

Draft Minutes of the 19th Annual General Meeting of Scottish Environment LINK, held in the Scottish Book Trust, Edinburgh on 20 June 2006, from 0915 hours

PRESENT

President	Fred Edwards (also representing FoES)
Full Members	Lloyd Austin, Chair (RSPB), John Mayhew, Vice Chair (NTS), David Downie, Treasurer, (WWFS), Dan Barlow (FoES), Ian McCall (RAS, SCNP), Bill Wright (APRS), Beryl Leatherland (MCoS), Roger Powell (SCRA), Carey Coombs (SA Scotland), Dennis Dick (SWT Chair) Simon Milne (CEO, SWT), Eila MacQueen (CSA), Julia Harrison (RSPB), Helen McDade (JMT), Fiona Allan (SNW), Calum Duncan (MCS), Cally Fleming (HWDT).
Asct. Member	Patrick Milne Home (BRISC)
Staff	Jen Anderson, Ylva Haglund, Jane Herbstritt, Alex Hopkinson, Alice Walsh, Susan Warren
Auditor	Sandy Fyfe of Morris & Young (Accountants, Perth)

1. APOLOGIES

Full members	Drennan Watson (CC), Andrew Fairbairn (WTS), Deborah Long (Plantlife), Gordon Gray Stephens (SNW)
Assoc members	Sena Mackay (Saltire)
Trustees	Ian Findlay
Hon Fellows	Bob Aitken

2. MINUTES OF THE LAST MEETING (18th AGM held on 17 June 2005)

The minutes were agreed as an accurate record of the discussions, proposed by John Mayhew and seconded by Dan Barlow.

3. MATTERS ARISING

None were raised.

4. DRAFT ANNUAL REPORT FOR 2005-2006 (June 2005 to May 2006)

4.1 The Chair reported that staff had received a few amendments from convenors on the draft circulated, mainly adjustments for accuracy and/or typos.

4.2 Two further pages were tabled for insertion, namely: *Perspectives of the President* and *Thanks to the outgoing Chair*.

4.3 No further points were raised in discussion. The Chair invited members to submit any final comments on detail/typos to LINK staff by 23 June after which point the report would be completed for printing. Subject to receipt of such comments and insertion of the two tabled papers, the report was proposed by Helen McDade, seconded by Calum Duncan and agreed by the meeting.

5. DRAFT ANNUAL ACCOUNTS FOR 1 April 2005 to 31 March 2006

5.1 The draft audited accounts, signed by the auditor, had been circulated. David Downie explained that this was the first set of accounts which LINK had prepared since the advent of the new Statement of Recommended Practice for 2005 governing charity accounting. This required a much greater level of narrative on what the organisation had done, its achievements, how these related to its objectives, its financial scrutiny, reserves policy and more. In relation to reserves, he drew members' attention to LINK's continuing policy, recently reiterated by the Board, to carry in unrestricted funds and not committed or invested, three months' core operating costs. The policy was covered in the narrative although in line with the SORP the figure is no longer identified separately as 'contingency'.

5.2 There were no questions from members about the accounts and theses were proposed by Bill Wright, seconded by Fred Edwards and agreed by the meeting.

5.3 The meeting noted thanks to Sandy Fyfe for his attendance.

6. APPOINTMENT OF INDEPENDENT FINANCIAL EXAMINERS

On behalf of the Board, David Downie proposed the reappointment of Morris & Young of Perth as LINK's independent financial examiners for the year ahead. The proposal was seconded by John Mayhew and agreed by the meeting.

7. FIXING OF ANNUAL SUBSCRIPTIONS FOR THE YEAR 2006-2007

The schedule of proposed rates for 2006/07, first circulated to members in March along with indicative rates for 2007-08 to aid member bodies' own budgeting processes, reflected the funding methodology and target agreed by the membership in 2004. There were no questions and the rates were proposed by Helen McDade, seconded by Ian McCall and agreed by the meeting.

8. ELECTION OF PRESIDENT, BOARD OF TRUSTEES, OFFICERS & HONORARY FELLOWS

8.1 Election of Trustees

8.1.1 The Chair reported that the three Trustees due to stand down in 2006 were willing to be re-elected and remained eligible; these were Lloyd Austin, Andrew Fairbairn and John Mayhew. Their election en bloc was proposed by Carey Coombs, seconded by Simon Milne and agreed by the meeting. The meeting noted that trustees Lisa Schneidau and Bill Wright were standing down and recorded a vote of sincere thanks for all their work on the Board over the last few years. The Chair reported that two nominations had been received for Eila MacQueen, proposed by Stephen Carter of the CSA and seconded by John Mayhew and for Francoise van Buuren, proposed by John Mayhew and seconded by Helen McDade. The meeting approved the nominations.

8.1.2 LWA reminded the meeting that the Board also has the potential to co-opt up to two further individuals as Trustees if particular expertise is desired. The Board was in the process of auditing existing skills and would be considering any needs which this indicated, at its June meeting. In this context, John Mayhew reminded the meeting that though trustees tend to be drawn from the pool of individuals already working in, and familiar with, the LINK network, both Ian Findlay and Francoise van Buuren are not directly involved in LINK but bring valuable managerial and PR skills to the Board which are important to the overall skills balance.

