

Minutes of a meeting of the LINK Board held in Edinburgh on 28 January 2016

PRESENT

Trustees - Helen Todd (Chair), Charles Dundas (Vice Chair), Tim Ambrose (Treasurer), Mike Robinson, Beryl Leatherland, Craig Macadam, Paul Walton, Sam Gardner, Lucy Graham

Staff in attendance – Jen Anderson, Alice Walsh

1 APOLOGIES

Apologies had been received from Ian Findlay, Trustee.

2 TRUSTEE DECLARATIONS; CO-OPTING TRUSTEES

2.1 Trustee declarations - Full sets of the two trustee declarations recently completed were made available for inspection during the day. LINK's lawyer advised that these be completed each year.

2.2 Co-opting Trustees - The meeting formally agreed to renew the co-option of Mike Robinson to the Board for a further year. A proposal to do so had been agreed by the October board meeting and the intention flagged to members at the November AGM.

3 MINUTES, MATTERS AND REPORTS

3.1 Draft minutes of the meeting held on 22 October 2015 were approved as an accurate record.

3.2 From the circulated matters arising paper, items were discussed as follows:

Access to ministers – General agreement to continue to press for access to relevant ministers where there is a strong case, for confirmed meetings to be honoured, and to aim at 3-4 meetings per year with the environment minister (relationship between LINK and G6 clarified). In addition to formal routes, party conferences and other events offer useful informal opportunities to talk with ministers; LINK's stronger prioritisation should help in identifying priority issues/ministers, and LINK's 'seat' at G6 meetings adds to our access. Face-to-face opportunities with Holyrood Committee Members are as helpful and as important. **Action: Staff, Groups, Trustees pursue access where need is strong**

Liaison with SNH – Revisiting the absence of strong dialogue with SNH at a strategic level, the meeting noted recent useful discussion between LINK Governance Group and Clive Mitchell SNH which was likely to be repeated in the summer. This might be mirrored through meetings between other LINK Groups with SNH staff such as Roddy Fairley, Clive and others who are involved in deciding the Agency's direction. In relation to LINK's grant, it was noted that the annual contact with Andrew Bachell is very much operational. **Action: Land Group meet Roddy Fairley**

Civic Forum – Noting Governance Group plans to encourage a 'head of steam' about the need and benefits of a forum, the Board recorded concerns: that this could take an inordinate level of resource to achieve

over a long period; that any forum which might be established would not necessarily be able to deliver the desired role; and that on balance this was not a strategic use of LINK's limited resources, expertise and capacity. Charles Dundas and Jen Anderson explained the Governance Group's ambition was to be part of a broad partnership voice rather than to commit LINK staff time; in addition this was an area of interest to Joyce McMillan. The Board preferred a scenario where LINK lends support but is not leading the initiative.

Action: CD, JA discuss with GovGp

4 BUSINESS SUPPORTERS

The Board was asked to consider a further list of companies prepared for consideration, prior to circulation to members as LINK's amended policy on BS'ship requires. In response to various concerns amongst trustees regarding a previous list and to address concerns expressed in the network about various other companies, those which Alice had been able to include were mainly small. The meeting recognised that the financial return would be limited therefore whilst these companies' potential interest in working with LINK could generate unforeseen demands. Trustees therefore questioned the value of LINK's pursuing BS.

The meeting revisited LINK's philosophy - a mix of opening the door to some form of relationship with business, and establishing an additional income stream, assessed the impact which network caution about relationships with corporates imposes on LINK at a network level and decided that LINK should:

- cease proactively pursuing companies as Supporters
- continue policy of identifying and approaching companies as sponsors for short-lived events or projects (SEW, Congress, conferences, eg)
- drop BS as an element of LINK fundraising strategy in future, continuing to identify and pursue potential Organisational Supporters
- leave the option on LINK's website for companies to approach LINK as Supporters (after which normal process of vetting applies)
- though should no companies approach LINK by autumn 2016 -
 - let Scottish Power (existing BS) know that the category will close in December
 - prepare to close the web option to future use after that date
- Revise 5-year budget to reflect this direction of travel

Actions: Let the network know, contact SPower if appropriate in autumn, amend the FR strategy

5 TRUSTEE CONTACT REPORT

Helen had met with all trustees (including Mandy Orr who left the Board in November and not including Lucy Graham who had only then joined). Her report and recommendations had been circulated and she noted that her findings had much in common with Deborah Long's report on the previous round of assessments in 2012-13. Helen thanked all trustees for the time they had given for these discussions and explained that Lucy would be included in the next assessment (2018-19).

