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**MINUTES of the third Annual General Meeting of the Botanical Society of Britain and Ireland (the successor body to the Botanical Society of the British Isles) held at 12.40 on 26 November 2016 at the Biological Records Centre, Maclean Building, Crowmarsh Gifford, Wallingford, Oxfordshire**

*1. Apologies for absence and quorum.*

Apologies for absence had been received from two Trustees, Ian Denholm and Chris Cheffings, and six other members, Rodney and Wendy Bridle, Mary Dean, Mark and May Godfrey, and Sarah Stille.

No proxies were held by the Company Secretary.

Approximately 150 members were present and the meeting was therefore quorate.

*2. Chair of the meeting.*

In the absence of Ian Denholm, Chair of the Board of Trustees, who was overseas, the members elected Chris Metherell, Honorary General Secretary, to chair the AGM. He was joined by John Faulkner, President, and Clive Lovatt, Company Secretary.

*3. President's Welcome and opening remarks.*

The Chair invited the BSBI President, John Faulkner, to summarise (*inter alia*) the Society's highlights and developments during the past year and its future plans.

The President reported that BSBI membership had increased by 1% over the year, a step in the right direction. Working towards Atlas 2020 and otherwise, recording had proceeded with enormous vigour, as can be seen from a perusal of the Annual Review and from the displays at the Annual Exhibition Meeting, held in conjunction with this AGM. In particular, BSBI in Scotland had devised and run the Society's Photographic Competition, and members were invited to vote for their favourite.

This year it had been the turn of the President of the Wild Flower Society to make the Presidents' Award and it had gone to two of our members, Professors Clive Stace and Mick Crawley for the excellent New Naturalist *Alien Plants*.

BSBI's overarching formal structures remained the same in the last year, and the results of the BSBI Review, with its extensive consultation at the grass roots about the Society's general activities and organisation, will be put before a joint meeting of Council and the Board to be held in February 2017. The comments received to date have been interesting and helpful, and sometimes radical. Further suggestions and comments could be sent to the Head of Operations until the end of the month. The

BSBI Review is expected to set the Society's priorities for future years. The President concluded that we look forward to this with eager anticipation.

4. *Approval of the Minutes of the last AGM.*

Members approved the minutes of the second AGM of the Botanical Society of Britain and Ireland, held on 28 November 2015 at the Natural History Museum, subject to minor correction recorded by the Chair and passed to the Company Secretary. Jonathan Shanklin proposed and Fred Rumsey seconded. After correction, the Chair of the AGM was authorised to sign the minutes as a true record of the proceedings.

5. *Annual Review.*

Members adopted the third Annual Review of the Botanical Society of Britain and Ireland covering the year to 31 March 2016 (previously posted to members and available online and at the meeting). Sarah Whild proposed, and John Swindells seconded.

6. *Annual Report and Accounts.*

At the invitation of the Chair, the Company Secretary presented the third Annual Report and Accounts of the Botanical Society of Britain and Ireland, covering the year ended 31 March 2016. The document had been approved by the Board and the Independent Examiners and had previously been placed on the BSBI website. Copies were also handed out at the AGM.

The Company Secretary explained the difference between this document and the more colourful and informal Annual Review. The Annual Report and Accounts is a statutory document whose shape and form is dictated by the Companies Act, a new Statement of Recommended Practice for Charity Accounts, and a Financial Reporting Standard. It undergoes an Independent Examination to ensure it is properly presented, agrees to the underlying books and records, and generally tallies with the Society's operations. It is then filed with Companies House, the Charity Commission, and the Scottish Charity Regulator. The figures agree with those earlier reported as draft in the summarised accounts included in the Annual Review posted to members, which includes a financial report from the Board.

The Company Secretary drew attention to a novelty in the Annual Report. On page 4 it is noted that there are some 300 members named in the Yearbook as particularly supporting the Society's activities, as committee members, vice-county recorders or referees, and probably even more members support these named volunteers. A first estimate of the value of such involvement based on relevant contract rates would be in the region of £10m, an amount 20 times more than actual expenditure.

