



MINUTES of the fourth Annual General Meeting of the Botanical Society of Britain and Ireland (the successor body to the Botanical Society of the British Isles) held at 2.00 p.m. on Saturday 25 November 2017 in the Flett Lecture Theatre of the Natural History Museum, London.

1. Chair's welcome, apologies for absence and opening remarks.

Before starting on the business of the AGM, the Board Chair, Ian Denholm, called for a vote of thanks to all those involved with this year's Annual Exhibition Meeting, during which the AGM is now traditionally held.

The Board Chair acknowledged the honour he felt in chairing the 2017 AGM, having been unavoidably absent last year. He then introduced those present beside him: Delyth Williams, the Trustee who had taken over as BSBI's Honorary General Secretary from Chris Metherell since the last AGM; David Pearman, also a Trustee, who would present the accounts in the continued absence of a Treasurer; and Clive Lovatt, who as Company Secretary would take the minutes.

The Chair then described the content and conduct of the AGM and the members' participation in it, explaining that the formal business would follow the agenda and that time would be set aside for general discussions thereafter.

Approximately 170 members were present. The Company Secretary confirmed the quorum and gave apologies for absence from one Trustee, Paul Bisson, and three other members, Mark and Clare Kitchen, and Sarah Stille. No proxies were held by the Company Secretary.

2. Approval of the Minutes of the last AGM.

Members approved the minutes of the third AGM of the Botanical Society of Britain and Ireland, held on 26 November 2016 at the Biological Records Centre/ Centre for Ecology & Hydrology, Maclean Building, Crowmarsh Gifford, Wallingford, Oxfordshire. Mary Smith proposed, and Sue Townsend seconded. The Chair of the AGM was authorised to sign the minutes as a true record of the proceedings. The signed minutes are available at <https://bsbi.org/annual-general-meeting>.

3. Annual Review.

The Chair gave a report on membership and on four topics relevant to members: publications, field meetings, training and BSBI's future direction of scientific work in the aftermath of Atlas 2020.

In the last year, membership has pleasingly increased from 2,761 to a pleasing 2,831. Statistics regarding our engagement with social media are impressive: 16,500 followers on Twitter, more than 4,500 Facebook followers and more than 450,000 visits to the News & Views Blog on the BSBI website.

The Chair drew attention to the updates about publications in the last two issues of *BSBI News* and added that he was delighted to have secured the services of Andrew Branson as editor commencing with the January 2018 edition. The last issue of the *New Journal of Botany* has gone to print. The Chair confirmed he would be the editor for the Society's new journal, in which it would be easier for members to publish.

Residential and day field meetings across Britain and Ireland remain very popular and nearly all welcome beginners. The Chair particularly thanked Jonathan Shanklin, Hon Field Meetings Secretary. BSBI has recently issued a new Code of Conduct and we are grateful for the work done by Sarah Whild who led on the production.

Training is absolutely key in attracting members and ensuring the future of BSBI. We need to produce the next generation of Vice-County Recorders and taxonomic referees. Another very successful Training the Trainers event was held in September 2017 and FISCs are now being run at three centres. BSBI has lent its name to a new gin distilled in Scotland and a proportion of the revenues are earmarked for BSBI's training grants.

The Chair reported that informal discussions had begun about what scientific direction the Society would take on completion of the field work and then the writing up of Atlas 2020. Possibilities – other than a holiday! – included a move away from conventional grid square recording and considering recording by habitats, tracking the spread of aliens, and the possible impact of climate change. There will be an extensive consultation process before any such initiatives are decided upon.

After the report by the Chair on the activities and outcomes during the year under review and of more recent achievements and future plans, members were invited to adopt the fourth Annual Review of the Botanical Society of Britain and Ireland, covering the year ended 31 March 2017, as distributed to members with the September 2017 issue of *BSBI News* and available to download on the 'About BSBI' page of the Society's website. The Chair suggested that the term 'adopt' was no longer appropriate since the Annual Review with its summarised accounts is not a statutory document.

Members therefore acknowledged the fourth Annual Review of the Botanical Society of Britain and Ireland covering the year to 31 March 2017. The Chair thanked Louise Marsh, BSBI's Communications Officer, for her work in editing the Annual Review.

4. *Annual Report and Accounts.*

At the invitation of the Chair, David Pearman, a Trustee, presented the fourth Annual Report and Accounts of the Botanical Society of Britain and Ireland, covering the year ended 31 March 2017. The document which had previously been placed on the BSBI and Charity Commission websites, had been approved by the Board and includes an un-modified report by the Society's Independent Examiners. Copies were also handed out at the meeting. The 2017 Annual Review distributed with the September 2017 issue of *BSBI News* includes non-statutory summary accounts and a financial report compiled from the full 2017 Annual Report and Accounts.

