firstly we would take the Motion itself as read. He would invite Peter Buckley-Hill to talk to the motion for a few minutes and Tony would provide a short response. This would be followed by a discussion, Question and Answer (Q&A) session and everyone would be invited to make an observation or ask a question.

The Chair requested Peter Buckley-Hill to talk to the motion. Peter noted that there were two basic points. Number one was that the Keep It Fringe programme is a failure in its own terms. Number two, it should never have been implemented in the first place. A failure in its own terms because by its own statistics, 30% of grantees are working-class, and they trumpet that as a triumph. That is a failure, even by the awkward definition of working-class that they use, it might as well say, is your father a tool maker? Now, if it had been successful in its ostensible aims of increasing participation among the more disadvantaged groups in society, that figure would be considerably higher. Why is it not higher? Because it is framed in middle-class terms.

Anything which requires a digital application is biased towards those with a more literate application and that intrinsically pulls in middle-class applicants, perhaps they too need the money, perhaps they simply want the money. A failure in its own terms, and Peter demonstrated briefly by reading from the Fringe Society's application – *"Applications should demonstrate how the show captures the defiant spirit of the Fringe, taking advantage of the Fringe as a unique platform to tell untold stories."* Peter noted that he had never read a more middle-class sentence than that. So, that was basically point one, but point two, the grant system should never have existed anyway, and it did not before COVID, and it violates the Fringe principle of equal access. Not only is it violating the open access principle that the Fringe has always stood for, and still boasts of in all its literature, it makes it considerably worse.

Now, 180 awards this year, about 600 lost [did not receive funding], you can do the ratio. Consider the reaction of those 600 and the perhaps 5,000 that did not even apply. If he were a winner he would have £2.5K to spend. What is the most natural Fringe thing to spend it on? Publicity. Great big posters on the streets. If Peter were a loser, he would see the winner spending it on big posters. So, what would he do? He would take £2.5K out of his own pocket and spend it on the same thing. What is the result? Promotion arms race, nobody wins, and the people without grants, who vastly outnumber the people with grants, will lose.

All right; the artists do not have to spend it on promotion. They could spend it on accommodation. They need the accommodation anyway. Or they could spend it on artistic assistance, and that has happened a lot. Perer would want a producer, a dramaturg, a scriptwriter and these things cost. These things give your show an unfair advantage over other shows which is a violation of the principle.

Now, some people are always going to be richer than others; we cannot stop that, nevertheless, we can stop exacerbating that. We can stop working in that direction. We can instead work in the direction of equality for all. Equitably for all. Which does not mean take the money and divide it equally among everybody, because a one-off show needs less than a full run. But we can at least level a lot of the playing field, and incidentally, bring in a different tariff

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for shorter, one-week, two-week runs than full three-week runs. A different tariff for small venues in unpopular genres than huge venues supported by massive teams of paid people.

Peter could sense people getting impatient behind him. Which was their job, of course. He ended his remarks and was very interested to see what everyone thought in the discussion and indeed what Tony said in response to it.

Tony thanked Peter who had articulated his Motion and ahead of this meeting, the Fringe Society circulated a document to all members outlining its response. Tony wanted to tease out some of the key points in that response that were worth mentioning.

The Fringe Society's Articles of Association include the objectives of the charity, and in the response that we circulated, we flagged specifically clause 4.2.6 which details the role that the Society should play in the receipt and disbursement of fund. The contention underpinning the Motion is that the Society has no role to play in this regard, in the disbursement of funds, but it is not based on a correct reading of the article, and in fact, such activity is clearly and precisely articulated in the article so the logic of the proposed resolution actually fails on the first hurdle. It is the job of the Fringe Society to facilitate such disbursement.

Just to put that logic aside for one moment, it is important to highlight both where we agree as well as where we may disagree with the Motion. We agree, as the Fringe Society, and Tony stressed that this was the response from the Executive, not from the Board, that the Fringe Society should not play favourites. We agree that the Fringe Society itself should not be making subjective decisions or assessments on the artistic merits of a piece of work or of a performer. We agree that the Fringe Society should not discriminate in favour of one artist over another. And we want to state quite clearly that we do not do any of those things. When a donor approaches us with funds, and they say, we would like to distribute these funds to the artistic community, they tell us how they want it to be disbursed; it is their money, or if they are public funds, they are custodians of that money, and an official somewhere is responsible for that. As they are donors, they are entitled to stipulate how it gets spent. If such determinations are required in terms of the grant, the Fringe Society does not make the decisions in terms of who gets the money. An independent adjudication panel is convened. They are given the criteria that the funder has stipulated. That independent panel makes the decision and tells us how to disburse the funds, which we do, according to their decisions, they are not recommendations, they are decisions that the adjudication panel makes.

