

The SOC Scotland's Bird Club



COUNCIL MEETING 83/01 10th March 2019 Minutes

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

Session 83/01 of Council was held at 11:00 hrs on the 10th March 2019 at the RSPB Loch Leven, Kinross.

Present: Vice-President Jeremy Wilson (Chair), David Heeley (Hon Secretary), Andrew Thorpe (Hon Treasurer), Zul Bhatia, Rick Goater, Peter Gordon, Elizabeth Irwin, Alan Knox, Richard Leslie, Bob McGowan, Melvin Morrison, David Rackham, and Neil Stratton.

In attendance: Wendy Hicks (SOC HQ).

Action

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| 1 | Chair's welcome | The Chair, Jeremy Wilson (JW) welcomed Rick Goater as the new representative from Central Branch. |
| 2 | Apologies for absence | Apologies were received from Ian Bainbridge (President), Lesley Creamer (Vice-President), Helen Aiton, Alex Banwell, Jeremy Brock, Will Cresswell and Chris Wernham.

The Chair passed on Ian Bainbridge's (IB) apologies for not being able to attend for health reasons. |
| 3 | Absent | John Campbell, Angus McBay and Geoff Sheppard were absent. |
| 4 | Minutes of Council Meeting 82/04 held on 2nd December 2018 | The minutes for the meeting of 2 nd December 2018 were approved subject to a minor amendment. |
| 5 | Strategy Group report | (i) The Secretary, David Heeley (DH) offered a brief overview of the work of the Strategy Group since the last meeting of Council at the beginning of December 2018. The Group had held meetings on 3 rd December with Ian Andrews, Chris McInerny, Tom Dougall and Stuart Rivers, being representative of the existing Club commitments to areas broadly covered by the topics of "birding and science". Jeremy Wilson (JW) would be giving a fuller briefing to Council at this meeting of the outcomes of this event. A follow-up meeting of the Group had also been held on 21 st February to consolidate the outcomes, and to develop further the work on the "Art" and "Communication" themes. DH noted that the Art theme was assuming a more appropriate level of emphasis that was in keeping with its status as a core Constitutional objective for SOC. The Exhibitions Coordinator, Laura Gressani, had been developing a Priorities paper |

and had enthusiastically been exploring a number of concepts to guide the strategy, including addressing the overall role of art generally, art as communication, and the current and future potential of the Donald Watson gallery as a means of raising the public profile of the Club. A revised version of the Art priorities paper would be discussed at the April meeting of the Strategy Group. The final version would come to Council in June. DH concluded by informing Council that the Branch Conference that had been mooted had been put on hold due to the pressing priority of launching the smartphone site guide App and would now be scheduled for spring 2020.

Overall the Strategy Group felt that significant progress had been made in all of the priority areas but recognised that there was still work to be done, in particular in the area of the overarching Communications theme.

(ii) The Chair, Jeremy Wilson (JW) reviewed progress on developing the “*Knowledge on Scotland’s Birds*” theme and in particular the proposal to implement a *Birding & Science Committee* of Council. He noted that the meeting with key personnel in December [see above] had been especially productive and supportive of the idea. Council was presented with the revised remit for a *Birding & Science Committee*. The paper took into account the discussions that had taken place in December. JW noted that there were still some issues that needed to be resolved, such as the frequency of meetings, the use of teleconferencing technology to enable a wide geographical spread of committee membership, the breadth of representation from existing committees, and the most effective way to report back to Council. However, the Strategy Group was bringing forward a firm proposition to Council that this Committee should be created under the terms set out in the paper.

Council welcomed the proposal and gave its formal approval for the creation of the new committee. JW

During discussion of the “*Knowledge on Scotland’s Birds*” theme, Council noted that Priority 2, *Development of publications concerning Scotland’s birds*, which highlighted amongst other things the potential at some future point for using digital publication for *Scottish Birds*, carried with it implications for the work of the Library Committee. It was agreed that it would be beneficial to involve the Library Committee in any discussions of these topics and JW undertook to revise *Priority 2* of the paper to reflect this. Council agreed also that it would be important for the new Committee to take on board the issue of Bird Recorders, to ensure effective integration of this key aspect of documenting the nation’s avifauna with the broader aspects of publication. JW

