

The SOC Scotland's Bird Club



COUNCIL MEETING 81/01 12th March 2017 Minutes

*SOC Scottish Charity Number: SC 009859
A Scottish Charitable Incorporated Organisation*

Session 81/01 of Council was held at 10.30 hrs on the 12th March 2017 at the RSPB Loch Leven reserve, Kinross.

Present: President James Main (Chair), Jeremy Wilson (Vice President), David Heeley (Hon Secretary), Andrew Thorpe (Hon Treasurer), David Bain, Lesley Creamer, Iain Gibson, Roger Gooch, Alan Knox, Richard Leslie, Bob McGowan, Melvin Morrison, David Rackham, Neil Stratton, Paul Taylor and Chris Wernham.

In attendance: Wendy Hicks (SOC HQ) and Jane Cleaver (SOC HQ).

Action

- 1 Welcome** The Chair, James Main, welcomed elected member Chris Wernham to her first meeting of Council, noting that her professional experience with the SOC's partner organisation, the BTO, would be particularly valuable to Council as the Club continued to grow and develop.
- 2 Apologies for absence** Apologies were received from Frank Hamilton, Helen Aiton and Alison Creamer.
- 3 Absent** John Campbell, Angus McBay and Geoff Sheppard were absent.
- 4 Minutes of Council Meeting 80/04 held on 4th December 2016** The minutes for meeting on 4th December 2016 were approved without amendment.
- 5 Matters arising** Council noted that the majority of outstanding actions were agenda items, or in the case of two or three, completed or in progress.
- 6 Finance** The Treasurer, Andrew Thorpe (AT) presented his report to Council.
 - i. Responding to a query that had been raised at the previous meeting regarding any ethical policy that the Club adopted with respect to the investment portfolio that was managed by Brewin Dolphin, AT informed Council that he had scrutinised what records there were concerning this. He reported that, as far as he was able to determine, the Club had not in the past developed an ethical policy for its investments. He had managed to locate a broadly phrased draft statement dating from 2010, and also noted that this was a matter that had

been brought up at an Annual General Meeting and at Council in 2014. He pointed out that no specific queries had been raised with Brewin Dolphin in the previous year. In general, he noted that:

- Brewin Dolphin were a dedicated charities Investment Manager and Council had not placed any specific constraints on our portfolio
- the Club investments are in a number of Trusts, and monitoring individual investments was impractical and unrealistic
- there was a need to balance income growth with any ethical stance that the Club wished to adopt.

He concluded that, in his view, the overall approach that Brewin Dolphin adopted would be compatible with the generality of its client base as charities. It was noted that other charities with which members had some familiarity adopted the practice of enquiring about the ethical status of their portfolio at the annual review with the Investment Managers, and it was agreed that this issue would be one that the prospective Finance Committee should address, and report to Council on an annual basis.

**Finance
Committee**

ii. With respect to the clarification asked for by Council at its last meeting regarding the issue of the sale or return figures and whether these included or excluded VAT. AT informed Council that the footnotes to the Accounts now indicated the VAT status. Whilst it was a rather complex issue, in general SOR non-VAT sales generate income, and SOR VAT items are commission on art sale at 30% + VAT. In addition there were optics sales shown as SOR VAT. Whilst noting that these items could potentially be presented in a more transparent manner, the Independent Financial Advisor was reluctant to see any change in headings in the accounts, but he undertook to investigate this possibility further. AT noted that the Branch Accounts need to be returned to Waterston House for the end of year financial statement, and that he would be contacting Branch Treasurers.

AT

iii. Moving to the Profit and Loss account, AT noted that at January 2017 the Club was showing an overall surplus of £8k. The financial year ended in March, but the skewed timing of various payments meant that it was difficult to predict the final figures. Whilst the Club showed a deficit in 2016, he had found that end of year balance (positive or negative) varied from year to year, in many cases being strongly affected by the success or otherwise of the exhibitions. Taking a longer view, it was clear that over a 7 to 8 year period the Club has effectively broken even. Council agreed that this did mean that the Club was in a somewhat precarious and vulnerable position, but that this was to a large extent ameliorated by the significant assets on the Club balance sheet and the excellent investment income.

iv. Council noted that Club Subscriptions were due for review every two years. They had been raised in 2011 and 2013, and it had been agreed that there should be no increase in 2015. A number of issues needed to be addressed including the categories of membership as well as the overall subscription rates. AT agreed to consult with the Development Officer (Jane Cleaver) and bring specific proposals to the June meeting regarding subscription increases and membership categories.

