



## Minutes of Board Meeting held on 26 April 2018 at LINK office, Perth

### PRESENT:

Trustees: Charles Dundas (Chair), Craig Macadam (Vice Chair), Tim Ambrose (Treasurer), Lucy Graham, Beryl Leatherland, Paul Walton, Helen Senn, Clare Symonds; Sam Gardner (by phone)

Staff in attendance: Jen Anderson, Alice Walsh, Daphne Vlastari

### 1. MINUTES OF LAST MEETING (January 25)

Approved subject to adding Clare Symonds' name (item 4.2) and re-wording to Mountaineering Scotland (item 6.2).

### 2. MATTERS ARISING

#### 2.1 Recruitment

Both recent recruitments had attracted fewer than customary applications, probably owing to their part-time nature.

#### 2.2 Dialogue with members

Voting process on recent membership application - In recent dialogue with trustees BES had repeated concern about voting arrangements in the Board's recommendation to members on a membership application in 2017. While Helen and Jen had responded to BES' first expression of concern in detail, the Board now heard that the concern related to the fact that members' decisions to not cast a vote were deemed as votes against the Board recommendation. The meeting thought it would be more straightforward if non-voting indicated abstention and agreed to explore a change to the Articles.

**Action: Jen to raise with lawyer**

Outstanding conversations with members - Paul indicated that RSPB was positive and satisfied. He and Lucy would follow up with the two remaining members.

**Action: Lucy and Paul to pursue discussions with RZSS and SAS**

Rolling the dialogue forward – It was agreed to record dates of meetings held in 2017/18 and re-start dialogue with each organisation on same dates in 2019/20 and to include questions which inform a review of corporate strategy in 2020.

**Action: Jen to finalise spreadsheet including dates on which discussions held**

**Action: Trustees to re-start dialogue Summer 2019 and include strategic questions**

#### 2.3 John Muir Trust

Meeting reviewed LINK action to involve JMT trustees, considered how the Trust might decide in the autumn, noted peer pressure from members carries greatest punch, though at senior management team and board levels rather than the operational level of mutual policy work.

**Action: All Trustees to take any opportunity to follow up with JMT's trustees and CEO**

**Action: Charles to reprise discussion with Andrew of a LINK presentation to JMT's board**

**Action: Jen to take soundings from some of LINK's Fellows**

## 2.4 Recent SNH liaison

Heard a report on the March meeting with SNH on future funding for biodiversity which had noted willingness to share approaches to Lottery on biodiversity, some consensus around the Routemap. ENGO advocacy over recent years appears to have helped. Strategic discussion was now planned with stakeholders (SNH leading) around post-2020 targets. Noted opportunity for LINK to campaign over a period of years in a format similar to that for the REFIT of Nature Directives, with support of Species Champions, interest from Parliament from National Performance Framework viewpoint, potential links to Continuity Bill commitments to integrated strategic assessment of environmental policy, and the chance to combine with advocacy on the Routemap. Upcoming Montreal and Egypt meetings relate and we should press for ENGO input there.

**Action: Craig to re-schedule Wildlife Subgroup meeting to develop thinking**

## 2.5 Congress, 30 August

Steering group had developed thinking for short evening event, with speed talks, around theme of Campaigning Successes, with examples such as the Nature Directives REFIT campaign, Have You got the Bottle (deposit return campaign), the Marine Protected Areas campaign, the campaign for the 'ban' on Fracking in Scotland, and beavers reintroduction. Congress will follow on from the Advocacy Training during the day. The day coincides with a meeting of UK ENGO heads (2020 group) taking place in Perth – who have been informed and will conjoin with the evening event.

## 2.6 Centre for Plant Health

Paul reported on plans to establish a centre for Scotland which could, among other, give important space for consideration of issues such as phytophthora, chalara, etc. Paul had put forward the proposal of LINK being used as a gateway to access ENGO contributions to such thinking.