David Pearman described the year under review as difficult but exciting. BSBI has not had an appointed Treasurer for approaching two years and has therefore relied on close collaboration between the Board and the Head of Operations and Finance Officer.

The accounts for the year show a net surplus of £36.5K, but this is after inclusion of market valuation increases on our investments (prior year, decreases). The underlying deficit from operations (£146K) increased by £17.5K, largely due to the absence of any funding from Natural England for the year (prior year £25K), despite our efforts in trying to persuade them of the value of access to our Distribution Database. BSBI is, however, making some progress with the 2017/18 negotiations but the amount expected is unlikely to approach what we know we need.

In other respects, prospects for 2017/18 are also improved. BSBI, through the Head of Operations and a contracted professional fundraiser, have already brought in £20K this financial year. We are gradually closing the operating deficit though not at the steady rate of £50K a year hoped for. The financial markets have also continued their upward movement. Donations and legacies are always welcome, although BSBI does not benefit as much as some other environmental charities, perhaps because the Society is not a landowner.

With these remarks, David Pearman thanked Julie Etherington, BSBI's Finance Officer, for her work in their preparation and commended the Annual Report and Accounts and asked that they be formally adopted by the Society. Terry Swainbank proposed adoption and Sarah Whild seconded. The adoption was approved unanimously by a show of hands.

5. *Independent Examiners / Auditors.*

By reference to company and charity law, and BSBI's Articles of Association, an audit of the 31 March 2018 Annual Report and Accounts will be required if it is requested by the members or Trustees, or if the Society's gross income for the year or its net assets at the year-end exceed statutory thresholds.

The Trustees propose the re-appointment of WMT LLP of St Albans, acting through Elizabeth Irvine FCA, as Independent Examiner or Auditor, whichever is required. The Trustees also seek approval to fix the remuneration of the Independent Examiner or Auditor.

Approval of the motion was proposed by David Pearman and seconded by Mary Smith and passed by a show of hands with no votes against.

6. *Confirmation of President and retirement of President-elect from the Board of Trustees.*

The Chair explained that BSBI Presidents generally serve for two years and elections therefore take place at alternate AGMs. Chris Metherell was elected at the last AGM and served last year as President-elect. In order to maintain the independence of the role of President, Chris today retires as a Trustee. The Chair congratulated Chris on his assumption of the role of President and as a former holder of the post, assured him of a busy and interesting two years with numerous opportunities to promote the cause of BSBI and of botany in general.

The Chair proposed a vote of thanks to the out-going President, John Faulkner, commenting that he had been very active in the role, travelling extensively around Britain and Ireland and working with Jane Houldsworth in co-ordinating a detailed review of BSBI's structures and activities, including, for example, the re-vamping of BSBI News. The Chair added that John was standing for election as a Trustee and he hoped that the Society would therefore retain his knowledge and experience in a new role. The vote of thanks was carried with acclamation, for which the out-going President thanked the members present.

7. *Retirement and election of Trustees.*

The Chair summed up the retirements and proposed elections to the Board of Trustees as follows.

After a long and distinguished service to the Society David Pearman is retiring from the Board of Trustees. As earlier indicated, Chris Metherell is also retiring from the Board of Trustees to preserve independence in the office of President. After these two retirements the Board is left with six Trustees. One Trustee retires by rotation and being eligible, offers himself for re-election. Five new Trustees (four being present at this meeting) are proposed for election, which would leave the Board with 11 members, the constitution allowing up to 12.

A vote of thanks was proposed on the retirement of David Pearman from the Board. The Chair noted that David had served BSBI continuously over the last 25 years in various offices, including at various times Council member, President and Trustee, whilst being an extremely productive researcher, author and field recorder. The Chair trusted that these latter activities would continue and proposed a vote of thanks to David, wishing him a long and fulfilling 'retirement'. The vote was carried by acclamation.

The Chair explained that it was his turn to retire from the Board by rotation, and that he was willing to serve another term of three years. Delyth Williams confirmed his consent and eligibility and proposed his re-election, which had been seconded by Sarah Whild. Delyth invited the members present to approve Ian Denholm's re-election and the motion was carried by a show of hands with no dissent.

With the unanimous approval of the Board of Trustees, five new Trustees are proposed by Ian Denholm (Chair of the Board) and Delyth Williams (Honorary General Secretary) and each has consented to serve if elected. Their profiles, as issued with the agenda for the AGM, are given below in alphabetical order of surname. Highlights were drawn from these profiles by the Chair at the AGM.