AT

v. Considering the broader implications of the financial status of the Club, and in particular impending expenditure on IT infrastructure, Council expressed some concern that at present the general approach to finance had been essentially reactive. The Club had benefited in recent years from sound financial management, but lacked a structured way of dealing with issues such

as IT replacement. It was agreed that overall there should be a move towards financial budgeting and a much more structured approach to financial matters in the future. It was agreed further that the Risk Register that had been presented to Council by the Management Committee in 2015 might be a starting point and act as a reference document for budgetary planning. It was agreed that the Management Committee would review the Register in this context at its next meeting.

AT / JM

7 Finance Committee remit

The Treasurer, AT, presented a paper detailing the remit of the new Finance Committee. Council welcomed the paper and agreed to adopt the remit. Council accepted the advice of the Treasurer that the Committee should be formed after the end of the current financial year, noting that there were already a number of important issues that the new body would need to address.

8 Branch and Membership Development

The Development Officer, Jane Cleaver (JC), presented a report reviewing the current position regarding Club memberships. The total number of members at 6th March 2017 was estimated to be c3325 on the basis of c2779 subscriptions (including family memberships). This figure represented a modest increase for the year from March 2016. A number of key points were highlighted, including:

- Lothian region continued to produce the largest number of new recruits
- the majority of new members joined online with 43 out of 65 new members using this facility
- there had been a welcome increase in the number of Christmas Gift memberships
- the analysis of membership cancellations was still proving problematic. In many cases the membership simply lapsed. The Club had taken a number of steps such as email reminders and overdue letters which reduced the number of cancellations and increased the renewals at least for those paying by cheque. JC would be sending out an e-survey to investigate further the issue of lapsed membership and direct debit cancellations.

JC

JC concluded her report by noting that there had been a serious issue affecting the Club website which had become corrupted during the uploading of new material. It had largely been corrected and reinstated. JC was actively investigating website companies that were Edinburgh based to provide technical support as the website developer had moved to the USA which made communication difficult and it was proving impractical to continue with this contract.

JC

The issue of the problems with the Club website lead to a broader discussion of how the Club communicates with interested birders and Club members. The role of local Branches was recognised as important in drawing attention to the facilities and information that was available. Council noted that there might be some merit in considering the formation of a Communications Committee. It became clear during discussion that Council should proceed with the development of a Strategic Plan where issues such as new committees could be contextualised. It was noted that progress towards this goal had already been achieved with the development of the Risk Register by the Management Committee. It was agreed that:

- the Secretary (DH) would circulate members with the condensed version of the Risk Register and covering recommendations that had been

DH

presented to Council in 2015, and

- Council members were invited to consider the Register and send their recommendations for the four key areas that any strategic plan should concentrate on in the initial stages, and the members' views about the composition and remit of a putative Strategy Group who would guide the process, and send these to the Secretary who would collate the responses for presentation to the next Council meeting.

9 Conference update

The Chair (JM) confirmed that the conference theme would be *Migration*. He informed Council that he had approached six key speakers who would cover a range of topics related to the overall theme. The programme would be completed by the end of May so that the advertising could be placed in the June issue of *Scottish Birds*.

The Office Manager, Wendy Hicks (WH) noted that the organisation of the spring conference 2017 in Dunfermline was completed. Numbers at the point of speaking were down a little on previous years but still represented a very good attendance. WH confirmed that the 2019 Spring Conference in conjunction with the BTO would be held in Oban.

10 Development of a Birding App for smartphones

Jane Cleaver (JC) presented a comprehensive paper to Council highlighting the progress that had been made on the specifications of an app that would offer users a birding site guide to Scotland. The paper provided illustrations from simulations of the physical appearance of the guide on the phone display, the types of information that would be available, and provided an insight into mapping, usability and content. JC highlighted that the app was novel, and as far as she could determined there was nothing like it at present on the market. Whilst this was in many ways an advantage, it did mean that it made predictions about the level of possible downloads difficult and speculative. The paper outlined a number of areas in which clear decisions needed to be reached, including funding models, operating system platforms, and the objectives of developing the app. Council welcomed the proposal with enthusiasm recognising that this would be an excellent vehicle for promoting the Club whilst providing a very useful facility to Club members and visitors to Scotland alike.

Following extensive discussion of the various alternatives presented in the paper, Council agreed that:

- the project should go ahead
- the app should be free. Council noted that that majority of apps currently available for smartphones were free, and that charging would act as a disincentive to use. Further, Council noted that a paid-for app, or an app with in-app purchasing would run counter to the charitable status of the SOC and would necessitate the creation of a limited company to receive the income. This would be both cumbersome and at variance with the Club's intentions
- Council agreed that the primary purpose of the app would be educational (in the broadest sense) and thus compatible with the Club's constitutional objectives. The app would also have an important role in promoting the Club's image as *Scotland's Bird Club*
- it was agreed further that the development costs would provide a very good use of the *Birds of Scotland III* fund.