8.1.3 Fred Edwards hoped that members would consider the advantages of being involved at the highest level in LINK's governance, especially in terms of ownership of the network and its initiatives. He was aware that the Board had this in mind as part of its ongoing review and audit.

8.1.4 The meeting noted the duty of any trustee to work for the benefit of the organisation of which s/he is a trustee rather than to seek to represent other interests there. The Chair confirmed that this was indeed the LINK tradition and that LINK Trustees were now required to sign declarations confirming this commitment and notifying any potential conflicts of interest.

8.2 Election of Office Bearers

8.2.1 Chair

Lloyd Austin reported John Mayhew had offered to take over chairmanship from this date. The proposal had the firm backing of the Board. No contrary views were noted and the proposal was agreed by the meeting.

8.2.2 Election of Vice-Chair

On behalf of the Board Lloyd proposed that Deborah Long succeed John Mayhew as Vice Chair. Deborah was involved in various levels of LINK work and had indicated her willingness to take up the role. No opposing views were registered and the proposal was agreed by the meeting.

8.2.3 Election of Treasurer

On behalf of the Board, Lloyd proposed the re-election of David Downie as Treasurer. David was able and willing to serve another year in this role. The Board would be looking for an individual with suitable experience including accountancy skills, to succeed David from 2007. The proposal was agreed by the meeting.

8.2.4 Election of President

Lloyd Austin presented the Board's recommendation that LINK re-elect Fred Edwards as its President. The meeting was delighted to agree.

8.2.5 Election of Honorary Fellows

Lloyd Austin reported the Board's recommendation that LINK elect Simon Pepper OBE and re-elect Neil Rankin CB CBE, Bob Aitken and Michael Scott OBE as Honorary Fellows for life, joining the existing Life Fellows, Drennan Watson OBE and David Minns. The proposal, taken en bloc, was unanimously agreed by the meeting.

9. ELECTION OF DELEGATES TO EXTERNAL FORUMS

9.1 Greenspace Scotland The meeting approved a recommendation from Tim Duffy (current delegate) that if LINK were asked to make an appointment to Greenspace Scotland's Board, then continued representation would be likely to add value to LINK's work and that action to identify an appropriate LINK delegate should be remitted to the LINK Board. This was unanimously approved. Bill Wright suggested that the Landscape TF be consulted in the process. **Action: LINK Board**

9.2 IUCN UK committee The meeting was happy to approve a recommendation from Mark Huxham (current delegate) that continued representation on IUCN UK adds value to LINK's work and should continue as at present.

9.3 Integrated Land Management Forum for the Cairngorms National Park The meeting approved a recommendation from Helen McDade (current delegate) that continued LINK representation on the Integrated Land Management Forum for the Cairngorms National Park adds value to LINK's work and the meeting remit to the Board the task of identifying someone to take on the role and build a contact group. It was suggested by Bill Wright that the Cairngorms Campaign be asked to consider taking this on and also noted that that the Campaign may have been invited in its own stead; to be clarified. Helen McDade was happy to carry on or to hand over to another individual. The Board would bear these comments in mind in taking matters forward. **Action: Board**

10. ANY OTHER BUSINESS

10.1 Thanks to Lloyd Austin, outgoing Chair Fred Edwards paid tribute to Lloyd Austin, outgoing Chair, especially to Lloyd's brain power which is an enormous asset to the movement. The division of labour between Fred, as ambassador, and Lloyd, as Chair, could have been challenging but Fred observed that these had converged very smoothly, thanks to good regular dialogue. Fred invited the membership to celebrate Lloyd and be glad he remains on board as a trustee. This was heartily endorsed by the meeting.

10.2 Thanks from the outgoing Chair Lloyd thanked all the people he had been in contact with and worked with over the past 6 years as Chair of first the management team and then of LINK, on the various task forces and working groups, amongst the Board and the staff. He valued the fact that in

LINK the sense of comradeship always prevailed above any disagreements, which did occur from time to time. He noted how much had changed over the last 6 years, with devolution altering the relationship with government, and observed how much better relations with government are now, and could be in the future. He hoped the new team would treasure the staff resource. Lloyd praised Fred Edward's enormous contribution to LINK which, as Chair, he had very much valued over the last two years. He looked forward to supporting John Mayhew and Deborah Long.

10.3 Thoughts from LINK's new Chair John Mayhew was very pleased to take on the chair, particularly with the best President LINK could have, a great team of both trustees and staff, and a very good corporate strategy to work to. He noted, however, that in taking this on there were no competing candidates and that recruiting office bearers was more of a charitable challenge now, owing to the time commitment which people generally felt this would involve; in this respect, he hoped the Board's review of skills and proposals to divide responsibility amongst trustees would be an incentive to others to get involved. He undertook the role for up to 3 years. John very much endorsed Fred's observations about Lloyd Austin's work over the years.

The meeting closed at 9.45 am.

JA/LINK/20 June 2006