The names of the panellists are made public. The recipients are named; the criteria are made transparent. We could not be more transparent about the process, it could not be more rigorous or fair, and far from being outside of what the Fringe Society is mandated to do, we would argue that that is exactly what the Fringe Society is supposed to be doing.

To date, using this model, as we have heard, we have been able to disburse £1Mn directly to artists through the Keep It Fringe Fund. These are small grants, there are clear criteria, easy to apply for, with participants having wide discretion over how they choose to apply their grant for the Edinburgh run. None of the criteria refer to artistic merit. None require anyone to judge an artist's prowess or talent which the Motion would have you believe that they do. Among

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the criteria is one that states: funding will be prioritised to artists who do not have an existing high profile and artists who face barriers to funding the arts more generally. Recipients have spanned hundreds of venues, every possible genre and every stage of their career. 30% of them have performed in free shows. Without some baseline criteria, without an independent panel of adjudicators, without the rigour of the Fringe Society oversight of this process, that money would never have been made available to artists, full stop.

It is fanciful to suggest that if you strip out that rigour, oversight and process, the funders would still be willing to give us the money. The same principles apply to Made in Scotland. Without the rigour and process, that money would be lost to the artist ecosystem. It is also fanciful to suggest that the money should be divided equally between all the artists who participate. Given that over 150,000 artists took part in the Fringe in the period Tony was speaking about, each would have received about £6 from the fund. The administration of that process alone would cost tens of thousands to deliver; it would have a negligible impact and Tony could not think of any funder who would have the appetite to support that. We know that the single biggest challenge facing artists is the cost of bringing work to Edinburgh. Supporting them in overcoming that challenge by advocating for funds to come into the ecosystem that would not otherwise have done so is exactly what the Fringe Society should be doing.

It feels counterintuitive, almost self-sabotaging to be entertaining or supporting a Motion that would have the effect of doing the opposite. Not just the programmes we currently run, but any future initiative or project that seeks to put money back into the ecosystem, into the pockets of those who deliver the Fringe and who take personal and financial risk to do so. Is the system perfect? No, it is not. No system is. Are we open to refining and improving it, making it better? Yes, and we have demonstrated that over the years of the Keep It Fringe Fund. Every year we tweak it, we improve it, we make it better, in response to feedback that we receive from the adjudicators, the assessors, the artists who participate and the funders. So, we are mindful of that feedback as we sit down to design a grant process and we will continue to do so. We run a constant quest to make it easier for artists to participate in the Fringe. This resolution, if passed, will make it harder. Thank you.

The Chair thanked Peter and Tony and offered the stage to give the opportunity to express opinions or ask questions. There will be two queues, one for members and one for non-members.

Question: Thom Dibdin introduced himself as the person who runs a website called All Edinburgh Theatre, the best website about theatre in Edinburgh. It does not get any money from the Fringe Society and nor does Thom. He is a member of the Fringe Society and he lives in Edinburgh. What would be the effect of this Motion on the disbursement of grants? He had watched Made in Scotland improve things hugely for Scottish companies over the years; he had watched it grow and it had been a very valuable thing. Would we still be able to disburse Made in Scotland or would that have to collapse?

Response: What the Motion says is we should not accept money if it comes with any sort of criteria that need to be applied for the disbursement of that money. We receive a substantial grant from the Scottish Government through Creative Scotland in order to deliver the Made in

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Scotland showcase and that has criteria applied. As a funding agency, they need to apply criteria. If we went to them and said we are sorry, we have to disburse this money fairly and evenly and we cannot apply any of the criteria, they will just say, they cannot continue to fund the programme. So, the impact of the resolution as written would be that it would hurt both the Made in Scotland showcase and Keep It Fringe, and any future projects that we try to design.

Comment: James Seabright introduced himself as a Fringe Society member and an independent producer. He found it extraordinary that they were even having this conversation today, but obviously democracy is about having conversations. Ultimately, the Motion and what Peter spoke about are totally separate things, because Keep It Fringe is not even mentioned in the Motion. Obviously, the object of the Motion is to disable the Fringe Society from distributing money through schemes such as that, and Made in Scotland, which have had a massive net positive benefit on the Fringe ecosystem in the whole time they have been going. He was not biased in favour of those schemes, in terms of having been a recipient of them, because he had never worked on a show that had been in receipt of those funds, but he was a supporter of the idea that the Fringe Society should try and make the Fringe ecology better by raising money and distributing it. Basically, supporting this Motion is effectively to say, we disagree as a society, as the Fringe Society membership, with the post-war consensus of how the arts work.

