

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26
ROYAL ALBERT HALL BILL**

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January 2026**

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Witness Statement of Ian McCulloch

EXHIBIT 1

**The “Blue Book”, a volume containing the Royal Albert Hall’s
Charters, private Acts, 999-year Lease and Byelaws**

The Royal Albert Hall of Arts and Sciences

1866 Charter
1872 Lease
1876 Act
1887 1st Supplemental Charter
1927 Act
1928 2nd Supplemental Charter
1951 Act
1965 The British Museum (Transitional Provisions) Order
1966 Act

Statutory Instrument: The Charities
(Corporation of the Hall of Arts and Sciences) Order 2000

Byelaws of the Corporation

- February 1967
- February 1985
- October 1999
- October 1999



CHARTER

OF THE

CORPORATION OF THE HALL OF ARTS AND SCIENCES

VICTORIA, by the Grace of GOD of the United Kingdom of Great Britain and Ireland, Queen, Defender of the Faith, to all to whom these presents shall come, greeting:—

WHEREAS it has been represented to us by our most dearly beloved Son, Albert Edward, Prince of Wales, Knight of the Most Noble Order of the Garter, that the building a Hall for the purposes hereinafter mentioned would conduce to the advancement of Science and Art: And whereas the persons hereinafter named, with many others, have subscribed towards the funds for the erection of the Hall, in consideration of having granted to them in return for their subscriptions, permanent seats in the Hall in manner appearing in the Schedule annexed hereto: And whereas provision is made in the said Schedule for registering as Members of the Corporation established by this Our Charter, all such persons as aforesaid, and all other persons who may engage to take permanent seats in the Hall: And whereas the Commissioners for the Exhibition of 1851, in furtherance of the objects of their Charter, and of the designs of Our late most dearly beloved Husband, the Prince Consort, have agreed to lease to the said Corporation, for the term of 999 years, a portion of their estate at South Kensington, to be used as a site for the Hall; and have further agreed to guarantee a certain portion of the expense of building the Hall, on condition, amongst other things, that the amount guaranteed shall not exceed £50,000, and that the Commissioners, so far as their guarantee is not covered by public subscriptions, shall be entitled to the same rights as are granted to other subscribers, but not for the individual advantages of any of the Members of the Commission: And whereas application has been made to us by Our said dearly beloved Son the Prince of Wales to incorporate the several persons hereinafter named, and all other persons who may become the Members of the said Corporation: NOW KNOW YE THAT WE, being desirous of promoting the advancement of Science and Art by the building of the said Hall, have, of Our especial grace, certain knowledge, and mere motion, given and granted, and we do hereby give and grant that Our said dearly beloved Son, ALBERT EDWARD, PRINCE OF WALES, and Our dearly beloved Son, ALFRED ERNEST ALBERT, DUKE OF EDINBURGH, Knight of the Most Noble Order of the Garter, and Our right trusty and well beloved Councillor, EDWARD GEOFFREY, EARL OF DERBY, Knight of the Most Noble Order of the Garter, Our right trusty and well beloved Councillor GRANVILLE GEORGE, EARL GRANVILLE, Knight of the Most Noble Order of the Garter, Our trusty and well beloved CHARLES GREY, Esquire, Lieutenant-General in Our Army, Our right trusty and well beloved Councillor ROBERT LOWE,

Our right trusty and well beloved Councillor, HENRY AUSTIN BRUCE, Our trusty and well beloved HENRY COLE, Esquire, Companion of the Most Honourable Order of the Bath, EDGAR ALFRED BOWRING, Esquire, Companion of the Most Honourable Order of the Bath, THOMAS BARING, Esquire, and HENRY THRING, Esquire, and all other persons who may become Members of the Corporation established by this Our Charter, shall be a Body Corporate, by the name of "The Corporation of the Hall of Arts and Sciences," having a perpetual succession and a Common Seal, with a capacity to sue and be sued in their corporate name, and to acquire and hold lands for the purposes of the said Corporation without license in mortmain.

And we do hereby declare as follows:—

PRELIMINARY.

1st.—In the construction of this Our Charter, the following words and expressions, unless there is something in the context inconsistent with such interpretations, shall have the meanings hereinafter attached to them, that is to say,

"The Corporation" shall mean "The Corporation of the Hall of Arts and Sciences" established by this Our Charter.

"The Commissioners" shall mean "The Commissioners for the Exhibition of 1851."

"Persons" shall include "A body of Persons corporate or incorporate." Words in the masculine gender shall include the feminine, and words in the singular number shall include the plural, and in the plural number shall include the singular."

2nd.—The Schedule annexed hereto, shall be deemed part of this Our Charter.

PURPOSES OF CORPORATION.

3rd.—The purposes of the Corporation shall be the Building and maintaining of a Hall and buildings connected therewith, hereinafter included under the term "Hall," on the Estate of the Commissioners at South Kensington, and the appropriation of the Hall to the objects hereinafter mentioned, that is to say, to

- (a.) Congresses, both National and International, for purposes of Science and Art.
- (b.) Performances of Music, including performances on the Organ.
- (c.) The Distribution of Prizes by Public Bodies and Societies.
- (d.) Conversaziones of Societies established for the promotion of Science and Art.
- (e.) Agricultural, Horticultural, and the like Exhibitions.
- (f.) National and International Exhibitions of Works of Art and Industry, including Industrial Exhibitions by the Artizan Classes.

(g.) Exhibitions of Pictures, Sculpture, and other objects of artistic or scientific interest.

(h.) Generally any other purposes connected with Science and Art, with power for the Corporation to furnish the Hall in such manner, and with such works and objects of scientific and artistic interest as they think fit, and generally to do all such acts and things, whether such acts and things are or are not of the same character or nature as the acts and things before enumerated, as they think conducive to the purposes of the Corporation, or for the benefit of the Members thereof, having regard to the purposes aforesaid.

4th.—With a view to raise the required funds for the building and maintenance of the Hall, the Corporation may receive Subscriptions or Donations from any persons or societies desirous of giving the same; and, subject to the rights reserved to Members of the Corporation by this Our Charter, may grant to the persons or societies giving such Subscriptions or Donations, such interests in the Hall as the Corporation deem expedient.

5th.—Subject to the rights reserved to the Members of the Corporation, the Corporation may let the use of the Hall, for a limited period, either wholly or partially, exclusively, or reserving certain rights of entry to any persons for any purposes for which the Corporation might themselves use the Hall. The Corporation may also appropriate, for a limited period, any buildings connected with the Hall, and which may not, for the time being, be required for the purposes thereof, to the use of any society, or societies, established for purposes similar to those for which the Corporation are themselves established, and upon such terms as the Corporation think expedient.

6th.—No dividend shall be payable to any Member of the Corporation, and all profits which the Corporation make by the use of the Hall, or by the sale or letting of any seats, which, after the completion of the Hall, may, for the time being, belong to the Corporation, shall be applied in carrying into effect the purposes of the Corporation in such manner as the Corporation think fit.

GOVERNING BODY OF CORPORATION.

7th.—The governing body of the Corporation, until a Council is substituted for them as hereinafter mentioned, shall be a Provisional Committee, consisting of the persons hereinbefore named.

8th.—His Royal Highness the Prince of Wales shall be President of the Provisional Committee.

9th.—The Provisional Committee are entrusted with the duty of carrying into effect the purposes of the Corporation, until such time as another governing body is appointed in pursuance of this Our Charter, and they may do all such acts and things, and exercise all such powers

as the Corporation themselves are empowered, by this Our Charter, to do or exercise. The Provisional Committee may fill up any vacancy occurring in their number. They may also add to their number by the election of any other person or persons being a Member or Members of the Corporation.

10th.—The Provisional Committee may act, notwithstanding any vacancy in their body. They may meet together for the despatch of business, adjourn, and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business, and the mode of voting at their meetings; and may, from time to time, appoint and remove all necessary officers, award to them their salaries, and assign their duties.

11th.—The Provisional Committee shall be assisted in the performance of their duties by an Executive Committee.

12th.—The first Members of the Executive Committee shall be the following persons: That is to say—Our said dearly beloved Son ALFRED ERNEST ALBERT, DUKE OF EDINBURGH, and the said CHARLES GREY, HENRY AUSTIN BRUCE, HENRY COLE, EDGAR ALFRED BOWRING, and HENRY THRING.

13th.—The Executive Committee shall conform to any instructions that may be given them by the Provisional Committee, and it shall be lawful for the Provisional Committee from time to time to revoke, determine, or modify any powers conferred on the Executive Committee, and to confer any new powers on them, to add to or diminish the number of their Members, and otherwise to deal with them as the Provisional Committee think fit, but subject, as aforesaid, and until any alteration is made by the Provisional Committee, or instructions given to the contrary, the Executive Committee may contract for building the Hall, and do any other acts that may be conducive to the completion of the Hall.

14th.—Subject as aforesaid, the Executive Committee may appoint the necessary officers to superintend the building of the Hall, assign to them their duties, and award to them their salaries; they may also appoint Solicitors, Bankers, and other officers of the Corporation.

15th.—Subject as aforesaid, the Executive Committee may meet together for the despatch of business, adjourn, or otherwise regulate their proceedings as they think fit, and determine the quorum necessary for the transaction of business, and the mode of voting at their meetings.

OPENING OF THE HALL.

16th.—The Provisional Committee shall open the Hall, when completed, with such ceremonies and in such manner as they think fit.

17th.—Within twelve months, at the furthest, after the opening of the Hall, the Provisional Committee shall call a General Meeting of the

Corporation, by Advertisement published in some London Newspaper, and shall render to the Corporation a full account of all expenses incurred by the Provisional Committee in respect of the Hall, and, on the occasion of such meeting, shall propose to the Corporation a form of constitution containing such provisions as may be deemed expedient in relation to the government of the Corporation, and to the management of the Hall, and generally to the regulation of all matters whatever (whether of the same description or not as those hereinbefore specified), which the Provisional Committee may deem it expedient to provide for in such constitution, with as ample a power in the Corporation of making regulations for the administration of their affairs (subject only to those provisions of this Our Charter, which define the purpose of the Corporation, and the right of Members), as if the Corporation were the absolute and uncontrolled owners of the property belonging to them.

The form of constitution proposed by the Provisional Committee, or any modification thereof, when accepted by the Corporation and approved by us, shall be as valid as if contained in this Charter, but shall be subject to alteration in manner hereinafter mentioned.

18th.—The acceptance by the Corporation of any such constitution as aforesaid, or any modification thereof, shall be certified by a Resolution passed by a majority of Members of the said Corporation, present personally or by proxy, at the General Meeting summoned as aforesaid, by the Provisional Committee, or at some adjournment thereof, or at some other General Meeting that may be summoned for that purpose by the Provisional Committee.

19th.—Ten Members, personally present, shall be a quorum at any General Meeting of the Corporation, and the President for the time being of the Governing Body, or in his absence, any person chosen by the meeting, shall be the Chairman.

20th.—The Chairman of a General Meeting may adjourn any meeting, and may regulate the proceeding of such meeting; and in the event of an equal division at any meeting shall have an additional or casting vote.

21st.—The sense of any General Meeting of the Corporation shall be taken by a show of hands, unless a poll be demanded, in writing, by not less than three persons present at the meeting, in which case the poll should be taken in such manner and at such time as the Chairman of the meeting directs, and the sense of the Corporation as ascertained by the result of such poll shall be deemed a resolution of the General Meeting.

Votes on the occasion of a poll shall be given in manner appearing in the said Schedule.

22nd.—In the constitution to be proposed by the Provisional Committee, an Elective Council shall be substituted for the Provisional Committee as the governing body of the Corporation, but the first Members of that

Council shall be named in the proposed constitution, and all or any Members of the Provisional Committee may be proposed as the first Members of the Council.

23rd.—The Provisional Committee shall remain in office until a Council is substituted for them.

24th.—Subject to such provisions of this Our Charter as define the purposes of the Corporation and the rights of Members, the Corporation may, in General Meeting, from time to time, by passing a Special Resolution in manner hereinafter mentioned, alter the constitution of the Corporation when accepted as aforesaid, or any part thereof, and make new provisions to the exclusion of, or in addition to, all or any of the provisions of such constitution, and any provisions so made, by Special Resolution, shall be deemed to be provisions of the constitution of the Corporation of the same validity as if they had been originally contained in this Charter, and shall be subject in like manner, from time to time, to be altered or modified by any subsequent Special Resolution: Provided always that such alterations and provisions shall not be of any force until the same shall have been approved by us.

25th.—A Resolution of the Corporation shall be deemed to be Special which has been passed at the General Meeting of the Corporation, and confirmed at a subsequent General Meeting held at an interval of not less than 30 days, nor greater than two months from the date of the meeting at which such Resolution was first passed, subject to the conditions following :—

- 1st.* When a poll is demanded the majority at the first meeting must consist of not less than three-fourths of the votes recorded, but a bare majority of the votes recorded will suffice for confirming the resolution.
- 2nd.* Notice of both meetings, and of the object for holding the same, must be given according to the mode in which notices of General Meetings are required to be given by the regulations of the Corporation for the time being in force.

Unless a poll is demanded in writing by at least three Members present at the meeting, a declaration of the Chairman that the Resolution has been carried shall be deemed conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against the same.

26th.—The governing body, for the time being, of the Corporation, may apply for a new Charter, or for any modification of this Charter, but such application shall not be made after the opening of the Hall, without the consent of the Corporation, testified by a Special Resolution.

SCHEDULE

REFERRED TO IN THE CHARTER.

RIGHTS AND OBLIGATIONS OF SUBSCRIBERS AND MEMBERS.

REGISTRATION OF MEMBERS.

1. A register of Members shall be formed, and every person who has subscribed for, engaged to take, or is otherwise entitled to a permanent seat in the Hall, and whose name is entered on the register of Members, shall be a Member of the Corporation.

2. Permanent seats in the Hall shall be of the descriptions following:—

1st. A private box on the first tier of the Hall, containing ten seats.

2nd. A private box on the second tier of the Hall, containing five seats

3rd. A seat in the amphitheatre of the Hall.

3. A Subscriber of £1,000 shall be entitled to a private box on the first tier, or to two private boxes on the second tier. A Subscriber of £500 shall be entitled to a private box on the second tier. A Subscriber of £100 shall be entitled to a seat in the amphitheatre of the Hall. A Subscriber for a box may elect to take an equivalent number of permanent seats in the amphitheatre instead of a box. Boxes may be divided with the sanction of the governing body of the Corporation, and subject to the provisions of this Our Charter.

4. One person only shall be entitled to be registered as the holder of a seat in the amphitheatre, except in cases where a seat has become vested in the assignees or personal representatives of a former Member. In the case of a box, several persons may, with the sanction of the governing body for the time being of the Corporation, be registered as separate holders of the seats therein, so that not more than one person is registered as the holder of any one seat, and subject to this proviso: That every person registered as the holder of a seat in a box shall be severally liable to pay all the instalments due in respect of such box as well as the instalments due in respect of the seat of which he is registered as holder.

5. Every person who has engaged to take a seat in the Hall before the granting of this Charter, shall, on the payment of the first instalment due from him, be entitled to have his name inserted in the register of Members.

6. The Provisional Committee may take such steps as they may be advised for enforcing the fulfilment of the obligations of persons who have engaged to take, or may hereafter engage to take, seats in the Hall.

7. The right of a Member to his seat shall continue for the whole term for which the site of the Hall is granted.

8. The interest of a Member in the Hall shall be personal estate, and not the nature of real estate.

9. A body Corporate may subscribe for permanent seats in the Hall, and be registered in their Corporate name as a Member.

10. The Commissioners shall be deemed to be entitled to a permanent seat in respect of every £100 advanced by them on account of their guarantee, and may be registered as a Member accordingly. The Commissioners shall not be entitled, individually, to any seats possessed by them in their character of Commissioners.

11. Members will, on the completion of the Hall, be furnished with tickets entitling them, and those claiming seats from them, to go into any part of the Hall, or take any seat that is not appropriated for some special purpose, or to some particular person, where the nature of the entertainment permits, and so far as is consistent with general comfort and convenience, and with the regulations of the Corporation for the time being in force.

12. The register of Members shall state the name and address of each Member and the seat or seats to which he is entitled, and the sum payable in respect of such seat, and the amount paid by the Member. And such register shall be *prima facie* evidence of the matters directed by this Charter to be inserted therein.

13. No notice of any trust, expressed, implied, or constructive, shall be entered on the register, or be receivable by or on behalf of the Corporation.

14. A certificate, under the Common Seal of the Corporation, specifying the seats belonging to any Member, shall be *prima facie* evidence of the title of the Member to such seats, and shall be given to any Member on payment of such sum, not exceeding 1s., as may be determined by the regulations of the Corporation for the time being in force.

CALLS.

15. When a sufficient sum has been subscribed to insure, in the opinion of the Provisional Committee, the completion of the Hall, the Provisional Committee may from time to time make such calls upon the Members in respect of any instalments payable by them, as the Provisional Committee think fit, provided that twenty-one days' notice at least is given of each call, that calls are made at intervals of not less than three months, and are spread over a period of not less than two years, and each Member, or his legal personal representatives, hereinafter included under the term "Member," shall be liable to pay the amount so called for to the persons, and at the times and places appointed by the Provisional Committee.

16. If the call payable by any Member is not paid at the appointed place before, or on the day appointed for payment thereof, the Member shall be liable to pay interest for the same at the rate of £7 in the £100 from the day appointed for the payment thereof, to the time of the actual payment; and it shall be lawful for the Corporation to sue such Member for the amount thereof, in any court of law or equity having competent jurisdiction.

17. In any action or suit brought by the Corporation against any Member to recover any call, or other moneys due from such Member in his character of Member, it shall not be necessary to set forth the special manner, but it shall be sufficient to allege that the defendant is a Member of the Corporation, and is indebted to the Corporation in respect of a call, or other moneys due, whereby an action or suit hath accrued to the Corporation.

18. If any Member fails to pay any call on the day appointed for payment thereof, the Provisional Committee may, at any time thereafter, during such time as the call remains unpaid, serve a notice on him by post, addressed to his registered place of residence, requiring him to pay such call, together with interest, and any expenses that may have accrued by reason of such non-payment.

19. The notice shall name a further day, on or before which such call, and all interest and expenses that have accrued by reason of such non-payment are to be paid. It shall also name the place where payment is to be made. The notice shall also state, that in the event of non-payment at or before the time, and at the place appointed, the seat of the Member will be liable to be forfeited.

20. If the requisitions of any such notice as aforesaid are not complied with, the seat of any Member to whom such notice has been given, may, at any time thereafter, before payment of all calls, interest, and expenses due in respect thereof has been made, be forfeited, by a resolution of the Provisional Committee to that effect.

21. When a Member has forfeited his seat, any payments which may have been made by him in respect thereof shall be deemed to be the property of the Corporation, and may be disposed of in such manner as the Provisional Committee think fit, but the forfeiture of the seat of a Member shall not preclude the Corporation from recovering any moneys due from him to the Corporation at the time of forfeiture.

22. A statement under the seal of the Corporation, and signed by any Member of the Provisional Committee, that the call in respect of a seat was made, and notice thereof given, and that default in payment of the call was made, and that the forfeiture of the seat was made by a resolution of the Provisional Committee to that effect, shall be sufficient evidence of the facts therein stated, as against all persons entitled to such seat; and such statement, and the receipt of the Corporation for the price of such seat, shall constitute a good title to such seat, in favour of any person to whom the Corporation may sell the same, and a certificate of Membership shall be delivered to a purchaser, and thereupon he shall be deemed the holder of such seat, discharged from all calls due prior to such purchase; and he shall not be bound to see to the application of the purchase-money, nor shall his title to such seat be affected by any irregularity in the proceedings in reference to such sale.

23. Where a Member has subscribed for a box, or is otherwise entitled to more seats than one in the Hall, all payments made or to be made by him shall be apportioned rateably amongst the several seats to which he is entitled, and shall not be attributed to any particular seat.

TRANSFERS OF SEATS.

24. A permanent seat in the Hall may be transferred by the registered holder thereof, and the transferee shall be registered as a holder of such seat in the place of the transferor. The instrument of transfer of any seat in the Corporation shall be executed both by the transferor and transferee, and the transferor shall be deemed to remain the holder of such seat until the name of the transferee is entered in the register book in respect thereof.

25. Seats in the Corporation shall be transferred in the following form, or in such other form as may be prescribed by the regulations of the Corporation for the time being in force.

I, *A.B.*, of _____ in consideration of the sum of _____ pounds, paid to me by *C.D.*, of _____ do hereby transfer to the said *C.D.* the box No. _____ or the seat [or seats] No. _____ of which I am registered as holder in the books of the Corporation of the Hall of Arts and Sciences, to hold unto the said *C.D.*, his executors, administrators, and assigns, subject to the several conditions on which I held the same at the time of the execution hereof; and I the said *C.D.* do hereby agree to take the said [box] or [seat] or [seats] subject to the same conditions. As witness our hands the day of _____

26. The Corporation may decline to register any transfer of seats made by a Member who is indebted to the Corporation.

27. Every transfer of a box or seat shall be stamped as required by law, and the Corporation may charge, in respect of the register of such transfer, any sum not exceeding five shillings, which may be prescribed by the regulations of the Corporation for the time being in force.

28. The transfer books shall be closed at such times, not exceeding in the whole twenty-eight days in a year, exclusive of Sundays and holidays, as may be prescribed by the regulations for the time being of the Corporation.

TRANSMISSION OF SEATS.

29. The executors or administrators of a deceased Member shall be the only persons recognized by the Corporation as having any title to his seat.

30. Any person becoming entitled to a seat in consequence of the death or bankruptcy of any Member, or in consequence of the marriage of any female Member, may be registered as a Member upon such evidence being produced as may be required by the governing body for the time being of the Corporation.

VOTES OF MEMBERS.

31. Every Member shall have one vote for every seat of which he is registered as holder.

32. If two or more persons, being the assignees or personal representatives of a former Member, are registered as the joint holders of a seat or seats, the person whose name stands first in the register of Members as one of the holders of such seat or seats, and no other, shall be entitled to vote in respect of the same.

33. No Member shall be entitled to vote at any General Meeting unless all calls due from him have been paid, and no Member shall be entitled to vote in respect of any seat that he has acquired by transfer unless he has been possessed of the seat in respect of which he claims to vote, and shall have been registered as the holder thereof for at least three months previously to the time of holding the meeting at which he proposes to vote.

34. Votes, in the case of individuals, may be given either personally or by proxy, but in the case of a corporation shall be given by proxy.

35. The instrument appointing a proxy shall be in writing, under the hand of the appointer, or if such appointer is a corporation, under their common seal, and shall be attested by one or more witness or witnesses; no person who is not a Member of the Corporation of the Hall of Arts and Sciences shall be appointed proxy of an individual Member, but in the case of a corporation, any member of such corporation, or any officer thereof, may be appointed a proxy.

36. The instrument appointing a proxy shall be stamped, as required by law, and shall be deposited at the Office of the Corporation not less than 48 hours before the time for holding the meeting at which the person named in such instrument proposes to vote.

37. Any instrument appointing a proxy shall be in such form as may be prescribed by the Provisional Committee or the regulations of the Corporation for the time being.

PROVISIONAL COMMITTEE.

38. Any powers by this Schedule conferred on the Provisional Committee may be exercised by the governing body for the time being of the Corporation.

In witness whereof we have caused these our Letters to be made Patent.
Witness Ourselves at Our Palace at Westminster, the Eighth day of April,
in the Thirtieth year of Our Reign.

LEASE

TO THE

CORPORATION OF THE ROYAL ALBERT HALL OF THE SITE OF THE HALL

THIS INDENTURE, made the twenty-fifth day of March one thousand eight hundred and seventy-two, between the Commissioners for the Exhibition of 1851, herein-after referred to as "The Exhibition Commissioners," a Corporation created by Her Majesty's Letters Patent of the one part, and the Corporation of the Hall of Arts and Sciences, herein-after referred to as "The Corporation," also a Corporation created by Her Majesty's Letters Patent, of the other part.

WHEREAS by Her Majesty's Letters Patent bearing date the eighth day of April one thousand eight hundred and sixty-seven, after reciting that it had been represented to Her Majesty by her most dearly beloved son, Albert Edward, Prince of Wales, Knight of the Most Noble Order of the Garter, that the building of a hall for the purposes therein-after mentioned would conduce to the advancement of science and art, and reciting that the persons therein-after named, with many others, had subscribed towards the funds for the erection of the Hall in consideration of having granted to them in return for their subscriptions permanent seats in the Hall in manner appearing in the schedule annexed to the said Letters Patent; and reciting that provision was made in the said schedule for registering as members of the Corporation, established by the Letters Patent or Charter now in recital, all such persons as aforesaid and all other persons who might engage to take permanent seats in the Hall; and reciting that the Commissioners for the Exhibition of 1851, in furtherance of the objects of their Letters Patent or Charter, and of the designs of Her Majesty's late most dearly beloved husband the Prince Consort, had agreed to lease to the said Corporation for the term of nine hundred and ninety-nine years, a portion of their estate at South Kensington to be used as a site for the Hall, and had further agreed to guarantee a certain portion of the expense of building the Hall, on condition, amongst other things, that the amount guaranteed should not exceed fifty thousand pounds, and that the Commissioners, so far as their guarantee was not covered by public subscriptions, should be entitled to the same rights as were granted to other subscribers, but not for the individual advantage of any of the members of the Commission, Her Majesty being desirous of promoting the advancement of science and art by the building of the said Hall, did give and grant that the persons named in the said Letters Patent, and all other persons who might become members of the Corporation established thereby, should be a body corporate, by the name of "The Corporation of the Hall of Arts and Sciences," having a perpetual succession and a common seal with a capacity to sue and be sued in their corporate name, and to acquire and hold land for the purposes of the said Corporation without license in mortmain. And it was declared (inter alia) by the said Letters Patent

that the purposes of the Corporation should be the building and maintaining of a hall and buildings connected therewith, therein-after included under the term "Hall," on the estate of the Commissioners at South Kensington, and the appropriation of the Hall to the objects therein-after mentioned, (that was to say) congresses, both national and international, for purposes of science and art; performances of music, including performances on the organ; the distribution of prizes by public bodies and societies; conversaciones of societies established for the promotion of science and art; agricultural, horticultural, and the like exhibitions; national and international exhibitions of works of art and industry, including industrial exhibitions by the artizan classes; exhibitions of pictures, sculpture, and other objects of artistic or scientific interest; and generally any other purposes connected with science and art, with power for the Corporation to furnish the Hall in such manner and with such works and objects of scientific and artistic interest as they thought fit, and generally to do all such acts and things, whether such acts and things were or were not of the same character or nature as the acts and things before enumerated, as they thought conducive to the purposes of the Corporation, or for the benefit of the members thereof, having regard to the purposes aforesaid. And it was further declared that, with a view to raise the required funds for the building and maintenance of the Hall, the Corporation might receive subscriptions or donations from any persons or societies desirous of giving the same, and, subject to the rights reserved to members of the Corporation by the Letters Patent or Charter now in recital, might grant to the persons or societies giving such subscriptions or donations such interest in the Hall as the Corporation might deem expedient. And it was further declared that, subject to the rights reserved to the members of the Corporation, the Corporation might let the use of the Hall for a limited period, either wholly or partially, exclusively or reserving certain rights of entry, to any persons for any purposes for which the Corporation might themselves use the Hall. The Corporation might also appropriate, for a limited period, any buildings connected with the Hall, and which might not, for the time being, be required for the purposes thereof, to the use of any society or societies established for purposes similar to those for which the Corporation were themselves established, and upon such terms as the Corporation might think expedient. And it was further declared that no dividend should be payable to any member of the Corporation, and all profits which the Corporation might make by the use of the Hall, or by the sale or letting of any seats which, after the completion of the Hall, might for the time being belong to the Corporation, should be applied in carrying into effect the purposes of the Corporation in such manner as the Corporation might think fit. And whereas the Exhibition Commissioners, by virtue of the advances made by them to the Corporation towards the expense of building the said Hall, and by purchase, are entitled to eight hundred seats in the said Hall. And whereas the Corporation have, in pursuance of their said recited Letters Patent or Charter, erected and built on part of the estate of the Exhibition Commissioners at South Kensington the erections and buildings now known as the "Royal Albert Hall of Arts and Sciences." And whereas the Corporation have applied to the Exhibition Commissioners for the lease of the portion of their said estate at South Kensington herein-after described, and

agreed to be granted; and accordingly the Exhibition Commissioners have agreed to grant the said lease in manner herein-after appearing. NOW THIS INDENTURE WITNESSETH that in pursuance of the said agreement, and in consideration of the rent herein-after reserved, and the covenants and conditions herein-after contained, the Exhibition Commissioners do hereby demise unto the Corporation all that piece or parcel of land situate, lying, and being in the parish of Saint Margaret, Westminster, in the County of Middlesex, abutting on or towards the north on the Kensington Road, and having a frontage thereto of three hundred and forty feet, or thereabouts; on or towards the east on other land of the Exhibition Commissioners, and having a frontage thereto of two hundred and sixty-eight feet, or thereabouts; on or towards the south on other land of the Exhibition Commissioners agreed to be leased by them to the Royal Horticultural Society, and having a frontage thereto of three hundred and forty-six feet, or thereabouts; and on or towards the west on other land of the Exhibition Commissioners, and having a frontage thereto of three hundred and twelve feet, or thereabouts; which said piece or parcel of land intended to be hereby demised is, with the erections and buildings now standing and being thereon, more particularly delineated and described in the plan hereunto annexed, and therein distinguished by the colour red; together with the erections and buildings now being thereon, and which are known and described as "The Royal Albert Hall of Arts and Sciences." And together also with all other erections and buildings now built on the said piece or parcel of land, or any part thereof. And together with the use, jointly with the Exhibition Commissioners, their successors, assigns, and tenants, of the flue and shaft delineated on the said plan, but reserving to the said Exhibition Commissioners the power to substitute, at their own cost in all respects, for such flue and shaft another flue and shaft in lieu thereof, such flue and shaft to be constructed either on land belonging to the said Exhibition Commissioners or on any convenient part of the land hereby demised; such substituted flue and shaft to be constructed and fit for use prior to the removal of the present flue and shaft by the said Exhibition Commissioners. And together with the free and sole use of the air shafts delineated on the said plan, but reserving to the said Exhibition Commissioners the power, at their own expense, to stop up, alter, and remove the said air shafts, the said Exhibition Commissioners substituting in lieu of the present air shafts other air shafts equally convenient in all respects for the purposes and use of the said Hall and premises hereby demised; such substituted air shafts to be constructed either on land belonging to the said Exhibition Commissioners or on any convenient part of the premises hereby demised, and to be fit for use prior to the removal or stopping up of the present air shafts. And all ways, lights, rights, easements and appurtenances to the said demised premises belonging or appertaining, but so that nothing herein contained, save where otherwise expressly provided, shall prejudice the right to the Commissioners, their successors or assigns, to build upon any adjoining or neighbouring premises belonging, or which may at any time hereafter belong, to the Commissioners. Except and always reserved out of the demise hereby made unto the Exhibition Commissioners, their successors and assigns, their eight hundred seats in the said Hall, and all other rights and interests granted or reserved to them in and by the said recited letters

patent of the eighth day of April one thousand eight hundred and sixty-seven. And except and always reserved to the said Commissioners, their successors, assigns, and tenants, the free use, jointly with the said Corporation, their successors and assigns, of the water now being, arising, or flowing into the well situate on the south side of the premises hereby demised, with free access for themselves, their workmen and agents, at all convenient times to take and use the same for their own use and benefit. And except and also reserved free liberty and right of way and passage, and of ingress, regress, and egress to or for the said Exhibition Commissioners, their servants and agents, and all persons authorised by them during the continuance of the said term hereby granted, at all convenient times to pass and repass on foot, or with horses and carriages, and all other reasonable means through, in, or upon, across, and along the court-yard of the said premises hereby demised or expressed so to be, to and from any near or adjoining lands, hereditaments, or tenements belonging to the Commissioners, their successors or assigns. Provided always, that the said right of way shall not be exercised during the times of any public performance in the said Hall so as to interfere with the access of the public to and from the same, TO HAVE AND TO HOLD the premises hereby demised or expressed so to be except as aforesaid unto the Corporation from the Twenty-fifth day of March one thousand eight hundred and sixty-seven, for the term of nine hundred and ninety-nine years, yielding and paying therefor yearly during the said term unto the Exhibition Commissioners, their successors and assigns, on the twenty-fifth day of March in every year, if and when demanded, the sum of one shilling. And the Corporation do hereby covenant with the Exhibition Commissioners, their successors and assigns, in manner following, that is to say, that they, the Corporation, will pay to the Exhibition Commissioners, their successors and assigns, if and when demanded, the yearly rent hereby reserved; and also will during the said term pay all taxes, rates, charges, assessments, and impositions whatsoever, whether parliamentary, parochial, or otherwise, affecting, or hereafter to affect, the said premises hereby demised, or any part thereof, or the erections and buildings erected thereon, or the landlords or tenant of the same in respect thereof; and will not, without the previous license for that purpose in writing of the Exhibition Commissioners, their successors or assigns, erect or set up, or suffer to be erected or set up, on any part of the said premises hereby demised, any erection or building other than and except the erections and buildings now being thereon; and will at all times during the said term keep the said erections and buildings in good repair, and the same in such good repair at the end or sooner determination of the said term peaceably surrender and yield up unto the Exhibition Commissioners, their successors and assigns; and also will pay a reasonable proportion (to be ascertained by the surveyor for the time being of the Exhibition Commissioners and the said Corporation, their respective successors and assigns, or an umpire to be appointed by the said surveyor in case they cannot agree) of the expense of supporting and repairing all roads, ways, sewers, drains, party walls, water-courses, and easements, used in common by the occupiers of the said premises hereby demised with the occupiers of the adjoining property of the Exhibition Commissioners, their successors or assigns; and also that the Exhibition Commissioners, their successors and assigns, shall have free liberty of

watercourse in, through, and under the said demised premises to carry off the water and sewage from the adjoining or contiguous property; and also will insure and keep insured from loss or damage by fire the said erections and buildings in the sum of one hundred thousand pounds, at least, in one or more of the public fire insurance offices in London or Westminster; and upon the request of the Exhibition Commissioners, their successors or assigns, or their surveyor or agent, from time to time produce and show the receipt for the premium of such insurance for the then current year; and also will, as often as the said erections and buildings, or any of them, shall be destroyed or damaged by fire or other accident, immediately lay out and apply the money to be received by virtue of any such insurance as aforesaid, and also all such other sums of money (if any) as shall be necessary for that purpose in re-building, repairing, and reinstating the same. And the said Corporation do hereby further covenant with the Exhibition Commissioners, their successors and assigns that they the Corporation shall and will use, or permit to be used, the premises hereby demised for such ends, intents, and purposes only as are authorised, directed, and declared in and by the said herein recited letters patent of the eighth day of April one thousand eight hundred and sixty-seven, and for no other intent or purpose whatsoever without the license and consent in writing of the said Exhibition Commissioners. And the Corporation shall not, without the consent in writing of the Exhibition Commissioners, their successors or assigns, assign, underlet, or part with the possession of the said premises or any part thereof, further or otherwise than as authorised or directed by the said recited letters patent of the eighth day of April one thousand eight hundred and sixty-seven. Provided always, and it is hereby declared, that if the said yearly rent hereby reserved shall be unpaid for the space of twenty-one days next after payment thereof shall have been demanded, or if any of the covenants herein-before contained on the part of the Corporation shall not be observed and performed according to the true intent and meaning of these presents, or if this indenture, or the term or interest hereby granted, or the premises hereby demised, shall be taken in execution, or attempted to be disposed of by any process of any court of law or equity, or in case the herein-before recited charter of the said Corporation shall be revoked or become invalid, or if the said Corporation shall by any means whatever be dissolved, or in case the management of the said Hall and premises shall by any judgment, order, or decree of any competent court of jurisdiction, or otherwise howsoever, be taken out of the hands of the Corporation, then and in any of the said cases it shall be lawful for the Exhibition Commissioners, their successors or assigns, at any time thereafter into and upon the said demised premises or any part thereof, in the name of the whole, to re-enter, and the same to have again, re-possess, and enjoy as in their first or former state, and thereupon this present demise and the term hereby granted shall cease and determine, without prejudice nevertheless to the rights of the Commissioners, their successors or assigns, for or in respect of any previous breach of any of the covenants herein-before contained on the part of the Corporation. And the Exhibition Commissioners do hereby for themselves, their successors and assigns, covenant with the Corporation that they, the Corporation, paying the said yearly rent if and when demanded, and performing and observing all the covenants herein-before contained,

and on their part to be performed and observed, shall and may peaceably and quietly hold the said premises hereby demised during the said term hereby granted without any eviction or disturbance by the Exhibition Commissioners, their successors or assigns, or any other person or persons lawfully or equitably claiming by, from, or under them. And that they, the Commissioners, their successors and assigns, will not, during the said term hereby granted, erect, or suffer to be erected, upon any adjoining land which may belong to them, any structure or building within fifty feet from any or either of the porches to the said Hall. In witness whereof the said parties hereto have hereunto affixed their common seals the day and year first above written.

The Royal Albert Hall Act 1876

ARRANGEMENT OF SECTIONS

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AN
ACT

To make better Provision for the Maintenance of the
Royal Albert Hall.

[ROYAL ASSENT, 27TH JUNE, 1876.]

WHEREAS by royal charter, under the great seal of the Preamble.
United Kingdom, dated the eighth day of April, in the
thirtieth year of the reign of Her Most Gracious Majesty
Queen Victoria, the Corporation of the Hall of Arts and Sciences
(in this Act called "the Corporation") was incorporated for the
purpose of building and maintaining a Hall and buildings con-
nected therewith on the estate of Her Majesty's Commissioners
for the Exhibition of one thousand eight hundred and fifty-one
(in this Act called "the Commissioners") at South Kensington,
and of appropriating the Hall to purposes connected with science
and art, as therein mentioned, and the Corporation accordingly
built the Royal Albert Hall (in this Act called "the Hall"),
which was opened on the twenty-ninth day of March one thousand
eight hundred and seventy-one, and has ever since been used for
the purposes authorised by the said charter

And whereas the members of the Corporation are registered
holders of seats or of boxes containing a certain number of seats
in the Hall, which have been allotted to them in proportion to
the amount of their subscriptions to the building of the Hall or
have been subsequently purchased by them; and the management
and maintenance of the Hall is vested in a Council consisting of a
president and eighteen ordinary members, who are empowered,
amongst other things, to sell or let the boxes or seats which
remain at the disposal of the Corporation, either for the full
remainder of the period of nine hundred and ninety-nine years
for which the Hall is held by the Corporation or for any less
period, on such terms as they think fit:

And whereas the Commissioners hired large portions of the
Hall during the International Exhibitions, and gave in lieu of
rent a sum of three thousand pounds annually for the maintenance
of the Hall, which sum is no longer available now that the
Exhibitions are discontinued:

And whereas the funds which the Council have at their disposal
for maintaining, repairing, and furnishing the Hall, and
supporting an adequate staff of officers and servants, are derived
chiefly from their receipts for letting the use of the Hall upon
particular occasions, and from concerts and other entertainments,
and have been found to be wholly insufficient for those purposes,
and the Hall must soon be closed unless a fund can be provided
for the before-mentioned purposes:

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And whereas it is necessary that the Hall should be maintained and kept in substantial repair, and in a condition for letting:

And whereas a majority of the members are willing that the seats should be charged at a rate not exceeding two pounds per annum for providing a fund for the before-mentioned purposes, and it is expedient that effect should be given to an arrangement of such a nature, but the same cannot be done without the authority of Parliament:

MAY IT THEREFORE PLEASE YOUR MAJESTY,

That it may be Enacted, and be it Enacted, by the Queen's Most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal and Commons in this present Parliament assembled, and by the authority of the same, as follows:—

Short title. 1. This Act may be cited as “ The Royal Albert Hall Act 1876.”

Interpretation. 2. In this Act the following words and expressions shall have the meanings hereby assigned to them respectively, unless there be something in the subject or context repugnant to such construction, that is to say:

The word “ seat ” means a permanent seat in the Hall with a registered owner, whether such seat be in the amphitheatre or form one of several seats in a private box;

The word “ member ” means a member of the Corporation, whether a body corporate or an individual; and in the case of several persons jointly entitled to the same seat, means all such persons collectively;

The word “ joint member ” means any one of several persons jointly entitled to the same seat.

Trustees for purposes of the Act. 3. The Corporation may appoint any number of persons they think fit as trustees for the purposes of this Act, and may from time to time remove all or any of the persons so appointed, and may from time to time appoint other trustees, either in addition to the then existing trustees, or to supply vacancies occasioned by the removal of trustees, or by death or otherwise; and the trustees for the time being so appointed are in this Act called “ The Trustees.”

The Royal Albert Hall Act 1876

4. The Council shall in every year, at a general meeting called Annual for the purpose at some time in the month of February, lay before meeting to be the members of the Corporation a statement of the sums which held for fixing will be required in the following year, for the purpose of efficiently the amount to keeping the Hall in substantial repair and in a condition for letting, be paid by the and of defraying all rates and taxes thereon; and for providing members for and keeping up the necessary staff for such purposes; and the maintenance of the Hall and carrying out the purposes of the Charter. shall be rated for that year for those purposes, and the sum so fixed is in this Act called "the Seat Rate."

5. And whereas, by the charter and constitution of the As to votes of Corporation, every member is entitled to one vote at meetings of members for the Corporation for every seat of which he is registered as holder; certain purposes. and whereas the Commissioners are the registered holders of a very large number of seats: Be it enacted, That on questions with respect to the election of members of the Council, and with respect to the charging of members in any year for the maintenance of the Hall, and defraying the rates and taxes thereon, and with respect to the amount (if any) for each seat to be so charged, the Commissioners shall, upon the questions hereinbefore mentioned, have one vote only for every fifty seats of which they are for the time being the registered holders; and every other member of the Corporation, including such of the Commissioners as are holders of seats in their individual capacity, shall be entitled to one vote for every seat of which he is registered as holder.

6. Subject to the provisions of this Act every member for the Charge upon time being is hereby charged with and made liable for the payment members of £2 to the Corporation of the seat rate in respect of the seat or seats per annum for of which he is the registered holder, and if in any year any member each seat held refuses or for one month after demand made by the Corporation by them. for payment thereof neglects to pay the seat rate in respect of any seat or seats of which he is the registered holder, the Council shall be empowered to let his seat or seats until the full amount of the seat rate for which he is liable be paid, and in the meantime such member shall not be entitled to the use of his seat or seats: Provided always, That when and so soon as the Council shall have received the full amount for which he is liable, they shall forthwith give notice in writing to such member that they have received such amount, and that he is again entitled to the use of his seat or seats.

7. If at the expiration of the year the seat rate of any member Amount due at be not fully paid, either by the member or by sums received by the end of the the Council from the letting of the seat or seats, the amount year to be thereof, or so much thereof as shall then be due, shall be recovered by recoverable by action of debt in any court of competent action. jurisdiction.

The Royal Albert Hall Act 1876

Recovery of seat rate when ownership of seat is doubtful.

8. In all cases of doubt as to the person entitled to any seat the person whose name appears in the register of the Corporation as the holder thereof shall, for the purpose of enforcing payment of any sum due in respect of seat rate, be deemed the holder thereof, and the Corporation may accordingly recover payment of the said sum from him, or, in case of his death, from his estate.

When seat belongs to joint members.

9. The Corporation may enforce payment of any sum due in respect of a seat rate against any joint member to whom the seat may belong, and any joint member paying the seat rate shall be entitled to be reimbursed so much of the sum paid as is over and above his fair proportion thereof from the other joint members.

Corporation may refuse to register transfer of seat when seat rate in arrear.

10. The Corporation may refuse to register the transfer of any seat in respect of which any sums are due on account of seat rate until the same and all sums incurred by them in endeavouring to recover payment thereof have been paid.

Power to compound for seat rate.

11. Any member may at any time compound for all sums thereafter to become due in respect of seat rate for any seat or seats belonging to him upon payment of all sums then in arrear in respect of the seat rate for such seat or seats, and of a sum of fifty pounds for such seat, or of a sum equal to the aggregate amount of fifty pounds for each of such seats; and the holder for the time being of the seat or seats in respect of which the composition is made shall not thereafter be chargeable with any seat rate in respect thereof.

Receipts.

12. The receipt of the treasurer or collector for any seat rate or composition money shall be a sufficient discharge for the same to the member paying the seat rate or composition money and taking the receipt.

Annual sums to be carried to separate account and paid to trustees.

13. All sums under this Act in respect of the seat rate shall be carried to a separate account, to be called "The Special Maintenance Account," and shall be paid by the collector or treasurer to such bank as the trustees from time to time direct, to the credit of the account of the trustees with such bank.

Application of Special Maintenance Account.

14. The moneys standing to the credit of the Corporation on the Special Maintenance Account shall be applicable under the direction of the council, but subject to the approval of the trustees, in or towards maintaining, repairing, and furnishing the Hall, defraying all rates and taxes, and providing and keeping up the necessary staff for such purposes.

When trustees disapprove of application of Special Maintenance Account.

15. The trustees shall not be bound to pay any money from the Special Maintenance Account for purposes which they

The Royal Albert Hall Act 1876

disapprove of until the matter has been brought before a meeting of the Corporation and an order for the application of the money to those purposes has been passed thereat.

16. All sums received for the composition of annual sums shall be carried to a separate account to be called "The Endowment Fund Account," and shall be paid by the treasurer to the trustees, who shall invest the same in their names in some one or more of the following securities (that is to say):—

Composition to be carried to separate account and invested by trustees.

1. British Government Funds, or East Indian or Colonial Stocks or Securities, or East Indian Railway Guaranteed Stocks.
2. Real Securities in the United Kingdom.
3. Mortgages or debenture stock of any Railway Company in the United Kingdom paying at the time of the investment a dividend upon the ordinary stock of the Company.

17. The trustees may from time to time change any of the securities in or upon which any part of the Endowment Fund is for the time being invested for any other of the stocks, funds, or annuities in or upon which they are by this Act authorised to invest moneys carried to that account, but except for the purpose of such change of securities they shall not call in, sell out, or convert into money any of such securities.

Power to change securities.

18. The trustees shall out of the interest, dividends, and annual income derived from the Endowment Fund Account, as and when the same shall become payable, and so far as the same shall be sufficient for the purpose pay to the credit of their account at the bank to which the sums payable in respect of the seat rate are for the time being payable, such sum for each seat which shall have been compounded for as shall be charged on each seat at the meeting held for that purpose in each year, and the amount of the sums so paid shall be placed to the credit of the Corporation in the Special Maintenance Account, and any surplus income of the Endowment Fund in any year after making such payments shall be invested by the Trustees in augmentation of the capital of the Endowment Fund.

Income of Endowment Fund Account to be carried to Special Maintenance Account.

19. The provisions of the charter and of the constitution made in pursuance thereof with respect to accounts and auditors, so far as they are not inconsistent with this Act, shall apply to all accounts to be kept under the provisions of this Act as if such accounts had, in the manner provided by this Act, been required to be kept by such charter and constitution.

Extending provisions of charter as to accounts and creditors.

The Royal Albert Hall Act 1876

For indemnity
of trustees.

20. No trustee under this Act shall be responsible for the loss of any money entrusted in the ordinary way of business to any banker, broker, solicitor, or other person, for the purpose of investment, or for the acts, neglects, or defaults of any other trustee under this Act, or of any person bonâ fide entrusted with money to make payments authorised by this Act, but shall be responsible for his own acts, neglects, or defaults only.

Printed copies
of register of
seat-holders.

21. The Corporation shall print correct copies of the register of seat-holders up to the first day of December in every year, and at the expiration of a fortnight from that date shall, on application, supply such printed copies at a price not exceeding two shillings for each copy to every person who is a member of the Corporation.

Costs of Act.

22. The costs, charges, and expenses preliminary to, and of and incidental to the preparing, applying for, obtaining, and passing of this Act, shall be paid by the Corporation.

SUPPLEMENTAL CHARTER

OF THE

CORPORATION OF THE HALL OF ARTS AND SCIENCES

VICTORIA BY THE GRACE OF GOD of the United Kingdom of Great Britain and Ireland Queen, Defender of the Faith. To all whom these presents shall come, Greeting.

1. WHEREAS by Our Royal Charter, under the great seal of the United Kingdom, dated the 8th day of April, in the 30th year of Our Reign, We incorporated the Corporation of the Hall of Arts and Sciences, hereinafter called the Corporation, for the purpose of building and maintaining on the estate of the Commissioners for the Exhibition of 1851 at South Kensington a Hall and buildings connected therewith, and of appropriating the Hall to purposes connected with Science and Art as therein mentioned, and the Corporation accordingly built the Royal Albert Hall:

2. AND WHEREAS Our dearly-beloved son Albert Edward Prince of Wales is President of the Corporation, and the governing body of the Corporation is a Council of which Our said son as such President is an ex-officio Member:

3. AND WHEREAS the funds derived from the said Hall being insufficient for the maintenance thereof, The Royal Albert Hall Act 1876 was passed in the Session holden in the thirty-ninth and fortieth years of Our reign: And whereas by the said Act the Council were required, in the Month of February in each year, to lay before a General Meeting of the Members of the Corporation a Statement of the sums which would be required in the following year for the maintenance of the Hall, and for other purposes mentioned in the said Act, and the Members of the Corporation present at such Meeting were empowered to determine at what sum, if any, not exceeding £2 for each seat, the Members of the Corporation should be rated for that year for those purposes; and the sum so fixed is in the said Act called "the Seat Rate," and is thereby made recoverable from the Members of the Corporation in the manner therein mentioned:

4. AND WHEREAS in every year since the passing of the said Act, except during certain years in which Exhibitions have been held, it has been necessary to raise the maximum amount of the Seat Rate:

5. AND WHEREAS it has been represented unto Us by Our dearly-beloved Son Albert Edward Prince of Wales that if the purposes to which the Hall may be applied were extended, an income might be raised from

the use of the Hall sufficient for maintaining the Hall, and that benefit would accrue to the public from the user of the Hall for the purpose of well-regulated entertainments and recreation:

6. AND WHEREAS it is provided by Our said Charter that the governing body for the time being of the Corporation may apply for a new Charter or for any modification of Our said Charter, but that such application shall not be made after the opening of the Hall without the consent of the Corporation testified by a Special Resolution as defined in Our said Charter:

7. AND WHEREAS the Council have applied for a modification of Our original Charter, and such application has been consented to by a special resolution of the Corporation passed at a General Meeting of the Corporation held on the 30th day of November, 1886, and confirmed at a General Meeting held on the 12th day of January, 1887:

8. NOW KNOW YE THAT WE, being desirous of promoting the interests of the Corporation, do of Our special grace, certain knowledge and mere motion, by this Our Supplemental Charter, declare as follows:

9. THE HALL may, in addition to the objects in Our said Charter mentioned, be appropriated to all or any of the following objects (that is to say):

- (A) Public or private meetings of any body of persons;
- (B) Operettas, concerts, balls, or any other than theatrical entertainments for the amusement and recreation of the people;

10. THE COUNCIL may do all or any of the following things, that is to say:

- (A) Let the Hall aforesaid for any of the purposes hereinbefore authorised;
- (B) Arrange with individual Members of the Corporation for the exchange, purchase, renting, or temporary user of their boxes or seats.

11. THE CORPORATION in General Meeting may, by resolution, empower the Council to exclude the Members of the Corporation from the Hall on any occasion on which the Hall is used for private meetings or for entertainments to which the general public cannot obtain admission by payment of money only on a certain number of days not exceeding ten in any one year; but no such resolution to fix such occasions shall be brought forward at any meeting unless notice of the intention so to do shall have been given, with the notice of the meeting at which it is to be proposed, which notice shall state the number of days on which it is proposed to empower the Council to exclude the Members, nor shall any such resolution be carried by a majority of less than two-thirds of the votes of those voting either in person or by proxy thereon.

12. NOTHING in this Our Supplemental Charter contained shall affect the rights or privileges of any Member of the Corporation as subsisting under Our said Original Charter.

13. THIS Our Supplemental Charter shall, so far as is consistent with the terms thereof, be construed as one with Our said Original Charter.

IN WITNESS hereof We have caused these Our Letters to be made patent. Witness Ourselves at Westminster the twenty-fifth day of October, in the fifty-first year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL,



MUIR MACKENZIE.

The Royal Albert Hall Act, 1927

ARRANGEMENT OF SECTIONS

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AN

ACT

To make further provision for the maintenance of the Royal Albert Hall to provide for a rate on seats therein and for other purposes.

WHEREAS by Royal Charter under the Great Seal of the United Kingdom dated the eighth day of April in the thirtieth year of the reign of Her most gracious Majesty Queen Victoria the Corporation of the Hall of Arts and Sciences (hereinafter called "the Corporation") was incorporated for the purpose of building and maintaining a hall and buildings connected therewith on the estate of Her Majesty's Commissioners for the Exhibition of one thousand eight hundred and fifty-one at South Kensington and of appropriating the hall to purposes connected with science and art as therein mentioned and the Corporation accordingly built the Royal Albert Hall (in this Act called "the Hall") which was opened on the twenty-ninth day of March one thousand eight hundred and seventy-one and has ever since been used for the purposes authorised by the said Charter and by a supplemental Charter dated the twenty-fifth day of October in the fifty-first year of the reign of Her said most gracious Majesty:

And whereas the members of the Corporation are registered holders of seats or of boxes containing a certain number of seats in the hall which have been allotted to them in proportion to the amount of their subscriptions to the building of the hall or have been subsequently purchased by or have otherwise become vested in them:

And whereas the management and maintenance of the hall is vested in a council consisting of a president and eighteen ordinary members who are empowered amongst other things to sell or let the boxes or seats which remain at the disposal of the Corporation either for the full remainder of the period of nine hundred and ninety-nine years from the twenty-fifth day of March one thousand eight hundred and sixty-seven for which the hall is held by the Corporation or for any less period on such terms as they think fit:

And whereas by the Royal Albert Hall Act 1876 (hereinafter called "the Act of 1876") the Corporation were empowered to rate the members in every year at such sum (in the said Act called the "seat rate") not exceeding two pounds for every seat as the members present at a general meeting called for that purpose some time in the month of February in each year should determine:

The Royal Albert Hall Act, 1927

And whereas the funds which the council have at their disposal for maintaining repairing and furnishing the hall and supporting an adequate staff of officers and servants are derived chiefly from their receipts for letting the use of the hall upon particular occasions and from concerts and other entertainments together with such seat rate as aforesaid and are by reason of increased cost of such maintenance repair furnishing and support insufficient for those purposes:

And whereas by the London County Council (Parks &c.) Act 1915 the hall was made subject to certain provisions (from which it had previously been exempt) of the Metropolis Management and Building Acts Amendment Act 1878 and of the Metropolitan Board of Works (Various Powers) Act 1882 relating to means of escape in case of fire and safety of persons resorting thereto as if the hall were a house or place of public resort to which those Acts or either of them applied:

And whereas the London County Council acting in pursuance of the said provisions or some of them have made requirements thereunder on the Corporation which involve the expenditure of large sums of money on the hall:

And whereas the Corporation have no funds at their disposal to enable them to comply with such requirements:

And whereas it is expedient that provision should be made to enable the Corporation to meet the said requirements and that better provision should be made to enable the Corporation to maintain and carry on the hall and to extend the objects to which the hall may be appropriated and that such other provision should be made as is in this Act contained:

And whereas the purposes of this Act cannot be effected without the authority of Parliament:

MAY IT THEREFORE PLEASE YOUR MAJESTY

That it may be enacted and be it enacted by the King's most Excellent Majesty by and with the advice and consent of the Lords Spiritual and Temporal and Commons in the present Parliament assembled and by the authority of the same as follows (that is to say):—

Short title.

1. This Act may be cited as the Royal Albert Hall Act 1927 and the Royal Albert Hall Act 1876 and this Act may be cited together as the Royal Albert Hall Acts 1876 and 1927.

The Royal Albert Hall Act, 1927

2. In this Act the following words and expressions shall have Interpretation. the meanings hereby assigned to them respectively unless there be something in the subject or context repugnant to such construction (that is to say):—

“ The Charter ” means the Royal Charter of the Corporation of the eighth day of April one thousand eight hundred and sixty-seven;

“ The supplemental Charter ” means the supplemental Charter of the Corporation dated the twenty-fifth day of October one thousand eight hundred and eighty-seven;

“ The Corporation ” means the Corporation of the Hall of Arts and Sciences ;

“ the council ” means the council of the Corporation;

“ The Act of 1876 ” means the Royal Albert Hall Act 1876;

“ The trustees ” means the trustees appointed under the Act of 1876 as existing from time to time;

“ Seat ” means a permanent seat in the hall with a registered owner whether such seat be in the amphitheatre or form one of several seats in a private box;

“ Seat rate ” means and includes any rate in respect of a seat to which a member shall at any time become liable under this Act or under the Act of 1876 as amended by this Act;

“ Member ” means a member of the Corporation whether a body corporate or an individual and in the case of several persons jointly entitled to the same seat means all such persons collectively;

“ Registered holder ” means any person appearing in the register of seatholders kept by the Corporation;

“ The endowment fund ” and “ the endowment fund account ” mean the endowment fund and the endowment fund account provided for by the Act of 1876;

“ The special maintenance account ” means the special maintenance account provided for by the Act of 1876.

3.—(1) Subject to the provisions of this Act every member for Rate on seats. the time being is hereby charged with and made liable for the payment to the Corporation for a period of six years from the first day of January one thousand nine hundred and twenty-seven of a seat rate of three pounds in each such year in respect of each seat of which he is the registered holder and section 4 (Annual meeting to be held for fixing the amount to be paid by the members

The Royal Albert Hall Act, 1927

for maintenance of the hall and carrying out the purposes of the Charter) of the Act of 1876 shall during the said period cease to have effect.

(2) After the expiration of the said period of six years the provisions of section 4 (Annual meeting to be held for fixing the amount to be paid by the members for maintenance of the hall and carrying out the purposes of the Charter) of the Act of 1876 shall be read and have effect as if "three pounds" had been inserted therein in lieu of "two pounds" and section 5 (As to votes of members for certain purposes) and section 13 (Annual sums to be carried to separate account and paid to trustees) of the Act of 1876 shall extend and apply accordingly.

(3) The provisions of section 11 (Power to compound for seat rate) of the Act of 1876 shall be read and have effect as if wherever "fifty pounds" occurs therein "seventy-five pounds" had been inserted therein.

(4) Notwithstanding anything in the Charter the Corporation shall after the expiration of the said period of six years pay out of any moneys which at the date of such expiration shall stand to the credit of or shall be in the hands of the Corporation to the holders of seats whose names appear at the expiration of the said period on the register of seatholders kept by the Corporation rateably in proportion to the amounts of seat rates paid in respect of such seats during such six years a sum equal to sixty-five per centum of the amount which if the members had been entitled to profits would have been divisible among the members as profits (which amount is in this section referred to as "profits") in respect of such period of six years. Provided that—

- (i) the sum to be paid to any member by the Corporation under the provisions of this subsection shall not exceed the sum of one pound for each year in such period of six years for each seat in respect of which such member is registered as aforesaid;
- (ii) no sum shall be payable thereunder to holders of seats in respect of which a composition has previously to the first day of January one thousand nine hundred and twenty-six been paid under the provisions of section 11 (Power to compound for seat rate) of the Act of 1876;
- (iii) if any sum paid under the foregoing provisions of this subsection shall not amount to one pound for each year in the said period of six years for each seat in respect of which such payment is to be made the Corporation shall after the expiration of the year next following the said period apply as aforesaid out of any moneys which at

The Royal Albert Hall Act, 1927

the expiration of such following year shall stand to the credit of or shall be in the hands of the Corporation a sum up to but not exceeding sixty-five per centum of the profits in respect of such following year in or towards paying rateably as aforesaid to the holders of each seat whose names appear on the said register at the expiration of such following year any amount by which the sum paid under the said foregoing provisions shall have fallen short of one pound for each year in the said period of six years for each such seat.

(5) The Corporation shall obtain from the auditors of the Corporation a certificate of the amount of the profits and such certificate shall be final and conclusive for the purposes of this section.

(6) If in any year any member refuses or for one month after demand made by the council for payment thereof neglects to pay the seat rate in respect of any seat of which he is the registered holder the council may let such seat until the full amount of the seat rate for which such member is liable be paid, and in the meantime such member shall not be entitled to use his seat:

Provided always that when and so soon as the council shall have received the full amount for which such member is liable they shall forthwith give notice in writing to him that they have received such amount and that he is again entitled to the use of his seat.

4. If at the expiration of any year the seat rate payable by any member for that year be not fully paid either by the member or by sums received by the council from the letting of the seat of such member the amount of such seat rate or so much thereof as shall then be due shall be recoverable in any court of competent jurisdiction.

Amount due
at end of year
to be
recovered by
action.

5.—(1) All sums received by way of seat rate shall be paid by the treasurer or collector of the Corporation to such bank as the trustees from time to time direct to the credit of the account of the trustees with such bank.

Application
of seat rate.

(2) The trustees shall in each year during the said period of six years from the first day of January one thousand nine hundred and twenty-seven apply out of the sums so received as aforesaid a sum equal to two pounds in respect of each seat in respect of which seat rate has been paid in that year in and towards meeting the cost of complying with any requirements in relation to the hall made by any public body in pursuance of any statutory authority in that behalf or any extraordinary or other capital expenditure in relation to the hall and may if they think fit

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accumulate any sums so applicable as aforesaid in or towards the formation of a capital fund for meeting any such cost or expenditure and the trustees may accumulate in augmentation of such fund any of the income produced by such fund and may apply towards such purposes or any of them any moneys forming the said fund or any of the income produced by the fund.

(3) Any moneys forming any part of such fund or which would under the foregoing provisions of this section be applicable to such fund and any of the income produced by such fund so far as the same shall not be required for any of the aforesaid purposes and the balance of any sums received in respect of seat rate for any year which remains after setting aside the sum so to be set aside to such fund as aforesaid shall be carried to the credit of and deemed to form part of the special maintenance account.

Payments
from
endowment
fund.

6.—(1) The trustees shall out of the interest dividends and annual income derived from the endowment fund so far as the same shall be sufficient for the purposes mentioned in this section pay to the credit of their account at their bankers for each seat in respect of which a composition shall have been paid before the first day of January one thousand nine hundred and twenty-six under the provisions of section 11 (Power to compound for seat rate) of the Act of 1876—

- (a) in each year during the period of six years from the first day of January one thousand nine hundred and twenty-seven the sum of two pounds for each such seat;
- (b) in each year after the expiration of such six years such sum for each such seat (up to but not exceeding two pounds) as shall have been charged on each seat at the meeting held for that purpose in such year as provided by the Act of 1876 as amended by this Act;

and the amount of the sums so paid by the trustees as aforesaid shall be placed to the credit of the Corporation in the special maintenance account.

(2) The trustees shall so far as aforesaid during the said period of six years in each year after the year in which a composition shall have been paid in respect of any seat under the provisions of section 11 (Power to compound for seat rate) of the Act of 1876 as amended by this Act apply a sum of two pounds in respect of each such seat to the purposes referred to in the section of this Act of which the marginal note is "Application of seat rate" and shall so far as aforesaid in each such year during the said period pay the sum of one pound and in each year after the expiration of such period the amount of the seat rate for that year in respect of each such seat to the credit of the special maintenance account.

The Royal Albert Hall Act, 1927

(3) Any surplus income of the endowment fund remaining in any year after making the payments in this section before referred to shall be invested by the trustees in augmentation of the capital of the endowment fund.

7. All moneys which are by this Act to be paid or carried to the credit of or deemed to form part of the special maintenance account shall be applicable for the same purposes in every respect as those to which moneys standing to the credit of the Corporation in the special maintenance account are applicable under or by virtue of the Act of 1876. As to moneys paid to special maintenance account.

8. The provisions of the following sections of the Act of 1876 shall extend and apply for the purposes of this Act (that is to say):— Application of sections of Act of 1876.

Section 6 (Charge upon members for two pounds per annum in respect of each seat held by them);

Section 8 (Recovery of seat rate when ownership of seat is doubtful);

Section 9 (When seat belongs to joint members);

Section 10 (Corporation may refuse to register transfer of seat when seat rate in arrear);

Section 12 (Receipts);

Section 19 (Extending provisions of Charter as to accounts and auditors);

Section 20 (For indemnity of trustees);

and for the purpose of such application the said sections shall be read and construed as if any seat rate authorised by this Act or by the Act of 1876 as amended by this Act were the seat rate referred to in those sections respectively.

9. The Corporation may borrow on mortgage of the seat rate and other the income revenues and property of the Corporation provided that no greater principal sum than one hundred thousand pounds shall be owing by the Corporation on mortgage at any one time. Corporation may borrow.

