

The SOC Scotland's Bird Club



COUNCIL MEETING 82/03 9th September 2018 Minutes

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

Session 82/03 of Council was held at 10.30 hrs on the 9th September 2018 at the RSPB Loch Leven, Kinross.

Present: President James Main (Chair), Jeremy Wilson (Vice President), David Heeley (Hon Secretary), Andrew Thorpe (Hon Treasurer), Zul Bhatia, Jeremy Brock, Lesley Creamer, Will Cresswell, Roger Gooch, Peter Gordon, Alan Knox, Richard Leslie, Bob McGowan, Melvin Morrison, David Rackham, Neil Stratton, and Chris Wernham

In attendance: Wendy Hicks (SOC HQ).

Action

- 1 **Welcome** The Chair, James Main, welcomed Peter Gordon as representative of Highland Branch. He noted that Paul Taylor had stood down as the Fife Branch representative being replaced by the current Branch Chair, Elizabeth Irwin.
- 2 **Apologies for absence** Apologies were received from Frank Hamilton, Helen Aiton and Elizabeth Irwin.
- 3 **Absent** John Campbell, Angus McBay and Geoff Sheppard were absent.
- 4 **Minutes of Council Meeting 82/02 held on 17th June 2018** The minutes for meeting 82/02 17th June 2018 were approved without amendment.
- 4 **Matters arising** There were no matters arising.
- 6 **Council Appointing Panel** Bob McGowan (BM) and Lesley Creamer (LC) reported to Council on the recent search for candidates for the forthcoming vacancies for President, and Vice-President (*Management and Infrastructure*).
 - One nomination, Lesley Creamer, had been received for the Vice-Presidential post. She had indicated that she was willing to serve and the Panel recommended to Council that her name go forward to the AGM for formal ratification.
 - Two nominations had been received for consideration for the post of President; Dr Ian Bainbridge and wildlife artist Chris Rose. Dr Bainbridge is *inter alia* currently Chair of the BTO Ringing Committee, and a former Chief Ecological Advisor to the Scottish

Government. Chris Rose is an internationally recognised artist who has held a number of successful exhibitions at Waterston House, has presented his work on the national media, and has been a contributor to the SOC Annual Conference. The Panel had held discussions with both candidates and were unanimous in their recommendation that Dr Ian Bainbridge should be proposed as the next President. The Panel noted that he had experience of strategic decision making, in chairing decision making bodies such as Council, and had an extensive range of contacts which were of considerable relevance to the Club especially with respect to outreach activities. Overall the Panel felt that he would be a great asset to the Club. The Panel were pleased to note that Chris Rose was willing to have his name go forward to in a future round.

Council agreed to adopt the proposals. The names of a Proposer and Seconder for both posts would accompany the AGM documentation.

Future of the Panel.

Council conceded that the Panel process had not operated as effectively as had been hoped at its first outing. This was perhaps unsurprising, but Council expressed some disappointment that more nominations had not been received. It was agreed that better “buy in” and engagement from the Branches needed to be promoted, and this was more likely when the search process started to become an almost annual process. Although there was some feeling that the Panel might be disbanded, Council agreed overall that the Panel should continue. Bob McGowan indicated that he was willing to continue as a member. Replacements would be sought for Paul Taylor (who had stood down as a Trustee) and Lesley Creamer with her appointment as Vice-President. It was agreed to continue the discussion at the next meeting of Council.

**DH
(Council
Agenda)**

On behalf of Council, the Chair (JM) thanked Panel members for bringing a very difficult task to a successful conclusion and setting a precedent for future appointments.

**7 Strategy
Group:
Progress
report**

Council received two papers from the Strategy Group, noting that both were in draft form and “work in progress”. The papers developed the concepts of Priorities for SOC, separately, in the areas of Recording and Study, and the Arts side of SOC Constitutional commitment. These arose directly from the emerging structure of the Strategy Map. The Vice-President, Jeremy Wilson (JW) noted that Club-based activities had already arisen from the emerging strategy and could be mapped against the Priorities that the Group were developing. A case in point was the recent Local Recorders Conference held at Stirling University on 21st July, a report on which authored by Stuart Rivers (SR) had already been circulated to Council. This was a very well-attended event with only one or two areas not represented, and the first national meeting of Recorders for some 10 years. A significant number of action points had arisen from the discussions which would guide the development of this key activity. It had been agreed that another, similar conference should be held in two years time. Council commended SR on his organisation of the meeting and the useful report that he had produced.

