**DRAFT Minutes of Scottish Environment LINK’s 26th AGM held in Birnam Arts Centre on 29 November 2013**

PRESENT

Chair: Deborah Long

Members:Pete Minting (ARC), Jonathan Wordsworth (ArchScot), Charles Strang (APRS), Craig Macadam (Buglife), Helen McDade (JMT), Diarmid Hearns (NTS), Davie Black (Plantlife), Helen Todd (RS), Aedán Smith (RSPB, Planning TF), Lloyd Austin (RSPB), Jim Densham (RSPB), Thomas Quinn (RSPB), Paul Walton (RSPB), Sarah Robinson (RZSS), Eddie Palmer (ScotBadgers), Susan Tierney (ScotBadgers), Guy Harewood (SCRA), Roger Powell (SCRA), Beryl Leatherland (SWLG), Alex Kinninmonth (SWT), Simon Jones (SWT), Colleen McCulloch (SAS), Jonny Hughes (SWT), Charles Dundas (WTS), Sam Gardner (WWF Scotland), Matthew Crighton (FoES)

Staff: Jen Anderson, Rea Cris, Andy Myles, Nick Underdown, Alice Walsh

In attendance: Simon Pepper, Honorary Fellow

WELCOME

Deborah Long opened the meeting at 09:45. She welcomed all, including reps of the two new member organisations, British Ecological Society and Amphibian and Reptile Conservation, of Royal Zoological Society of Scotland (re-joining). The network looked forward to working with these bodies.

1. Apologies for absence

Apologies had been received from:

Trustees - Ian Findlay, Mandy Orr, Paul Ritchie and Mike Robinson

Members - Calum Duncan MCS, Alistair Beeley NEMT, Anne Youngman BatCS, Denis Mollison HWDT, Jenny Mollison SAGS, Sarah Dolman WDC, Alistair Beeley NEMT

2. Minutes of last meeting on 23 November 2012

These were proposed by Helen Todd and seconded by Diarmid Hearns as an accurate record of the meeting.

3. Matters Arising

WRT item 4 in the minutes, Deborah reported that LINK remained in a similar financial position to last year, pursuing its 2012 business strategy of spending less and finding more funds, recruiting members and organizational supporters. There had been some successes; funding came more easily for project than for core work. LINK had eventually secured extension funding for marine work through to 2016, and had secured monies from Friends Provident Foundation to support LINK’s advocacy around a flourishing Scotland; there had been other smaller awards also.

WRT item 6, Deborah reported that Board and staff had carried out a review of accountants’ services and the meeting would hear more at item 6 on the agenda.

4. Annual Report & Accounts for year to 31.3.2013

Deborah introduced the report, which had been approved and signed off by Board and Accountants in the summer; she outlined highlights. 2012/13 had been another active year for the network with action across a wide range of headings – including sixteen task force areas in which many members had engaged. Alongside this, LINK had turned to other topics when the need for evidence, briefings or other action had arisen on different issues of concern. This had involved constructive dialogue and sometimes joint work with others in civic society, and some cross-border collaboration with the other Links. Networking at the EU level had continued to stretch LINK though there were opportunities which worth pursuing. Board and staff felt that LINK had been included/invited more over the past year onto stakeholder groups than the network had previously not had access to – including for example the Roundtable on the National Performance Framework.

There was no further discussion.

5. Election of Board of Trustees & Office Bearers; appointment of President & Honorary Fellows

Elected trustees

Deborah drew members’ attention to Appendix 3 in the circulated papers.

Lloyd Austin and Angus Yarwood were standing down by rotation. She would return to their contributions later in the meeting.

For these places, and a vacant place on the Board, four nominations had been received. For LINK this competition was a first, for places on the Board. Trustees were pleased at this healthy sign of how members valued LINK’s role. The nominees were Charles Dundas, Sam Gardner, Craig Mcadam and Paul Walton, all of whom were present and indicated themselves to the meeting. Deborah proposed that because, constitutionally, there had not been much time between receipt of nominations and the AGM, the nominations should be summarized and circulated with a ballot form to members for return by 9th December; this would allow Reps time to confer within their organisations before casting their votes. The Board had taken legal advice on this, the lawyer confirming that this would be appropriate. The Board would bring forward amendments to LINK’s Memo & Articles to ensure this was not an issue in future. Deborah hoped that the nominee who was not elected in the forthcoming ballot would maintain an interest and stand again in 2014 when further vacancies would arise through rotation of trustees. The meeting confirmed its approval for this proposal.

