

MINUTES of LINK Board meeting in Edinburgh (Rambler's Scotland office) on 26 January 2017

PRESENT

Trustees - Helen Todd (Chair), Charles Dundas (Vice Chair), Craig Macadam, Beryl Leatherland, Ian Findlay, Paul Walton

Staff in attendance – Jen Anderson, Alice Walsh, Daphne Vlastari (until item 4)

1. APOLOGIES

Apologies were received from Tim Ambrose (Treasurer), Lucy Graham and Sam Gardner. Lucy Graham had provided comments which were noted and discussed during the meeting.

2. MINUTES OF LAST MEETING; MATTERS ARISING; REPORTS-BACK

2.1 DRAFT MINUTES

The draft minutes of the meeting held on 27 October 2016 were approved as an accurate record, subject to the following italicised addendum at item 2.2.4:

“.... However, whilst Trustees were aware that LINK seeks to be open to a wide range of organisations with missions in common, concerns remained about SWBG’s mission, the essentially illegal introduction of beavers to Tayside, *the fact that SWBG condone the reintroduction of the Tayside beavers*, and the potential perception which admission to LINK might give about sanctions for that kind of activity.....”

Action: Staff to amend as agreed and file approved version

2.2 MATTERS ARISING

2.2.1 Fellows - A proposal to invite Fellows to a strategic discussion with Trustees on 4 May, the day of the Network Meeting was agreed. Fellows would be welcomed to the day’s wider network events too.

Action: Invitation to be circulated in March

2.2.2 Member engagement - The Board agreed to continue to encourage members at network discussions and through Groups and Subgroups in which trustees are involved, to invest more of their organisations’ time in the work of these grouping, sharing workload more with Conveners and Leaders. So as to halt the trend of relying on staff, esp. Advocacy Officer, to do the legwork at detailed as well as strategic level. This could not be replicated for all Groups and Subgroups and staff needed to carve out time for their other priorities. Recognition at Group and Subgroup level was needed, with staff supported by Trustees and Leads to not take on additional workload for the groups and subgroups.

Action: Cover in discussion at May 4 network meeting

2.2.3 SNP conference charging policy - The letter from various ENGOs including LINK to SNP about the impacts of their party conference charging policy would be circulated with the minutes of the meeting.

Action: Staff to circulate later to trustees

2.2.4 EEB 2017 Annual events - Trustees heard a report from staff on the business plan for LINK's role in EEB's annual conference. Board and members in autumn 2016 had confirmed support for LINK's involvement as co-host in this high-level environment event, scheduled for November 2017, during the Brexit negotiation process. The Board had acknowledged that planning for this event would replace time normally spent in planning LINK Congress which would be dropped as a one-off in 2017 agreeing that while effort should be made to recover LINK's costs in planning and fundraising, these would not present the financial risk to LINK's budget which all external costs would do (i.e. venues, catering, travel, technical support). The October Board had given support in principle for LINK's continuing to plan the event as EEB's co-host, on the basis that the degree of risk should be reduced via a reasonable commitment from Scottish Government to support.

Jen reported on progress to date, impact on other work areas, SG's intentions, tabling an outline of the EEB programme for 5 to 8 November, which included LINK's plans for its 30th anniversary celebrations, and the latest working budget for the EEB event. Commitments from EEB (£30k) and SG (likely £20k-£25k), reduced the outstanding figure to be raised to between £13600 and £18600 (dep. SG's confirmed support and with no cost recovery) or between £24849 and £29849 (dep. SG's confirmed figure and with costs recovered to LINK). LINK and EEB had agreed that whilst planning could continue the collaboration agreement should only be signed when commitment at a sufficient level from SG was finally confirmed (anticipated in late February, subject to Scottish budget allocations).

LINK's staff-time input was front-loaded to budgeting, fundraising, liaising with venues, identifying professional technical support, developing suitable programme and identifying appropriate high level speakers with EEB, and to securing the Scottish and UK speakers and promoting the event. This workload was being dovetailed efficiently with work on policy advocacy prioritised at LINK's November strategic planning. Daphne was leading with support from Jen on financials and strategic discussion with EEB and from Lisa on venues. Very competitive quotes for venues and accommodation had been secured in central Edinburgh for which final confirmation would not be required before the autumn. LINK was in contact with Edinburgh Council and Edinburgh University Sustainability Unit about in-kind support with venues for smaller parts of the week's programme, and was developing packages for governmental and business sponsors in discussion with EEB. A range of green business would be invited to support as exhibitors or even sponsors of aspects of the programme for 6-8 November. The lead in detailed administration such as speaker briefings, delegate bookings and queries, publicity via dedicated website would lie with EEB.

