

The SOC Scotland's Bird Club



COUNCIL MEETING 82/04 2nd December 2018 Minutes

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

Session 82/04 of Council was held at 11:00 hrs on the 2nd December 2018 at the RSPB Loch Leven, Kinross.

Present: President Ian Bainbridge (Chair), Jeremy Wilson (Vice President), Lesley Creamer (Vice President), David Heeley (Hon Secretary), Andrew Thorpe (Hon Treasurer), Zul Bhatia, Will Cresswell, Roger Gooch, Peter Gordon, Elizabeth Irwin, Bob McGowan, David Rackham, Neil Stratton, and Chris Wernham

In attendance: Wendy Hicks (SOC HQ).

Action

- 1 Welcome** The incoming President, Ian Bainbridge introduced himself as the new Chair of Council, noting that he was looking forward to open and productive discussion of the matters on the agenda. He acknowledged the assistance that he had received from his predecessor, James Main, during the handover period. On behalf of Council he thanked Club members Doreen Main and Mike Martin who were standing down from their roles in the Management and Finance Committees after many years of service, and to Paul Taylor who had stood down as the Fife Branch representative on Council. Paul Taylor's service on the Management Committee and his period in office as Acting Vice-President had been much appreciated by the Club.

The Chair welcomed Bob McGowan who had been re-elected as an Elected Member of Council at the 2018 AGM, Elizabeth Irwin (Fife) to her first meeting of Council, Alex Banwell *in absentia* (Dumfries) and Jeremy Wilson and Lesley Creamer in their new roles as Vice-Presidents with responsibility for *Birding & Science* and *Management & Infrastructure* respectively.
- 2 Apologies for absence** Apologies were received from Frank Hamilton, Helen Aiton, Jeremy Brock, Alan Knox, Richard Leslie and Melvin Morrison.
- 3 Absent** Alex Banwell, John Campbell, Angus McBay and Geoff Sheppard were absent.
- 4 Minutes of Council Meeting 82/03 held on 9th September 2018** The minutes for meeting 82/03 9th September 2018 were approved without amendment.
- 5 Strategy Group:** The Vice-President, Jeremy Wilson (JW) presented the latest iteration (5th) of the Priorities paper from the Strategy Group addressing the goals of generating

**Developing
the *Birding &
Science*
theme.**

“high quality knowledge on Scotland’s birds”. He noted the Group’s appreciation of the helpful feedback that had been received on an earlier draft from members of staff at HQ and the constructive comments that had arisen from the recent mini-conference of Local Bird Recorders at the University of Stirling. JW noted that the critical next step was for the Strategy Group to meet with representatives from some of the key Committees of SOC that are closely involved in work in this strategic area. It had been hoped that this would have taken place prior to the meeting of Council, but this had not proved feasible. He informed Council that the meeting was scheduled for 3rd December and that the invitees were Ian Andrews (*Scottish Birds* editorial group), Tom Dougall (*Research & Surveys* committee), Chris McNerny (Secretary, *Scottish Birds Records Committee*) and Stuart Rivers (*SOC Birding Officer*). One major topic of discussion would be investigating the potential for forming a “Birding and Science Committee” (provisional title) to provide oversight and strategic direction to this aspect of the SOC’s work. Council welcomed this proposal and agreed that this development should be progressed. The Group would be reporting back to Council on the outcomes of this meeting at the March meeting.

**JW /
Strategy
group**

In a subsequent discussion of the broader issues of ornithological data and bird recording, Council noted the report of the Scottish Biodiversity Information Forum had been published in November 2018 with a meeting of the Scottish Parliamentary committee scheduled for December. There were clear implications for conservation and for the bird recording work of SOC not the least being the level of funding that government was prepared to make available. These might be new sources of funding that the Club could access although it was clear that it would be many months before the government’s position was known. The Secretary, David Heeley (DH) undertook to provide a download link to members so that they could consult the main report.