## 3. OPERATIONS

### 3.1 Political Strategy Report at Spring 2018

Daphne spoke to her report as circulated, highlighting key issues to trustees. The meeting thanked Daphne for her excellent work, welcoming the overview, noting some signs of LINK's voice being effective. Discussion points were:

National Environmental Network (NEN) – Noted LINK's case for NEN has not traction with SG yet, needs refinement to achieve our ambition that it become a framework for nature strategy post-2020. Discussion needed with Marine Group over options to link NEN to MPAs for consistency of ambition in terrestrial and marine environments. NEN should be a LINK ask for next Programme for Government; could be proposed as framework for the SG's review of environmental strategy.

**Action: Craig & Daphne involve marine players in May workshop on post- 2020 campaign**

Getting value from Lloyd Austin's role as UK Board member of EEB – Noted SG's observation on value of LINK as partner on Continuity Bill, National Performance Framework - and that this presents opportunity eg., to argue for membership of the European Economic Area. Scotland would have coherent framework, with circular economy work afoot, relevant links to its post-CAP arrangements, etc. Could EEB become a closer partner eg by running an MEP Species Champions scheme or other parallel schemes such as NEN if we succeed there?

**Action: Jen to include for consideration at May network and August board meetings**

An Environment Act – Potentially a significant opportunity ahead, likely to kindle interest across LINK in a strong pro-environment campaign; useful to develop a collective view on its scope beyond the Continuity Bill requirements, including biodiversity asks. Need to build in capacity to take forward via the Governance Group with input invited from other LINK policy groups. Governance Group has discussed UK context; Greener UK have retrenched from support for a UK Environment Act so we need to clarify what we would want of this and put more effort in. Timescale relates to SG's plans to consult (*from September, we believe*) and there are obvious links to our plans for Brexit comms campaigning.

**Action: May Network meeting to put system in place**

National Performance Framework – Daphne reported on the review. Government had revised all outcomes, fudging the issues over overall purpose (growth); there remains a pro-business emphasis and this is now a purpose for all involved. The environmental outcome of 'enhancement' had been safeguarded though, the NPF was good on global role, community empowerment, but weak on sustainable consumption; could have but didn't opt for an outcome/indicator on growth such as circular economy. Protected areas is among indicators and LINK is making the case for more comprehensive marine and terrestrial indicators. ECCLR Committee recent questioning of the Cab Sec esp. on enhancement of biodiversity indicators was good, asked her to come back on marine thinking. LINK has shared views with the LGC Committee where about local decision-making. Internally, there was still need for greater connection between LINK policy groups.

**Action: Daphne to keep network informed**

### 3.2 Report against Operational Plan

The meeting noted that within the terms of LINK's objectives and KPIs, the report indicated a sense among the network that progress on some fronts was good and improving, though more traction was needed on other issues. The framework captured both outputs and impacts which the network judged LINK had, in terms of voice and influence; as ever, LINK wants its advocacy to result in good decisions which protect/enhance the environment; to this end a higher-level summary on the three strategic objectives would be a useful addition to the report.

**Action: Staff to include high level summary (overview) per strategic objective**

### 3.3 Strategic Review period

The meeting felt that current strategic objectives are fit for purpose, network strategic aspirations are unlikely to be significantly altered by debate at this point; and noted that LINK will be using its EFF funding to deliver against these objectives between 2018 and 2021. It was agreed that the period of LINK's strategy, originally 2016-2019, would be re-set to 2016-2020. Planned dialogue with member bodies from summer 2019 to include strategic questions of the nature LINK explores with members for a review of strategy, besides issues on which they had been consulted recently. Development of new corporate strategy from spring 2020 would then draw on the outcomes of that dialogue and involve independent review of LINK's impact with external audiences. We would aim for the new strategy for 2021 onward to be signed off with members, ahead of reporting to EFF in early 2021.

**Actions: Board to advise members and prepare 2019-2020 for a new strategy starting from early 2021**

## 4. FINANCIALS

### 4.1 Outturn for year ending 31.3.18

Meeting noted that LINK had turned a budgeted deficit of £10k into a surplus of same, having only drawn down £10k of the William Grant Foundation award; overall LINK was £30,000 better off than expected from a combination of circumstances including more cost recovery, more income overall and

continued careful spending. In addition to this good outcome LINK could look forward to starting to draw down three years of Esmee Fairbairn Foundation funding from July 2018.