In confirming SG's intended contribution SG Environment had advised approaches to other portfolios and LINK would contact the Climate division, as well as SNH, SEPA, ZWS. SNH was considering modest support as a separate line item in LINK's core bid for 2017-18. LINK and EEB would meet the Cab Sec (31/1) to discuss the opportunity the event offered Scottish Government re: Brexit and re: profiling progressive policy and practice. The meeting also noted that the draft conference programme for 6 November had been consulted on with reps of LINK policy groups and their suggestions taken on board and/or discussed with them. The importance of a webinar facility was flagged for organisations wishing to keep their footprint to a minimum and staff confirmed that this was being investigated.

LINK Board confirmed that staff could proceed on the basis of the reduced level of risk. Trustees noted that the EEB's preferred model where delegate costs are met by the organisers was very unusual, especially in tough economic circumstances. They asked staff to confirm to EEB the need for all external costs to be met from funds raised specially, if necessary by applying a fee, or alternatively via a higher contribution from the EEB. The Board was impressed at the level of SG's commitment, felt planning was exactly where it should be and recorded particular thanks to Daphne.

Action: Staff to take forward as agreed

SWT's plans to host the Forum on Natural Capital in later November were noted and Lucy Graham's indication to Helen that her priority would be to SWT rather than actively assisting with fundraising support to LINK, although she had offered advice on fundraising 'packages'.

2.2.5 LINK 30th anniversary celebrations

The Board had previously agreed that celebrations to mark LINK's 30th should be incorporated in the week of EEB events in early November 2017. The meeting considered three proposals as follows.

Proposal 1: Media / social media messaging to be coordinated for 19 March which date marks 30 years since LINK's inaugural meeting. Agreed. **Action: Staff to coordinate in liaison with Board**

Proposal 2: Commissioning video to profile LINK's successes over 3 decades; Hosting an evening reception; Hosting a ceilidh. Audience would be: LINK members past and present; stakeholders with which LINK has worked in its 30 years and up to present day; EEB members attending the EEB events. To be used in ambassadorial as well as celebratory ways with different audiences. Costs approx. £13,000 of which £6,000 was already allocated in the draft 2017/18 budget (unspent consultancy allocation from current year's budget) with the balance of circa £7,000 to be sought. Alice was exploring channels, including Awards for All. The Board approved the proposal on this basis agreeing that a commissioning group should inform on content, technical aspects and communications strategy.

Action: Staff to develop plans for reception and ceilidh and to open discussion about video

Proposal 3: The Board considered whether a written report was needed, agreeing that a well-conceived video would do well in showcasing successes, historic timeline, milestones, with member input, and interviews with others. [LINK's 20th anniversary](#) report remained a valuable resource for informing new members/staff, LINK trustees/staff, as well as externals.

2.2.6 Festive reception 2017

The Board proposed that since the anniversary celebrations planned for November came close to Christmas, these should supplant LINK's festive reception for 2017, thus reducing annual budget.

2.2.7 LINK work around Social Justice

Strategic planning (November) had agreed SJ should continue as a horizontal theme since member capacity was not available to support it as a work area. LINK's policy groups would ensure SJ messaging in their advocacy as appropriate, with coordinating support via the Advocacy staff. A LINK pledge on SJ would be developed in the context of action which bodies across Scotland were encouraged to take in the [Fairer Scotland Action Plan](#). Trustees now approved wording of a draft pledge, subject to substitution of 'integral' for 'interconnected'. Daphne would take the pledge forward.

Action: Trustees; Staff

2.3 REPORTS BACK

2.3.1 MOD – Beryl had flagged to SNH, LINK's interest in revitalising liaison with the MOD. There were various issues including low flying aircraft, drones, [BUTEC](#). She reported that SNH, also keen to resurrect liaison, was understood to be working on this with MOD.

2.3.2 Forestry Commission Scotland – Invited LINK to join delivery board for planting targets and proposed a liaison meeting. Charles would follow up with Jo O'Hara on the first point on behalf of Woodlands Subgroup. LINK staff would coordinate a delegation for the proposed liaison meeting.