10. Every mortgage on the security of the seat rate or income revenues or other property of the Corporation shall be under the common seal of the Corporation and may be according to the form set out in Part I of the schedule to this Act or to the like effect. Form of mortgage.

11. A person lending money to the Corporation shall not be bound to inquire whether the money is wanted or more than is Protection of lenders from inquiry.

The Royal Albert-Hall Act, 1927

wanted is raised or as to the observance by the Corporation of any of the provisions of this Act or be bound to see to the application or be answerable for any loss misapplication or non-application of the money lent or of any part thereof.

Corporation
not to regard
trusts.

12. The Corporation shall not be bound to see to the execution of any trusts whether express or implied or constructive to which any loan or security for a loan given by them under the authority of this Act may be subject but the receipt of the person in whose name any loan or security for loan stands shall from time to time be a sufficient discharge to the Corporation in respect thereof notwithstanding any trusts to which such loan or security may be subject and whether or not the Corporation have had express or implied notice of any such trust or of any charge or incumbrance upon or transfer of such loan or security or any part thereof or interest thereon and the Corporation shall not be bound to see to the application of the money paid on any such receipt or be answerable or accountable for any loss misapplication or non-application of any such money.

Appointment
of receiver.

13.—(1) Any mortgagee of the Corporation may enforce the payment of arrears of interest or principal or principal and interest due on his mortgage by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than one thousand pounds in the whole.

(2) The application for the appointment of a receiver shall be made to the High Court.

Transfers of
mortgages.

14. Any person entitled to any mortgage made by the Corporation under this Act may transfer his right and interest therein to any other person and every such transfer shall be by deed duly stamped wherein the consideration shall be truly stated and every such transfer may be according to the form in Part II of the schedule to this Act or to the like effect.

Fund for
repayment of
borrowed
moneys.

15.—(1) In order to discharge any principal moneys borrowed under the powers of this Act the Corporation shall in every year in which any such principal moneys shall remain outstanding appropriate and set apart out of the seat rate or other income or revenues of the Corporation such a sum as the council may in such year determine not being less in any year than one-thirtieth part of such principal moneys as may be outstanding and the Corporation shall in each such year pay over to the trustees the sum so appropriated and set apart.

The Royal Albert Hall Act, 1927

(2) All moneys so appropriated and set apart and any income resulting therefrom shall be applied by the trustees in or towards the formation of a sinking fund for paying off such principal moneys.

(3) The trustees shall invest all moneys forming any part of any such sinking fund and any income resulting therefrom in their names in some one or more of the securities mentioned in section 16 (Composition to be carried to separate account and invested by trustees) of the Act of 1876.

(4) The provisions of section 17 (Power to change securities) of the Act of 1876 shall apply to any securities in which moneys forming such sinking fund are invested as if they were securities referred to in that section.

16. Notwithstanding anything in the Charter or in article 9 of the supplemental Charter the hall may be appropriated to the purposes of and used for theatrical entertainments and operatic performances: Amending supplemental Charter.

Provided that nothing in this section shall affect the operation of the Theatres Act 1843.

17. On any occasion (other than any occasion on which members may be excluded from the hall under the provisions of the section of this Act of which the marginal note is "As to occasions on which members may be excluded from the hall") on which the hall shall be appropriated to or used for any purpose for which it is necessary or convenient to erect a floor over the amphitheatre stalls therein a floor may be erected thereover and the holders of such amphitheatre stalls shall and that notwithstanding any provisions of the Charter for any occasion on which a floor shall be so erected not be entitled to the use of such stalls but on each such occasion the holder of any such stall shall be entitled to free admission to the hall and to all rights and privileges (other than the use of his stall) to which he would have been entitled as such holder but for the provisions of this section. Provided that on no occasion shall such floor remain over the amphitheatre stalls for a longer period than six weeks unless with the consent in writing of the holders of a majority of such stalls. As to amphitheatre stalls on certain occasions.

18. Notwithstanding anything contained in article 11 of the supplemental Charter the occasions on which the Corporation in general meeting may under the provisions of that article by resolution empower the council to exclude the members from the hall shall include occasions on which the hall is used for balls for the purposes of which a floor is erected over the amphitheatre stalls or other entertainments (not being (a) balls for the purposes As to occasions on which members may be excluded from the hall.

The Royal Albert Hall Act, 1927

of which a floor is not so erected as aforesaid or (b) boxing entertainments) whether the general public can or cannot obtain admission to such balls or entertainments by payment of money.

Limiting period of letting use of main hall. 19. The Corporation shall not let the use of the main hall for any continuous period exceeding one year.

Repeals. 20. The following sections of the Act of 1876 are hereby repealed:—

Section 7 (Amount due at the end of the year to be recovered by action);

Section 18 (Income of endowment fund account to be carried to special maintenance account).

Exemption of compounded seatholders. 21. Notwithstanding anything contained in the Act of 1876 or in this Act—

(a) no seat rate shall be chargeable for any seat in respect of which a composition was made before the first day of January one thousand nine hundred and twenty-six under the provisions of section 11 (Power to compound for seat rate) of the Act of 1876;

(b) in any case in which a composition is after the passing of this Act made under the provisions of the said section 11 as amended by this Act no seat rate shall be chargeable for any seat in respect of which such composition is made for any year after the year in which the composition is made.

Costs of Act. 22. All costs charges and expenses of and incident to the preparing for obtaining and passing of this Act or otherwise in relation thereto shall be paid by the Corporation.

The Royal Albert Hall Act 1876

The SCHEDULE referred to in the foregoing Act

PART I.

FORM OF MORTGAGE.

By virtue of the Royal Albert Hall Act 1927 the Corporation of the Hall of Arts and Sciences in consideration of the sum of
paid to the treasurer of the said Corporation by
of do grant and assign unto the said
his executors administrators and assigns the seat rate payable by virtue
of the said Act and all other the income revenues and property of the
Corporation To hold to the said his executors
administrators and assigns from this day until the said sum of
with interest at per centum per annum for
the same shall be fully paid and satisfied the principal sum to be repaid
at the end of years from the date hereof.

Given under our corporate seal this day of
one thousand nine hundred and twenty-

PART II.

FORM OF TRANSFER OF MORTGAGE.

I of in consideration
of the sum of paid to me by
do hereby transfer to the said his executors
administrators and assigns a mortgage made by the Corporation of the
Hall of Arts and Sciences to bearing date the
day of for securing the sum of
and interest and all my right estate and interest in and to
the money thereby secured and in and to the seat rate income revenues
and property of the Corporation thereby assigned.

In witness whereof I have hereunto set my hand and seal this
day of One thousand nine hundred and

SUPPLEMENTAL CHARTER

OF THE

CORPORATION OF THE HALL OF ARTS AND SCIENCES

GEORGE THE FIFTH, by the Grace of God, of Great Britain, Ireland and the British Dominions beyond the Seas, King, Defender of the Faith, Emperor of India

TO ALL TO WHOM THESE PRESENTS SHALL COME
GREETING:—

WHEREAS Our Royal Predecessor Queen Victoria by Royal Charter under the Great Seal of the United Kingdom dated the 8th April in the 30th year of Her Reign incorporated the Corporation of the Hall of Arts and Sciences, hereafter called the Corporation, for the purpose of building and maintaining on the estate of the Commissioners for the Exhibition of 1851 at South Kensington a Hall and buildings connected therewith and of appropriating the Hall to purposes connected with Science and Art as therein mentioned and the Corporation accordingly built the Royal Albert Hall

AND WHEREAS in accordance with the constitution provided for by the said Charter (hereafter called the constitution) the governing body of the Corporation is an elective Council

AND WHEREAS it has been presented to Us that it is expedient that the governing body of the Corporation should include members appointed by bodies other than the Corporation

AND WHEREAS it is provided by the said Charter that the governing body for the time being of the Corporation may apply for a new Charter or for any modification of the said Charter but that such application shall not be made after the opening of the Hall without the consent of the Corporation testified by a Special Resolution as defined in Our said Charter

AND WHEREAS the Council of the Corporation (being the governing body as aforesaid) has applied for a modification of the said Charter and such application has been consented to by a Special Resolution of the Corporation passed at a general meeting of the Corporation held on the third day of April 1928 and confirmed at a general meeting held on the sixteenth day of May 1928

NOW KNOW THAT WE being desirous of promoting the purposes of the Corporation do of our special grace certain knowledge and mere motion by this Our Supplemental Charter declare as follows:

1.—IN the constitution the governing body of the Corporation shall be a Council consisting of elective members together with five appointed members.

2.—THE appointed members shall be appointed in manner following, that is to say, one by the Trustees of the British Museum (Natural History), one by the President of the Board of Education, one by the Governors of the Imperial College of Science and Technology, one by the Council of the Royal College of Music, and one by the Royal Commissioners of the Exhibition of 1851. In the case of the three last named the appointed member shall be a member of the appointing body.

3.—EACH of the appointed members shall hold office for a term of three years and shall be eligible for re-appointment.

4.—AN appointed member shall not be required to be a seatholder or otherwise to be qualified as a member of the Corporation.

5.—THIS Our Supplemental Charter shall so far as is consistent with the terms thereof be construed as one with the said Original Charter.

IN WITNESS whereof We have caused these Our Letters to be made Patent.

WITNESS Ourselves at Westminster the seventh day of December in the nineteenth year of O Reign

BY WARRANT UNDER THE KING'S SIGN MANUAL,



SCHUSTER.

Royal Albert Hall Act, 1951

14 & 15 GEO. 6 Ch. xviii

ARRANGEMENT OF SECTIONS

Section

1. Short and collective titles.
2. Interpretation.
3. Capital expenditure.
4. Capital contribution.
5. Increase of borrowing powers.
6. Power to mortgage capital contribution.
7. Amending section 16 of 1876 Act.
8. Amendment of provision for composition of seat rate.
9. Amendment of provisions as to use of hall and exclusion of members.
10. As to lease of hall.
11. Repeal of section 15 of 1927 Act.
12. Costs of Act.

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12
13

14

15

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17

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CHAPTER xviii

An Act to make better provision for the structural improvement repair and maintenance of the Royal Albert Hall to provide additional capital funds and borrowing powers for the Corporation of the Hall of Arts and Sciences to amend and extend the existing provisions as to seat rates and seatholders and the use and letting of the hall and for other purposes. [22nd June 1951.]

WHEREAS—

(1) The Corporation of the Hall of Arts and Sciences (hereinafter called “the Corporation”) was incorporated by royal charter dated the eighth day of April eighteen hundred and sixty-six (hereinafter called “the original charter”) for the purpose of building and maintaining a hall and buildings connected therewith on the estate of the commissioners for the exhibition of 1851 (hereinafter called “the exhibition commissioners”) at South Kensington and appropriating the hall to purposes connected with science and art as therein mentioned and the Corporation accordingly built the Royal Albert Hall (hereinafter called “the hall”) which was opened on the twenty-ninth day of March eighteen hundred and seventy-one and is the largest hall in the country and capable of accommodating 7438 people:

(2) The membership of the Corporation consists of the registered holders of permanent seats in the amphitheatre of the hall or of private boxes containing a certain number of seats or of seats in such boxes such seats having been allotted to them in proportion to the amount of subscriptions paid by them towards the building of the hall or having been subsequently purchased by them. The seatholders now number 370 holding 1297 seats:

(3) The exhibition commissioners subscribed large sums towards the building of the hall in respect of which they held rights to seats which they have since surrendered. They also made a free grant to the Corporation of a lease of the site of the hall for a term of 999 years from the twenty-fifth day of March eighteen hundred and sixty-seven at a nominal rent:

(4) The said lease included covenants by the Corporation to keep the hall in good repair and not to use it or permit its use for any ends intents or purposes except such as were authorised by the original charter without the consent in writing of the commissioners and a right of entry for the exhibition commissioners in the event of breach of any of the covenants on the part of the Corporation contained in the lease:

(5) The original charter provided for the drawing up and sanctioning of a constitution for the Corporation and under such constitution the management of the hall was vested in an elective council consisting of a president and eighteen ordinary members. A supplemental charter dated the seventh day of December nineteen hundred and twenty-eight provided for the addition to the council of five appointed members appointed respectively by the parties therein mentioned. The members of the council all serve in an honorary capacity:

(6) The original charter provided that no dividend should be payable to any member of the Corporation and all profits which the Corporation might make by the use of the hall or by the sale or letting of any seats belonging to the Corporation for the time being after completion of the hall should be applied in carrying into effect the purposes of the Corporation. The constitution provided that the boxes or seats in the hall remaining at the disposal of the Corporation might be sold or let by the council either for the remainder of the term of the said lease or for any less period on such terms as the council might think fit:

(7) The purposes for which the hall was authorised by the original charter to be used were the following:—

- (a) congresses both national and international for purposes of science and art;
- (b) performances of music including performances on the organ;
- (c) the distribution of prizes by public bodies and societies;
- (d) conversaziones of societies established for the promotion of science and art;
- (e) agricultural horticultural and the like exhibitions;
- (f) national and international exhibitions of works of art and industry including industrial exhibitions by the artisan classes;

- (g) exhibitions of pictures sculpture and other objects of artistic or scientific interest;
- (h) generally any other purposes connected with science and art:

The original charter empowered the Corporation subject to the rights reserved to the members of the Corporation to let the use of the hall "for a limited period" for any purposes for which the Corporation might themselves use the hall:

(8) By a supplemental charter dated the twenty-fifth day of October eighteen hundred and eighty-seven (hereinafter called "the 1887 charter") the said purposes were supplemented under article 9 by the following purposes:—

- (a) public or private meetings of any body of persons;
- (b) operettas concerts balls or any "other than theatrical" entertainments for the amusement and recreation of the people;

and the council of the Corporation was authorised under article 10 to let the hall for any of those purposes and also to arrange with individual members of the Corporation for the exchange purchase renting or temporary user of their boxes or seats:

(9) The 1887 charter provided under article 11 that the Corporation in general meeting might by resolution after notice and with the support of a majority of not less than two-thirds of the votes of those voting empower the council to exclude the members of the Corporation from the hall on a certain number of days not exceeding ten in any one year on any occasion on which the hall should be used for private meetings or entertainments to which the general public should be unable to obtain admission by payment of money only:

(10) The Royal Albert Hall Act 1876 (hereinafter called "the 39 & 40 Vict. 1876 Act") after reciting that the funds at the disposal of the council for maintaining repairing and furnishing the hall and supporting an adequate staff of officers and servants were wholly insufficient for those purposes and that a majority of the members were willing that the seats should be charged at a rate not exceeding two pounds per annum for providing a fund for those purposes empowered the Corporation to rate the members in every year at such sum (in the said Act called "the seat rate") not exceeding two pounds for every seat as the members present at a general meeting called for that purpose some time in the month of February in each year should determine.

The 1876 Act further provided that any member might at any time compound for all sums thereafter to become due in respect of seat rate for any seat or seats belonging to him upon payment

of all sums then in arrear for seat rate thereon and a sum of fifty pounds for each of such seats. The holder for the time being of a seat in respect of which such composition was made was thereafter to be exempt from seat rate thereon:

All sums received for seat rate under the 1876 Act were to be carried to a "special maintenance" account and paid into a bank to credit of trustees appointed under the Act and moneys on the special maintenance account were to be applicable under the direction of the council in or towards maintaining repairing and furnishing the hall defraying all rates and taxes and providing and keeping up the necessary staff for such purposes but if disapproved by the trustees then only by order of a meeting of the Corporation.

Sums received for composition of seat rates were to be carried to an "endowment fund" account and invested by the trustees. The income of the endowment fund was to be applied towards payment to the special maintenance account of sums equal to and in place of the seat rates from time to time payable on seats in respect of which seat rate had been compounded for and any surplus over such payments was to be invested by the trustees in augmentation of the fund. The number of seats in respect of which the seat rate has been the subject of composition is 35 leaving 1262 uncompounded for:

17 & 18 Geo. 5.
c. lxxiv.

(11) The Royal Albert Hall Act 1927 (hereinafter called "the 1927 Act") after reciting that the funds at the disposal of the council for the purposes recited in the 1876 Act were again insufficient by reason of increased cost of those purposes and that the expenditure of large sums of money on the hall had become necessary in order to comply with the requirements of the London County Council relating to means of escape in case of fire and safety of persons resorting to the hall and that the Corporation had no funds to enable them to comply with such requirements included provisions to the following effect:—

- (a) imposing on every member for the time being of the Corporation a compulsory seat rate in place of the seat rate under the 1876 Act for a period of six years from the first day of January nineteen hundred and twenty-seven and as from the expiration of that period increasing to three pounds the maximum sum of two pounds chargeable in any year for seat rate under the 1876 Act;
- (b) substituting seventy-five pounds in place of the fifty pounds payable under the 1876 Act for composition of the seat rate in respect of a seat;
- (c) providing that for any seat in respect of which composition is made for the seat rate no seat rate shall be chargeable for any year after the year in which the composition is made;

- (d) repealing the provision in the 1876 Act as to application of the income of the endowment fund but re-enacting it in substance subject to a maximum limit of two pounds in any year upon the payment out of such income to the Special maintenance account in place of the seat rate charged for that year on any seat in respect of which the seat rate has been compounded for;
- (e) empowering the Corporation to borrow on mortgage of the seat rate and other the income revenues and property of the Corporation provided that no greater sum than one hundred thousand pounds shall be owing by the Corporation on mortgage at any one time and requiring the Corporation in every year to appropriate and pay out of the seat rate or other income or revenues of the Corporation a sum not less than one-thirtieth part of the principal outstanding to a sinking fund in the hands of the trustees in order to discharge the borrowed moneys;
- (f) providing that notwithstanding anything in the original charter or in article 9 of the 1887 charter the hall may be used for theatrical entertainments and operatic performances but without affecting the operation of the Theatres Act 1843;
- (g) providing under sections 17 and 18 as follows:—
 - (i) that the occasions on which the Corporation in general meeting may under article 11 of the 1887 charter by resolution empower the council to exclude the members of the Corporation from the hall shall be extended so as to include firstly occasions on which the hall is used for balls for the purposes of which a floor is erected over the amphitheatre stalls and secondly occasions when it is used for other entertainments (not being (a) balls for the purposes of which a floor is not so erected or (b) boxing entertainments) whether or not the general public can obtain admission thereto by payment of money;
 - (ii) that on occasions (other than those to which the said extension applies) on which the hall is used for any purpose for which it is necessary or convenient to erect a floor over the amphitheatre stalls a floor may be erected thereover and the holders of such amphitheatre stalls shall be disentitled to use such stalls but entitled to free admission to the hall and to all rights and privileges as such holders other than the use of their stalls The floor

6 & 7 Vict.
c. 68.

may not remain over the amphitheatre stalls longer than six weeks unless with the consent in writing of the holders of a majority of such stalls;

(h) prohibiting the Corporation from letting the main hall for any continuous period exceeding one year:

(12) After eighty years of existence and constant use the hall is urgently in need of large structural and other repairs and improvements to render it safe and commodious for those who resort to it and properly equipped for the many uses to which it is and may be put. Heavy expenditure mainly of a capital nature is involved for which the present funds and resources of the Corporation and present possibilities of revenue from use or letting of the hall are insufficient to provide:

(13) In order to enable the financial resources of the Corporation to be augmented to the necessary extent and to give the Corporation increased means of earning revenue it is expedient that further powers should be conferred upon the Corporation and the council and further provision should be made with respect to the use and letting of the hall and the rights of seatholders therein as in this Act set forth:

(14) The purposes of this Act cannot be effected without the authority of Parliament:

May it therefore please Your Majesty that it may be enacted and be it enacted by the King's most Excellent Majesty by and with the advice and consent of the Lords Spiritual and Temporal and Commons in this present Parliament assembled and by the authority of the same as follows:—

Short and
collective
titles.

1.—(1) This Act may be cited as the Royal Albert Hall Act 1951.

(2) The Royal Albert Hall Acts 1876 and 1927 and this Act may be cited together as the Royal Albert Hall Acts 1876 to 1951.

Interpreta-
tion.

2. In this Act unless the context otherwise requires—

“The capital contribution” has the meaning assigned to that expression by section 4 (Capital contribution) of this Act;

“The capital expenditure account” and “capital expenditure” have the respective meanings assigned to those expressions in section 3 (Capital expenditure) of this Act;

“The Corporation” means the Corporation of the Hall of Arts and Sciences;

“The council” means the council of the Corporation;

“The 1876 Act” means the Royal Albert Hall Act 1876;

- “The 1887 charter” means the supplemental charter of the Corporation dated the twenty-fifth day of October eighteen hundred and eighty-seven;
- “The exhibition commissioners” means the commissioners for the exhibition of 1851;
- “The great floor” means the floor which by section 17 (As to amphitheatre stalls on certain occasions) of the 1927 Act is authorised to be erected in the hall over the amphitheatre stalls on the occasions there mentioned;
- “The hall” means the Royal Albert Hall of Arts and Sciences at South Kensington (constructed in pursuance of the provisions of the original charter and commonly known as “the Royal Albert Hall”) as for the time being existing;
- “The lease” means the lease dated the twenty-fifth day of March eighteen hundred and seventy-two of the site of the hall from the exhibition commissioners to the Corporation;
- “Member” means a person who is for the time being a member of the Corporation whether a body corporate or an individual and in the case of several persons jointly entitled to the same seat means all such persons collectively;
- “The 1927 Act” means the Royal Albert Hall Act 1927;
- “The original charter” means the royal charter dated the eighth day of April eighteen hundred and sixty-six by which the Corporation was incorporated;
- “Seat” means a permanent seat in the hall with a registered holder whether such seat be in the amphitheatre or form one of several seats in a private box;
- “Seat rate” means and includes any rate in respect of a seat to which a member is for the time being liable.

3.—(1) All expenditure of a capital nature which the Corporation shall incur on and after the passing of this Act in ^{Capital}expenditure. relation to improvements of or additions to the hall shall be charged to the capital expenditure account in the books of the Corporation.

(2) All expenditure for the time being chargeable to such capital expenditure account is in this Act referred to as “capital expenditure”.

4.—(1) In order to meet capital expenditure and to enable ^{Capital}the Corporation to provide sufficient security for the borrowing contribution. of money to meet such expenditure the Corporation shall levy collect and receive the capital contribution charged by this section.

(2) There shall be charged upon and in respect of every seat a capital contribution of two hundred and eighty pounds. Such capital contribution shall be payable by yearly instalments of seven pounds on the first day of January in every year for the period of forty years commencing on the first day of January nineteen hundred and fifty-two. Every member is hereby made liable for the payment of such yearly instalment in respect of each seat of which he is the registered holder on the first day of January in any year within the said period.

(3) The sums so charged shall be received and held by the Corporation as capital funds for all purposes and shall be applicable solely to capital purposes of the Corporation. They are in this Act together referred to as "the capital contribution" and the payments made by the members in respect thereof shall be treated for all purposes as outgoings of a capital nature.

(4) If at any time any member refuses or for three months after demand made by the Corporation for payment thereof neglects to pay the amount of capital contribution for which he is liable in respect of the seat or seats of which he is the registered holder the amount thereof or so much thereof as shall then be due shall be recoverable in any court of competent jurisdiction.

(5) Any member may at any time compound for all further instalments of capital contribution thereafter to become due in respect of each seat belonging to him (whether or not he compounds or has compounded for seat rate in respect thereof) upon payment of all instalments (if any) then in arrear in respect of the capital contribution for each such seat and of a further lump sum of two hundred pounds for each such seat and no further instalments of capital contribution shall be payable after such payment or payments as aforesaid in respect of such seat or seats. All sums received by the Corporation in respect of the compounding of capital contribution in pursuance of the provisions of this subsection shall be applied either to repayment of moneys borrowed by the Corporation or to meeting capital expenditure.

(6) The provisions of the following sections of the 1876 Act shall extend and apply for the purposes of this Act with the substitution of the expression "the capital contribution" for the expression "seat rate" and "a" "the" or "any seat rate" (that is to say):—

- Section 8 (Recovery of seat rate when ownership of seat is doubtful);
- Section 9 (When seat belongs to joint members);
- Section 10 (Corporation may refuse to register transfer of seat when seat rate in arrear);
- Section 12 (Receipts).

5. In section 9 (Corporation may borrow) of the 1927 Act for "one hundred thousand pounds" there shall be substituted "five hundred thousand pounds". Increase of borrowing powers.

6.—(1) The Corporation may mortgage the capital contribution as the security or part of the security for any loan (in this section referred to as a "Royal Albert Hall loan") which the Corporation may borrow and apply to the following purposes or any of them (that is to say):— Power to mortgage capital contribution.

(a) Repayment of the principal of any loan owing by the Corporation at the passing of this Act;

(b) Meeting capital expenditure;

(c) Repayment of the principal of any Royal Albert Hall loan.

(2) In relation to any Royal Albert Hall loan the following provisions of the 1927 Act shall apply subject to any necessary modifications or adaptations (that is to say):—

Section 10 (Form of mortgage);

Section 11 (Protection of lenders from inquiry);

Section 12 (Corporation not to regard trusts);

Section 13 (Appointment of receiver);

Section 14 (Transfer of mortgages);

The schedule.

7. In section 16 (Composition to be carried to separate account and invested by trustees) of the 1876 Act for the words from "their names in" to the end of the section there shall be substituted the words "securities in which trustees are for the time being authorised by law to invest trust moneys". Amending section 16 of 1876 Act.

8. In section 11 (Power to compound for seat rate) of the 1876 Act as amended by subsection (3) of section 3 (Rate on seats) of the 1927 Act for "seventy-five pounds" there shall be substituted "one hundred pounds". Amendment of provision for composition of seat rate.

9. Notwithstanding anything in the original charter or the 1887 charter or the 1927 Act the following provisions shall have effect:— Amendment of provisions as to use of hall and exclusion of members.

(1) The occasions on which the council may be empowered in pursuance of the provisions of article 11 of the 1887 charter to exclude the members from the hall (on days not exceeding ten in any one year) shall not be restricted to the occasions mentioned in that article as varied by section 18 (As to occasions on which members may be excluded from the hall) of the 1927 Act but shall comprise any occasions on which the hall is let for any purposes for which the Corporation is empowered to let the hall; and

- (2) In addition to the occasions on which the council are empowered as mentioned in paragraph (1) of this section to exclude the members from the hall the council may exclude the members therefrom on any further occasions not exceeding eight in any year being occasions on which the hall is let for a ball on the great floor or for a dance in the arena or for a conference reunion prize-giving or other affair (not being a public meeting) organised by an association society university union or other body and designed for a specialised audience.

As to lease
of hall.

10. Nothing contained in the lease shall operate or have effect or be deemed to operate or have effect so as to prohibit prevent or interfere with or require the consent of the exhibition commissioners (or other the persons entitled for the time being to the reversion to the premises demised by the lease) to the letting of the hall or any part thereof or the mortgaging of the hall or the using or permitting the use of the hall or any part thereof for any purpose if such letting mortgaging use or permission is authorised by the original charter or the 1887 charter (as amended by the 1927 Act and this Act) or by any provision contained in the Royal Albert Hall Acts 1876 to 1951.

Repeal of
section 15
of 1927 Act.

11. Section 15 (Fund for repayment of borrowed moneys) of the 1927 Act is hereby repealed.

Costs of Act.

12. The costs charges and expenses preliminary to and of and incidental to the preparing applying for obtaining and passing of this Act shall be paid by the Corporation.

**THE BRITISH MUSEUM (TRANSITIONAL
PROVISIONS) ORDER 1965**

Made - - - 16th August 1965

Coming into Operation 17th August 1965

The Treasury, in exercise of the powers conferred upon them by paragraph 2 (2) of Schedule 2 to the British Museum Act 1963(a) and for the purpose of giving effect to the determinations contained in the Report dated the 24th June 1965 of the Committee constituted under paragraph 2 (1) of the said Schedule, hereby make the following Order:—

1. The freehold land and buildings at Tring known as 4 and 7 Park Street, Tring (Title Number HD8391) vested in the Trustees of the British Museum shall vest in the Trustees of the British Museum (Natural History) absolutely.

2. Any copyright vested in the Trustees of the British Museum and subsisting in any material in which copyright can subsist concerning zoology, entomology, palaeontology (including anthropology), mineralogy, botany and any other natural history subject shall vest in the Trustees of the British Museum (Natural History) absolutely.

3. The Trustees of the British Museum shall hold for the benefit of the Trustees of the British Museum (Natural History) the investments and

(a) 1963 c. 24.

moneys held by them on the trusts declared by clause 15 of the Will of the late N. Charles Rothschild and the Trustees of the British Museum (Natural History) shall apply the income thereof in accordance with the trusts imposed by the said Will.

4. The Trustees of the British Museum shall hold for the benefit of the Trustees of the British Museum (Natural History) one third of the investments and moneys held by them on the trusts declared in respect of the residuary bequest made to them in the Will of the late Dr. Birch dated 17th January 1766 and the Trustees of the British Museum (Natural History) shall apply the income thereof in accordance with the trusts imposed by the said Will.

5. The Trustees of the British Museum shall hold for the benefit of the Trustees of the British Museum (Natural History) the investments and moneys held by them upon the trusts declared by a Codicil dated the 14th November 1835 to the Will of the late George Swiney and the Trustees of the British Museum (Natural History) shall apply the income thereof in accordance with the trusts imposed by the said Will and Codicil, and the power of appointment to the Swiney Lectureship in Geology established under the said Codicil shall be transferred from the Trustees of the British Museum to the Trustees of the British Museum (Natural History) and shall be exercisable by them subject to the conditions (as varied by Ordinance No. 141 made by the Commissioners under the Universities (Scotland) Act 1889 on the 29th March 1895) contained in the said Will and Codicil.

6. The Trustees of the British Museum shall hold one third of the Museum Invested Fund for the benefit of the Trustees of the British Museum (Natural History) who shall apply the income thereof towards payment of the salaries and allowances assigned to their officers and servants.

7. Clause 4 of the Indenture made the 26th May 1920 between Alice Mary Godman, Eva Mary Godman and Catherine Edith Godman of the one part and James William Lowther, Lewis, Viscount Harcourt, the said Eva Mary Godman, Sidney Frederic Harmer and Charles Edward

Fagan of the other part shall have effect as if paragraphs (a) and (b) thereof were deleted and the following substituted therefor:—

- “(a) The person who shall for the time being and from time to time be the Speaker of the House of Commons or should the Speaker decline the Office his place shall be taken by a Trustee of the British Museum (Natural History) who shall be elected or appointed by the Trustees of the British Museum (Natural History)
- (b) Two other persons one of whom shall always be a Trustee of the British Museum (Natural History) to be elected by the Trustees of the British Museum (Natural History).....”.

8. Clause 7 of the Trust Deed made the 29th June 1904 between Constance Sladen, Tempest Anderson, Thomas Bailey Saunders, Henry Bury, Henry Woodward, George Bond Howes and William Abbott Herdman shall have effect as if the expression “(3) The Trustees of the British Museum (Natural History);” were substituted for the expression “(3) The Trustees of the British Museum;”.

9. Clause 1 of the Trust Deed made the 27th May 1951 between Edward Alfred Cockayne, the Trustees of the British Museum, Gavin Rylands de Beer, Thomas Wooddisse and Richard John Drumm shall have effect as if paragraph (b) thereof was deleted and the following substituted therefor:—

- “(b) ‘the Museum Trustees’ means the Trustees of the British Museum (Natural History);”

and the proviso to Clause 7 (8) thereof shall have effect as if the expression “(Natural History)” was inserted after the expression “a Trustee of the British Museum”.

10. The Trust Deed made the 11th September 1950 between David Meredith Seares Watson, Gavin Rylands de Beer, Cyril Winthrop Mackworth-Praed, Francis Oswin Cave and James David Macdonald shall have effect as if the words “the Trustees of the British Museum (Natural History)” were substituted for the words “The Trustees of the British Museum” wherever they occur except in Recital (4).

11. The power of appointment of a Member of the governing body of the Corporation of the Hall of Arts and Sciences conferred upon the Trustees of the British Museum by the Supplemental Charter granted by His late Majesty King George V on the 7th day of December in the 19th year of his Reign shall be exercisable by the Trustees of the British Museum (Natural History).

12. The Bye-laws of the National Central Library shall have effect subject to the following amendments:—

(a) paragraph (2) of Bye-law 3 shall be deleted and the following substituted therefor—

“(2) (i) Two persons appointed from time to time by the Trustees of the British Museum who shall be Trustees or senior officials of the British Museum;

(ii) One person appointed from time to time by the Trustees of the British Museum (Natural History) who shall be a Trustee or a senior official of the British Museum (Natural History) ”;

(b) paragraph (2) of Bye-law 6 shall be deleted and the following substituted therefor—

“(2) (i) Not more than two persons appointed by the Trustees of the British Museum;

(ii) Not more than one person appointed by the Trustees of the British Museum (Natural History).”

13. Any chattels (including without prejudice to the generality of the foregoing any office, scientific, photographic or other equipment, furniture, pictures, drawings and illustrative matter, photographic negatives and prints, records, documents, papers, stocks of publications and vehicles) which at the commencement of the British Museum Act 1963 were vested in the Trustees of the British Museum and ordinarily situate at the Natural History Museum at South Kensington shall (subject to the like trusts or conditions, if any, on which they were held by the Trustees of the British Museum) vest in the Trustees of the British Museum (Natural History).

14. The Interpretation Act 1889(a) shall apply for the interpretation of this Order as it applies for the interpretation of an Act of Parliament.

15. This Order may be cited as the British Museum (Transitional Provisions) Order 1965, and shall come into operation on the 17th August 1965.

16th August 1965.

Ifor Davies,
George Lawson,
Two of the Lords Commissioners
of Her Majesty's Treasury.



Royal Albert Hall Act 1966

CHAPTER x

ARRANGEMENT OF SECTIONS

Section

1. Short and collective titles.
2. Interpretation.
3. Annual contribution.
4. Recovery of annual contribution when ownership of seat is doubtful.
5. When seat belongs to joint members.
6. Corporation may refuse to register transfer of seat when annual contribution in arrear.
7. Receipts.
8. Annual contribution account.
9. Application of annual contribution account.
10. Transfer of existing accounts.
11. As to borrowing powers of Corporation.
12. Saving for existing mortgages.
13. Exemption of compounded seatholders.
14. Power to exclude members from hall.
15. Power for council to prohibit sale of tickets in hall or in vicinity thereof.
16. Modification of certain provisions of constitution.

CH. x

Royal Albert Hall Act 1966

Section

- 17. As to joint holding of seats.
- 18. Repeals.
- 19. Costs of Act.

SCHEDULES:

Schedule 1—

Part I—Modification of provisions of constitution.

Part II—Additional provisions to be included in constitution.

Schedule 2—

The constitution as amended and altered by this Act.

ELIZABETH II**1966 CHAPTER x**

An Act to make better provision for the improvement, repair, maintenance and equipment of the Royal Albert Hall; to provide additional funds for the Corporation of the Hall of Arts and Sciences and to extend the powers of that Corporation as to the application of their existing funds; to amend and extend the existing provisions as to seat rates and seatholders and the use and letting of the hall; and for other purposes.

[3rd August 1966]

WHEREAS—

(1) The Corporation of the Hall of Arts and Sciences (hereinafter called “the Corporation”) was incorporated by Royal Charter dated the 8th April, 1866 (hereinafter called “the original charter”) for the purpose of building and maintaining a hall and buildings connected therewith on the estate of the Commissioners for the Exhibition of 1851 (hereinafter called “the exhibition commissioners”) at South Kensington and appropriating the hall to purposes connected with science and art as therein mentioned; and the Corporation accordingly built the Royal Albert Hall (hereinafter called “the hall”) which was opened on the 29th March, 1871, and is the largest hall in the country and capable of accommodating 7,438 people:

(2) The membership of the Corporation consists of the registered holders of permanent seats in the amphitheatre of the hall or of private boxes containing a certain number of seats or of seats in such boxes such seats having been allotted to them in proportion to the amount of subscriptions paid by them towards the building of the hall or having been subsequently purchased by them. The seatholders now number 365 holding 1,287 seats:

(3) The exhibition commissioners subscribed large sums towards the building of the hall in respect of which they held rights to seats which they have since surrendered. They also made a free grant to the Corporation of a lease of the site of the hall for a term of 999 years from the 25th March, 1867, at a nominal rent:

(4) The said lease included covenants by the Corporation to keep the hall in good repair and not to use it or permit its use for any ends, intents or purposes except such as were authorised by the original charter without the consent in writing of the commissioners and a right of entry for the exhibition commissioners in the event of breach of any of the covenants on the part of the Corporation contained in the lease:

(5) The original charter provided for the drawing up and sanctioning of a constitution for the Corporation and under such constitution the management of the hall was vested in an elective council consisting of a president and eighteen ordinary members. A supplemental charter dated the 7th December, 1928, provided for the addition to the council of five appointed members appointed respectively by the parties therein mentioned. The members of the council all serve in an honorary capacity:

(6) The original charter provided that no dividend should be payable to any member of the Corporation and all profits which the Corporation might make by the use of the hall or by the sale or letting of any seats belonging to the Corporation for the time being after completion of the hall should be applied in carrying into effect the purposes of the Corporation. The constitution provided that the boxes or seats in the hall remaining at the disposal of the Corporation might be sold or let by the council either for the remainder of the term of the said lease or for any less period on such terms as the council might think fit:

(7) The purposes for which the hall was authorised by the original charter to be used were the following:—

- (a) congresses both national and international for purposes of science and art;
- (b) performances of music including performances on the organ;

- (c) the distribution of prizes by public bodies and societies;
- (d) conversaziones of societies established for the promotion of science and art;
- (e) agricultural, horticultural and the like exhibitions;
- (f) national and international exhibitions of works of art and industry including industrial exhibitions by the artisan classes;
- (g) exhibitions of pictures, sculpture and other objects of artistic or scientific interest;
- (h) generally any other purposes connected with science and art:

The original charter empowered the Corporation subject to the rights reserved to the members of the Corporation to let the use of the hall "for a limited period" for any purposes for which the Corporation might themselves use the hall:

(8) By a supplemental charter dated the 25th October, 1887 (hereinafter called "the charter of 1887"), the said purposes were supplemented under article 9 by the following purposes:—

- (a) public or private meetings of any body of persons;
- (b) operettas, concerts, balls or any "other than theatrical" entertainments for the amusement and recreation of the people;

and the council of the Corporation was authorised under article 10 to let the hall for any of those purposes and also to arrange with individual members of the Corporation for the exchange purchase renting or temporary user of their boxes or seats:

(9) The charter of 1887 provided under article 11 that the Corporation in general meeting might by resolution after notice and with the support of a majority of not less than two-thirds of the votes of those voting empower the council to exclude the members of the Corporation from the hall on a certain number of days not exceeding ten in any one year on any occasion on which the hall should be used for private meetings or entertainments to which the general public should be unable to obtain admission by payment of money only:

(10) The Royal Albert Hall Act, 1876 (hereinafter called ^{1876 c. lvi.} "the Act of 1876"), after reciting that the funds at the disposal of the council for maintaining, repairing and furnishing the hall and supporting an adequate staff of officers and servants were wholly insufficient for those purposes and that a majority of the members were willing that the seats should be charged at a rate not exceeding two pounds per annum for providing a fund for those purposes empowered the Corporation to rate the members

in every year at such sum (in the said Act called "the seat rate") not exceeding two pounds for every seat as the members present at a general meeting called for that purpose some time in the month of February in each year should determine:

The Act of 1876 further provided that any member might at any time compound for all sums thereafter to become due in respect of seat rate for any seat or seats belonging to him upon payment of all sums then in arrear for seat rate thereon and a sum of fifty pounds for each of such seats. The holder for the time being of a seat in respect of which such composition was made was thereafter to be exempt from seat rate thereon:

All sums received for seat rate under the Act of 1876 were to be carried to a "special maintenance" account and paid into a bank to credit of trustees appointed under the Act; and moneys on the special maintenance account were to be applicable under the direction of the council in or towards maintaining, repairing and furnishing the hall, defraying all rates and taxes and providing and keeping up the necessary staff for such purposes but if disapproved by the trustees then only by order of a meeting of the Corporation:

Sums received for composition of seat rates were to be carried to an "endowment fund" account and invested by the trustees. The income of the endowment fund was to be applied towards payment to the special maintenance account of sums equal to and in place of the seat rates from time to time payable on seats in respect of which seat rate had been compounded for and any surplus over such payments was to be invested by the trustees in augmentation of the fund. The number of seats in respect of which the seat rate has been the subject of composition is thirty-nine leaving 1,248 uncompounded for:

1927 c. lxxiv.

(11) The Royal Albert Hall Act, 1927 (hereinafter called "the Act of 1927") after reciting that the funds at the disposal of the council for the purposes recited in the Act of 1876 were again insufficient by reason of increased cost of those purposes and that the expenditure of large sums of money on the hall had become necessary in order to comply with the requirements of the London County Council relating to means of escape in case of fire and safety of persons resorting to the hall and that the Corporation had no funds to enable them to comply with such requirements included (inter alia) provisions to the following effect:—

- (a) imposing on every member for the time being of the Corporation a compulsory seat rate in place of the seat rate under the Act of 1876 for a period of six years from the 1st January, 1927; and as from the expiration of that period increasing to three pounds the maximum sum of two pounds chargeable in any year for seat rate under the Act of 1876;

- (b) substituting seventy-five pounds in place of the fifty pounds payable under the Act of 1876 for composition of the seat rate in respect of a seat;
- (c) providing that for any seat in respect of which composition is made for the seat rate no seat rate shall be chargeable for any year after the year in which the composition is made;
- (d) repealing the provision in the Act of 1876 as to application of the income of the endowment fund but re-enacting it in substance subject to a maximum limit of two pounds in any year upon the payment out of such income to the special maintenance account in place of the seat rate charged for that year on any seat in respect of which the seat rate has been compounded for;
- (e) providing that notwithstanding anything in the original charter or in article 9 of the charter of 1887 the hall may be used for theatrical entertainments and operatic performances but without affecting the operation of the Theatres Act, 1843; 1843 c. 68.
- (f) providing under sections 17 and 18 as follows:—
 - (i) that the occasions on which the Corporation in general meeting may under article 11 of the charter of 1887 by resolution empower the council to exclude the members of the Corporation from the hall shall be extended so as to include firstly occasions on which the hall is used for balls for the purposes of which a floor is erected over the amphitheatre stalls and secondly occasions when it is used for other entertainments (not being (a) balls for the purposes of which a floor is not so erected or (b) boxing entertainments) whether or not the general public can obtain admission thereto by payment of money;
 - (ii) that on occasions (other than those to which the said extension applies) on which the hall is used for any purpose for which it is necessary or convenient to erect a floor over the amphitheatre stalls a floor may be erected thereover and the holders of such amphitheatre stalls shall be disentitled to use such stalls but entitled to free admission to the hall and to all rights and privileges as such holders other than the use of their stalls. The floor may not remain over the amphitheatre stalls longer than six weeks unless with the consent in writing of the holders of a majority of such stalls;

- (g) prohibiting the Corporation from letting the main hall for any continuous period exceeding one year:

1951 c. xviii.

(12) The Royal Albert Hall Act, 1951 (hereinafter called "the Act of 1951") after reciting that after eighty years of existence and constant use the hall was urgently in need of large structural and other repairs and improvements to render it safe and commodious for those who resorted to it and properly equipped for the many uses to which it was and might be put, and that heavy expenditure mainly of a capital nature was involved for which the funds and resources of the Corporation and possibilities of revenue from use or letting of the hall were insufficient to provide, included (inter alia) provisions to the following effect:—

- (a) imposing a capital contribution charged upon and in respect of every seat of two hundred and eighty pounds payable by yearly instalments of seven pounds for a period of forty years, the sums so charged when received by the Corporation being applicable solely to capital purposes;
- (b) providing that the occasions on which the council might be empowered to exclude members from the hall pursuant to the provisions of article 11 of the charter of 1887 should comprise all occasions on which the hall was let for any purposes for which the Corporation was empowered to let the hall and that in addition the council might exclude the members from the hall on certain further occasions not exceeding eight in number:

(13) The present funds and resources of the Corporation and present possibilities of revenue from the use or letting of the hall are insufficient to meet the expenditure of the Corporation essential for the preservation, repair, maintenance, equipping and management of the hall:

(14) In order to enable the present funds of the Corporation to be used to the best advantage and the financial resources of the Corporation to be augmented to the necessary extent and to give the Corporation increased means of earning revenue it is expedient that further powers should be conferred upon the Corporation and the council and that further provision should be made with respect to the use and letting of the hall and the rights of seatholders therein as in this Act set forth:

(15) The purposes of this Act cannot be effected without the authority of Parliament:

May it therefore please Your Majesty that it may be enacted, and be it enacted, by the Queen's most Excellent Majesty, by and

with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:—

1.—(1) This Act may be cited as the Royal Albert Hall Act 1966. Short and collective titles.

(2) The Royal Albert Hall Acts, 1876 to 1951, and this Act may be cited together as the Royal Albert Hall Acts, 1876 to 1966.

2.—(1) In this Act, unless the subject or context otherwise requires— Interpretation.

“ the Act of 1876 ” means the Royal Albert Hall Act, 1876; 1876 c. lvi.

“ the Act of 1927 ” means the Royal Albert Hall Act, 1927; 1927 c. lxxiv.

“ the Act of 1951 ” means the Royal Albert Hall Act, 1951; 1951 c. xviii.

“ the annual contribution ” has the meaning assigned to that expression by section 3 (Annual contribution) of this Act;

“ the charter of 1887 ” means the supplemental charter of the Corporation dated the 25th October, 1887;

“ the constitution ” means the constitution of the Corporation provided for by the original charter;

“ the Corporation ” means the Corporation of the Hall of Arts and Sciences;

“ the council ” means the council of the Corporation;

“ the endowment fund account ” means the endowment fund account provided for by the Act of 1876;

“ the hall ” means the Royal Albert Hall of Arts and Sciences at South Kensington (constructed in pursuance of the provisions of the original charter and commonly known as “ the Royal Albert Hall ”) as for the time being existing;

“ member ” means a person who is for the time being a member of the Corporation whether a body corporate or an individual and in the case of several persons jointly entitled to the same seat means all such persons collectively;

“ the original charter ” means the Royal Charter dated the 8th April, 1866, by which the Corporation was incorporated;

“ seat ” means a permanent seat in the hall with a registered holder whether such seat be in the amphitheatre or form one of several seats in a private box;

"the special maintenance account" means the special maintenance account provided for by the Act of 1876;

"the Treasury Mortgages" means the mortgage dated the 15th day of March, 1954, and issued by the Corporation to the Solicitor for the Affairs of Her Majesty's Treasury as nominee of the Commissioners of Her Majesty's Treasury as amended by an agreement made the 1st day of September, 1955, and made between the said commissioners of the one part and the Corporation of the other part;

"the Westminster Mortgages" means the mortgage dated the 13th day of August, 1954, and made between the Corporation of the one part and the Westminster Bank Limited of the other part and the further charge dated the 27th day of October, 1964, and made between the Corporation of the one part and the Westminster Bank Limited of the other part.

(2) Except where the context otherwise requires, any reference in this Act to any enactment shall be construed as a reference to that enactment as applied, extended, amended or varied by, or by virtue of, any subsequent enactment, including this Act.

Annual
contribution.

3.—(1) (a) The council shall in every year not later than the 31st July determine what sum will be required in that year for the general purposes of the hall and shall determine at what sum, not being less than ten pounds for every seat, the members shall be rated for that year for those purposes and the sum so determined is in this Act called "the annual contribution":

Provided that for the period of six years beginning on the 1st January, 1966, the annual contribution shall not exceed thirty-six pounds for every seat and for each succeeding period of six years shall not exceed such amount for every seat as shall from time to time be determined for each such period of six years at a general meeting of the Corporation to be held for the purpose by a resolution approved by not less than three-quarters of the votes of the members attending in person or by proxy and voting.

(b) The council shall not determine an annual contribution exceeding ten pounds for every seat except with the consent of two-thirds of the votes of the members either voting in a poll taken by means of postal voting papers or attending in person or by proxy and voting at a general meeting of the Corporation to be held for the purpose.

(2) Subject to the provisions of this section, every member for the time being is hereby charged with and made liable for the payment to the Corporation of the annual contribution in respect of the seat or seats of which he is the registered holder.

(3) If in any year any member refuses, or for one month after demand has been made by the council for payment thereof neglects, to pay the annual contribution in respect of any seat of which he is the registered holder, such member shall not be entitled to use such seat or to vote at any general meeting of the Corporation or in any poll of the members until the full amount of the annual contribution for which such member is liable be paid:

Provided that when and as soon as the council shall have received the full amount for which such member is liable, they shall forthwith give notice in writing to him that they have received such an amount and that he is again entitled to the use of his seat and to vote.

(4) If at any time any member refuses, or for three months after demand has been made by the Corporation for payment thereof neglects, to pay the amount of any annual contribution for which he is liable, the amount thereof, or so much as shall then be due, shall be recoverable by action of debt in any court of competent jurisdiction.

4. In all cases of doubt as to the person entitled to any seat, the person whose name appears in the register of the Corporation as the holder thereof shall, for the purpose of enforcing payment of any sum due in respect of annual contribution, be deemed the holder thereof and the Corporation may accordingly recover payment of the said sum from him, or, in case of his death, from his estate. Recovery of annual contribution when ownership of seat is doubtful.

5. The Corporation may enforce payment of any sum due in respect of an annual contribution against any one or more of the joint members to whom the seat may belong. Any joint member paying the annual contribution shall, subject to any agreement between the joint holders to the contrary, be entitled to be reimbursed so much of the sum paid as is in excess of his fair proportion thereof from the other joint members. When seat belongs to joint members.

6. The Corporation may refuse to register the transfer of any seat in respect of which any sum is due on account of annual contribution until the same and all sums incurred by them in endeavouring to recover payment thereof have been paid. Corporation may refuse to register transfer of seat when annual contribution in arrear.

7. The receipt of the secretary or other officer of the Corporation duly authorised by the council in that behalf for any annual contribution shall be a sufficient discharge for the same to the member paying the annual contribution and taking the receipt. Receipts.

8. All sums received under this Act in respect of the annual contribution shall be carried to a separate account to be called "the annual contribution account" and shall be paid to such bank as the council from time to time direct to the credit of the account of the Corporation with that bank. Annual contribution account.

Application
of annual
contribution
account.

9. The moneys standing to the credit of the Corporation on the annual contribution account shall be applicable under the direction of the council in or towards maintaining, repairing and furnishing the hall, defraying all rates and taxes, and providing and keeping up the necessary staff for such purposes and for such other purposes as the council shall from time to time determine.

Transfer of
existing
accounts.

10. All sums of money and investments forming part of the special maintenance account and the endowment fund account on the passing of this Act shall be transferred to and form part of the annual contribution account and shall be applicable for the purposes specified in section 9 (Application of annual contribution account) of this Act.

As to
borrowing
powers of
Corporation.

11. Section 9 (Corporation may borrow) and section 10 (Form of mortgage) of and the schedule to the Act of 1927 shall have effect as if for references therein to the seat rate there were substituted references to the annual contribution.

Saving for
existing
mortgages.

12.—(1) The Treasury Mortgages and the Westminster Mortgages shall be read and have effect as if in lieu of the references therein to the seat rate and the capital contribution respectively there were substituted references to the equivalent proportion of the annual contribution and accordingly all moneys secured by the Treasury Mortgages and the Westminster Mortgages on the seat rate and the capital contribution respectively shall be secured to the like extent on the equivalent proportion of the annual contribution.

(2) In this section “the equivalent proportion” means in relation to the Treasury Mortgages the amount of three pounds for every seat and in relation to the Westminster Mortgages means the amount of seven pounds for every seat.

Exemption of
compounded
seatholders.

13.—(1) Notwithstanding anything contained in this Act, no annual contribution shall be chargeable for any seat in respect of which a composition was made before the passing of this Act under the provisions of section 11 (Power to compound for seat rate) of the Act of 1876, save to the extent that any annual contribution determined by the council under section 3 (Annual contribution) of this Act exceeds the sum of three pounds per annum and the member shall be charged and made liable in respect of such seat only for the payment of the amount by which the said annual contribution exceeds three pounds.

(2) Notwithstanding anything contained in this Act, until the 31st December, 1992, no annual contribution shall be chargeable for any seat in respect of which a composition was made before the passing of this Act under the provisions of section 4 (Capital contribution) of the Act of 1951 save to the extent that any annual contribution determined by the council as aforesaid

exceeds the sum of seven pounds per annum and the members shall be charged and made liable in respect of such seat only for the payment of the amount by which the said annual contribution exceeds seven pounds.

(3) Notwithstanding anything contained in this Act, until the 31st December, 1992, no annual contribution shall be chargeable for any seat in respect of which compositions were made before the passing of this Act under the said section 11 of the Act of 1876 and under the said section 4 of the Act of 1951 save to the extent that any annual contribution determined by the council as aforesaid exceeds the sum of ten pounds per annum and the member shall be charged and made liable in respect of such seat only for the payment of the amount by which the said annual contribution exceeds ten pounds.

14.—(1) Notwithstanding anything in the original charter, the charter of 1887, the Act of 1927 or the Act of 1951, the following provisions shall have effect:—

Power to
exclude
members from
hall.

- (a) The council may from time to time by resolution exclude the members from the hall on any day or days not exceeding seventy-five in any year on which the hall is let for any purpose for which the Corporation is empowered to let the hall other than a concert, a recital or a boxing or wrestling entertainment:
- (b) In addition, the council may from time to time by resolution exclude the members from the hall—
 - (i) on any day or days not exceeding twelve in any year on which the hall is let for any purpose for which the Corporation is empowered to let the hall;
 - (ii) from one-third of the functions included in any series of six or more functions which are consecutive and substantially identical:

Provided that the council shall not under the provisions of paragraphs (a) and (b) of this subsection exclude the members from more than one-half of the functions included in any such series as is referred to in sub-paragraph (ii) of the said paragraph (b).

(2) Any additional rent received in respect of the letting of the hall on any occasion on which the members are excluded from the hall pursuant to paragraph (a) or sub-paragraph (ii) of paragraph (b) of subsection (1) of this section which is attributable to such exclusion shall be applied by the council in or towards the reduction of the annual contribution.

15.—(1) Byelaws made by the council pursuant to clause 11 (General powers of the Council) of the constitution may include byelaws prohibiting the sale by or on behalf of members in the hall or in the vicinity thereof of tickets for seats.

Power for
council to
prohibit sale
of tickets in
hall or in
vicinity
thereof.

(2) Byelaws made pursuant to this section may provide for imposing upon any member a fine not exceeding twenty-five pounds for the breach or non-observance of such byelaws.

(3) Every fine imposed by any byelaw made pursuant to this section shall be paid to the council and shall be recoverable by action of debt in any court of competent jurisdiction.

(4) If any member refuses, or for one month after demand made by the council for payment thereof neglects, to pay a fine imposed by the council under any byelaw made pursuant to this section such member shall not be entitled to use any seat of which he is the registered holder or to vote at any general meeting of the Corporation or in any poll of the members until the full amount of such fine for which he is liable be paid.

Modification
of certain
provisions of
constitution.

16.—(1) Notwithstanding anything in the original charter—

- (a) the provisions of the constitution mentioned in column (1) of Part I of Schedule 1 to this Act shall have effect subject to the modifications mentioned in column (2) of the said schedule; and
- (b) the constitution shall have effect as if there were included therein the additional provisions mentioned in Part II of the said schedule.

(2) The constitution as altered and amended by the foregoing provisions of this section shall as from the passing of this Act be deemed to be as set out in Schedule 2 to this Act.

As to joint
holding of
seats.

17. Notwithstanding anything in the original charter, one or more persons may be registered as the holder or holders of any seat, whether in the amphitheatre or in a box.

Repeals.

18.—(1) The following enactments are hereby repealed:—

The Act of 1876—

Section 3 (Trustees for purposes of the Act);

Section 4 (Annual meeting to be held for fixing the amount to be paid by the members for maintenance of the Hall and carrying out the purposes of the Charter);

Section 5 (As to votes of members for certain purposes);

Section 6 (Charge upon members of £2 per annum for each seat held by them);

Section 8 (Recovery of seat rate when ownership of seat is doubtful);

Section 9 (When seat belongs to joint members);

Section 10 (Corporation may refuse to register transfer of seat when seat rate in arrear);

Section 11 (Power to compound for seat rate);

Section 12 (Receipts);

- Section 13 (Annual sums to be carried to separate account and paid to trustees);
- Section 14 (Application of special maintenance account);
- Section 15 (When trustees disapprove of application of special maintenance account);
- Section 16 (Composition to be carried to separate account and invested by trustees);
- Section 17 (Power to change securities);
- Section 20 (For indemnity of trustees):

The Act of 1927—

- Section 3 (Rate on seats);
- Section 4 (Amount due at end of year to be recovered by action);
- Section 5 (Application of seat rate);
- Section 6 (Payments from endowment fund);
- Section 7 (As to moneys paid to special maintenance account);
- Section 8 (Application of sections of Act of 1876);
- Section 21 (Exemption of compounded seatholders):

The Act of 1951—

- Section 4 (Capital contribution);
- Section 6 (Power to mortgage capital contribution);
- Section 7 (Amending section 16 of 1876 Act);
- Section 8 (Amendment of provisions for composition of seat rate).

(2) The following paragraphs of the schedule to the original charter are hereby repealed:—

- Paragraph 4 (which relates to the registration of holders of seats);
- Paragraph 33 (which relates to the qualification of members to vote);
- Paragraph 34 (which relates to the manner in which votes of members may be given);
- Paragraph 35 (which relates to the appointment of proxies);
- Paragraph 36 (which relates to the stamping and deposit of instruments appointing proxies);
- Paragraph 37 (which relates to the form of instruments appointing proxies).

19. The costs, charges and expenses preliminary to and of and **Costs of Act.** incidental to the preparing, applying for, obtaining and passing of this Act shall be paid by the Corporation.

SCHEDULES

SCHEDULE 1

PART I

MODIFICATION OF PROVISIONS OF CONSTITUTION

Section 16.

Provisions of constitution (1)	Modifications (2)
Clause 4 (Who eligible to Council)	For clause 4 there shall be substituted the following clause:— “4. Any individual member of the Corporation holding one or more seats and any member or director or other officer of any corporation or society holding not less than five seats in the Hall shall be eligible as a member of the Council; provided that not more than two members, directors or officers of any such corporation or society shall be eligible, as such, to be members of the Council at any one time.”
Clause 5 (Election of President)	After the first paragraph there shall be inserted the following paragraph:— “No person other than a retiring President shall, unless recommended by the Council, be eligible for election as President at any General Meeting unless, not less than seven, nor more than twenty-one days before the date of the meeting, there shall have been left at the office of the Corporation notice in writing, signed by not less than ten Members duly qualified to attend and vote at the meeting for which such notice is given, of their intention to propose such person for election and also notice in writing signed by such person of his willingness to be elected.”
Clause 6 (Election of the Council)	At the end of the third paragraph there shall be inserted the following paragraphs:— “The notice of the Annual General Meeting shall specify the names of the ordinary Members of the Council retiring at that meeting. No person other than a Member of the Council retiring at the meeting shall, unless recommended by the Council, be eligible for election as a Member of the Council at any Annual General Meeting unless, not less than seven, nor more than twenty-one, days before the date appointed for the meeting, there shall have been left at the office of the Corporation notice in writing, signed by three Members duly qualified to attend and vote at the meeting for which such notice is given, of their intention to propose such person for election, and also notice in writing signed by that person of his willingness to be elected.”

SCH. 1
—cont.

Provisions of constitution (1)	Modifications (2)
Clause 20 (The Annual General Meeting)	<p>In the first paragraph for the first sentence there shall be substituted the following words:—</p> <p>“The Corporation shall in each year on or before the 31st July hold a general meeting as its Annual General Meeting in addition to any other meetings in that year and shall specify the meeting as such in the notices calling it. The Annual General Meeting shall be held at such time and place as the Council shall appoint.”</p> <p>In the third paragraph the words “in one or more of the London daily newspapers” shall be omitted; for the word “seven” there shall be substituted the words “twenty-one”; and the words from “and any such special notice” to the end of the clause shall be omitted.</p>
Clause 21 (Special General Meetings)	<p>In the fourth paragraph the words “in one or more of the London daily newspapers” shall be omitted; for the word “seven” there shall be substituted the word “fourteen”; and the words from “and any such special notice” to the end of the clause shall be omitted.</p>
Clause 22 (Proceedings at General Meetings)	<p>For the last three paragraphs there shall be substituted the following paragraphs:—</p> <p>“The Chairman of any meeting at which a quorum is present may regulate the proceedings of the meeting and may, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.</p> <p>At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll (before or on the declaration of the result of the show of hands) is demanded—</p> <ol style="list-style-type: none"> by the chairman; or by at least five members present in person or by proxy; or by any member or members present in person or by proxy holding not less than twenty seats in the hall. <p>Unless a poll be so demanded, a declaration by the chairman that the resolution has on a show of hands been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Corporation shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.</p>

SCH. 1
—cont.

Provisions of constitution (1)	Modifications (2)
Clause 22 (<i>cont.</i>)	<p>The demand for a poll may be withdrawn.</p> <p>Except as hereinafter provided, if a poll is duly demanded it shall be taken in such manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.</p> <p>In the case of an equality of votes whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.</p> <p>A poll demanded on the election of a chairman or on the question of adjournment shall be taken forthwith.</p> <p>A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.</p> <p>A poll may be taken by means of postal voting papers, and shall be a poll of all members who at the time of the despatch of such papers shall be entitled to receive notice of a general meeting of the Corporation. The form and contents of the voting papers, the arrangements for the despatch and return thereof, for the counting of votes and for the custody of the voting papers and all other matters relating to the conduct of the poll shall be as may be prescribed by byelaws made pursuant to clause 11 (General powers of the Council) of this Constitution."</p>
Clause 24 (Joint Seatholders)	<p>For clause 24 there shall be substituted the following clause:—</p> <p>"24. In the case of two or more persons registered as joint holders of a seat or seats, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and for this purpose seniority shall be determined by the order in which the names stand in the register of Members."</p>
Clause 25 (Vote, how given)	<p>For clause 25 there shall be substituted the following clause:—</p> <p>"25. On a poll, other than a poll taken by means of postal voting papers, votes may be given either personally or by proxy."</p>
Clause 26 (Proxies, form of)	<p>For clause 26 there shall be substituted the following clause:—</p> <p>"26.—(1) The instrument appointing a proxy shall be in writing under the hand of the</p>

Provisions of constitution (1)	Modifications (2)
Clause 26 (<i>cont.</i>)	<p>appointor or of his attorney duly authorised in writing, or, if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised. A proxy need not be a member of the Corporation.</p> <p>(2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Corporation, not less than 48 hours before the time for holding the meeting or adjourned meeting, at which the person named in the instrument proposes to vote, or, in the case of a poll (other than a poll taken by means of postal voting papers), not less than 48 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.</p> <p>(3) An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:—</p> <p>‘ I/We , of , in the county of , being a member/members of the Corporation of the Hall of Arts and Sciences, hereby appoint , of , or failing him, , of , as my/our proxy to vote for me/us on my/our behalf at the [annual or special as the case may be] general meeting of the Corporation, to be held on the day of , 19 , and at any adjournment thereof. Signed this day of 19 , (4) Where it is desired to afford members an opportunity of voting for or against a resolu- tion the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:—</p> <p>‘ I/We , of , in the county of , being a member/members of the Corporation of the Hall of Arts and Sciences, hereby appoint , of , or failing him , of , as my/our proxy to vote for me/us on my/our</p>

SCH. 1
—cont.