Office Bearers

Moving on to election of office bearers, Deborah reported that the Board was happy to recommend the election of herself, Helen Todd and Paul Ritchie, respectively as Chair, Vice Chair and Treasurer. All were willing to continue for a further year and were amongst the trustees not required to stand down by rotation at this stage. Their election was proposed by Charles Strang, seconded by Beryl Leatherland.

Co-opted trustees

Deborah drew the meeting’s attention to Board’s proposal to re co-opt Mike Robinson and Mandy Orr for the particular skills which they brought to various areas of governance. This motion was proposed by Jon Wordsworth and seconded by Sam Gardner.

President

Deborah reported the Board’s recommendation that LINK re-appoint Ross Finnie as President for a further year. She reminded members that this would be Ross’s third year of a traditionally three-year commitment. The Board would be giving thought in early 2014 to Ross’s successor and she invited members to forward ideas about potential candidates to the Board at this stage though confirmed there would be consultation with members as part of the search process. The recommendation to reappoint Ross Finnie as President was proposed by Simon Jones and seconded by Beryl Leatherland.

Honorary Fellows

Deborah reported the Board’s recommendation that LINK appoint Dan Barlow as Honorary Fellow. Dan had played a big part in network operations during his career with FoES and WWFS, also serving as a TF convenor, trustee and Vice Chair. He had left the network in early 2013. Dan indicated his appreciation at being considered and willingness. The recommendation was proposed by Lloyd Austin, and seconded by Sam Gardner.

Thanks to Trustees retiring

Deborah returned to the retiral of Lloyd and Angus. Angus had served on the Board from 2011 before moving to a new life in Switzerland in 2013. The Board would write to thank Angus for his contributions. Lloyd Austin had served on LINK’s Board since 2003 and for some years previously on the Management Team which preceded it. Lloyd had served as Chair, line managed the CO, contributed to subgroups on employment and more, and to a wide range of discussions about LINK’s governance over that time. Deborah thanked Lloyd for his investment in LINK and hoped the network could look forward to working with him on various policy groups and other initiatives in which he remained involved. She particularly hoped LINK could continue to draw on Lloyd’s considerable understanding of the policy, political, and environmental contexts to its work. A token of LINK’s thanks was exchanged and the meeting recorded a big vote of thanks to Lloyd.

6. Appointment of Independent Financial Examiners

Deborah reported on the review of accountants. LINK had operated for 25 years with support from Morris & Young (previously Moir Wood) of Perth. The Board had indicated to members in 2012 the intention to review providers and had carried this out in spring 2013, inviting tenders in response to a brief. In conclusion, the Board’s recommendation was to appoint Geoghegans of Edinburgh, on the basis that a change would be good practice and that Geoghegans tender demonstrated that a more proactive advisory service would be provided than by others consulted.

In the process of the review, Deborah explained that the Board had also decided to shift from having a full audit of LINK’s accounts, to an independent financial examination only. This was all required as LINK had a turnover of under £500,000. The option had been weighed up a few years previously when the Board’s decision had been to continue with an audit in case of funder perceptions. In 2013 the Board’s instinct was to make this change and save LINK circa £1,000 per year in these tighter financial climes. LINK would continue to report on the SOFA format and with a trustees’ narrative on the year’s activity. Hugh Green explained that over a period of three years, the shift to an IFE combined with set accountants’ fees, would save LINK between £4,000 and £5,000. The motion to appoint Geoghegans as LINK’s accountants and Independent Financial Examiners was proposed by Craig Macadam and seconded by Beryl Leatherland.

7. Annual Subscriptions for the year 2014/15

Deborah drew members’ attention to Appendix 4 in the papers circulated. A rise of 5% in membership subscriptions was proposed; this had been flagged the previous year and related to LINK’s tighter business strategy with emphases on leaner spend and more fundraising. Despite some successes, funding for core work was challenging to secure and cost recovery never comprehensive. Deborah explained that though staff’s additional investment in fundraising would continue, LINK remained uncertain about public sector support beyond March 2015 and was likely to cease to receive EFF support for core from January 2015. In this context the trustees’ strategy was to plan carefully, using reserves across a 4-5 year period to keep LINK stable to 2018. The motion to raise subscriptions by 5% was proposed by Simon Jones and supported by Helen Todd.

8. Any other business

The meeting recorded a vote of thanks to Deborah Long for her tremendous commitment and energy in chairing LINK through a busy year.

Deborah concluded the meeting by thanking LINK’s very good staff team, the members, trustees, President and Hon Fellows for their hard work, support and engagement through the year past.

The meeting closed at 10:20.

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