The Arts Council was another great post-war invention, alongside the Edinburgh Fringe, and it would be a great shame if, in the year 2025, this room decides that actually that was a bad idea after all, it seems totally counter to the purpose of the Society, and the great work that the team do, to the biggest and greatest arts Festival in the world. He had one question about the Article 23 process and whether the supporters of the Motion have followed that.

Comment: Gillian Harkness-McKinlay, Board Director introduced herself as a lawyer. Technically speaking Article 23 was not relevant here. Technically speaking as well, as a private limited company, the members do not have the right to raise a motion at an AGM that was for public limited companies. What should technically have happened is that the members use their powers under the Companies Act to convene a separate general meeting at which the resolution was passed, so there was and there is a process by which this could have been done but she thought the feeling was that they wanted to listen to the members and find a way of putting it forward here, which is why we put out a separate revised notice of the AGM. Article 23 was not relevant here and this was not technically the correct process.

Question from Attendee-name not captured: The understanding might have been slightly flawed, but if this Motion does not pass, is there room to reframe the language to make it more accessible to people to apply for receiving funding within the Fringe Society because it does seem like some of the language used could be altered to become more open and more accepting to more people to apply.

Comment: Tony noted that, obviously there is always a conversation that can be had with the candidate about the criteria, but the motion says, if there are criteria we should not be doing

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it, so simply changing the criteria will still be contrary to the Motion, so it could be that the Motion gets defeated but we agree to speak to funders to revise and review the criteria, but if the Motion passes, then we do not have that opportunity.

Comment: Kate Smurthwaite introduced herself and noted that there was a reason why the Motion does not say, let us just stop the Keep It Fringe Fund and that was because you could simply rename those to something else. This Motion not only challenges the way that the Keep it Fringe Funds have been distributed which she agreed had been unfair and unreasonable and had encouraged an advertising arms race, an accommodation arms race and a situation in which those of us who do not receive the funds are being outposted by people who have been sponsored by the government, effectively, to push all of our costs up, and make the Fringe much more of a runaway disaster capitalism scenario.

This motion would also cover what happened for the post COVID recovery funds with venues, and to be very clear about what happened, some money was allocated and venues were invited to apply for it to recover from the Fringe. What happened was that overwhelmingly, the larger paid venues were able to put in complicated grant applications and they got that money, and the Free Fringe for example received absolutely nothing. They were told what the money would be spent on, and yet still, in the subsequent years, there were venues which had been run as Free Fringe venues which were then offered money by the large paid venues and they stopped being free and artists stopped being able to use those venues for free and reached a situation where they would end up paying thousands of pounds for a space that had been free a year or two earlier.

Firstly, to answer the point about, would funds still be available, does this just kill off funding, nothing is stopping organisations from giving money or other kinds of support to Fringe performers and people coming up to the Fringe. What this Motion does is takes the Fringe Society out of that. Secondly, to answer the point that if we shared the money equally, everybody would simply get £6 each and that would cost tens of thousands of pounds to administrate, you could just knock the registration fee down by £6. She would take her fee at the afterparty if that was all right. This is really important because we want our Fringe to be fair. People can hand out money to whoever they like, but the Fringe Society should step out of that, especially since the recent track record of the Fringe Society on that has been not just unhelpful but extremely unfair and has absolutely helped exactly the wrong people in a lot of cases and created exactly the wrong kind of landscape for an open access Fringe.

Response: Lyndsey commented that this was discussed in the 2022 AGM, the applications to that fund were distributed across a range of venues, ticketed, non-ticketed, free, there were many small venues, like the Scottish Comedy Festival for example; so, this is an unfair assessment. At the time, we gave feedback to that applicant on behalf of PBH Free Fringe as to why that application was not successful. We did not make that public. But more importantly, public money needs to be invested with public rules. That particular grant scheme came under the scheme and had four key areas of criteria. They were addressed; we supported venues, producers, at different levels, to fill in those applications. Kate was right, they were a little bit

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technically elaborate, which is why the Keep It Fringe Fund is designed in that way to not be in funding speak.