LINK was working with Geoghegans to have report and accounts ready for sign-off June: the previous year's narrative had been delayed owing to staff sick leave.

**Action: Tim and staff prepare report and accounts**

#### 4.2 Adjusted budget 18-19 & five-year forecast

Tim presented the budget for the year ahead and the adjusted 5-year forecast, noting that LINK was in a much better situation than 18 months previously where trustees had envisaged the need for substantial subscription increases. As the forecast showed, this situation had been turned around by trusts funding and by public sector support remaining more or less steady, instead of falling.

The meeting noted the outcomes against which LINK was to report on progress, of which two were in line with LINK's strategic objectives, ie:

- *that Scottish public policy and its implementation is improved by expertise and evidence from the LINK network*

- *that LINK remains effective efficient and accountable to its members*

while the third related closely to LINK's aspirations from its Brexit activity, ie:

- *that the environmental protections in Scotland are at least as good after Brexit as they are while the UK remains in the EU. The indicators for this outcome were: legislation for transposing EU law into Scottish and UK domestic law/Funding for Scottish agencies to monitor and regulate/Their robustness in face of any reform/Replacement of EU funding for environmental restoration work/Legal redress for communities if losing protection of ECJ and EC*

Trustees discussed progress against including the appointment of Dilraj Watson as Advocacy Officer, budget provision for the coming three-four years for significant discretionary spend, and the advocacy on Brexit (reported above).

Tim reminded the meeting that the EFF funding was for three years, and that while LINK would seek replacement funding from around half way through the grant period, there was no guarantee that the network would secure ongoing support at the level EFF was providing, long-term.

The meeting approved the budget and the 5-year forecast, thanking Karen and Jen for preparation of the papers.

#### 4.3 Bids to the discretionary project fund

The meeting noted possible pipeline bids from several of the policy groups and subgroups, which, if funded at around £4k each for example, could account for the total year's DPF. The meeting then considered the bid received from SEFF for £4,000 for development of a video for funders building on the messages in the *Where the Green Grants Went Scotland* report of 2017. It was noted that William Grant Foundation would fund a further Scottish funders event in 2019 and trustees agreed on the importance of Scottish ENGOs following through on these opportunities and in making a strong case that funders should fund advocacy work. Trustees felt SEFF's plan was efficient, and agreed to award the £4,000.

**Action: Staff to confirm award to SEFF**

#### 4.4 Proposed consultation options for subscriptions for 2019-2022

Tim spoke to the paper circulated thanking FSG members and staff, particularly Karen, for their inputs to date. He reminded the meeting that the review aimed to be revenue neutral, though in future years, the model selected would need to maintain the desired level of revenue, whilst being as fair as possible

to those subscribing. He reported the Funding Subgroup's conclusions that the principle of larger organisations paying more should hold, that total income is the least bad measure of income on which to base decisions about subscriptions (with the caveat that appropriate adjustment should be made where a member is able to demonstrate double-counting), and that the Board should decide between three options: 'As is', 'Smoothed', and WCL's approach.

Tim reported that LINK's 'slab' approach covered a range of income from £00s to £millions, had operated since the 1990s, was complex and respected the '1member, 1vote' ethos. The FSG had considered alternatives and focussed on how to systematise a smoothing of the movement between bands – as jumps were now much larger than at the start of the system. FSG members supported a recommendation from Tim for a smoothing which would lessen impacts, charging smaller members more proportionately, capping any jump at 20% in either direction so buffering impacts for any members – for example, where funding for a specific restricted project temporarily skewed their total income. While the Smoothed option would still have impacts more noticeable at the top and bottom ends, its intentions and effect were likely to be welcomed by members.

