



MINUTES of LINK Annual General Meeting held at Friends Meeting House in Edinburgh on 7 December 2017

PRESENT

MEMBERS:

Helen Todd, Chair & Ramblers Scotland
Tim Ambrose, Treasurer & Cairngorms Campaign
Charles Dundas, Vice Chair & Woodland Trust Scotland
John Mayhew, Association for the Protection of Rural Scotland
Suzanne Burgess, Buglife
Matthew Crighton Friends of the Earth Scotland
Denis Mollison, Hebridean Whale and Dolphin Trust
Calum Duncan, Marine Conservation Society
Lorna Scott, National Trust for Scotland
Pete Ritchie, Nourish Scotland
Clare Symonds, Planning Democracy
Davie Black, Plantlife Scotland
Vicki Swales, RSPB Scotland & Paul Walton, Trustee & RSPB Scotland
Sarah Robinson & Helen Senn, Royal Zoological Society Scotland
Roger Powell, Scottish Countryside Rangers Association
Eddie Palmer, Scottish Badgers
Angus Miller, Scottish Geodiversity Forum
James Nairne, Scottish Wild Beaver Group
Beryl Leatherland, Trustee & Scottish Wild Land Group
Sarah Dolman, Whale and Dolphin Conservation
Esther Brooker, WWF Scotland

STAFF: Jen Anderson, Emilie Devenport, Daphne Vlastari, Alice Walsh and Calum Langdale

WELCOME

Helen Todd opened the meeting at 16:00, thanking all for coming. She reminded the meeting that with numbers short of a quorum, decisions reached would be shared with absent members for approval before they were acted upon.

1. APOLOGIES FOR ABSENCE

Craig Macadam, Trustee & Buglife; Liz Ferrell, Bat Conservation Society; Ruth Mitchell, British Ecological Society; Paul Kirkland, Butterfly Conservation Scotland; Guy Linley-Adams, Salmon and Trout Conservation Scotland; John Thomson, Scottish Campaign for National Parks; Eila Macqueen, SCAPE Trust; Sam Gardner, Trustee & WWF Scotland; Maggie Keegan, Scottish Wildlife Trust; Joyce McMillan, President

2. MINUTES OF LAST MEETING ON 21 NOVEMBER 2016

The draft minutes were approved as an accurate record and were proposed by Tim Ambrose, seconded by Charles Dundas.

3. MATTERS ARISING

None were raised.

4. ANNUAL REPORT & ACCOUNTS FOR YEAR TO 31 MARCH 2017

Helen Todd noted that the report gave testament to the network's achievements, and length was inevitable in doing credit. She thanked members for their work and for maintaining LINK's momentum, and invited comments.

Pete Ritchie asked if LINK prepared a short version for publication. Jen indicated that LINK was proposing to do so this year.

Invited by Helen to present the year's accounts, Tim Ambrose recommended these to the meeting. He recorded thanks to Karen Paterson, LINK Finance Manager, for keeping such accurate records that the financial examination had gone seamlessly, and thanked Jen Anderson and Alice Walsh for their work in drafting and proof-reading the report.

Tim reported that in the year to 31 March 2017, LINK had spent around £7,000 more than it had brought in, thus eating in to the surplus built up previously of around £250,000. The objective for restricted funds had been to spend out, in areas such as marine, and in this respect LINK had budgeted to spend more than it had brought in that year. The Board anticipated that the 2017/18 year would make further inroad to the unrestricted reserves, though aspired to achieve balanced budgets in the four years beyond. Overall, LINK was quite healthy financially, with a good budgetary system, and what seemed relatively stable income sources at this stage, albeit that this could change. Following Board discussion two years previously about pros and cons of investment in a period of uncertainty, and noting that endowment was not relevant to LINK, Trustees had determined that cash was the most appropriate way to hold its reserves.