Question: William Harmar noted that he would be as brief as he could. Regardless of where this vote goes, he was quite interested in the point that was made about the idea that there are going to be people who get this grant that are able to spend a lot of it on flyers, etc, publicity, and those that are not going to be able to do that, and really need to knuckle down and try and find accommodation in this amazing city. He was wondering, and this might be an easily answerable question, if there was data on how that grant money was being spent by people.

Response: We do not overburden applicants with administration so they do not have to give us a breakdown of where they spent the money; we trust them to spend it where they need to - PR, accommodation, childcare, access support, buying themselves out of their day job in order to prepare for the Fringe, artistic support, costume, dramaturgy. As part of our funding, we have commissioned Queen Margaret University (QMU) to do an independent assessment of the impact of the programme and one of the key areas they are looking at is how that level of investment is different depending on what your turnover is, as an individual or a venue, because Keep It Fringe artists tell us that the money buys them out of various stresses and anxieties and they are spending it across different areas in different places, including but not exclusively on PR. They are spending it on living, paying cast members, trips to Sainsbury's, etc. We will have that report and that valuation in October/November and we will happily make that public.

Comment: John Baine introduced himself as a performance poet. He first did the Fringe in 1982, played the Assembly Rooms and everything about it was vibrant. It was not corporate; it was completely accessible to all; he continued having a wonderful time here. This was his personal experience up until about 1991. He landed back the next year and tried to find a venue but was told he had to pay. There was no way he was going to pay to perform. He accepted some of the logic behind this resolution but his personal view was he had a great Scottish band, rip it up and start again.

Question: Peter Forman introduced himself as a Fringe Society member. His question was for Peter Buckley Hill. Given that fundraising is a huge part of coming to the Festival, what makes it different from any other funding organisation, the Fringe being independent, using an independent panel, what makes it any different, the money coming from them than it does coming from anywhere else?

Response: Peter replied that he did not understand the question.

There were no other comments or questions.

Lyndsey noted that the process in the Articles was by show of hands which was complicated with an AM open to members and non-members, with an allowance for voting by proxy. All

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eligible Fringe Society members and those members holding a proxy vote for another member, had been given a purple token. Due to the numbers, we have set up a system in order to ensure that the vote count is accurate. Also, to ensure that the process is transparent, and in line with the Articles, Chris Highcock, Elections manager for the City of Edinburgh Council had kindly volunteered his time to witness the process, to give independent scrutiny in his capacity as the Deputy Returning Officer for the City of Edinburgh Council.

The Board members themselves and many members of the team and the executive want to vote, which is also why we have arranged for independent scrutiny. We are going to ask people to submit their tokens into the three boxes in corner at the back, demonstrated by our glorious assistants, and the options are:

For: which is for the Motion, wishing it to pass

Against: which means you do not support the Motion and do not wish it to pass and

Abstain

The Chair made a few brief remarks before moving to the Question and Answer session. He commented that five years ago in 2020 which seems both five short years and also a short lifetime ago, given with what we were all dealing with back then, the Fringe Society certainly judged that the recovery from the consequences of the pandemic would take at least five years, and bluntly, back then we did not even know the various economic and geopolitical shocks and challenges that have emerged during the period, but the Society and the Fringe generally has really remarkably embarked robustly on recovery.

It is worth noting that a great deal of the work was led by Shona McCarthy who stepped down last year and we rightly celebrated Shona's extraordinary efforts earlier this year and it is appropriate we note our gratitude again here today. A special thanks too goes to UK and Scottish Governments for their support and endorsement, and indeed to all of our supporters who gave us the backing to deliver our unique convening power that enables this wonderful Festival to thrive. The future of the Fringe lies in the hands of those who make it - the artists, the producers, the audiences and the City of Edinburgh itself. The future will be shaped under the leadership of Tony Lankester who you heard from today. As Chair, he led the process of finding a new Chief Executive. One embarks on these processes with hope, to be honest, but he was astonished to find somebody of Tony's gravity and experience and he was confident that the leadership of the Society could not be in better hands and the Fringe will benefit from his focus, and his listening skills, and his good judgment.

In 2026, the Fringe Society will move into its new home, and he hoped that we could use this as a catalyst, particularly for the Fringe Society membership, a key focus for the future years, in terms of breadth and depth, and urged that the new home would represent an opportunity to engage with local artists and communities. He asked everyone to take the opportunity to talk to the team and attend open days where possible and reminded them that we were here to *give anyone a stage and everyone a seat*. With that the Chair opened the floor to the

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Question and Answer session. The same rules applied; members would be prioritised over non-members who were welcome to pose a question or an observation.