Actions: Charles; Staff

2.3.3 LLTNPA – Helen had attended the autumn meeting of the Park with stakeholders, with LINK Board's blessing though ultimately not as LINK's representative (despite verbal assurances the Park's written invitation to LINK had never materialised). Turnout had been strong from landowners, though not of broader stakeholders, and the atmosphere was tricky given differences of view on some issues.

2.3.4 CNPA – Had recently offered liaison over Park Partnership Plan. LINK staff were coordinating a delegation similar to that which had met the Park in spring 2016 to take place in March.

2.3.5 SNH – Concerns were expressed by trustees about increasing positioning by SNH as a health body than as Scotland's key advisory body on nature. Ian Ross had advised Helen of his intention to stand down as chair from April 2017 and her reply would flag this concern, and interest in the Agency's take on strategic implications of Brexit.

Action: Staff

3. GOVERNANCE

3.1 Legal matters

The meeting considered proposals for amendments to LINK's M&A to address (a) low turnout at AGMs despite investment of time in encouraging attendance and (b) the fact that the informal character of many of LINK's network meetings was not currently provided for in the Articles. In proposing these, Jen had taken advice from LINK's legal adviser Colin Liddell. LINK's M&A allowed member reps to give their proxy to a depute representing that same organisation, but not to the LINK Chair or to another LINK member, as some constitutions allow, and Colin Liddell's advice was that the practice of giving proxies to the Chair was an erosion of organisational democracy. Colin had also indicated when asked that LINK's practice on a couple of occasions, of seeking homologation of minutes of AGMs which had been inquorate, was not provided for in the M&A, though he felt it represented what might be termed 'best endeavours' in the circumstances; he explained that the option available to inquorate AGMs is to postpone to a date when sufficient members will be present to effect a quorum.

WRT proposal (a), the Board was reluctant to pursue the option of holding AGMs electronically. Whilst these were normally brief and uncontroversial when well prepared for, where issues arise which prompt debate and controversy better that this happens face-to-face. Trustees preferred that LINK redouble efforts to encourage physical attendance by holding AGMs within a longer meeting or between two meetings which members are anyway attending or in conjunction with site visits. They thought the timing of 2016's inquorate AGM had confused members but would review the situation in a year or so if turnout became more of a challenge.

WRT proposal (b), the Board noted Colin Liddell's advice that the M&A should be amended to provide for informal meetings; this would describe the majority of LINK network meetings, which did not result in decisions which bind the Board and therefore did not require a quorum or voting procedures, but which do allow for valuable update and healthy exchange of thinking on topical issues, and may be recorded so as to provide members not present what the thinking was at a given time within the network. Colin would be asked to provide a draft resolution for Board comment and the EGM to approve the resolution would form part of networking on 4 May, or voting would be electronic as is provided for in LINK's M&A.

Action: Staff liaise with Colin Liddell over amendments to the M&A for an EGM in May

3.2 Checking member body satisfaction

The Board's October agreement had been to increase contact with members to make this annual, and ensure trustees have a finger on the pulse of members' health and satisfaction with network activity and direction. Trustees had agreed to use their existing contacts at senior staff or board level within members, to have informal conversations. A spreadsheet had been circulated to pull these contacts together. The meeting populated the spreadsheet further, agreed that each Trustee should cover at least 4 organisations including the body they worked for. Jen would check in with absent Trustees and Helen would provide a guide to the kind of conversation to be had with members.

Action: Jen and Helen to provide Trustees for these conversation with Members

3.3 Succession planning within Board

Charles confirmed his willingness to take on the position of Chair from Helen in autumn 2017. Helen reminded the meeting that Charles' current role of Vice Chair, would become vacant, and that though a Vice Chair does not always also become Chair, this is often the case. She invited invitations of willingness from trustees by late spring and noted that Craig Macadam was considering the role.

Action: Trustees to contact Helen

3.4 Membership applications - SWBG

Trustees reviewed the situation.

Further to the SWBG application, the Board's October decision, subsequently shared with SWBG, had been to arrange to meet with the Group to discuss key concerns of LINK trustees, in particular the potential risk to LINK's reputation of admitting the Group.

The subgroup tasked with this action had not yet met the SWBG, advised that there would be significant problems if the Board recommended the SWBG to the members for admission.

The Board's role on applications was advisory only and there could be reputational risk in recommending rejection of the application in the absence of an opportunity for membership discussion. Either a withdrawal of the application or the passage of more time before the Group were admitted was desirable.