DH

The discussion concluded with a brief consideration of issues surrounding the online *Scottish Bird Report*. This was seen as a unique and valuable resource, but one that was heavily dependent on the efforts of a very small number of people. JW indicated that this would be one of the issues that he was keen to see addressed by any future Birding & Science Committee.

6 Finance

The Treasurer, Andrew Thorpe (AT) presented the Finance Report to Council. The Profit & Loss Accounts and the Balance Sheet were presented for the period to September 2018. The figures were broadly in line with previous years at this point in the financial cycle, with a slight uplift of some £1k compared with September 2017. AT emphasised that this was not the end of the financial year and that the situation was bound to change. Income from art commission had declined somewhat, but AT indicated that it had to be recognised that this was a very variable income source that remained relatively stable when considered over a five year timescale. Looked at over a 5 – 10 year period, Club income had only changed by 2% approx. A legacy of c£27.5k had still to be included and overall the Club was felt to be in a sound financial position.

AT had been consulting with his predecessor, Alan Fox, to clarify the situation regarding the Endowment and Property Endowment Funds. Some significant funds had been resting in accounts such as Scottish Widows, and the Finance Committee had agreed that these funds could be better utilised by incorporation into the General Account. These monies would be transferred to the Investments portfolio, but could still be regarded as liquid funds as they could be accessed if required in a matter of days.

The Finance Committee’s work on an Investments and Reserves Policy was continuing and it was intended to present this to Council at its next meeting.

AT

Risk assessment will be included in the Investments Policy and Council noted that this would be part of the annual negotiations with Brewin Dolphin. Work on a system of financial Budgeting was still in progress as was the review of the accounting software.

AT participated in a well-attended seminar on Reserves Policies, Charity Investments and Charity governance run by Brewin Dolphin. This had proved useful and informative, and he recommended that Council members should be aware of the future seminars and consider attending.

7 Honoraria i. Council approved the payment of the Honoraria to the Secretary and Treasurer for the period AGM 2017 to AGM 2018 at the maximum levels that had been set at the meeting of Council in December 2017 (Minutes: § 11). [The Secretary, David Heeley and the Treasurer, Andrew Thorpe, withdrew for this item].

ii. Council approved the payment of the Honoraria to the Editorial group of *Scottish Birds* for the period AGM 2017 to AGM 2018 at the levels that had been set at the meeting of Council in December 2017.

iii. The Finance Committee had, at the request of Council, considered the issue of how to determine appropriate levels for the Honoraria in the future. The current system was recognised as being *ad hoc*, and largely determined by historical precedent. The Committee were clear that, in their view, it should not fall within their remit and proposed that the levels should be assessed by a small group comprising the President and the two Vice-Presidents who could then make a firm recommendation to Council based on their analysis of the contributions made and the levels of work and responsibility that the various roles demanded. The Committee further proposed that honoraria be paid in the month following the AGM. Benchmarking against other organisations might prove beneficial. It was agreed that the Chair (IB) would report back to Council at a future meeting with the proposed levels of Honoraria for the period AGM 2018 – AGM 2019.

IB

8 Branch and Membership Development Council received a report from the Development Officer, Jane Allison (née Cleaver) (JA). Council offered its congratulations to JA for her efforts in getting the *Young Birders Training Course* (YBTC) shortlisted for the annual *Nature of Scotland Awards*. Whilst unsuccessful in gaining the category award, Council noted the extremely competitive nature of the event and felt that SOC had done extremely well as a small organisation. Referring to the YBTC, Council expressed concern about whether the Club had sufficiently addressed its responsibilities for the safeguarding of young and vulnerable people at its organised events. This matter was referred to the Management Committee to advise Council on an appropriate policy on safeguarding and disclosure statements.