Beryl Leatherland asked if LINK's cash reserves savings should be spread to have protection by bank guarantee. *Secretarial note: Tim gives his apologies for not having the information fully to hand at the AGM. The current situation is that the Financial Services Compensation System scheme is available to small companies and incorporated charities with turnovers of less than £5 Million, as well as to individuals. For some years, LINK has divided its monies between banks to benefit as far as is realistic from this protection. LINK is eligible for protection of up to £85,000 per bank with which it has accounts, currently Triodos and Nationwide. The Board monitors this and will review in January as LINK's Nationwide account reaches term.*

Tim said that LINK's financial position had taken a turn for the better recently, with funding awards from the John Ellerman Foundation (for marine) and from the William Grant Foundation (WGF) for core spend as LINK saw fit (this was, among other, supporting Calum Langdale's post as Species Champions Officer). The situation at autumn 2017 contrasted a lot with projected deficits which the Board had contemplated in autumn 2016, after several non-successful fundraising bids and in anticipation of a drop in LINK's public sector funding. For this reason, members had been consulted in spring 2017 about the possibility of a 7% rise in subscriptions and the Board had clearly registered members' rejection of so steep a rise. Since spring 2017 the WGF monies among other had helped turn the financial projection round and LINK's public sector funding had continued (level with 2014 amounts) which was better than anticipated. Hence, the Board's revised proposal for a rise of 4% in subscriptions for the following year.

Tim reported that when LINK had made a surplus of £30,000 several years previously, he had proposed holding subscriptions flat for a year. However, this decision had coincided with the end of certain core funding grants to LINK, and in addition subscription income had consequently contributed relatively less to LINK funds the following year. In retrospect, he felt therefore that flat-lining subscriptions should be avoided, given the impacts this could cause.

John Mayhew proposed thanks for the fantastic job which the LINK Board and staff did on behalf of the members in respect of maintaining financial stability and bringing in new funds. Calum Duncan seconded this, extending these thanks to all the staff involved in LINK.

The report and accounts were proposed by John Mayhew and seconded by Calum Duncan.

5. ELECTION OF TRUSTEES & OFFICE BEARERS; APPOINTMENT OF PRESIDENT & HONORARY FELLOWS

Trustees:

Helen Todd thanked Trustees who had served with her on the Board, particularly over her last three years as Chair. She had found the experience challenging and involving a fair amount of work and thinking, when deciding what would be best for the network on their behalf. She hoped that she had judged things right. She had also felt the roles to be a privilege and found the responsibilities on the Board valuable to her in other areas.

Helen reminded members of Jen's email of 4th December which had indicated changes to the proposals in the circulated paper 3. These came in the wake of Ian Findlay's very recently decision to stand down from the Board owing to other commitments. Ian's decision created a second vacancy on the Board, alongside Helen's own retiral. Two nominations for Clare Symonds and Helen Senn had been received in response to the Board's autumn call for nominees, which had highlighted skills in campaigning, marketing or promotions. Helen Todd invited Clare Symonds and Helen Senn to say a few words to the meeting.

Clare was Chair of Planning Democracy which she had founded 8 years previously. As a community development worker, she saw her strongest contribution as being experience of community work and development. She was an ex-nurse, and very people-focussed, with interest in campaigning for environmental matters. She had several years of experience as FoES' Head of Community Action.

Helen had worked with RZSS for 7 years in the area of conservation genetics as these relate to change management. Her experience included species restoration in UK and elsewhere and she had campaigns experience with particular interest in refugee issues. Helen was excited and enthused at the opportunity to serve on the Board and believed that there was a lot to learn.

Helen Todd recommended the election, en bloc, of Clare and Helen to the Board. This was proposed by Sarah Dolman and seconded by Pete Ritchie.

Matthew Crighton asked if this required a vote of approval: the meeting welcomed Clare and Helen by acclaim at John Mayhew's suggestion.

Office bearers:

Helen drew members' attention to the circulated Board recommendation that members elect Charles Dundas as Chair (Charles had served for two years as Vice Chair), Craig Macadam as Vice Chair (Craig

had served on the Board for several years), and Tim Ambrose as Treasurer (Tim had also served for some years).

The recommendation was proposed by Roger Powell, seconded by Eddie Palmer.

In response to Matthew Crichton's query about gender balance, Helen indicated that the Board had particularly encouraged nominations from females.

Helen noted that the Board had the option to co-opt two further trustees if needed in relation to the review of skills which would follow the changes being decided by the AGM.

President:

Helen presented the Board's recommendation that members re-appoint Joyce McMillan as President. Joyce had served two years in what is normally a 3-year tenure and in the past year had supported LINK on Brexit, with SEW, at the EEB conference, LINK's 30th anniversary, among other, with enthusiasm and aplomb.