The meeting discussed the options. What of income being skewed by big capital projects? In some such cases, staff levels remain the same and there is no 'profit' from restricted income. In these cases, it was noted that the 20% capping of any rises (or reductions) should buffer members adequately over the period in which they were receiving such funding. Avoid impacting smallest members unduly where resulting funds for LINK would be much less significant. There was consensus for the Smoothed option, with the addition, proposed by Clare Symonds, that LINK maintain the £125 level of subscription up to an annual income level of £15,000. The meeting agreed to consult members on the options indicating the Board's preference, reminding them that any tax has winners and losers, justifying the measure of total income, reminding them of the safeguarding of the democracy and of the potential membership offers to the bodies as they engage in LINK.

**Action: Tim and staff to take forward consultation with members**

LINK's policy on total Scottish income, for UK bodies was briefly discussed with no action noted. Where a UK member cannot provide its Scottish income, LINK bases the subscription calculation on 10% of the member's UK income. While this only applies to a few members it is a necessary default (*JA note: at 2016-17 LINK applied the 10% rule in the case of RSPB and WDC*).

#### 4.5 Banking options to improve safeguarding of funds

The meeting approved the proposal by Tim that LINK open new reserve accounts with Charities Aid Foundation and the Charity Bank so as to ensure greater protection to LINK's reserves and good ethical returns. Trustees signed the application form for the Charity Bank account, which Karen would forward to Sam for his signature before returning it to Charity Bank.

**Action: Karen to proceed to open these accounts on behalf of Board**

### 5. GOVERNANCE

5.1 Policies, Operating guidance, Risk – The meeting approved updates which Jen had recommended to LINK's operating guidance. These were:

- adjustments throughout for accuracy and additions to the Contract with Members at section 5;
- referencing of co-optees in some sections and clarification in section 19.3 on co-optees;
- additional referencing of Fellows in some sections: some Fellows are active within and beyond the network on LINK's behalf;
- throughout, more reference to LINK policies and the need for all engaged in LINK to observe these

- new reference to lobbying legislation and how all engaged in LINK are required to respect; and
- new section 21 on working with partners which will apply mainly to Groups and Subgroups, to the partner bodies/individuals they wish to work with and to staff coordinating such work.

**Action: Jen to advise network of these changes**

#### 5.2 Managing co-option to policy areas

Meeting noted that the clarifications to guidance about co-optees were important:

- to distinguish between bodies eligible for membership and bodies which are not eligible
- to ensure there no confusion is between co-optees and organisational supporters – the latter whose benefits intentionally do not include engagement in LINK policy work
- to clarify the time limits and fees for co-optees

It was noted that Confor had decided recently not to renew as an Organisational Supporter, having realised that this did not confer the rights to engage in policy work which Confor had understood signing up as a Supporter would give them. LINK's web advice on Organisational Supporter status had been revised for clarity since Confor's decision.

In terms of fees for co-optees, Trustees agreed that the annual fee should be the same as LINK's lowest subscription and that purpose and time limit for a co-optee's engagement in a work area needs to be set out by the group lead at the outset of the relationship.

The meeting noted other instances of organisations not eligible for membership and engaging in policy work with LINK groups, such as Landscape Institute Scotland, to which the re-defined policy would apply. Making this work in practice will depend largely on the conveners and leaders to whom the responsibility is delegated, including that they bring proposals of co-optees to the Board's attention. The Board appreciated that these individuals might forget the detail of the guidance on occasion and agreed that LINK should rely on the guidance and take action only as and when necessary.

**Action: Staff to inform groups on the application of LINK's guidance about co-optees**

5.3 Other policy review The meeting noted that staff were assessing how LINK needs to react to the *General Data Protection Regulation* which comes into force on 25 May and keeping the *Staff Handbook* updated in relation to working with children and data retention.

#### 5.4 Safeguarding & Notifiable Events

WRT the need to safeguard children and vulnerable adults when working with LINK, LINK's Board had developed and signed off a policy in early 2018. Trustees noted the need to report to OSCR any notifiable events.

### 6. ANY OTHER BUSINESS

None raised.

### 7. NEXT MEETING

*JA note: Now re-scheduled for 2 August, Edinburgh.*