Turning to the Arts priorities. The Treasurer, Andrew Thorpe (AT) who had authored the outline paper, drew Council’s attention to the fact that although promotion of the artistic appreciation of birds and wildlife was a Constitutional objective, the Club’s efforts in this area were fairly limited and restricted in scope, relying almost entirely on exhibitions of paintings, drawings and art

work in the Donald Watson Gallery at Waterston House. AT noted that in discussion with the newly appointed Arts Coordinator, Laura Gressani (LG) it had become clear that there were a large number of potential developments possible in this area which would promote and expand the reach of the Club. LG had put forward a number of ideas that were both timely and relevant, and had indicated that she was keen to be involved in building this side of the SOC. It had been agreed by the Strategy Group to invite LG to its meetings to discuss these developments. During discussion Council endorsed this approach, at the same time identifying a number of difficulties that might be encountered when attempting to broaden the scope of the exhibitions (for example at Branch level). AT noted the comments made, which would be fed into the strategic developments at the next meeting of the Strategy Group.

**Strategy
Group**

The two Priorities papers would be refined by further discussions at the Strategy Group with revised versions coming to Council at its next meeting.

8 Finance

The Treasurer, Andrew Thorpe (AT) gave a brief resumé of his activities:

- It had been intended that the Finance Officer, Mairead Lyons (ML) would spend two days a week on what was essentially bookkeeping, and one day a week dealing with a wider range of Finance related issues. Now that she had become more familiar with the systems, she would be moving over to this work pattern, and would be encouraged to make a clear division in time spent. In particular she would be investigating viable alternatives to the current QuickBooks accounting software, which had been causing a number of difficulties, as documented in Council Minutes, with transparent financial reporting. Moving to a new system would enable much clearer presentation of the accounts to Council which could be accompanied by charts and graphs to indicate long term trends. **AT**
- The Finance Committee had been working on policy documents for Investments, Ethical Investment and Reserves. Good progress had been made especially in the area of the Investments Policy which was intended to be presented to the next meeting of Council. The Policy would be published on the SOC website. **AT**

Annual Accounts 2017 – 2018.

Council received the *Annual Accounts* for 2017-2018 for formal approval. The Accounts had been scrutinised by the Independent Examiner of Accounts, Sandy Scotland, and were ready for submission to OSCR. AT acknowledged the assistance that had been received from Sandy Scotland in getting the accounts to this finished state.

Turning to the accounts themselves, AT noted that difficulties still remained in obtaining timely returns from Branches accounting for monies held. Delays in returns had a knock on effect in completing the Accounts. He noted that a not inconsiderable sum was involved (c£58k), which in the case of some Branches amounted to some £30k. An accounting template had been sent out to Branches in March, but some Branches had delayed sending in their returns until mid August. Branch representatives were invited to emphasise to their local Committees that the Club Accounts cannot be finalised until all of the returns had been received.

Council were invited to note:

- The overall balance for 2017-2018 represented a c£26k deficit compared with c£49k surplus in the previous financial year. AT noted

that income was a variable quantity, and that averaging over a five year period indicated a mean annual deficit on some £8k. This was well within the financial limits that the Club could manage by drawing on reserves.

- Income streams: income from membership subscriptions had risen by £7k despite a modest drop in the number of members. Legacies had increased, and income from investments was at largely the same level as the previous year. Overall there had been a general increase in income.
- Commission on art sales had seen a 50% rise (to c£33k), but income from sales of goods had dropped.
- Legacies: the average over a five year period was c£22.5k p.a. In the current year the figure had been £35k with another legacy yet to be confirmed.
- Investments: these had not performed as well as in previous years but the overall dividend income had remained relatively stable.
- Staff costs had increased by some £19k due largely to changes in the number of posts, the salary review, and additional commitments such as pensions.

Completing his presentation, AT noted that in the next financial year (2018 – 2019) there would be number of expensive items to be underwritten, and that, as there was not much control that could be exerted over income, some reserves might have to be used for the long term benefit of the Club. Council fully supported this should it prove necessary, expressing the view that, as a charity, the Club should be spending to support its Constitutional objectives and not simply attempting to return an annual profit. It was clear that the forthcoming move to Financial Budgeting that was being discussed at Finance Committee would be of considerable assistance in medium to long term planning.

**Finance
Committee**

**9 Formal
Approval of
Accounts**

Council welcomed the Accounts and formally approved them. During discussion some frustration was evident at the limitations of the present accounting software, which hampered a clear understanding of some of the accounting categories. AT reassured Council that work was already underway in identifying a replacement (see § 8 above).

**10 Branch and
Membership
Development**

Council noted the report from the Development Officer, Jane Cleaver (JC). No questions were arising.

The report drew to Council’s attention recent correspondence that JC had had with the Cameron Bespolka Trust (CBT), a charity set up to promote interest in wildlife amongst young people and which had contacted SOC because of the recent successes of the Young Birders Training Course on the Isle of May. An outline proposal had been formulated for a weekend “Bird Camp” for 14 – 17 year olds, along similar lines to ones that had been held by CBT in conjunction with the BTO, and with the Hampshire Wildlife Trust. CBT would provide some of the funding required, with attendees making a contribution to offset costs. Council supported the proposal in outline, but noted that the time demands were likely to be onerous, especially given that SOC lacked the resources and staff of the BTO. It was agreed that the Vice-President, Jeremy Wilson (JW) and the President, James Main (JM) would hold more detailed discussions with JC to evaluate the viability of the idea.