Open Session

Question: Kate Smurthwaite raised a question for the Board. Given that the UN and in particular, the Special Rapporteur Francesca Albanese, has particularly highlighted the University of Edinburgh, their endowments and investments, and their partnership with the arms manufacturer Leonardo and Ben-Gurion University in AI and surveillance technology development which is being used in Palestine, in the Occupied Territories, for surveillance and aggressive tactics, what measures is the Board taking, in that we are here in a venue which has been rented directly from the University of Edinburgh. We know that lots of organisations within the Fringe, supported by the Fringe Society, are also renting venues extensively from the University of Edinburgh. What measures is the Board taking to ensure that we as an organisation are not complicit in genocide?

Response: Tony replied that it was important to understand the distinction. Contracts with venues are entered into by the venue operators, so for example Pleasance will have a contract with the University of Edinburgh for the spaces they use. In terms of this venue here today, my understanding is it has been provided free of charge to the Fringe Society, we are not renting it. The Chair made it clear that the question had been answered and asked for the next question.

Comment: Robert McDowell from Summerhall commented that in the absence of the Best Joke of the Fringe 2025 being cancelled, he wished to propose that the Provisional Black Preceptory of the Orange Order which marched through Edinburgh two Saturdays ago should be given or deemed the sickest joke of the Edinburgh Festival 2025.

Question: Ben commented that last year we talked about openness and transparency. The AGM was held on Zoom. Will we also have it on Zoom next year?

Response: Lyndsey replied that the Fringe Society held a hybrid meeting in 2024. We did not host it on Zoom last year but livestreamed the AGM and zero people watched it. If there is a demand for that, we will be flexible but it is nice to have you all here.

Comment: This is less of a question but more of a passionate plea to the Board. In the future, can we, in any way allocate more support to Street Events. Street Events at the Fringe are very much the bright red nose of this massive thing in the City of Edinburgh in that it is the first thing most people come into contact with and we are desperately struggling with the infrastructure, and staff, to be able to co-ordinate the Street Events, and mainly we are trying to hang on to our spaces, we are drastically underprovided for in terms of pitches and room to work. This is less of a question, more of a plea to consider.

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Response: Lyndsey replied that the Fringe Society finds funding and sponsors and supporters to help us run Street events on the High Street, the Mound and the Precinct which is expensive. We do that in order to keep the streets safe and to give our excellent street performers, buskers and emerging street performers the chance to showcase to the city during the Festival. There are compromises in that space, particularly around cost, and we have really engaged with the street performer council that we are trying to rejuvenate. Lyndsey seconded the plea that we put more funds into making sure that the public space of the city and the welcome people get when they come off trains and come out of their homes and come into town for the first time is as supportive as it possibly can be and it is as safe and flexible as it can be. If anybody in here knows anybody who would like to support the Street Events financially or any of the arts financially then subject to the Motion, we could put that into action. We, as the Fringe Society very much respect what street performers do as an art form.

Question: There is nothing to be done with Murrayfield if they decide they want to do a concert. However, if there is a time when all of the festivals after this will be able to sit down, is there a way for people to communicate the huge impact that a concert like this has on not just the Fringe but every festival. Is there a way for the festivals to communicate that?

Response: We have been very clear in what we said publicly, sometimes the Herald gets the headline wrong. What Tony told the journalist in question, which was reported accurately in the article, is that we would not actively encourage concert promoters to stage events in August. What that translated to in the headline was, "Fringe boss calls for a ban," which was something quite different. The point was well made. In the conversations we have as Festivals Edinburgh, which is the body at which the Fringe is represented together with all 12 Edinburgh festivals sit on that body, this has been an agenda item for some time.

It is also under discussion every time we meet with the City of Edinburgh Council and in fairness, Tony met a while ago with DF Concerts who stage Oasis shows and they said this was not their first choice either. They were given the option of either doing the shows on those three dates in Edinburgh or not having dates in Scotland at all, and they decided to go ahead with it. But the costs even to them of staging the concert were significantly higher than they would ordinarily have been, so our position is that we would prefer if those events did not happen, but if they do happen, it is not a choice that we can make. We can try and educate and lobby behind the scenes, which is what we had done and will continue to do but if they do happen, we will do what we can to support the Fringe community through that, in whatever way that we can.

Comment: Just in fairness, the only people who have the power to stop large events happening in August are City of Edinburgh Council who issue the permits for those events to go ahead, so they are the ones who need to be more engaged and understand that the money that Oasis potentially brought in was lost in other shows, maybe there was a net uplift, it certainly was not the £3Mn that some people claimed but they are the only entity with that power.