The meeting considered Helen's recommendations from these assessments as follows:

R. Ensure that all board papers are clearly marked 'for noting', 'for decision' etc, so that board meetings can focus on strategic matters rather than being drawn into discussion on operational matters. Likewise emails should be headed 'for information' or 'for decision' to help prioritisation – Staff would signpost documents to state what is needed of trustees.

R. Consider setting up a board sub-group to cover evaluation of the work programme and to inform board meetings on the progress of the new Group structure/agreed priorities – Need for a subgroup on evaluation to be assessed.

R. When considering co-opting board members from outwith the environment sector, think about whether this expertise (eg, in fundraising) can be better harnessed through other means than as a trustee – Mandy Orr had felt that as an outsider to LINK, her involvement as a trustee had not been the best use of her time, in relation to LINK's ambition to keep a fundraising eye on things.

R. Consider assigning roles to trustees in terms of being the contact person for a number of member bodies and potentially also to one external stakeholder body, so the trustee is responsible for keeping in touch with these organisations and managing that liaison – The meeting did not see a need to assign a trustee to members, as members generally find it easy to talk with trustees and staff. Annual opportunities to meet are offered to all members.

R. Board members should engage with as many parts of LINK as possible to understand the network more fully – Trustees observed that the Groups need to ensure the right members are involved at any time. Also that LINK should ensure a good level of correlation between Trustees and Groups (through trustees involved in Groups). And that network meetings should be used to find out if more is needed of trustees.

R. Trustees need to be aware of the importance of solidarity at this particular time, when the board is responding to members' desire to direct them towards ways of prioritising and organising LINK activities, as opposed to the previous way of working in a more organic process – Important to have board members at network meetings, for interactions there, esp. as LINK goes through the current decoupling of board meetings from network meetings.

R. Chief Officer and Chair to consider the role of staff in board meetings - Adjustments would be made so that in general the CO attends with other staff as need dictates; Trustees recognised that on occasion the location of meetings will dictate whether some staff are/are not present and that there is a value to staff in having access to the Board on occasion.

R. Consider a LINK-hosted CEO get-together, hosted by Chair and possibly including Hon Fellows – The meeting felt that CEOs may well be supportive of what LINK is doing (for their orgs) and content for the relationship with LINK to be led by someone on their staff. However, trustees recognised the (large) assumption in LINK's strategy that Reps will ensure alignment between LINK priorities and positions and their organisation's work and positioning. On some issues and / or for some organisations, it was noted that LINK will need to be proactive in checking for read-across or discussing concerns (eg with NTS in relation to positioning over deer management). The annual offer of contact meetings with Trustees should ensure members are encouraged to think about their relationship with LINK and flag the need for discussion.

Actions: Chair and CO

6 PROGRESS IN CONTEXT OF NEW LINK STRATEGY

6.1 Group priorities, overarching themes –

The meeting noted progress with the transition to 6 overarching themes led by Groups. Some Groups had not yet met. Responsibilities of Subgroups and their relationships with the Groups, also the necessary inter-relationship of Groups and Subgroups were yet to be worked out.

Social justice, though prioritised by the network, did not have a committed group though despite a December meeting and a 'fairer Scotland' submission. Trustees were keen to underpin the prioritisation and saw political opportunity for LINK to influence change in this area. To ensure a workstream they proposed that LINK consider commissioning work designed to have impact and act as a reference point, involving Advocacy staff, possibly focussed round a public event. And to invite external speakers to the May networking meeting.