Provisions of constitution (1)	Modifications (2)
Clause 26 (cont.)	<p>behalf at the [annual or special, as the case may be] general meeting of the Corporation, to be held on the day of , 19 , and at any adjournment thereof.</p> <p>Signed this day of , 19 .</p> <p>This form is to be used <u> in favour of against </u> the resolution.</p> <p>Unless otherwise instructed, the proxy will vote as he thinks fit.</p> <p>*Strike out whichever is not desired.*</p> <p>(5) The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.</p> <p>(6) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the seat in respect of which the proxy is given, provided that no intimation in writing of such death, insanity, revocation or transfer as aforesaid shall have been received by the Corporation at the office before the commencement of the meeting or adjourned meeting at which the proxy is used.</p> <p>(7) Any corporation which is a member of the Corporation may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Corporation and the person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Corporation."</p>
Clause 27 (Council to keep accounts)	For the word "credits" there shall be substituted the word "assets".
Clause 28 (Annual Statement of Accounts)	<p>The words "made up to a date not more than three months before such meeting" shall be omitted; and for the last paragraph there shall be substituted the following paragraph:—</p> <p>"A copy of every balance-sheet and of every statement of income and expenditure which is to be laid before the Corporation at the Annual General Meeting shall not less than fourteen days before the date of the meeting be sent to every member: Provided that this clause shall not require a copy of the balance-sheet or the statement of income and expenditure to be sent to any person of whose address the Corporation is not aware or to more than one of the joint holders of any seat."</p>

Provisions of constitution (1)	Modifications (2)
Clause 29 (Appointment of Auditors)	<p>In the first paragraph, for the words "Three Auditors" there shall be substituted the words "An auditor or auditors".</p> <p>For the second paragraph there shall be substituted the following paragraphs:—</p> <p>"The auditor shall be an accountant or firm of accountants:</p> <p>Provided that no person shall be qualified to audit the accounts unless he is a member or, in the case of a firm, all the partners therein are members, of one or more of the following bodies:—</p> <p>The Institute of Chartered Accountants in England and Wales;</p> <p>The Institute of Chartered Accountants of Scotland;</p> <p>The Association of Certified and Corporate Accountants;</p> <p>The Institute of Chartered Accountants in Ireland;</p> <p>Any other body of accountants established in the United Kingdom and for the time being recognised for the purposes of paragraph (a) of subsection (1) of section 161 of the Companies Act, 1948, by the Board of Trade."</p>
Clause 30 (Audit of Accounts)	<p>In the first paragraph the words "and the correctness of the balance sheet ascertained" shall be omitted; and after the word "balance-sheet" there shall be inserted the words "and of the statement of income and expenditure".</p> <p>For the second paragraph there shall be substituted the following paragraphs:—</p> <p>"The auditors shall make a report to the members on the accounts examined by them, and on every balance-sheet and every statement of income and expenditure laid before the Corporation at the Annual General Meeting during their tenure of office.</p> <p>The auditor's report shall be laid before the Corporation at the Annual General Meeting and shall be open to inspection by any member.</p> <p>The report shall state whether the balance-sheet and statement of income and expenditure are properly drawn up in accordance with the requirements of this Constitution, and whether, in the opinion of the auditors, they give a true and fair view—</p> <p>(a) in the case of the balance-sheet, of the state of the Corporation's affairs as at the end of its financial year, and</p> <p>(b) in the case of the statement of income and expenditure, of the income and expenditure of the Corporation for its financial year."</p>

CH. X

Royal Albert Hall Act 1966

SCH. 1
—cont.

Provisions of constitution (1)	Modifications (2)
Clause 31 (Books of Account)	The words from “and shall be open” to the end of the clause shall be omitted.
Clause 32 (Service of notices)	For clause 32 there shall be substituted the following clause:— “A notice may be given by the Corporation to any member either personally or by sending it by post to him to his registered address or, if he has no registered address within the United Kingdom, to the address, if any, within the United Kingdom supplied by him to the Corporation for the giving of notice to him. Where a notice is sent by post service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected at the expiration of twenty-four hours after the letter containing the same is posted.”
Clause 33 (Notice of joint seatholders)	For clause 33 there shall be substituted the following clause:— “A notice may be given by the Corporation to the joint holders of any seat by giving the notice to the joint holder first named in the register of members in respect of the seat.”
Clause 34 (Service by post)	Clause 34 shall be omitted.

PART II

ADDITIONAL PROVISIONS TO BE INCLUDED IN CONSTITUTION

Notice of
General
Meetings.

21A. Notice of every general meeting shall be given in any manner hereinafter authorised to—

(a) every member except those members who (having no registered address within the United Kingdom) have not supplied to the Corporation an address within the United Kingdom for the giving of notices to them;

(b) every person upon whom the ownership of a seat devolves by reason of his being a legal personal representative or a trustee in bankruptcy of a member where the member but for his death or bankruptcy would be entitled to receive notice of the meeting; and

(c) the auditor or auditors for the time being of the Corporation.

No other person shall be entitled to receive notices of general meetings.

Notice to
personal
representatives,
etc.

33A. A notice may be given by the Corporation to the persons entitled to a seat in consequence of the death or bankruptcy of a

member by sending it through the post in a prepaid letter addressed to them by name, or by the title of representatives of the deceased, or trustee of the bankrupt, or by any like description, at the address, if any, within the United Kingdom supplied for the purpose by the persons claiming to be so entitled, or, until such address has been so supplied, by giving the notice in any manner in which the same might have been given if the death or bankruptcy had not occurred.

SCH. 1
—cont.

SCHEDULE 2

Section 16.

THE CONSTITUTION AS AMENDED AND ALTERED BY THIS ACT

WHEREAS by Royal Charter under the Great Seal of the United Kingdom, dated the 8th day of April, in the Thirtieth year of Her Most Gracious Majesty Queen Victoria, The Corporation of the Hall of Arts and Sciences (hereinafter called "The Corporation") were incorporated for the purpose of building and maintaining a Hall and Buildings connected therewith, on the Estate of Her Majesty's Commissioners for the Exhibition of 1851, at South Kensington, and of appropriating the Hall to the purposes therein mentioned.

AND WHEREAS it was provided by the said Charter that with a view to raise the required funds for the building and maintenance of the said Hall the Corporation might receive subscriptions or donations from any persons or societies desirous of giving the same; and subject to the rights reserved to Members of the Corporation by the said Charter, might grant to the persons or societies giving such subscriptions or donations such interests in the Hall as the Corporation might deem expedient.

AND WHEREAS it was provided by the said Charter that the Governing Body of the said Corporation, until a Council should be substituted for them as thereafter mentioned, should be a Provisional Committee consisting of the persons therein mentioned, and that within twelve months, at the furthest, after the opening of the Hall, the Provisional Committee should call a General Meeting of the Corporation, by advertisement published in some London newspaper; and on the occasion of such meeting, should propose to the Corporation a Form of Constitution, containing such provisions as might be deemed expedient in relation to the Government of the Corporation, and to the management of the Hall, and generally to the regulation of all matters whatever (whether of the same description or not as those thereinbefore specified) which the Provisional Committee might deem it expedient to provide for in such Constitution, with as ample a power in the Corporation of making regulations for the administration of their affairs (subject only to those provisions of the Charter which defined the purpose of the Corporation and the right of Members) as if the Corporation were the absolute and uncontrolled owners of the property belonging to them. And it was by the said Charter also provided that the Form of Constitution proposed by the Provisional Committee, or any modification thereof, when accepted by the Corporation, and approved by Her Majesty, should be as valid as if contained in the said Charter, and that the acceptance by the Corporation

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—cont.

of any such Constitution as aforesaid should be certified by a Resolution passed by a majority of the Members of the said Corporation present personally, or by proxy, at the General Meeting summoned as aforesaid by the Provisional Committee. And it was by the said Charter also provided that in the Constitution to be proposed by the Provisional Committee an Elective Council should be substituted for the Provisional Committee as the Governing Body of the Corporation, but that the first Members of that Council should be named in the proposed Constitution, and that all or any Members of the Provisional Committee might be proposed as the first Members of the Council.

AND WHEREAS the Hall was opened on the 29th day of March, 1871.

AND WHEREAS at a General Meeting of the Corporation summoned by advertisement in the manner in the said Charter prescribed, and held on the 25th day of March, 1872, the Provisional Committee proposed to the Corporation the Form of Constitution hereinafter set forth, and such Form of Constitution was accepted by the Corporation, subject to the approval of Her Majesty, and such acceptance was, in conformity with the said Charter, certified by a Resolution passed by a majority of Members of the Corporation present, personally or by proxy, at such meeting.

NOW THEREFORE the said Corporation do by this present writing, sealed with their Common Seal, declare that the Form of Constitution hereinafter set forth (which said Form of Constitution is intended to be by them humbly submitted for the approval of Her Majesty, and is subject to such approval) contains the provisions which they deem expedient for the Government of the Corporation and the Management of the Hall, and the regulation of all matters whatsoever relating thereto, and is, and shall be the Constitution of the Corporation. That is to say—

THE COUNCIL.

Constitution
of the Council

1. The government of the Corporation, and the direction of its concerns, shall be entrusted to a Council, consisting of the President for the time being of the Corporation as an ex-officio member, and of eighteen ordinary Members.

First President
of the
Corporation.

2. The first President of the Corporation shall be His Royal Highness the Prince of Wales, K.G., and no person shall be eligible to the office of President unless he is a member of the Corporation.

First Members
of the Council.

3. The first ordinary Members of the Council shall be His Royal Highness the Duke of Edinburgh, K.G.; The Earl Granville, K.G.; The Earl Faversham; The Right Honourable Lord Clarence Edward Paget, K.C.B.; Major-General Sir Thomas Myddelton Biddulph, K.C.B.; Mr. Thomas Baring, M.P.; Mr. Edgar Alfred Bowring, C.B., M.P.; Mr. Edward Lyall Brandreth; Mr. Henry Cole, C.B.; Mr. Warren Delarue, F.R.S.; Captain John Frecheville Dykes Donnelly, R.E. (Secretary); Mr. John Fowler; Mr. Charles James Freake; Mr. John Hawkshaw, F.R.S. (Treasurer); Mr. Henry Arthur Hunt, C.B.; Dr. Lyon Playfair, C.B., M.P.; Mr. Henry Cadogan Rothery; and Major-General Henry Young Darracott Scott, C.B.

4. Any individual member of the Corporation holding one or more seats and any member or director or other officer of any corporation or society holding not less than five seats in the Hall shall be eligible as a member of the Council: provided that not more than two members, directors or officers of any such corporation or society shall be eligible, as such, to be members of the Council at any one time.

SCH. 2
—cont.

Who eligible
to Council.

5. The President shall be elected by resolution at the Annual General Meeting, and shall hold his office for a year, but shall be re-eligible.

Election of
President.

No person other than a retiring President shall, unless recommended by the Council, be eligible for election as President at any General Meeting unless, not less than seven, nor more than twenty-one days before the date of the meeting, there shall have been left at the office of the Corporation notice in writing, signed by not less than ten Members duly qualified to attend and vote at the meeting for which such notice is given, of their intention to propose such person for election and also notice in writing signed by such person of his willingness to be elected.

The President shall in each year appoint four of the ordinary Members of the Council to be Vice-Presidents for that year, and may fill up any vacancy arising in such office during the course of the year.

If any vacancy occurs in the office of President before the expiration of his term of office, the Council shall, as soon as possible, summon a General Meeting of the Corporation for the purpose of filling up such vacancy.

6. At the Annual General Meeting to be held in the year 1873, six of the original ordinary Members of the Council shall retire from office; at the Annual General Meeting to be held in the year 1874, six other of the original ordinary Members of the Council shall retire from office; and at the Annual General Meeting to be held in the year 1875, the remaining six original ordinary Members shall retire from office.

Election of the
Council.

The Council shall determine among themselves which of their number shall be those to retire at the Annual General Meetings to be held in the years 1873 and 1874. At every subsequent Annual General Meeting the six ordinary Members of the Council who have been longest in office shall retire. Retiring ordinary Members of the Council shall be re-eligible at the meeting at which they retire, or at any subsequent meeting.

The Corporation at the General Meeting at which any Members of the Council retire in manner aforesaid shall fill up the vacated offices by electing by resolution a like number of persons.

The notice of the Annual General Meeting shall specify the names of the ordinary Members of the Council retiring at that meeting.

No person other than a Member of the Council retiring at the meeting shall, unless recommended by the Council, be eligible for election as a Member of the Council at any Annual General Meeting unless, not less than seven, nor more than twenty-one days before

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*Royal Albert Hall Act 1966*SCH. 2
—cont.

the date appointed for the meeting, there shall have been left at the office of the Corporation notice in writing, signed by three Members duly qualified to attend and vote at the meeting for which such notice is given, of their intention to propose such person for election, and also notice in writing signed by that person of his willingness to be elected.

If at any meeting at which an election of Members of the Council ought to take place, no such election is made by reason of a quorum not being present or otherwise, the meeting shall stand adjourned to such day, not being later than the fourteenth day from the day of adjournment, as the Council may appoint; and if at such adjourned meeting no election takes place, the former Members of the Council shall continue to act until new Members are appointed in the following year or years.

Resignation
of Members of
Council.

7. Any Member of the Council may resign his office by giving written notice to the Secretary of his desire to do so, and his resignation shall date from the time in that behalf specified in such notice; or, if no such time is specified, from the date of the notice.

Power for
Council to fill
up casual
vacancies.

8. Any casual vacancy occurring in the Council by reason of the death or resignation of any of the ordinary Members shall be filled up by the Council. Any Member appointed to fill any such vacancy shall, for the purpose of retirement from office, and for all other purposes, be deemed to occupy the position of the person to whose place he has been appointed.

Power to
remove
Members of
Council.

9. The Corporation in General Meeting may, by a Resolution passed by a majority of two-thirds of the votes recorded at the meeting, remove any Member of the Council before the expiration of his period of office, and may, by an ordinary Resolution, appoint another person in his stead. The person so appointed shall hold office during such time only as the Member of the Council in whose place he is appointed would have held the same if he had not been removed.

Offices to be
Honorary.

10. The offices of President and Member of the Council shall be honorary.

POWERS OF THE COUNCIL.

General
powers of the
Council.

11. The Council may exercise all such powers of the Corporation as are not by the said Charter or by this Constitution required to be exercised by the Corporation in General Meeting, subject nevertheless to the provisions of the said Charter and of this Constitution, and to such regulations (not being inconsistent with the said Charter and Constitution) as may be prescribed by the Corporation in General Meeting; but no regulation made by the Corporation in General Meeting shall invalidate any prior act of the Council which would have been valid if such regulation had not been passed.

In particular the Council shall have power to do all or any of the following things, that is to say:—

- (1) They may furnish and decorate the Hall in such manner and with such works of scientific and artistic interest as they think fit, within the limits of the funds at the disposal of the Corporation.

- (2) They may, subject to the rights reserved to the Members of the Corporation, let the use of the Hall for a limited period, either wholly or partially, exclusively, or reserving certain rights of entry to any persons for any purposes for which the Corporation might themselves use the Hall. They may also appropriate, for a limited period, any buildings connected with the Hall, and which may not for the time being be required for the purposes thereof, to the use of any society or societies established for purposes similar to those for which the Corporation are themselves established, and upon such terms as the Council may think expedient.
- (3) They may, subject to the provisions of the Charter, undertake such musical or other performances, lectures, or other entertainments, on account of and at the risk of the Corporation, and may make such regulations for the admission of the public by payment, and enter into such engagements and generally take such steps for carrying out their undertakings as they think fit.
- (4) They may sell or let the boxes or seats in the Hall which remain at the disposal of the Corporation, either for the full remainder of the period of nine hundred and ninety-nine years for which the Hall is held by the Corporation, or for any less period, on such terms as they think fit.
- (5) They may from time to time appoint a General Manager and all such other salaried officers, clerks, servants, and persons as may be necessary for transacting the business of the Corporation; may determine their number, duties and salaries, and may remove such persons whenever they think fit.
- (6) They may from time to time make, revoke, and alter bye-laws for regulating the mode of nominating and proposing Members of the Council, the conduct of business at meetings of the Corporation, the use of the Hall, and such other matters whether of the same character or not as the foregoing, as they may deem expedient to be regulated by bye-laws. Any bye-laws so made shall be valid until the next ensuing General Meeting, at which Meeting they shall be submitted for the approval of the Corporation.

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—cont.

12. The continuing Members of the Council may act, notwithstanding any vacancy in their number.

Continuing
Members of
Council may
act.

PROCEEDINGS OF THE COUNCIL.

13. The Council may meet together for the despatch of business, adjourn, and otherwise regulate their meetings as they think fit, with this qualification, that no business shall be transacted at any meeting of the Council unless at least five Members be present.

Meetings of
Council.

The President, Secretary, or any three Members of the Council, may at any time call a meeting of the Council.

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SCH. 2 —cont.	14. The President, or, in case of his absence, the senior Vice-President present, or, if there be no Vice-President present, some other Member of the Council, to be elected by the meeting, shall be the Chairman at all meetings of the Council.
Chairman.	
Votes.	15. The decision of the majority of Members voting at a meeting of the Council on any question shall be considered as the decision of the meeting on that question, and the Chairman shall be entitled to vote, and in case of an equality of votes, to give a casting vote.
Minutes.	16. Notes of the proceedings of every meeting of the Council shall be taken by the Secretary or Assistant Secretary, and minutes thereof shall afterwards be copied fairly into a Minute-book to be kept for that purpose. The first business at every meeting of the Council shall be to read the minutes of the last previous meeting, and the Chairman shall sign the same.
Committees.	17. The Council may delegate any of their powers to committees consisting of such Member or Members of their body as they think fit; any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on them by the Council. A committee may elect a Chairman of their meetings; if no such Chairman is elected, or if he is not present at the time appointed for holding the meeting, the Members present shall choose one of their number to be Chairman of such meeting. A committee may meet and adjourn as they think proper; questions arising at any meeting shall be determined by a majority of votes of the Members present, and in case of an equality of votes the Chairman shall have a second or casting vote.
Proceedings of Council not to be invalidated by irregularity in election.	18. All acts done by any meeting of the Council, or of a committee of the Council, or by any person acting as a Member of the Council, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any Member of the Council or person acting as aforesaid, or that he was disqualified, be as valid as if every such person had been duly appointed and was qualified to be such Member. <i>Clause 19 of the Constitution of the Royal Albert Hall altered at General Meeting, 13th July, 1875, and Confirmed by Royal Warrant, 17th November, 1875.</i>
Treasurer.	TREASURER. 19. A Treasurer of the Corporation shall be elected by the Corporation yearly at the Annual General Meeting from amongst the Members for the time being of the Council. His office shall be honorary, and he shall on vacating his office be re-eligible.
The Annual General Meeting.	GENERAL MEETINGS. 20. The Corporation shall in each year on or before the 31st July hold a General Meeting as its Annual General Meeting in addition to any other meetings in that year and shall specify the meeting as

such in the notices calling it. The Annual General Meeting shall be held at such time and place as the Council shall appoint. At this meeting the Council shall present and cause to be read a Report of their proceedings, and of the general concerns of the Corporation during the preceding year; vacancies in the Council shall be filled up, and any other business relating to the affairs of the Corporation may be transacted.

SCH. 2
—cont.

For the purposes of this Constitution, the expression “a year”, and words having reference to a year, shall mean the interval between the Annual General Meetings held in two successive years, whether such interval be or be not in fact greater or less than a year.

Notice of the time and place of the Annual General Meeting shall be given twenty-one clear days at least before holding a meeting.

21. The Council may, whenever they think fit, and they shall upon a requisition in writing signed by not less than twenty Members of the Corporation, call a Special General Meeting for the purpose of taking into consideration special matters relating to the business of the Corporation. Special General Meetings.

Every such requisition shall express the object of the meeting proposed to be called, and shall be left at the Offices of the Corporation, addressed to the Secretary.

Upon receipt of such requisition, it shall be the duty of the Council to call a Special General Meeting, to be held within twenty-one days thereafter.

Notice of the time of holding a Special General Meeting, and a general description of the business to be transacted thereat, shall be given fourteen clear days at least before the meeting.

21A. Notice of every general meeting shall be given in any manner hereinafter authorised to— Notice of General Meetings.

- (a) every member except those members who (having no registered address within the United Kingdom) have not supplied to the Corporation an address within the United Kingdom for the giving of notices to them;
- (b) every person upon whom the ownership of a seat devolves by reason of his being a legal personal representative or a trustee in bankruptcy of a member where the member but for his death or bankruptcy would be entitled to receive notice of the meeting; and
- (c) the auditor or auditors for the time being of the Corporation.

No other person shall be entitled to receive notices of general meetings.

22. No business shall be transacted at any General Meeting, except the reading of the Annual Report presented by the Council, unless a quorum of Members is present at the commencement of such business, and such quorum shall consist of not fewer than ten Members present in person. Proceedings at General Meetings.

SCH. 2
—cont.

If, within one hour from the time appointed for the meeting, a quorum of Members is not present, the meeting, if convened upon the requisition of the Members, shall be dissolved; in any other case it shall stand adjourned to such day, not being later than the fourteenth day from the day of adjournment, as the Chairman of the Council may appoint; and if at such adjourned meeting a quorum of Members is not present, it shall be adjourned *sine die*.

The President of the Corporation, or, in case of his absence, the senior Vice-President present, or, if there be no Vice-President present, some person chosen by the meeting shall preside as Chairman at every General Meeting of the Corporation.

The Chairman of any meeting at which a quorum is present may regulate the proceedings of the meeting and may, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll (before or on the declaration of the result of the show of hands) is demanded—

- (a) by the chairman; or
- (b) by at least five members present in person or by proxy; or
- (c) by any member or members present in person or by proxy holding not less than twenty seats in the Hall.

Unless a poll be so demanded, a declaration by the chairman that the resolution has on a show of hands been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Corporation shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

The demand for a poll may be withdrawn.

Except as hereinafter provided, if a poll is duly demanded it shall be taken in such manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

In the case of an equality of votes whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.

A poll demanded on the election of a chairman or on the question of adjournment shall be taken forthwith.

A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

A poll may be taken by means of postal voting papers, and shall be a poll of all members who at the time of the despatch of such papers shall be entitled to receive notice of a general meeting of the Corporation. The form and contents of the voting papers, the arrangements for the despatch and return thereof, for the counting of votes and for the custody of the voting papers and all other matters relating to the conduct of the poll shall be as may be prescribed by byelaws made pursuant to clause 11 (General powers of the Council) of this Constitution.

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—cont.

VOTES OF MEMBERS.

23. Every Member shall have one vote for every seat of which he is registered as holder. Number of
Votes.

24. In the case of two or more persons registered as joint holders of a seat or seats, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and for this purpose seniority shall be determined by the order in which the names stand in the register of Members. Joint
Seatholders.

25. On a poll, other than a poll taken by means of postal voting papers, votes may be given either personally or by proxy. Vote, how
given.

26.—(1) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or, if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised. A proxy need not be a member of the Corporation. Proxies, form
of.

(2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Corporation, not less than forty-eight hours before the time for holding the meeting or adjourned meeting, at which the person named in the instrument proposes to vote, or, in the case of a poll (other than a poll taken by means of postal voting papers), not less than forty-eight hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

(3) An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:—

“ I/We
of
in the county of , being a member/members
of the Corporation of the Hall of Arts and Sciences, hereby
appoint
of
or failing him,
of
as my/our proxy to vote for me/us on my/our behalf at the
[annual or special, as the case may be] general meeting of the
Corporation, to be held on the day of , 19 ,
and at any adjournment thereof.

Signed this day of , 19 ”.

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—cont.

(4) Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:—

“ I/We
of
in the county of , being a member/members
of the Corporation of the Hall of Arts and Sciences, hereby
appoint
of
or failing him,
of
as my/our proxy to vote for me/us on my/our behalf at the
[annual or special, as the case may be] general meeting of the
Corporation, to be held on the day of , 19 ,
and at any adjournment thereof.

Signed this day of , 19 .

This form is to be used ^{*in favour of} the resolution.
against

Unless otherwise instructed, the proxy will vote as he thinks fit.

*Strike out whichever is not desired.”

(5) The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

(6) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the seat in respect of which the proxy is given, provided that no intimation in writing of such death, insanity, revocation or transfer as aforesaid shall have been received by the Corporation at the office before the commencement of the meeting or adjourned meeting at which the proxy is used.

(7) Any corporation which is a member of the Corporation may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Corporation and the person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Corporation.

ACCOUNTS.

Council to
keep Accounts.

27. The Council shall cause true accounts to be kept of the property of the Corporation, of the sums of money received and expended by the Corporation, of the matters in respect of which such receipt and expenditure take place, and of the assets and liabilities of the Corporation.

Annual
Statement of
Accounts.

28. The Council shall lay before the Corporation at the Annual General Meeting a statement of the income and expenditure for the past year.

A balance-sheet shall be made out in every year, and laid before the Corporation at the Annual General Meeting, and such balance-sheet shall contain a summary of the property and liabilities of the Corporation, arranged under convenient heads.

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—cont.

A copy of every balance-sheet and of every statement of income and expenditure which is to be laid before the Corporation at the Annual General Meeting shall not less than fourteen days before the date of the meeting be sent to every member: Provided that this clause shall not require a copy of the balance-sheet or the statement of income and expenditure to be sent to any person of whose address the Corporation is not aware or to more than one of the joint holders of any seat.

29. An auditor or auditors shall be elected by the Corporation at the Annual General Meeting in each year to act for the ensuing year. The Auditors shall not be Members of the Council, but may be Members of the Corporation; and in the case of any Auditor dying, resigning, or becoming incapable of performing his duties during the course of the year, the Council shall have power to appoint another in his place. Retiring Auditors shall be re-eligible.

Appointment
of Auditors.

The auditor shall be an accountant or firm of accountants:

Provided that no person shall be qualified to audit the accounts unless he is a member or, in the case of a firm, all the partners therein are members, of one or more of the following bodies:—

- The Institute of Chartered Accountants in England and Wales;
- The Institute of Chartered Accountants of Scotland;
- The Association of Certified and Corporate Accountants;
- The Institute of Chartered Accountants in Ireland;

Any other body of accountants established in the United Kingdom and for the time being recognised for the purposes of paragraph (a) of subsection (1) of section 161 of the Companies Act, 1948, by the Board of Trade.

1948 c. 38.

30. Once at the least in every year the accounts of the Corporation shall be examined by the Auditors. The Auditors shall be supplied with a copy of the balance-sheet, and of the statement of income and expenditure, and it shall be their duty to examine the same, with the accounts and vouchers relating thereto. The Auditors shall have a list delivered to them of all books kept by the Corporation, and shall at all reasonable times have access to the books and accounts of the Corporation.

Audit of
Accounts.

The Auditors shall make a report to the members on the accounts examined by them, and on every balance-sheet and every statement of income and expenditure laid before the Corporation at the Annual General Meeting during their tenure of office.

The Auditor's report shall be laid before the Corporation at the Annual General Meeting and shall be open to inspection by any member.

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*Royal Albert Hall Act 1966*SCH. 2
—cont.

The report shall state whether the balance-sheet and statement of income and expenditure are properly drawn up in accordance with the requirements of this Constitution, and whether, in the opinion of the Auditors, they give a true and fair view—

- (a) in the case of the balance-sheet, of the state of the Corporation's affairs as at the end of its financial year; and
- (b) in the case of the statement of income and expenditure, of the income and expenditure of the Corporation for its financial year.

Books of
Account.

31. The books of account of the Corporation shall be kept at the offices of the Corporation.

NOTICES.

Service of
notices.

32. A notice may be given by the Corporation to any member either personally or by sending it by post to him to his registered address or, if he has no registered address within the United Kingdom, to the address, if any, within the United Kingdom supplied by him to the Corporation for the giving of notice to him. Where a notice is sent by post service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected at the expiration of twenty-four hours after the letter containing the same is posted.

Notice of
joint
seatholders.

33. A notice may be given by the Corporation to the joint holders of any seat by giving the notice to the joint holder first named in the register of members in respect of the seat.

Notice to
personal
representatives,
etc.

33A. A notice may be given by the Corporation to the persons entitled to a seat in consequence of the death or bankruptcy of a member by sending it through the post in a prepaid letter addressed to them by name, or by the title of representatives of the deceased, or trustee of the bankrupt, or by any like description, at the address, if any, within the United Kingdom supplied for the purpose by the persons claiming to be so entitled, or, until such address has been so supplied, by giving the notice in any manner in which the same might have been given if the death or bankruptcy had not occurred.

GENERAL.

Constitution
supplemental
to Charter.

35. This Constitution shall be deemed to be supplemental to, and not in derogation of, the Charter of the Corporation; and such Charter shall remain in full force, and this Constitution may be altered in manner provided by the said Charter.

STATUTORY INSTRUMENTS

2000 No. 891

CHARITIES

The Charities (Corporation of the Hall of Arts and Sciences)
Order 2000

Made - - - 26th March 2000

Coming into force 9th April 2000

Whereas the Charity Commissioners for England and Wales have, in pursuance of section 17(1) of the Charities Act 1993(a), settled the Scheme set out in the Appendix to this Order with a view to its being given effect under that section:

And whereas the Scheme does not alter any statutory provision contained in or having effect under any public general Act of Parliament;

And whereas a draft of this Order has been laid before Parliament, the period of forty days mentioned in section 6(1) of the Statutory Instruments Act 1946(b) has expired and neither House of Parliament has within that period resolved that the Order not be made:

Now, therefore, in pursuance of section 17(2) of the Charities Act 1993, the Secretary of State hereby makes the following Order:—

1. This Order may be cited as the Charities (Corporation of the Hall of Arts and Sciences) Order 2000 and shall come into force on the fourteenth day after the day on which it is made.
2. The Scheme set out in the Appendix to this Order shall have effect.

Home Office
26th March 2000

Jack Straw
One of Her Majesty's Principal Secretaries of State

(a) 1993 c. 10.
(b) 1946 c. 36.

APPENDIX

SCHEME FOR THE ALTERATION OF PROVISIONS GOVERNING THE CHARITY
KNOWN AS THE CORPORATION OF THE HALL OF ARTS AND SCIENCES SITUATE
IN GREATER LONDON

Whereas the Charity known as The Corporation of the Hall of Arts and Sciences ("the Corporation") is now regulated by:

(1) a Royal Charter dated 8th April 1866 and Supplemental Charters dated 25th October 1887 and 7th December 1928 ("the Charters");

(2) The Royal Albert Hall Acts 1876 to 1966 ("the Acts")(a); and

(3) The British Museum (Transitional Provisions) Order 1965:

And whereas the Trustees of the Corporation consider that they are no longer able to further the purposes of the Corporation in the manner contemplated by the Charters and the Acts:

And whereas the Trustees of the Corporation have on behalf of the Corporation made application to the Charity Commissioners for a Scheme for the administration thereof:

And whereas it appears to the Charity Commissioners that a Scheme should be established for the administration of the Corporation but that it is necessary for the Scheme to make provision which goes beyond the powers exercisable by them apart from section 17 of the Charities Act 1993:

And whereas in pursuance of section 20 of the Charities Act 1993 public notice of the Charity Commissioners' proposals for this Scheme has been given and no representations have been received in respect thereof:

Now, therefore, the Charity Commissioners for England and Wales ("the Commissioners") in pursuance of section 17(1) of the Charities Act 1993 hereby settle the following Scheme:

SCHEME

Provisions ceasing to have effect

1. The provisions of section 9 of the Royal Albert Hall Act 1927 and section 5 of the Royal Albert Hall Act 1951 shall cease to have effect.

Power to borrow

2. The Corporation shall have power to borrow.

Power to mortgage or charge

3. The Corporation shall have power to mortgage or charge:

(a) the income revenues and property of the Corporation, and

(b) the land of the Corporation:

(i) by way of security for the repayment of a loan subject to the provisions of section 38 of the Charities Act 1993; and

(ii) by way of security otherwise than for the repayment of a loan provided that before doing so it obtains and considers proper advice on the matters mentioned in section 38(3) of the Charities Act 1993. For these purposes, "proper advice" means written advice which complies with section 38(4) of that Act.

Questions under the Scheme

4. The Commissioners may decide any question put to them concerning:

(a) the interpretation of this Scheme; or

(b) the propriety or validity of anything done or intended to be done under it.

Scaled by Order of the Commissioners this 10th day of November 2000.



(a) 1876 c. lvi, 1927 c. lxxiv, 1951 c. xviii, 1966 c. x.

EXPLANATORY NOTE

(This note is not part of the Order)

This Order gives effect to a Scheme of the Charity Commissioners for the Charity known as the Corporation of the Hall of Arts and Sciences (“the *Corporation*”) which is regulated by a Royal Charter of 1866, Supplemental Charters of 1887 and 1928, the Royal Albert Hall Acts 1876 to 1966, and the British Museum (Transitional Provisions) Order 1965.

The Scheme alters some of the statutory provisions governing the *Corporation* with the effect that the *Corporation* shall have *greater* power to borrow money and to mortgage or charge its property.

THE ROYAL ALBERT HALL

BYE-LAW

No person being a member or acting on behalf of a member shall sell or attempt to sell in the hall or in the vicinity thereof any ticket for a seat (or seats).

Breach or non-observance of this Bye-Law shall render the member liable to pay to the council a fine of £25.

All tickets for seats are issued subject to this Bye-Law.

In this Bye-Law the expressions "member" "the hall" "seat" "the Corporation" and "the council" have the meanings respectively assigned to them by section 2(1) of the Royal Albert Hall Act 1966.

NOTICE

1. The above Bye-Law was made pursuant to section 15 of the Royal Albert Hall Act 1966, sub-sections (3) and (4) whereof provide as follows:—

"(3) Every fine imposed by any Bye-Law made pursuant to this section shall be paid to the council and shall be recoverable by action of debt in any court of competent jurisdiction.

(4) If any member refuses, or for one month after demand made by the council for payment thereof neglects, to pay a fine imposed by the council under any Bye-Law made pursuant to this section such member shall not be entitled to use any seat of which he is the registered holder or to vote at any general meeting of the Corporation or in any poll of the members until the full amount of such fine for which he is liable be paid."

2. Any person (not being a member) who sells or attempts to sell or purchases or attempts to purchase in the Royal Albert Hall or in the vicinity thereof any ticket for a seat (or seats) except through a Box Office provided by the Corporation will be required to leave forthwith.

By Order of the Council,
M. Herrod,

Secretary.

FEBRUARY 1967.

ROYAL ALBERT HALL**BYELAW****BYELAW MADE BY THE COUNCIL ON 28TH OCTOBER 1999, PURSUANT TO PARAGRAPH 11(6) OF THE CONSTITUTION**

SUBJECT TO THE DUE APPLICATION OF PARAGRAPH 5 OF THE CONSTITUTION, WHICH STATES:

"THE PRESIDENT SHALL BE ELECTED BY RESOLUTION AT THE ANNUAL GENERAL MEETING, AND SHALL HOLD OFFICE FOR A YEAR, BUT SHALL BE RE-ELIGIBLE"

THE PRESIDENT MAY HENCEFORTH SERVE IN THAT OFFICE FOR A PERIOD NOT EXCEEDING SIX ANNUAL TERMS.

THE BYELAW WAS APPROVED AT THE ANNUAL GENERAL MEETING OF THE CORPORATION ON 25TH MAY 2000


VAUGHAN REES OBE
JUNE 2000

ROYAL ALBERT HALL

BYELAW


BYELAW MADE BY THE COUNCIL ON 28TH OCTOBER 1999, PURSUANT TO PARAGRAPH 11(6) OF THE CONSTITUTION

"THE COUNCIL MAY FROM TIME TO TIME DESIGNATE AN INDIVIDUAL AS BEING AN HONORARY VICE PRESIDENT OF THE CORPORATION, IN RECOGNITION OF THE OUTSTANDING CONTRIBUTION MADE BY THAT INDIVIDUAL TO THE LIFE AND WORK OF THE ROYAL ALBERT HALL.

NOTES:

- (i) HONORARY VICE PRESIDENTS WOULD NOT, BY VIRTUE OF THAT DESIGNATION, BECOME MEMBERS OF THE CORPORATION; SHALL NOT BE QUALIFIED TO ACT AS MEMBERS OF THE COUNCIL (OTHER THAN THOSE WHO HAVE BEEN OR MAY BE OTHERWISE ELECTED OR APPOINTED AS A MEMBER OF COUNCIL); AND WOULD NOT, BY VIRTUE OF THAT DESIGNATION, BE ELIGIBLE TO ATTEND MEETINGS OF THE COUNCIL OR GENERAL MEETINGS UNLESS BY INVITATION.
- (ii) HONORARY VICE PRESIDENTS WILL BE DESIGNATED BY THE COUNCIL ON THE RECOMMENDATION OF THE PRESIDENT, THAT RECOMMENDATION HAVING BEEN ENDORSED BY THE PRESIDENT'S COMMITTEE."

THE BYELAW WAS APPROVED AT THE ANNUAL GENERAL MEETING OF THE CORPORATION ON 25TH MAY 2000


 VAUGHAN REES OBE
 JUNE 2000

ROYAL ALBERT HALL

Byelaw to enable virtual General Meetings

Byelaw made by the Council on 23rd June 2020, pursuant to Paragraph 11(6) of the Constitution

- 1) In this byelaw:

“meeting” means an Annual General Meeting or a Special General Meeting of the Members; and

“Member” means a Member of the Corporation or the duly appointed proxy of that Member.
- 2) In exercising its powers under paragraphs 20 and 21 of the Constitution to appoint an Annual General Meeting or to call a Special General Meeting, the Council may determine that the meeting shall be held by such electronic (including by telephone), video-conferencing or other virtual means, without any appointed physical place, as the Council considers to be appropriate.
- 3) In relation to any meeting to be so appointed or called:
 - a) No Member shall be entitled to attend any particular physical place in order to attend the meeting;
 - b) A Member is attending the meeting (and deemed to be attending in person) if and for as long as the Member is showing as having joined the meeting by the appropriate means and, when the chair calls upon that Member to speak or to vote, is not prevented by the technology being used from speaking and being heard by other attendees or from voting (as the case may be);
 - c) A person who is not a Member may not attend or speak at the meeting unless so permitted by the chair of the meeting;
 - d) A vote that would be taken by a show of hands in a physical meeting may be taken electronically;
 - e) The proceedings at the meeting, including any voting, shall not be invalidated by reason of any technological deficiency or loss of access by Members, unless more than 50% of those Members who have notified the Secretary to the Corporation by email of their intention to attend the meeting are prevented from participating, whereupon the meeting shall be adjourned, and
 - f) If, due to technological deficiency, no elected member of the Council is present, the meeting shall be deemed to be adjourned.
- 4) Any:
 - (a) notice that is required to be served under paragraphs 5 and 6 of the Constitution (as regards the nomination of a Member to be elected as the President or as a member of the Council and notice by that Member of his or her willingness to stand), and
 - (b) document or written intimation that must be deposited at or delivered to the office of the Corporation under paragraph 26 (proxies),

should be served, and shall be deemed to have been deposited at the office of the Corporation when sent, electronically to the Secretary to the Corporation.



Susan Gent
Secretary to the Corporation
23 June 2020

Bye-law to enable service of notices electronically**Bye-law made by the Council on 30 March 2023, pursuant to Paragraph 11(6) of the Constitution**

- 1) In this bye-law:
“meeting” means an Annual General Meeting or a Special General Meeting of the Members;
- 2) In exercising its powers under paragraphs 20 and 21 of the Constitution to appoint an Annual General Meeting or to call a Special General Meeting, the Council may serve notice of the meeting by electronic means. Where a notice is served by such means it shall be deemed to have been delivered at the time and day sent.



.....
Susan Gent
Secretary to the Corporation
18 May 2023

**Bye-law to enable decisions of the Council to be taken by way of a written resolution
procedure**

Bye-law made by the Council on 1 April 2025, pursuant to Paragraph 11(6) of the Constitution

- 1) In this bye-law:
 - “circulation date” means the date on which copies of a written resolution are submitted to members in accordance with this bye-law (or if copies are submitted to members on different days, the last of those days);
 - “committee of the Council” means a committee of the members of Council to which the Council has delegated certain powers;
 - “members” are the members of Council from time to time elected or appointed to Council and who are in office in accordance with the Constitution;
 - “relevant time” means 23:59 on the seventh day beginning with the day after the circulation date;
 - “Secretary” means the Secretary to the Corporation and includes such other persons employed by the Corporation who perform functions for or on behalf of the Secretary;
 - “writing” may include type-written and communicated by electronic means.
- 2) Subject to paragraph 3), the Council may make decisions by means of a written resolution if -
 - (a) a copy of the proposed resolution, and any documents which accompany it, shall have been submitted in writing to all of the members; and
 - (b) a majority of members shall have signified in writing their agreement to the resolution.
- 3) A decision may not be made under paragraph 2) above if two or more members have requested in writing before the relevant time that the resolution be discussed in a meeting.
- 4) A written resolution under this byelaw is not passed until the relevant time and, if passed, shall take effect from the relevant time or such later time as is specified in the resolution.
- 5) A member may change their vote on a resolution at any time before the relevant time.
- 6) Notwithstanding paragraphs 2) to 5) above, a written resolution may be passed and take immediate effect if at any time all members have agreed to the resolution and to it being passed by written resolution.
- 7) A committee of the Council may also make decisions in accordance with the provisions of this bye-law and in such case “Council” means a committee of the Council and “members” means the members of the Committee for the time being.



Susan Gent
Secretary to the Corporation
1 April 2025

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 2

**Copy of the 1865 prospectus to potential subscribers for
access to seats in the proposed Royal Albert Hall**

PRIVATE AND CONFIDENTIAL.]

CENTRAL HALL OF ARTS AND
SCIENCES.

PATRONESS.

HER MAJESTY THE QUEEN.

PRESIDENT.

H. R. H. THE PRINCE OF WALES, K.G.

1865.

Central Hall of Arts and Sciences.

PATRONESS.

HER MAJESTY THE QUEEN.

PRESIDENT.

HIS ROYAL HIGHNESS THE PRINCE OF WALES, K.G.

VICE-PATRONS.

H.R.H. Prince Alfred, K.G.
 H.R.H. The Duke of Cambridge, K.G.
 H.S.H. The Prince Edward of Saxe-Weimar.
 His Grace the Archbishop of Canterbury.
 His Grace the Archbishop of Dublin.
 The Duke of St. Albans.
 The Duke of Devonshire, K.G., Chancellor of the University of Cambridge.
 The Duke of Rutland.
 The Duke of Buccleuch, K.G.
 The Duke of Wellington, K.G.
 The Duke of Buckingham and Chandos.
 The Duke of Sutherland, K.G.
 The Marquess of Lansdowne.
 The Marquess of Salisbury, K.G.
 The Earl of Derby, K.G., Chancellor of the University of Oxford.
 The Earl Cowper.
 The Earl Stanhope, President of the Society of Antiquaries.
 The Earl of Hardwicke.
 The Earl De La Warr.
 The Earl Spencer, K.G.
 The Earl of Clarendon, K.G.
 The Earl of Carnarvon.
 The Earl of Rosse, K.P., D.C.L., Chancellor of Dublin University.
 The Earl Grey, K.G.
 The Earl de Grey and Ripon.
 The Earl Granville, K.G., Chancellor of the University of London.
 The Earl Cowley, G.C.B.
 The Lord Henry G. Lennox, M.P.
 The Viscount Sydney.
 The Viscount Torrington.
 The Viscount Eversley.
 The Viscount Hawarden.
 The Lord Bishop of London.
 The Lord Bishop of Winchester.
 The Lord Bishop of St. David's.
 The Lord Bishop of St. Asaph.
 The Lord Bishop of Lichfield.
 The Lord Bishop of Oxford.
 The Lord Auckland, Bishop of Bath and Wells.
 The Lord Bishop of Worcester.
 The Lord Bishop of Ely.
 The Lord Eustace Cecil, M.P.

The Lord Stanley, M.P.
 The Lord Portman.
 The Lord Dufferin and Claneboye, K.P.
 The Lord Overstone.
 The Lord Llanover.
 The Lord Taunton.
 The Lord Stanley of Alderley.
 General the Hon. C. Grey.
 The Hon. A. Kinnaid, M.P.
 The Right Hon. Sir J. S. Pakington, Bart., M.P., G.C.B.
 The Right Hon. B. Disraeli, M.P.
 The Right Hon. Edward Cardwell, M.P.
 The Right Hon. W. Cowper, M.P.
 The Right Hon. H. A. Bruce, M.P.
 The Right Hon. R. Lowe, M.P.
 The Vice-Chancellor Sir W. Page Wood, F.R.S.
 Sir Stafford H. Northcote, Bart., C.B., M.P.
 Colonel Sir Thomas Troubridge, Bart., C.B.
 Colonel Sir Charles Russell, Bart., M.P.
 Sir Edward Kerrison, Bart., President of the Royal Agricultural Society.
 Sir Anthony de Rothschild, Bart.
 Sir E. Antrobus, Bart.
 General Sir John F. Burgoyne, Bart., G.C.B.
 Sir S. Morton Peto, Bart., M.P.
 Sir C. Wentworth Dilke, Bart., M.P.
 Sir Charles Lyell, Bart.
 Sir R. Murchison, K.C.B., D.C.L., President of the Royal Geographical Society.
 Sir David Brewster, K.H., D.C.L., Principal of the University of Edinburgh.
 Sir Arthur Buller, M.P.
 Sir C. L. Eastlake, President of the Royal Academy.
 Sir Hugh Macalmont Cairns, M.P.
 Sir Roundell Palmer, M.P.
 The President of the Royal Institute of British Architects (Ex officio).
 The Chairman of Council of the Society of Arts (Ex officio).
 The President of the Sacred Harmonic Society (Ex officio).
 The Treasurer of the Sacred Harmonic Society (Ex officio).
 Sir Thomas Phillips, Q.C.
 Kirkman D. Hodgson, Esq., M.P., Governor of the Bank of England.

Names of Vice-Patrons.

Major-General E. Sabine, D.C.L., President of the Royal Society.

Thomas Baring, Esq., M.P.

Alexander Barker, Esq.

G. C. T. Bartley, Esq.

James Bateman, Esq., F.R.S.

Thomas Bazley, Esq., M.P.

J. J. Blandy, Esq.

W. H. Bodkin, Esq., Assistant Judge.

Edgar A. Bowring, Esq., C.B.

Rev. R. Brooke, M.A.

C. Minton Campbell, Esq.

John Clutton, Esq.

Henry Cole, Esq., C.B.

Thomas Dyer Edwardes, Esq.

Alfred J. Elkington, Esq.

Thomas Fairbairn, Esq.

W. Fairbairn, Esq., F.R.S.

M. Faraday, Esq., F.R.S., D.C.L.

John Fowler, Esq.

C. J. Freake, Esq.

Thomas Field Gibson, Esq.

G. J. Göschen, Esq., M.P.

Peter Graham, Esq.

Professor Graham, F.R.S., Master of the Mint.

Samuel Gurney, Esq., M.P.

Edward Hamilton, Esq., M.P.

W. J. Hamilton, Esq., President of the Geological Society.

Thomson Hankey, Esq., M.P.

Michael Daintree Hollins, Esq.

C. Wren Hoskyns, Esq.

Henry A. Hunt, Esq.

T. Marr Johnson, Esq.

John Kelk, Esq., M.P.

A. H. Layard, Esq., M.P.

William Leaf, Esq.

Thomas Lloyd, Esq.

J. R. MacLean, Esq., President of the Institution of Civil Engineers.

M. H. Marsh, Esq., M.P.

Dudley Coutts Marjoribanks, Esq., M.P.

Charles Mills, Esq., M.P.

G. Moffatt, Esq., M.P.

R. Napier, Esq., President of the Mechanical Engineers of England.

Professor Owen, F.R.S.

A. Panizzi, Esq.

T. Gambier Parry, Esq.

G. Peabody, Esq.

John Pender, Esq., M.P.

The Rev. William Rogers, Rector of Bishopsgate.

Henry Cadogan Rothery, Esq., F.L.S.

Mr. Alderman Salomons, M.P.

Titus Salt, Esq.

W. Wilson Saunders, Esq., F.R.S.

Henry D. Seymour, Esq., M.P.

The Ven. Archdeacon Sinclair.

Col. Sykes, M.P., President of the Statistical Society.

Frederick Tayler, Esq., President of the Society of Painters in Water-Colours.

Henry Thring, Esq.

William Tite, Esq., M.P.

John Webb, Esq.

Joseph Whitworth, Esq.

Alderman and Colonel Wilson.

Edward Wood, Esq.

M. Digby Wyatt, Esq.

Meeting of Promoters.

1. On Wednesday, the 6th of July 1865, a meeting was held at Marlborough House, under the Presidency of His Royal Highness the Prince of Wales, with a view of promoting the erection of a Great Central Hall, the want of which for various purposes connected with Science and Art has been long felt.

Appointment of Provisional Committee.

2. The meeting having unanimously recognised the expediency of erecting the proposed Hall, appointed a Provisional Committee with full powers to consider and adopt such measures as might appear to them best calculated to carry into effect the proposed undertaking.

Provisional Committee :—

HIS ROYAL HIGHNESS THE PRINCE OF WALES, K.G.

His Royal Highness The Prince Alfred, K.G.

The Earl of Derby, K.G.

The Earl Granville, K.G.

Lieut.-General The Hon. C. Grey.

The Right Hon. H. A. Bruce, M.P.

The Right Hon. R. Lowe, M.P.

Sir S. Morton Peto, Bart., M.P.

Thos. Baring, Esq., M.P.

Edgar A. Bowring, Esq., C.B.

Henry Cole, Esq., C.B.

Henry Thring, Esq.

Meeting of Provisional Committee and appointment of Secretary.

3. The Provisional Committee met at Marlborough House on Thursday, the 13th of July, His Royal Highness the Prince of Wales in the chair, and appointed Lieut.-Colonel Scott, R.E., Secretary.

4. The Committee agreed to the issue of an explanatory Statement, which is as follows :—

Issue of explanatory Statement.

STATEMENT.

5. Shortly after the closing of the Great Exhibition of 1851, numerous representations were made to the Commissioners of that Exhibition, on the part of Chambers of Commerce, Learned Societies, and other bodies of persons interested in Science or the Arts, of the want that was felt throughout England, and especially in the chief commercial cities, of a Central Institution in London for the promotion of Scientific and Artistic knowledge as applicable to productive industry.

Representations of want of Central Institution.

6. The Commissioners were deeply impressed with the representations so made, and announced in their Second Report to the Crown, that they had devoted the surplus funds of the Great Exhibition to the purchase of an estate at South Kensington, with a view of providing a common centre of union for the various departments of Science and Art connected with industrial education.

Commissioners provide Site for Institution.

7. A site for a Central Institution having been found, numerous plans for effecting the desired object were suggested and prepared under the direction of the Prince Consort, and in all those plans such a Hall as that which it is now proposed to erect formed a prominent and essential feature. The death of the Prince Consort in December, 1861, arrested the steps which were in contemplation, but it is now proposed to revive a portion of his project, and to seek the means of erecting a Hall on a scale commensurate with the wants of the Country.

Hall originally contemplated, and this portion of Scheme for Institution now revived.

8. The management of the Hall, when erected, will be invested in a governing Body acting under the authority of a Royal Charter.

Management of Hall.

9. The Hall will be available for the following objects :—

Enumeration of objects of Hall.

- a. Congresses, both National and International, for purposes of Science and Art.
- b. Performances of Music, both choral and instrumental, including performances on the Organ similar to those now given in various large provincial towns, such as Liverpool and Birmingham.
- c. The Distribution of Prizes by Public Bodies and Societies.
- d. Conversazioni of Societies established for the promotion of Science and Art.
- e. Agricultural and Horticultural Exhibitions.
- f. National and International Exhibitions of Works of Art and Industry, including Industrial Exhibitions by the working classes similar to those recently held successfully in various parts of London.
- g. Exhibitions of Pictures, Sculpture, and other objects of Artistic or Scientific interest.
- h. Any other purposes connected with Science and Art.

10. A plan and section of the Hall are annexed (Plan No. 1). The Hall consists of an arena, an amphitheatre, and two tiers of private boxes. Above the boxes there will be a spacious corridor lighted from the top, affording room for the exhibition of Pictures and Sculpture. Access to and egress from the Building will be amply provided for by numerous separate entrances and staircases. Chambers and offices for the convenience of Societies and persons using the Hall will be also provided as indicated in the Plan.

Plan of Hall.

11. The site of the Hall is on land belonging to the Commissioners of the Exhibition of 1851, at the North side of the Horticultural Gardens, and is delineated on Plan No. 2.

Site of Hall.

- General situation of Hall in respect of the rest of Metropolis.
12. Plan No. 3 represents the situation of the Hall in relation to the rest of the Metropolis. The thick black line denotes the Metropolitan Railway, which will place South Kensington in communication with all parts of London, and with the country. The completed portion is indicated by a continuous line, and that which is in progress by a dotted line. The Station is shown on Plans 2 and 3 in the immediate neighbourhood of the Horticultural Gardens, and a plan is under consideration for connecting it with the Hall by a covered passage.
- Free grant of Site, Valued at £60,000.
13. A grant of the Site for the Hall for a term of 999 years will be made by the Commissioners at a nominal rent. This grant represents a contribution of £60,000 to the Hall.
- Cost of Hall.
14. The total cost of erecting the Hall, exclusive of the value of the site, but including fittings and internal and external decorations, is estimated at the sum of £200,000.
- Guarantee of £50,000 by Commissioners.
15. The Commissioners undertake, in addition to the grant of the site, to guarantee one-fourth part of the above sum of £200,000, and out of such guarantee to advance a sum not exceeding £2,000 for preliminary expenses.
- Conditions of Grant and Guarantee.
16. The grant, however, of the Lease and of the guarantee, is conditional on the public engaging before the 1st May 1867 to invest in the scheme such an amount as will be sufficient, inclusive of the Commissioners' guarantee, to insure the completion of the building, externally and internally, including fittings, to the satisfaction of the Commissioners' Surveyor, and the payment of every expense connected with it.
- Application of Subscriptions beyond £150,000.
17. Any sum which may be subscribed by the public between the limits of £150,000 and £200,000 will go in diminution of the Commissioners' guarantee; and further, any sum not exceeding £20,000 which may be subscribed after the Commissioners have been discharged from their guarantee, and the building has been completed, will be invested for the permanent maintenance of the Hall.
- Sum required to be raised by Subscription.
18. A sum of £150,000 is therefore the amount required to be raised by subscription before the public will be entitled to claim the benefit of the offer made by the Commissioners.
- Different Classes of Subscribers and their Privileges.
19. Three classes of Subscribers will be admitted:—
- A Subscriber of £1,000 will be entitled to a private box containing ten seats in the First Tier, in the situation marked purple in the Plan and Section.
- A Subscriber of £500 will be entitled to a private box containing five seats, in the Second Tier, in the situation marked blue in the Section.
- Or a Subscriber will be entitled to reserved seats on the payment of £100 for each sitting, in the Amphitheatre, in the part coloured red on the Plan and Section.
- Duration of Interests of Subscribers.
20. The interest of Subscribers will continue during the whole term for which the site of the Hall is granted; in other words, it will be practically perpetual.
- Calls.
21. No calls will be made on any Subscriber for the payment of any instalment of his subscription until a sufficient amount has been subscribed to insure the completion of the building. Calls will then be made at intervals of not less than three months and be spread over a period of two years.
- Transferability of Interests of Subscribers and Votes of Subscribers.
22. The interest of every class of Subscriber will be transferable at the will of the holder, and a Subscriber may let his seat for any particular occasion or occasions. Subscribers will, on the completion of the Hall, have one vote in its management for every seat held by them.

23. Where the nature of the entertainment permits, and so far as is consistent with general comfort and convenience, Subscribers will be furnished with tickets entitling them, and those claiming seats from them, to go into any part of the Hall, or take any seat that is not appropriated for some special purpose or to some particular person. Subscribers may circulate in Hall.

24. The Hall will contain about 5,600 persons. A sale of the boxes and of the seats set apart for Subscribers will produce £250,000. The remaining seats in the building will be at the disposal of the governing body. Capacity of Hall and unappropriated Seats.

25. Her Majesty the Queen and His Royal Highness the Prince of Wales have announced their intention of taking boxes. The Society of Arts, the Sacred Harmonic Society, the Royal Horticultural Society, and other Societies, as well as many eminent persons, have declared their intention of connecting themselves with the Hall. Boxes taken by Queen and Prince of Wales.

26. The want of a building large enough for the effective display of industrial and other like exhibitions has of late years been greatly felt in the metropolis, while the success that has attended large musical performances at numerous other places augurs well for the popularity of similar entertainments in London. The proposed Hall will occupy, free of expense, one of the best sites in the metropolis, and will be eminently adapted for exhibitions and musical performances on a grand scale. There seems, then, little reason to doubt that the purchase of boxes or seats in the Hall may be looked upon as the acquisition of a property from the use of which constant enjoyment and instruction may be derived, and which, in a pecuniary point of view, will prove a remunerative investment, to be realised either partially by the letting of seats, or wholly by the sale of the entire interest of the purchaser. Prospect of Benefits to be derived from the Hall.

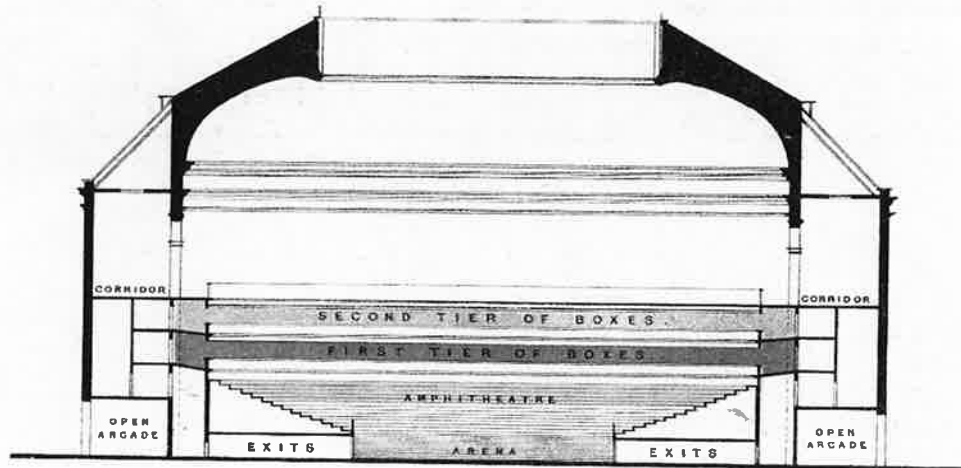
Letters and Communications may be addressed to—

Lieut.-Col. SCOTT, R.E.
Secretary to the Provisional Committee,
Central Hall of Arts and Sciences,
Temporary Offices,
Exhibition Road, South Kensington, W.

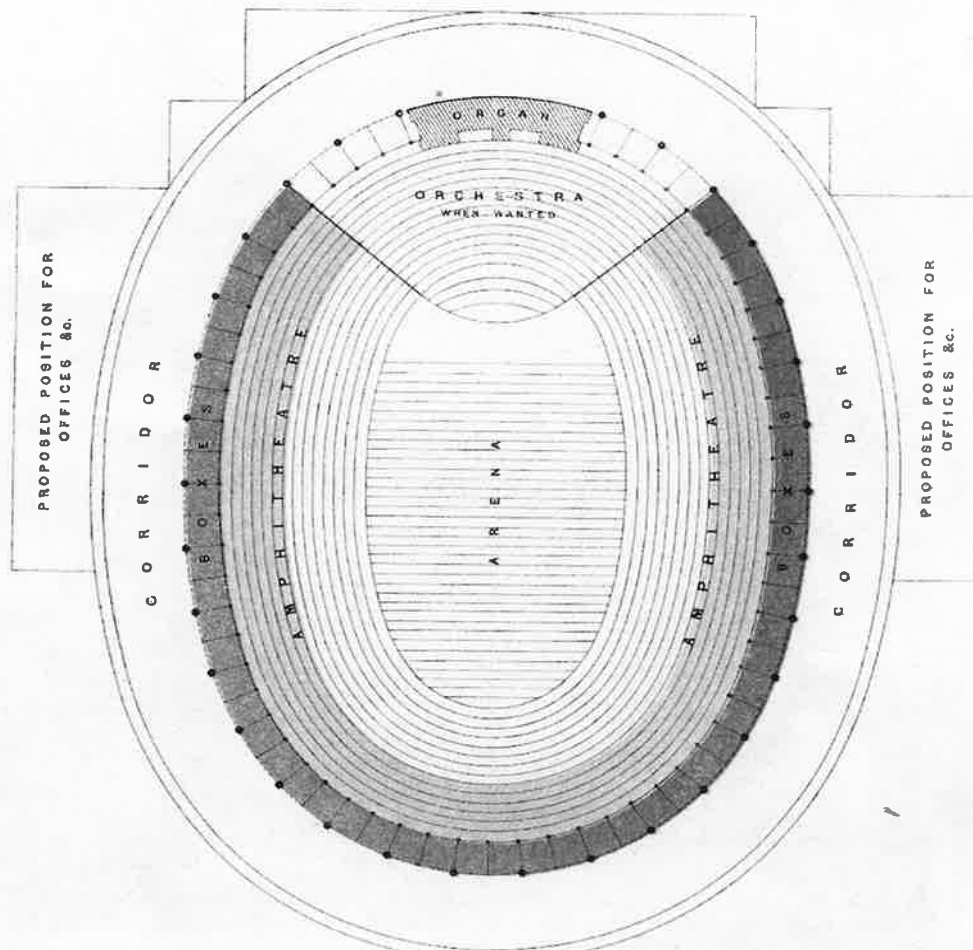
Plan N° 1.

CENTRAL HALL OF ARTS AND SCIENCES. SOUTH KENSINGTON.

PLAN AND SECTION OF HALL.



CROSS SECTION.

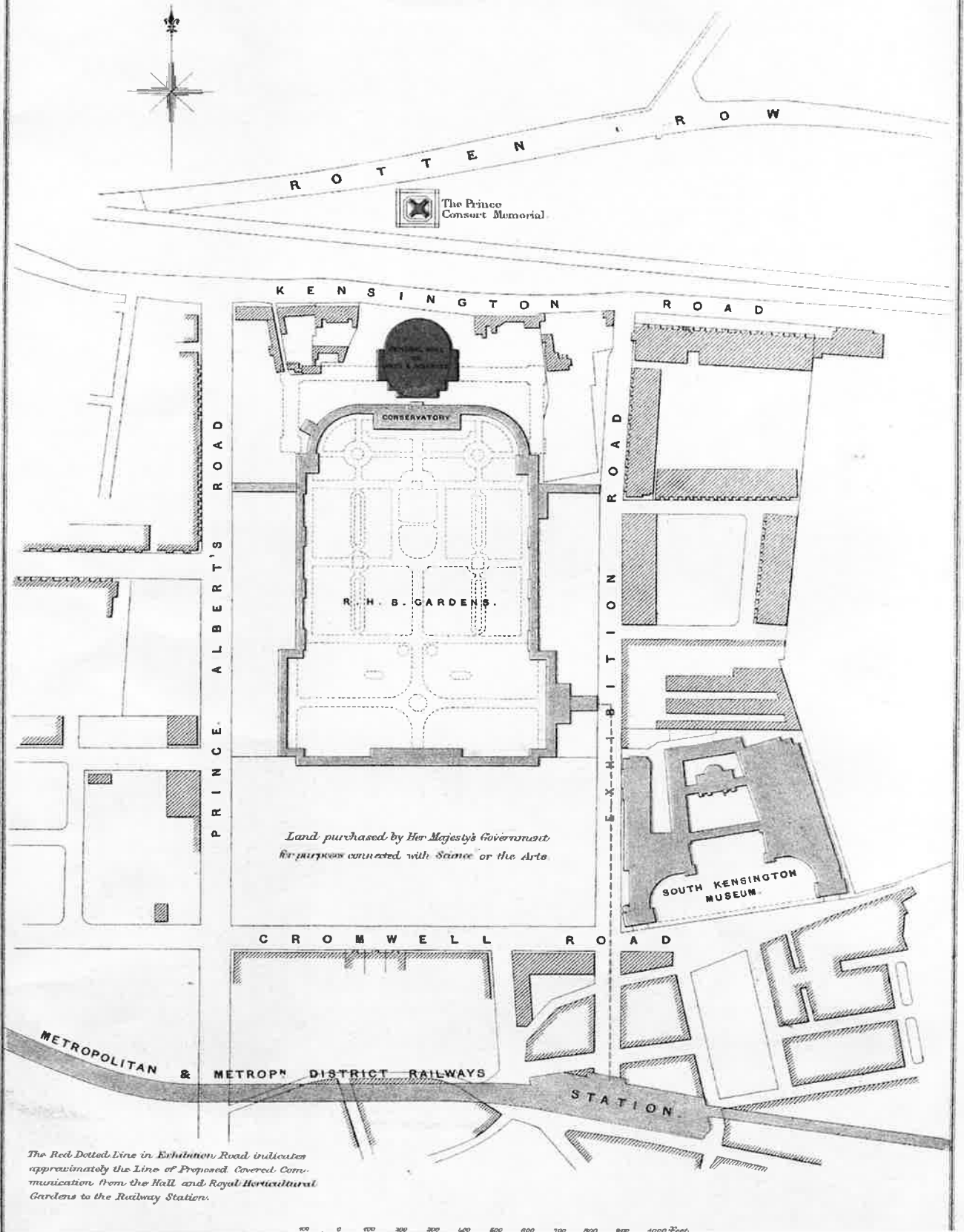


PLAN AT LEVEL OF CORRIDOR
THE UPPER OR SECOND TIER OF BOXES NOT SHOWN.

Scale of Feet.
0 10 20 30 40 50 60 70 80 90 100 110 120 130 140 150 Feet

CENTRAL HALL OF ARTS AND SCIENCES. SOUTH KENSINGTON.

GENERAL PLAN SHOWING THE POSITION OF THE HALL.