The Society's net assets as shown in the balance sheet at 31 March 2016 (£967,000, prior year £1,168,000) fell below £1million for the first time in a decade due to the combination of an operating deficit of £128,000 (prior year £178,000) and an unrealised decline in the value of investments of £73,000 (prior year gain £42,000). The operating deficit was reduced by £50,000 in line with the Board's target but a closer look shows the improvement to have been mainly on the income side, rather than through major cost reductions. Investment markets are volatile and within a few months post Brexit referendum, the £73,000 deficit was entirely reversed and the net assets rose to over £1m again.

With these remarks, the Company Secretary commended the Annual Report and Accounts and asked that they be formally adopted by the Society. David Pearman proposed adoption and Sue Townsend seconded and the adoption was unanimously approved by show of hands.

7. *Election of President.*

David Pearman was invited to take this agenda item and read the citation below, referring to Chris Metherell as someone who “already knew the ropes”. He reminded the members present that the BSBI President represents the Society and serves as Chair of Council. Chris Metherell had been proposed by Mr R. H. Northridge and Mr R. Poppleton to serve as the Society’s President in succession to John Faulkner, to take office in a year’s time at the end of the 2017 AGM and to serve for a term of two or three years according to his wishes, to be advised to the members not later than the next AGM.

Chris has been interested in botany since he was a small boy. He was appointed as the Vice-county Recorder for North Northumberland shortly before his retirement from a senior position in the Crown Prosecution Service. He has served as an elected member of the Council of the Botanical Society of the British Isles, a Trustee of the Botanical Society of Britain and Ireland and is currently its Hon. General Secretary. He is also the referee for the genus *Euphrasia*, for which he is preparing a BSBI Handbook, and is a Fellow of the Linnean Society of London.

The Resolution to elect Chris Metherell as BSBI President in succession to John Faulkner, to take office at the end of the 2017 AGM, was unanimously approved by the members present by acclamation.

8. *Election of Trustees.*

- a. The Chair explained that in accordance with the Society’s Articles of Association, Chris Metherell, Mick Crawley and Delyth Williams retire by rotation. All being available for re-election and all having indicated their willingness to serve for a further term, the other members of the Board of Trustees had nominated them for re-election.

The members present approved by unanimous acclamation and accordingly the three above-named Trustees continue in office.

- b. The Chair drew attention to the formal candidature of Dr P. R. Bisson to serve as an elected Trustee. He has served as a co-opted Trustee since May 2016 and in accordance with the Articles his tenure expires at this AGM. Paul Bisson has indicated his willingness to serve as an elected Trustee and accordingly Ian Denholm and Chris Metherell had nominated Dr Bisson as a Trustee.

The Chair drew attention to the citation below contained in the formal agenda.

Dr Paul Bisson graduated from Jesus College, Cambridge, completing his PhD in French at the University of Reading. He also holds an MA in Arts Administration. Prior to his recent retirement he has worked extensively in the heritage sector both as an events and campaign manager. Paul writes: "When I was asked to join the Board, I was glad to be able to offer my experience of professional fundraising

(e.g. at the National Trust and RSPB) to the service of BSBI. Although perhaps more of a horticulturist than a botanist, I am very concerned that, with the massive decline of degree courses in botany, there is a danger that there will be no new generation of botanists. I should be honoured to help BSBI counter this worrying prospect.”

The members present approved by unanimous acclamation and accordingly Paul Bisson continues in office as a Trustee, by election.

#### 9. *Election of Members of Council.*

The Chair drew attention to the retirement by rotation of three members of Council. Two, Dr R. N. Carter and Ms L. Marsh (now a member of staff) were not seeking re-election and the Chair thanked them for their service to Council in its new form in recent years. Jonathan Shanklin, also retiring by rotation and being eligible for re-election, had indicated his willingness to remain on Council and had been nominated to serve for a further term by Lynne Farrell and Ian Denholm.

Two further members have indicated their willingness to serve on Council. Ann Middleton had been nominated by Mr L. W. Gaskell and Mr A. C. Godfrey and Dr O. L. Pescott was nominated by Ms. L. Marsh and Mr M. F. Godfrey to serve as Members of Council. The Chair drew attention to their citations from the agenda which are reproduced below.