Action: propose to members and establish Subgroup involving interested members and trustees

From priorities so far identified by Groups which had met, the meeting did not see a clear contender for LINK-wide campaigning. The suggestion was made that LINK incentivise even stronger prioritisation by asking each Group to prioritise one area of work for which LINK will offer some (additional) form of resource. This would be raised with the afternoon Network meeting and could be revisited at April Board and May Network discussions.

Action: Chair, staff

6.2 Operational Plan & revised KPIs - The meeting noted the operational plan prepared to implement the strategy, against which the Board would see 6-monthly progress reports. LINK's KPIs had been revised in relation, with the advice of Graeme Reekie, Consultant.

7 FINANCIAL MATTERS

7.1 Fundraising – Trustees noted the report on recent fundraising. The meeting then discussed concerns amongst LINK and a number of its members about impact of likely cuts in grants from SNH. The meeting agreed that LINK and some of these members should co-sign a letter to SNH to express concerns and seek a meeting to consider the future of important ENGO conservation work.

Action: Staff to draft and coordinate SNH letter; raise at meeting with Minister

7.2 Budget outturn and forecast – Tim spoke to the management accounts reporting a likely deficit of £30k, some £5k higher than budgeted, owing to greater discretionary spend during the year, and the decision to freeze subscriptions at previous year's rates. Subscription income remained a substantial income stream despite that freeze and even though fundraising was tougher finances were still generally healthy. A fairly tight rein was being kept on spend, except where positive decisions had been made to spend more (eg., energy review). If the forecast bore out LINK would draw slightly on its reserve by the financial year end. Tim reminded the meeting that LINK's reserves level had been raised last year, in part to provide a means of ensuring the network could continue to provide important services for a period of 3-4 years. Functioning of current projects was noted – all under good control. For both the Marine and Flourishing Scotland projects, fundraising was underway to secure support for a further three years' work. The fundraising climate was very challenging.

7.3 The 5-year projection – Tim reported on some adjustments to assumptions around grants and other sources in the adjusted 5-year budget and noted that the decision to drop BS from LINK's active FR strategy would increase the forecast deficit. The picture for the next four years was one of annual budget deficits, where LINK's current level of operations was sustainable throughout, but not indefinitely. Whilst LINK would apply strict controls about spending, year by year, grant income was a big issue and a risk even in the short-term. The meeting asked the Funding Subgroup to revisit the budgeted figures for trust support and forecast a poorer scenario which reflects the level of challenge, with some detail necessary

emphasis, possible sources, whilst acknowledging that it is hard to predict. Trustees asked if LINK could review other sources (eg supermarkets).

Action: FSG

8 RISK REGISTER

8.1 The meeting saw and approved the latest version of LINK's risk register, re-formatted and prioritised in line with trustees' suggestions of the previous year.

8.2 The meeting agreed LINK must continue to urge members to undertake carbon accounting and the importance of ENGOS practising as they preach. And to provide carbon accounting forms at main LINK meetings to gauge modes of travel.

Actions: staff

9 POLICIES UPDATE

The meeting gave its formal approval for the set of policies which had seen comprehensive revision and some augmenting over the last eight months. Trustees had undertaken to check and comment on specific policies in this large tranche.

WRT the equal opportunities policy, staff were asked to check consistency of opt-outs.

A few policies were still under review and would come to the Board for approval.

The meeting agreed that LINK had no need of living wage accreditation.

Actions: staff

10 AOB

10.1 The Board was pleased to hear that the Scottish Beaver Group was thinking of joining LINK.

10.2 The meeting noted the possibility that there were one or two areas of LINK's work (eg legal strategy) where Andy Myles might be invited to retain an involvement (in due course as an Hon Fellow for example) on the basis that this does not impact the work of the Advocacy Officer and team.

10.3 Member contact issues – Noting that NTS had not signed up to the refreshed strategy, the Board asked if staff would explore with Diarmid the value of a conversation with some of the Trust's board members. SWT was keeping its membership of LINK under review, in terms of the bigger picture, available budget and value for money. Helen and Jen had agreed with Jonny Hughes in January to hold a further trustee contact meeting with him and his colleagues in the spring.

Action: staff