**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 3

Memorandum and Guidelines, 2024

Item 10: to approve the modified operation of Section 14 (Exclusive lettings)

To Members of the Corporation
ROYAL ALBERT HALL
Ordinaries and Exclusives
2012 Memorandum and Guidelines

Members are requested to agree the continuation of the 2012 Memorandum and Guidelines as agreed at the 2024 AGM.

Members are invited ahead of the AGM to attend a webinar explaining the definitions and operation of Section 14, the 1966 Act and the accompanying Memorandum and Guidelines. The webinar will be held at 12noon on Tuesday 13 May 2025 and repeated at 7pm the same day.

The 2012 Memorandum and Guidelines (as updated) follow in **Appendix 1**.

Appendix 2 contains summary reporting illustrating the Hall's letting pattern in 2024 and where applicable, the relationship with historic letting patterns.

APPENDIX 1

2012 Memorandum: Amendment of Section 14(1) of the Royal Albert Hall Act 1966 and Revised Policy applying to Exclusive Lettings

Section 14(1)

Members are asked to receive and note with approval that the Council intends to continue its policy of applying revised exclusive letting arrangements as previously noted with approval by Members at the 2008, 2011, 2023 and 2024 Annual General Meetings subject to the following revisions to the wording proposed as a replacement of section 14(1) of the Royal Albert Hall Act 1966 contained in the Memorandum presented at the 2008 Annual General Meeting (and which has been acted on in exclusive lettings since 2008) with effect from 1st January 2013.

That is to say:

“14(1) Notwithstanding anything in the original charter, the charter of 1887, the Act of 1927 or the Act of 1951, the following provisions shall have effect:-

- (a) The Council may from time to time by resolution exclude the Members from the Hall on any day or days not exceeding **seventy-five** in any year on which the Hall is let for any purpose for which the Corporation is empowered to let the Hall other than a concert, a recital or a boxing or wrestling entertainment:

To maintain our national purpose notwithstanding the above, within the seventy-five days Members wishing to enhance the goodwill and public benefit they generously give to further the objectives of the Hall agree to Council contracting Exclusive Lettings to two national charities for two one off concerts each year, providing one of the two concerts is the annual charity free let. The promoting charities for both events will be identified expressly at successive AGMs for endorsement by the Members.

- (b) In addition, the Council may from time to time by resolution exclude the Members from the Hall
 - (i) *on a day or days not exceeding **twelve** in any year on which the Hall is let for any purposes for which the Corporation is empowered to let the Hall;*
 - (ii) *From a number of functions included in a series of functions which are substantially identical provided that (and notwithstanding paragraphs (a) and (b)(i) above):*
 - (aa) in any series of three or four functions the Council shall secure that Members must remain entitled to attend at least one such function;
 - (bb) in any series of five functions the Council shall secure that Members must remain entitled to attend at least two such functions;

- (cc) in any series of six to ten functions the Council shall secure that Members must remain entitled to attend at least one half of such functions;
- (dd) in any series of eleven or more functions the Council shall secure that Members must remain entitled to attend at least half of such functions except that
 - i. in the case of productions by Cirque du Soleil or productions co-promoted by the Corporation which would otherwise be uneconomical to mount, Council may instead secure that Members must remain entitled to attend at least one quarter of such functions, and
 - ii. in the case of any other series where Council believes that the Promoter would not be willing to mount the production at the Hall without being able to contract with the Corporation on the basis that Members can be excluded from more than one half of such functions, Council may instead secure that Members must remain entitled to attend at least one quarter of such functions;

Provided always that the maximum number of days in any calendar year on which the Council may exclude the members shall be **one hundred and ten.**"

The above provisions shall replace the relevant provisions contained within the resolution noted with approval by Members at the 2008 Annual General Meeting.

Revised Guidelines

Council shall further approve revised Guidelines for the application of the provisions of the revised section 14(1) wording by the Executive of the Corporation, the proposed Guidelines being annexed hereto.

Approval by Members

Council intends that this revised policy should continue to be operated from year to year, but in all events subject to a three year notice (except Cirque du Soleil which is subject to a five year notice) on any withdrawal or variation to allow for formal contractual arrangements to be honoured, and subject to it and the supporting Guidelines being noted with approval by the Members at each Annual General Meeting until either a scheme or other legislative amendment of Section 14 is effected or the Council puts forward a further amendment for noting with approval by the Members or the Members pass a resolution in General Meeting requiring the Council to reconsider the terms of the policy for Exclusive Lettings recognising that, notwithstanding long usage, these arrangements are without prejudice to the Members' proprietary rights in law.

**GUIDELINES TO THE HALL EXECUTIVE
THE GRANTING OF EXCLUSIVE LETTINGS AND "COMMUNITY ORDINARY" LETTINGS**

INTRODUCTION

The Council's right to exclude Members from use of their seats is strictly limited. Council directs the Executive to avoid if at all possible, allocating Exclusives to a particular performer, orchestra or troupe if, by so doing, Members are left with no right to attend their performances and there are alternative opportunities to allocate Exclusives under Section 14 of the Act which will meet the programming policy of the Hall.

As a practical matter, the Hall's Executive, needs delegated authority from the Council to exercise the Council's powers on a day to day basis. These guidelines are intended to be of assistance in helping to interpret and to apply the provisions of the Memorandum approved by Council and which was recommended to Members for approval at the 2012 Special General Meeting in the autumn.

A. GRANTING OF EXCLUSIVES UNDER S14(1)(A) (AS AMENDED AND RESTATED)

S14(1)(a) cannot be used to grant Exclusives to concerts, recitals, wrestling or boxing entertainments.

These words must be given their normal dictionary definitions, but it is agreed that for the purposes of distinguishing between 14(1)(a) and 14(1)(b)(i) the following need not be regarded as constituting a "concert" or a "recital" and may therefore be granted Exclusives under S14(1)(a):-

- (i) Award ceremonies, even if they are accompanied by musical performance, so long as it is anticipated that not more than 50% of elapsed time will consist of a musical performance. For example the 'classical Brits' event falls within this category, as would other similar events.
- (ii) The annual event recording "Songs of Praise" by the BBC.
- (iii) The annual performances comprising the Festival of Remembrance by the Royal British Legion.
- (iv) Three BBC promenade concerts covering performances of opera, musical theatre, film, comedy or specifically for the enjoyment of children, but Members must not be excluded from either the first or last nights of the BBC Proms.
- (v) A varied event, i.e. one including a musical performance, where 60% or more of the elapsed time of the event consists of speech, dance, acting, films or other non-musical content- even if such content is accompanied by music so long as the music is secondary to the non-musical content.

B. GRANTING OF EXCLUSIVES UNDER S14 (1)(B)(II) (AS AMENDED AND RESTATED)

1. In determining the proportion of Exclusives that may be granted under Section 14(1)(b)(ii), where a series comprises either two or four functions, Council shall secure that Members will be entitled to attendance not less than 50% of such functions unless the Executive's ability successfully to contract the entire series of

functions would be jeopardised (and which shall in any case be subject to Council's approval). For the avoidance of doubt table 1 below confirms the maximum number of Exclusives which may be granted in a series of functions. It is acknowledged and accepted that the number of Exclusives expressed as a percentage of the total number of a series of functions must never exceed the designated percentage even by a fraction of an integer.

Section 14(1)(b)(ii) Table 1

Total Number of Functions in Series	Cirque/Co-Promotes/ Memorandum (b)(ii)(dd) Exceptions	Other Exclusives
2	2	2
3	2	2
4	3	3
5	3	3
6	3	3
7	3	3
8	4	4
9	4	4
10	5	5
11	8	5
12	9	6
13	9	6
14	10	7
15	11	7
16	12	8
17	12	8
18	13	9
19	14	9
20	15	10
25	18	12
30	22	15

2. Care must be taken in drawing up contracts to ensure that where the promoter has the option as to the number of performances/functions, the promoter cannot

exceed the requisite maximum percentage of Exclusives by putting on sale one or more Exclusive lettings in advance of the requisite number of Ordinary lettings. It is recognised that, in exceptional circumstances, the cancellation of a scheduled performance – possibly for reasons of ill health – could lead to an inadvertent breach of this section of the Act.

3. What actually constitutes a "series" will not always be easy to determine but in general a "series of functions" can be taken to mean functions which, even though they may be interrupted by other functions, shall take place within a two-month period.
4. The term "substantially identical" shall not exclude the possibility of minor variations in elements of the function (e.g. the playlist, or some substitute routines in the case of Circus (nor the possibility of different performers participating (e.g. as in different dancers or singers taking leading roles). But a series of functions will not be regarded as substantially identical if the content, outcome, duration or nature of the function is unpredictable and/or likely to vary in a competition between participants as in tennis matches, or even musical competitions and involve some element of round robin or knockout procedure. Exceptionally, a Sumo tournament will be treated as a series despite its non-identical constituent events.
5. Where Members are excluded from functions forming part of a series, the proportion of matinee, weekend or weekend matinee functions from which they are excluded shall broadly reflect the number respectively of matinee, weekend or weekend matinee functions of the series overall.
6. Before granting a promoter the right to exclude Members from more than one half of functions of a series of 11 or more functions, other than Cirque du Soleil or functions co-promoted by the Corporation which would otherwise be uneconomical to mount, (which is likely to be extremely rare), this must be approved in advance by the Chairmen of the Programming and Marketing and the Members' Liaison Committees and the following criteria shall apply:
 - (i) The production of this series must be likely to enhance the reputation of the Hall to a significant extent such that it would be in the broader interests of the Corporation, as a charitable body, exceptionally to exclude Members from more than one half of such functions;
 - (ii) Members shall be excluded from no more than the minimum number of functions necessary to ensure that the promoter enters into a contract with the Hall to mount this production; and
 - (iii) The artist or artists performing must not in the previous 5 years have performed in a series of functions at the Hall.

C. DESIGNATION OF COMMUNITY ORDINARIES

1. Events designated "Community Ordinaries" are ordinary lettings and Members have a right to their seats. Members are however invited not to exercise their rights.
2. Events may be proposed as Community Ordinaries to Members by the President only if:

- (i) The event forms part of the Hall's Education programme and it reasonably requires use of the auditorium and of a majority of the stalls seating and/or a significant number of boxes; or
- (ii) The event is promoted by or on behalf of a registered Charity; and
 - a) the nature of the event is such that the promoter needs to use a substantial majority of the Halls' seats or to fill the stalls area and (possibly) the boxes; and
 - b) the event either has a zero or low ticket price – which, as from July 2026, means an average ticket price of not more than £30.08¹ - or, if the average ticket price is higher than £30.08, the nature of the event meets the following additional conditions: it forms a key element in the provision of "public benefit" by the Hall and could not otherwise be incorporated in the Hall's calendar without displacing a valuable Exclusive letting; and there is reason to believe that the appeal of the event to the general public is likely to be limited
- 3. The total number of days on which Community Ordinaries may be programmed, including those which are part of the Hall's Education Programme, shall not exceed 20 in any calendar year.

D. ANNUAL FREE CHARITY LET AND ANNUAL NATIONAL CHARITY LET

At the 2018 AGM, the following was agreed:

- 1. The Annual Free Charity Let will be replaced with an Annual Charity Partner Scheme.
- 2. The Annual National Charity Let will now be known as the Annual Members' Charity Let.

May 2025

¹ The 2024 average ticket price was £29.14.

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 4

**The Owen Report: Report by Sir Robert Owen dated 25 March 2014 on his
review of the operation of section 14 of the 1966 Act**

**REVIEW OF THE OPERATION OF SECTION 14
OF THE ROYAL ALBERT HALL ACT 1966**

The Honourable Sir Robert Owen

25 March 2014

REVIEW OF THE OPERATION OF SECTION 14
OF THE ROYAL ALBERT HALL ACT 1966

1. **Introduction**

On 31 October 2013 I was invited by the Council of the Royal Albert Hall (the Council) to undertake an independent review of the operation of section 14 of the Royal Albert Hall Act 1966 (section 14) within the following terms of reference:

"Having regard to the constitution and charitable purposes of the Corporation of the Royal Albert Hall the review will:

advise whether the current interim arrangements are necessary, proportionate and to the benefit of the Charity and of the Members; and if so,

advise whether the Council, with the support of the Members is acting properly in continuing to operate arrangements that are at variance with the provisions of section 14 of the Royal Albert Hall Act 1966".

2. Section 14 made detailed provision for the exclusion of members from the Hall, see appendix 1.
3. The current interim arrangements are contained in a memorandum in the form of an amendment to section 14 (the 2012 memorandum), and in 'Guidelines to the Hall Administration regarding the granting of exclusive lettings and community ordinary lettings' both adopted at the Special General Meeting (SGM) of the Members held on 30 September 2012, see appendix 2. A note explaining the 2012 memorandum and the guidelines was before the SGM, and is also contained in appendix 2.
4. In summary the 2012 memorandum modifies the provisions of section 14 to the following extent:

s. 14(1) (a)

The first paragraph of s.14(1)(a) remains; but an additional paragraph expresses the agreement of the Members to the Council “*contracting Exclusive letting to two national charities for two one off concerts each year...*”

s.14(1)(b)

S.14(1)(b)(i), which authorises 12 exclusive days per annum (the ‘wild card’ provision), is unaltered.

S.14(1)(b)(ii), which made provision for the exclusion of Members from 1/3rd of the functions included in any series of six or more functions which are consecutive and substantially identical, is replaced in the amended form by detailed provisions extending the power of the Council to exclude members in series of differing lengths. Its provisions are supplemented by the guidelines which set out the number of exclusives that may be granted in relation to a series of functions in tabular form.

The amendment also introduced an upper limit of 110 days in a calendar year on which the Council can exclude Members.

At its meeting in December 2013 the Council resolved that, for the avoidance of any doubt as to the implementation of the current interim arrangements, “*in any series of five functions the Council shall secure that Members must remain entitled to attend at least two such functions.*”

5. By letter circulated to Members on 19 November 2013 I invited views on the issues to which the terms of reference give rise. Appendix 3 contains a list of those who responded, and a list of those whom I interviewed in the course of the review. It also contains a list of the documentary material made available to me.
6. The questions of whether the current interim arrangements are necessary, proportionate and to the benefit of the Charity and the Members cannot satisfactorily be addressed without consideration of the relationship between

the Members and the Council. It is therefore both relevant and illuminating to set the relationship in its constitutional and historical context.

7. The constitutional arrangements

The Corporation of the Hall of Arts and Sciences (the "Corporation") is a company incorporated in 1866 by Royal Charter (the Charter) for the purposes of the building and maintenance of the Royal Albert Hall, and its use for the promotion of the Arts and Sciences, specifically for the objects listed in the 3rd recital to the Charter. The 3rd recital also empowered the Corporation *"generally to do all such acts and things...as they think conducive to the purposes of the Corporation, or to the benefit of the Members thereof, having regard to the purposes aforesaid"*.

8. The constitutional arrangements for its governance and management are to be found in the Charter, two supplementary Charters and a series of Acts of Parliament culminating in the consolidating Royal Albert Hall Act 1966. All are conveniently to be found in the compendium colloquially known as the 'Blue Book'. The constitution of the Corporation is now contained in the Schedule 2 to the 1966 Act.
9. The original membership of the Corporation consisted of those who had subscribed for a permanent seat in the Hall, at a subscription rate of £100 per seat. £131,000 was raised by subscription, which represented approximately 55% of the cost of construction. The balance was met, directly or indirectly, from public funds. The Commissioners of the Great Exhibition of 1851 contributed £50,000, surplus funds from the Great Exhibition which had made a very substantial profit; and the builders, Lucas Brothers, took 300 seats in lieu of cash payment. The Commissioners subsequently purchased the seats from Lucas brothers at £100 per seat, and in due course assigned them to the Corporation. The Hall was built on part of the Kensington Gore Estate which had been purchased by the Commissioners from the profits of the Great Exhibition supplemented by a substantial Government grant. The site on

which the Hall was constructed, valued at £60,000, was leased to the Corporation for a term of 999 years at a nominal rent.¹

10. The schedule to the Charter made provision for the "*Rights and obligations of subscribers and Members*". It provided that the right of a Member to a seat or seats would continue for the whole term for which the site of the Hall was granted to the Corporation (paragraph 7). Paragraph 8 provided that "*the interests of a Member in the Hall shall be personal estate, and not the nature of real estate.*" A Member may be an individual or a body corporate; and the right to a seat can be assigned or pass on death or insolvency.
11. Members currently have the right to occupy 1276 of the seats in the Hall, such seats being located in the loggia (ground floor), grand tier (first floor), second tier (second floor) and in the stalls. At full capacity the Hall can accommodate between 3500 and 6000, depending on stage configuration and whether the arena and gallery are set for standing or seated audience.
12. The management of the Hall is vested in the Council, which under paragraph 11 of Schedule 2 of the 1966 Act, is authorised to exercise the powers of the Corporation. It originally consisted of a President and eighteen ordinary members elected by the Members, but was subsequently supplemented by the addition of five members appointed by external bodies under the terms of the Second Supplementary Charter of 1928
13. By paragraph 11(2) of Schedule 2 of the 1966 Act, the Council is authorised to let the use of the Hall "... *subject to the rights reserved to the Members of the Corporation, the Corporation may let the use of the Hall, for a limited period, either wholly or partly, exclusively, or reserving certain rights of entry to any persons for any purposes for which the Corporation might themselves use the Hall.*", a provision derived directly from the Charter.

¹ The Royal Albert Hall Ronald Clark 1958

14. In 1967 the Corporation applied for and was granted registration as a charity. As a charitable institution the Corporation has as its objects:

“to maintain the Royal Albert Hall, a Grade 1 listed building of historical and cultural significance and, through its use, to promote the understanding, appreciation and enjoyment of the arts and sciences.”

15. In consequence, and in addition to its role under the constitution, the Council assumed the responsibilities of the governing body of Trustees of the Corporation as a charity, and became subject to charity law and to the requirements and guidance of the Charity Commission.

16. In 2006 the Council undertook a review of its governance. The review sought to clarify the role of seat-holders as Members of the Corporation, and to that end formulated guidelines that provided that:

“(i) In addition to their proprietary rights as seat-holders, the Members have a key role within the Hall’s constitution. In broad terms, that role might be described as seeking to achieve, through the Council, the purposes of the Corporation as a charity.

...

(iii) In all matters relating to the use of their seats the Members should take full account of the overriding requirement to maintain and uphold the good standing of the Hall as a charitable institution. For example, Members should be discouraged from disposing of their tickets in ways that could attract understandable criticism by Hall promoters and performers and the public more generally.”

17. The guidelines, which are at appendix 4, were formally adopted by the Members at the Annual General Meeting (AGM) of the Corporation held on 25 May 2006. In proposing their adoption the President informed the meeting that the review of the governance arrangements derived from a recognition by the Council of the need to ensure that the Corporation operated in a way that was consistent with its charitable status.

18. At its meeting on April 2007, and as a further consequence of the review, the Council adopted a Manual of Governance, which reflected the report of the Nolan Committee on Standards in Public Life, and “Good Governance: a Code

for the Voluntary and Community Sector". It contains the following section V under the heading "*THE ROLE AND RESPONSIBILITIES OF THE COUNCIL*":

"The Council, collectively and individually, has and accepts the ultimate responsibility for directing the affairs of the Corporation and ensuring that it is solvent, well run and delivering the outcomes for which it was established. In the case of the Hall, the objects of the Corporation, as set out in the founding Royal Charter, are twofold: first, the building and maintenance of the Hall; and second, through the use of the Hall to promote the advancement of the Arts and Sciences. In addition to those primary objectives, the Council is required to observe the proprietary rights and interests, and take account of the views, of the Members of the Corporation."

19. Summary

Thus in summary the management of the Hall is vested in the Council; but under paragraph 11(2) of the Second Schedule to the 1966 Act, its power to let the Hall is expressed to be subject to the proprietary rights of the Members (see paragraph 13 above and section V of the Manual of Governance). It follows that the seats in private ownership cannot be used for the pursuit by the Corporation of the purposes for which it was established, nor for its charitable objects, save to the extent to which the proprietary interest in such seats is limited by Act of Parliament, or by the agreement of Members to forgo or limit their rights to occupy their seats. As to the latter, it would be open to an individual to agree to limit his right to occupy his seat; but it would also appear to be open to the membership, as the body constituting the Corporation, and in the exercise of the power to act in a manner "*conducive to the purposes of the Corporation*" (see paragraph 7 above) to resolve at general meeting to limit the right of members to occupy their seats. Thus the asset that the Corporation can utilise to give effect to its objects is the Hall less those seats in which the Members have a proprietary interest, subject only to the degree to which the right to occupy a seat has been limited by Parliament under section 14 or by resolution by the Members. It follows that the duty to "*take account of the view of Members*" can only apply to the manner in which the Council

pursues the purposes for which the Corporation was established and/or its charitable objects.

20. Furthermore it appears that any financial benefit that may accrue to Members as seat holders is incidental to the pursuit by the Council of such purposes and/or its charitable objects. The 3rd recital (see paragraph 7 above) authorised the Corporation to act *“as they think conducive to the purposes of the Corporation, or for the benefit of Members thereof, having regard to the purposes aforesaid”*. The power to act for the benefit of Members can only be exercised having regard to the purposes for which the Hall was established. Hence the advice given to the Council by Christopher H. McCall QC in Opinions dated 16 September 2008, 9 March 2009 and 27 May 2009 encapsulated in the following passage from paragraph 2 of the Opinion of 16 September 2008:

“...membership is and has always been in the nature not of a right that competes with the achievement of the charity’s purposes but as ancillary or incidental thereto..”

21. It is also to be noted that the 6th recital expressly provides that:

“No dividend shall be payable to any Member of the Corporation, and all profits which the Corporation make by the use of the Hall, or by the sale or letting of any seats, which, after the completion of the Hall, may, for the time being belong to the Corporation, shall be applied in carrying into effect the purposes of the Corporation in such manner as the Corporation thinks fit.”

22. Secondly the role of Members in the governance of the Corporation, as distinct from enjoyment of their proprietary rights as seat-holders, and as articulated in the guidelines approved by the membership at the 2007 AGM, is to seek *“to achieve, through the Council, the purposes of the Corporation as a charity”*.

23. There are two situations in which a balance may have to be drawn between the interests of the Members and the pursuit of the Corporation’s objects. The first arises when the Members are invited to consider and to vote on a

resolution in general meeting modifying their right to occupation of their seat. In voting on such a resolution, the Members, as members of a body with charitable status, must take account of the charitable objects of the Corporation, and balance the pursuit of such objects against their personal interest as a seat holder, an obligation reflected in the 2007 guidelines (see paragraph 16 above).

24. That may not be an easy balance to draw; and the proper discharge of their role as Members in voting on such a resolution necessarily depends upon their being fully informed as to the financial case for limitation of their proprietary rights. It is to that balance that this review is principally directed.

25. The second situation in which a tension between the charitable objects of the Corporation and Members' proprietary rights may arise is in the exercise by the Council of the power to grant exclusive lets. In addressing the issue of exclusion of Members from a number of functions in a series in accordance with the amended form of section 14(1)(b)(ii) the Council has a measure of discretion in that in each category of series, it is obliged to "*secure that Members remain entitled to attend at least*" the specified number of functions. In exercising its discretion the Council will have to balance the commercial case for exclusives in the pursuit of its charitable objects, against the Members' interest in attending more than the minimum number of functions specified in the amended form of section 14(1)(b)(ii).

26. It is necessary in this context to make reference to material provided for my consideration in the course of the consultation exercise, namely a copy of a letter sent to the Chairman of the Charity Commission on behalf of a Member by Payne Hicks Breach, solicitors, on 1 October 2013, supported by a "*Brief Note – Proceedings to resolve legal issues in relation to the constitution*" from leading counsel, raising a question as to the proper construction and effect of the constitutional arrangements, and expressing a different view as to effect of the provisions contained in the 3rd recital to the Charter. In short it sought to argue that there is an irreconcilable conflict between the pursuit by the Corporation of its charitable objects and the private benefit of Members, a conflict that undermines the Corporation's charitable status. The determination

of any issue as to the charitable status of the Corporation falls outwith the terms of reference of this review, and can only be resolved by an application to the Chancery Division of the High Court for a declaration as to the proper construction of the constitutional arrangements and as to the charitable status of the Corporation.

27. But as indicated at paragraph 6 above, the issues to which the Terms of Reference give rise cannot satisfactorily be addressed without consideration of the relationship between the Members and the Council, hence the analysis set out above. It must be for the Council, on legal advice, to decide whether it is necessary or appropriate to take any further steps in relation to the charitable status of the Corporation.

28. The historical context

From the outset the funds at the disposal of the Council for the maintenance and administration of the Hall, derived principally from receipts from lettings, were found to be insufficient for such purposes. Thus the author of *The Royal Albert Hall*, first published in 1958, records that by the summer of 1874 the *“position (financial) of the Hall was becoming increasingly difficult...The large number of seats in private hands made letting far more difficult than had been anticipated...”*².

29. In consequence the Council considered various means of putting the Hall on a stable financial footing, specifically the introduction of a seat rate payable by Members and a proposal that seat holders should give up their rights for six months thus enabling the whole hall to be let.³ The latter proposal was rejected; and there was strong resistance to the former by a body of seat-holders. Eventually there was agreement to a levy of £2 per seat, and in consequence the Royal Albert Hall Act 1876 was enacted *“To make better Provision for the Maintenance of the Royal Albert Hall”*, by the imposition of such a seat rate. But as the author of *The Royal Albert Hall* put it:

² Ibid page 80

³ Ibid page 91

*"The 1876 Act gave the Hall a very necessary £2,600 per annum boost. Whether it would prove strong enough, however, was a question that continued to worry the Council. They could reinforce it by persuading the seat holders to give up their rights occasionally, allowing their seats to be used by entrepreneurs, which would enable the Hall to charge high letting fees, and by letting the Hall for fresh purposes."*⁴

30. In 1887 the Charter was modified by a Supplemental Charter which extended the objects for which the Hall could be let, and secondly authorised the Corporation in General Meeting to empower the Council to exclude the Members from the Hall on occasions not exceeding ten a year, a resolution to such effect to require a two thirds majority. The problem of funding the maintenance and management of the Hall again required intervention by Parliament in 1927, when a further Royal Albert Hall Act made provision for an increase in the seat rate, and made further provision for the exclusion of Members on occasions on which the purposes for which the Hall was let required the erection of a floor over the amphitheatre stalls.
31. Yet further provision as to the seat rate and for the exclusion of Members was made in the Royal Albert Hall Act 1951 and in the consolidating Act of 1966. In addition to increasing the seat rate, the 1951 Act imposed a capital contribution on Members of £250 per seat payable by instalments (see section 4) and increased the Corporation's borrowing power to £500,000 (see section 5). As a consequence of the increase in borrowing power, the Corporation raised a loan of £150,000 from its bankers, secured on the capital contribution payable by members; and secondly an interest free loan of £40,000, repayable over 25 years, was obtained from the Treasury.
32. The 1966 Act was preceded by a number of meetings of Members. At a SGM held on 17 December 1964 the Members were invited to approve the promotion of a draft bill that would have had the effect of further curtailing the rights of seat-holders. The President told the meeting that the provisions contained in the draft bill were necessary to enable the Hall to survive financially in an increasingly competitive entertainment market. But after a

⁴ Ibid page 93

lengthy meeting, the minutes of which reveal it to have been decidedly stormy, the resolution was rejected. A further draft bill was considered and approved by the Members at a SGM held on 27 May 1965; but following further proposed amendments to the draft yet another SGM was held on 14 October 1965 at which the draft that was eventually enacted as the 1966 Act was approved. As one Member observed in the course of the consultation exercise, the current debate is in essence a replay of the debate that preceded the 1966 Act.

33. As to the seat rate section 3(1)(a) of the 1966 Act provided that:

"3(1)(a) The council shall in every year not later than the 31st July determine what sum will be required in that year for the general purposes of the hall and shall determine at what sum, not being less than ten pounds for every seat, the members shall be rated for that year for those purposes and the sum so determined is in this Act called 'the annual contribution.'"

34. As to exclusive lets, section 14(1) made detailed provision, and section 14(2) provided that any additional rent received in respect of an exclusive letting, should be applied by the Council in or towards the reduction of a Member's annual contribution.

35. In the early 1990s it became clear to the Council that a major and costly development and refurbishment of the Hall was essential. In consequence an application was made to the Arts Council and Heritage Lottery Fund for grants totalling £40.4 million. The application made specific reference to the proposed presentation of circus (Cirque du Soleil) and co-promotions of opera and ballet, proposals directed at maximising income by filling 'fallow' periods in the Hall's calendar of events, namely January, February and June.

36. The application for lottery funding was approved in June 1996, and enabled completion of the building programme in 2004, at a total cost of approximately £70 million, the balance being funded by trading surpluses.

37. The recent history

The letting of the Hall for the Cirque du Soleil and the co-promotions for opera and ballet, each comprising a series of repeat performances, involved exclusive lettings in excess of the 50% limit imposed by section 14. At the AGM held on 29 May 2008, the President, Mr John Antcliff, acknowledging that in approving the grant of exclusives, the Council had not been acting in accordance with section 14 for some years, proposed a motion that an application be submitted to the Charity Commission for a scheme amending the terms of section 14. He is recorded in the minutes as saying:

"First, the pattern of lettings approved by Council over the past 15 years has been done in good faith in the clear belief that the approach adopted has been in the best interests of both Members and the Hall. With hindsight, Council should have consulted members at the outset before adopting this approach and I apologise unreservedly for the fact that this was not done 15 years ago."

"Secondly, I am sorry that some of the correspondence relating to the proposed amendment has suggested that you, the Members, have different interests to us, the Council. To characterise this as an 'us' and 'them' debate is simply wrong."

"The vast majority of Council Members are seat holders and no-one on the Council has ever had any reason to make the decisions we have taken other than to promote the prosperity of the Corporation and, by so doing, to protect and promote the interests of the Members. That view is supported by Price Waterhouse Coopers in its review, a summary of which has been sent to you, and that is why, as fellow Members of the Corporation, your Council unanimously believes that this proposed amendment is much in the interests of all members."

"Finally, the amendment is intended to create a new framework to allow us to balance two objectives: first, to provide Members with as many opportunities as practicable to attend a varied programme of quality events each year; and, secondly to secure the continued financial health of the Hall in an increasingly competitive market place for live entertainment with the option to continue staging Cirque in January and co-promote opera and ballet."

In proposing the motion the President stressed the desirability of regularising the position by amendment of section 14, and secondly the need fully to restore the trust of Members in the Council. The resolution was passed.

38. The AGM had before it a summary of a “*Review of proposed amendment to s14.(1) of the Royal Albert Hall Act 1966*”, by PriceWaterhouseCoopers (PWC) 15 May 2008, which had been commissioned by the Council, and which has been a convenient source of factual information derived from the Corporation’s records.
39. An application was duly submitted to the Charity Commission. But at the AGM held a year later on 28 May 2009, the President informed the meeting that in response the Charity Commission had expressed concern as to whether “... *there is an appropriate balance between the public benefit provided by the Hall and the private benefit derived by Members of the Corporation*”, and that “*exchanges with the commission on this complex issue are continuing.*” That remained the position at the AGM held on the following year, 27 May 2010.
40. On 26 May 2011 both an AGM and a SGM were held. It is not necessary for present purposes to go into the events at the AGM; but at the SGM Mr Jonathan Crystal proposed a further modification of the proposed amendment to section 14, and to the guidelines by reference to which the intended amendment was to be implemented, to the effect that clarity should be given by adoption of dictionary definitions of the words “*concerts, recitals, wrestling or boxing entertainments*”. The resolution was carried.
41. Following the 2011 AGM the Council set up a ‘Section 14 Working Party’ under the chairmanship of Mr Elie Dangoor to review the operational guidelines that the administration was required to adopt in the allocation of exclusive lettings. By its terms of reference the working party was required to take full account of:

*“The Hall’s Public Benefit obligations
The extent to which the current programming model underpins the
Hall’s economic viability; and
The Members proprietorial interest.”*

42. The working party met twice, but was not in a position to make recommendations to the Council before its meeting on 19 April 2012, the minutes of which record that *"Council acknowledged the complexity, and importance, of the issues flowing from the successful 2011 Resolution"* and that *"there was an urgent need to resolve this matter, possibly by convening a Special General Meeting specifically for that purpose as soon as a Council position had been settled"*.
43. At the AGM held on 31 May 2012 the President, Mrs Anthony Travis, made a number of opening observations, in particular:

"I want to say at once that I defer to no one in my defence of the proprietorial rights of the members of the Corporation. The fact is for over 140 years, we and our predecessors have agreed to modify parts of our constitutional arrangements to make them work better, to the benefit of the Members and the Hall more generally. What has evolved is a model that works with remarkable success, particularly in maintaining the Hall's competitive edge. I need hardly tell you that we operate today in a fiercely competitive environment and against other venues that do not have Members' seats to factor into their negotiations. A good example of the pragmatic approach that has been adopted by Members and the Council alike is the support that was given at the 2008 AGM to the arrangements that had been adopted by Council in the allocation of exclusive lettings.

Since then, and particularly leading up to this AGM, there has been some pretty extensive debate within the membership on a number of specific and important topics. Two stand out. ... Second, the continuing dialogue defined and agreed a practical way of implementing the successful resolution proposed by Mr Crystal at last year's Special General Meeting, relating to our letting arrangement, and on which I propose to report under "Other Business". ...

I am very sad to say that certain events over the last few years would have appeared to have weakened the bond of trust between the Council and the members that is the very foundation of our present success. I have been absolutely frank in acknowledging that in large part this is the result of a failure by the Council either to be as open as it should have been with its dealing with the Members, or to have confidence in the support that the Members will give to propositions that are well presented and convincingly argued. Since becoming President I have tried my level best to do what I can to restore those bonds of confidence and trust. I sincerely hope that the Members in general will have recognised this change of mood and direction ..."

44. At its meeting held on 19 July 2012 the Council unanimously adopted the Memorandum containing the interim arrangements for exclusive lettings and the associated Guidelines.

45. At a SGM held on 30 September 2012, the Members agreed the following resolution nem con:

"To receive and note with approval the Council's proposals in connection with the continued operation of the modified arrangements relating to section 14. Exclusive lettings for a further period of up to 3 years from the commencement of these revised arrangements pending any further progress in agreeing the arrangements for a Scheme that will formally amend the terms of section 14 of the Royal Albert Hall Act 1966, as more particularly set out in the attached memorandum and associated Guidelines as recommended by the Council."

46. Before the resolution was put to the meeting, the President made the following observation:

"I would also like to suggest that the Memorandum and associated Guidelines provide a comprehensive and straight forward, but also detailed, set of rules that reflect the arrangements that the 2008 Memorandum that was noted with approval by the members. The changes incorporated into both the Memorandum and, rather more significantly, the Guidelines reflect the spirit and the letter of the 2008 arrangements and of the Resolution passed by the Members last year. Thus, Members' access to their seats in any series of performances is clear and transparent."

You will have seen that we have taken the opportunity to ensure that Members are able to monitor and review more closely at each and every AGM the operation of these arrangements. That to me is an important and appropriate advance that will contribute to rebuilding trust and confidence between the Members and the Council."

As I have said, these are interim arrangements. Our consistent intention, going back to 2008, was and is to seek an amendment to an Act of Parliament that is now nearly 50 years old. We need an Act better to reflect the commercial circumstances in which the Hall now operates in a highly competitive contemporary environment. As you know, to do so we need the support of the charity commission and, sad to say, to date that has not been forthcoming. You will recall that in 2008 Price Waterhouse Coopers (PwC) confirmed that the pattern of

arrangements then in operation was clearly in the best interests of both the Hall as a charity and of the Members as seat holders; that analysis was endorsed by the Hall's auditors again in 2011. Before resuming our conversations with the commission I have proposed that it would be timely to engage upon a further independent review of the arrangements and I will be seeking views on how this might best be taken forward."

47. At the AGM held on 30 May 2013, the meeting approved nem con the continuation of the interim arrangements that had been approved at the SGM held on 30 September 2012.

48. Members' views as expressed in response to my letter of 19 November 2013

The response to the invitation to comment on the issues to which the terms of reference give rise was limited. Lists of those who responded in writing, and of those whom I saw or spoke to by telephone in the course of the review are at appendix 3. But the Members who responded, or those connected to them, hold approximately 145 seats. The consultation exercise revealed clear differences of opinion both as to the role and responsibility of Members of the Corporation, and as to the interim arrangements, the subject of the review.

49. The role and responsibilities of Members

As to the former, the consultation exercise revealed both a divergence of view as to the rights and responsibilities of Members and a confusion, or lack of understanding as to their role. That is perhaps not surprising given the constitutional arrangements under which the Hall operates, the right to occupy a seat being described to me by one Member in the following terms:-

"A private interest in a public asset with charitable status is a pleasant and quirky anomaly."

50. There is a wide diversity in the make-up of the membership from families who have been seat-holders for several generations to multi-national companies who view the ownership of seats, at least in part, as an investment. At one end

of the spectrum there are those who, recognising the philanthropic nature of the original contribution to the funding of the construction of the Hall, regard the role of the membership as that of "*stewardship of a national heritage asset*", moreover an asset that has required extensive public funding over its lifetime, the provision of the site, and of 45% of the costs of construction (see paragraph 9 above), the interest free loan advanced by the Treasury in 1951 (see paragraph 31 above), and lottery funding of £40.4 million (see paragraphs 35-36 above).

51. At the other end of the spectrum are those who are perceived to have acquired a seat or seats as an investment, described to me as "*a new wave of aggressively commercial members looking for a precise return on their investment*". That reflects the fact that the relatively recent commercial success of the Hall has had the consequence that the acquisition of a seat or seats now represents an attractive investment, both in terms of capital appreciation and of the income to be derived from the sale of tickets to events that Members do not wish personally to attend.
52. Between those positions there were those who acknowledged their responsibilities as Members of a body with charitable status, but were appreciative of the incidental financial benefit of ownership of a seat.
53. The difference in approach is further illustrated by the fact that the majority of Members dispose of tickets surplus to their personal requirements through the Ticket Return Scheme, which gives them a return, but also benefits the Hall, whereas others seek to maximise their return by the sale of tickets on the open market. It is to be noted that although some Members commented adversely to me on the current Ticket Return Scheme, its terms fall outwith my terms of reference.
54. Most articulated a concern as to the apparent tension between their interests as seat-holders, and their role as members of the Corporation, a body with charitable status, and as to how that tension should be resolved. Such concerns reflected the lack of a clear understanding as to the relationship

between Members and the Council as the body responsible for the administration of the Corporation.

55. The erosion of trust

It became clear in the course of meetings with Members, and as has been observed by the incumbent President at a number of recent AGMs (see paragraphs 37 and 43 above), that there has been an erosion of trust between some Members, and the Council and the administration. There are understandable historical reasons for the lack of confidence in the Council and administration, not least that until the 2008 AGM it had not been brought to the attention of the Members that the administration had been acting in contravention of section 14. It is also attributable to some degree to the lack of understanding of the relationship between the Members and the Council, and their respective roles and obligations.

56. Concern was expressed by some Members that the Council, in overseeing the grant of exclusives, have paid and continue to pay insufficient regard to the proprietary interests of Members. The view was expressed that even since 2008 the administration has on occasions continued to fail to operate in strict accordance with the interim arrangements; and that the Council has failed to hold the administration properly to account for such failure. Such views are strongly disputed by the administration.

57. Such concerns should be allayed if there is a clearer understanding of the relationship between Members and the Council, and secondly an appropriate level of transparency in the implementation of the guidelines for exclusive lettings. Members should, as now happens, be informed as to the guidelines. But in addition it may be thought appropriate that minutes of Council meetings at which such arrangements are considered should be available to Members, and that there should be a full report to the Members at AGM on exclusive lettings made during the previous financial year, subject only to the need to maintain confidentiality in relation to matters of commercial sensitivity.

58. The current interim arrangements.

The majority of those who responded to my invitation to give their views on the issues to which the review gives rise acknowledged that section 14 was outdated, and no longer represented an appropriate or workable balance between the interests of the seat-holders and those of the Corporation as a body with charitable status, and strongly supported the current interim arrangements.

59. But a small minority expressed the view that they were not persuaded that the Hall could not be managed by the Corporation in the proper pursuit of its objects and discharge of its charitable obligations, if operating in strict adherence to the provisions of section 14. But one qualified that view by acknowledging that there was no method of determining in advance whether a reversion to section 14 would be commercially damaging, and if so to what extent. Another produced an analysis by which he sought to substantiate the argument that the Hall could operate on a sound financial footing within the constraints imposed by section 14. That is a point to which I shall return.

60. A new Act of Parliament?

The consultation exercise also revealed a diversity of view on the question of whether the Corporation should seek a further Act of Parliament to replace section 14 of the 1966 Act, a question that is relevant to the second of the terms of reference. There was a body of opinion in favour of a new Act on the basis that it is simply wrong for the Corporation to continue to operate other than in accordance with section 14. A comparable body of opinion in terms of size, was of the view that more flexibility was required than would be afforded by an Act containing a section making detailed provision for exclusive and ordinary lettings.

61. The short historical summary set out above demonstrates that the balance to be drawn by Members between their interests as seat-holders and those of the Corporation when voting on a resolution to modify Members' rights to occupy

their seats, may change depending upon the financial health of the Corporation. Hence the introduction of the seat rate by the 1876 Act, and its subsequent increases, and secondly the introduction and subsequent variation of the other mechanism by which the balance between Members' proprietorial interests and the interests of the Corporation is maintained, namely the power given to the Council, either by Act of Parliament or by resolution of members, to grant exclusive lettings. The principal argument against a new Act is that the arrangements for exclusive lettings would either have to be couched in such general terms that it would continue to be necessary for the Members to address the arrangements from time to time so as to take account of changing financial circumstances, or if in detailed terms as in section 14, would be likely sooner or later to become outdated, and that, on the premise that it is open to the Members to modify the arrangements for exclusive lettings by resolution in general meeting, that is the better course to adopt.

62. The Promoters

I had the benefit of discussing the arrangements for letting the Hall with two promoters representative of the range of performances staged at the Hall, and with the BBC. Those to whom I spoke would like more exclusives than are made available to them under the current interim arrangements; but it has of course to be borne in mind that it is very much in the interests of promoters to be granted an exclusive, as it enables them to sell 1276 of the best seats in the Hall that would otherwise not be available to them, thereby substantially increasing both their potential financial return, and that of the artist.

63. It was clear from my discussions that the issue of exclusives is central to negotiations between promoters and the Hall's administration. One of the promoters described such negotiations as "*very complicated*". From their perspective, the administration is perceived to be highly protective of the Members' interests.

64. Secondly the question of whether exclusives are available may be critical with regard to the promotion of an artist. Depending on the demands of the artist

and his or her management, it may not be possible to make a promotion pay on an ordinary let. By way of example, I was told that if booking for a run of three performances, the allowance of one exclusive could make a promotion viable. Whilst many artists are keen to play the Hall and are not necessarily concerned with maximising revenue, others and their management take a more hard-nosed commercial view, will not be prepared to book the Hall unless granted what they regard as an appropriate number of exclusives, and if that cannot be negotiated will go elsewhere, in particular to the O2 arena. I was also told that it can be very difficult to explain the arrangements as to exclusive and ordinary lets to those artists and their management who are not familiar with them.

65. It was suggested to me by one promoter that the balance of ordinaries to exclusives is probably about right from their perspective, in that the Hall has very high occupancy rates, and promoters want to hire it. But he added the cautionary rider that the addition of a big arena with comparable capacity to the Hall could 'change the game' to the considerable disadvantage of the Hall.

66. Secondly the promoters argued strongly for stability in the arrangements for exclusives. Depending on the type of event artists may be contracted up to 4 to 5 years in advance. As already observed, the availability of exclusive lettings may have a considerable impact upon budgeting, which in turn will affect programming. The point was illustrated by reference to the difficulties with which one of the promoters was faced as a result of the changes made by resolution passed at the SGM on 26 May 2011, which were to have immediate effect. But that concern would appear to be addressed in a reasonably satisfactory manner from the perspective of the promoters, in that the concluding paragraph of the resolution of 26 May 2011 is in the following terms:

"Council intends that this revised policy should continue to be operated from year to year, but in all events subject to a three year notice on any withdrawal of variation to allow for formal contractual arrangements to be honoured..."

67. The Promenade concerts (Proms) promoted by the BBC now involve 74-76 events, approximately 20% of the Hall's annual lets. The BBC's entitlement to exclusive lets is embodied in a contract with a five year term, but is also set out in the Guidelines to the Hall Administration (see paragraph 3 above and appendix 2) in the following terms:

"Three BBC promenade concerts covering performances of opera, musical theatre, film comedy or specifically for the enjoyment of children, but Members must not be excluded from either the first or last nights of the BBC Proms."

68. As a public service broadcaster funded by the licence fee, the BBC are in a different position from commercial promoters. Sir Henry Wood's original concept remains largely unaltered, namely to present the widest possible range of music, performed to the highest standard to large audiences. In addition to engaging leading international performers and providing a showcase for the best of British musicians, the BBC continues to commission new works, providing a platform for contemporary composers. Promenading in the Hall's arena continues to be a central feature of the Proms, lending the Proms their unique, informal atmosphere.
69. The BBC's overall budget for the Proms is approximately £9 million, and they generate an income of approximately £4 million, so that the concerts could be said to be subsidised to the tune of approximately £5 million from public funds.⁵ Furthermore up to 1400 'promenade' tickets are made available for each performance at £5 per ticket; and the audience present in the Hall at promenade concerts is but a small proportion of the audience as all are broadcast live and some televised. Thus the Proms are a means by which the Hall, in concert with the BBC, provides a substantial public benefit.
70. As in the case of commercial promoters the BBC would like more exclusives; but that has been resisted by the administration principally because there are a minimal number of repeat performances at the Proms, and thus to grant an

⁵ <http://www.telegraph.co.uk/culture/music/proms/1016697/BBC-Proms-2013-director-Roger-Wright-interview.html>

exclusive would almost always be to deprive Members of the opportunity to attend an event.

71. My attention was also drawn to a recurring problem experienced by the BBC to which the Members' proprietary interests in their seats gives rise. The Proms are heavily booked when booking first opens online; and the ticket buying public find it both annoying and difficult to understand when an attempt to book for an event is unsuccessful, the event apparently being fully booked, but 8-900 seats subsequently come onto the market 6 – 7 weeks before the event in question when Members' tickets become available under the Ticket Return Scheme.

72. The substantive issues

There two preliminary points to be made. Both arise from consideration of the relationship between Members and the Council. First it follows from the conclusions set out in paragraph 20 above that the question posed in the first term of reference should be amended so that it reads:

“Whether the current interim arrangements are necessary, proportionate and to the benefit of the Charity and to the incidental benefit of the Members...”

Secondly it is necessary to consider what, if anything, is added by the word ‘proportionate’ in this context. It is implicit in the use of the word that there is a balance to be drawn, and it is important to have in mind the limited circumstances in which, on a proper analysis, the necessity to draw a balance arises, namely that in voting on a resolution to modify the right to occupy a seat, a Member, as a member of a corporation with charitable status, has to balance the pursuit of its charitable objects against his proprietorial interest as a seat holder (see paragraph 23 above). It is not a question of weighing on the one hand the benefit of the current interim arrangements to the Charity, and on the other to the Members. Thus, and as one Member observed, if the arrangements are necessary, they will be proportionate, and if not necessary then disproportionate. But it is nevertheless illuminating to consider the

degree to which, if necessary, the current interim arrangements are to the incidental benefit of the Members.

73. Are the current interim arrangements necessary and proportionate?

The question is whether the current interim arrangements are necessary to enable the Corporation to discharge its objects under the Charter and its charitable objects. The financial case is necessarily based upon the audited annual accounts, the Statutory Report and Accounts of the Corporation for the year ending 31 December 2012 having been adopted at the AGM held on 30 May 2013. It is to be noted that the Statutory Report referred in some detail to the Hall's Business Plan 2012-2016 (see appendix 5), and specifically to the main purpose of the Plan, namely to fund essential major building work, the maintenance of the Hall, a Grade 1 listed building, being a principal object of the Corporation (see paragraph 7 above).

74. There are two features of the annual accounts that are of particular relevance.

First they show that the Corporation currently operates with an annual surplus of the order of £4m, secondly that in the y/e 31 December 2012 the Members' contribution by payment of the seat rate of £1060 (plus VAT) per seat per annum plus the supplementary seat rate of £300 (plus VAT) per annum, amounted to £1,720,000, less the rebate to Members of £505 per seat (see paragraph 87 below), a total of £644,000, amounted to the net sum of £1,076,000.

75. The first question that therefore arises is whether the Corporation needs to run at such a surplus. The Business Plan 2012 – 2016 contains an introduction in the following terms:

"The main purpose of the plan is to fund the essential building works that will need to be undertaken within and beyond the planned period. This work will significantly enhance and improve the experience of artistes and audiences, costing £36.7m through improvements to existing spaces, creating new backstage accommodation and replacing much of our building services infrastructure and plant. The improvements aim to ensure the Hall's continued ability to successfully

operate in a modern, highly competitive environment as we prepare for our 150 year anniversary in 2021. The content, phasing and structure of the funding package needs to meet the cost of the work, has been agreed by the Hall's council and Members of the Corporation at the 2011 AGM. All aspects of the development programme are set out in an Appendix to this plan.

The Hall will need to continue to generate sufficient income and achieve significant surpluses to meet the running costs of the Hall, routine commitments and, in addition, the surpluses required for the strategic building programme, funding of our public benefit work, our special projects, our pension fund and the fund raising campaign costs, in total a further £30.6m between 2011 – 2020."

76. The financial projections in the Business Plan demonstrate that the operating surplus must average at least £3.5m per annum 2012 – 2016, and £4m+ thereafter (assuming fund raising income also reaches target).
77. A memorandum to the Finance Committee dated 26 November 2013 on the projected Plant and Fabric Sinking Fund, which updated a memorandum dated 13 November 2008 (for both see appendix 5), and was approved by the committee at its meeting on 3 December, sets out the expenditure required to keep the Hall in its present state of repair. The content of the 2013 memorandum was also discussed at the meeting of the Fabric Committee on 21 November 2013; and the discussions at the meetings of both committees was reported to the Council on 12 December 2013.
78. Thus the need for the Corporation to run at the current and projected level of surplus is clearly demonstrated.
79. The second question is to what extent achievement of the current level of revenue, demonstrated by the Business Plan 2012 – 2016 to be necessary to meet projected expenditure (see the extract set out at paragraph 75 above), is dependent upon the current interim arrangements for exclusive and ordinary lettings, in other words could the projected expenditure be met were there to be strict adherence to section 14. An attempt to answer that question presents the obvious and considerable difficulty that it is necessarily a hypothetical exercise in which a number of assumptions would have to be made as to what

lettings could be made, and at what return to the Hall. The difficulty was illustrated by the manner in which two of the small minority to which I have referred at paragraph 59 above, expressed their concern on this issue, namely that they were not persuaded that the Hall could not be managed by the Corporation in the proper pursuit of its objects and discharge of its charitable obligations if operating in strict adherence to section 14.

80. The considered view of the administration, based on their experience of negotiations with promoters, is that the required level of operating surplus could not be achieved if the current programme of diverse events is to be maintained, the ability to offer exclusives being a significant part of their ability to generate such surplus. They give substance to that judgment by reference to the annual accounts which demonstrate that the operating surplus has largely been generated by an increase in annual lets over the last 25 years, and also, since the completion of the Major Building Development completed in 2004 (see paragraphs 35/36), by rising income per letting. The increase in the show count is illustrated by the table at appendices 6 and 7, from which it can be seen that there has been an increase from an average of 270 per annum in the period 1989-1993 to 376 per annum in the period 2009-2013. In 2012 the Hall hosted 377 performances of which 130 were exclusive lets. 20 ordinary lets and 57 exclusive lets were in long runs (Cirque du Soleil and the co-promotion of Aida), meaning that the Hall hosted a further 300 performances of which 73 were exclusives. The Net Marginal Gain (all income, net of direct costs such as stewarding, and after accounting for the cost of the rebate to Members, see paragraph 88 below and appendix 8) for the 73 exclusives was £48.6k per performance, compared to £31.6k for the remaining 227 ordinaries, the difference being attributable to higher commission from more seats and higher ticket prices. The exclusives therefore generated approximately £1.25 million more for the Hall than if they had been ordinary lets. The long runs, Cirque du Soleil and Aida, were excluded from this calculation by the administration as the contractual arrangement to which they are subject have the effect that they cannot be directly compared to other lets for a number of reasons. First such runs generate revenue on days when there are no performances, such days being

utilised for the erection and dismantling of sets. Secondly for such shows the arena typically forms part of the stage. Thirdly, and so far as ticket commission is concerned, the Cirque du Soleil contract does not distinguish between exclusives and ordinaries, not because there is no difference between them, but because in a long run where the number of each is fixed, it has been found to be simpler to negotiate a single rate for the whole run. Similarly in relation to co-promotes, the Hall's profit is calculated across the whole run rather than per performance. **(Appendices 7 and 8 contain commercially sensitive information and should remain confidential to the Council).**

81. As noted at paragraph 59 above, Leon Barouk produced for my consideration a document entitled *"A re-classification of 2012 Lettings to comply with 1966, and a quantitative assessment of the cost of compliance"*, by which he sought to test the proposition that the Hall could not sustain its current programme without breaching section 14 (appendix 14). It was based upon a radical approach to lettings, involving a complex theoretical re-assignment of 2012 lettings *"juggling Exclusive types and awarding New Ordinaries"*, and the notional purchase of all Member's tickets at full face value from promoters, to create *"synthetic Ordinaries"*. The analysis concluded that by adopting such an approach, the Hall could operate within section 14, the worst case scenario being a reduction of the Hall's income by £1.7 million, and asserted that, *"in the unlikely case of a future shortfall, Members should prefer to address this through the seat rate as and when, than paying in needlessly in both good times and bad"*. Such an analysis could be presented to the Council, and subjected to the necessary detailed analysis, in particular as to the validity of some of the assumptions upon which it is based, by way of example that *"approximately £2.5m is sufficient for building maintenance and enhancement including the sinking fund"* a proposition that does not accord with the Business Plan or the memorandum approved by the Finance Committee (see paragraph 77 above). But I am not persuaded that it can be relied upon as demonstrating that the current interim arrangements are unnecessary.

82. A related point was made by a Member in the course of the consultation exercise, namely that whilst taking seats from Members is obviously to their

disadvantage, there is no corresponding advantage to the Corporation, it being to the benefit of the promoters. Members benefit from exclusives to the extent that the higher rent charged by the Hall is passed to them as the 'rebate' (see paragraph 89 below) But the Hall also benefits in that it receives higher box office receipts, as ticket prices tend on average to be higher for exclusive lettings, and because the nature of exclusive lettings is such that they enable the Hall to earn more through ancillary income streams, eg 'hospitality packaging'. Such benefit is in part demonstrated by the Net Marginal Gain comparison at paragraph 80 above.

83. In so far as it is possible to arrive at a definitive conclusion on this issue, and on the premise that the Hall continues to provide the current mix of diverse events, it seems to me to be clear that the achievement of the current level of revenue is dependant upon the current interim arrangements, and that, as a number of Members observed in the course of the consultation, a reversion to section 14 would put the achievement of the current surplus at serious risk.

84. Are the interim arrangements to the benefit of the Charity?

The question is answered first by the analysis set out in answer to the question of whether they are necessary. The answer is plainly in the affirmative.

85. A further advantage to the Hall from the ability to grant exclusive lets in accordance with the current interim arrangements is less tangible. In an exclusive let the promoter's possible financial return is significantly greater given his ability to sell an additional 1275 of the best seats in the auditorium. A consequence is that the Hall can compete for higher-profile acts. That arguably serves to reinforce the status of the Hall as attracting the best performers, a view expressed by the administration and confirmed by the promoters whom I saw. It is difficult to quantify such benefit; but 2013 data demonstrates that the average ticket price for exclusives was £14 higher than on average for ordinaries.⁶

⁶ The relevant data was supplied by the RAH Box office and derived from the T-Stats system.

86. Are the interim arrangements to the incidental benefit of the Members?

There are a number of respects in which the current interim arrangements have given rise to an incidental benefit to Members.

87. The seat rate.

The Corporation's income is essentially derived from Members' contributions paid by reference to the seat rate, lettings of the Hall, and the sale of tickets for the seats vested in the Corporation. The history of the seat rate in the period 1980-2013, and of the seat rate, rebate and net cash call are set out in graphical form at appendix 9 and 10. The current seat rate is set at £1086 per seat, plus a supplementary seat rate of £300 per seat for a period of six years. From 1991 to 2012 the seat rate was linked to, and accordingly did not exceed, the rate of inflation derived from the General Building Cost Index (GBCI). Since 2012, when the Seat Rate Committee was set up, the annual increases have been roughly in line with the GBCI. Thus save for the supplementary seat rates (in addition to the current supplementary seat rate, a supplementary seat rate was charged at the rate of £300 per seat for the period 2000-03 to help fund the Major Development), it has not been necessary to raise the seat rate above the rate of inflation of building costs for over 20 years. On the premise that the projections in the Business Plan 2012-2016 remain valid, then any reduction in income consequent upon an reduction in income from lettings could expose the membership to a call for an increase in the seat rate, or conceivably in the last resort to a call for a capital contribution. As one Member put it in succinct terms, the effect of the statutory regime is that the membership is the Corporation's banker of last resort.

88. Thus there is an incidental benefit to Members in that the current interim arrangements have served, and are likely to continue to serve, to protect them against increased future liabilities by way of an increase in the seat rate or, in extremis, by a call for a capital contribution.

89. Secondly Members receive a rebate for each exclusive let, being the difference in rent between an ordinary and an exclusive let. The rebate in 2012 was £6,600 per performance, and generated a total rebate to Members payable in 2013 of £568,000. Furthermore the income derived from use of the Ticket Return Scheme has increased significantly, as demonstrated by the table at appendix 11, which shows the growth in total return for one seat returned under the scheme for all ordinary performances in the year
90. Thirdly the commercial success of the Hall in recent years has resulted in a marked increase in the capital value of a seat. The graph at appendix 12 illustrates the increase in seat transfer prices over the period 2005 – 2013. Some prices are not set as arms-length transactions, hence the data contains outliers. But the trend is clear, and demonstrates the growth in seat values over the period for which the current pattern of lettings has been in effect.
91. Fourthly the number and range of shows staged at the Hall has increased significantly in recent years. The show count history for the period 1926 – 2013 is at appendix 6. The increase in the show count has involved an increase in exclusives, but the ratio of ordinaries to exclusives has remained broadly constant, and the increase in the show count has therefore also resulted in an increase in the number of ordinaries, see the chart at appendix 13 which plots the increase in ordinary lets against the number of ordinary lets as a percentage of total lettings. The offer of exclusive lets also enables the administration to bring artists to the Hall for performance runs that include ordinary lets, but who would not otherwise have appeared at the Hall if no, or fewer, exclusives were offered (by way of example the administration identifies some high-profile shows such as the Eric Clapton series of concerts, the annual Teenage Cancer Trust series and the 25th anniversary performances of Phantom of the Opera in 2011).
92. Is the Council, with the support of the Members, acting properly in continuing to operate arrangements that are at variance with the provision of section 14?

The second question posed by the terms of reference is whether the Council, with the support of the Members, is acting properly in continuing to operate arrangements that are at variance with the provisions of section 14.

93. The Charter provided that the “*the interests of a Member in the Hall shall be personal estate*”. That a Member may sell his interest in a seat, or that the interest in a seat can pass on death or insolvency, has never been in issue. As observed at paragraph 19 above, there does not appear to be any reason why a member should not agree to forgo the right to occupy a seat on occasions, either on a temporary or permanent basis. The Council have acted on the basis that it is open to the membership at a general meeting, to agree to modify the right of Members to occupy seats. That approach would appear to be valid, given that the Corporation, which consists of the Members, is empowered under the Charter to “...*do all such acts and things as they think conducive to the purposes of the Corporation...*” I would simply add that it will be for the Council and Members to decide whether it is desirable, for the avoidance of any doubt, to seek a definitive opinion from Chancery counsel on the point, alternatively to seek an amending Act of Parliament notwithstanding the delay that such a step would inevitably involve, and the disadvantage in that course of action identified at paragraph 61 above.

94. Conclusions

It follows that it is my considered opinion that;

1. The current interim arrangements are necessary, proportionate, to the benefit of the Charity, and to the incidental benefit of the Members.
2. The Council, with the support of the Members, is acting properly in continuing to operate arrangements that are at variance with the provisions of section 14 of the Royal Albert Hall Act

The Hon Sir Robert Owen

25 March 2014

Appendices

1. Royal Albert Hall Act 1966 section 14
2. Current interim arrangements
 - a. 2012 memorandum containing the current interim arrangements
 - b. Guidelines to the Hall administration regarding the granting of exclusives and community ordinary lettings
 - c. Explanatory note – memorandum and guidelines.
3. Lists of
 - a. Members who made a written response to invitation to express their views on the issues to which the Terms of Reference gave rise
 - b. Members seen in the course of the consultation exercise
 - c. Documentary material made available by the administration.
4. Governance Guidelines adopted in May 2006
5. Memoranda presented to the Finance Committees on the projected Plant and Fabric Sinking Fund dated 13 November 2008 and 26 November 2013.
6. Show count history
7. RAH Operating Income, Expenditure & Surplus and Show Count 1998 – 2012*
8. Net Marginal Gain data*
9. Seat Rate history
10. Seat rate, Rebate and Net Cash Call per seat

11. Ticket Return Scheme data 1997 – 2013
12. Seat Transfer Prices 2005 – 2013
13. Ordinary lets as a percentage of total lettings
14. Paper submitted by Leon Barouk entitled "*A re-classification of 2012 Lettings to comply with 1966, and a quantitative assessment of the cost of compliance.*"

*** As noted at paragraph 80 appendices 7 and 8 contain commercially sensitive material, and should remain confidential to the Council.**

Section 14 of the 1966 Act

14.—(1) Notwithstanding anything in the original Charter, the Charter of 1887, the Act of 1927 or the Act of 1951, the following provisions shall have effect:-

- (a) The council may from time to time by resolution exclude the members from the hall on any day or days not exceeding seventy-five in any year on which the hall is let for any purpose for which the Corporation is empowered to let the Hall other than a concert, a recital, or a boxing or wrestling entertainment:
- (b) In addition the council may from time to time by resolution exclude the members from the hall —
 - (i) on any day or days not exceeding twelve in any year on which the hall is let for any purpose for which the Corporation is empowered to let the Hall;
 - (ii) from one third of the functions included in any series of six or more functions which are consecutive and substantially identical:

Provided that the Council shall not under the provisions of paragraphs (a) and (b) of this subsection exclude the members from more than one-half of the functions included in any such series as is referred to in sub-paragraph (ii) of the said paragraph (b).

**2012 MEMORANDUM: AMENDMENT OF SECTION 14(1)
OF THE ROYAL ALBERT HALL ACT 1966 AND
REVISED POLICY APPLYING TO EXCLUSIVE LETTINGS**

Section 14(1)

Members are asked to receive and note with approval that the Council intends to continue its policy of applying revised exclusive letting arrangements as previously noted with approval by Members at the 2008 and 2011 Annual General Meetings subject to the following revisions to the wording proposed as a replacement of section 14(1) of the Royal Albert Hall Act 1966 contained in the Memorandum presented at the 2008 Annual General Meeting (copy annexed hereto) (and which has been acted on in exclusive lettings since 2008) with effect from the 1 January 2013

That is to say:

“14(1) Notwithstanding anything in the original charter, the charter of 1887, the Act of 1927 or the Act of 1951, the following provisions shall have effect:-

- (a) The Council may from time to time by resolution exclude the Members from the Hall on any day or days not exceeding **seventy-five** in any year on which the Hall is let for any purpose for which the Corporation is empowered to let the Hall other than a concert, a recital or a boxing or wrestling entertainment:

To maintain our national purpose notwithstanding the above, within the seventy five days Members wishing to enhance the goodwill and public benefit they generously give to further the objectives of the Hall agree to Council contracting Exclusive Lettings to two national charities for two one off concerts each year, providing one of the two concerts is the annual charity free let. The promoting charities for both events will be identified expressly at successive AGMs for endorsement by the Members.