The Board's recommendation that LINK re-appoint Joyce as President was proposed by Denis Mollison and seconded by Eddie Palmer.

Honorary Fellows:

Helen noted LINK's growing number of Fellows as a great resource for LINK's groups to draw on. The Board was recommending Stuart Housden, who had retired as RSPB Scotland's director, for fellowship. Additionally, in the wake of his recent decision to retire from the Board, Trustees were pleased to recommend Ian Findlay as a Fellow. Ian had served with SWT as conservation director, before other career roles including his current directorship of Paths for All. His contributions on the Board in governance, policy and operational matters had been of great value, as was his knowledge of the health, physical activity and active travel sectors with which LINK had agenda in common.

The Board's recommendations were proposed by Beryl Leatherland and seconded by Esther Brooker.

6. APPOINTMENT OF INDEPENDENT FINANCIAL EXAMINERS

Tim Ambrose recommended the reappointment of Mike Crerar of Geoghegans CA of Edinburgh, reporting that Mike did a good job as LINK's IFE, inexpensively and efficiently.

The recommendation was proposed by Tim Ambrose and seconded by Calum Duncan.

7. ANNUAL SUBSCRIPTIONS FOR THE YEAR 2018/19

Tim spoke to the Board's proposal for a rise of 4% in subscriptions for the financial year 2018-19, with the lowest subscription remaining at £125, the rate to which it had been increased in 2016 from its previous level of £100. The proposed 4% rise would be applied across the rest of LINK's current slab system; the bands related to members' gross income for their Scottish operations. Tim reported that Trustees, conscious of some concerns with the system, would review it thoroughly in 2018, comparing it with other models and assessing whether transitions between bands could be smoothed, as the jumps could be quite challenging. Tim invited questions on the Board's proposal.

Sarah Dolman asked if the rise in the lowest band had caused smaller members problems. Tim said that while this was noticeable as a cost to the smaller organisations, of which he represented two within LINK (Cairngorms Campaign and Scottish Wild Land Group), these bodies found real value from their membership and recognized that the subscriptions policy must be fair to small and large payers.

Helen Todd reminded the meeting of the importance of LINK's membership income, in particular to its independence of voice and ability to challenge where necessary, with impunity. The membership stream was important also as one of several streams which reduced reliance on any one stream.

Roger Powell asked if LINK's policy was based on members' unrestricted or restricted income. Tim indicated LINK policy is to take a member's gross income into account; for UK members this would be the income of the Scottish body or operation. This meant that where an organisation's income increased by dint of new funding for a particular initiative, its banding would also change upwards. Trustees recognized that this was difficult for members and would consider whether to propose that no member should face a jump of more than one band in any one year.

Eddie Palmer noted that Heritage Lottery funding awards to members would make them vulnerable to rises. Tim agreed that it was tricky to arrive at a system which did not cause some difficulties. Helen Todd reiterated that the Board appreciated that members had some concerns and its review would consider these.

Tim proposed the Board's recommended 4% rise for 2018-19. Calum Duncan seconded this, and the meeting was invited to vote, with outcomes as follows:

In favour of the rise: 17 members

Not in favour: 0 members

Abstaining: 3 members

8. ANY OTHER BUSINESS

- (a) Young person/Year of Youth: Pete Ritchie proposed that LINK consider co-opting a young person on to the Board during the Year of Youth as a development opportunity. Helen Todd welcomed this suggestion and indicated that the Board would consider further.
- (b) Gender balance: Jen reported that the Board had given thought to gender balance when reviewing skills needs. Besides encouraging nominations of females, they had observed that the staff team was entirely female (Calum Langdale had since been appointed). Generally, gender tended to be fairly well balanced across LINK's operations. Vicki Swales agreed that gender was not an issue on which the network needed to feel concerned at this point.
- (c) Tribute to Helen Todd: As she prepared to stand down, the meeting thanked Helen for her significant contribution on the Board, and particularly as Chair for the past three years. Charles Dundas noted that Helen had done much of the role herself rather than calling on him to deputise, and presented the perfect public face for LINK: like the membership, she was both complex and full of talent, but most importantly, respected by everyone.
- (d) All were invited to a festive gathering at the Albannach on the High Street.

Helen closed the meeting at around 16:35.