DH /Management Committee

9 Conferences: update and report. The Club Administrator, Wendy Hicks (WH) presented a report on the 2018 Annual Conference held in Aviemore. The Conference had been a financial success with a shortfall of only £300 after deducting the Young Birders Subsidy. Council were pleased to note the increased interest amongst the young birders group, with 22 attendees against a budget for 10. She noted that it was gratifying that the conference programme received excellent reviews for this flagship event. This contrasted with the poor reviews for the venue with a number of issues coalescing to influence the satisfaction of attendees. Consequently, WH indicated that the Club would not be returning to the venue, and that consideration was being given to a return to the Atholl Palace in Pitlochry. Dates and costs were issues that needed to be resolved. The Chair, Ian Bainbridge (IB) indicated that he would be addressing ideas for the conference theme or themes and suitable speakers.

WH / IB

10 Recognition of Contribution to SOC's strategic objectives.

With respect to the 2019 Spring Conference, WH noted that BTO was leading this event and that the organisation of the conference had been completed. The 2020 venue for the Spring conference had yet to be decided, but Council welcomed the suggestion of Moray as an appropriate location.

Council had, at its meeting on 9th September 2018 (Minutes: §12), approved the awarding of Honorary Memberships to two individuals in recognition of their sustained contribution to the Club over a number of years. The decision had been a difficult one, and Council had expressed concern over the lack of clear criteria that should be applied in making such awards and had further concerns over a number of related issues of process and comparability. It had referred the matter to the Strategy Group. In reporting back to Council, the Strategy Group had prepared a paper ("*Recognition of Contribution to the SOC's Activities and Objectives*") detailing a number of proposals aimed at removing the potential for confusion with the use of the title "Honorary", and at clarifying the means by which the SOC might publicly recognise contribution. The Group specifically proposed an alternative to the current system of Honorary titles.

In summary the paper made the following proposals:

- that those current members who held the title of *Honorary Member* or *Honorary President* should continue to do so
- that no new appointments should be made to the categories of *Honorary Member* or *Honorary President* and that the current appointments should run their natural course
- that no new appointments should be made of an "Honorary" nature outside of the Constitutional arrangements

In addition, it proposed:

- that the Club create an award with the title of "*SOC Fellow*"
- that unlike *Honorary Members* which were limited to 12 in number, the number of Fellows should not be similarly limited
- that the appointment of Fellows should be made infrequently and with restraint
- that Fellows should hold the title for life
- that Fellows should be appointed on the basis of outstanding contributions in one or more of three categories that broadly reflected the Constitutional Objects of the Club (Constitution §3) namely the scientific study of birds, the aesthetic appreciation of birds and wildlife, and service and citizenship including training and education.

Council welcomed the proposals and agreed that they should be adopted, with approval being sought at the 2019 AGM. It was agreed that nominations for appointment to a Fellowship would be considered by a panel convened by the President and the panel would draw up clear and transparent criteria that could be applied for the different types of contribution. It was agreed that IB would draft an short article on the Fellowships for the Spring edition of *Scottish Birds*.

IB

IB

It was noted that by a possible oversight in the drafting of the 2015 Constitution, the two current *Honorary Presidents* were also considered to be Office Bearers (Constitution §25.1.5) along with the President, Vice-Presidents, Secretary and Treasurer. However, Office Bearers are members of Council and hence Trustees (Constitution §22.1) implying that the *Honorary Presidents* were by default Trustees of the Club. It was agreed that this anomaly would be addressed, by removing the Honorary Presidents as Trustees, in the forthcoming re-drafting of the Constitution that would be presented to the 2019 AGM.