- (b) In addition, the Council may from time to time by resolution exclude the Members from the Hall
 - (i) on a day or days not exceeding **twelve** in any year on which the Hall is let for any purposes for which the Corporation is empowered to let the Hall;
 - (ii) From a number of functions included in a series of functions which are substantially identical provided that (and notwithstanding paragraphs (a) and (b)(i) above):
 - (aa) in any series of three or four functions the Council shall secure that Members must remain entitled to attend at least one such function;
 - (bb) in any series of five functions the Council shall secure that Members must remain entitled to attend at least two such functions;
 - (cc) in any series of six to ten functions the Council shall secure that Members must remain entitled to attend at least one half of such functions;

Appendix 2a

- (dd) in any series of eleven or more functions the Council shall secure that Members must remain entitled to attend at least half of such functions except that
 - i. in the case of productions by Cirque du Soleil or productions co-promoted by the Corporation which would otherwise be uneconomical to mount, Council may instead secure that Members must remain entitled to attend at least one quarter of such functions, and
 - ii. in the case of any other series where Council believes that the Promoter would not be willing to mount the production at the Hall without being able to contract with the Corporation on the basis that Members can be excluded from more than one half of such functions, Council may instead secure that Members must remain entitled to attend at least one quarter of such functions;

Provided always that the maximum number of days in any calendar year on which the Council may exclude the members shall be **one hundred and ten.**"

The above provisions shall replace the relevant provisions contained within the resolution noted with approval by Members at the 2008 Annual General Meeting.

Revised Guidelines

Council shall further approve revised Guidelines for the application of the provisions of the revised section 14(1) wording by the Executive of the Corporation, the proposed Guidelines being annexed hereto.

Approval by Members

Council ~~intends~~ that this revised policy should continue to be operated from year to year, but in all events subject to a three year notice on any withdrawal or variation to allow for formal contractual arrangements to be honoured, and subject to it and the supporting Guidelines being noted with approval by the Members at each Annual General Meeting until either a scheme or other legislative amendment of Section 14 is effected or the Council puts forward a further amendment for noting with approval by the Members or the Members pass a resolution in General Meeting requiring the Council to reconsider the terms of the policy for Exclusive Lettings recognising that, notwithstanding long usage, these arrangements are without prejudice to the Members' proprietorial rights in law.

GUIDELINES TO THE HALL EXECUTIVE THE GRANTING OF EXCLUSIVE LETTINGS AND "COMMUNITY ORDINARY" LETTINGS

INTRODUCTION

The Council's right to exclude Members from use of their seats is strictly limited. Council directs the Executive to avoid if at all possible, allocating Exclusives to a particular performer, orchestra or troupe if, by so doing, Members are left with no right to attend their performances and there are alternative opportunities to allocate Exclusives under Section 14 of the Act which will meet the programming policy of the Hall.

As a practical matter, the Hall's Executive, needs delegated authority from the Council to exercise the Council's powers on a day to day basis. These guidelines are intended to be of assistance in helping to interpret and to apply the provisions of the Memorandum approved by Council and which will be recommended to Members for approval at the 2012 Special General Meeting in the autumn.

A. GRANTING OF EXCLUSIVES UNDER S14(1)(A) (AS AMENDED AND RESTATED)

S14(1)(a) cannot be used to grant Exclusives to concerts, recitals, wrestling or boxing entertainments.

These words must be given their normal dictionary definitions, but it is agreed that for the purposes of distinguishing between 14(1)(a) and 14(1)(b)(i) the following need not be regarded as constituting a "concert" or a "recital" and may therefore be granted Exclusives under S14(1)(a):-

- (i) Award ceremonies, even if they are accompanied by musical performance, so long as it is anticipated that not more than 50% of elapsed time will consist of a musical performance. For example the 'classical Brits' event falls within this category, as would other similar events.
- (ii) The annual event recording "Songs of Praise" by the BBC.
- (iii) The annual performances comprising the Festival of Remembrance by the Royal British Legion.
- (iv) Three BBC promenade concerts covering performances of opera, musical theatre, film, comedy or specifically for the enjoyment of children, but Members must not be excluded from either the first or last nights of the BBC Proms.
- (v) A varied event, i.e. one including a musical performance, where 60% or more of the elapsed time of the event consists of speech, dance, acting, films or other non-musical content- even if such content is accompanied by music so long as the music is secondary to the non-musical content.

B. GRANTING OF EXCLUSIVES UNDER S14 (1)(B)(II) (AS AMENDED AND RESTATED)

1. In determining the proportion of Exclusives that may be granted under Section 14(1)(b)(ii), where a series comprises either two or four functions, where possible Members should not be excluded from either of a series of 2 and in any event should not be excluded from more than 50% of such functions (that is from more than 1 of 2 or 2 of 4) unless without such exceptional exclusion the Executive's ability successfully to contract the entire series of functions would be jeopardised. For the avoidance of doubt table 1 below confirms the maximum number of Exclusives which may be granted in a series of functions. It is acknowledged and accepted that the number of Exclusives expressed as a percentage of the total number of a series of functions must never exceed the designated percentage even by a fraction of an integer.

Section 14(1)(b)(ii) Table 1

Total Number of Functions in Series	Cirque/Co-Promotes/ Memorandum (b)(ii)(dd) Exceptions	Other Exclusives
2	2	2
3	2	2
4	3	3
5	3	3
6	3	3
7	3	3
8	4	4
9	4	4
10	5	5
11	8	5
12	9	6
13	9	6
14	10	7
15	11	7
16	12	8
17	12	8
18	13	9
19	14	9
20	15	10
25	18	12
30	22	15

2. Care must be taken in drawing up contracts to ensure that where the promoter has the option as to the number of performances/functions, the promoter cannot exceed the requisite maximum percentage of Exclusives by putting on sale one or more Exclusive lettings in advance of the requisite number of Ordinary lettings. It is recognised that, in exceptional circumstances, the

cancellation of a scheduled performance - possibly for reasons of ill health - could lead to an inadvertent breach of this section of the Act.

3. What actually constitutes a "series" will not always be easy to determine but in general a "series of functions" can be taken to mean functions which, even though they may be interrupted by other functions, shall take place within a two month period.
4. The term "substantially identical" shall not exclude the possibility of minor variations in elements of the function (e.g. the playlist, or some substitute routines in the case of Circus (nor the possibility of different performers participating (e.g. as in different dancers or singers taking leading roles). But a series of functions will not be regarded as substantially identical if the content, outcome, duration or nature of the function is unpredictable and/or likely to vary in a competition between participants as in tennis matches, or even musical competitions and involve some element of round robin or knockout procedure. Exceptionally, a Sumo tournament will be treated as a series despite its non-identical constituent events.
5. Where Members are excluded from functions forming part of a series of seven or more functions, the proportion of matinee, weekend or weekend matinee functions from which they are excluded shall broadly reflect the number respectively of matinee, weekend or weekend matinee functions of the series overall.
6. Before granting a promoter the right to exclude Members from more than one half of functions of a series of 11 or more functions, other than Cirque du Soleil or functions co-promoted by the Corporation which would otherwise be uneconomical to mount, (which is likely to be extremely rare), this must be approved in advance by the Chairmen of the Programming and Marketing and the Members' Liaison Committees and the following criteria shall apply:
 - (i) The production of this series must be likely to enhance the reputation of the Hall to a significant extent such that it would be in the broader interests of the Corporation, as a charitable body, exceptionally to exclude Members from more than one half of such functions;
 - (ii) Members shall be excluded from no more than the minimum number of functions necessary to ensure that the promoter enters into a contract with the Hall to mount this production; and
 - (iii) The artist or artists performing must not in the previous 5 years have performed in a series of functions at the Hall.

C. DESIGNATION OF COMMUNITY ORDINARIES

1. Events designated "Community Ordinaries" are ordinary lettings and Members have a right to their seats. Members are however invited not to exercise their rights.
2. Events may be proposed as Community Ordinaries to Members by the President only if:
 - (i) The event forms part of the Hall's Education programme and it reasonably requires use of the auditorium and of a majority of the stalls seating and/or a significant number of boxes; or
 - (ii) The event is promoted by or on behalf of a registered Charity; and
 - a) the nature of the event is such that the promoter needs to use a substantial majority of the Halls' seats or to fill the stalls area and (possibly) the boxes; and
 - b) the event either has a zero or low ticket price - which, in 2012, would mean an average ticket price of not more than £22.50 - or, if the average ticket price is higher than £22.50, the nature of the event meets the following additional conditions: it forms a key element in the provision of "public benefit" by the Hall and could not otherwise be incorporated in the Hall's calendar without displacing a valuable Exclusive letting; and there is reason to believe that the appeal of the event to the general public is likely to be limited
3. The total number of days on which Community Ordinaries may be programmed, including those which are part of the Hall's Education Programme, shall not exceed 15 in any calendar year.

**AMENDMENTS TO THE SECTION 14 MEMORANDUM AND ASSOCIATED GUIDELINES
EXPLANATORY NOTE ACCOMPANYING 2012 MEMORANDUM**

1. Members are invited to again note with approval the interim section 14 arrangements unanimously approved at the 2012 Special General Meeting.
2. At the 2008 AGM the Members noted with approval a Memorandum that acknowledged a variation to Section 14 of the 1966 Act that better reflected the arrangements that had been operated, to the advantage both to the Hall and to its Members, for well over 15 years. What was not made clear to the Membership was the existence of Guidelines approved by the Council for use by the Hall's Executive in interpreting those arrangements. Within those Guidelines the common terms "concert" and "recital" and "wrestling" had been redefined to increase the operational flexibility as more shows were contracted, and essentially to improve the health of the finances of the Hall. The result has been an increase in events, a several fold improvement in income, and the creation of significant operating surpluses necessary principally to maintain the Hall itself over the medium and long term. The overall success of this action, apart from raising the profile of the Hall as one of the most important performance spaces in the world, has helped reduce the potential long term financial liability for Members and has been in the best interests of both the Hall as a charity and the Members of the Corporation as seatholders.
3. It is, however, acknowledged that some Members believe that the increase in shows and improvement to the financial health of the Hall was at the expense of Members who believe that their right to occupy their seats under Section 14 of the Act has been eroded.
4. At the 2011 AGM Mr Jonathan Crystal successfully proposed a Resolution to the AGM on the lettings policy of the Hall. The resolution was not seeking a return to the 1966 Act and indicated support for the lettings flexibility required by the Hall and approved by Members in 2008. However, Council was asked to reconsider the wording of the operational Guidelines in respect of the applied definitions referred to above. The result was a proposal that seeks to clarify the arrangements adopted under the provisions of the Memorandum noted with approval by the Members at the 2008 and 2011 AGMs.
5. The proposed revised wording to the Memorandum and Guidelines is attached. Reflecting the discussion on workable arrangements at the 2011 AGM, the Memorandum now permits two national charities per year to host concerts under paragraph 14(1)(a). At the same time the Memorandum also now ensures that a series of five events must have two Ordinary Lets. These changes are designed to permit the Corporation the degree of operational flexibility that allows:
 - (i) broadly, a continuation of the pattern of Ordinary and Exclusive allocations made over the preceding decade; and
 - (ii) ensures the continuation of the diversity and maximisation of programming that has resulted in the increased number of events in the Hall, and that have been of such significant benefit to the Hall and also to the individual seatholders:

Both variations in the provisions contained in the Memorandum are necessary and desirable for the administration of the Hall as well as protecting the interests of the Members. The accompanying Guidelines have been modified to reflect the concerns expressed at the 2011 AGM as to certain definitions and at the same time give clear guidance to those who manage the Hall's programming policy on a daily basis to ensure that they do not breach the obligations the Hall has to Members. It will be noted that the references to "Community Ordinaries" remain unchanged.
6. Following their approval in September 2012, these arrangements have applied to new Lettings contracts with effect from 1 January 2013.

MEMORANDUM: ROLES AND RESPONSIBILITIES OF THE COUNCIL AND THE MEMBERS

GOVERNANCE REVIEW

1. Council (Trustee Body)

The Hall's Constitution (1866 Charter and 1966 Act) states that the "government of the Corporation and the direction of its concerns shall be entrusted to a Council". Subsequently (in 1968) the Council also became the governing body of Trustees of the Corporation as a charity. In recent years there has been an increasing emphasis on the effectiveness and accountability of Trustee bodies. Against that background, a review is currently being undertaken of Hall governance arrangements. Issues being addressed include the following:-

- (i) Making more explicit the responsibilities and functions of members of Council, both within the constitution and as trustees, collectively and individually.
- (ii) The more general principles of Trusteeship, including duty of care, prudence and due diligence.
- (iii) Accountability and stewardship.
- (iv) Appraisal of the effectiveness of the Council in the exercise of its powers and responsibilities.

2. Members

Within the framework of the governance review, Council has also concluded that it would be helpful to clarify the role of seatholders as Members of the Corporation. In doing so, the Council has formulated a series of guidelines, as follows.

- (i) In addition to their proprietary rights as seatholders, the Members have a key role within the Hall's constitution. In broad terms, that role might be described as seeking to achieve, through the Council, the purposes of the Corporation as a charity.
- (ii) Members are encouraged to fully exercise their functions in relation to the conduct of the affairs of the Corporation, as set out in the founding and subsequent Royal Charters, and in the Constitution of the Corporation as provided for by the 1966 Royal Albert Hall Act. (A compendium of the Charters, related Acts of Parliament and Byelaws, colloquially known as 'The Blue Book' is available on request from the Secretary.)
- (iii) In all matters relating to the use of their seats the Members should take full account of the overriding requirement to maintain and uphold the good standing of the Hall as a charitable institution. For example, Members should be discouraged from disposing of their tickets in ways that could attract understandable criticism by Hall promoters and performers and the public more generally.
- (iv) It is the considered view of the Council that it is in the wider interests of the Corporation that the ownership of seats (either by a single owner or by a group of members who have joined together to represent a single interest) should be limited to no more than fifty seats.

Appendix 4

- (v) The Membership represents an important and valued constituency. Its support for the Hall extends well beyond the funding it provides through the Members' annual contribution. The Council is grateful for and confident of the continued support of the Members. The future success of the Hall is dependent on that support.

An interim report on the review was made to Council at its meeting on 6th April. At that meeting Council endorsed the guidelines referred to above and proposed that the Members should be invited to resolve formally to adopt the guidelines at the forthcoming Annual General Meeting of the Corporation on 25th May.

F V REES OBE
SECRETARY TO THE CORPORATION

6th April 2006

NOTE: THE ABOVE DOCUMENT WAS DULY, AND UNANIMOUSLY, ADOPTED AT THE ANNUAL GENERAL MEETING OF THE CORPORATION ON 25 MAY 2006.

Memo



To Finance Committee
From James Ainscough
Subject Watts Report

Date 13th November 2008

Copies

Review of Watts Report

The papers on the Watts Report submitted to Fabric Committee in October are attached behind this note.

Review of Assumptions

Following receipt of the Watts Report and subsequent discussion at Fabric Committee, Chris Cotton and I have reviewed and refined some of the mark-up assumptions that drive the financial results. The following should be noted

- Mechanical services costs (£1.2m base cost to 2029 at current prices) have been left in, although decisions from the King Shaw report may mean that some of this expenditure will ultimately not be required
- Main Contractors Preliminaries / Overheads and Profit / Design and Construction Contingency / Risk Allowance – reduced from 30% to 20%
- Royal Albert Hall Procurement Factors – Allowance reduced from 25% to 20%
- Professional & Consultants Fees – reduced from 20% to 10%

The net impact of these changes is to reduce the Total Costs to the end of 2029 by £9m from £36.3m to £27.3m.

As an approximate comparison, the equivalent total cost figure from the Weatheralls report (based on some estimations/projections) was £23.1m – i.e. £4.2m lower, being £0.2m per year.

Phasing of Expenditure

The phasing of expenditure is based upon real dates when work is expected to be carried out. As a result this phasing is 'lumpy', with a particular peak in the period 2015-2019 due to window replacement and terracotta/faience cleaning & repairs. This means that across the full 20 year period, 61% of the expenditure occurs in the first 10 years.

This has a marked impact on the way that the Plant & Fabric Sinking Fund (P&FSF) must accumulate if it is to avoid deficit. The rate at which funds are put into it needs to be much higher to the end of 2019 than afterwards.

Memo



An illustration of one possible funding profile (below) demonstrates the annual impact. Currently between £550k and £600k per year is envisaged by the Business Plan (based on the Weatheralls report). The example below shows that in the next 11 years an average of £1.3m per year (including interest of £0.1m pa) should be set aside.

Plant & Fabric Sinking Fund

Annual Requirement re. Watts Report

Years 1-11	5.88%	
Years 12-21	-8.43%	4%

	Addition to P&FSF exc interest	Watts Expenditure	Interest	Net Cumulative after Interest	Gross addition to P&FSF
End 2008 balance:	1,878,000			1,878,000	1,878,000
1 2009	925,000	0	75,120	2,878,120	1,000,120
2 2010	979,353	(787,549)	115,125	3,185,049	1,094,478
3 2011	1,036,900	(1,745,972)	127,402	2,603,379	1,164,302
4 2012	1,097,828	(1,061,418)	104,135	2,743,924	1,201,963
5 2013	1,162,336	(1,334,012)	109,757	2,682,005	1,272,093
6 2014	1,230,635	(894,624)	107,280	3,125,296	1,337,915
7 2015	1,302,947	(2,160,713)	125,012	2,392,543	1,427,959
8 2016	1,379,509	(2,160,713)	95,702	1,707,041	1,475,210
9 2017	1,460,569	(2,160,713)	68,282	1,075,178	1,528,850
10 2018	1,546,392	(2,160,713)	43,007	503,864	1,589,399
11 2019	1,637,257	(2,160,713)	20,155	564	1,657,412
12 2020	1,499,271	(1,096,401)	23	403,456	1,499,294
13 2021	1,372,914	(1,096,401)	16,138	696,107	1,389,052
14 2022	1,257,206	(1,096,401)	27,844	884,756	1,285,050
15 2023	1,151,250	(1,096,401)	35,390	974,995	1,186,640
16 2024	1,054,224	(1,096,401)	39,000	971,817	1,093,224
17 2025	965,375	(1,039,713)	38,873	936,351	1,004,248
18 2026	884,014	(1,039,713)	37,454	818,106	921,468
19 2027	809,510	(1,039,713)	32,724	620,627	842,235
20 2028	741,286	(1,039,713)	24,825	347,025	766,111
21 2029	678,811	(1,039,713)	13,881	3	692,692
	26,050,587	(27,307,712)	1,257,128		27,307,715

Memo



If the view was taken that the phasing of the work could be amended in order to allow the P&FSF to accrue at a steady rate up to 2029, then the impact would be significant in the next 10 years. The scenario below keeps all assumptions unchanged except that the building work (mostly windows & terracotta) in 2015-2019 is pushed back to 2019/2024, and the building work in 2019/2024 is pushed back to 2024/2029. The overall effect is to increase the total project costs by £2.8m, due to the impact of 5 more years of inflation. But in the next 11 years an average of only £1.0m per year (including interest of £0.1m pa) should be set aside.

Plant & Fabric Sinking Fund

Annual Requirement re. Watts Report

Years 1-11	5.79%
Years 12-21	5.79%
	4%

Addition to P&FSF exc interest	Watts Expenditure	Interest	Net Cumulative after Interest	Gross addition to P&FSF
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End 2008 balance:	1,878,000			1,878,000	1,878,000
1 2009	675,000	0	75,120	2,628,120	750,120
2 2010	714,056	(787,549)	105,125	2,659,752	819,181
3 2011	755,372	(1,395,798)	106,390	2,125,716	861,762
4 2012	799,079	(1,061,418)	85,029	1,948,406	884,107
5 2013	845,314	(1,334,012)	77,936	1,537,644	923,250
6 2014	894,225	(894,624)	61,506	1,598,750	955,731
7 2015	945,966	(716,330)	63,950	1,892,336	1,009,916
8 2016	1,000,700	(716,330)	75,693	2,252,400	1,076,394
9 2017	1,058,602	(716,330)	90,096	2,684,768	1,148,698
10 2018	1,119,854	(716,330)	107,391	3,195,682	1,227,244
11 2019	1,184,649	(716,330)	127,827	3,791,829	1,312,477
12 2020	1,253,194	(1,799,963)	151,673	3,396,733	1,404,868
13 2021	1,325,705	(1,799,963)	135,869	3,058,345	1,461,575
14 2022	1,402,412	(1,799,963)	122,334	2,783,127	1,524,746
15 2023	1,483,557	(1,799,963)	111,325	2,578,046	1,594,882
16 2024	1,569,397	(1,799,963)	103,122	2,450,601	1,672,519
17 2025	1,660,204	(2,406,029)	98,024	1,802,800	1,758,228
18 2026	1,756,265	(2,406,029)	72,112	1,225,148	1,828,377
19 2027	1,857,884	(2,406,029)	49,006	726,009	1,906,890
20 2028	1,965,383	(2,406,029)	29,040	314,404	1,994,424
21 2029	2,079,102	(2,406,029)	12,576	53	2,091,679
	28,223,923	(30,085,014)	1,861,145		30,085,068

Memo



Concluding Remarks

The phasing of the works described in the Watts report is crucial to setting the correct contribution levels for the P&FSF. The simple table below compares the total annual contributions to the P&FSF in the Business Plan for 2009-2011 with the two scenarios described above.

Year	Business Plan	Watts with adjusted mark-ups but original phasing	Variance to Business Plan	Watts with adjusted mark-ups and delayed window/terracotta work	Variance to Business Plan
2009	£594k	£1,000k	£406k	£750k	£156k
2010	£624k	£1,094k	£470k	£819k	£195k
2011	£655k	£1,164k	£509k	£861k	£206k

The 2009/2010 cashflow/allocation of funds sheets presented within this pack are currently based on the "Watts with adjusted mark-ups but original phasing" scenario above.

The other scenario, where window and terracotta work is delayed, is included for indicative purposes only and is not to be taken as an alternative P&FSF basis. However, when preparing the 5-10 year business plan figures over the next couple of months, I will explore with the Director Building & Operations Director the range of alternative phasings that could be taken into account.

JA

Memo



To	Finance Committee	Date	26 th November 2013
From	James Ainscough	Copies	
Subject	Plant & Fabric Sinking Fund Update		

This memo is written to summarise the current position of the Plant and Fabric Sinking Fund.

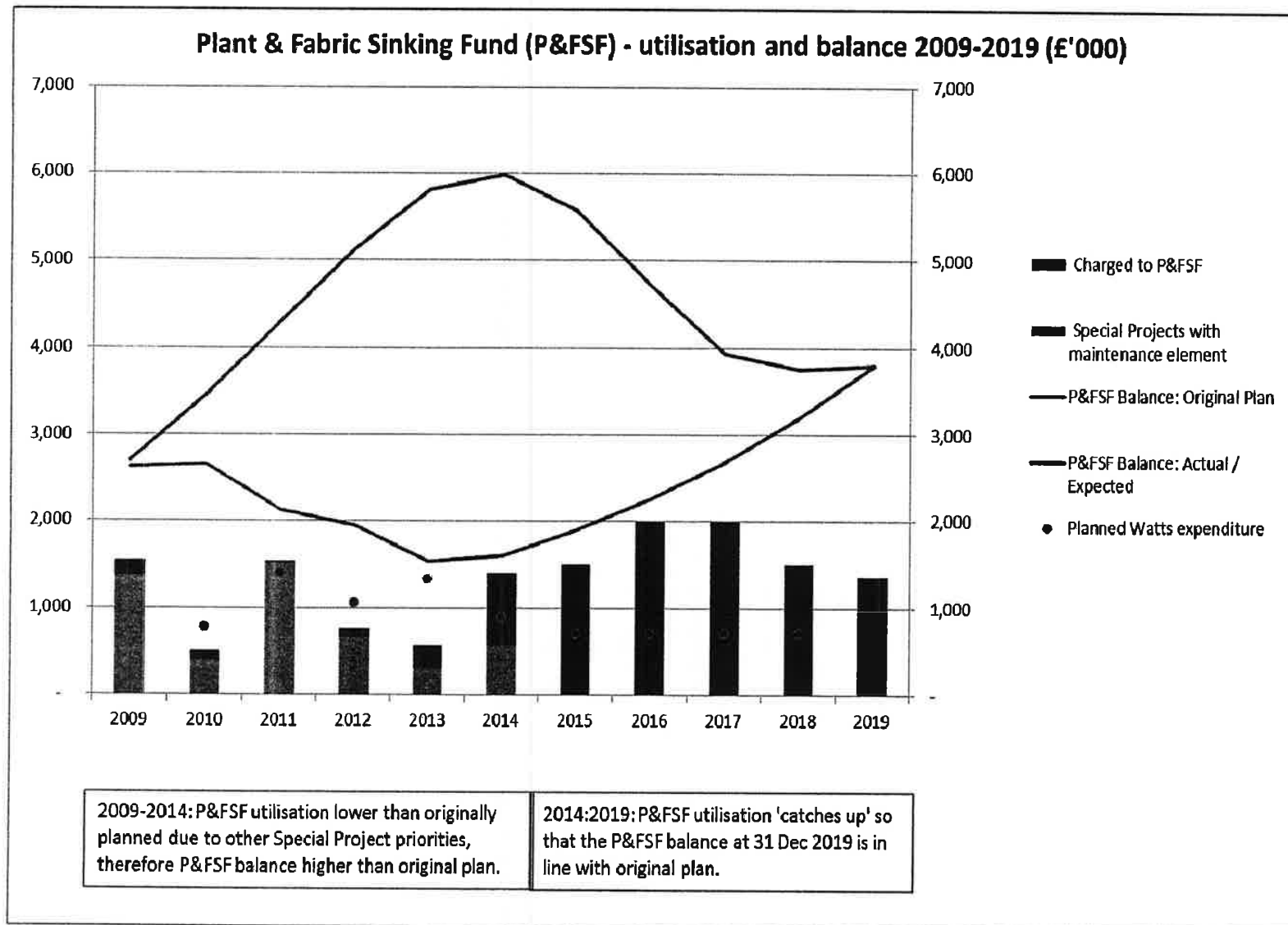
The P&FSF is expected to have a net balance of £5.8m at 31 December 2013. This is £4.3m higher than was anticipated when the 20-year projections, based on the Watts Report, presented to Finance Committee in 2008.

Gross contributions to the fund have been made in line with plan, despite interest rates being much lower than expected. But expenditure allocated to the fund has been much lower than anticipated. This is partly due to time constraints / show commitments reducing the amount of maintenance work that can be done, but also because many projects carried out at the Hall combine both maintenance and enhancement elements yet do not get charged to the P&FSF.

The important point to note is that we envisage increasing the spend rate of maintenance expenditure over the coming years, to ensure we do not end up with an unmanageable problem, so that by 2019 the balance of the P&FSF is expected to be back in line with the original projections (i.e. a net balance of £3.8m at 31/12/19). Therefore although this reserve currently looks high, the money will be spent in the next 5-6 years.

The chart below attempts to summarise this. The gap between the red and blue lines illustrates the gap between actual balance (red) and original planned balance (blue) i.e. the extent to which the P&FSF has more funds than expected currently. The black dots show the level of annual maintenance expenditure anticipated in the original projections. The purple bars show how much expenditure has actually been charged to the P&FSF whilst the green bars give an indication of how much other Special Project expenditure over recent years had a maintenance element to it, despite not being charged to the P&FSF (this excludes all Major Building Development Fund work).

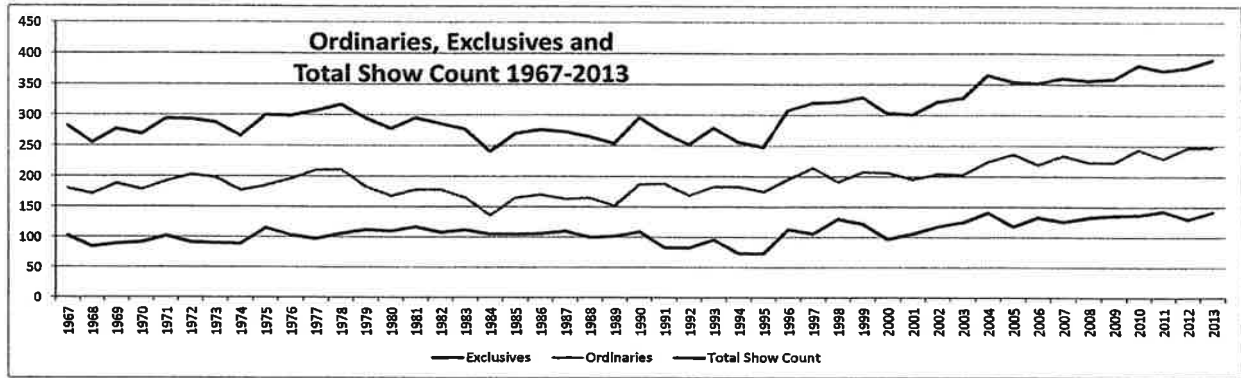
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Appendix 6 Show Count History 1926 to 2013

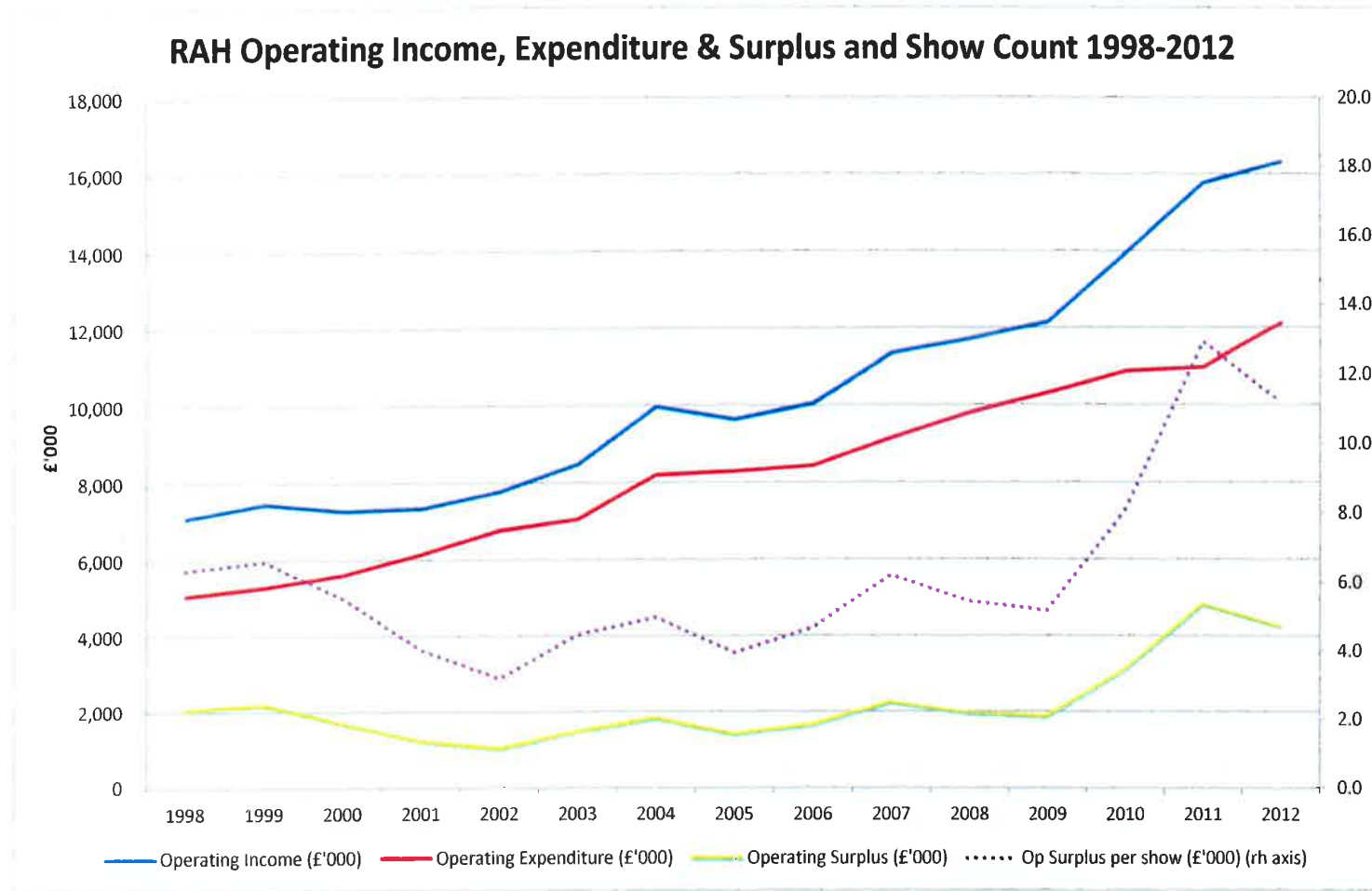
Show Count History

Year	Exclusives	Ordinaries	Total Show Count	Exc 5-year Average	Ord 5-year Average	Total 5-year Average	% Ord
1926	31	90	121				
1927	32	106	138				
1928	22	108	130				
1929	30	94	124				
1930	40	106	146				
1931	31	119	150	34	97	131	74%
1932	33	92	125				
1933	35	73	108				
1934	36	122	158				
1935	36	108	144				
1936	42	103	145	23	67	140	47%
1937	Not known	Not known	128				
1938	Not known	Not known	127				
1939	27	65	92				
1940	Hall Closed	Hall Closed	Hall Closed				
1941	4	73	77	9	89	98	91%
1942	4	137	141				
1943	10	168	178				
1944	8	135	143				
1945	10	238	248	10	288	298	97%
1946	10	356	366				
1947	10	344	354				
1948	10	367	377				
1949	11	354	365				
1950	12	338	350				
1951	14	316	330	15	296	311	95%
1952	18	238	256				
1953	18	234	252				
1954	18	215	233				
1955	16	252	268				
1956	21	268	289	14	194	263	74%
1957	15	237	252				
1958	Not known	Not known	272				
1959	Not known	Not known	256				
1960	Not known	Not known	257				
1961	Not known	Not known	254	0	0	263	0%
1962	Not known	Not known	266				
1963	Not known	Not known	281				
1964	Not known	Not known	293				
1965	Not known	Not known	247				
1966	Not known	Not known	233	37	70	262	27%
1967	102	180	282				
1968	84	171	255				
1969	89	188	277				
1970	91	178	269				
1971	102	192	294	93	192	284	67%
1972	91	202	293				
1973	90	198	288				
1974	89	177	266				
1975	115	185	300				
1976	103	196	299	102	196	298	66%
1977	97	210	307				
1978	106	211	317				
1979	112	183	295				
1980	110	168	278				
1981	117	178	295	112	174	286	61%
1982	108	178	286				
1983	112	165	277				
1984	105	136	241				
1985	105	165	270				
1986	106	170	276	105	160	265	60%
1987	110	163	273				
1988	100	165	265				
1989	102	152	254				
1990	109	187	296				
1991	83	188	271	95	176	270	65%
1992	83	169	252				
1993	96	183	279				
1994	73	183	256				
1995	73	175	248				
1996	113	195	308	99	192	291	66%
1997	106	214	320				
1998	130	191	321				
1999	122	207	329				
2000	97	206	303				
2001	106	195	301	114	203	317	64%
2002	118	204	322				
2003	125	203	328				
2004	141	224	365				
2005	118	236	354				
2006	133	219	352	130	227	357	64%
2007	126	234	360				
2008	133	223	356				
2009	136	223	359				
2010	137	244	381				
2011	143	229	372	138	238	376	63%
2012	130	247	377				
2013	142	248	390				



Appendix 7 Operating Surplus History 1998 - 2012

	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Operating Income (£'000)	7,122	7,482	7,300	7,363	7,792	8,512	10,003	9,673	10,079	11,377	11,738	12,176	13,957	15,782	16,324
Operating Expenditure (£'000)	5,069	5,300	5,619	6,148	6,765	7,042	8,183	8,277	8,429	9,142	9,799	10,316	10,872	10,973	12,100
Operating Surplus (£'000)	2,053	2,182	1,681	1,215	1,027	1,470	1,820	1,396	1,650	2,235	1,939	1,860	3,085	4,809	4,224
Main Auditorium Show Count	321	329	303	301	322	328	365	354	352	360	356	359	381	372	377
Op Surplus per show (£'000) (rh axis)	6.4	6.6	5.5	4.0	3.2	4.5	5.0	3.9	4.7	6.2	5.4	5.2	8.1	12.9	11.2



2012 Net Marginal Gain (excl Cirque and long-run co-promotes) split between Ordinary and Exclusive lettings

Appendix 8

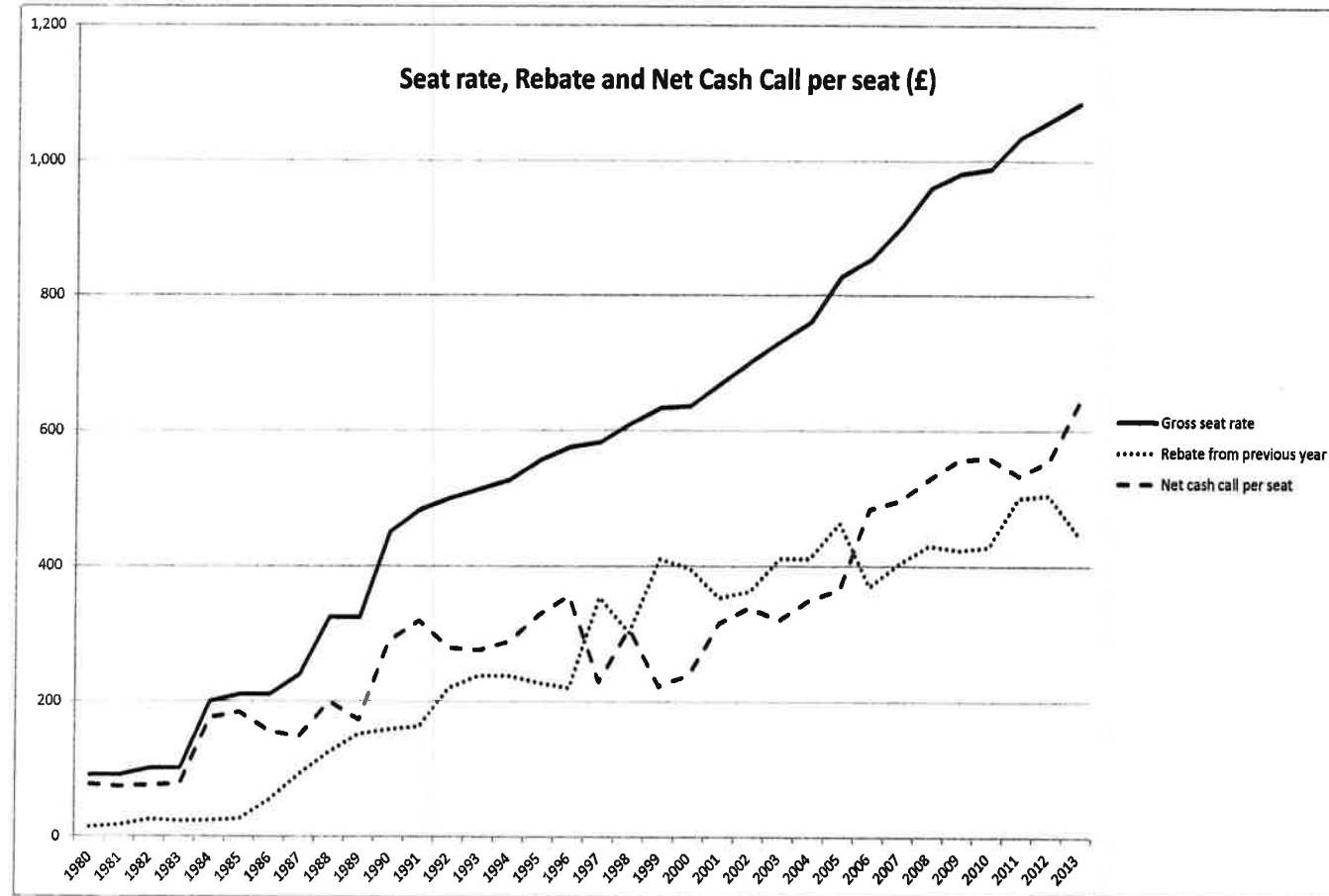
Letting Type	Ticket Sales	Paying Audience	Gross Rental	Rebate	Net Rental	Ticket Comm	Net Other Show Income	Catering Comm	Prog Merch Comm	Net Leasebox/ Hospitality Income	Total Income	Marginal Show Costs	Net Margln Gain	Showcount	Net Marginal Gain per show
E	14,777,507	280,525	1,325,857	376,860	948,997	1,711,041	518,538	358,027	38,122	214,371	3,789,095	237,702	3,551,393	73	48,649
O	20,245,383	698,191	2,654,978		2,654,978	2,517,159	1,262,398	828,896	91,920	406,075	7,761,426	596,817	7,164,608	227	31,562

Appendix 9

Seat Rate History: 1980 to 2013 (excluding any supplementary seat rate) including annual Rebate

	GBCI	6-year Max	Per Seat:			% Annual Change			Rebate as % of Gross seat rate	Total:			No. of exclusives	Rebate (In the year it was generated) per exclusive (In that year)
			Gross seat rate	Rebate from previous year	Net cash call per seat	Gross seat rate	Rebate from previous year	Net cash call per seat		Gross seat rate	Rebate (generated in prior year, paid to Members in current year)	Net cash call		
		£	£	£	£					£'000	£'000	£'000		£'000
1980		100	90	(14)	76					114,785	(17,878)	96,907	107	203
1981		100	90	(17)	73	0.0%	21.4%	(3.9)%	18.9%	114,794	(21,709)	93,085	117	273
1982		100	100	(25)	75	11.1%	47.1%	2.7%	25.0%	127,564	(31,925)	95,639	108	272
1983		100	100	(23)	77	0.0%	(8.0)%	2.7%	23.0%	127,564	(29,371)	98,193	112	239
1984		325	200	(24)	176	100.0%	4.3%	128.6%	12.0%	255,255	(26,817)	228,438	105	316
1985		325	210	(26)	184	5.0%	8.3%	4.5%	12.4%	268,025	(33,202)	234,823	107	644
1986		325	210	(54)	156	0.0%	107.7%	(15.2)%	25.7%	266,367	(68,958)	197,409	110	1,083
1987		325	240	(92)	148	14.3%	70.4%	(5.1)%	38.3%	306,131	(119,182)	186,949	100	1,608
1988		325	325	(125)	200	35.4%	35.9%	35.1%	38.5%	413,998	(160,753)	253,245	102	1,929
1989		325	325	(152)	173	0.0%	21.8%	(13.5)%	46.8%	415,433	(196,783)	218,650	109	1,884
1990	100.0	850	450	(159)	291	38.5%	4.6%	68.2%	35.3%	569,912	(205,320)	364,592	109	1,929
1991	105.7	850	483	(163)	320	7.3%	2.5%	10.0%	33.7%	611,825	(210,232)	401,593	83	3,418
1992	109.1	850	500	(220)	280	3.5%	35.0%	(12.5)%	44.0%	630,000	(283,680)	346,320	83	3,702
1993	113.0	850	514	(238)	276	2.8%	8.2%	(1.4)%	46.3%	655,000	(307,278)	347,722	96	3,209
1994	117.5	850	527	(238)	289	2.5%	0.0%	4.7%	45.2%	672,000	(308,108)	363,894	73	4,039
1995	123.5	850	556	(228)	328	5.5%	(4.2)%	13.5%	41.0%	700,000	(294,842)	405,158	73	3,891
1996	126.2	985	576	(220)	356	3.8%	(3.5)%	8.5%	38.2%	732,000	(284,044)	447,956	113	4,015
1997	129.4	985	583	(354)	229	1.2%	60.9%	(35.7)%	60.7%	737,000	(453,741)	283,259	108	3,652
1998	134.6	985	610	(302)	308	4.6%	(14.7)%	34.5%	49.5%	772,000	(387,070)	384,930	130	4,039
1999	138.3	985	633	(410)	223	3.8%	35.8%	(27.6)%	64.8%	811,000	(525,041)	285,959	122	4,171
2000	143.5	985	636	(397)	239	0.5%	(3.2)%	7.2%	62.4%	818,000	(508,838)	309,162	97	4,667
2001	148.7	985	669	(353)	316	5.2%	(11.1)%	32.2%	52.8%	818,000	(452,654)	365,346	108	4,394
2002	156.2	985	702	(363)	339	4.9%	2.8%	7.3%	51.7%	867,000	(465,800)	401,200	118	4,490
2003	162.8	1,180	732	(411)	321	4.3%	13.2%	(5.3)%	56.1%	908,000	(529,861)	378,139	125	4,241
2004	169.3	1,180	761	(411)	350	4.0%	0.0%	9.0%	54.0%	945,000	(530,063)	414,937	141	4,228
2005	184.1	1,180	828	(463)	365	8.8%	12.7%	4.3%	55.9%	977,000	(596,104)	380,896	118	4,041
2006	189.9	1,180	854	(370)	484	3.1%	(20.1)%	32.6%	43.3%	1,053,924	(476,840)	577,084	133	3,914
2007	200.2	1,180	901	(404)	497	5.5%	9.2%	2.7%	44.8%	1,087,876	(520,521)	567,355	126	4,358
2008	213.1	1,180	959	(430)	529	6.4%	6.4%	6.4%	44.8%	1,145,952	(549,130)	596,822	133	4,048
2009	217.9	1,565	981	(423)	558	2.3%	(1.6)%	5.5%	43.1%	1,223,000	(538,398)	684,604	136	4,008
2010	219.4	1,565	988	(428)	560	0.7%	1.2%	0.4%	43.3%	1,256,000	(545,020)	710,980	137	4,656
2011	229.8	1,565	1,035	(501)	534	4.8%	17.1%	(4.6)%	48.4%	1,263,000	(637,807)	625,193	143	4,500
2012		1,565	1,080	(505)	555	2.4%	0.8%	3.9%	47.6%	1,351,500	(643,540)	707,960	130	4,371
2013		1,565	1,086	(446)	640	2.5%	(11.7)%	15.3%	41.1%	1,384,650	(568,260)	816,390		

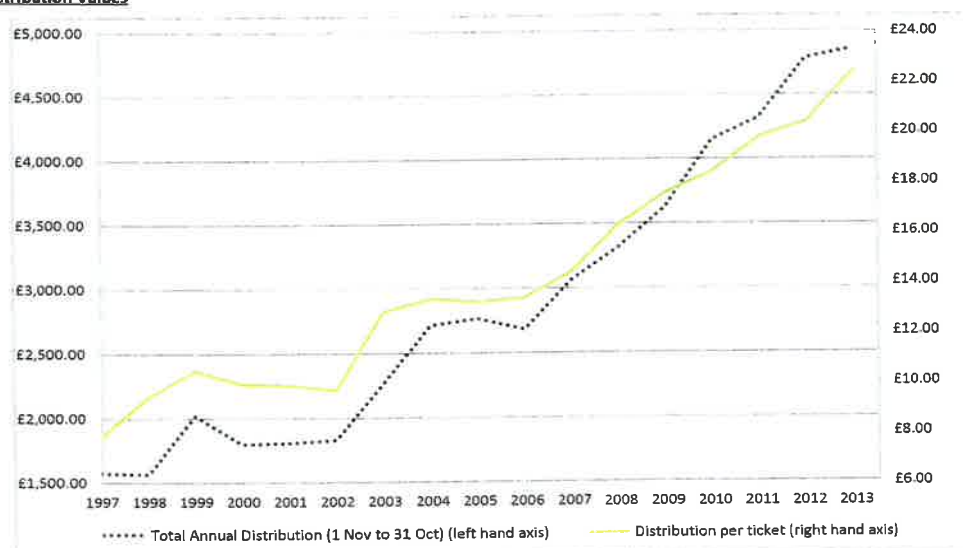
Appendix 10



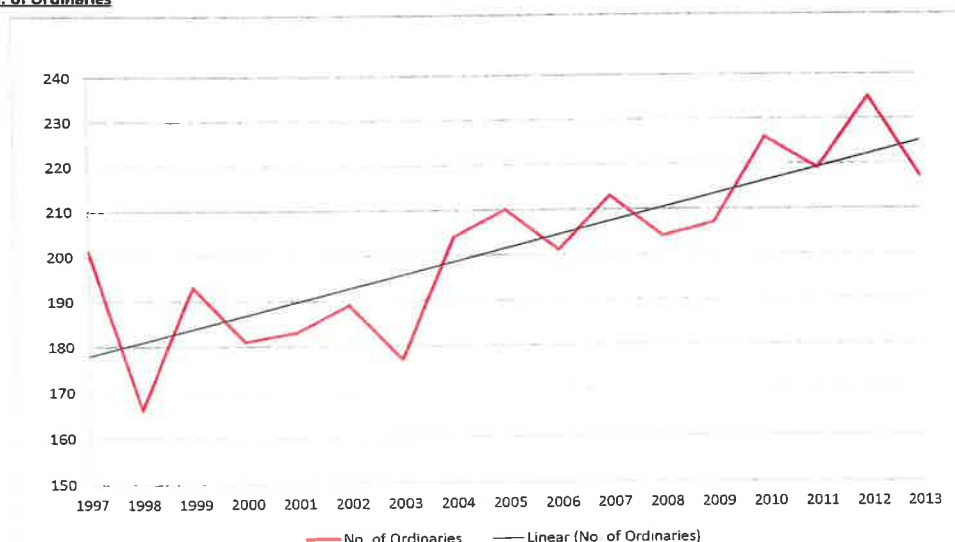
Ticket Return Scheme Data: gross income receivable for 1 seat in the Premium Return Scheme

	Total Annual Distribution (1 Nov to 31 Oct) (left hand axis)	No. of Ordinaries	Distribution per ticket (right hand axis)	% annual change in total distribution	% annual change in distribution per ticket
1997	£1,574.31	201	£7.83		
1998	£1,566.12	166	£9.43	-0.5%	20.5%
1999	£2,019.84	193	£10.47	29.0%	10.9%
2000	£1,798.99	181	£9.94	-10.9%	-5.0%
2001	£1,807.83	183	£9.88	0.5%	-0.6%
2002	£1,830.11	189	£9.68	1.2%	-2.0%
2003	£2,266.14	177	£12.80	23.8%	32.2%
2004	£2,716.60	204	£13.32	19.9%	4.0%
2005	£2,767.61	210	£13.18	1.9%	-1.0%
2006	£2,683.25	201	£13.35	-3.0%	1.3%
2007	£3,064.52	213	£14.39	14.2%	7.8%
2008	£3,313.85	204	£16.24	8.1%	12.9%
2009	£3,620.88	207	£17.49	9.3%	7.7%
2010	£4,147.53	226	£18.35	14.5%	4.9%
2011	£4,320.81	219	£19.73	4.2%	7.5%
2012	£4,783.66	235	£20.36	10.7%	3.2%
2013	£4,860.28	217	£22.40	1.6%	10.0%

Distribution Values



No. of Ordinaries



Appendix 12

Seat Transfer Prices 2005-2013

	Contents	Notes
1	Complete list of transfers	All transfers recorded by the Hall, from July 2005 to end of 2013.
2	All sections exc tns <£2k	As above, but with all transactions below £2k excluded (i.e. because these are effectively 'nil value'). Please note that this doesn't guarantee that the remaining data only contains 'arms length' transactions - many others, at market value or not, take place between related parties.
3	GT exc transactions <£2k 1980on	Data from table 2 above, only for Grand Tier seats, and with archive data from 1980 onwards included (for 10-seat boxes only) in order to give a longer time perspective
4	Stalls exc transactions <£2k	Data from table 2 above, only for Stall seats
5	2T exc transactions <£2k	Data from table 2 above, only for 2nd Tier seats

Complete list of transfers

All transfers recorded by the Hall, from July 2005 to end of 2013.

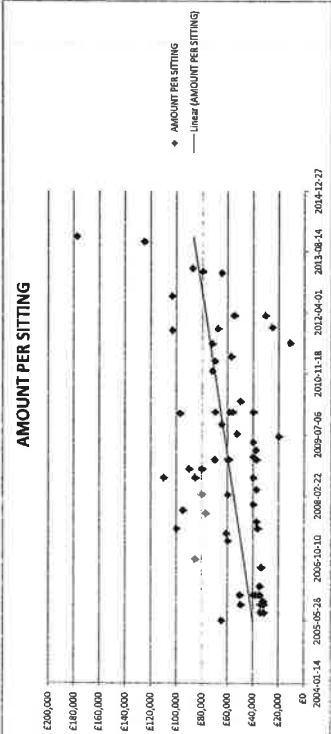
Date of Transfer	AMOUNT	AREA	SITTINGS	Date of Sealing
2005-07-28	£95,000.00	Stalls	3	2005-07-28
2005-07-28	£69,000.00	Stalls	2	2005-07-28
2005-07-28	nil consideration	Stalls	2	2005-07-28
2005-09-29	£68,000.00	Stalls	2	2005-09-29
2005-09-29	£64,000.00	Stalls	2	2005-09-29
2005-10-27	£65,000.00	Stalls	2	2005-10-27
2005-12-15	£350,000.00	Stalls	10	2005-12-15
2005-12-15	£350,000.00	Stalls	10	2005-12-15
2005-12-15	£150,000.00	Stalls	4	2005-12-15
2005-12-15	£150,000.00	Stalls	4	2005-12-15
2005-12-15	£80,000.00	Stalls	2	2005-12-15
2005-12-15	£75,000.00	Stalls	2	2005-12-15
2005-12-15	£75,000.00	Stalls	2	2005-12-15
2005-12-15	£1,800.00	Stalls	1	2005-12-15
2006-02-23	£280,000.00	Stalls	8	2006-02-23
2006-02-23	by transmission	Stalls	2	2006-02-23
2006-02-23	nil consideration	Stalls	2	2006-02-23
2006-02-23	nil consideration	Stalls	2	2006-02-23
2006-02-23	by transmission	Stalls	2	2006-02-23
2006-04-06	nil consideration	Stalls	7	2006-04-06
2006-04-06	nil consideration	Stalls	6	2006-04-06
2006-04-06	nil consideration	Stalls	6	2006-04-06
2006-04-06	nil consideration	Stalls	6	2006-04-06
2006-07-27	£67,000.00	Stalls	2	2006-07-27
2006-07-27	nil consideration	Stalls	2	2006-07-27
2006-07-27	£1,800.00	Stalls	1	2006-07-27
2006-07-27	£1,800.00	Stalls	1	2006-07-27
2006-09-28	by transmission	Stalls	4	2009-09-28
2006-09-28	£1.00	Stalls	2	2006-09-28
2006-12-14	nil consideration	Stalls	2	2006-12-14
2006-12-14	nil consideration	Stalls	1	2006-12-14
2007-02-22	nil consideration	Stalls	4	2007-02-22
2007-02-22	nil consideration	Stalls	2	2007-02-22
2007-02-22	£1,800.00	Stalls	1	2007-02-22
2007-04-19	nil consideration	Stalls	9	2007-04-19
2007-04-19	£1,800.00	Stalls	1	2007-04-19
2007-05-31	£72,500	Stalls	2	2007-05-31
2007-05-31	nil consideration	Stalls	2	2007-05-31
2007-07-26	£75,000.00	Stalls	2	2007-07-26
2007-09-27	nil consideration	Stalls	1	2007-09-27
2007-12-13	£80,000.00	Stalls	2	2007-12-13
2008-04-10	£75,000.00	Stalls	2	2008-04-10
2008-04-10	£37,500.00	Stalls	1	2008-04-10
2008-07-17	nil consideration	Stalls	2	2008-07-17
2008-07-17	£1,800.00	Stalls	1	2008-07-17
2008-07-17	£40,000.00	Stalls	1	2008-07-17
2008-10-30	nil consideration	Stalls	4	2008-10-30
2008-12-11	£140,000.00	Stalls	2	2008-12-11
2008-12-11	£37,500.00	Stalls	1	2008-12-11
2008-12-11	£37,500.00	Stalls	1	2008-12-11
2009-01-02	£80,000.00	Stalls	2	2009-02-26
2009-02-26	£76,101.00	Stalls	2	2009-02-26
2009-02-26	nil consideration	Stalls	1	2009-02-26
2009-05-01	£80,000.00	Stalls	2	2009-07-16
2009-05-11	by transmission	Stalls	3	2009-07-16
2009-05-29	nil consideration	Stalls	5	2009-07-16
2009-06-23	nil consideration	Stalls	2	2009-07-16
2009-06-23	nil consideration	Stalls	2	2009-07-16
2009-07-10	£105,000.00	Stalls	2	2009-07-16
2009-08-26	nil consideration	Stalls	2	2009-09-24

2009-09-24	£65,000.00	Stalls	1	2009-09-24
2009-12-31	£80,000.00	Stalls	2	2009-12-31
2010-01-01	£112,550.00	Stalls	2	2009-12-17
2010-01-01	£117,800.00	Stalls	2	2009-12-17
2010-01-04	£140,000.00	Stalls	2	2010-01-04
2010-03-31	£100,000.00	Stalls	2	2010-04-15
2010-04-15	nil consideration	Stalls	5	2010-04-15
2010-07-15	nil payment	Stalls	4	2010-07-15
2010-07-15	£0.00	Stalls	1	2010-07-15
2010-07-15	£0.00	Stalls	1	2010-07-15
2010-07-19	by transmission	Stalls	2	2010-09-23
2010-12-03	£145,000.00	Stalls	2	2010-12-16
2010-12-16	nil consideration	Stalls	3	2010-12-16
2011-02-10	£0.02p	Stalls	2	2011-02-24
2011-02-23	£140,780.00	Stalls	2	2011-02-24
2011-04-01	£115,000.00	Stalls	2	2011-04-14
2011-07-14	by transmission	Stalls	2	2011-17-14
2011-07-15	£145,000.00	Stalls	2	2011-07-14
2011-07-23	£22,000.00	Stalls	2	2011-09-29
2011-08-02	nil consideration	Stalls	1	2011-09-29
2011-08-12	£1,000.00	Stalls	1	2011-09-29
2011-09-01	nil consideration	Stalls	2	2011-09-29
2011-09-29	by transmission	Stalls	2	2011-09-29
2011-10-28	by transmission	Stalls	2	2011-12-15
2011-10-31	£1,800.00	Stalls	1	2011-12-15
2011-11-18	£135,000.00	Stalls	2	2011-12-15
2011-11-28	£51,063.83	Stalls	2	2011-12-15
2012-03-03	nil consideration	Stalls	4	2012-03-03
2012-03-03	£110,150.00	Stalls	2	2012-03-03
2012-04-19	£1,800.00	Stalls	1	2012-04-19
2012-05-01	nil consideration	Stalls	4	2012-05-01
2012-05-31	£1,800.00	Stalls	1	2012-05-31
2012-09-26	nil consideration	Stalls	2	2013-02-28
2012-09-26	nil consideration	Stalls	2	2013-02-28
2013-02-03	£1.00	Stalls	2	2013-02-28
2013-02-14	nil consideration	Stalls	5	2013-02-28
2013-02-14	nil consideration	Stalls	5	
2013-02-14	nil consideration	Stalls	2	2008-02-28
2013-02-14	nil consideration	Stalls	2	2008-02-28
2013-02-14	£65,000.00	Stalls	1	2008-02-28
2013-02-14	nil consideration	Stalls	1	2008-02-28
2013-02-28	£160,000.00	Stalls	2	2008-02-28
2013-02-28	£160,000.00	Stalls	2	2008-02-28
2013-08-15	nil consideration	Stalls	1	2013-10-31
2013-09-10	nil consideration	Stalls	2	2013-10-31
2013-09-24	nil consideration	Stalls	3	2013-10-31
2013-12-10	nil consideration	Stalls	1	2013-12-12
2013-12-10	nil consideration	Stalls	1	2013-12-12
2013-12-10	nil consideration	Stalls	1	2013-12-12
2005-05-26	£325,000	Second Tier	5	2005-05-26
2005-10-27	nil consideration	Second Tier	5	2005-10-27
2006-04-06	nil consideration	Second Tier	1	2006-04-06
2006-04-06	nil consideration	Second Tier	1	2006-04-06
2006-04-06	nil consideration	Second Tier	1	2006-04-06
2006-07-27	nil consideration	Second Tier	5	2006-07-27
2007-02-22	£300,000.00	Second Tier	5	2007-02-22
2007-09-27	£385,000.00	Second Tier	5	2007-09-27
2008-07-17	£425,531.92	Second Tier	5	2008-07-17
2008-09-25	£400,000.00	Second Tier	5	2008-09-25
2008-12-11	£119,611.48	Second Tier	2	2008-12-11
2008-12-11	£59,130.44	Second Tier	1	2008-12-11
2008-12-11	£59,130.44	Second Tier	1	2008-12-11
2008-12-11	£60,000.00	Second Tier	1	2008-12-11
2009-02-26	nil consideration	Second Tier	5	2009-02-26

2009-06-19	£100,874.00	Second Tier	5	2009-07-16
2011-01-05	nil consideration	Second Tier	5	2011-02-24
2011-03-10	nil consideration	Second Tier	1	2011-04-14
2011-11-01	£518,000.00	Second Tier	5	2011-12-15
2013-03-25	£439,000.00	Second Tier	5	2013-04-18
2013-08-05	nil consideration	Second Tier	5	2013-10-31
2013-11-01	nil consideration	Second Tier	5	2013-10-31
2013-12-10	£888,888.00	Second Tier	5	2013-12-12
2008-09-25	£720,000.00	Loggia	8	2008-09-25
2009-12-21	£975,000.00	Grand Tier	10	2009-12-21
2005-09-29	£499,000.00	Grand Tier	10	2005-09-29
2005-12-15	£505,555.00	Grand Tier	10	2005-12-15
2006-04-06	nil consideration	Grand Tier	10	2006-04-06
2006-09-28	£850,000	Grand Tier	10	2009-09-28
2007-04-19	£612,500	Grand Tier	10	2007-04-19
2007-05-31	£1,000,000.00	Grand Tier	10	2007-05-31
2007-10-25	£950,000	Grand Tier	10	2007-10-25
2008-02-28	£800,000.00	Grand Tier	10	2008-02-28
2008-02-28	£120,000.00	Grand Tier	2	2008-02-28
2008-07-17	£550,000.00	Grand Tier	5	2008-07-17
2008-07-17	£550,000.00	Grand Tier	5	2008-07-17
2012-03-05	£305,606.00	Grand Tier	10	2012-04-15
2012-08-09	£1,037,500.00	Grand Tier	10	2012-08-09
2013-02-01	nil consideration	Grand Tier	10	2013-02-28
2013-10-29	£1,250,000.00	Grand Tier	10	2013_10_31

All sections excise to <2% All transactions below £2k excluded (i.e. because those are effectively 'nil values'). Please note that this doesn't guarantee that the remaining data only contains 'arms length' transactions - many others, at market value or not, take place between related parties.