Trustees agreed that Craig and Helen/Charles should meet SWBG reps to explain LINK concerns over the reputational risk to the network, discuss the Group's reactions and consider the Board's instinct that it could not at this point recommend approval to members, albeit that this was a membership decision. The April Board meeting would then consider a report and make its next decision.

Action: Craig and Helen/Charles to meet with SWBG and report to Board

4. FINANCIALS

4.1 Funding situation

Funding Subgroup - The Funding Subgroup's December discussions and recommendations were noted. The FSG considered that LINK's action to raise funds and to contain spend were as appropriate, could identify no other solutions to the funding challenge, had considered whether LINK should propose higher subscriptions and would bring a proposal to the April meeting, and suggested that LINK review scope for an affiliation for institutions with shared agendas as well as monitoring for membership-eligible organisations and potential Supporters. The FSG advised that LINK could continue on its current trajectory for 1-2 years, and that stronger action would be needed beyond then if the trajectory had not improved. Jen would bring initial thoughts on cuts to services and operations to the April Board. The meeting thanked the FSG for its work.

Fundraising - The William Grant Foundation trustees wished to meet staff soon for discussion of a potentially sizeable grant for a blend of core and project activity. Discussions with Esmée Fairbairn Foundation indicated that LINK could apply for areas other than marine. For those Foundations which didn't accept unsolicited applications, LINK would need to cultivate contacts who can provide ways in; it was noted that this investment may be important for LINK. WRT fundraising ambition for staffed projects across the LINK groups, the meeting noted: Marine (1.4 FTE post project for 3 years to 2020); Economics (0.6FTE post for 3 years to 2020); Hilltracks (P/T Monitoring Officer role from 2017 for up to a year); Land Group assessing need for time-limited, policy support around the impact of Brexit.

Species Champion project model – The meeting noted that the current Intern (Eleanor Harris) was employed and hosted by Buglife, with the post funded by LINK originally and now through a small external grant, and line-managed by Buglife (and previously co-managed by Plantlife). However, the Wildlife Subgroup felt this model though close to LINK's marine project model and safeguarding our core staff resource, was not best for delivering Species Champion work. The Subgroup therefore proposed that a future officer be hosted and line-managed by LINK (Advocacy Officer, in Edinburgh). The meeting agreed that this model would need to be managed carefully to ensure against any undue skewing of LINK Advocacy Officer focus away from other core priority work areas.

4.2 Outturn at ¾ year; adjusted annual forecast; revised 5-year forecast

Jen spoke to the circulated papers. Staff continued to assess how spending could be reduced, and scoping alternative office accommodation in Perth with a view to moving during 2017. Trustees were pleased to note the trend of a reducing (forecast) deficit. Trustees decided to close the current year's DPF at this date, since applications for funds which could be spent by 31 March were unlikely to come in. This decision reduced the forecast deficit by a further £3,000. In line with the 5-year financial plan, the meeting also noted that the DPF was due to reduce in 2017-18 to £7k, agreeing to adhere to that intention and to review if higher income were secured or if there was pressing need to fund something key to LINK's charitable objectives.

4.3 DPF bids

The meeting approved a bid from the Hilltracks Subgroup for £1,000. The Subgroup's advocacy strategy was considered; this was building the case for a change in the law, targetting the Planning Minister and encouraging political will, using hooks such as the current planning consultation. The effort had the backing of CNPA and SNH. The Subgroup was liaising with LINK Planning Group.

5. LINK LOCAL

The meeting heard an update on LINK's trialling of the LINK Local online database, launched spring 2016 with an intention to assess in spring 2017. Staff advised the initiative was slower-burn than anticipated, membership was increasing gradually, discussions with Highland Environment Network about a possible merger were also moving slowly as HEN was voluntarily run and strapped for resources. Staff were softly promoting through social media and with the help of Zoe Lawrance (volunteer in LINK Edinburgh office) a newsletter was being produced to circulate among LINK Local members and encourage more interaction. Minimal core staff-time was being invested and staff anticipated that the trial would need to run longer before it would be practicable to judge its value.

6. AOB

6.1 Daily Mail campaign noted, against the third sector, directed at elements involved in social justice organisations assumed to be in support of the SNP. SCVO was responding. Ian Findlay would circulate links. Noting the significant impact on NGOs from a similar campaign in the south targeting successful NGOs, the Board agreed to consider whether action was needed of a non-exacerbating nature.

Action: Discuss at April Board and May network meeting

7. NEXT MEETING

Thursday 27 April, 10.00 to 13.00. With light lunch, at Balallan House, 24 Allan Park, Stirling.