DH

- 11 **Appointing Panel** Council reviewed the operation of the Appointing Panel that had been convened to conduct the search for the new President and the two Vice-Presidents. With Lesley Creamer now appointed as Vice-President and Paul Taylor demitting office as Fife Branch representative, Council noted that Bob McGowan (BM) was the sole remaining member of the panel. BM expressed a number of reservations regarding the search exercise, noting that the primary difficulty was that of obtaining nominations. Council agreed that the search for nominations should be an ongoing activity that required constant attention. Following discussion, it was agreed that the Appointing Panel should continue to operate, and that Council members would give consideration to suitable nominees for future appointments. Council expressed its thanks to Bob McGowan who agreed to continue to serve on the Panel. Peter Gordon and Will Cresswell agreed to join BM as new panel members. Council noted that the Secretary, David Heeley, would be standing down at the 2019 AGM and that therefore the search for nominations for this position should commence. **Council**
- 12 **Risk Register** Council received a summary paper from the Strategy Group with a short analysis of the progress that had been made to address issues that had been identified in the 2015 Risk Register. It was agreed that it would be appropriate to re-evaluate the Register, to review its contents and to identify any lacunae and new risks that had emerged. Council welcomed the work of the Strategy Group and the progress made. The Group proposed that the Register be re-circulated to Council members for scoring in terms of both Likelihood and Impact for the various Risks, to solicit any suggestions for risks that were at present unaddressed (such as Safeguarding), and to invite narrative comments. The Group asked that the evaluations be returned to the Secretary by the end of January 2019. The collated returns would be considered at the February meeting of the Strategy Group and an analysis presented to Council at its March meeting. Council agreed to these proposals. **DH / Council**
- 13 **Management Committee** Council approved a paper from Management Committee formally laying out the proposed structure under the leadership of the newly elected Vice-President, Lesley Creamer as the new Chair. The Chair of the Library Committee, Alan Knox, would be joining the Committee ex officio, and it was proposed that there be two Ordinary Members (Caroline Gordon having joined the Committee, with one vacancy).
- 14 **Birds of Scotland Fund Committee** The Chair of the *Birds of Scotland Fund* (BOSF) committee, David Jardine, had intimated that there were two vacancies on the BOSF Committee with Paul Taylor stepping down as a member of Council, and Mike Martin being no longer eligible to serve. Jeremy Wilson and Will Cresswell offered their services, and Council welcomed the expertise and experience that this would bring to the BOSF. The Club Administrator agreed to notify the Committee of the new members. **WH**
- 15 **Other Matters arising** Council considered the cumulative Action List. **JA**
- i. *Viability of working with the Cameron Bespolka Trust to promote interest in wildlife in young people.* The Development Officer (JA) was investigating this matter. Council were pleased to learn that the BTO were prepared to help with staffing. The matter was in progress.
- ii. *Develop a policy on “allocating legacies”.* AT indicated that this matter had been debated at the Finance Committee. The Committee had concluded that it would not be appropriate to allocate legacies in a rigid way, hypothecating funds for specific purposes. On the other hand it was recognised that simply absorbing the legacies into general funds with no feedback to the relatives of the donor was

not good practice. The Committee recommended that the letter of thanks to the donor's relatives should indicate the types of activities that the donation had helped to support (for example young birders training, research and surveys) and that efforts be made to ensure that these were matched to the known preferences and interests of the deceased. Council supported this recommendation.

16 AOCB

- *SRMS data sharing policy*: Chris Wernham (CW) drew Council's attention to the Scottish Raptor Monitoring Scheme data sharing policy that had been recently signed off by SOC. It had been noted that SOC was the only organisation that had not explicitly requested permission to draw down data from the scheme as a "data recipient". CW pointed out that the situation was still somewhat fluid. The Vice-president, Jeremy Wilson (JW) undertook to investigate this issue. Council noted further that some attention needed to be given to SOC representation on the scheme in order to derive the maximum benefit from participating.
- *Vote of thanks*: On behalf of Council the Chair, Ian Bainbridge (IB) offered a vote of thanks to Roger Gooch who had been representing Central Branch on Council for some 10 years. He had intimated his wish to stand down from this position, and that his place would be taken in future by the Central Branch Chair, Rick Goater.

JW

17 Papers received

Minutes of the Finance Committee meeting 13th November 2018 (unapproved)

18 Next Meeting

10th March 2019 : 11:00 a.m. at RSPB Loch Leven

Signed:



Date: 10th March 2019

Jeremy Wilson, Vice President