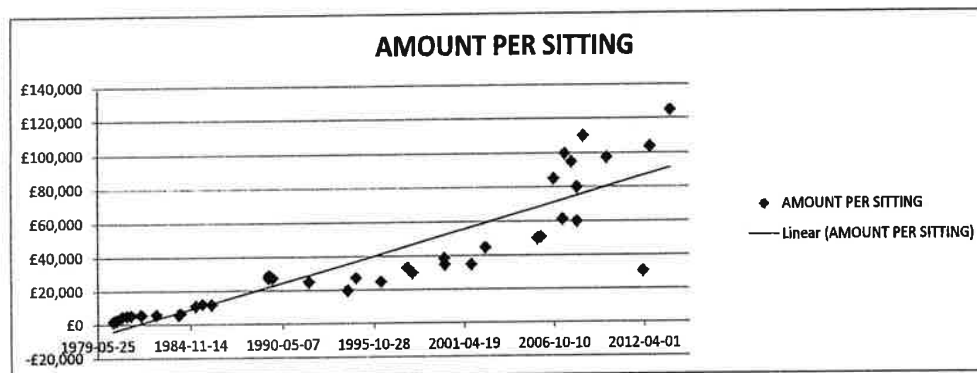
Date of Transfer	AMOUNT	AREA	SITTINGS	Date of Seating	AMOUNT PER SITTING
2005-02-28	£25,000	State	3	2005-07-28	£11,667
2005-04-28	£10,000	State	2	2005-07-28	£11,667
2005-06-28	£10,000	State	2	2005-09-26	£32,500
2005-08-28	£10,000	State	2	2005-09-26	£32,500
2005-10-27	£15,000	State	2	2005-10-27	£32,500
2005-12-27	£15,000	State	2	2005-12-15	£32,500
2006-02-27	£15,000	State	10	2005-12-15	£32,500
2006-04-27	£15,000	State	4	2005-12-15	£32,500
2006-06-27	£15,000	State	4	2005-12-15	£32,500
2006-08-27	£15,000	State	4	2005-12-15	£32,500
2006-10-27	£15,000	State	4	2005-12-15	£32,500
2006-12-27	£15,000	State	4	2005-12-15	£32,500
2007-02-27	£15,000	State	4	2005-12-15	£32,500
2007-04-27	£15,000	State	4	2005-12-15	£32,500
2007-06-27	£15,000	State	4	2005-12-15	£32,500
2007-08-27	£15,000	State	4	2005-12-15	£32,500
2007-10-27	£15,000	State	4	2005-12-15	£32,500
2007-12-27	£15,000	State	4	2005-12-15	£32,500
2008-02-27	£15,000	State	4	2005-12-15	£32,500
2008-04-27	£15,000	State	4	2005-12-15	£32,500
2008-06-27	£15,000	State	4	2005-12-15	£32,500
2008-08-27	£15,000	State	4	2005-12-15	£32,500
2008-10-27	£15,000	State	4	2005-12-15	£32,500
2008-12-27	£15,000	State	4	2005-12-15	£32,500
2009-02-27	£15,000	State	4	2005-12-15	£32,500
2009-04-27	£15,000	State	4	2005-12-15	£32,500
2009-06-27	£15,000	State	4	2005-12-15	£32,500
2009-08-27	£15,000	State	4	2005-12-15	£32,500
2009-10-27	£15,000	State	4	2005-12-15	£32,500
2009-12-27	£15,000	State	4	2005-12-15	£32,500
2010-02-27	£15,000	State	4	2005-12-15	£32,500
2010-04-27	£15,000	State	4	2005-12-15	£32,500
2010-06-27	£15,000	State	4	2005-12-15	£32,500
2010-08-27	£15,000	State	4	2005-12-15	£32,500
2010-10-27	£15,000	State	4	2005-12-15	£32,500
2010-12-27	£15,000	State	4	2005-12-15	£32,500
2011-02-27	£15,000	State	4	2005-12-15	£32,500
2011-04-27	£15,000	State	4	2005-12-15	£32,500
2011-06-27	£15,000	State	4	2005-12-15	£32,500
2011-08-27	£15,000	State	4	2005-12-15	£32,500
2011-10-27	£15,000	State	4	2005-12-15	£32,500
2011-12-27	£15,000	State	4	2005-12-15	£32,500
2012-02-27	£15,000	State	4	2005-12-15	£32,500
2012-04-27	£15,000	State	4	2005-12-15	£32,500
2012-06-27	£15,000	State	4	2005-12-15	£32,500
2012-08-27	£15,000	State	4	2005-12-15	£32,500
2012-10-27	£15,000	State	4	2005-12-15	£32,500
2012-12-27	£15,000	State	4	2005-12-15	£32,500
2013-02-27	£15,000	State	4	2005-12-15	£32,500
2013-04-27	£15,000	State	4	2005-12-15	£32,500
2013-06-27	£15,000	State	4	2005-12-15	£32,500
2013-08-27	£15,000	State	4	2005-12-15	£32,500
2013-10-27	£15,000	State	4	2005-12-15	£32,500
2013-12-27	£15,000	State	4	2005-12-15	£32,500



GT exc transactions <£2k 1980on Data only for Grand Tier seats, and with archive data from 1980 onwards Included (for 10-seat boxes only) in order to give a longer time perspective

Date of Transfer	AMOUNT	AREA	SITTINGS	Date of Seating	AMOUNT PER SITTING
1980-04-24	£20,000		10		£2,000
1980-06-26	£25,000		10		£2,500
1980-10-23	£49,000		10		£4,900
1981-01-29	£50,000		10		£5,000
1981-04-29	£53,500		10		£5,350
1981-11-28	£55,000		10		£5,500
1981-12-17	£55,000		10		£5,500
1982-10-28	£57,500		10		£5,750
1984-02-23	£57,500		10		£5,750
1984-03-29	£65,000		10		£6,500
1985-02-28	£110,000		10		£11,000
1985-07-25	£122,500		10		£12,250
1986-01-30	£120,000		10		£12,000
1989-06-29	£291,000		10		£29,100
1989-06-29	£275,000		10		£27,500
1989-09-28	£275,000		10		£27,500
1991-11-28	£250,000		10		£25,000
1994-03-24	£200,000		10		£20,000
1994-09-29	£275,000		10		£27,500
1996-03-28	£250,000		10		£25,000
1997-10-30	£330,000		10		£33,000
1998-02-20	£300,000		10		£30,000
2000-01-27	£385,000		10		£38,500
2000-02-07	£350,000		10		£35,000
2001-09-21	£350,000		10		£35,000
2002-08-01	£450,000		10		£45,000
2005-09-29	£499,000	Grand Tier	10	2005-09-29	£49,900
2005-12-15	£505,555	Grand Tier	10	2005-12-15	£50,556
2006-09-28	£850,000	Grand Tier	10	2009-09-28	£85,000
2007-04-19	£612,500	Grand Tier	10	2007-04-19	£61,250
2007-05-31	£1,000,000	Grand Tier	10	2007-05-31	£100,000
2007-10-25	£950,000	Grand Tier	10	2007-10-25	£95,000
2008-02-28	£800,000	Grand Tier	10	2008-02-28	£80,000
2008-02-28	£120,000	Grand Tier	2	2008-02-28	£60,000
2008-07-17	£550,000	Grand Tier	5	2008-07-17	£110,000
2008-07-17	£550,000	Grand Tier	5	2008-07-17	£110,000
2009-12-21	£975,000	Grand Tier	10	2009-12-21	£97,500
2012-03-05	£305,606	Grand Tier	10	2012-04-15	£30,561
2012-08-09	£1,037,500	Grand Tier	10	2012-08-09	£103,750
2013-10-29	£1,250,000	Grand Tier	10	2013_10_31	£125,000

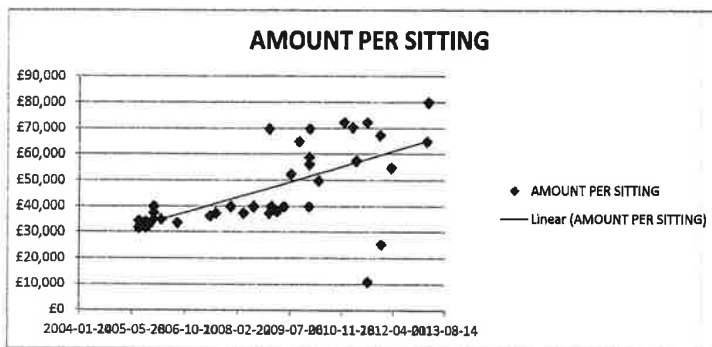
Data from 1980 - 2002 obtained from the Hall's archives, for 10-seater box transfers, in order to give a longer time-perspective.



Stalls exc transactions <£2k

Data only for Stall seats

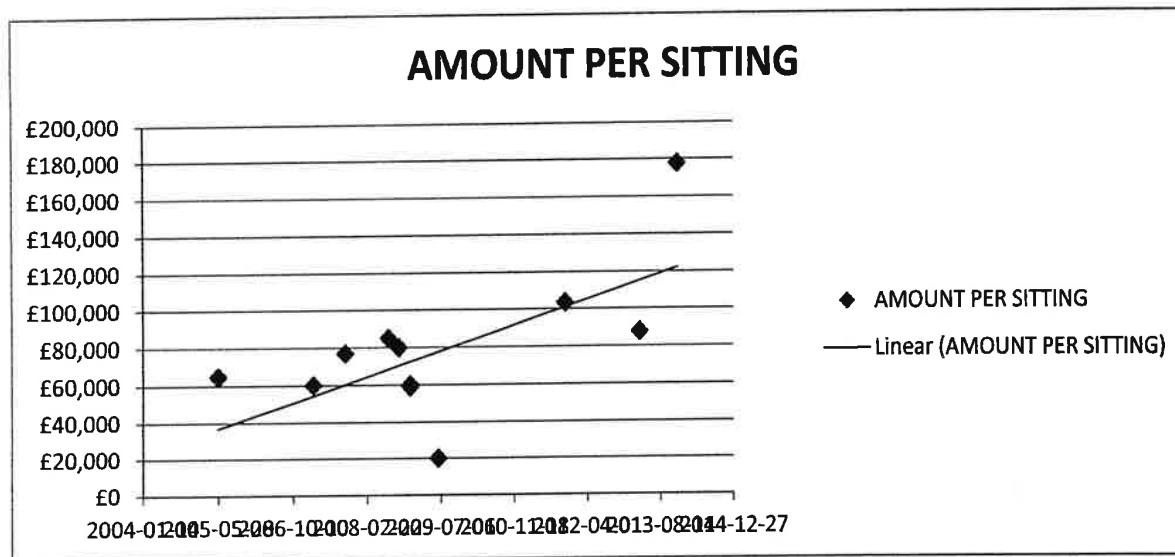
Date of Transfer	AMOUNT	AREA	SITTINGS	Date of Sealing	AMOUNT PER SITTING
2005-07-28	£95,000	Stalls	3	2005-07-28	£31,667
2005-07-28	£69,000	Stalls	2	2005-07-28	£34,500
2005-09-29	£68,000	Stalls	2	2005-09-29	£34,000
2005-09-29	£64,000	Stalls	2	2005-09-29	£32,000
2005-10-27	£65,000	Stalls	2	2005-10-27	£32,500
2005-12-15	£350,000	Stalls	10	2005-12-15	£35,000
2005-12-15	£350,000	Stalls	10	2005-12-15	£35,000
2005-12-15	£150,000	Stalls	4	2005-12-15	£37,500
2005-12-15	£150,000	Stalls	4	2005-12-15	£37,500
2005-12-15	£80,000	Stalls	2	2005-12-15	£40,000
2005-12-15	£75,000	Stalls	2	2005-12-15	£37,500
2005-12-15	£75,000	Stalls	2	2005-12-15	£37,500
2006-02-23	£280,000	Stalls	8	2006-02-23	£35,000
2006-07-27	£67,000	Stalls	2	2006-07-27	£33,500
2007-05-31	£72,500	Stalls	2	2007-05-31	£36,250
2007-07-26	£75,000	Stalls	2	2007-07-26	£37,500
2007-12-13	£80,000	Stalls	2	2007-12-13	£40,000
2008-04-10	£75,000	Stalls	2	2008-04-10	£37,500
2008-04-10	£37,500	Stalls	1	2008-04-10	£37,500
2008-07-17	£40,000	Stalls	1	2008-07-17	£40,000
2008-12-11	£140,000	Stalls	2	2008-12-11	£70,000
2008-12-11	£37,500	Stalls	1	2008-12-11	£37,500
2008-12-11	£37,500	Stalls	1	2008-12-11	£37,500
2009-01-02	£80,000	Stalls	2	2009-02-26	£40,000
2009-02-26	£76,101	Stalls	2	2009-02-26	£38,051
2009-05-01	£80,000	Stalls	2	2009-07-16	£40,000
2009-07-10	£105,000	Stalls	2	2009-07-16	£52,500
2009-09-24	£65,000	Stalls	1	2009-09-24	£65,000
2009-12-31	£80,000	Stalls	2	2009-12-31	£40,000
2010-01-01	£112,550	Stalls	2	2009-12-17	£56,275
2010-01-01	£117,800	Stalls	2	2009-12-17	£58,900
2010-01-04	£140,000	Stalls	2	2010-01-04	£70,000
2010-03-31	£100,000	Stalls	2	2010-04-15	£50,000
2010-12-03	£145,000	Stalls	2	2010-12-16	£72,500
2011-02-23	£140,780	Stalls	2	2011-02-24	£70,390
2011-04-01	£115,000	Stalls	2	2011-04-14	£57,500
2011-07-15	£145,000	Stalls	2	2011-07-14	£72,500
2011-07-23	£22,000	Stalls	2	2011-09-29	£11,000
2011-11-18	£135,000	Stalls	2	2011-12-15	£67,500
2011-11-28	£51,064	Stalls	2	2011-12-15	£25,532
2012-03-03	£110,150	Stalls	2	2012-03-03	£55,075
2013-02-14	£85,000	Stalls	1	2008-02-28	£85,000
2013-02-28	£160,000	Stalls	2	2008-02-28	£80,000
2013-02-28	£160,000	Stalls	2	2008-02-28	£80,000

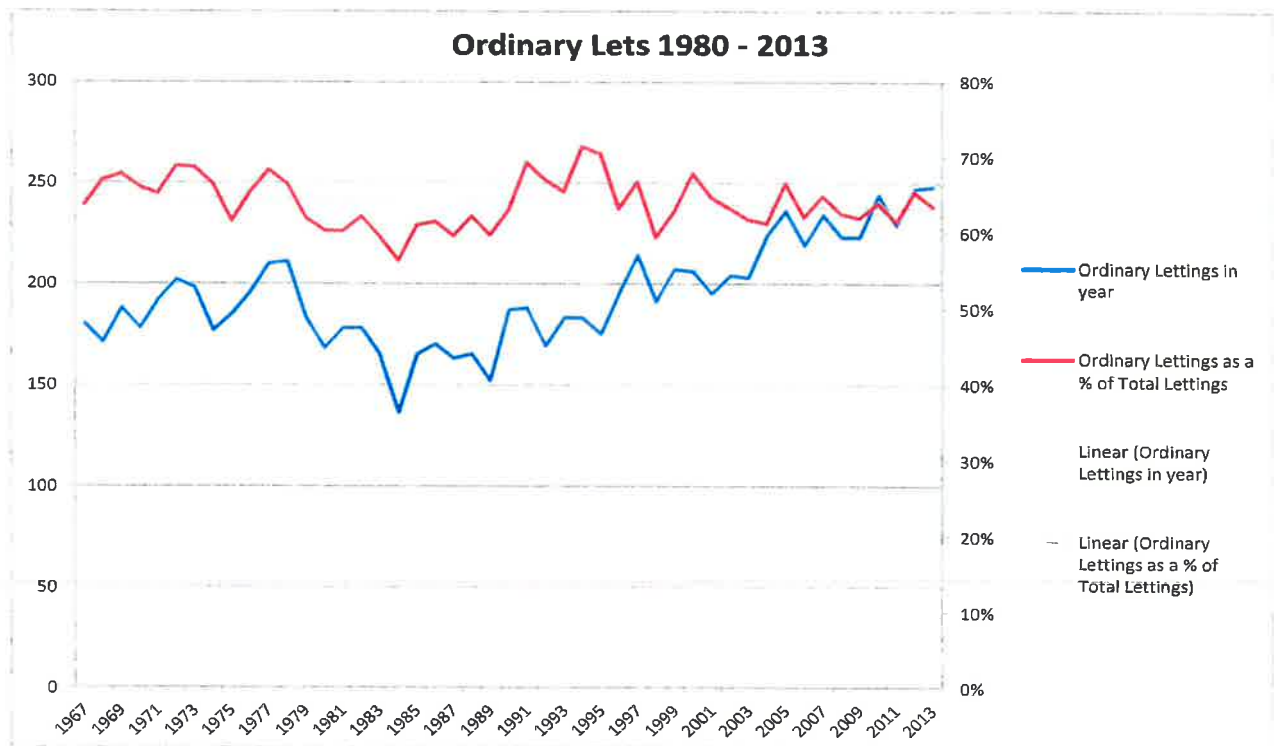


2T exc transactions <£2k

Data from table 2 above, only for 2nd Tier seats

Date of Transfer	AMOUNT	AREA	SITTINGS	Date of Sealing	AMOUNT PER SITTING
2005-05-26	£325,000	Second Tier	5	2005-05-26	£65,000
2007-02-22	£300,000	Second Tier	5	2007-02-22	£60,000
2007-09-27	£385,000	Second Tier	5	2007-09-27	£77,000
2008-07-17	£425,532	Second Tier	5	2008-07-17	£85,106
2008-09-25	£400,000	Second Tier	5	2008-09-25	£80,000
2008-12-11	£119,611	Second Tier	2	2008-12-11	£59,806
2008-12-11	£59,130	Second Tier	1	2008-12-11	£59,130
2008-12-11	£59,130	Second Tier	1	2008-12-11	£59,130
2008-12-11	£60,000	Second Tier	1	2008-12-11	£60,000
2009-06-19	£100,874	Second Tier	5	2009-07-16	£20,175
2011-11-01	£518,000	Second Tier	5	2011-12-15	£103,600
2013-03-25	£439,000	Second Tier	5	2013-04-18	£87,800
2013-12-10	£888,888	Second Tier	5	2013-12-12	£177,778





**A re-classification of 2012
Lettings to comply with 1966,
and a quantitative assessment of
the cost of compliance.**

To test whether it is true that the Hall could not sustain the current programme without breaching 1966, I first reassigned 2012 lettings in compliance with 1966, juggling Exclusive types and awarding new Ordinaries where necessary, in the way most favourable to the Hall/Promoters.

The Promoters' complaint is that Ordinaries deprive them of the revenue of 1,274 of the best tickets. So as not to disturb Promoters or affect the programme, I have the Hall effectively purchase all Members' tickets at full face value from the Promoters to create synthetic Ordinaries. Members' tickets are typically more expensive than non-Members' tickets – I assume by 25%.

Apart from 14 1 b i Exclusives (the relatively rare wildcards), Members receive the extra rent which Promoters pay for Exclusives (over Ordinaries) in the form of the "Rebate". When the Hall "buys back" tickets to create a synthetic Ordinary, its cost is reduced by this extra rent, which it would now capture instead of Members.

Aside from the purely internal, technical reclassifications of some Exclusives, abiding by 1966 generates 33 new Ordinaries and 8 new Exclusives – net, 25 additional Ordinaries for Members.

The programme is very regular year to year, largely because of Cirque, the Proms, and the Gubbay Xmas Festival, which between them occupy around a third of the calendar – so, 2012 is representative.

Of the 18 events/series affected, 10 are negatively so (from the Hall's profit perspective). However, only 3 become unprofitable – Aida, Bryan Adams, and Katherine Jenkins (the last two by £13k and £15k respectively). Aida was a new show in 2012 – it should be much cheaper to restage.

Although some promoters would realise above face value for some tickets (via hospitality packages, for example), by assuming the Hall would compensate promoters for *all* tickets at *full face value*, when many tickets would in reality not sell at all, I consider this to be a conservative assumption, or a worst-case scenario.

The total worst-case compensation comes out at £1.7m.

To put this in context, the Hall made an operational surplus of £3.34m in 2010, £4.97m in 2011, and £4.53m in 2012 (and £4.55m was forecast for 2013 a couple of months ago, though the figures are not yet in). Added to this, the Members are contributing around £1.8m a year via the seat rate. So, the Hall has something like £6.5m a year to spend on maintenance and other projects. Ordinarily, approximately £2.5m is sufficient for building maintenance and enhancement, including the sinking fund. Exceptionally, for the next few years more of the surplus will be put aside towards a major overhaul of the venue. Around £500k is spent on fringe education projects – something which is ancillary to the Charity's main purposes and wholly discretionary.

I am confident that the Hall would cope with £1.7m less a year, and also that the figure would not be so much anyway, as Promoters would in many cases compromise if forced to, offsetting some or perhaps even all of the cost. The Hall is currently significantly oversubscribed.

About 70% of the hypothetical shortfall in my analysis can be attributed to Cirque. Suppose the Hall refused to accept a lower return (even though the Hall is not-for-profit) and the promoters of Cirque also refused to compromise – *can it really be in Members' interests to receive fewer than ten tickets in January?* Is Cirque worth it? Not in my opinion.

It would be better for Members if the Hall met its obligations under 1966 – in the unlikely case of a future shortfall, Members should prefer to address this through the seat rate as and when, than paying in needlessly in both good times and bad.

DATE	EVENT	ACTUAL					1966 COMPLIANT ADJUSTMENTS					
		E/O	EXCLUSIVE TYPE	REBATE (Exclusive Extra Rent Paid by Promoters to Members)	Hall's Original Profit aka NET MARGIN GAIN	AVERAGE PRICE PER TICKET	E/O	EXCLUSIVE TYPE	AVERAGE PRICE PER MEMBERS' TICKET	Hall's Gross Cost Incurred Buying Back Members' 1,274 Tickets from Promoters	Hall's New Benefit from Receiving Exclusive Extra Rent (REBATE) Instead of Members	Hall's New Profit aka New NET MARGIN GAIN
	to 2012 Totem PREP				£35,240							£35,240
01/01/2012	Totem PREP				£5,739							£5,739
02/01/2012	Totem PREP				£5,308							£5,308
03/01/2012	Totem PREP				£5,548							£5,548
04/01/2012	Totem DRESS REHEARSAL				£4,409							£4,409
05/01/2012	Totem PREMIERE	E	14 1 b ii	£3,250	£37,913	£91.24			£107.34			£37,913
06/01/2012	Totem at 20:00	O			£22,800	£54.37			£67.96			£22,800
07/01/2012	Totem at 15:30	E	14 1 b ii	£3,250	£31,057	£64.23			£75.56			£31,057
07/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£26,282	£63.68			£74.92			£26,282
08/01/2012	Totem at 15:30	E	14 1 b ii	£3,250	£29,390	£60.12			£70.73			£29,390
08/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£24,613	£61.75			£72.65			£24,613
09/01/2012	Totem REST				£5,873							£5,873
10/01/2012	Totem at 20:00	E	14 1 b li	£3,250	£24,458	£57.81			£68.01	£86,647	£3,250	£58,939
11/01/2012	Totem at 15:30	O			£18,449	£49.93			£62.41			£18,449
11/01/2012	Totem at 20:00	O			£17,564	£51.51			£64.39			£17,564
12/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£27,640	£62.16			£73.13			£27,640
13/01/2012	Totem at 15:30	E	14 1 b li	£3,250	£20,319	£55.82			£65.67	£83,064	£3,250	£60,095
13/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£24,121	£62.33			£73.33			£24,121
14/01/2012	Totem at 15:30	E	14 1 b ii	£3,250	£29,180	£64.16			£75.48			£29,180
14/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£27,414	£63.70			£74.94			£27,414
15/01/2012	Totem at 15:30	E	14 1 b ii	£3,250	£27,869	£60.90			£71.65			£27,869
15/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£27,281	£62.10			£73.06			£27,281
16/01/2012	Totem REST				£5,873							£5,873
17/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£20,607	£59.71			£70.25			£20,607
18/01/2012	Totem at 15:30	E	14 1 b li	£3,250	£17,951	£51.44			£60.52	£77,099	£3,250	£55,898
18/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£20,823	£59.27			£69.73			£20,823
19/01/2012	Totem at 20:00	E	14 1 b li	£3,250	£25,998	£56.00			£65.88	£83,934	£3,250	£54,886
20/01/2012	St James's Place AGM	E	14 1 a									£0
20/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£72,359	£63.92			£75.20			£72,359
21/01/2012	Totem at 15:30	O			£27,276	£56.56			£70.70			£27,276
21/01/2012	Totem at 20:00	O			£20,698	£56.15			£70.19			£20,698
22/01/2012	Totem at 15:30	E	14 1 b ii	£3,250	£27,082	£59.84			£70.40			£27,082
22/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£26,514	£62.09			£73.05			£26,514
23/01/2012	Totem REST				£5,873							£5,873
24/01/2012	Totem REST				£5,873							£5,873
25/01/2012	Totem at 20:00	E	14 1 b li	£3,250	£26,060	£59.19			£69.64	£88,715	£3,250	£59,405
26/01/2012	Totem at 15:30	O			£19,393	£50.39			£62.99			£19,393
26/01/2012	Totem at 20:00	O	14 1 a		£18,195	£51.80			£64.75			£18,195
27/01/2012	Totem at 15:30	E	14 1 b li	£3,250	£22,481	£53.17			£62.55	£78,692	£3,250	£53,961
27/01/2012	Totem at 20:00	E	14 1 b ii	£3,250	£25,339	£65.07			£76.55			£25,339
28/01/2012	Totem at 15:30	E	14 1 b li	£3,250	£34,274	£64.40			£75.76			£34,274
28/01/2012	Totem at 20:00	E	14 1 b li	£3,250	£25,279	£63.24			£74.40			£25,279
29/01/2012	Totem at 15:30	O			£23,862	£53.93			£67.41			£23,862
29/01/2012	Totem at 20:00	O			£22,893	£53.32			£69.15			£22,893
30/01/2012	Totem REST				£5,873							£5,873
31/01/2012	Totem at 20:00	E	14 1 b li	£3,250	£22,674	£58.34			£68.64	£87,441	£3,250	£61,517
01/02/2012	Totem at 15:30	E	14 1 b li	£3,250	£14,271	£53.38			£62.80	£80,007	£3,250	£62,486
01/02/2012	Totem at 20:00	E	14 1 b li	£3,250	£16,123	£58.42			£68.73	£87,561	£3,250	£68,188
02/02/2012	Totem at 20:00	E	14 1 b li	£3,250	£24,482	£58.91			£69.31	£88,296	£3,250	£60,564
03/02/2012	Totem at 15:30	E	14 1 b li	£3,250	£19,040	£52.36			£61.69	£78,478	£3,250	£56,188
03/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£25,568	£64.84			£76.28			£25,568
04/02/2012	Totem at 15:30	E	14 1 b li	£3,250	£29,771	£64.64			£76.05			£29,771
04/02/2012	Totem at 20:00	E	14 1 b li	£3,250	£26,336	£63.69			£74.93			£26,336
05/02/2012	Totem at 15:00	O			£20,918	£53.16			£66.45			£20,918
05/02/2012	Totem at 19:30	O			£18,106	£53.46			£66.83			£18,106
06/02/2012	Totem REST				£5,873							£5,873
07/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£17,716	£58.41			£68.72	£87,546	£3,250	£66,580
08/02/2012	Totem at 15:30	O			£9,365	£49.09			£61.36			£9,365
08/02/2012	Totem at 20:00	O			£21,640	£53.33			£66.66			£21,640
09/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£23,217	£59.35			£69.82			£23,217
10/02/2012	Totem at 15:30	E	14 1 b ii	£3,250	£16,905	£55.25			£65.00	£82,810	£3,250	£62,859

DATE	EVENT	ACTUAL				1966 COMPLIANT ADJUSTMENTS						
		E/O	EXCLUSIVE TYPE	REBATE (Exclusive Extra Rent Paid by Promoters to Members)	Hall's Original Profit aka NET MARGIN GAIN	AVERAGE PRICE PER TICKET	E/O	EXCLUSIVE TYPE	AVERAGE PRICE PER MEMBERS' TICKET	Hall's Gross Cost Incurred Buying Back Members' 1,274 Tickets from Promoters	Hall's New Benefit from Receiving Exclusive Extra Rent (REBATE) Instead of Members	Hall's New Profit aka New NET MARGIN GAIN
10/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£24,904	£69.24			£81.46			£24,904
11/02/2012	Totem at 15:30	E	14 1 b ii	£3,250	£31,574	£64.42			£75.79			£31,574
11/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£25,840	£63.71	E	14 1 a	£74.95			£25,840
12/02/2012	Totem at 15:30	E	14 1 b ii	£3,250	£28,261	£60.31			£70.95			£28,261
12/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£28,656	£61.77	E	14 1 a	£72.67			£28,656
13/02/2012	Totem REST				£5,873							£5,873
14/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£32,170	£64.65			£76.06			£32,170
15/02/2012	Totem at 15:30	E	14 1 b ii	£3,250	£26,381	£54.18	O		£63.74	£81,206	£3,250	£51,575
15/02/2012	Totem at 20:00	E	14 1 b ii	£3,250	£27,718	£58.25	O		£68.53	£87,386	£3,250	£56,338
16/02/2012	Totem at 15:30	O			£23,846	£49.44			£61.80			£23,846
16/02/2012	Totem at 20:00	O			£133,083	£54.31			£67.89			£133,083
17/02/2012	Totem DERIG				£6,816							£6,816
18/02/2012	Totem DERIG				£8,089							£8,089
19/02/2012	Aida PREP				£6,663							£6,663
20/02/2012	Aida PREP				£6,663							£6,663
21/02/2012	Aida PREP				£5,172							£5,172
22/02/2012	Aida PREP				£3,273							£3,273
23/02/2012	Aida	E	14 1 b ii	£3,250	£9,428	£53.72	O		£63.20	£80,517	£3,250	£67,839
24/02/2012	Aida	E	14 1 b ii	£3,250	£7,736	£57.18			£67.27			£7,736
25/02/2012	Aida MAT	E	14 1 b ii	£3,250	£10,015	£56.88			£66.92			£10,015
25/02/2012	Aida EVE	E	14 1 b ii	£3,250	£8,308	£56.00	O		£63.80	£83,934	£3,250	£72,376
26/02/2012	Aida MAT	O			£5,827	£47.96			£59.95			£5,827
27/02/2012	Aida REST				£5,261							£5,261
28/02/2012	Aida REST				£5,261							£5,261
29/02/2012	Aida	O			£9,235	£47.80			£59.75			£9,235
01/03/2012	Aida	E	14 1 b ii	£3,250	£12,723	£53.49	O		£62.93	£80,172	£3,250	£64,199
02/03/2012	Aida	O			£12,807	£48.94			£61.18			£12,807
03/03/2012	Aida MAT	E	14 1 b ii	£3,250	£11,764	£56.80			£66.82			£11,764
03/03/2012	Aida EVE	E	14 1 b ii	£3,250	£11,945	£56.44			£66.40			£11,945
04/03/2012	Aida MAT	E	14 1 b ii	£3,250	£9,716	£57.13			£67.21			£9,716
05/03/2012	AIDA REST				£4,137							£4,137
06/03/2012	Aida	O			£14,642	£48.17			£60.21			£14,642
07/03/2012	Aida	O			£11,219	£48.40			£60.50			£11,219
08/03/2012	Aida	E	14 1 b ii	£3,250	£21,759	£55.14	O		£64.87	£82,645	£3,250	£67,638
09/03/2012	Aida	E	14 1 b ii	£3,250	£17,296	£57.40			£67.53			£17,296
10/03/2012	Aida MAT	E	14 1 b ii	£3,250	£14,632	£56.92	E	14 1 a	£66.96			£14,632
10/03/2012	Aida EVE	E	14 1 b ii	£3,250	£10,640	£56.03			£65.92			£10,640
11/03/2012	Aida	E	14 1 b ii	£3,250	£20,837	£56.42	E	14 1 a	£66.38			£20,837
12/03/2012	Aida DERIG				£5,193							£5,193
13/03/2012	The Dubliners 50th Birthday Concert	O			£40,364	£32.62			£40.78			£40,364
14/03/2012	RPO Great Classics	O			£21,734	£18.28			£22.85			£21,734
15/03/2012	Classical Spectacular	O			£31,201	£34.52			£43.15			£31,201
16/03/2012	Classical Spectacular Schools Matinee	O			£0	£3.50			£4.38			£0
16/03/2012	Classical Spectacular				£28,139	£35.01			£43.76			£28,139
17/03/2012	Classical Spectacular MAT	E	14 1 b ii	£6,600	£38,549	£40.64			£47.81			£38,549
17/03/2012	Classical Spectacular EVE	E	14 1 b ii	£6,600	£38,540	£41.01			£48.25			£38,540
18/03/2012	Classical Spectacular MAT	E	14 1 b ii	£6,600	£35,266	£38.56	E	14 1 a	£45.36			£35,266
18/03/2012	Classical Spectacular EVE	O			£26,277	£33.30			£41.63			£26,277
19/03/2012	Camden Music Festival	O			£25,339	£10.00			£12.50			£25,339
20/03/2012	Lang Lang	O			£56,303	£40.62			£50.78			£56,303
21/03/2012	Lang Lang	O			£54,160	£40.41			£50.51			£54,160
22/03/2012	Redbridge Schools Choral Festival 2012	O			£23,215	£22.36			£27.95			£23,215
23/03/2012	Lang Lang	O			£60,374	£39.02			£48.78			£60,374
24/03/2012	David Sylvian (CANCELLED)	O			£17,850							£17,850
25/03/2012	Feist	O			£30,541	£30.08			£37.60			£30,541
26/03/2012	Titanic 3D Film Premiere PREP				£26,991							£26,991
27/03/2012	Titanic 3D Film Premiere	E	14 1 a	£6,600	£31,839	£0.00			£0.00			£31,839
28/03/2012	TCT Concert	O			£52,903	£41.71			£52.14			£52,903
29/03/2012	TCT Concert	O			£70,862	£116.40			£136.94			£70,862
30/03/2012	TCT Concert	O			£32,255	£44.25			£55.31			£32,255
31/03/2012	TCT Concert	E	14 1 a		£55,886	£47.71	O		£56.13	£71,509		£15,623

Totem

Original Profit: £1,694,259

New Profit: £482,603

Change: -£1,211,656

Aida

Original Profit: £262,152

New Profit: -£52,116

Change: -£314,268

Totem
Original Profit:
£1,694,259
New Profit:
£482,603
Change:
-£1,211,656

Aida
Original Profit:
£262,152
New Profit:
-£52,116
Change:
-£314,268

DATE	EVENT	ACTUAL				1966 COMPLIANT ADJUSTMENTS						
		E/O	EXCLUSIVE TYPE	REBATE (Exclusive Extra Rent Paid by Promoters to Members)	Hall's Original Profit aka NET MARGIN GAIN	AVERAGE PRICE PER TICKET	E/O	EXCLUSIVE TYPE	AVERAGE PRICE PER MEMBERS' TICKET	Hall's Gross Cost Incurred Buying Back Members' 1,274 Tickets from Promoters	Hall's New Benefit from Receiving Exclusive Extra Rent (REBATE) Instead of Members	Hall's New Profit aka New NET MARGIN GAIN
01/04/2012	TCT Concert	O			£35,691	£42.15			£52.69			£35,691
02/04/2012	TCT Concert	E	14 1 a	£6,600	£49,935	£34.53			£40.62			£49,935
03/04/2012	TCT Concert	O			£50,685	£42.26			£52.83			£50,685
04/04/2012	Primus	O			£25,559	£30.27			£37.84			£25,559
05/04/2012	Primus	O			£27,048	£30.04			£37.55			£27,048
06/04/2012	Annual Messiah	O			£24,624	£23.84			£29.80			£24,624
07/04/2012	Show of Hands and Friends	O			£32,410	£32.39			£40.49			£32,410
08/04/2012	Stars in the Round	O			£25,482	£32.09			£40.11			£25,482
09/04/2012	Olympic Gala	O			£22,847	£14.25			£17.81			£22,847
10/04/2012	Orbital	O			£32,999	£29.01			£36.26			£32,999
11/04/2012	Mountbatten Festival of Music PREP				£15,000							£15,000
12/04/2012	Mountbatten Festival of Music	O			£39,348	£26.87			£33.59			£39,348
13/04/2012	Mountbatten Festival of Music				£26,261	£27.16			£33.95			£26,261
14/04/2012	Mountbatten Festival of Music	E	14 1 a	£6,600	£39,011	£29.28	O		£34.45	£43,886	£6,600	£1,728
15/04/2012	RPO Popular Classics	O			£23,125	£24.45			£30.56			£23,125
16/04/2012	Noah and The Whale (Albert Session)	O			£29,809	£20.85			£26.06			£29,809
17/04/2012	Il Divo	O			£51,374	£71.04			£88.80			£51,374
18/04/2012	Il Divo	O			£55,783	£71.07			£88.84			£55,783
19/04/2012	Classic FM Live!	O			£42,308	£26.62			£33.28			£42,308
20/04/2012	RPO Popular Classics	O			£29,428	£24.08			£30.10			£29,428
21/04/2012	Prom Praise	O			£27,036	£17.46			£21.83			£27,036
22/04/2012	A Gala for St George	O			£28,067	£33.16			£41.45			£28,067
23/04/2012	Barnardo's Young Supporters	O			£16,505	£18.93			£23.66			£16,505
24/04/2012	Confidential Artist PREP (CANCELLED)				£15,000	£18.93			£23.66			£15,000
25/04/2012	Confidential Artist PREP (CANCELLED)				£15,000							£15,000
26/04/2012	Confidential Artist (CANCELLED)				£44,650							£44,650
27/04/2012	Confidential Artist DERIG (CANCELLED)				£19,000							£19,000
28/04/2012	Championship Boxing	O			£44,014	£52.97			£66.21			£44,014
29/04/2012	Stars in the Round	O			£28,895	£30.78			£38.48			£28,895
30/04/2012	Wellington College Pageant 2012	O			£38,775	£60.28			£75.35			£38,775
01/05/2012	George Michael Symphonica PREP (CANCELLED)											
02/05/2012	George Michael Symphonica (CANCELLED)	O			£31,850							£31,850
03/05/2012	Bruce Forsyth: Live on Stage	E	14 1 a	£6,600	£33,990	£60.07			£70.67			£33,990
04/05/2012	Imelda May	O			£33,590	£32.47			£40.59			£33,590
05/05/2012	RPO Popular Classics	O			£26,404	£25.09			£31.36			£26,404
06/05/2012	The Night of 1,000 Voices MAT	O			£31,515	£47.75			£59.69			£31,515
06/05/2012	The Night of 1,000 Voices EVE	O			£30,036	£49.00			£61.25			£30,036
07/05/2012	The British Pink Floyd Show	O			£27,411	£29.57			£36.96			£27,411
08/05/2012	Juan Diego Florez	O			£38,638	£47.71			£59.64			£38,638
09/05/2012	IC Graduation Awards AM	CO			£21,405							£21,405
09/05/2012	IC Postgraduate Awards	CO			£21,803							£21,803
10/05/2012	10CC 40th Anniversary Concert	O			£33,931	£38.13			£47.66			£33,931
11/05/2012	Team GB Best of British Olympic Assoc Party	E	14 1 a	£6,600	£88,420	£464.80			£546.82			£88,420
12/05/2012	The Scratch Mozart Requiem	O			£22,941	£25.05			£31.31			£22,941
13/05/2012	Hertfordshire School's Gala MAT	O			£16,999	£18.07			£22.59			£16,999
13/05/2012	Hertfordshire School's Gala EVE	O			£25,208	£17.12			£21.40			£25,208
14/05/2012	HTB Leadership Conference 2012	O			£43,060	£45.67	E	14 1 a	£57.09	£72,729	£6,600	£109,189
15/05/2012	HTB Leadership Conference 2012	O			£35,886	£45.67	E	14 1 a	£57.09	£72,729	£6,600	£102,015
16/05/2012	Swan Lake on Ice PREP				£7,328							£7,328
17/05/2012	Swan Lake on Ice PREP				£7,328							£7,328
18/05/2012	Swan Lake on Ice	O			£14,460	£37.25	E	14 1 a	£46.56	£59,321	£3,300	£70,481
19/05/2012	Swan Lake on Ice MAT	E	14 1 b li	£3,300	£16,110	£47.17	E	14 1 a	£55.49			£16,110
19/05/2012	Swan Lake on Ice EVE	E	14 1 b li	£3,300	£14,945	£46.05	E	14 1 a	£54.18			£14,945
20/05/2012	Swan Lake on Ice MAT	E	14 1 b li	£3,300	£11,542	£46.77	E	14 1 a	£55.02			£11,542
20/05/2012	Swan Lake on Ice EVE	O			£13,482	£40.72	E	14 1 a	£50.90	£64,847	£3,300	£75,029
21/05/2012	Swan Lake on Ice DERIG				£9,282							£9,282
22/05/2012	Laura Pausini	O			£32,126	£35.33			£44.16			£32,126
23/05/2012	Elvis Costello	O			£37,673	£36.30			£45.38			£37,673
24/05/2012	Elvis Costello	O			£34,617	£36.33			£45.41			£34,617
25/05/2012	Ligabue	O			£31,472	£35.24			£44.05			£31,472

TCT

Original Profit: £348,217

New Profit: £276,708

Change: -£71,509

Montbatten

Original Profit: £119,620

New Profit: £82,334

Change: -£37,286

HTB

Original Profit: £78,946

New Profit: £211,205

Change: +£132,259

Swan Lake

Original Profit: £94,477

New Profit: £212,044

Change: +£117,567

TCT
Original Profit:
£348,217
New Profit:
£276,708
Change:
-£71,509

Montbatten
Original Profit:
£119,620
New Profit:
£82,334
Change:
-£37,286

HTB
Original Profit:
£78,946
New Profit:
£211,205
Change:
+£132,259

Swan Lake
Original Profit:
£94,477
New Profit:
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+£117,567

DATE	EVENT	ACTUAL				1966 COMPLIANT ADJUSTMENTS						
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26/05/2012	I'll Fight Congress	CO			£34,242	£7.77			£9.71			£34,242
27/05/2012	I'll Fight Congress	CO			£27,974	£9.20			£11.50			£27,974
28/05/2012	Dionne Warwick & Friends	O			£52,778	£63.71			£79.64			£52,778
29/05/2012	Surrey Celebrates 2012	O			£19,925	£17.80			£22.25			£19,925
30/05/2012	NFWI AGM	CO			£26,967	£16.49			£20.61			£26,967
31/05/2012	RPO Diamond Jubilee Gala	O			£28,404	£21.40			£26.75			£28,404
01/06/2012	Elgar at the Royal Albert Hall	O			£27,928	£35.22			£44.03			£27,928
02/06/2012	Queen's Jubilee Concert MAT	O			£40,384	£43.88			£54.85			£40,384
02/06/2012	Queen's Jubilee Concert EVE	O			£39,214	£43.63			£54.54			£39,214
03/06/2012	Diamond Jubilee Singalong	O			£30,081	£29.57			£36.96			£30,081
04/06/2012	The Torch (CANCELLED)	O			£15,280							£15,280
04/06/2012	East Meets West PREP	O			£14,924							£14,924
05/06/2012	East Meets West	O			£100,356	£84.66			£105.83			£100,356
06/06/2012	Netrebko Schrott & Kaufmann	E			£91,639	£107.29			£126.22			£91,639
07/06/2012	Rays of Sunshine	O			£27,286	£34.75			£43.44			£27,286
08/06/2012	The Chieftans	O			£33,447	£41.17			£51.46			£33,447
09/06/2012	Grand Organ Gala	O			£31,023	£31.17			£38.96			£31,023
11/06/2012	MAINTENANCE WEEK											
12/06/2012	MAINTENANCE WEEK											
13/06/2012	MAINTENANCE WEEK											
14/06/2012	MAINTENANCE WEEK											
15/06/2012	MAINTENANCE WEEK											
16/06/2012	MAINTENANCE WEEK											
17/06/2012	MAINTENANCE WEEK											
18/06/2012	Tom Petty	E	14 1 b ii	£6,600	£65,161	£59.75	O		£70.29	£89,555	£6,600	£117,794
19/06/2012	Public Talk by His Holiness the Dalai Lama	E	14 1 a	£5,280	£49,069	£45.97			£54.08			£49,069
19/06/2012	Valentina Lisitsa	O			£26,148	£23.76			£29.70			£26,148
20/06/2012	Tom Petty	O			£53,282	£56.48			£70.60			£53,282
21/06/2012	Carrie Underwood	O			£35,959	£37.22			£46.53			£35,959
22/06/2012	West Side Story	O			£40,666	£41.94	E	14 1 a	£52.43	£66,789	£5,280	£102,175
23/06/2012	West Side Story	E	14 1 b ii	£5,280	£48,085	£48.51	E	14 1 a	£57.07			£48,085
23/06/2012	West Side Story	E	14 1 b ii	£5,280	£52,452	£47.76	E	14 1 a	£56.19			£52,452
24/06/2012	West Side Story	E	14 1 b ii	£5,280	£42,576	£48.07	E	14 1 a	£56.55			£42,576
24/06/2012	West Side Story	O			£34,937	£45.09	E	14 1 a	£56.36	£71,806	£5,280	£101,463
25/06/2012	Royal Choral Society 140th Anniversary (Free Let)	O			£4,787	£25.00			£31.25			£4,787
26/06/2012	Frankie Valli & The Four Seasons	O			£50,852	£60.32			£75.40			£50,852
27/06/2012	Frankie Valli & The Four Seasons	O			£48,993	£60.23			£75.29			£48,993
28/06/2012	George Benson	O			£45,486	£49.77			£62.21			£45,486
29/06/2012	Convocation Ceremony	O			£13,475	£0.00			£0.00			£13,475
30/06/2012	Tony Bennett	O			£48,605	£58.34			£72.93			£48,605
01/07/2012	Tony Bennett	O			£42,834	£60.51			£75.64			£42,834
02/07/2012	Regina Spektor	O			£35,762	£33.65			£42.06			£35,762
03/07/2012	RAH Floor Period PREP											
04/07/2012	Incisive Media Dinners	E	14 1 a	£6,600	£59,300							£59,300
05/07/2012	Incisive Media Dinners	E	14 1 a	£6,600	£50,434							£50,434
06/07/2012	RAH Floor Period DERIG											
07/07/2012	Laura Marling	O			£29,843	£31.27			£39.09			£29,843
08/07/2012	Singday 2012: A Choral Olympiad	O			£28,051	£30.45			£38.06			£28,051
09/07/2012	Prom PREP				£13,089							£13,089
10/07/2012	Prom PREP				£13,089							£13,089
11/07/2012	Prom PREP				£13,089							£13,089
12/07/2012	Prom PREP				£12,414							£12,414
13/07/2012	Prom 1 at 19:30	O			£34,431	£17.68			£22.10			£34,431
14/07/2012	Prom 2 at 19:00	E	14 1 a	£6,600	£39,160	£29.44			£34.64			£39,160
15/07/2012	Prom 3 at 19:00	O			£24,041	£20.98			£26.23			£24,041
16/07/2012	Prom 4 at 19:30	O			£20,343	£17.13			£21.41			£20,343
17/07/2012	Prom 5 at 19:30	O			£26,480	£14.37			£17.96			£26,480
18/07/2012	Prom 6 at 19:00	O			£24,915	£14.01			£17.51			£24,915
18/07/2012	Prom 7 at 22:15	O			£9,407							£9,407
19/07/2012	Prom 8 at 19:30	O			£21,820	£16.03			£20.04			£21,820

Tom Petty
Original Profit:
£118,443
New Profit:
£35,488
Change:
-£82,955

West Side Story
Original Profit:
£218,716
New Profit:
£346,751
Change:
+£128,035

DATE	EVENT	ACTUAL				1966 COMPLIANT ADJUSTMENTS						
		E/O	EXCLUSIVE TYPE	REBATE (Exclusive Extra Rent Paid by Promoters to Members)	Hall's Original Profit aka NET MARGIN GAIN	AVERAGE PRICE PER TICKET	E/O	EXCLUSIVE TYPE	AVERAGE PRICE PER MEMBERS' TICKET	Hall's Gross Cost Incurred Buying Back Members' 1,274 Tickets from Promoters	Hall's New Benefit from Receiving Exclusive Extra Rent (REBATE) Instead of Members	Hall's New Profit aka New NET MARGIN GAIN
20/07/2012	Prom 9 at 19:30	O			£31,688	£23.04			£28.80			£31,688
21/07/2012	Prom 10 at 19:30	O			£32,915	£22.52			£28.15			£32,915
22/07/2012	Prom 11 at 16:30	O			£29,045	£27.08			£33.85			£29,045
23/07/2012	Prom 12 at 19:30	O			£34,234	£22.19			£27.74			£34,234
24/07/2012	Prom 13 at 19:00	O			£30,760	£22.25			£27.81			£30,760
24/07/2012	Prom 14 at 22:00	O			£8,457	£11.42			£14.28			£8,457
25/07/2012	Prom 15 at 19:30	O			£23,846	£13.90			£17.38			£23,846
26/07/2012	Prom 16 at 19:00	O			£21,228	£14.82			£18.53			£21,228
26/07/2012	Prom 17 at 22:15	O			£7,585	£14.55			£18.19			£7,585
27/07/2012	Prom 18 at 18:30	E	14 1 a		£46,564	£28.54	O		£33.58	£42,776		£3,788
28/07/2012	Prom 19 at 19:30	O			£24,845	£14.20			£17.75			£24,845
29/07/2012	Prom 20 at 15:30	O			£14,131	£8.36			£10.45			£14,131
29/07/2012	Prom 21 at 20:00	O			£21,151	£14.99			£18.74			£21,151
30/07/2012	Prom 22 at 19:30	O			£20,661	£17.12			£21.40			£20,661
31/07/2012	Prom 23 at 19:00	O			£23,899	£13.60			£17.00			£23,899
31/07/2012	Prom 24 at 22:15	O			£8,596	£11.61			£14.51			£8,596
01/08/2012	Prom 25 at 19:30	O			£21,939	£14.35			£17.94			£21,939
02/08/2012	Prom 26 at 19:30	O			£29,523	£17.15			£21.44			£29,523
03/08/2012	Prom 27 at 19:45	O			£25,821	£15.10			£18.88			£25,821
04/08/2012	Prom 28 at 14:00	O			£21,414	£15.86			£19.83			£21,414
04/08/2012	Prom 29 at 19:30	O			£22,151	£15.96			£19.95			£22,151
05/08/2012	Prom 30 at 16:30	O			£11,873	£8.12			£10.15			£11,873
05/08/2012	Prom 31 at 19:30	O			£29,320	£13.97			£17.46			£29,320
06/08/2012	Prom 32 at 19:00	O			£26,516	£14.11			£17.64			£26,516
07/08/2012	Prom 33 at 19:30	O			£22,484	£16.40			£20.50			£22,484
08/08/2012	Prom 34 at 19:30	O			£23,247	£15.43			£19.29			£23,247
09/08/2012	Prom 35 at 18:30	O			£22,097	£14.06			£17.58			£22,097
09/08/2012	Prom 36 at 22:15	O			£12,967	£12.16			£15.20			£12,967
10/08/2012	Prom 37 at 18:45	O			£21,523	£13.72			£17.15			£21,523
10/08/2012	Prom 38 at 22:15	O			£15,867	£11.48			£14.35			£15,867
11/08/2012	Prom 39 at 19:30	O			£23,960	£13.91			£17.39			£23,960
12/08/2012	Prom 40 at 15:30	O			£14,075	£12.10			£15.13			£14,075
12/08/2012	Prom 41 at 20:00	O			£20,413	£17.60			£22.00			£20,413
13/08/2012	Prom 42 at 19:30	O			£24,134	£14.87			£18.59			£24,134
14/08/2012	Prom 43 at 19:00	O			£21,138	£13.94			£17.43			£21,138
14/08/2012	Prom 44 at 22:15	O			£9,282	£10.32			£12.90			£9,282
15/08/2012	Prom 45 at 19:30	O			£28,567	£13.98			£17.48			£28,567
16/08/2012	Prom 46 at 19:30	O			£25,931	£14.31			£17.89			£25,931
17/08/2012	Prom 47 at 19:45	O			£15,987	£14.85			£18.56			£15,987
18/08/2012	Prom 48 at 19:30	O			£33,548	£14.19			£17.74			£33,548
19/08/2012	Prom 49 at 19:30	E	14 1 a	£6,600	£34,647	£23.46			£27.60			£34,647
20/08/2012	Prom 50 at 19:30	O			£26,094	£13.98			£17.48			£26,094
21/08/2012	Prom 51 at 19:30	O			£24,063	£14.18			£17.73			£24,063
22/08/2012	Prom 52 at 19:00	O			£25,360	£16.66			£20.83			£25,360
22/08/2012	Prom 53 at 22:15	O			£11,422	£11.79			£14.74			£11,422
23/08/2012	Prom 54 at 19:30	O			£24,913	£14.08			£17.60			£24,913
24/08/2012	Prom 55 at 19:00	O			£26,262	£17.34			£21.68			£26,262
25/08/2012	Prom 56 at 19:30	O			£16,642	£17.01			£21.26			£16,642
26/08/2012	Prom 57 at 19:30	O			£32,865	£17.11			£21.39			£32,865
27/08/2012	Prom 58 at 15:00	O			£11,588	£8.36			£10.45			£11,588
27/08/2012	Prom 59 at 15:00	E	14 1 a		£44,193	£27.63	O		£32.51	£41,412		£2,781
28/08/2012	Prom 60 at 18:30	O			£39,346	£28.25			£33.24			£39,346
29/08/2012	Prom 61 at 19:00	O			£22,031	£13.88			£17.35			£22,031
29/08/2012	Prom 62 at 22:15	O			£13,519	£10.49			£13.11			£13,519
30/08/2012	Prom 63 at 19:30	O			£30,332	£21.90			£27.38			£30,332
31/08/2012	Prom 64 at 19:00	O			£26,795	£22.92			£28.65			£26,795
31/08/2012	Prom 65 at 22:15	O			£12,081	£12.11			£15.14			£12,081
01/09/2012	Prom 66 at 16:00	O			£8,487	£11.14			£13.93			£8,487
01/09/2012	Prom 67 at 19:30	E	14 1 a		£49,109	£28.60	O		£33.65	£42,866		£6,243
02/09/2012	Prom 68 at 16:00	O			£10,688	£11.90			£14.88			£10,688

DATE	EVENT	ACTUAL				1966 COMPLIANT ADJUSTMENTS						
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02/09/2012	Prom 69 at 19:30	O			£31,800	£22.72			£28.40			£31,800
03/09/2012	Prom 70 at 19:30	O			£29,766	£17.17			£21.46			£29,766
04/09/2012	Prom 71 at 19:30	O			£31,280	£16.89			£21.11			£31,280
05/09/2012	Prom 72 at 19:00	O			£25,501	£17.16			£21.45			£25,501
06/09/2012	Prom 73 at 19:00	E	14 1 a		£43,506	£27.82	O		£32.73	£41,697		£1,809
06/09/2012	Prom 74 at 22:15	O			£8,906	£11.10			£13.88			£8,906
07/09/2012	Prom 75 at 19:30	O			£32,886	£22.13			£27.66			£32,886
08/09/2012	Prom 76 at 19:30	O			£108,347	£43.87			£54.84			£108,347
09/09/2012	BBC Songs of Praise	E	14 1 a	£6,600	£37,978	£12.00			£14.12			£37,978
16/09/2012	Sunflower Jam	O			£50,422	£153.20			£191.50			£50,422
18/09/2012	Mick Hucknall	O			£37,520	£47.24			£59.05			£37,520
19/09/2012	Mick Hucknall	O			£35,859	£50.80			£63.50			£35,859
20/09/2012	Jorge & Mateus	O			£35,936	£28.24			£35.30			£35,936
21/09/2012	Ukelele Orchestra of GB	O			£31,127	£27.31			£34.14			£31,127
22/09/2012	Nada Loka Raga Sagara	O			£46,198	£42.48			£53.10			£46,198
23/09/2012	Licence to Thrill	O			£29,548	£28.03			£35.04			£29,548
24/09/2012	Classic FM Live 2	O			£49,358	£27.41			£34.26			£49,358
25/09/2012	Milos	O			£19,949	£20.54			£25.68			£19,949
26/09/2012	David Bisbal	O			£51,067	£35.25			£44.06			£51,067
27/09/2012	The Beach Boys	E			£99,569	£96.73			£113.80			£99,569
28/09/2012	George Michael PREP	O			£14,383							£14,383
29/09/2012	George Michael Symphonica	O			£62,985	£73.63			£92.04			£62,985
30/09/2012	Classical Brit Awards PREP				£14,220							£14,220
01/10/2012	Classical Brit Awards PREP				£14,746							£14,746
02/10/2012	Classical Brit Awards	E	14 1 a	£5,280	£62,140	£39.91			£46.95			£62,140
03/10/2012	Tori Amos	O			£41,600	£46.70			£58.38			£41,600
04/10/2012	Ray Davies	O			£36,565	£42.35			£52.94			£36,565
05/10/2012	Family Business Network Int Summit 2012	E	14 1 a	£6,600	£38,539	£75.00			£88.24			£38,539
06/10/2012	Beethoven's Ninth	O			£39,083	£32.28			£40.35			£39,083
07/10/2012	This is Your Life: Calendar Girls	O			£25,584	£37.35			£46.69			£25,584
08/10/2012	Majid Mohandes	O			£55,482	£53.31			£66.64			£55,482
09/10/2012	RPO Grieg Piano Concerto	O			£21,107	£16.62			£20.78			£21,107
10/10/2012	Primary Proms - 10:45	CO			£6,728							£6,728
10/10/2012	Primary Proms MAT	CO			£10,489							£10,489
11/10/2012	International Ballroom Dance Championships	E	14 1 a	£6,600	£43,445	£35.42			£41.67			£43,445
12/10/2012	Peace Proms 2012	O			£19,664	£16.26			£20.33			£19,664
13/10/2012	London Welsh Festival of Male Choirs 2012	O			£34,262	£37.58			£46.98			£34,262
14/10/2012	Alternative Hair Show	E	14 1 a	£5,280	£50,659	£60.25			£70.88			£50,659
15/10/2012	Johnny Hallyday	O			£42,513	£56.66			£70.83			£42,513
16/10/2012	Johnny Hallyday	E	14 1 b ii	£6,600	£43,266	£67.66	E	14 1 b i	£79.69		£6,600	£49,866
17/10/2012	Neil Sedaka	O			£38,151	£48.62			£60.78			£38,151
18/10/2012	The Band & Bugles of the Rifles Musical	O			£32,632	£36.58			£45.73			£32,632
19/10/2012	RPO John Williams 80th Birthday Tribute	O			£26,388	£27.27			£34.09			£26,388
20/10/2012	National Brass Band Championships	O			£26,687	£21.23			£26.54			£26,687
21/10/2012	Disney's FANTASIA Live in Concert MAT	E	14 1 b ii	£5,280	£50,424	£36.18	E	14 1 a	£42.56			£50,424
21/10/2012	Disney's FANTASIA Live in Concert EVE	O			£39,202	£32.80			£41.00			£39,202
22/10/2012	Joan Rivers	O			£38,179	£35.45	E	14 1 a	£44.34	£56,454	£6,600	£88,033
23/10/2012	James Bond 50th Anniversary Premiere	E	14 1 a	£6,600	£72,027	£66.25			£77.94			£72,027
24/10/2012	Graduation Ceremony - 11:00	CO			£20,256							£20,256
24/10/2012	Graduation Ceremony MAT	CO			£22,004							£22,004
24/10/2012	Graduation Ceremony EVE	CO			£21,969							£21,969
25/10/2012	Don McLean	O			£30,626	£37.14			£46.43			£30,626
26/10/2012	Dead Can Dance	O			£29,331	£28.37			£35.46			£29,331
27/10/2012	Carmina Burana	O			£34,486	£33.33			£41.66			£34,486
28/10/2012	Level 42	O			£27,993	£31.36			£39.20			£27,993
29/10/2012	Bryan Adams	E	14 1 a		£56,202	£46.05	O		£54.18	£69,021		£12,819
30/10/2012	Diana Krall	O			£43,830	£53.77			£67.21			£43,830
31/10/2012	Diana Krall	O			£42,376	£54.18			£67.73			£42,376
01/11/2012	World Party	O			£22,890	£42.96			£53.70			£22,890
02/11/2012	Distant Worlds: Music from Final Fantasy	E	14 1 a	£6,600	£63,417	£43.64	O		£51.34	£65,409	£6,600	£4,608

Proms

Original Profit: £1,958,089

New Profit: £1,789,336

Change: -£168,753

Joan Rivers

Original Profit: £38,179

New Profit: £88,033

Change: +£49,854

Bryan Adams

Original Profit: £56,202

New Profit: £112,819

Change: -£56,617

Distant Worlds

Original Profit: £63,417

New Profit: £4,608

Change: -£58,809

Proms
Original Profit:
£1,958,089
New Profit:
£1,789,336
Change:
-£168,753

Joan Rivers
Original Profit:
£38,179
New Profit:
£88,033
Change:
+£49,854

Bryan Adams
Original Profit:
£56,202
New Profit:
£12,819
Change:
-£69,021

Distant Worlds
Original Profit:
£63,417
New Profit:
£4,608
Change:
-£58,809

DATE	EVENT	ACTUAL				1966 COMPLIANT ADJUSTMENTS						
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03/11/2012	Cancer Research UK Festival of Brass Voices	CO			£34,296	£30.75			£38.44			£34,296
04/11/2012	Dance Proms	CO			£20,069	£23.27			£29.09			£20,069
05/11/2012	Patricia Kaas Sings Piaf	O			£34,263	£58.90			£73.63			£34,263
06/11/2012	Barnado's Young Supporters	O			£16,446	£16.91			£21.14			£16,446
07/11/2012	RPO Best of Broadway	O			£23,962	£22.15			£27.69			£23,962
08/11/2012	Festival of Remembrance PREP				£13,232							£13,232
09/11/2012	Festival of Remembrance PREP				£14,454							£14,454
10/11/2012	Festival of Remembrance MAT	E	14 1 a	£5,280	£18,724	£22.50			£26.47	£5,280		£24,004
10/11/2012	Festival of Remembrance EVE	E	14 1 a	£5,280	£51,181	£10.00			£11.78	£5,280		£56,461
11/11/2012	Emeli Sande	O			£44,679	£31.13			£38.91			£44,679
12/11/2012	Schools Proms	CO			£30,836	£17.64			£22.05			£30,836
13/11/2012	Schools Proms	CO			£21,607	£17.43			£21.79			£21,607
14/11/2012	Schools Proms	CO			£24,301	£16.91			£21.14			£24,301
15/11/2012	The Royal Variety Performance PREP				£24,500							£24,500
16/11/2012	The Royal Variety Performance PREP				£15,000							£15,000
17/11/2012	The Royal Variety Performance PREP				£18,832							£18,832
18/11/2012	The Royal Variety Performance PREP				£18,965							£18,965
19/11/2012	The Royal Variety Performance	E	14 1 a	£5,280	£106,399	£254.35			£299.24	£5,280		£111,679
20/11/2012	Jubilee Churchill Songs	E	14 1 a	£5,280	£84,774	£85.92			£181.88	£5,280		£90,054
21/11/2012	Dream of Gerontius	O			£15,383	£20.70			£25.88			£15,383
22/11/2012	Classical Spectacular	O			£37,236	£34.41			£43.01			£37,236
23/11/2012	Classical Spectacular	O			£33,039	£34.20			£42.75			£33,039
24/11/2012	Classical Spectacular MAT	E	14 1 b ii	£6,600	£44,168	£41.20			£48.47			£44,168
24/11/2012	Classical Spectacular EVE	E	14 1 b ii	£6,600	£49,171	£41.27			£48.55			£49,171
25/11/2012	Classical Spectacular MAT	E	14 1 b ii	£6,600	£40,394	£36.43			£42.86			£40,394
25/11/2012	Classical Spectacular EVE	O			£30,131	£33.42			£41.78			£30,131
26/11/2012	Human League	O			£31,533	£35.49			£44.36			£31,533
27/11/2012	Gary Barlow	E	14 1 a		£81,706	£66.00			£77.65			£81,706
28/11/2012	Prince's Trust Comedy Gala	E	14 1 a	£5,280	£84,755	£72.50			£85.29			£84,755
29/11/2012	Christmas with the Salvation Army	O			£33,333	£24.24			£30.30			£33,333
30/11/2012	Jools Holland	O			£35,727	£39.30			£49.13			£35,727
01/12/2012	Jools Holland	O			£41,042	£39.18			£48.98			£41,042
02/12/2012	Messiah from Scratch	E	14 1 a	£6,600	£38,799	£28.77			£33.85	£43,121	£6,600	£2,278
03/12/2012	RPO John Rutter Christmas MAT	O			£21,712	£23.98			£29.98			£21,712
03/12/2012	RPO John Rutter Christmas EVE	O			£25,782	£24.21			£30.26			£25,782
04/12/2012	Masters Tennis PREP				£15,953							£15,953
05/12/2012	Matters Tennis MAT	E	14 1 a	£6,600	£61,929	£49.26			£57.95			£61,929
05/12/2012	Matters Tennis EVE	E	14 1 a	£6,600	£23,243	£40.84			£48.05			£23,243
06/12/2012	Matters Tennis MAT	E	14 1 a	£6,600	£26,148	£49.71			£58.48			£26,148
06/12/2012	Masters Tennis EVE	E	14 1 a	£6,600	£28,750	£43.63			£51.33			£28,750
07/12/2012	Matters Tennis MAT	E	14 1 a	£6,600	£25,982	£49.87			£58.67			£25,982
07/12/2012	Matters Tennis EVE	E	14 1 a	£6,600	£33,211	£39.12			£46.02			£33,211
08/12/2012	Matters Tennis MAT	E	14 1 a	£6,600	£29,509	£50.50			£59.41			£29,509
08/12/2012	Matters Tennis EVE	E	14 1 a	£6,600	£41,506	£59.45			£69.94			£41,506
09/12/2012	Matters Tennis MAT	E	14 1 a	£6,600	£31,051	£50.90			£59.88			£31,051
09/12/2012	Masters Tennis EVE	E	14 1 a	£6,600	£27,776	£48.74			£57.34			£27,776
10/12/2012	Katherine Jenkins	E	14 1 a		£73,563	£59.12			£69.55	£88,610		£15,047
11/12/2012	Christmas Carols with the Stars	E	14 1 a	£5,280	£34,850	£28.82			£33.91	£43,196	£5,280	£3,066
12/12/2012	CLIC Sargent Christmas Celebration	O			£28,249	£36.65			£45.81			£28,249
13/12/2012	The BT Christmas Concert at 19:30	O			£56,289	£28.93			£36.16			£56,289
14/12/2012	Messiah at 19:30	O			£32,006	£33.09			£41.36			£32,006
15/12/2012	Jingle Bell Christmas at 13:30	E	14 1 b ii	£6,600	£22,834	£31.05			£38.57		£6,600	£29,434
15/12/2012	Jingle Bell Christmas at 16:45	E	14 1 b ii	£6,600	£30,977	£30.29			£35.64		£6,600	£37,577
15/12/2012	Messiah at 20:00	E	14 1 b ii	£6,600	£35,572	£37.58			£44.21		£6,600	£42,172
16/12/2012	Christmas Carol Singalong at 13:00	E	14 1 b ii	£6,600	£37,311	£30.90			£36.35	£46,314	£6,600	£1,403
16/12/2012	Christmas Carol Singalong at 16:15	E	14 1 b ii	£6,600	£28,199	£31.09			£36.58	£46,598	£6,600	£11,799
16/12/2012	Carols by Candlelight at 19:30	O			£32,426	£28.43			£35.54			£32,426
17/12/2012	Royal Choral Society Christmas at 19:30	O			£28,091	£30.56			£38.20			£28,091
18/12/2012	Carry on Caroling at 14:30	O			£15,683	£31.48			£39.35			£15,683
18/12/2012	Christmas Classics at 19:30	O			£28,763	£31.65			£39.56			£28,763
19/12/2012	Jingle Bell Christmas at 14:30	O			£12,798	£29.51			£36.89			£12,798

Remembrance

Original Profit: £69,905

New Profit: £80,465

Change: +£10,560

Royal Variety

Original Profit: £106,399

New Profit: £111,679

Change: +£5,280

Jubilee Churchill

Original Profit: £84,774

New Profit: £90,054

Change: +£5,280

Messiah

Original Profit: £38,799

New Profit: £2,278

Change: -£36,521

Katherine Jenkins

Original Profit: £73,563

New Profit: -£115,047

Change: -£88,610

Remembrance
Original Profit:
£69,905
New Profit:
£80,465
Change:
+£10,560

Royal Variety
Original Profit:
£106,399
New Profit:
£111,679
Change:
+£5,280

Jubilee Churchill
Original Profit:
£84,774
New Profit:
£90,054
Change:
+£5,280

Messiah
Original Profit:
£38,799
New Profit:
£2,278
Change:
-£36,521

Katherine Jenkins
Original Profit:
£73,563
New Profit:
£15,047
Change:
-£88,610

DATE EVENT

19/12/2012 King's College Choir at 19:30
 20/12/2012 Christmas Carol Singalong at 14:30
 20/12/2012 Classic Carols at 19:30
 21/12/2012 Carry on Caroling at 14:30
 21/12/2012 The Glory of Christmas at 19:30
 22/12/2012 Christmas Carol Singalong at 13:30
 22/12/2012 Christmas Carol Singalong at 16:45
 22/12/2012 Carols by Candlelight at 20:00
 23/12/2012 Christmas with Aled Jones at 13:30
 23/12/2012 Christmas with Aled Jones at 16:45
 23/12/2012 Carols by Candlelight at 20:00
 24/12/2012 Carols by Candlelight at 14:30
 24/12/2012 Carols by Candlelight at 19:00

ACTUAL				
E/O	EXCLUSIVE TYPE	REBATE (Exclusive Extra Rent Paid by Promoters to Members)	Hall's Original Profit aka NET MARGIN GAIN	AVERAGE PRICE PER TICKET
O			£29,970	£31.98
O			£17,013	£29.96
O			£28,702	£31.03
O			£14,243	£31.18
O			£28,877	£29.44
E	14 1 b ii	£6,600	£27,559	£31.99
E	14 1 b ii	£6,600	£40,618	£32.24
E	14 1 b ii	£6,600	£41,938	£34.57
O			£19,017	£28.48
E	14 1 b ii	£6,600	£35,228	£32.49
E	14 1 b ii	£6,600	£64,846	£34.79
E	14 1 b ii	£6,600	£28,384	£31.61
E	14 1 b ii	£6,600	£34,987	£35.34

Total: £12,466,361

1966 COMPLIANT ADJUSTMENTS				
E/O	EXCLUSIVE TYPE	AVERAGE PRICE PER MEMBERS' TICKET	Hall's Gross Cost Incurred Buying Back Members' 1,274 Tickets from Promoters	Hall's New Benefit from Recaiving Exclusive Extra Rent (REBATE) Instead of Members
		£39.98		£29,970
		£37.45		£17,013
		£38.79		£28,702
		£38.98		£14,243
		£36.80		£28,877
E	14 1 b i	£37.84		£6,600
E	14 1 b i	£37.93		£6,600
E	14 1 b i	£40.67		£6,600
E	14 1 b i	£35.60	-£45,254	
E	14 1 b i	£38.22		£6,600
E	14 1 b i	£40.93		£6,600
E	14 1 b i	£37.39		£6,600
E	14 1 b i	£41.58		£6,600

Total: £10,776,136

Difference: -£1,690,225

Gubbay Xmas Fest
Original Profit:
£716,042
New Profit:
£747,684
Change:
+£31,642

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 5A

Filled-up Bill

IN PARLIAMENT

SESSION 2024-26

ROYAL ALBERT HALL BILL [HL]

PAPER OF AMENDMENTS
PROPOSED TO BE MADE TO THE BILL
IN THE UNOPPOSED BILL COMMITTEE,
HOUSE OF COMMONS

Preamble

1. Page 1, line 14, for “316 holding 1,268 seats” substitute “315, holding 1,256 seats”.

Clause 5 – Restrictions on powers to exclude members

2. Page 7, lines 11 to 28, delete.

Broadfield Law UK LLP
Solicitors and Parliamentary Agents
6 January 2026

IN PARLIAMENT

SESSION 2024-26

ROYAL ALBERT HALL BILL [HL]

PAPER OF AMENDMENTS
PROPOSED TO BE MADE TO THE BILL
IN THE UNOPPOSED BILL COMMITTEE,
HOUSE OF COMMONS

Broadfield Law UK LLP
One Bartholomew Close
London EC1A 7BL
Solicitors and Parliamentary Agents

Royal Albert Hall Bill [HL]

SUPPLEMENTARY TEXT FOR THE BILL'S EXPLANATORY MEMORANDUM:

To be read after the description of Clause 4—

“*Clause 5* places conditions on the operation of clause 4.”