JW / JM

- 11 Conferences: update and report.** The Club Administrator, Wendy Hicks (WH) gave a brief verbal report on arrangements for the forthcoming Annual Conference 2018. Some 150 members, staff and speakers were already committed, and it was anticipated that this would rise to c160-170 by the conference start. There were 15 student already signed up, which could be considered a good response. WH noted that there was a need for an after dinner speaker, and would welcome suggestions.
- The Spring 2019 Conference was being organised by the BTO and would be held in Oban on 16th March 2019 at the same venue that had been used in 2012.
- 12 Honorary Memberships** Council noted that the Constitution specifies that the Club may have up to twelve *Honorary Members*. With the recent passing of Ray Murray and Sandy Anderson two vacancies had arisen. The Chair, James Main (JM) presented a paper outlining the case for recognising the extensive contributions made by Vicky McLellan over a period of some 40 years, and separately that made by David Allan, recently retired from his position as Art Gallery coordinator and birding officer at Waterston House. JM indicated that he was keen to see the two vacancies filled, and that the two candidates had his strong support.
- The proposal was not uncontentious. Council was divided in its opinion of the merits of the nominees, due almost entirely to the lack of clear criteria in the *Honorary Members* specification in the Constitution. §10.6 of the Constitution states that:
- “Council shall have the power to elect those who have rendered distinguished service to Scottish ornithology ... as honorary members...”*
- Council could not come to a unanimous opinion regarding the interpretation of §10.6 with respect to the concept of *“distinguished service to Scottish ornithology”*. All agreed that the two persons named had made very significant and unstinting contributions in support of the Club that were widely recognised and welcomed by Club members. Following extensive and somewhat difficult discussion, it was agreed that the Chair’s nominations should go forward and that Vicky McLellan and David Allan should be made Honorary Members. One abstention was recorded with this decision. The Chair, JM, agreed to write to the two nominees.
- It was agreed that the lack of clear criteria would present a longer term difficulty, and that such appointments offered an opportunity for raising the Club’s public profile which had not been taken in the present case. It was agreed further that it would be helpful for the Strategy Group to consider this issue in the wider context of Membership categories and Honorary titles.
- 13 Branch Awards**
- Council received a paper from Dumfries Branch indicating that it would be nominating Brian Smith for a Branch Award at the 2018 Conference. The paper highlighted the extensive contribution that he had made over some 25+ years.
 - Clyde Branch indicated that they would be nominating David Clugston (SOC *Honorary Librarian*) for a Branch Award and were in the process of completing the citation
- 14 AOCB**
- On behalf of Council, the Vice-President, Jeremy Wilson (JW) offered a vote of thanks to James Main. He noted that this would be the final meeting of Council which JM would Chair as his term of office will end at the 2018 AGM. JW highlighted the rather difficult circumstances that precipitated JM into the position of President, with

**all
Members**

JM

**Strategy
Group**

**Clyde
branch**

his predecessor having to stand down unexpectedly for personal reasons. JM had immediately brought stability to the Club, and it was noted that over his tenure there had been significant advances in the governance and management of SOC, in the more professional approach to staffing issues and a succession of very successful conferences in both the spring and autumn. New staff posts had been created and the new appointees were already having a significant impact. JW noted that JM approached the job of President with good humour and a commitment to SOC that was widely recognised and appreciated. The SOC had prospered under his leadership. Council acclaimed the vote of thanks.

- In his closing comments JM noted that Fife representative Paul Taylor (PT) had stood down and would be succeeded by Elizabeth Irwin. JM wished Council to record his particular appreciation of PT's contributions over a number of years, including his work on the BOS fund committee, the Management Committee and the Appointing Panel. On a more personal level, JM indicated his particular thanks to PT with his willingness to stand in as Acting Vice-President when rather suddenly JM took office. PT's support during this testing initial period had been especially welcomed.

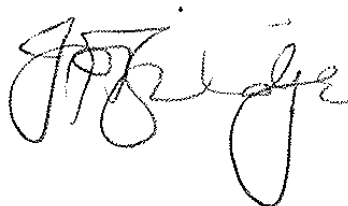
15 Papers received

Council received the following documents:

- The Development Officer's Report
- Unapproved minutes of the Finance Committee: 9th August 2018
- Note from the Management Committee: cancellation of meeting 13th July. Notification of approval of minutes of 4th May 2018.
- Proposed temporary amendments to the Constitution for AGM 2018
- Report of the Scottish Bird Recorders meeting 21st July 2018
- Scottish Raptor Monitoring Scheme. Draft MOA.

16 Next Meeting 2nd December 2018 : 10.30 at RSPB Loch Leven

Signed:



Date: 2nd December 2018

Ian Bainbrdige, President