(iii) Review of Risk Register. Council received a paper from the Strategy Group reviewing the Risk Register, having been tasked with the review at the November 2018 Council meeting. In presenting the paper, the Secretary, David Heeley (DH) offered a number of observations. The methodology that had been employed (Council members and Waterston House staff being invited to rate the likelihood and impact of the various risks identified in the initial Register in 2015) had not been as successful as had been initially hoped, with respondents in general being reluctant to make judgements when they felt lacking in expertise in the relevant areas, and also being reluctant to use the extremes of the rating scale. The overview of the results, by averaging the responses also tended to “regress towards the mean” leading to a lack of differentiation. Nevertheless, the Strategy Group felt that the review had underlined the progress that had been made in a number of key areas such as the Club’s approach to HR matters at Waterston House, the significant changes in governance structures and the formation of a new Finance Committee of Council. Importantly, the

review had not revealed any new or un-anticipated risks other than the need to put in place a policy on Safeguarding & Disclosure for those working with children and vulnerable adults. The creation of the Strategic Plan was proceeding, although no specific progress had been made to date with the creation of an Operating Framework. The Strategy Group recommended that:

- The Risk Register should be considered, preferably annually, to enable a benchmarking of strategic progress
- The Risk Register should be subject to a more thorough review on a regular basis
 - The appropriate period for the review needed to be determined
 - The competent body to conduct the review also needed to be determined. It was clear the Management Committee remit did not cover reviews such as this, and the Strategy Group had been set up as a limited life working group. The Strategy Group recommended that overseeing the review and setting up the appropriate methodology should be tasked to the President as Chair of Council.
 - The Group recommended further that consideration be given to separating the various elements of the Risk Register for the purposes of review and risk analysis, and allocating the different sections to those Committees of Council and Waterston House staff best placed to make the necessary judgements.

Council welcomed the comments and thanked the Strategy Group for its work in this area. It was agreed not to proceed further until the President, Ian Bainbridge, had had the opportunity to consider the various issues raised and the recommendations above.

IB

**6 Finance:
update and
report**

The Treasurer, Andrew Thorpe (AT) presented an overview of various financial matters, including a summary of the accounts. Regarding general financial issues, AT reported that the Finance Committee had met the previous week, and that the Minutes were in the process of being prepared. Funding of the Site Guide app development costs had been a large item of expenditure (c £25k) but AT noted that although an application had been made to the BOS3 fund to help underwrite this, the BOS3 fund itself was not a separate fund. It formed part of General Funds in the accounts so that the expenditure would be coming from Club finances in any case. AT was pleased to note that the Club had coped with this expenditure which had not unduly compromised the balance sheet. AT drew attention to an account that had been held with *Scottish Widows*. He noted that the origin of this source of “cash reserves” was obscure. The sum held was relatively substantial (some £150k) and it was earning minimal interest. The Finance Committee had agreed to transfer the funds to the investment managers, Brewin Dolphin who had agreed to add it to the Club’s long term investments over a period of time when the rates were at their most advantageous. The annual meeting with Brewin Dolphin had been held. The investment portfolio value had increased by 73% over the five year period compared with a benchmark of 59%, although there had been some slippage in the 2017 – 2018 period. The current investments were valued at £395k. Risk level assessments were in the mid range (level 6) and the mix of investment categories was producing a yield of some 7% which represented a valuable income stream. The Finance Committee advised that the Club continue its relationship with Brewin Dolphin as investment managers.

Reporting on the long-running issues of accounting software for managing the Club’s affairs, it had been decided after a lot of investigation that the best

solution would be to continue with the *QuickBooks* system but to upgrade to the latest version which had been receiving wide publicity in the media. There were a number of very significant differences between the new and old systems. Upgrading would mean that it would be relatively straightforward to migrate the accounts, and it was clear that it would be possible to produce the types of analyses and reports required. Other matters to note were that the Finance Committee was finalising a Reserves Policy, and the Club was registered for online tax returns. Although there had been some reduction in income, nevertheless income had exceeded expenditure by some £5k leaving the Club in sound financial state. AT concluded by offering thanks to the members of the Finance Committee for their efforts in dealing with a number of significant issues over the previous period.

The Chair thanked AT and the Finance Committee for the report, noting the welcome reassurance it offered Council that financial matters were receiving close and appropriate attention.

- 7 Branch and Membership Development report**
- Council received the report from the Development Officer, Jane Allison (JA). Council was pleased to note the very considerable progress that had been made on the smartphone *Site Guide* app. Alan Knox (AK) informed Council that the app was now very close to a launch date. He emphasised the considerable amount of work that both JA and Martin Cook had done. The project had also drawn in a large number of people for generating site content, although there remained areas where coverage was still lacking. He emphasised that the launch of the app did not end work on the project as new content could be added routinely and that this did not require the launch of new versions. He concluded by demonstrating a pre-launch version on an iPhone. Planned media coverage for the project was extensive and included a number of major organisations such as the BBC, Caledonian MacBrayne, Dobbies, RSPB and various magazines. Council was unanimous in its appreciation of the innovative and attractive nature of the project and recorded its thanks to the working group.