Note:

This additional information is provided for the benefit of Members following the amendment of the Bill (to add Clause 5) at Third Reading in the House of Lords, and does not constitute a formal amendment to the Bill's explanatory memorandum.

Royal Albert Hall Bill [HL]

[AS BROUGHT FROM THE LORDS]

EXPLANATORY MEMORANDUM

This Bill is promoted by The Corporation of the Hall of Arts and Sciences (the Royal Albert Hall) (“the Corporation”).

The purpose of this Bill is to amend certain existing provisions relating to the annual contribution payable by Members of the Corporation (“the Members”) towards the general purposes of the Royal Albert Hall (“the hall”); and to make further provision regarding the exclusion of the Members from the hall.

Clause 1 gives the short title of the Bill and provides that it shall come into force when it is passed.

Clause 2 defines certain expressions used in the Bill.

Clause 3 amends certain existing provisions relating to the annual contribution payable by the Members.

Clause 4 makes further provision for the exclusion of the Members from the hall.

EUROPEAN CONVENTION ON HUMAN RIGHTS

In the view of The Corporation of the Hall of Arts and Sciences (the Royal Albert Hall) the provisions of Royal Albert Hall Bill [HL] are compatible with the Convention rights.

Royal Albert Hall Bill [HL]

[AS BROUGHT FROM THE LORDS]

CONTENTS

- 1 Citation and commencement
- 2 Interpretation
- 3 Annual contribution
- 4 Further power to exclude members from the hall
- 5 Restrictions on powers to exclude members

[AS BROUGHT FROM THE LORDS]

A

B I L L

TO

Amend certain provisions of the Royal Albert Hall Act 1966 relating to the annual contribution payable by the Members of the Corporation towards the general purposes of the Royal Albert Hall; and to make further provision regarding the exclusion of the Members from the hall.

WHEREAS –

- (1) The Corporation of the Hall of Arts and Sciences (“the Corporation”) was incorporated by Royal Charter dated the 8th April 1867 (“the original charter”) for the purpose of building and maintaining a hall and buildings connected therewith on the estate of the Commissioners for the Exhibition of 1851 (“the exhibition commissioners”) at South Kensington and appropriating the hall to purposes connected with science and art as therein mentioned; and the Corporation accordingly built the Royal Albert Hall (“the hall”) which was opened on the 29th March 1871: 5
- (2) The membership of the Corporation consists of the registered holders of permanent seats in the amphitheatre of the hall or of private boxes containing a certain number of seats or of seats in such boxes such seats having been allotted to them in proportion to the amount of subscriptions paid by them towards the building of the hall or having been subsequently purchased by them. The seatholders now number 316 holding 1,268 seats: 10
- (3) The exhibition commissioners subscribed large sums towards the building of the hall in respect of which they held rights to seats which they have since surrendered. They also made a free grant to the Corporation of a lease of the site of the hall for a term of 999 years from the 25th March 1867, at a nominal rent: 15
- (4) The said lease included covenants by the Corporation to keep the hall in good repair and not to use it or permit its use for any ends, intents or purposes except such as were authorised by the original charter without the consent in writing of the commissioners and a right of entry for the exhibition commissioners in the event of breach of any of the covenants on the part of the Corporation contained in the lease: 20
- (5) The original charter provided for the drawing up and sanctioning of a constitution for the Corporation and under such constitution the management of the hall was vested in an elective council consisting of a president and eighteen ordinary members. A supplemental charter dated the 7th December 25

1928, provided for the addition to the council of five appointed members appointed respectively by the parties therein mentioned. The members of the council all serve in an honorary capacity:

- (6) The original charter provided that no dividend should be payable to any member of the Corporation and all profits which the Corporation might make by the use of the hall or by the sale or letting of any seats belonging to the Corporation for the time being after completion of the hall should be applied in carrying into effect the purposes of the Corporation. The constitution provided that the boxes or seats in the hall remaining at the disposal of the Corporation might be sold or let by the council either for the remainder of the term of the said lease or for any less period on such terms as the council might think fit: 5
- (7) The purposes for which the hall was authorised by the original charter to be used were the following:—
 - (a) congresses both national and international for purposes of science and art; 15
 - (b) performances of music including performances on the organ;
 - (c) the distribution of prizes by public bodies and societies;
 - (d) conversaziones of societies established for the promotion of science and art; 20
 - (e) agricultural, horticultural and the like exhibitions;
 - (f) national and international exhibitions of works of art and industry including industrial exhibitions by the artisan classes;
 - (g) exhibitions of pictures, sculpture and other objects of artistic or scientific interest; 25
 - (h) generally any other purposes connected with science and art:
- (8) The original charter empowered the Corporation subject to the rights reserved to the members of the Corporation to let the use of the hall “for a limited period” for any purposes for which the Corporation might themselves use the hall: 30
- (9) By a supplemental charter dated the 25th October 1887 (“the charter of 1887”), the said purposes were supplemented under article 9 by the following purposes:—
 - (a) public or private meetings of any body of persons;
 - (b) operettas, concerts, balls or any “other than theatrical” entertainments for the amusement and recreation of the people; 35

and the council of the Corporation was authorised under article 10 to let the hall for any of those purposes and also to arrange with individual members of the Corporation for the exchange purchase renting or temporary user of their boxes or seats: 40
- (10) The charter of 1887 provided under article 11 that the Corporation in general meeting might by resolution after notice and with the support of a majority of not less than two-thirds of the votes of those voting empower the council to exclude the members of the Corporation from the hall on a certain number of days not exceeding ten in any one year on any occasion on which the hall 45

should be used for private meetings or entertainments to which the general public should be unable to obtain admission by payment of money only:

- (11) The Royal Albert Hall Act 1876 (“the 1876 Act”), after reciting that the funds at the disposal of the council for maintaining, repairing and furnishing the hall and supporting an adequate staff of officers and servants were wholly insufficient for those purposes and that a majority of the members were willing that the seats should be charged at a rate not exceeding two pounds per annum for providing a fund for those purposes empowered the Corporation to rate the members in every year at such sum (in the said Act called “the seat rate”) not exceeding two pounds for every seat as the members present at a general meeting called for that purpose some time in the month of February in each year should determine: 5
- (12) The Royal Albert Hall Act 1927 (“the 1927 Act”) after reciting that the funds at the disposal of the council for the purposes recited in the 1876 Act were again insufficient by reason of increased cost of those purposes and that the expenditure of large sums of money on the hall had become necessary in order to comply with the requirements of the London County Council relating to means of escape in case of fire and safety of persons resorting to the hall and that the Corporation had no funds to enable them to comply with such requirements included (inter alia) provisions to the following effect:— 10
 - (a) imposing on every member for the time being of the Corporation a compulsory seat rate in place of the seat rate under the 1876 Act for a period of six years from the 1st January 1927; and as from the expiration of that period increasing to three pounds the maximum sum of two pounds chargeable in any year for seat rate under the 1876 Act; 15
 - (b) providing that notwithstanding anything in the original charter or in article 9 of the charter of 1887 the hall may be used for theatrical entertainments and operatic performances but without affecting the operation of the Theatres Act 1843; 20
 - (c) providing under sections 17 and 18 as follows:—
 - (i) that the occasions on which the Corporation in general meeting may under article 11 of the charter of 1887 by resolution empower the council to exclude the members of the Corporation from the hall shall be extended so as to include firstly occasions on which the hall is used for balls for the purposes of which a floor is erected over the amphitheatre stalls and secondly occasions when it is used for other entertainments (not being (a) balls for the purposes of which a floor is not so erected or (b) boxing entertainments) whether or not the general public can obtain admission thereto by payment of money; 25
 - (ii) that on occasions (other than those to which, the said extension applies) on which the hall is used for any purpose for which it is necessary or convenient to erect a floor over the amphitheatre stalls a floor may be erected thereover and the holders of such amphitheatre stalls shall be disentitled to use such stalls but entitled to free admission to the hall and to all 30

- rights and privileges as such holders other than the use of their stalls. The floor may not remain over the amphitheatre stalls longer than six weeks unless with the consent in writing of the holders of a majority of such stalls;
- (d) prohibiting the Corporation from letting the main hall for any continuous period exceeding one year: 5
- (13) The Royal Albert Hall Act 1951 (“the 1951 Act”) after reciting that after eighty years of existence and constant use the hall was urgently in need of large structural and other repairs and improvements to render it safe and commodious for those who resorted to it and properly equipped for the many uses to which it was and might be put, and that heavy expenditure mainly of a capital nature was involved for which the funds and resources of the Corporation and possibilities of revenue from use or letting of the hall were insufficient to provide, included (inter alia) provisions to the following effect:— 10
- (a) imposing a capital contribution charged upon and in respect of every seat of two hundred and eighty pounds payable by yearly instalments of seven pounds for a period of forty years, the sums so charged when received by the Corporation being applicable solely to capital purposes; and 15
- (b) providing that the occasions on which the council might be empowered to exclude members from the hall pursuant to the provisions of article 11 of the charter of 1887 should comprise all occasions on which the hall was let for any purposes for which the Corporation was empowered to let the hall and that in addition the council might exclude the members from the hall on certain further occasions not exceeding eight in number: 20 25
- (14) The Royal Albert Hall Act 1966 (“the 1966 Act”) in order to enable the funds of the Corporation to be used to the best advantage and the financial resources of the Corporation to be augmented to the necessary extent and to give the Corporation increased means of earning revenue, conferred further powers upon the Corporation and the council with respect to the use and letting of the hall and the rights of seatholders therein as set out in that Act, in particular:— 30
- (a) making provision as to the annual contribution that could be charged for each seat; and 35
- (b) providing that the occasions on which the council might be empowered to exclude members from the hall pursuant to the provisions of article 11 of the charter of 1887 be further amended.
- (15) On 18th December 1967, the Corporation was registered as a charity under the provisions of the Charities Act 1960: 40
- (16) In order to assist the administration and management of the affairs of the Corporation in the pursuit of its purposes, it is expedient that further provision is made for the members to benefit the Corporation by the conferring of further powers upon the Corporation and the council with respect to the use and letting of the hall and the rights of seatholders therein: 45
- (17) The objects of this Act cannot be attained without the authority of Parliament.

May it therefore please your Majesty that it may be enacted, and be it enacted, by the King's Most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:—

1 Citation and commencement

5

- (1) This Act may be cited as the Royal Albert Hall Act 202[] and comes into force on the day on which this Act is passed.
- (2) The Royal Albert Hall Acts 1876 to 1966 and this Act may be cited together as the Royal Albert Hall Acts 1876 to 202[].

2 Interpretation

10

- (1) In this Act, unless the subject or context otherwise requires —
 - “the 1966 Act” means the Royal Albert Hall Act 1966;
 - “the annual contribution” has the meaning assigned to that expression by section 3 (annual contribution) of the 1966 Act;
 - “the constitution” means the constitution of the Corporation contained in Schedule 2 to the 1966 Act; 15
 - “the Corporation” means the Corporation of the Hall of Arts and Sciences;
 - “the council” means the council of the Corporation;
 - “the council” means the council of the Corporation;
 - “the existing enactments” means the Royal Albert Hall Acts 1876 to 1966; 20
 - “the hall” means the Royal Albert Hall of Arts and Sciences at South Kensington (constructed in accordance with the provisions of the original charter and commonly known as “the Royal Albert Hall”) as for the time being existing;
 - “member” means a person who is for the time being a member of the Corporation whether a body corporate or an individual and in the case of several persons jointly entitled to the same seat means all such persons collectively; 25
 - “the original charter” means the Royal Charter dated the 8th April 1867, by which the Corporation was incorporated; 30
 - “seat” means a permanent seat in the hall with a registered holder whether such seat be in the amphitheatre or forms one of several seats in a private box; and
 - “the supplemental charters” means the supplemental charters of the Corporation dated 25th October 1887 and 7th December 1928. 35
- (2) Except where the context otherwise requires, any reference in this Act to any enactment is to be construed as a reference to that enactment as applied, extended, amended or varied by, or by virtue of, any subsequent enactment, including this Act.

3 Annual contribution

- (1) Section 3 (annual contribution) of the 1966 Act is amended as follows.
- (2) In subsection (1)(a), after the words “the annual contribution” (in the first place those words appear), omit the colon and the following paragraph except the full stop. 5
- (3) In subsection (1)(b), for the words “two-thirds” substitute “three-quarters”.

4 Further power to exclude members from the hall

- (1) Notwithstanding anything in the original charter, the supplemental charters and the existing enactments, the following provisions have effect.
- (2) The Corporation may, by resolution in general meeting, determine when and upon what terms the council may, in respect of a calendar year, exclude members from the hall. 10
- (3) A resolution under subsection (2) may be proposed by—
 - (a) the council; or
 - (b) not less than twenty members. 15
- (4) A resolution proposed under subsection (3) shall not be carried unless approved by a majority of not less than three-quarters of the votes of members voting in person or by proxy and voting on a show of hands (or by a poll if demanded) or in a poll taken by means of postal voting papers.
- (5) If more than one resolution is proposed under subsection (3), the method of voting shall be the same for each one. 20
- (6) If more than one resolution proposed under subsection (3) is carried, only the resolution with the highest number of votes in favour of it shall be valid.
- (7) A resolution under subsection (2) may specify whether, and if so the terms upon which, any additional rent received in respect of the letting of the hall on any occasion on which the members are excluded from the hall in accordance with the terms of the resolution, which is attributable to such exclusion, shall be applied by the council in or towards the reduction of the annual contribution. 25
- (8) Subject to the provisions of subsections (5) and (9), the provisions of clauses 21 to 26 of the constitution shall apply to any general meeting held pursuant to this section. 30
- (9) The council may make, revoke and alter byelaws under clause 11 of the constitution for regulating matters relating to the operation of this section including— 35
 - (a) the manner in which the resolution may be proposed;
 - (b) how the identity of a member proposing the resolution may be authenticated;
 - (c) the giving and timing of notices; and
 - (d) the variation of a resolution for it to be made efficacious. 40

- (10) In subsection (2), “calendar year” means any one or more calendar years within the period of five consecutive calendar years following the year in which the resolution is approved by the Corporation under that subsection.
- (11) For any calendar year in respect of which a resolution under subsection (2) has not been passed, the council may exercise the power conferred upon it by section 14 of the 1966 Act to exclude members from the hall. 5
- (12) For any calendar year in respect of which a resolution proposed under subsection (3)(b) has been passed, the council may elect instead to exercise the power conferred upon it by section 14 of the 1966 Act to exclude members from the hall. 10

5 Restrictions on powers to exclude members

- (1) No power exercisable under section 4 has effect unless —
 - (a) it is approved by a sub-committee of the council of which the independent members of the council will form a majority; and
 - (b) an undertaking has been given by all members who are trustees that any tickets for seats received from the exercise of the power to alter the number of events from which seat holders are excluded must only be sold by the trustee or relatives of the trustee through a ticket return scheme operated or approved by the Corporation. 15
- (2) In this section “relative” means in relation to any person any of the following— 20
 - (a) that person’s spouse;
 - (b) that person’s civil partner;
 - (c) any brother, sister, aunt or uncle of that person or of that person’s spouse or civil partner;
 - (d) any lineal descendant of that person or of a person mentioned in paragraphs (a) to (c). 25
- (3) In this section “trustee” means a member of the Council of the Corporation of the Hall of Arts and Sciences.

Royal Albert Hall Bill [HL]

[AS BROUGHT FROM THE LORDS]

A

B I L L

TO

Amend certain provisions of the Royal Albert Hall Act 1966 relating to the annual contribution payable by the Members of the Corporation towards the general purposes of the Royal Albert Hall; and to make further provision regarding the exclusion of the Members from the hall.

SESSION 2024 – 25

IAN MCCULLOCH

The Corporation of the Hall of Arts and Sciences (Royal Albert Hall)
Kensington Gore
London SW7 2AP
President of the Corporation

BROADFIELD LAW LLP

One Bartholomew Close
London EC1A 7BL
Solicitors and Parliamentary Agents

30.01.2025

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 5B

Tracked Change Bill

Royal Albert Hall Bill [HL]

[AMENDMENTS PROPOSED TO BE MADE IN COMMITTEE]

EXPLANATORY MEMORANDUM

This Bill is promoted by The Corporation of the Hall of Arts and Sciences (the Royal Albert Hall) (“the Corporation”).

The purpose of this Bill is to amend certain existing provisions relating to the annual contribution payable by Members of the Corporation (“the Members”) towards the general purposes of the Royal Albert Hall (“the hall”); and to make further provision regarding the exclusion of the Members from the hall.

Clause 1 gives the short title of the Bill and provides that it shall come into force when it is passed.

Clause 2 defines certain expressions used in the Bill.

Clause 3 amends certain existing provisions relating to the annual contribution payable by the Members.

Clause 4 makes further provision for the exclusion of the Members from the hall.

EUROPEAN CONVENTION ON HUMAN RIGHTS

In the view of The Corporation of the Hall of Arts and Sciences (the Royal Albert Hall) the provisions of Royal Albert Hall Bill [HL] are compatible with the Convention rights.

Royal Albert Hall Bill [HL]

[AMENDMENTS PROPOSED TO BE MADE IN COMMITTEE]

CONTENTS

- 1 Citation and commencement
- 2 Interpretation
- 3 Annual contribution
- 4 Further power to exclude members from the hall
- 5 ~~Restrictions on powers to exclude members~~

[AMENDMENTS PROPOSED TO BE MADE IN COMMITTEE]

A

B I L L

TO

Amend certain provisions of the Royal Albert Hall Act 1966 relating to the annual contribution payable by the Members of the Corporation towards the general purposes of the Royal Albert Hall; and to make further provision regarding the exclusion of the Members from the hall.

WHEREAS –

- (1) The Corporation of the Hall of Arts and Sciences (“the Corporation”) was incorporated by Royal Charter dated the 8th April 1867 (“the original charter”) for the purpose of building and maintaining a hall and buildings connected therewith on the estate of the Commissioners for the Exhibition of 1851 (“the exhibition commissioners”) at South Kensington and appropriating the hall to purposes connected with science and art as therein mentioned; and the Corporation accordingly built the Royal Albert Hall (“the hall”) which was opened on the 29th March 1871: 5
- (2) The membership of the Corporation consists of the registered holders of permanent seats in the amphitheatre of the hall or of private boxes containing a certain number of seats or of seats in such boxes such seats having been allotted to them in proportion to the amount of subscriptions paid by them towards the building of the hall or having been subsequently purchased by them. The seatholders now number ~~316 holding 1,268 seats~~[315, holding 1,256 seats](#): 10
15
- (3) The exhibition commissioners subscribed large sums towards the building of the hall in respect of which they held rights to seats which they have since surrendered. They also made a free grant to the Corporation of a lease of the site of the hall for a term of 999 years from the 25th March 1867, at a nominal rent: 20
- (4) The said lease included covenants by the Corporation to keep the hall in good repair and not to use it or permit its use for any ends, intents or purposes except such as were authorised by the original charter without the consent in writing of the commissioners and a right of entry for the exhibition commissioners in the event of breach of any of the covenants on the part of the Corporation contained in the lease: 25
- (5) The original charter provided for the drawing up and sanctioning of a constitution for the Corporation and under such constitution the management of the hall was vested in an elective council consisting of a president and

eighteen ordinary members. A supplemental charter dated the 7th December 1928, provided for the addition to the council of five appointed members appointed respectively by the parties therein mentioned. The members of the council all serve in an honorary capacity:

- (6) The original charter provided that no dividend should be payable to any member of the Corporation and all profits which the Corporation might make by the use of the hall or by the sale or letting of any seats belonging to the Corporation for the time being after completion of the hall should be applied in carrying into effect the purposes of the Corporation. The constitution provided that the boxes or seats in the hall remaining at the disposal of the Corporation might be sold or let by the council either for the remainder of the term of the said lease or for any less period on such terms as the council might think fit: 5
- (7) The purposes for which the hall was authorised by the original charter to be used were the following:— 15
 - (a) congresses both national and international for purposes of science and art;
 - (b) performances of music including performances on the organ;
 - (c) the distribution of prizes by public bodies and societies;
 - (d) conversaziones of societies established for the promotion of science and art; 20
 - (e) agricultural, horticultural and the like exhibitions;
 - (f) national and international exhibitions of works of art and industry including industrial exhibitions by the artisan classes;
 - (g) exhibitions of pictures, sculpture and other objects of artistic or scientific interest; 25
 - (h) generally any other purposes connected with science and art:
- (8) The original charter empowered the Corporation subject to the rights reserved to the members of the Corporation to let the use of the hall “for a limited period” for any purposes for which the Corporation might themselves use the hall: 30
- (9) By a supplemental charter dated the 25th October 1887 (“the charter of 1887”), the said purposes were supplemented under article 9 by the following purposes:— 35
 - (a) public or private meetings of any body of persons;
 - (b) operettas, concerts, balls or any “other than theatrical” entertainments for the amusement and recreation of the people;

and the council of the Corporation was authorised under article 10 to let the hall for any of those purposes and also to arrange with individual members of the Corporation for the exchange purchase renting or temporary user of their boxes or seats: 40

- (10) The charter of 1887 provided under article 11 that the Corporation in general meeting might by resolution after notice and with the support of a majority of not less than two-thirds of the votes of those voting empower the council to exclude the members of the Corporation from the hall on a certain number 45

of days not exceeding ten in any one year on any occasion on which the hall should be used for private meetings or entertainments to which the general public should be unable to obtain admission by payment of money only:

- (11) The Royal Albert Hall Act 1876 (“the 1876 Act”), after reciting that the funds at the disposal of the council for maintaining, repairing and furnishing the hall and supporting an adequate staff of officers and servants were wholly insufficient for those purposes and that a majority of the members were willing that the seats should be charged at a rate not exceeding two pounds per annum for providing a fund for those purposes empowered the Corporation to rate the members in every year at such sum (in the said Act called “the seat rate”) not exceeding two pounds for every seat as the members present at a general meeting called for that purpose some time in the month of February in each year should determine: 5
- (12) The Royal Albert Hall Act 1927 (“the 1927 Act”) after reciting that the funds at the disposal of the council for the purposes recited in the 1876 Act were again insufficient by reason of increased cost of those purposes and that the expenditure of large sums of money on the hall had become necessary in order to comply with the requirements of the London County Council relating to means of escape in case of fire and safety of persons resorting to the hall and that the Corporation had no funds to enable them to comply with such requirements included (inter alia) provisions to the following effect:— 10
 - (a) imposing on every member for the time being of the Corporation a compulsory seat rate in place of the seat rate under the 1876 Act for a period of six years from the 1st January 1927; and as from the expiration of that period increasing to three pounds the maximum sum of two pounds chargeable in any year for seat rate under the 1876 Act; 20
 - (b) providing that notwithstanding anything in the original charter or in article 9 of the charter of 1887 the hall may be used for theatrical entertainments and operatic performances but without affecting the operation of the Theatres Act 1843; 25
 - (c) providing under sections 17 and 18 as follows:—
 - (i) that the occasions on which the Corporation in general meeting may under article 11 of the charter of 1887 by resolution empower the council to exclude the members of the Corporation from the hall shall be extended so as to include firstly occasions on which the hall is used for balls for the purposes of which a floor is erected over the amphitheatre stalls and secondly occasions when it is used for other entertainments (not being (a) balls for the purposes of which a floor is not so erected or (b) boxing entertainments) whether or not the general public can obtain admission thereto by payment of money; 30
 - (ii) that on occasions (other than those to which, the said extension applies) on which the hall is used for any purpose for which it is necessary or convenient to erect a floor over the amphitheatre stalls a floor may be erected thereover and the holders of such amphitheatre stalls shall be disentitled to use 35

- such stalls but entitled to free admission to the hall and to all rights and privileges as such holders other than the use of their stalls. The floor may not remain over the amphitheatre stalls longer than six weeks unless with the consent in writing of the holders of a majority of such stalls; 5
- (d) prohibiting the Corporation from letting the main hall for any continuous period exceeding one year:
- (13) The Royal Albert Hall Act 1951 (“the 1951 Act”) after reciting that after eighty years of existence and constant use the hall was urgently in need of large structural and other repairs and improvements to render it safe and commodious for those who resorted to it and properly equipped for the many uses to which it was and might be put, and that heavy expenditure mainly of a capital nature was involved for which the funds and resources of the Corporation and possibilities of revenue from use or letting of the hall were insufficient to provide, included (inter alia) provisions to the following effect:— 10 15
- (a) imposing a capital contribution charged upon and in respect of every seat of two hundred and eighty pounds payable by yearly instalments of seven pounds for a period of forty years, the sums so charged when received by the Corporation being applicable solely to capital purposes; and 20
- (b) providing that the occasions on which the council might be empowered to exclude members from the hall pursuant to the provisions of article 11 of the charter of 1887 should comprise all occasions on which the hall was let for any purposes for which the Corporation was empowered to let the hall and that in addition the council might exclude the members from the hall on certain further occasions not exceeding eight in number: 25
- (14) The Royal Albert Hall Act 1966 (“the 1966 Act”) in order to enable the funds of the Corporation to be used to the best advantage and the financial resources of the Corporation to be augmented to the necessary extent and to give the Corporation increased means of earning revenue, conferred further powers upon the Corporation and the council with respect to the use and letting of the hall and the rights of seatholders therein as set out in that Act, in particular:— 30
- (a) making provision as to the annual contribution that could be charged for each seat; and 35
- (b) providing that the occasions on which the council might be empowered to exclude members from the hall pursuant to the provisions of article 11 of the charter of 1887 be further amended.
- (15) On 18th December 1967, the Corporation was registered as a charity under the provisions of the Charities Act 1960: 40
- (16) In order to assist the administration and management of the affairs of the Corporation in the pursuit of its purposes, it is expedient that further provision is made for the members to benefit the Corporation by the conferring of further powers upon the Corporation and the council with respect to the use and letting of the hall and the rights of seatholders therein: 45

- (17) The objects of this Act cannot be attained without the authority of Parliament.

May it therefore please your Majesty that it may be enacted, and be it enacted, by the King's Most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:—

5

1 Citation and commencement

- (1) This Act may be cited as the Royal Albert Hall Act 202[] and comes into force on the day on which this Act is passed.
- (2) The Royal Albert Hall Acts 1876 to 1966 and this Act may be cited together as the Royal Albert Hall Acts 1876 to 202[].

10

2 Interpretation

- (1) In this Act, unless the subject or context otherwise requires—
- “the 1966 Act” means the Royal Albert Hall Act 1966;
 - “the annual contribution” has the meaning assigned to that expression by section 3 (annual contribution) of the 1966 Act; 15
 - “the constitution” means the constitution of the Corporation contained in Schedule 2 to the 1966 Act;
 - “the Corporation” means the Corporation of the Hall of Arts and Sciences;
 - “the council” means the council of the Corporation;
 - “the council” means the council of the Corporation; 20
 - “the existing enactments” means the Royal Albert Hall Acts 1876 to 1966;
 - “the hall” means the Royal Albert Hall of Arts and Sciences at South Kensington (constructed in accordance with the provisions of the original charter and commonly known as “the Royal Albert Hall”) as for the time being existing; 25
 - “member” means a person who is for the time being a member of the Corporation whether a body corporate or an individual and in the case of several persons jointly entitled to the same seat means all such persons collectively;
 - “the original charter” means the Royal Charter dated the 8th April 1867, by which the Corporation was incorporated; 30
 - “seat” means a permanent seat in the hall with a registered holder whether such seat be in the amphitheatre or forms one of several seats in a private box; and
 - “the supplemental charters” means the supplemental charters of the Corporation dated 25th October 1887 and 7th December 1928. 35
- (2) Except where the context otherwise requires, any reference in this Act to any enactment is to be construed as a reference to that enactment as applied, extended, amended or varied by, or by virtue of, any subsequent enactment, including this Act. 40

3 Annual contribution

- (1) Section 3 (annual contribution) of the 1966 Act is amended as follows.
- (2) In subsection (1)(a), after the words “the annual contribution” (in the first place those words appear), omit the colon and the following paragraph except the full stop. 5
- (3) In subsection (1)(b), for the words “two-thirds” substitute “three-quarters”.

4 Further power to exclude members from the hall

- (1) Notwithstanding anything in the original charter, the supplemental charters and the existing enactments, the following provisions have effect.
- (2) The Corporation may, by resolution in general meeting, determine when and upon what terms the council may, in respect of a calendar year, exclude members from the hall. 10
- (3) A resolution under subsection (2) may be proposed by—
 - (a) the council; or
 - (b) not less than twenty members. 15
- (4) A resolution proposed under subsection (3) shall not be carried unless approved by a majority of not less than three-quarters of the votes of members voting in person or by proxy and voting on a show of hands (or by a poll if demanded) or in a poll taken by means of postal voting papers.
- (5) If more than one resolution is proposed under subsection (3), the method of voting shall be the same for each one. 20
- (6) If more than one resolution proposed under subsection (3) is carried, only the resolution with the highest number of votes in favour of it shall be valid.
- (7) A resolution under subsection (2) may specify whether, and if so the terms upon which, any additional rent received in respect of the letting of the hall on any occasion on which the members are excluded from the hall in accordance with the terms of the resolution, which is attributable to such exclusion, shall be applied by the council in or towards the reduction of the annual contribution. 25
- (8) Subject to the provisions of subsections (5) and (9), the provisions of clauses 21 to 26 of the constitution shall apply to any general meeting held pursuant to this section. 30
- (9) The council may make, revoke and alter byelaws under clause 11 of the constitution for regulating matters relating to the operation of this section including— 35
 - (a) the manner in which the resolution may be proposed;
 - (b) how the identity of a member proposing the resolution may be authenticated;
 - (c) the giving and timing of notices; and
 - (d) the variation of a resolution for it to be made efficacious. 40

- (10) In subsection (2), “calendar year” means any one or more calendar years within the period of five consecutive calendar years following the year in which the resolution is approved by the Corporation under that subsection.
- (11) For any calendar year in respect of which a resolution under subsection (2) has not been passed, the council may exercise the power conferred upon it by section 14 of the 1966 Act to exclude members from the hall. 5
- (12) For any calendar year in respect of which a resolution proposed under subsection (3)(b) has been passed, the council may elect instead to exercise the power conferred upon it by section 14 of the 1966 Act to exclude members from the hall. 10

5 ~~Restrictions on powers to exclude members~~

- (1) ~~No power exercisable under section 4 has effect unless—~~
- ~~(a) it is approved by a sub-committee of the council of which the independent members of the council will form a majority; and~~
 - ~~(b) an undertaking has been given by all members who are trustees that any tickets for seats received from the exercise of the power to alter the number of events from which seat holders are excluded must only be sold by the trustee or relatives of the trustee through a ticket return scheme operated or approved by the Corporation.~~ 15
- (2) ~~In this section “relative” means in relation to any person any of the following—~~ 20
- ~~(a) that person’s spouse;~~
 - ~~(b) that person’s civil partner;~~
 - ~~(c) any brother, sister, aunt or uncle of that person or of that person’s spouse or civil partner;~~
 - ~~(d) any lineal descendant of that person or of a person mentioned in paragraphs (a) to (c).~~ 25
- (3) ~~In this section “trustee” means a member of the Council of the Corporation of the Hall of Arts and Sciences.~~

Royal Albert Hall Bill [HL]

[AMENDMENTS PROPOSED TO BE MADE IN COMMITTEE]

A

B I L L

TO

Amend certain provisions of the Royal Albert Hall Act 1966 relating to the annual contribution payable by the Members of the Corporation towards the general purposes of the Royal Albert Hall; and to make further provision regarding the exclusion of the Members from the hall.

SESSION 2024-26

JAMES MAX

The Corporation of the Hall of Arts and Sciences (Royal Albert Hall)
Kensington Gore
London SW7 2AP
President of the Corporation

BROADFIELD LAW LLP

One Bartholomew Close
London EC1A 7BL
Solicitors and Parliamentary Agents

13.01.2026

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 6

Attorney General's Report on the Bill



Attorney
General's
Office

Rt Hon Lord Hermer KC
Attorney General

Attorney General's Office
102 Petty France
London
SW1H 9EA

www.gov.uk/ago

Nusrat Ghani MP
Chairman of Ways and Means
House of Commons
London
SW1 A0M

1 September 2025

Dear Nusrat,

Report of the Attorney General on the Royal Albert Hall Bill

House of Commons Private Business Standing Order No. 158 requires the Attorney General to provide a report on the above-mentioned Bill to the House before it can be taken into consideration by the committee on the Bill. I have considered the provisions of the Bill and how it affects the beneficial interests in charity.

I do not object to the Bill, however, I share my predecessor's disappointment that the Bill is not more ambitious. It fails to address the well-recognised potential conflict between the private interests of seat-holding trustees and the Corporation's charitable objects. It is regrettable that the Bill does not make any meaningful change to the governance arrangements of Royal Albert Hall, which remains one of the UK's most important cultural institutions.

Kind Regards,

RT HON LORD HERMER KC
ATTORNEY GENERAL

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 7

Correspondence with Attorney General



Attorney General's Office

Ian McCulloch
President
Royal Albert Hall
Kensington Gore
London
SW7 2AP

Rt Hon Victoria Prentis KC MP
Attorney General

Attorney General's Office
102 Petty France
London
SW1H 9EA

Tel: 0207 271 2492

www.gov.uk/ago

5 May 2023

Dear Ian,

Royal Albert Hall Bill

I am writing to you as President of the Corporation of the Hall of Arts and Sciences. This is further to the long-running discussions between my Office, the Corporation and the Charity Commission.

The Royal Albert Hall is one of our most important cultural institutions. I do not underestimate the challenge of running a world-class concert venue and am grateful for the leadership that the Council of Trustees provides. But I am also sympathetic to the concerns of the Charity Commission regarding the Corporation's governance arrangements, and in particular the influence of seat holders within the Council. These do not reflect the standards that the public now expects of charitable organisations.

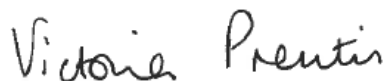
My predecessors withheld permission from the Charity Commission to refer the Corporation to the Charity Tribunal. They took the position, with which I am sympathetic, that whilst the conflicts of interest that are inherent to the Corporation's constitution do not conform with current standards, these had been created by Act of Parliament and that, in practice, they did not cause significant difficulties. The Corporation no doubt welcomed this. But the expectation was that the Corporation and the Charity Commission would continue their efforts to resolve the issues between them by agreement.

I am disappointed that no such agreement has been reached. I am troubled that the Corporation should have missed an opportunity to effect meaningful change by promoting the Royal Albert Hall Bill. The Bill is to be welcomed to the extent that it seeks to improve the finances of the Corporation. But it would appear only to deepen the problem of apparent conflicts of interest by providing for the sale of further seats in Grand Tier boxes. It is one thing for the Corporation to want to maintain longstanding arrangements which have the sanction of Parliament, and which do not cause significant difficulties, but it is quite another to want to seek to expand those arrangements.

The Attorney General is responsible for protecting charity and charitable property on behalf of the Crown. To that end I am required by Standing Orders to present a report to the House of Commons on certain private Bills affecting charities or educational institutions. I doubt that I could give the House comfort that the Bill advances the objects of the Corporation were I asked to report on it. An adverse report could seriously affect the progress of the Bill through Parliament. You should therefore consider if you wish to continue promoting the Bill in its current form.

A copy of this letter goes to the Chair of the Charity Commission. Dialogue between the Corporation and the Charity Commission is the only way to ensure that the Royal Albert Hall continues to be run for the nation's benefit.

Yours,

A handwritten signature in dark ink, reading "Victoria Prentis". The script is cursive and fluid, with the first name and last name clearly distinguishable.

**RT HON VICTORIA PRENTIS KC MP
ATTORNEY GENERAL**

Ian McCulloch

President of the Corporation
president@royalalberthall.com



Royal Albert Hall

The Rt Hon Victoria Prentis KC MP
Attorney General
Attorney General's Office
102 Petty France
London
SW1H 9EA

30 May 2023

Dear Attorney General,

Royal Albert Hall Bill

Thank you for your letter of 5 May 2023. I had intended to reply sooner but I have been somewhat preoccupied with our Annual General Meeting, which took place last week.

Your letter gives me the opportunity, first, to assure you that the Council of the Royal Albert Hall is totally committed to maximising its delivery of public benefit and does not allow its form of governance to compromise its pursuit of its charitable objectives.

The Hall is also conscious of the special place it holds in the cultural life of our nation and the need for its reputation to reflect this. The Hall therefore always aims to operate with probity and to the highest standards of governance.

Your letter is unexpected in that I am not aware of you or your predecessors ever previously expressing a view on the substance and merits of our difference with the Charity Commission over our governance. The letter dated 23 August 2021 from the Government Legal Service on behalf of your predecessor was inscrutably neutral on that issue.

For you now to express sympathy for the Commission's view that our governance does not reflect standards that the public expects of a charity and to imply, in the last sentence of your letter, that, without further dialogue between the Hall and the Charity Commission, there is a risk that the Hall may not continue to be run for the nation's benefit, are comments that we must strongly resist.

We acknowledge that, if a new charity were being created today for an equivalent purpose, it is unlikely that it would be established with a constitution equivalent to ours; but that does not mean that our constitution is flawed or inadequate or that we operate, as a consequence, to lower standards.

The difference between the Hall and the Commission is that we ensure that our constitution works without compromising standards and believe that it actually supports our paramount aim of maximising the delivery of public benefit (with over 150 years of history to demonstrate that this is so) whereas the Commission would dismantle our constitution for reasons which we consider to be doctrinaire and without proper regard to the potentially

irrevocable harm to the charity which fundamental change of the kind proposed by the Commission might well cause.

As Trustees, we also believe that we are right to be duly cautious of unintended consequences when considering major reform.

The difference arises, of course, from the view one takes of the authorised conflict of interest for Members elected to Council. We consider that, in forming a view, it is vital to factor into the equation the highly beneficial and enduring bond between the seatholders and the Hall that is embedded in our constitution in this way. It may be paradoxical but it is a unique strength, and the envy of other institutions. We do not wish to jeopardise it for the sake of form or perception.

We therefore regard it as our duty to uphold our constitution and to explain to critics why it remains sound. In doing so, we find ourselves having to contend with a largely confected or ill-informed negative perception about us. Indeed, it is 'perception' that has become the argument for change rather than anything more substantive. We do not consider the issue of perception to be a strong enough argument for constitutional upheaval. We are more concerned with truth. Not long ago, we did in fact commission an independent survey of public perception of the Hall. In the responses to the relevant questions, our governance was not an issue for respondents and we scored higher on the subject of trust than other arts institutions and the charitable sector generally.

We have, therefore, a genuine and respectable difference between us and the Commission. We have always been willing to explore the whole subject further with the Commission. I am therefore copying this letter to the Chair of the Charity Commission with an offer to meet him and resume the debate. Our earlier dialogue with the Commission was not unconstructive but no agreement had been reached by December 2018 when the decision of your predecessor was thought to be imminent. The Commission therefore proposed that the parties should await that decision. The matter rested there.

If we have a difference with yourself as well, we would welcome the opportunity to discuss our constitution and governance with you too.

Regarding our private Bill, there appears to be a misunderstanding, in that your predecessor seems to have formed the view that a private Bill would be the mechanism for reforming our constitution in the way that the Commission would wish.

It is, however, a requirement of promoting a private Bill that its purposes cannot be achieved by any other means. A statement to this effect has to be included in the preamble to every private Bill, the truth of which the Promoter has to declare on oath. The Hall therefore took advice from leading Counsel as to which kinds of reform could only be achieved in this way and we restricted the content of the Bill accordingly. We do not therefore think it is right to characterise the Bill as a missed opportunity.

The Charity Commission's wish was that we reform the composition of our Council. We are advised that a Bill is not needed to achieve this. A scheme under the Charities Act 2011 is not needed for it either. At one time, the Commission sought to impose change on us by scheme. We maintained that, given the probity by which we operate (which the Commission was not challenging), this would have amounted to regulatory overreach.

We have been completely open with the Commission. We consulted them on the draft Bill. We obtained their consent under the terms of the Charities Act 2011 to incur the expense of preparing and promoting the Bill. We have kept the Commission informed.

I therefore invite you to consider our Bill for what it contains, not for what it does not contain.

Clause 3 (Annual contribution) is essentially a rationalisation with which no-one has taken issue.

Clause 4 (Further powers to exclude members from the hall) is very important to us. For several years, the Members have been passing a resolution each year to relinquish their right to attend a large number of performances in the main auditorium. This is greatly to the benefit of the Hall but it only works if it can be binding on all Members. At present, there is no mechanism in our constitution which enables a majority vote in favour of doing this to be binding on all Members. This leaves the Hall exposed to the risk of legal challenge. Clause 4 addresses this by putting the current practice onto a proper legal footing.

Clause 5 (As to seats in Grand Tier boxes) is essentially a fund-raising provision. It provides a means for the Hall potentially to raise substantial new sums of money. The Charity Commission informed us that they had no objection to the provision. We do not agree that the provision serves to “deepen the problem of apparent conflicts of interest” because it has no bearing on the composition of Council, where the inherent, authorised, conflict of interest lies. It could result in there being a few more Members, which would be a good thing, as it would enlarge the pool from which Council members are elected. It could result in a few existing Members owning two more seats. In either case, they would have to pay full value for them (independently verified). It also addresses an anomaly where we have a few seats with no voting rights attaching to them. Again, an independently assessed sum would be charged for the voting rights.

The funds raised would cover the not inconsiderable costs of promoting the Bill. We have also said that, if new funds can be raised in this way, we would not be averse to hypothecating them to the repayment of the loan we obtained from the Culture Recovery Fund to help us survive the Covid-19 pandemic.

In our view, therefore, clause 5, and indeed all three substantive clauses, can only be of benefit to the Hall.

Please would you therefore give further consideration to our Bill before you express anything other than support for it in your report on the Bill to Parliament?

We are aware that misperception about our governance is causing some Parliamentarians to be negative about our Bill (largely for what it does not contain). This is unhelpful in a year when we are planning to launch a major capital appeal. We ask Parliamentarians to take a properly informed view of our Bill (and of our governance) and not to derail it on account of other issues.

Reverting to the wider subject of propriety in the way that the Hall operates, I would welcome the opportunity to explain the steps we take. For example, we maintain and keep under review a Conflict of Interests Policy, the operation of which is periodically reviewed by our auditors. The policy includes the establishment of a Conflict of Interests Committee which oversees all Council decisions, some of which have to be treated as "minded to" decisions only until the Committee has considered them. The Committee is made up of non-conflicted Trustees.

There are several other ways that we maintain our standards. For example, we have recently commissioned a Board Effectiveness Review by a respected external consultancy; and we believe that we observe all relevant guidance published by the Commission.

We believe that the Hall should be judged by the efficacy and success of these arrangements.

None of the above means that we do not see the value of reform. We conducted a constitutional review in 2015/16 which resulted in a provisional list of some thirty or so possible changes, subject to further evaluation. We shared this with the Commission but the exercise stalled when the Commission regarded a radical reform of Council as their priority when we were focussed on other changes.

We then concentrated on identifying and promoting the changes that could only be promoted by Bill. This has been our priority, with a view to resuming consideration of the other changes when the Bill was underway and we had the capacity to pick up the threads of the earlier review. We still aim to do this and will be glad to share the work with the Charity Commission.

Would you be receptive to meeting me and the Secretary to the Corporation, and perhaps also with my fellow Trustee, Lucinda Case, who chairs our Conflicts Committee and is also one of your constituents, in order to discuss these matters?

In any event, I am grateful to you for recognising the work of Council in running this very important institution in the face of many challenges. We take much selfless pride in doing so.

With kind regards,

Yours sincerely,



Ian McCulloch
President



**Attorney
General's
Office**

Ian McCulloch
President
Royal Albert Hall
Kensington Gore
London
SW7 2AP

Rt Hon Victoria Prentis KC MP
Attorney General

Attorney General's Office
102 Petty France
London
SW1H 9EA

Tel: 0207 271 2492

www.gov.uk/ago

16 June 2023

Dear Ian,

Royal Albert Hall Bill

Thank you for your letter of 30 May. I found it a helpful summary of the Hall's position.

I am encouraged that you are willing to meet the Chair of the Charity Commission to "*resume the debate*" that faltered several years ago. It would be appropriate for me to respond in substance to the points raised in your letter – including on the question of a meeting between us – after that discussion has taken place. It will then be clear how much distance remains between the Hall and the Commission.

Yours,

Victoria Prentis

RT HON VICTORIA PRENTIS KC MP
ATTORNEY GENERAL

Ian McCulloch

President of the Corporation
president@royalalberthall.com



Royal Albert Hall

Rt Hon Victoria Prentis KC
Attorney General
Attorney General's Office
102 Petty France
London
SW1H 9EA

16 December 2023

Dear Attorney General,

Royal Albert Hall Bill

I refer to our correspondence earlier this year about our Private Bill and in particular to my letter to you of 30 May 2023. I explained to you in that letter our position on the separate issue of our form of governance and why it is not the subject of the Bill. I invited you to support the Bill, whatever view you (or the Charity Commission) may hold concerning other matters.

You deferred a possible meeting with me, pending further discussion between the Hall and the Charity Commission. I duly met the Chair of the Commission on 4 July 2023. I would willingly share with you the substance of our discussion and our subsequent correspondence but he asked that they be conducted on a Confidential and Without Prejudice basis and he has since said that I may only inform you that we had met and that we had not reached agreement on Commission support for, or any changes to, the Bill.

The Bill was given a Second Reading in the First House on 19 October 2023. It now awaits its committee stage. The committee has not yet been appointed but we are now preparing for it, as we hope this stage will take place early in the New Year. I therefore thought I should renew contact with you, in case your office is preparing a report on the Bill for the committee.

We have listened to comments on our Bill. Clause 5 has been the subject of some criticism. This clause would authorise the charity to sell additional seats in Grand Tier boxes (with membership) and also to sell voting rights in respect of a small number of seats that do not carry them. Seats would not be sold at less than full value (to be determined independently). This measure would provide a means of raising much-needed new capital for the charity (at no opportunity cost).

Notwithstanding the potential benefit to the charity from this clause, it has become increasingly apparent to us that some members of Parliament are opposed to it regardless of how much is paid for the new seats, because the owners will be able to sell tickets for them privately when the event is one which Members may attend (known as an 'Ordinary' letting), as existing Members can do now.

By contrast, clauses 3 and 4 have not drawn any material criticism. Clause 4, in particular, addresses a long-running concern. It provides a means by which Members may grant more 'Exclusive' lettings to the charity than are currently authorised by our 1966 Act (events where Members have forgone their right to attend). It should mean that the current practice by which Members do this will no longer be susceptible to legal challenge. The potential loss to the charity if this risk were to strike has been calculated by our Chief Operating Officer to fall in a range between £0.7m (best case) and £2.3m (worst case, if not even higher).

Clause 4 has therefore always been the most important provision for the charity. We do not see why anyone should reasonably object to it. Moreover, a logical consequence of it is that there are likely to be fewer events where Members may sell tickets on the open market than there would be if we fail to provide a lawful means for the current practice to continue.

There is a risk, however, that clause 4 could become a casualty of the opposition to clause 5. This would be illogical, because the two provisions are unconnected but we are concerned that this could be the outcome. We have therefore reluctantly decided to withdraw clause 5, in spite of its merit, in order to avoid such jeopardy to clause 4.

It has also become apparent that critics of our form of governance have chosen to conflate their concerns on that subject with the content of the Bill, when they are separate issues. This is undermining the Bill's prospects and adding to the expense of promoting it. We believe it would be perverse for members of Parliament to frustrate the enactment of the Bill for what it does not contain, when its content is plainly beneficial to the charity and when we are advised that any reforms that could be achieved by other means may not properly be included by us in the Bill.

Our position, therefore, is that any concerns about our form of governance should be decoupled from the Bill. They are contributing to a detrimental climate for our Bill in Parliament when they are not relevant to it.

I therefore invite you to support our revised Bill and to acknowledge in any report to Parliament on it that, as the Bill can only be of considerable benefit to the charity, it deserves support. If, however, you still have any reservations about the Bill, I would be glad to meet you (or your officials).

Yours sincerely,



Ian McCulloch
President



Attorney General's Office

Ian McCulloch
President of the Corporation
Royal Albert Hall
Kensington Gore
London
SW7 2AP

By email only: president@royalalberthall.com

Rt Hon Victoria Prentis KC MP
Attorney General

Attorney General's Office
102 Petty France
London
SW1H 9EA

Tel: 0207 271 2492

www.gov.uk/ago

18th April 2024

Dear Ian,

Royal Albert Hall Bill

Thank you for your letter of 16 December 2023 concerning the Royal Albert Bill, which helpfully explains the amendments that you propose to make at Committee stage in the House of Lords.

I have been asked to prepare a report for the Committee because the Bill affects the property of a charity. Your letter invites me to indicate my support for the Bill. I do not oppose the Bill (with Clause 5 removed) to the extent that it seeks to preserve the financial viability of the Hall. I am appreciative of your efforts and those of your fellow trustees in maintaining the Hall for the nation's benefit.

But, as the representative of charity and the charitable interest, I must register my disappointment that the Bill is not more ambitious. There is an opportunity to resolve or at least mitigate the conflicts issue that is of such grave concern to the Charity Commission and many of the Peers who spoke on the Bill at Second Reading. That opportunity has not been taken.

I said as much in my letter of 5 May 2023, which explained that my ambition is for the Corporation and the Charity Commission to resolve their differences by agreement. I hope that there will be continued dialogue between you.

Yours,

Victoria Prentis

RT HON VICTORIA PRENTIS KC MP
ATTORNEY GENERAL

Ian McCulloch

President of the Corporation
president@royalalberthall.com



Royal Albert Hall

Rt Hon Victoria Prentis KC
Attorney General
Attorney General's Office
102 Petty France
London
SW1H 9EA

23 April 2024

Dear Attorney General,

Royal Albert Hall Bill

Thank you for your letter of 18 April 2024, and thank you for your appreciation of all that we do to ensure the Hall's success, in spite of many challenges.

The Hall is proceeding on the advice it received from leading counsel. It is that, for any changes, it should adopt the correct process according to the subject matter of the proposed change.

The Hall has been advised that changes to its form of governance, such as the composition of the Hall's Council, can be achieved by a special resolution under the Hall's founding charter of 1867. If, for any reason, this is not possible, the Hall has the option of applying to the Charity Commission for a scheme under the terms of the Charities Act 2011, provided that the subject matter is concerned only with the administration of the charity.

Where changes impinge upon the private rights of seatholders, the Hall is advised that the subject matter goes beyond internal governance and the administration of the charity. In these circumstances, such changes can only be achieved by primary legislation. The contents of the Bill fall into this category of change.

It is also well established that a Private Bill is a means of last resort for a citizen to achieve its objective, where authorisation is required. In other words, one should not apply for a Bill for purposes that can be achieved by other means. This is reflected in the standard paragraph in the Preamble to the Bill, which the Promoter has to prove on oath: "The objects of this Act cannot be obtained without the authority of Parliament".

There is a long history of Parliament devolving to other consenting procedures the authorising of actions which a citizen may not otherwise lawfully carry out.

For the Royal Albert Hall, therefore, there are two distinct pathways:

- For reforms concerned with its internal governance: special resolutions under its charter or a Charities Act scheme; and

- For reforms that impinge upon the private rights of the seatholders: a private Bill.

The changes that the Charity Commission would like to see made to our form of governance do not therefore need to be authorised by a Bill. Even if there were agreement with the Charity Commission on what the changes should be, it would not accord with the above advice, principles and practice for the Hall to include them in its Bill.

In the Hall's view, based on the advice it has received, the Charity Commission's position that the Bill is a 'missed opportunity' to effect reform of the composition of the Hall's Council is therefore founded upon a false premise. It would appear to us, with the greatest of respect to you and those advising you, that, in expressing disappointment that the Bill is not more ambitious, you have followed the same train of thought as the Charity Commission.

The regrettable position in which we find ourselves is, of course, that we do not agree with the Charity Commission's own proposals for reforming the composition of Council. The Hall's position on this is articulated in our paper to the Commission of 28 September 2015, a copy of which I attach.

In short, the Hall delivers a phenomenal level of public benefit and we sincerely believe that the kind of reforms that were sought by the Commission would only serve to undermine this.

The Hall gains no satisfaction from being at odds with its regulator in this way and has sought to bridge the gap between us, albeit to no avail. As you know, I did meet the current Chair of the Commission but he requested that the discussion remain confidential and without prejudice.

This does not have to result in an impasse, as section 73 of the Charities Act empowers the Commission to intervene and make its own scheme, where a charity has unreasonably refused to apply for a scheme. The Commission has so far chosen not to take this course. Instead, it sought to have certain aspects of the matter clarified by the Charity Tribunal by invoking the provisions of section 325 of the Charities Act – we assume as a precursor to making its own scheme – but your predecessor in office, Sir Michael Ellis MP, concluded that such an application to the Tribunal would not be in the public interest.

This decision does not prevent the Charity Commission from taking action, if it considers that the matter should not rest there. Its regulatory power to make a scheme of its own accord is not contingent upon a successful application to the Attorney General under section 325.

In short, Parliament has devolved all of this to a process outside Parliament and we believe that that is the correct pathway for the issues to be addressed, if necessary, and if they cannot be resolved consensually.

This is why I invited you in my letter to you of 16 December 2023 to decouple the provisions of the Bill from the concerns that have been expressed about our form of governance and why we seek your support for the Bill for what it contains, and not to allow your support to be deflected by issues that are extraneous to the Bill.

I also wrote to the Chair of the Charity Commission on the same day in the same vein and have not received any reply. In my letter, I also drew his attention to the errors in the Commission's briefing to Peers before the Second Reading debate on the Bill, which we were unable to correct, as it had not been shared with us.

As to the issues which are extraneous to the Bill, there are legitimate differences of opinion. The Hall would welcome the right opportunity, in an appropriate place, to explain and justify its position; and to explain, not least, the layers of protection against any abuse of the conflict of interests that is inherent in its constitutional arrangements and how full probity is maintained. We respectfully contend that our critics should not be allowed to use our Bill, with its very limited purposes, as the vehicle for advancing their concerns. It politicises and confuses an issue that, in all fairness, should be dealt with, if necessary, in a judicial or quasi-judicial setting, where the Hall's case can be given proper consideration.

You will have been advised that yesterday, when the Opposed Bill Committee met to consider the Bill, the locus standi of the petitioners was disallowed. This adds force to our view that the concerns about our governance are irrelevant to our Bill and should not be entangled with it. We are concerned, however, that when it comes to the stages on the floor of the House, Parliamentarians will resume their campaign unless checked in an appropriate way.

The Committee had also received your Report on the Bill and indicated that they would be writing a Special Report that would refer to yours. I am therefore having this letter copied to the clerk to the Committee.

Again, I reiterate my willingness to meet you or your officials to discuss any of the above matters, if you should see any merit in doing so.

Yours sincerely,



Ian McCulloch
President

Enc: Response dated 28 September 2015 to the Charity Commission's letter to the Corporation dated 3 June 2015.

**IN PARLIAMENT
HOUSE OF COMMONS
SESSION 2024-26**

ROYAL ALBERT HALL BILL

Witness Statement of Ian McCulloch

EXHIBIT 8

Special Report by the Opposed Bill Committee on the Bill

HOUSE OF LORDS

Select Committee on
Royal Albert Hall Bill [HL]

Special Report

Ordered to be printed 23 April 2024 and published 25 April 2024

Published by the Authority of the House of Lords

Select Committee on Royal Albert Hall Bill [HL]

The select committee was appointed on 11 March 2024 to consider the Royal Albert Hall Bill [HL].

Members

Baroness Fairhead

Lord German

Baroness Hale of Richmond (Chair)

Baroness Hayter of Kentish Town

Lord Naseby

Committee staff

The staff of the Committee are Chris Salmon Percival (Clerk), Ché Diamond (Assistant Counsel to the Chairman of Committees), Mike Wright (Private and Hybrid Legislation Manager) and Kiran Kaur (Committee Operations Officer).

Registered interests

Committee Members' registered interests may be examined in the online Register of Lords' Interests at <https://www.parliament.uk/hlregister>. The Register may also be inspected in the Parliamentary Archives.

Publications

The Committee's reports are published by Order of the House in hard copy and on the internet at <https://committees.parliament.uk/committee/712/royal-albert-hall-bill-hl-committee/publications/>

Contact details

All correspondence should be addressed to the Private Bill Office, House of Lords, London SW1A 0PW.

Email: HLPrivateBills@parliament.uk

Special Report

ROYAL ALBERT HALL BILL [HL]

1. The Royal Albert Hall Bill was introduced into the House of Lords on 23 January 2023 and given a second reading on 19 October 2023. It is promoted by The Corporation of the Hall of Arts and Sciences (the Royal Albert Hall) (“the Corporation”). One petition against the Bill was deposited in the names of The Hon. Richard Lyttelton, the FanFair Alliance and the Court of the Worshipful Company of Musicians. Mr Lyttelton subsequently withdrew his name from the petition but continued as the representative of the remaining petitioners.
2. The Select Committee on the Bill was appointed on 11 March 2024. The members of the Committee were: Baroness Fairhead, Lord German, Baroness Hale of Richmond (Chair), Baroness Hayter of Kentish Town and Lord Naseby.
3. In accordance with Private Business Standing Order (SO) 142, a report on the Bill was presented to the House by the Attorney General.¹
4. On 12 April 2024, the Promoters gave notice that they intended to object to the Petitioners’ right to be heard (*locus standi*). At its meeting on 22 April 2024, following submissions by the parties, the Committee decided that neither of the Petitioners fell within the terms of SO 117 (Power to allow associations, etc, to have petition considered).² It was conceded by Mr Lyttelton, who spoke for both the FanFair Alliance and the Court of the Worshipful Company of Musicians, that their interests were not injuriously or adversely affected by the provisions contained in the Bill. The Committee regretted having to reach that conclusion, because it considered that the governance of the Corporation is a matter of considerable public interest and concern.
5. Clause 5 of the Bill which was before the Committee would have affected the governance of the Corporation by increasing the number of privately owned seats the owners of which would be entitled to vote at General Meetings and to elect members of the Council. The Promoters propose an amendment to omit clause 5 in its entirety.
6. In the light of that proposed amendment, the Attorney General, in her report, does not object to the Bill.
7. Nevertheless, the Attorney General went on to say this:

“I must, however, express my disappointment that the Bill is not more ambitious. It is widely acknowledged that the constitution of the Corporation of the Hall of Arts and Sciences gives rise to a potential conflict between the private interests of seat-holding trustees and the Corporation’s charitable objects. This potential conflict is of significant

1 Report of the Attorney General, the Rt Hon. Victoria Prentis KC MP to the Rt Hon. Lord Gardiner of Kimble, Senior Deputy Speaker (18 April 2024): <https://bills.parliament.uk/publications/55059/documents/4701> [accessed 25 April 2024]

2 Oral evidence taken before the Opposed Bill Committee on the Royal Albert Hall Bill [HL], 22 April 2024 (Session 2023–24): <https://committees.parliament.uk/oralevidence/14661/html/>

concern to the Charity Commission and many well-informed observers. Indeed, I wrote last year to the President of the Corporation to express my disappointment that more had not been done to resolve the conflicts issue in the many years of its existence. I therefore regard the Bill as a missed opportunity to effect meaningful change to the arrangements by which the Royal Albert Hall is governed.”