- a number of technical issues regarding potential platforms were identified. Council was informed that writing a single set of code and then porting the same code to both the iOS (Apple iPhone) and Android systems presented a number of challenges that could not be easily solved because of fundamental differences in the ways that the two systems functioned. Council accepted that the app must be available for both the iPhone and Android based smartphones through individually tailored coding, and that this would incur greater costs, whilst offering a more robust and easily updated application.
- There was a need to identify an editorial team and a Lead Editor.

It was agreed that JC would obtain quotations for the development work. Alan Knox (AK) agreed to scrutinise the quotations and seek outside opinion about the reasonableness or otherwise of these. It was also agreed that, should the quotations prove satisfactory then following discussion with the Treasurer (AT) the project should go ahead. Alan Knox would provide a progress report at the next meeting of Council

AK / JC /
AT

The Chair (JM) thanked JC and AK for the development work to date, and on behalf of Council warmly welcomed the proposal.

11 Formation of a Birding Committee This matter was carried forward **JM**

12 Bird Recorder's Conference Council noted that this was an initiative of former Council member Ray Murray. The Chair drew attention to the fact that the last such conference was held in 2009, and that another was overdue. There were several issues that could be fruitfully discussed, and he noted that Mark Holling had indicated that he was keen to be involved. It was agreed that the best model would to have a single conference that covered the whole of Scotland, rather than splitting the conference up into different regional interests. There was enthusiasm for such an event, and it was agreed that:

- Chris Wernham would approach Stirling University through her contacts to investigate a possible conference venue **CW**
- The Chair would collaborate with Mark Holling on an agenda and conference programme **JM**

Council welcomed Ian Gibson's offer of assistance in developing the event. **IG**

13 Watson Birds events. Council considered a paper outlining a proposal to hold events commemorating Donald Watson to promote public interest in raptor science and conservation. Speaking to the paper, the Vice-President, Jeremy Wilson (JW) noted that the dates now set would be 22nd – 23rd September and that the events would involve both Watson Birds and the RSPB. The first day would involve events in Edinburgh, and the second in Dumfries and Galloway at Dalry. Council agreed that SOC should be involved, and that the Club could perhaps erect a stand at the Day 1 events and that the local branch should investigate involvement on Day 2. It was agreed that JW would respond positively to Watson Birds on behalf of the Club, and explore the possibility of an SOC speaker slot on Day 1. **JW**

Continuing with the theme of Donald Watson's forthcoming anniversary in June 2018, the Chair informed Council that Waterston House had been approached about the possibility of mounting an exhibition of Watson's work in the corridor leading to the Gallery. Council noted that the Library

Committee had already debated the proposal and the Committee had reservations due to the size of the works (being inappropriate for the confined space) and the need for conservation work to be carried out before they were hung. Council also noted that there might be an adverse effect on gallery sales. The Chair agreed to investigate the matter further and report back. **JM**

14 Staff Job descriptions and pay scale.

The Chair (JM) gave a verbal report to Council on the progress being made by the Management Committee in reforming the way in which the club approaches staff job descriptions and pay. He informed Council that a system of staff Grades had been devised with an associated spinal pay scale and that revised Job Descriptions had been produced that permitted all staff to be assimilated onto the Grade point system and hence the pay scale. Systems of this type are widely used elsewhere and promote transparency in pay and seniority, provide a route for re-evaluating job descriptions and responsibilities, and provide a simple mechanism for any annual pay uplift. Potentially the most contentious aspect of the reform from a staff point of view was the slotting in of existing staff. To address this he had sought outside advice from HR Department of Lothian and Borders and had contracted them to provide a report. In his view the report was both professional and useful, and he and the Treasurer would be meeting with HR to finalise the matter which would then go forward to Management Committee for action.

JM thanked Paul Taylor for his work on this project as Acting Vice-President and subsequently. Council commended Management Committee.

15 Library Committee remit

Council received an updated and revised remit for the Library Committee. The remit was approved, and Council noted the appointment of David Clugston as Honorary Librarian and Ian Elfick as Honorary Archivist.

16 AOCB

Council's attention was drawn to the Scottish Raptor Monitoring Scheme (SRMS) proposals. It appeared that SOC interests and those of others with concerns for the unique avifauna had not been taken into account despite written responses having been submitted. In particular, it appeared that the views of the Raptor Study Groups had been overlooked. In the absence of concrete evidence, it was agreed that the Chair (JM) would contact Gordon Riddle of the SRMS to clarify what had occurred. **JM**

17 Next Meeting

18th June 2017 : 10.30 at RSPB Loch Leven

Signed:



Date: 18th June 2017

James Main, President