Question: In light of Kate's question earlier, is there any scope for the Fringe Society to provide guidance to venues or to lobby or put any pressure on venues and companies to avoid using

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organisations that are enabling, through their research, through their investments, a genocide?

Response: Our position is that we have an established written code of good practice that we require venue operators to sign up to, and artists to sign up to. And if they make decisions which are contrary to that, then yes, we have the ability to speak to operators and say we do not think that is a good idea. Can we insist a venue does not enter into a certain agreement? No, that is their choice to make and they will use their own process to make those determinations. We would be very reluctant to remove venues from the ecosystem that are venues that are needed by artists to stage and present their work. We do not want to shrink the number of venues available. But, as the Fringe Society, our role is very narrow in that equation, what we choose to do as a Society is different from what the people who make up the ecosystem choose to do, so it is difficult for us to exercise huge amounts of discretion in that regard. As individuals, we all have personal views on it. However, as a Society, we have very limited scope to step in and influence it.

Gillian added that we also have to be mindful of the regulatory background and that we are a regulated charity and there is a steer that we have to act within the scope of our charitable purposes. We have to exercise extreme care when going beyond that.

Tony added that artists also have agencies, they can choose where to stage their work, if an artist chooses not to go to a particular venue for the reasons described, we will support that and work with them to find an alternative venue, and that is more of the role of the Fringe Society.

Question: Christopher Richardson commented that the Fringe Society seems to be in financial trouble and we seem to be raising money for that mad hub project which we should not have. We should be using the money that we have to support the wretched people who come here to perform. We should not be supporting some glorified hub which does not do any good for anyone. The thing that the Fringe Society has always been for is to make sure that people have somewhere they can sleep, somewhere they can eat, which is cheaper than the smart things they produce rather like the Annual Review. So therefore, please, can we get back to the basics. The Annual Review says salaries and fees; how much money is spent on salaries and fees and how many people are employed year-round? They are all admirable, they are all working like mad to do something, God knows what, but please, an organisation that is in trouble financially should be looking at how many people it has to pay for the rest of the year, and he suspected, that was a great many people. Why?

Response: Responding to the second question, the Chair commented that Lyndsey and others within the team spend a great deal of time making sure that we are as efficient as possible, that we spend as little as possible on things that we should not spend any more on. He had joined four years ago, but since COVID, in a very difficult and challenging economic environment. He had been involved with many organisations and the diligence that is shown at the Fringe Society in managing costs was as good as he had seen. On the former point about the hub, the new home, we talked about this last year as well. He had been in a meeting with the UK Government when the following day, rather unexpectedly, they offered the Fringe

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Society the money involved. It was purely as capital project for this purpose. If we had said that we wanted to spend it on something else, the answer would have been unequivocally no. We had a choice between taking the money and investing the money wisely for the benefit of performers and other parts of the ecosystem of the Fringe and indeed, in taking the money rather than not taking it, we fought a battle to get some of the money separated out, so it could be aimed at artists. The Chair stood by that decision and commented that he would not change it for anything.

Question: This was a question for the Chair. He understood that some Board members were excluded from some of the Fringe Society's Board meetings this year. You may or may not want to discuss the reasons for those specific exclusions. But these were Board members that we as members vote for. He wanted to understand on what basis the Chair might seek to exclude Board members from meetings, specifically when modern corporate governance states that good practice is diversity of opinion.

Response: The Chair noted that the Fringe Society very much in favour of diversity of opinion, and we engage in freedom of speech at the Board as much as anywhere else, but what happens within the Board is for the members of the Board and he was not willing to discuss it.

Comment: Lizzy Lenco, Board member made a brief point in favour of the hub in response to the comment by Christopher Richardson. Lizzy has wheels, and Edinburgh is one of the toughest, most difficult cities to be in if you are a woman on wheels. She had been working really closely with the team on the plans for the new hub and what she was really looking forward to is at least one place in this city where she could get into, use the accessible toilet and have a wee and a cup of tea, without hassle. She was really grateful that the hub is taking account of accessibility in all areas of diversity. It will be a godsend for all performers and visitors to the city, so thank you.

The Chair noted that the Question and Answer session would draw to a close.

Voting results from the Motion

For the Motions: 23

Against the Motion: 80

Absentees: 2

He declared that the motion had been voted down.

Any other business

There was no further business to discuss.

The Chair thanked everyone for taking the time to attend the Annual General Meeting and closed the meeting.