The report had also highlighted a recent survey that JA had conducted of the membership in Central branch. Both North East and Stewartry branches had indicated that they would like to conduct the same survey of their members, and Council representatives were invited to note the success of the survey and to consider applying it in their branches if they had not already done so.

- 8 Conferences: update and report**
- The Club Administrator, Wendy Hicks (WH) gave an overview of the conferences planned for 2019:
- The spring Scottish Bird-watchers Conference (SBWC) was being held in Oban with the BTO as the lead organisation. There had been 230 bookings to date which marked a record attendance. All of the organisational aspects were well covered. SOC Past-president David Jardine had agreed to open the conference on behalf of Ian Bainbridge who would not be able to attend. SOC Art Exhibitions Coordinator, Laura Gressani would be attending from the Waterston House staff in order to get to know members and to promote the art strategy with a small exhibition. BTO had collaborated on producing a working document on holding the conference which would assist those organising the 2020 SBWC in Moray. Council was pleased to learn that a venue with excellent capacity had already been booked and that a provisional theme based around “coastal habitats and birds” was being discussed.
 - WH noted that the annual SOC conference would be held on 22nd – 24th November 2019 at the Atholl Palace Hotel, Pitlochry. A lot of progress had been made on developing the conference programme of talks, and it was

- planned to highlight the forthcoming *Site Guide App* to lead into the topic of “why Scotland is good for birds”. The President, Ian Bainbridge (IB) would be approaching potential speakers over the coming weeks.
- 9 Branch Award Scheme** Council noted that the number of nominations for Branch Awards had declined significantly, as had been predicted at the outset. Nonetheless, it was clear the Award was deeply appreciated by recipients and that some form of recognition should continue to be available. Council considered that the existing scheme should not be wound up until an acceptable alternative had been agreed. A potential difficulty had arisen due to the restriction that made Branch Committee members ineligible. This had caused some ill-feeling in certain Branches. Council agreed that:
- Branch Awards be open to serving Branch Committee members with immediate effect
 - That the Branch Award scheme should be an item for discussion for the forthcoming Branch Conference provisionally scheduled for 2020.
- 10 Appointing Panel for Office Bearers** Council was disappointed to learn that there had to date been no nominations for the vacancy for Hon. Secretary when the incumbent, David Heeley (DH) demits office at the 2019 AGM. It had been agreed that the President’s column in *Scottish Birds* would note the vacancy, and the Chair, Jeremy Wilson (JW) encouraged members to discuss this issue with their Branch Committees in order to identify possible candidates.
- 11 Matters for Approval**
- Remit of the *Birding & Science Committee*: Council approved a paper from the Strategy Group outlining the final remit for the new *Birding & Science Committee*, including its proposed membership.
 - Honoraria for Hon. Secretary and Treasurer: It was noted that the mechanism by which the level of the honoraria for the two office bearers (Secretary and Treasurer) would be determined was under review by the President (IB), as was the review cycle and the issue of comparability with other organisations. The level for the period AGM 2018 – AGM 2019 had not been formally approved as a consequence. Council agreed that, in line with the previous period, the level should be provisionally be set at £1250, with the proviso that this figure could be subject to an adjustment dependent on the outcome of the President’s review. Council agreed also that the former caveat that the level would represent a “limit” should be removed. Council was unclear how this concept had arisen in the first place, or how it might be used.
- 12 Other Matters arising** There were no other matters arising.
- 13 Matters for Noting**
- (i) Revised membership of the *Research and Surveys Committee*: The Chair, Jeremy Wilson (JW) informed Council that Tom Dougall had demitted office as Chair of the *R & S Committee* after some 15 years of sterling service. Colin Corse had agreed to take on the role, and the Committee had added Ron Summers and Bob Furness to the membership as replacements. Council recorded its warm appreciation of Tom Dougall’s work on behalf of the Club.
- (ii) *Birds of Scotland Fund* (BOS): The Chair, Jeremy Wilson (JW) informed Council that David Jardine (DJ) had indicated that he would be stepping down as Chair of the BOS fund committee, a position that he had held since 2007. On behalf of Council JW offered thanks to DJ for the clear and incisive review of the BOS fund operations that were presented to Council in March 2018 which illustrated how effectively the fund had operated. Council recorded its sincere

Council

thanks to DJ for his contribution. Council had previously noted other changes in membership (Minutes of Council 2nd December 2018, § 14).

- 14 AOCB** There was no other competent business.
- 15 Papers received** Council received the following documents:
- i. Development Officer's Report
 - ii. Minutes of the meeting of the Management Committee 23rd January 2019 (unapproved)
- 16 Next Meeting** 16th June 2019 : 11:00 a.m. at RSPB Loch Leven

Signed:



Date: 16th June 2019

Jeremy Wilson, Vice President