8. The Committee is aware that promoters of private Bills are required to certify that the objects of the Bill “cannot be attained without the authority of Parliament” and paragraph (17) of the Preamble so declares.³ This is because the Bill affects the private law rights of the seat-holders.
9. The Committee is also aware that it may not be possible to make such a declaration in relation to every aspect of the governance of the Corporation. The Charter of the Corporation contains the power to amend its constitution and this power is preserved in Schedule 2 to the Royal Albert Hall Act 1966⁴ which sets out the Constitution.
10. The Committee was informed by leading Counsel for the Corporation (and was aware from the voluminous evidence filed by the Corporation) that the Corporation conducted a governance review which produced a number of recommendations; that the Charity Commission wanted to impose a more radical scheme upon the Corporation and to that end proposed to make a reference to the First-tier Tribunal (Charity); but that the then Attorney General had refused consent for such a reference. Counsel also explained that the Corporation opposes any amendments to their governance which would risk jeopardising the relationship which seat-holders have with the Hall.
11. It appears to the Committee that an impasse has been reached. The Corporation is unwilling to make changes to its governance. The Charity Commission would like to do so but has so far been prevented from taking the matter forward. And this House is prevented from doing so by way of amendments to a private Bill unless such amendments fall within the scope of such Bill as the Corporation chooses to promote (and Parliamentary Practice prevents the Corporation from promoting a Bill the objects of which include changes to governance that could be attained by other means) (see paragraph 8 above).
12. **The Committee is of the view that these matters should be drawn to the attention of the House and of the Government, in particular but not only at further stages of the Bill, so that a way forward can eventually be found to address the concerns raised in the Attorney General’s report. The Royal Albert Hall plays an iconic part in the life of the nation and there is a strong public interest in ensuring that its governance arrangements are consistent with its charitable status.**

3 See *Erskine May’s treatise on the law, privileges, proceedings and usage of Parliament* (25th edition, 2019), para 42.1: <https://erskinemay.parliament.uk/section/6187/introduction-history-and-principles> “Before agreeing to exemption from, or amendment of, the general law in particular local circumstances, Parliament has always required proof, first of the need for the exemption or amendment, and second of the fact that the need is, at any rate in part, that of the promoters of the bill.”

4 Royal Albert Hall Act 1966, [Schedule 2](#).

IN PARLIAMENT

HOUSE OF COMMONS

SESSION 2024-26

ROYAL ALBERT HALL BILL [HL]

Witness Statement of Ian McCulloch for the Unopposed Bill Committee, Tuesday, 13 January 2026 at 11am

1 Summary

Reason for promoting the Bill

- 1.1 The main purpose of the Bill is to address a risk that the Royal Albert Hall has faced for several years.
- 1.2 Since the foundation of the Corporation of the Hall of Arts and Sciences (the Royal Albert Hall) by royal charter in 1867, various individuals and entities ('seat-holders') have privately owned access rights to a proportion of the seats in the Hall, entitling them to receive tickets for certain performances without further payment.
- 1.3 Almost throughout its history, the Corporation has relied on these seat-holders for support. One way in which they have provided this is by voluntarily forgoing their access rights to some performances. This form of support culminated in the passing, with the consent of the then seat-holders, of section 14 of the Royal Albert Hall Act 1966, by which, the Corporation became entitled to exclude the seat-holders from certain performances.
- 1.4 Since then, the Corporation has wanted to exclude Members from certain performances on a different basis from that provided for under section 14 and, for the past 15 years and more, the seat-holders have collectively agreed to this at each Annual General Meeting of the Corporation by a substantial voting majority but without any corresponding legislative change to section 14.
- 1.5 In view of the departure in practice from the terms of section 14, the legal validity of the current practice is not beyond doubt in spite of the consensual process that is adopted. This has left the Corporation exposed to the risk of legal challenge.
- 1.6 It has been the ambition of the Corporation for several years to remove this risk by providing clear authority for the current practice to continue.
- 1.7 Since the Bill was introduced, the risk has materialised in the form of a claim in the High Court by three seat-holders seeking entitlement under the terms of section 14 as enacted. Enactment of clause 4 of the Bill will not directly affect the claim in respect of the past but will enable continuation of the current practice without risk in the future.
- 1.8 It is common ground that this will benefit the Corporation considerably.

Matter raised by during passage of Bill in House of Lords

- 1.9 Under the constitution of the Corporation, the seat-holders are its Members. They elect a majority of its Trustees from among their own number.
- 1.10 This has attracted criticism in some quarters, owing to the inherent, authorised, conflict of interests that the original charter created when seat-holders are also Trustees.
- 1.11 Seat-holders are entitled to sell their tickets as they please. This remains the case when they are Trustees, as their access rights exercised by means of their ticket allocation are their private property.
- 1.12 Critics have sought to use the Bill to contain this conflict of interests by restricting how seat-holder Trustees may sell their tickets. They have done so by adding clause 5 to the Bill at its Third Reading stage in the House of Lords, which applies conditions to the operation of clause 4.
- 1.13 The Corporation's position is that clause 5 is flawed in several respects and so is unworkable and, moreover, that the Bill is the wrong time and place for the critics to pursue their concerns.
- 1.14 Where reform may be needed, Parliament has already enacted a means for this under the Charities Act 2011. It entails objective justification for the change - before the Charity Tribunal, if necessary.
- 1.15 The Corporation therefore respectfully submits that the original purposes of the Bill should not be impeded in order to make the kind of change intended by the proponents of clause 5.
- 1.16 Nevertheless, in acknowledgement of the concerns that have been expressed, the Corporation is offering, as a workable alternative to clause 5, if it can be omitted, an undertaking to Parliament to give greater transparency about ticket sales by seat-holder Trustees, which the Corporation believes goes further than disclosure by those in public office in broadly comparable circumstances.

2 Introduction

- 2.1 My name is Ian Hammond McCulloch. It is my privilege to be a Council Member (Trustee) and Former President of the Corporation of the Hall of Arts and Sciences (otherwise known as The Royal Albert Hall), the promoter of this Bill. The Bill was introduced while I was President. My term of office expired during the passage of the Bill. I have therefore been appointed by the current President and Council (the governing body of the Corporation) to continue to lead for the Corporation on the promotion of the Bill.
- 2.2 When I refer to 'the Hall' in the remainder of this statement, it may be to the Corporation, the legal entity, or it may be to the building, according to the context. When I refer to the Members of the Corporation, I am referring to the successors to the persons who originally subscribed for permanent access to seats in the Hall (see

section 5 below). We commonly refer to the Members as 'seat-holders' and to the 'owners' of seats. Strictly, the Members own a private right of access to seats.

2.3 My evidence in support of the Bill is set out below under the following section headings:

3. How the Hall was founded
4. The Hall today
5. Members
6. How the Members support the Hall
7. Annual contribution or Seat Rate
8. Supplementary Seat Rate
9. Exclusive Lets
10. Conflict of interests
11. Emergence of Bill proposals
12. The Bill
13. Possible alternative to clause 5
14. Report on Bill by Attorney General
15. George and others v The Corporation of the Hall of Arts and Sciences (Claim No: BL-2024-001772)
16. Conclusion.

2.4 For ease of reference, I attach as **Appendix 1** a list of my Exhibits.

3 How the Hall was founded

- 3.1 An understanding of the Hall's history and the part played in it by the Corporation's Members assists an understanding of the purposes of the Bill.
- 3.2 The Hall was the brainchild of the late Prince Consort, Prince Albert before his untimely death in 1861 at forty-two years of age. The Great Exhibition of 1851 made a surplus of £186,000 which the Royal Commission for the 1851 Exhibition, under the guidance of Prince Albert, used to purchase an estate in South Kensington. This estate has developed to become a centre of scientific, cultural and educational excellence which now houses the Natural History, Science and V&A museums; Imperial College London; the Royal Colleges of Art and Music; and the Royal Albert Hall.
- 3.3 On 8 April 1867, the Corporation was established by Royal Charter under the chairmanship of the Prince of Wales in order to translate Prince Albert's vision into a reality and to oversee the building of the Hall.
- 3.4 I produce **Exhibit 1**: The "Blue Book", a volume containing the Hall's charters, private Acts, 999-year lease and byelaws.

- 3.5 Realising Prince Albert's vision faced considerable uncertainty. Initial funding came from the Commissioners of the Great Exhibition of 1851, who were able to provide the site for it on a long lease at a nominal rent. This alone was insufficient. The builders of the Hall had to take part payment in the form of access to seats in the Hall, once built. The balance was raised by public subscription – also in return for access to 'permanent' transferable seats in the Hall, once built.
- 3.6 The public could subscribe for seats in a first tier box, a second tier box or in the amphitheatre. This gave a right to occupy a designated seat for the term for which the site for the Hall was to be leased to the Corporation by the 1851 Commission.¹
- 3.7 The right to access a seat was declared to be the 'personal estate' of the subscriber and its successors in title.²
- 3.8 In this way, the Hall was established subject to the pre-existing rights of access of the seat owners. The right of access was not granted by the Corporation and is distinct from the assets at the disposal of the Corporation. That remains the case today.
- 3.9 The lease was subsequently granted to the Corporation by the 1851 Commission on 25 March 1872 for a period of 999 years from 25 March 1867. This set the duration of the Members' rights of access, provided that the lease is not forfeited.
- 3.10 Seat-holders were not to be, and are not, equivalent to shareholders in a company. They do not share in any surpluses. The original charter expressly prohibits any dividend being paid to a Member and provides that any profit will be retained by the Corporation for its undertaking.³
- 3.11 Under the terms of the Charter of 1867, the Provisional Committee led by the Prince of Wales was replaced by a President and Council to be elected by the Members from among their number.
- 3.12 The President and Council were charged with the continuing management of the Hall. By electing the President and Council, the seat-holders were given some control over the management of the Hall – partly, I believe, because they would have a direct interest in the Hall being a success and partly to enable them to manage the risk associated with their investment.
- 3.13 I produce **Exhibit 2**: A copy of the 1865 prospectus to potential subscribers for access to seats in the proposed Royal Albert Hall and refer in particular to paragraph 26 of that document, which states:

"There seems, then, little reason to doubt that the purchase of boxes or seats in the Hall may be looked upon as the acquisition of a property from the use of which constant enjoyment and instruction may be derived, and which, in a pecuniary point of view, will

¹ Royal Charter 1867, Schedule, paragraph 7.

² Royal Charter 1867, Schedule, paragraph 8

³ Royal Charter 1867, 6th article.

prove a remunerative investment, to be realised either partially by the letting of seats, or wholly by the sale of the entire interest of the purchaser”.

- 3.14 By a Supplemental Charter of 1928, the constitution was modified by the addition of five Council members – one appointed by each of The Secretary of State (then the President of the Board of Education), the Natural History Museum, Imperial College, the Royal College of Music and the Commissioners of the 1851 Exhibition, increasing the total number of Council members to 23 and the President.
- 3.15 This unique and, we say, ingenious, model has been the core of the Hall's constitution and governance ever since – a form of charitable/private partnership under which the seat-holders and the Hall were constitutionally conjoined at birth with a concomitance or mutuality of interests. The original Members partially funded its construction, and the Members now oversee its governance and actively sustain it financially. Members are additionally incentivised to make the Hall succeed because, if it were to fail and the Hall's lease were to be forfeited, they would risk losing their private property rights or see them reduced to a nil value.
- 3.16 The Hall took less than four years to build. It was opened by her late Majesty, Queen Victoria, on 29 March 1871 with the charitable objects of maintaining the Hall and appropriating it for promoting the Arts and Sciences (as more specifically set out in article 3 of the charter of 1867). Queen Victoria is said to have remarked that it looked like the British Constitution.
- 3.17 From that moment, and now for over 150 years, the Hall has been a landmark in the cultural life of the nation, as a place of celebration, entertainment, enlightenment and commemoration. It has become one of the world's greatest and most recognised venues for the performing arts.
- 3.18 The Corporation was registered as a charity in 1967.

4 The Hall today

- 4.1 Unlike many historic buildings, where the emphasis is on capturing social history through preservation, the Hall has had to evolve constantly in order to retain its pre-eminence as a contemporary performance space while still protecting the historic integrity of its magnificent Grade I listed building.
- 4.2 Today, the Hall hosts a wide range of cultural activity - the BBC Proms, Cirque du Soleil, the Festival of Remembrance, film premieres, film with live orchestra, ballet, opera, rock and pop music, sport, fashion, live podcasts, spoken word and schools and community performances - and prestigious red-carpet events such as the Royal Variety Performance, the Fashion Awards and the Olivier awards.
- 4.3 As at 31 December 2024, our staff headcount was approximately 480.
- 4.4 Nearly 400 events take place each year in the main auditorium and many more in other spaces. These attract 1.7 million visitors each year.

- 4.5 To attain this high level of public benefit and meet the cost of doing so, the Hall operates with a proper degree of commerciality in the delivery of its charitable purposes.
- 4.6 The Hall employs a Chief Executive and an Executive team to deliver its strategy and business plan.
- 4.7 The Hall usually manages to make an annual surplus through:
- 4.7.1 operational activities (lettings, own-promotions and co-promotions, ticket commission, sponsorships, merchandise, catering and tours);
 - 4.7.2 philanthropy; and
 - 4.7.3 the support of the private seat-owners (the Members).
- 4.8 In this way the Hall is proud to operate with financial independence. The Hall does not receive any annual grant-funding from the Arts Council.
- 4.9 There have been only two exceptions to this financial independence. The first was when the Hall received a one-off £40m capital grant from the National Lottery and Arts Council England in the late 1990s towards major capital works on the Hall's south side. The second was when the Hall was required by the Government to close for 16 months in response to the Covid-19 pandemic. The Hall's available reserves could only cover three months of turnover. The Hall therefore received furlough support from the Government and an interest-bearing £20.74m loan from the Government's Culture Recovery Fund, which it has now begun to repay over a 20-year period.

5 Members

- 5.1 The Hall's usual auditorium seating capacity is 5,272 seats. The exact number depends upon how each event is configured. Of these seats, 1,256 are privately owned and belong to some 315 seat-holders. The precise number of seat-holders fluctuates as and when ownership changes.
- 5.2 Seat-owners (Members) are entitled to occupy designated numbered seats without payment at any event in the Hall's auditorium except where this right has been relinquished. Events which they may attend are known as Ordinary lettings or 'Ordinaries'. Members are issued with tickets for them at no cost, enabling the Members to exercise their right to attend. Lettings which they may not attend are known as Exclusive lettings or 'Exclusives'. If a Member opts not to attend an Ordinary, the Member is free to dispose of his/her/its ticket(s) for it in any way and at any price the Member chooses.
- 5.3 Under the Hall's constitution, these seat-holders are the Members of the Corporation.⁴ They range from corporate entities, trusts and charities to private individuals, some of whom can trace their family ownership back to the original subscribers. It is the long-

⁴ See Royal Albert Hall Act 1966, section 16 and Schedule 2.

term nature of their ownership that has created an enduring bond between the Hall and its Members.

5.4 Under the constitution, the Members' powers and functions include:

- (a) electing members of Council;
- (b) electing the President;
- (c) electing the Treasurer;
- (d) approving constitutional changes including applications for a new charter;
- (e) approving the 'annual contribution' or 'Seat Rate' (see **section 7** below);
- (f) considering the annual report and accounts; and
- (g) approving byelaws made by Council.

6 How the Members support the Hall

6.1 There is a long history of Members supporting the Hall in several ways.

6.2 As well as supporting the Hall individually and privately, as they may choose, and by a number of Members devoting their time and experience to acting as Council members (Trustees) and serving on the Hall's various committees (without remuneration), the Members support the Hall collectively in the following ways:

- (a) They pay an annual levy, known as the 'Annual Contribution' or 'Seat Rate', towards the cost of maintaining the Hall: see **section 7** below.
- (b) They sometimes contribute additional amounts by a Supplementary Seat Rate for other purposes: see **section 8** below.
- (c) In 1951, they agreed to pay a capital sum, payable by annual instalments for a period of forty years.⁵
- (d) They relinquish their right to attend events so that the seat manifest available to promoters of events is greater, enabling the Hall to earn a higher level of income from such events through additional ticket commission, known as 'Exclusive Lets': see **section 9** below.
- (e) They commonly give their tickets to promoters of community performances, which are designated as 'Community Ordinaries' – events for charities and community organisations, for example children's concerts, amateur performances and degree ceremonies by our neighbouring institutions.
- (f) They frequently use the Hall's Ticket Return Scheme ('TRS'), through which Members' unwanted tickets are sold through the Hall's box office, thereby enabling the Hall to derive a booking fee and levy from them and to have a

⁵ See Royal Albert Hall Act 1951, section 4.

direct communication channel with these ticket buyers. There is no obligation on them to use the Hall's TRS, however, and so Members sometimes sell their unwanted tickets on the open market, as they are entitled to do.

- (g) Members co-operate with the Hall on hundreds of occasions each year by allowing their seats to be swapped for other seats so that the seating can be reconfigured for particular events.

7 Annual Contribution or Seat Rate

- 7.1 Originally, Members were entitled to attend events without charge and without having to contribute to the Hall's running costs but it soon became apparent that the Hall needed financial support.
- 7.2 The Royal Albert Hall Act 1876 therefore created the concept of a 'Seat Rate' an annual levy to be approved each year by the Members in general meeting, not exceeding £2 per seat per annum.⁶
- 7.3 By the Royal Albert Hall Act 1927, the Seat Rate was increased to £3 per annum per seat for a period of six years.⁷
- 7.4 By the Royal Albert Hall Act 1966, the cap on the Seat Rate was removed and the Hall could levy any amount in excess of a required £10 per annum by way of Seat Rate for its stated purposes, if approved by two-thirds of the Members in general meeting and subject to a six-year cap agreed by a three-quarters majority of the Members in general meeting.⁸
- 7.5 By section 14(2) of the 1966 Act, additional rent received by the Hall in respect of Exclusive lets (see **section 9** below) in the previous year is applied in reduction of the Seat Rate that would otherwise be payable (the 'rebate'). In 2025, the Seat Rate agreed by Members was £1,880.00 per seat plus VAT. The rebate from 2024 was £676.78, resulting in a net sum payable per seat of £1,203.22 plus VAT.
- 7.6 The process of setting the seat rate under section 3 (Annual contribution) of the 1966 Act can be improved and so the Hall seeks to amend section 3 by clause 3 of the Bill: see **section 12** below.

8 Supplementary Seat Rate

- 8.1 Periodically, the Members have collectively agreed to be levied a Supplementary Seat Rate to help the Hall in other ways.
- 8.2 Most recently, in 2020, the Members agreed to pay a Supplementary Seat Rate of £1,660 plus VAT per seat in total, payable over a period of four years, to help the Hall

⁶ Royal Albert Hall Act 1876, section 4.

⁷ Royal Albert Hall Act, 1927, section 3.

⁸ Royal Albert Hall Act 1966, section 3.

through the Covid-19 pandemic and to support the Hall's recovery plan. This raised a sum in excess of £2m for the Hall.

- 8.3 The Hall was closed for 16 months for the Covid-19 lockdown. Although the Members' income from their seats fell to a very low level, the Members continued to pay the Seat Rate at the full recommended rate plus the four-year supplement.

9 Exclusive Lets

- 9.1 When the Members forgo their tickets for an event, it is known as an Exclusive Let.
- 9.2 When the Hall opened in 1871, Members were entitled to attend every event at the Hall (at that time some 34 events per year). Over time, in order to help the Hall through financial difficulties, and initially to allow the Hall to be rented out for private events, the Members began, collectively, to relinquish their entitlement to attend events for a stated number of days each year.
- 9.3 By the Supplemental Charter of 1887, provision was made for the Members to agree by a two-thirds majority to being excluded from the Hall when let for private events not exceeding ten in any one year.⁹
- 9.4 By the Royal Albert Hall Act 1927, the occasions when Members could exclude themselves from events was broadened and included events that were not necessarily private events.¹⁰
- 9.5 By the Royal Albert Hall Act 1951, the occasions when Members could exclude themselves was broadened further and for an additional eight days in any year for certain kinds of event.¹¹
- 9.6 By the Royal Albert Hall Act 1966, section 14, the Council was empowered to exclude Members from:
- 9.6.1 up to seventy-five days a year other than a concert, recital or boxing or wrestling event;
 - 9.6.2 an additional 12 days for any type of event; and
 - 9.6.3 one-third of a series of six or more events, which are consecutive and substantially the same,

provided that any additional rent received by the Hall for the above, but excluding the additional twelve days, is applied in reducing commensurately the annual Seat Rate (see **section 7.5** above).¹²

⁹ Supplemental Charter 1887, article 11.

¹⁰ Royal Albert Hall Act 1927, section 18.

¹¹ Royal Albert Hall Act 1951, section 9.

¹² Royal Albert Hall Act 1966, section 14.

- 9.7 All of these limitations were agreed by the Members.
- 9.8 In 2008, it became apparent that, without the knowledge or agreement of the Members, the Corporation had for several years been exceeding its entitlement under section 14 of the 1966 Act to treat events as Exclusives.
- 9.9 When this was reported to the Members, they expressed a willingness in principle for this exceedance to continue, subject to some form of control. It led to a new arrangement whereby the Members would agree by resolution each year to a departure from the terms of section 14 to continue subject to the terms of a Memorandum and Guidelines governing the manner and extent to which Exclusives and Ordinaries would be allocated: **Exhibit 3** for the current version.
- 9.10 This arrangement has continued each year since then but it has always been on the understanding that it was a temporary or 'interim' arrangement pending a long-term solution.
- 9.11 This self-exclusion now stands at over 100 days (and approximately 120 events) each year. It augments the manifest that the Hall can offer to a promoter. It helps the Hall to attract celebrated artists who might not otherwise come to the Hall. This, in turn, enhances the Hall's reputation as a venue for the most renowned artists.
- 9.12 This history of the Members supporting the Hall charitably in this way demonstrates the value of the long-term relationship between the Hall and the Members. Arguably, the Members also benefit to some extent from events that are Ordinaries that would not otherwise come to the Hall (in spite of reducing the number of events they may attend) but, provided the Members retain control in this way, the overriding purpose is to support the Hall.
- 9.13 Without this arrangement, the Hall would have to revert to the terms of section 14. The likely consequence of this would be that some attractive and prestigious lettings would no longer be possible and the Hall would suffer financially, culturally and reputationally.
- 9.14 The practice has continued with some agreed variations ever since but the legal basis for it has been uncertain and therefore of doubtful validity. This has left the Hall exposed to the risk of legal challenge. It has been a long-standing ambition of the Hall to resolve the uncertainty and remove the risk.
- 9.15 The Chief Executive will testify as to the financial benefit to the Hall of these different forms of support by the Members.

10 Conflict of interests

- 10.1 As well as bonding the private seat-holders with the Hall in a concomitance of interest and common purpose (**section 3.15** above), the constitution of the Hall created an authorised conflict of interests for the elected seat-holders on Council. The conflict or potential conflict is between their duty, as Trustees, to act in the best interests of the charity and the opportunity to act in favour of their private interest as seat-owners.

- 10.2 This potential for a conflict of interests was addressed by the Supplemental Charter in 1928 when the Council of eighteen elected Council members was augmented by five Appointed (non-conflicted) Council members.
- 10.3 More recently, the Hall also introduced a Conflict of Interests Policy, which included the establishment of a Conflict of Interests Committee that is able to scrutinise all the dealings of Council and its committees.
- 10.4 There is nothing inherently wrong with a conflict of interests. Such conflicts arise in many different respectable situations. They need to be identified. It then becomes an issue of how to deal with the conflict. It is in order to manage a conflict of interests effectively, rather than try to eliminate it. This is acknowledged in the case of charities by the Charity Commission's own guidance.
- 10.5 Notwithstanding the effective management of the conflict of interests for Council members by the above measures and the unblemished record of seat-holder Trustees acting in the best interests of the charity, the existence of the conflict has drawn criticism in some quarters, including the Charity Commission, who would like the conflict to be removed or negated prophylactically by removing or reducing the current level of participation by Members in the Hall's governance. They see the Bill as an opportunity to achieve this. The Hall considers this intervention as wrongly conceived and unworkable in practice.
- 10.6 The main cause of this criticism is the right of seat-holders to sell their own tickets as they choose (**section 3.8** above). The exercise of this right is not to be confused or conflated with the separate subject of secondary sales (resales) of tickets across the whole sports and culture sectors, which has become contentious owing to the use of 'bots' to harvest tickets on an industrial scale for resale and on which the Government proposes to legislate. This practice has caused difficulties for the Hall as much as for any other venue. Ticket sales by Members are not secondary sales and do not cause such problems.
- 10.7 Although lawful and not at the expense of the charity, the occasional exercise by some seat-holders of their right to sell tickets above the promoter's face value for an equivalent or similar ticket is said to create a negative perception of the Hall. The Hall argues that this perception is exaggerated and addressing it by removing or materially reducing the role of seat-holders in the governance of the Hall is unnecessary and would have far-reaching detrimental consequences.
- 10.8 Further, the Hall's position is that, even if such a reform of Council were justified, the correct process for achieving it is by special resolutions under the Hall's original charter, not by Act of Parliament (**see sections 11.1 to 11.3** below) or, if necessary, by intervention of the Charity Commission under the provisions of the Charities Act 2011, which could include the need to justify the reform before the Charity Tribunal. A reform of Council therefore forms no part of the Bill.

11 Emergence of Bill proposals

Constitutional Review

- 11.1 In 2015 and 2016, a working group of Council identified a range of potential reforms during a review of the Hall's constitution. After consultation with the Members and the Charity Commission, they were developed further and those that withstood further scrutiny were categorised and separated between those that could only be achieved by legislation and those that could (and should, therefore) be achieved by other means.
- 11.2 The Hall has been advised that most of the reforms can be achieved by other means and so an Act of Parliament is not needed for them. This has already resulted in changes to the Corporation's byelaws. Several other reforms are being progressed under the terms of the original charter of 1867 by special resolutions of the Members and Crown approval through the Privy Council. The Hall is currently consulting the Privy Council on these proposed reforms. They do not include a dismantling of the current form of Council, as that, in the Hall's view, would not be in the best interests of the charity.
- 11.3 The remaining reforms can only be achieved by primary legislation. They are contained in clauses 3 and 4 of the Bill. Moreover, the Hall has been advised that a feature of the private Bill process is that the promoter of a Bill must swear on oath that the purposes of the Bill cannot be attained without the authority of Parliament – in other words, they cannot be achieved by any other means. The Bill is therefore confined to measures that can only be achieved by primary legislation.

12 The Bill

- 12.1 The promotion of the Bill was approved by the Members at a Special General Meeting of the Members (the 'Wharnccliffe meeting') on Thursday 20 October 2022.
- 12.2 In November 2022, the petition for the Bill was submitted to Parliament.

Clause 3

- 12.3 **Clause 3** seeks to amend section 3 of the 1966 Act by removing the provision of a cap to the seat rate, which, under the constitution, the Members set every six years. The voting threshold for agreeing the annual seat rate is being changed in the Bill from two-thirds to 75% (which is the current threshold for the setting of the six-year cap and is therefore proposed to be carried over to the annual seat rate in order not to weaken the rights of Members).
- 12.4 The requirement to set a six-year cap on the Seat Rate has not assisted the Hall and it has been unscientific, as predicting the future cost of maintaining the building is inherently difficult.
- 12.5 Recently, the Members were restricted by the six-year cap in how much they could contribute by way of Supplementary Seat Rate in response to the Covid-19 pandemic and recent unexpected inflation has demonstrated the artificiality of a six-year cap by

reference to predictions of inflation (it being considered not possible to re-set the cap part way through a six year term).

- 12.6 The Hall has therefore concluded that the six-year cap should be removed.

Clause 4

- 12.7 **Clause 4** provides an additional mechanism to section 14 of the 1966 Act for the Members to agree to Exclusives in excess of, and of a different kind from, those permitted by the Act of 1966.

- 12.8 In 2013, the Corporation commissioned Sir Robert Owen to review the operation of the interim arrangements (see **section 9.10** above) for departing from the terms of section 14 (**Exhibit 4**). One of the questions on which Sir Robert was asked to advise was whether the Council, with the support of the Members, was acting properly in continuing to operate the variance to section 14. He advised at paragraph 93:

“As observed at paragraph 19 above, there does not appear to be any reason why a member should not agree to forgo the right to occupy a seat on occasions, either on a temporary or permanent basis. The Council has acted on the basis that it is open to the membership at a general meeting, to agree to modify the right of Members to occupy seats. That approach would appear to be valid, given that the Corporation which consists of the Members, is empowered under the Charter to “... do all such acts and things as they think conducive to the purposes of the Corporation ...”. I would simply add that it will be for the Council and Members to decide whether it is desirable, for the avoidance of any doubt to see a definitive opinion from Chancery counsel on the point, alternatively to seek an amending Act of Parliament notwithstanding the delay that such a step would inevitably involve, and the disadvantage in that course of action identified at paragraph 61 above.”

- 12.9 This analysis was helpful so far as it went but it did not address the question whether a majority could bind a minority in taking such action or what level of majority would be required to do so. It left a concern that such a resolution would require the agreement of every Member for it to be valid.

- 12.10 In referring to paragraph 61 of his report, Sir Robert was also drawing attention to the potential difficulty of any new legislation becoming outdated:

“61 ... The principal argument against a new Act is that the arrangements for exclusive lettings would either have to be couched in such general terms that it would continue to be necessary for the Members to address the arrangement from time to time so as to take account of changing financial circumstances, or if in detailed terms as in Section 14, would be likely sooner or later to become outdated, and that, on the premise that it is open to the Members to modify the arrangement for exclusive lettings by resolution in general meeting, that is the better course to adopt.”

- 12.11 In 2015, leading counsel advised that the private rights of the Members were distinct from the Corporation. It followed from this that the powers of the Corporation and the

Charity Commission to make changes regarding the administration of the charity did not extend to interfering with the private rights of the Members. For this, legislation would be required.

- 12.12 In May 2015, the Charity Commission itself expressed reservations about proceeding by way of Charity Commission scheme and in May 2016 confirmed its view that section 14 could not be amended by this process. The Corporation then decided that, rather than seek to amend section 14, which would be difficult to do appropriately for the long term to the satisfaction of the Members, owing to changing circumstances over time, which might make changes outmoded, it would be preferable to validate the 'interim' process that had been taking place since 2008 and which Sir Robert Owen had advised was in the mutual interests of the Corporation and the Members.
- 12.13 The purpose of clause 4 is therefore to put the current 'interim' process onto a statutory footing. So far, the annual resolution to grant extra Exclusive Lets has been passed each year consensually by a substantial majority of Members attending the AGM but the Hall has been unsure about the validity of this process. If enacted, the Bill will authorise the Hall to put to the Members each year its proposed revised arrangement, which must then be agreed to by not less than 75% of the Members voting on the proposal at the AGM or an SGM.
- 12.14 Clause 4 of the Bill will (a) make it clear that on this issue a majority can bind the minority by special resolution, thereby ensuring a valid process, and (b) leave the detail to be subject to the annual approval of the Members, as now, thereby avoiding the risk of a prescriptive measure in legislation becoming outmoded.
- 12.15 The Bill as introduced also contained a clause (clause 5) to permit the Hall to grant access rights to two additional seats in most of the Grand Tier boxes and to grant membership of the Corporation in respect of those seats and a few others that did not enjoy membership rights but that clause was withdrawn at the Unopposed Bill Committee in the House of Lords.

The new clause 5

- 12.16 At the Third Reading stage of the Bill in the House of Lords on 29 January 2025, Lord Hodgson of Astley Abbotts, supported by Lord Bassam, Baroness Barker and the late Lord Etherton, successfully moved an amendment to add a new clause to the Bill, which is now **clause 5** (Restrictions on powers to exclude members).
- 12.17 When tabling the amendment, Lord Hodgson provided the following written statement:

This is to ensure that any power to exclude members from the Hall can only be exercised when approved by a sub-committee of which the independent members of the council form a majority and that any tickets for seats received as a result of the changes proposed in the Bill may only be sold through a ticket return scheme. This is because of the potential conflict of interest of the charity's trustees. In the absence of this provision those seat holders, who are also trustees and so control the Hall, are able to resell tickets made available to them through third party websites at above the face value of the tickets.

- 12.18 Before this, as President of the Hall at the time, leading on the Bill on the Hall's behalf, I learned that Lord Hodgson intended to move an amendment at Third Reading. I met Lord Hodgson on 12 September 2024 and sought to ascertain his intentions. He could not tell me. . I sought a further meeting to ensure, inter alia, that, even if we could not agree its terms, any continuing misunderstandings about the Hall would not result in an amendment having unintended consequences but Lord Hodgson did not share his amendment with me before tabling it or meet me to discuss it, in spite of my requesting this; nor did he share with the Hall a circular said to have been sent to all members of the House of Lords explaining the background to the clause.
- 12.19 In substance, clause 5 seeks to address the authorised conflict of interests for seat-holding Council members by requiring them to undertake only to sell their tickets through the Hall's TRS, thereby curtailing the right of seat-holders to deal with their tickets as they choose if they want to remain or become a Trustee. This is a governance issue that is not in itself the subject of the Bill. If it were addressed directly, as a standalone provision, it would be outside the scope of the Bill and would contravene the seat-holders' Convention rights. Instead, therefore, clause 5 has been cast as a set of conditions to the operation of clause 4. This was a drafting contrivance in order to keep the provision within the scope of the Bill.
- 12.20 Whilst acknowledging that it was open to the House of Lords procedurally to proceed in this way, the Hall is advised that amendments at Third Reading of a private Bill are usually confined to amendments sought by the Bill's promoter and are usually uncontentious drafting corrections and improvements. It is certainly unusual for a substantive amendment to be made to a private Bill at Third Reading without dialogue about it with the promoter and without the promoter's acquiescence, if not agreement.
- 12.21 The outcome is that the new clause 5 is in a form and has consequences that the Hall cannot accept.
- 12.22 The Hall therefore respectfully submits that, in fairness to the Hall as promoter of the Bill, the new clause 5 should be given the same degree of scrutiny that any provision sought by it as promoter is given at an Opposed or Unopposed Bill Committee stage. The Hall therefore makes the following submissions to the Committee.

The clause does not work

- 12.23 The clause begins "No power exercisable under section 4 has effect unless—". Presumably, this refers to the 'power' of the Corporation to pass a resolution under subsection (2), although this is not entirely clear and is not expressed as a power.
- 12.24 The so-called 'section 14 resolutions' are currently passed at each AGM. Clause 5 would mean that each continuing Member trustee and each new Member candidate for election at the AGM would need to have given the required undertaking before the meeting could then progress to the section 14 resolution. The resolution would then normally pertain to the year that is three years ahead. The Hall then acts upon the strength of the resolution. In the meantime, there will be trustee changes and an elected trustee may decline to give the undertaking or withdraw an undertaking already

given. The Hall is concerned that a resolution under clause 4 that is valid when it is passed may be found to be invalid if, at the time when the resolution is being operated, the conditions in clause 5 are no longer satisfied.

- 12.25 The Hall is concerned that this in turn would undermine the legal validity of the Hall's contracting for Exclusives in the meantime. If the Hall has contracted events as authorised by the section 14 resolution and then finds itself to be in breach of clause 5 and, in turn, clause 4, it will face contractual and reputational implications arising from the breach. Clause 5 does not offer any derogation from such a situation.
- 12.26 If the intention is that there should be a valid ongoing undertaking from all Member trustees at all times for clause 4 to be operative, clause 5 does not clearly achieve it.
- 12.27 Clause 5 requires that "*any tickets for seats received from the exercise of the power ...*" must be sold through the Hall's ticket return scheme. This requirement is founded on a mistaken view that a resolution under clause 4 grants to Members the right to attend certain events. Clause 4 does not award events which Members may attend and tickets are not received by Members from the exercise of any resolution. A resolution under clause 4 empowers the Hall to exclude members from the Hall on certain (unspecified) days. As drafted, therefore, clause 5 requires seat-holding Trustees to sell only through the TRS tickets which they do not receive.
- 12.28 Tickets issued to Members have no 'face value', as the tickets do not form part of the promoter's ticket manifest and so the promoter does not set a ticket price for them.
- 12.29 Thus, clause 5 is inoperable and does not seem to be amenable to being made to work by redrafting. Moreover, the above points highlight the difficulty and potential hazard of trying to fix in legislation terms intended to govern a complex subject and which cannot easily be corrected, refined or modified subsequently in the light of experience of operating the provision.

The clause is unnecessary

- 12.30 It is well known and acknowledged by the Hall that the Hall's founding royal charter created an inherent authorised conflict of interests for Members who, under the Hall's constitution, are elected as Trustees (see **section 10.1** above).
- 12.31 This conflict of interest is carefully managed in various ways so that the Member trustees act with integrity and the Hall's charitable purposes are not compromised. This includes oversight of all trustee conduct by a conflict of interests committee comprising non-conflicted trustees.
- 12.32 Reducing marginally, by means of clause 5, the private ticket income that a seat-holding Trustee may receive will not remove or change the conflict of interest. The current safeguards will therefore still be needed.
- 12.33 The Hall also has other ways to manage the conflict of interest properly. All the trustees subscribe to a Code of Conduct which requires them to act with integrity and, more specifically, to manage conflicts of interests effectively.

The clause is inappropriate

- 12.34 Clause 5 requires a Member trustee to give an undertaking regarding ticket sales not only by that trustee but also regarding ticket sales by relatives of that trustee. No trustee can properly give such an undertaking on behalf of another person without their authorisation and, even if the authorisation is given, the trustee cannot accept the consequences of that other person later failing to observe the undertaking that the Trustee gave on their behalf. It will mean in practice that a number of seat-holders who would make a suitable trustee would be disenfranchised from standing for election. That the operation of clause 4 (a much needed provision in its own right) should hinge upon the giving of undertakings, that in all likelihood it will not be possible for some Members to give, would therefore have consequences that, far from improving the Hall's governance, would be detrimental to it.
- 12.35 Clause 4 provides the means by which the Hall may benefit from the Members in a way that is not otherwise possible. It is not in the interests of the Hall to constrain the way in which the Members may benefit the Hall by discouraging Members to become a Trustee. The average annual benefit to the Hall of granting Exclusive Lets on the current basis is estimated by the Hall's CEO to be approximately £1.8m.
- 12.36 Clause 5 provides that the Members may not exclude themselves from the Hall except on terms approved by a sub-committee of which 'independent' (undefined but presumably non-conflicted) trustees form a majority. The purpose of a resolution under clause 4 is a collective gift by the Members to the Hall. There is no need for such a sub-committee to approve or regulate such a collective gift. In any event, the Hall already has several non-conflicted trustees who carry out the kind of oversight that seems to be intended by clause 5. This is the Hall's Conflict of Interests Committee, consisting of non-conflicted trustees.
- 12.37 Further, the Hall does not have to accept the 'gift', if the terms of the Members' resolution are not acceptable to it. Section 14 of the 1966 Act is not being repealed and so the Hall can always revert to its terms applying in default.

The clause is unreasonable

- 12.38 Prohibiting a Member trustee from selling other than through a ticket return scheme (if the Member wants to be a trustee) will entail financial sacrifice by that Member. A sale through the Hall's ticket return scheme (TRS) will usually yield materially less than the equivalent of the face value of the ticket. Under the current TRS, which has taken years to develop and refine, returned tickets are pooled and the proceeds shared equally, regardless of variants in value and which tickets sell. The return for a Member is also sometimes reduced by the operation of the 'buyout', a form of contractual subsidy by the Hall with promoters to support a promoter whose event does not sell well. The effect is that a Member will only receive the equivalent of face value for a ticket if the event is a sell-out. Even then, the equalising effect of the scheme means that a Member will not necessarily receive as much as the equivalent of face value, as some Members' tickets command a higher price than others. If the mischief which clause 5 seeks to address is selling above the equivalent of face value, there is no

obvious justification for denying a Member the ability to sell tickets privately at the level which is deemed by the proponents of clause 5 to be acceptable.

- 12.39 It is not in the interests of the Hall to have this kind of disincentive to Members willing to become a trustee.

The clause is unmeritorious

- 12.40 A particularly troublesome feature of clause 5 is that, if a single seat-holder trustee declines or fails to give the undertaking required by clause 5, or withdraws it or fails to honour it, the lawful operation of clause 4 will be jeopardised. It would then be the Corporation, the charity, that suffers not the Member.
- 12.41 It is unclear what action is open to the Hall in this situation. Clause 5 contains no requirement for a Trustee (who would have been elected by the Members) to stand down in such circumstances and only the Members may, by special resolution, remove an elected Council member from office.
- 12.42 Clause 5 also prohibits selling for the highest possible price for no personal gain, e.g. by donating tickets to a charity auction.
- 12.43 The operation of clause 4 is also dependent on the continuation of the TRS or some alternative version of it but the TRS has no statutory basis.
- 12.44 On the rationale of the proponents of clause 5, there can be no reasonable objection to a Member trustee being allowed to sell a ticket:
- (a) by some means other than through the TRS at the equivalent of face value rather than being obliged to accept a lower amount;
 - (b) online at a price no higher than the equivalent of face value, e.g. by using a website such as Twickets (a website which the Hall recommends to the public who cannot use their purchased tickets);
 - (c) to a friend or contact at a price no higher than the equivalent of face value;
 - (d) for the benefit of a charity at the highest attainable price, e.g. at a charity auction,

but all of the above are prohibited by the terms of clause 5.

13 Possible alternative to clause 5

- 13.1 Council has considered whether there may be some other way of tangibly acknowledging the concerns about the Hall expressed in the House of Lords proceedings.
- 13.2 At Second Reading of the Bill in the House of Lords, Lord Hodgson expressed the hope that the Hall would “let some sunshine” into the current arrangements. Council has therefore considered whether greater public disclosure of the ticket selling activity

of Member trustees might be a more suitable course to take than clause 5. This would be akin to those in public life being expected to declare private interests which may impinge on their public role but with even more detail. Declaring the nature and scale of a personal interest is accepted in many quarters of public life as an adequate safeguard.

- 13.3 The Hall already requires Member trustees to declare their conflict of interest as such; and their conduct as trustees is already subject to the close scrutiny of all the other trustees, not least those who are not conflicted, of whom there are several at any one time. Subject to personal privacy being properly taken into account, this could be taken a material step further by instituting a policy of full disclosure of ticket income by seat-holder Trustees. The information would assist others to judge the integrity of the Member trustee, insofar as his/her ticket income is considered relevant.
- 13.4 The commitment could be given in the form of an undertaking to Parliament. This would avoid the kind of drafting contrivance used in clause 5 and would avoid the pitfalls of including in primary legislation a provision that may need to be modified in the light of experience or a change in circumstances. An undertaking to Parliament would be more practicable than a statutory provision.
- 13.5 The Hall's Chief Executive, James Ainscough, therefore proposed to the proponents of clause 5 such an arrangement at a meeting with them on 16 October 2025. On 24 October 2025, he sent them a draft of the proposed undertaking. He has not received any substantive response and in December 2025 Lord Hodgson retired from the House of Lords. On 15 December 2025, James Ainscough therefore sought to make progress through Lord Bassam but, at the time of preparing this evidence, no further progress has been made in reaching a consensual outcome between the Hall and the proponents of clause 5.
- 13.6 I attach at **Appendix 2** the Undertaking that the Hall is proposing to give.

14 Report on the Bill by the Attorney General

- 14.1 The Attorney General has reported on the Bill in the form of a letter dated 1 September 2025 to the Chairman of Ways and Means (**Exhibit 6**). The Attorney General does not object to the Bill but expresses disappointment that the Bill does not change the governance of the Hall.
- 14.2 In correspondence with the Attorney General's predecessor (**Exhibit 7**), I explained why we considered it wrong to describe the Bill as a missed opportunity to change the Hall's governance. Such a reform does not require primary legislation. If it were to be included in the Bill, I would not be able to prove the Preamble, as any changes to the Hall's form of governance can be achieved either by special resolution under the terms of the Hall's founding charter of 1867 or by the operation of provisions of the Charities Act 2011.

- 14.3 In spite of my letter of 23 April 2024 to the then Attorney General and earlier correspondence (see **Exhibit 7**) which explains this, the Attorney General merely repeats the position of his predecessor without explanation.
- 14.4 In our view, reforming the Hall's governance is a matter to be dealt with, if necessary, outside Parliament. This view appears to have been accepted in the Special Report by the Opposed Bill Committee on the Bill (**Exhibit 8**). If the Charity Commission considers that the Hall is acting unreasonably in not making changes, it is open to the Commission to intervene under the terms of the Charities Act 2011. The Bill should not be used in a piecemeal way to circumvent that proper process prescribed by Parliament.
- 15 George and others v The Corporation of the Hall of Arts and Sciences (Claim No: BL-2024-001772)**
- 15.1 At **sections 12.18 and 12.19**, I explained that the main reason for promoting the Bill is to remove the risk of a challenge to the lawfulness of the Hall's current practice of agreeing to depart from the terms of section 14 of the 1966 Act by resolution at each AGM.
- 15.2 This concern became a reality when, in December 2024, three Members instituted proceedings in the High Court seeking:
- 15.2.1 a declaration that the Hall is acting unlawfully in its allocation of Exclusives;
 - 15.2.2 an injunction from continuing its current practice; and
 - 15.2.3 an award of damages for ticket income, of which they claim to have been deprived.
- 15.3 This claim is pending a full hearing in 2026. It vindicates the Hall's concern about the risk arising from the current uncertainty and the need to resolve it by the enactment of clause 4 of the Bill.
- 15.4 If the claimants are successful and the Bill is not passed, the Hall will have to revert to operating under the terms of section 14, causing disruption to some of the contractual arrangements already in place for events that have been let, as well as to future programme planning.
- 15.5 If the claimants are successful and the Bill is passed, the risk to which the Hall is exposed will at least be arrested for the future by the passing of the Act.
- 15.6 There is no merit in the Hall awaiting the outcome of the litigation before proceeding further with the Bill, as the litigation, even when finally determined, may not provide the clarity which the Hall requires; and the potential timescale for the claim is longer than any realistic timescale for the Bill.

16 Conclusion

- 16.1 The Bill constitutes another stage in the long history of the bond between the Members and the Hall and their mutual interest in seeing the Hall succeed.
- 16.2 The Hall considers that the Bill, without the inclusion of clause 5, is of substantial value to the Hall. Although the provisions impact on the private rights of the Members, they approved the Bill as originally introduced with near unanimity in two meetings, including the meeting that is required under the Standing Orders of the House relating to Private Business.
- 16.3 Clause 5 is a piecemeal attempt to reform one feature of the governance of the Hall by, in effect, imposing a requirement on candidates for election to Council to provide an undertaking as to how they will deal with their personal property. It seeks to achieve this within the scope of the Bill by artificially making the operation of clause 4 conditional upon this requirement being met by all seat-holding Council members. For the reasons given above, the Hall submits that the operation of clause 4 as proposed should not be thwarted or jeopardised by the addition of clause 5.
- 16.4 As an alternative to clause 5, the Hall has offered an undertaking to introduce a policy of full disclosure by seat-holding Council members of their private ticket income.
- 16.5 The Hall understands and accepts that, if clause 5 is removed, the Bill will return to the House of Lords for consideration of the change made in the House of Commons.
- 16.6 The need for the Bill has intensified by the risk it seeks to address having become a reality by the claim brought by Messrs George, Stockler and Stockler.
- 16.7 The Hall seeks the withdrawal of clause 5 and respectfully requests the Committee to approve the Bill as per the Filled-up Bill (**Exhibit 5**).

Ian McCulloch
Council Member and Immediate Past President

5 January 2026

List of Exhibits

- 1 The “Blue Book”, a volume containing the Hall’s charters, private Acts, 999-year lease and byelaws.
- 2 Copy of the 1865 prospectus to potential subscribers for access to seats in the proposed Royal Albert Hall.
- 3 Memorandum and Guidelines, 2024.
- 4 The Owen Report: Report by Sir Robert Owen dated 25 March 2014 on his review of the operation of section 14 of the 1966 Act.
- 5A Filled-up Bill.
- 5B Tracked Change Bill.
- 6 Attorney General’s Report on the Bill.
- 7 Correspondence with previous Attorney General.
- 8 Special Report by the Opposed Bill Committee on the Bill.

ROYAL ALBERT HALL BILL [H.L.]

Draft Undertaking to Parliament in lieu of clause 5

Background and purpose

Seat-holders at the Royal Albert Hall ('the Corporation') are legally entitled to sell the tickets allocated to them as they choose. This gives rise to an inherent (authorised) conflict of interests when a seat-holder is also a Trustee of the Corporation.

The Corporation properly and effectively manages this conflict of interests so that the interests of the Corporation remain paramount in decision-making.

It is not in any event within the legal purview of the Corporation or a purpose of the Bill to restrict the exercise of the seat-holders' private property right.

Nevertheless, the arrangement attracts concern which caused clause 5 to be added to the Bill at Third Reading in the House of Lords.

The Corporation acknowledges the concern but respectfully considers that it would be better addressed another way and so, in line with public expectation of those in public office but to a greater extent, the Corporation is offering to undertake that all seat-holder Trustees will publicly declare their total ticket income while they are in office.

The undertaking is intended to be of indefinite duration but may be modified or terminated if the underlying concern to which it is a response is addressed in another way, e.g. by constitutional or legislative change.

Undertaking

The Corporation undertakes that, forthwith upon the Bill receiving Royal Assent without the inclusion of clause 5, the Council of the Royal Albert Hall will adopt the following policy:

Ticket Income Declaration Policy

- 1 The purpose of this policy is to provide transparency in the context of seat-owning Council members having a conflict of interests between their duty as charity trustees and their private interest as seat-holders.
- 2 The policy applies to each Council member with a controlling beneficial interest in one or more seats in the Hall's auditorium.
- 3 In this policy –

"total ticket income" means the income received after the adoption of this policy by such a Council member from the sale of tickets, howsoever sold, deriving from his or her seat-holding, whether it is held by that Council member alone or jointly with another person, net of any transaction fees and commission borne by that Council member;

“controlling” means having control, alone or jointly with another person, over how and at what price tickets in respect of the seat-holding may be sold; and

“Council member” means, where the context so requires, “former Council member”.

- 4 Each such Council member is required to report to the Corporation the total ticket income he or she receives while a Council member.
- 5 The information to be reported by a Council member under 4 above, who is a Council member at the end of a calendar year, shall be provided within 60 days of the end of that year and shall be the total ticket income received by him or her in that year.
- 6 In a year during which a Council member ceases to be a Council member, the Council member shall report the total ticket income he or she received while a Council member in that year and shall report it within 60 days of that person ceasing to be a Council member.
- 7 In reporting to the Corporation as above, the Council member consents to the Corporation making publicly available the information that he or she has reported, including the name of the Council member.
- 8 By 31 March each year, the Corporation shall make publicly available on its website -
 - (a) the information reported to it by each Council member as above in respect of the preceding calendar year, and
 - (b) the number of seats in the Hall held by the Council member in respect of which the total ticket income is reported.
- 9 This policy will not be changed or cancelled without the consent of the Corporation’s Conflict of Interests Committee or of such other group of non-conflicted Council members as may perform a similar function to that of the Conflict of Interests Committee.
- 10 A failure by a Council member to comply with this policy will be treated as a breach of the Hall’s Code of Conduct for Trustees. The failure will be reported to the President under the terms of the Code, who may, in turn, report the failure to the Charity Commission as a potential serious incident under its regulatory requirement to report such incidents.

5.1.26

IN PARLIAMENT

HOUSE OF COMMONS

SESSION 2024-26

ROYAL ALBERT HALL BILL

**Witness Statement of James Ainscough for Unopposed Bill
Committee, 13 January 2026**

1 Introduction

- 1.1 My name is James Martin Ainscough. I have been Chief Executive of the Royal Albert Hall since May 2023. I also worked there between January 2008 and December 2017, first as Director of Finance and then Chief Operating Officer. My contribution to this Committee's deliberations relates to the financial relationship between the Hall and its Members, in particular the essential financial support which the Members provide to the Hall.
- 1.2 When I refer to Members I mean Members of the Corporation, who we also commonly refer to as 'Seatholders' – so I use the terms interchangeably.

2 The Hall's financial model

- 2.1 The measures in the Bill are intended to improve the way in which the Seatholders can support the Hall financially. This is vital.
- 2.2 The Hall receives no recurring financial support from Arts Council England or government. Our income must be generated from our activities, or raised from donors. In addition, our Seatholders contribute financially each year, directly and indirectly. Without their support we would generate much less public benefit, and in fact at various points in our history we would likely have gone bust.
- 2.3 In 2024 (our most recent audited, published results) £60.5m of income was generated, of which £46.7m came from performances and related commercial activity, with £8.7m from other income lines such as philanthropic support and interest income. Both these parts of our income are higher thanks to the support of the Seatholders.
- 2.4 Total expenditure of £47.0m in 2024 led to a surplus of £13.5m for the year.
- 2.5 We estimate in our Annual Report and Accounts that the Hall's annual income benefitted by some £4.5m in 2024 thanks to the ongoing support of the Seatholders. This is a very conservative estimate, and relates to the seat rate, Exclusive lettings (lettings where Seatholders are excluded), and operation of the Ticket Return Scheme (TRS). In the next section of my statement, I will break down how this figure is calculated. But to emphasise: almost 35% of our £13.5m surplus in 2024 was attributable to the support of the Seatholders.

- 2.6 Of course, for all charities, there is no such thing as a surplus in the long-term. All the money we receive is ploughed back into the charity's work in future years, in particular to maintain and enhance the Grade I listed building which can soak up £10m+ per year at the very least.
- 2.7 But in addition, we are rebuilding our reserves which were exhausted during Covid. And of course we must save in order to repay, with interest, the £20.7m Culture Recovery Fund loan that DCMS and Arts Council England provided in 2021, without which we would have had insufficient operating cash flow to re-open the Hall and progress the backlog of essential maintenance projects required to preserve and maintain our Grade I listed building. The first loan repayment was paid, in line with schedule, in March 2025 and we will then be repaying £1.6m per year until 2041.
- 2.8 So the financial support from the Seatholders is critical.
- 2.9 There have been many long periods in our history, particularly in the first 100 years, when we have not been able to generate a surplus. We are of course blessed with a glorious building and enviable performance history, which helps attract an ever-more diverse array of artists and audiences to fill the auditorium across almost 400 events annually. But for most of the Hall's history reliable financial surpluses from operating as a venue were out of reach. Two major things happened to change this:
- 2.9.1 We received a one-off £40m capital grant from the National Lottery and Arts Council England in the late 90s which, along with £30m generated by the Hall and donated by supporters, enabled us to build an underground loading bay which increased the number of events we could load in and out each year from around 270 to more than 370. This transformed our ability to "sweat the asset" as it were.
- 2.9.2 The second major intervention which, over time, has changed the Hall's fortunes has come from the Seatholders. Via two supplemental Charters and four Acts of Parliament between 1887 and 1966, the Members agreed to reduce their private rights and increase their financial support, which enabled the Corporation to generate a higher annual financial return.
- 2.9.3 In addition, for most of the 60 years since the most recent Act in 1966, they have voluntarily agreed to go over and above what is required of them. It is these voluntary arrangements that we conservatively estimate are worth at least £4.5m per annum.

3 How the Members support the Hall financially

- 3.1 The President has already explained the ways in which the Members support the Hall collectively. The estimated financial impact of those methods in 2024, is as follows:
- 3.1.1 Seat Rate: £2.1m per annum
- 3.1.2 Supplementary Seat Rate: £0 (2023: £0.5m. See section 3.3 below for an explanation)
- 3.1.3 TRS: £1.4m per annum.

- 3.1.4 Exclusive lettings voluntarily given by the Members each year, over and above those which Section 14 of the 1966 Act allows: a conservative average estimate of £1.8m per annum.
- 3.1.5 This adds up to £5.3m. Our estimated figure of £4.5m is net of the Rebate (which I will explain later).
- 3.2 The Seat Rate
 - 3.2.1 The Seatholders are required, under section 3 (1) (a) of the 1966 Act, to pay a minimum seat rate of £10 per seat per year. Section 3 also provides a mechanism for the Council to propose to the AGM a seat rate above £10 – if two thirds of those voting consent, then the higher seat rate is binding on all Members.
 - 3.2.2 For many decades the Members have consented to pay a higher seat rate than section 3 requires. The Seat Rate in 2024 was £1,690 plus VAT per seat. This generated an income for the Hall (net of VAT) of £2.1m.
 - 3.2.3 The Seat Rate is set annually at the AGM as a contribution to the Hall's upkeep. In addition to attributable budgeted maintenance and overheads the seat rate includes an average of the ten-year costs to maintain the building, as set out in the Hall's 15-year Estate Plan. The averaging method is used simply to even out the amount Members pay each year, given the uneven nature of project spend on the building.
 - 3.2.4 In total in 2024 trustee Council members and their related parties paid a seat rate to the Hall of approximately £255,000.
- 3.3 Supplementary Seat Rate.
 - 3.3.1 Over the period 2020-2023 the Members contributed a supplementary seat rate, without which we would have had insufficient operating cash flow to survive our pandemic closure and re-open the Hall, or to progress the backlog of essential maintenance projects required to preserve and maintain our Grade I listed building.
 - 3.3.2 Periodically, the Members have collectively agreed to be levied a Supplementary Seat Rate to help the Hall in other ways. In the past it has been used to raise extra money for capital improvements, both during the Hall's major development in the early 2000s (raising just over £1.5m), and more recently to support building projects between 2012-2017, raising £2.3m.
 - 3.3.3 Most recently, in 2020, the Members agreed to pay a Supplementary Seat Rate of £1,660 plus VAT per seat in total, payable over a period of four years, to help the Hall through the Covid-19 pandemic and to support the Hall's recovery plan. This raised a sum in excess of £2m for the Hall across those four years, at a time when the Members were receiving few tickets due to the long period of time where putting on events was restricted. The final tranche was paid to the Hall in 2023, adding just over £0.5m to our income for the year.

3.4 The TRS.

- 3.4.1 The TRS was launched in 1983. Its purpose is to provide a means by which Seatholders can sell the tickets they do not want to use through the Hall's box office. This gives the public the best possible opportunity to purchase all available Seatholders' tickets for each "Ordinary let" performance from the Hall's own box office and in particular reduces the potential for empty seats in an otherwise sold-out concert. All tickets returned to the TRS are sold to the public at the same price as the Hall sells equivalent promoter tickets.
- 3.4.2 Today the TRS is used by most of the Membership, with around 68% of tickets issued to Seatholders returned to the Hall's box office each year, making it as easy as possible for the public to access events staged in the main auditorium. The features of the TRS are set by Council and the Scheme is entirely voluntary for Seatholders. The Hall operates as an agent for any Seatholders who choose to use the TRS (administering the Scheme through the ticketing system that the Hall already operates for Promoters' ticket sales).
- 3.4.3 The Hall does not charge any fee to the Seatholders for this service and is only an intermediary between the Seatholders and the public who are purchasing their tickets. But the Hall does generate a direct income by charging the standard booking fee and levy to the public who purchase tickets. And the Hall can establish a direct communication channel with these ticket buyers.
- 3.4.4 If the TRS did not exist, it is likely that there would be more empty seats in the auditorium and a higher portion of Seatholders' tickets would be put up for sale on third party websites, in some instances at prices greater than the equivalent promoter face value and in many cases at prices lower than the equivalent promoter face value.
- 3.4.5 The Members' TRS is advantageous to the charity not only because it fills Members' seats when they are not being used by the Members and enables the charity to generate a direct income via the standard booking fee and levy charged on the ticket sales, but also because the TRS buyout compensates promoters for sales of their tickets displaced by Members' ticket sales. The existence of the TRS encourages Promoters to bring their acts to the Hall.
- 3.4.6 We calculate that the operation of the TRS, from the direct booking fee and levy income and impact on rental revenue, was worth £1.4m to the charity in 2024 (£1.2m in 2023).
- 3.4.7 A Seatholder who returned all of their tickets to the TRS would have received a financial return of £11.5k per seat in 2024. In 2024, £8.5m was distributed to Seatholders through the TRS.
- 3.4.8 The Hall's Council members actively supported the operation of the TRS. For the 151 seats owned by the Hall's Council Members and their related parties, 22,082 tickets were returned to the TRS (being 64% of the total

tickets they received). The sale of these tickets, within the TRS, generated a distribution of £869,584 (equivalent to approximately £5,759 per seat) during 2024, equivalent to £39.38 per ticket returned to the TRS.

3.5 Exclusives Lets

- 3.5.1 When the Hall opened, Seatholders had the right to attend all performances (34 in the opening year). Over time, in order to help the Hall generate the finances it needed, the Members began collectively to relinquish their entitlement to attend events – those occasions are referred to as “Exclusives” (as opposed to “Ordinaries” where Seatholders can attend).
- 3.5.2 Exclusives tend to attract the most high-profile artists, because in effect the auditorium we are offering is larger, by 1,268 seats. This enhances the Hall’s reputation and generates more income for the Hall (through the ticket commission we charge the promoters, and the standard booking fee and restoration levy that is added to the ticket price when we sell the tickets to the general public through our box office).
- 3.5.3 Most Exclusive lets also generate a small amount of income for Members – it is called the rebate and represents the additional fixed rental that the Hall can charge the promoters. But this modest compensation for each Exclusive performance is much less than the value of the tickets foregone.
- 3.5.4 In 2023 there were 140 Exclusive lets. These generated a total ‘rebate’ that Seatholders were entitled to receive during 2024 of £580 per seat (plus VAT), meaning a total cost to the Hall of £735,000 plus VAT. £87,571 of this went to the seats of Council members and their related parties.
- 3.5.5 Seatholders now exclude themselves from performances on up to 110 days during the year, which amount to at least 130 performances each year. This includes on average 40-50 more Exclusives per year more than the 1966 Act allows.
- 3.5.6 It is difficult to quantify the value of these additional 40-50 Exclusives, because it is likely that the pattern of events would be very different if the Hall were not able to offer them. But two very simple calculations can set a value range:
 - (a) The likely reduction on the Hall’s operating surplus if, say, 40 Exclusives were switched to ordinaries (assuming no impact at all on the lettings pattern). The difference in “net margin gain” (i.e. income less variable costs – being a show’s contribution towards our overheads) between an Ordinary and an Exclusive in 2023 was approximately £45,000. So, if there were 40 Exclusives that could not have happened had it not been for the Members’ collectively agreeing to a higher number of Exclusives than the 1966 Act permits, this is worth £1.8m to the Hall’s bottom line.
 - (b) Alternatively, we could value the cost of buying back all the Seatholders’ tickets for the additional Exclusives (i.e. on the assumption that, to retain the current letting pattern, we would buy

out the Seatholders from these additional Ordinaries in order to offer a full auditorium to the promoters). We first estimated this figure around 10 years ago and the inflation-adjusted figure for that is £2.3m per year. However, re-calculating based on the 2023 letting pattern shows we had approximately 55 Exclusive lets over and above those permitted by section 14 of the 1966 Act. In addition, due to the popular nature of the performances concerned (principally relating to Cirque du Soleil performances, our “films in concert” series and some high-profile one-off shows), the cost of buying back all Seatholders’ tickets would have been £6.2m pounds.

- 3.6 So to summarise, the estimated financial impact of £4.5m comprises:
 - 3.6.1 Seat Rate: £2.1m per annum
 - 3.6.2 TRS: £1.4m per annum.
 - 3.6.3 Exclusive lettings over and above those which the 1966 Act currently allows: a conservative average estimate of £1.8m per annum.
 - 3.6.4 Net of the rebate, this adds up to £4.5m.
- 3.7 And of this £4.5m, the amount contributed by the Hall’s Council members and their related parties is in the range £500-600,000.
- 3.8 This figure of £4.5m is conservative because:
 - 3.8.1 We assume a value of these additional Exclusives of only £1.8m, whereas you could value them as high as £6.2m i.e. we have taken the lowest, most prudent figure.
 - 3.8.2 It only relates to those areas of support that are in the year-by-year control of the Seatholders i.e. it excludes those areas of support which they have permanently given up through the various supplemental Charters and Acts.
 - 3.8.3 It nets off the entirety of the Rebate payable to the Members for Exclusive lets, even though the majority of the rebate relates to Exclusive lets permanently available to the Hall under section 14 of the 1966 Act, not only those voluntarily agreed by the Members year to year.
 - 3.8.4 It excludes indirect support that the Members may voluntarily give (including giving up their tickets for use by community groups via our Community Ordinary lets, giving their tickets directly to charities who hire the Hall, and donating tickets or money directly to the Hall itself)

4 Concluding comments

- 4.1 By simplifying the process for approving the Seat Rate through removing the 6-year cap, which unnecessarily constrains what can be asked of the Members, and by creating a process to finally put on a formal footing the Members’ generous granting of additional Exclusives to the Hall, the Hall can be more certain of the financial support that it enjoys from the Seatholders.

James Ainscough
2 January 2026