Ann Middleton is an academic librarian and library manager currently working at Newcastle University. Although she has had a lifelong interest in natural history, an increasing enthusiasm for botany drew her to the BSBI and she became a member in 2010. Since then, improving her botanical field skills and actively recording, have become almost all-consuming passions! She has enjoyed recording for Atlas 2020 from Northumberland to Shetland and many places in between. She is grateful for all the encouragement and support received from many members of the Society as she journeys towards botanical enlightenment.

Oli Pescott has been a member of the BSBI since 2007, joining just after graduating from his degree in Biological Sciences (Birmingham). Since that time, he has worked in the consultancy and charitable sectors, and has completed a PhD in the population genetics of the hemi-parasitic weed *Striga hermonthica* (Orobanchaceae) at the University of Sheffield. Whilst a student at Sheffield he recorded enthusiastically in and around that city and sat on the Council of the Sorby Natural History Society. Oli now works at the Centre for Ecology & Hydrology, mainly within the Biological Records Centre, but also assisting on botanical projects across the organisation; his research interests there include invasive plants and the research use of biological records. Contributions to the BSBI include articles in *BSBI News*, a joint paper in *NJB*, *NJB* refereeing, outreach volunteering, sitting on the Records and Research Committee, and recording, most recently in Islay and Oxfordshire, for Atlas 2020.

#### 10. *Election of Honorary members.*

Professor I. C. Trueman and Mr N. F. Stewart had been proposed as Honorary Members by Alex Lockton and Claudia Ferguson-Smyth respectively. Citations were read at the AGM and have been published in *BSBI News* 134 page 55 (January 2017 edition) and are therefore not duplicated here. Both were elected Honorary members for their exemplary service to the Society and the furtherance of its objectives.

**11. Permanent Working and National Committees.**

A vote of thanks was proposed and approved for retiring and continuing members of the four Permanent Working Committees and the three Country Committees. Lynne Farrell (a recent Trustee and Hon. General Secretary) was specifically mentioned (and applauded by the members present) as a long-serving member of several committees on her retirement from her remaining BSBI committee, Meetings and Communications.

**12. Journal and Newsletters**

A vote of thanks was also proposed and approved for the Editor and Editorial Board of the *New Journal of Botany*, and the editors and contributors of *BSBI News*, the *Irish Botanical News*, *BSBI Scottish Newsletter*, and the *Welsh Bulletin*.

The Chair here added thanks to the BSBI staff and to the Company Secretary, who had recently retired as BSBI's Finance Officer, and to the Society's Vice-County Recorders and Referees, whose volunteer activities lie at the heart of its every activity.

**13. Independent Examiners / Auditors.**

The Trustees supported the re-appointment of WMT LLP, acting through Elizabeth Irvine FCA, as Independent Examiner (if BSBI is under the gross income threshold and no audit is requested by the members or Trustees) or otherwise Auditor. A proposal to reappoint them was made by Paul Smith and seconded by Fred Rumsey and carried by a show of hands.

**14. Any Other Business.**

There being no other business, the meeting closed at 1.10 pm.

**Prepared by**

Clive Lovatt, Company Secretary

**Approved by**



*Chair of the 2017 AGM*

*26 November 2017*

## **SUMMARY OF FORMAL RESOLUTIONS PASSED**

1. The Minutes of the AGM held on 28 November 2015 were approved, subject to minor corrections.
2. The 31 March 2016 Annual Review was adopted by the members.
3. The 31 March 2016 Annual Report and Accounts was adopted by the members.
4. Mr C Metherell was elected as BSBI President in succession to Dr J. S. Faulkner, to take office at the end of the 2017 AGM.
5. Mr C. Metherell, Professor M. J. Crawley and Mrs D. Williams, retiring by rotation, were re-elected as Trustees.
6. Dr P. R. Bisson was elected as a Trustee.
7. Mr J. D. Shanklin was re-elected as a Member of Council.
8. Ms A. Middleton and Dr O. L. Pescott were elected as Members of Council.
9. Professor I. C. Trueman and Mr N. F. Stewart were elected as Honorary Members.
10. To WMT LLP, acting through Elizabeth Irvine FCA, were reappointed as the Society's Independent Examiner or Auditor (as the case may be).