John Faulkner

John Faulkner obtained a DPhil from Oxford University on the biology of *Carex*, and then joined the Department of Agriculture for Northern Ireland working on crop agronomy and genetics. His interest in wildlife conservation led to him becoming the first chair of the Ulster Trust for Nature Conservation, and subsequently taking up a senior position in the Department for Environment for Northern Ireland. He has been a member of BSBI since 1967, serving as the Society's Irish Field Meetings Secretary from 2006 to 2014, and more recently as Chair of the BSBI Committee for Ireland. He has been BSBI Vice-county Recorder for Co. Armagh since 1991 and is joint author of the definitive *Natural History of Ulster* (2011). John served as BSBI President since November 2015 and relinquished this post at the 2017 AGM.

Alastair Fitter FRS

Alastair Fitter is a botanist and ecologist and Emeritus Professor of Ecology at the University of York, where he was formerly Pro-Vice-Chancellor for Research. His research focused on the ecology of roots and mycorrhizal symbioses, and on the biological impacts of climate change in relation to both carbon cycling and flowering phenology. He was elected a Fellow of the Royal Society in 2005. He has written a number of natural history guides, some jointly with his father Richard Fitter, including two editions of *The Wild Flowers of Britain and Ireland* (2003 and 2013) illustrated by Marjorie Blamey. He is currently Chair of the Trustees of the Yorkshire Arboretum and a trustee of the Yorkshire Wildlife Trust.

Sandra Knapp

Sandra Knapp obtained her Bachelor of Arts degree in Botany from Pomona College, in Claremont, California and her PhD in 1986 from Cornell University, Ithaca, New York. She is a specialist on the taxonomy of the nightshade family, Solanaceae, and has spent much time in the field collecting plants. She came to the Natural History Museum, London, in 1992 to manage the international project Flora Mesoamericana - a synoptic inventory of the approximately 18,000 species of plants of southern Mexico and the isthmus of Central America. She is also the author of several popular books on the history of science and botanical exploration, including the award-winning *Potted Histories* (2004). She is the author of more than 200 peer-reviewed scientific papers and actively involved in promoting the role of taxonomy worldwide. Dr. Knapp is Vice-President of the International Association of Plant Taxonomy and an elected member of the councils of Fauna and Flora International, the Global Plants Initiative, Organization Pro-Flora Neotropica, and the Tropical Biology Association and she is on the editorial board of several high-profile taxonomic journals. In 2009 she was honoured by the Peter Raven Outreach Award by the American Society of Plant Taxonomists for her work in public engagement with science and the UK National Biodiversity Network's John Burnett Medal for her work in biodiversity. In 2016 she was awarded a Linnean Medal by the Linnean Society of London, for service to science. An expert in the genus *Solanum*, she has been elected to take office as President of the Linnean Society of London in May 2018.

Christopher Miles

Christopher Miles has an MSc in plant taxonomy and a PhD in bryology, both from the University of Reading. He retired in 2017 as area manager in Southern Scotland for Scottish Natural Heritage (SNH) after 18 years in that role and a total of 24 years with SNH. His geographical area covered the Scottish Borders and Dumfries & Galloway, and encompassed the delivery of protected site work, development advice, support for land management through agri-environment programmes or management agreements and the management of National Nature Reserves. Prior to moving to Scotland in 1993 he spent seven years as Conservation Manager for the Essex Wildlife Trust. He has been BSBI Vice-county Recorder for Dumfriesshire since 1996 and served for several years as a member of BSBI's Scottish Committee, including a period as Chair. In June 2017 he became a Director of the Southern Uplands Partnership - a community-based charity promoting the conservation of the environment of the South of Scotland and its people.

Anthony David Thomas

After serving as Warden and Director of Studies at field centres run by the Field Studies Council (FSC) in Snowdonia and at Slapton Ley, Devon, Anthony Thomas was appointed Chief Executive and Director of FSC in 1984 and served in these roles until 2009. He has extensive experience of chairing and participating in Education Boards and Committees. Current appointments include Chair of the Geographical Association's Field Studies Working Group, Member of Executive of Council for Environmental Education, Chair of Council of the Wildfowl and Wetlands Trust, Chair of RSPB's Communications Committee, Member of Council for the Royal Geographical Society, and Chair of Executive for the Forest Education Initiative. Anthony was awarded an OBE for services to education in the Queen's Birthday Honours List in 2007.

The Chair proposed that the meeting elect the five as Trustees should be taken together (seconder Delyth Williams). This was unanimously approved. The substantive motion, to elect John Faulkner, Alastair Fitter, Sandy Knapp, Chris Miles and Anthony David Thomas as Trustees was also unanimously approved by a show of hands.

8. *Retirement and election of Members of Council.*

Martin Godfrey, Trevor James and Matt Parratt retire by rotation and are available for re-election. All three have indicated their willingness to serve for a further term as a Member of Council and their re-election has been proposed by Chris Metherell and seconded by Delyth Williams. The Chair invited the members present to re-elect these three Members of Council for a further term. The motion was approved.

Two additional Members of Council (both present at the AGM) have been validly nominated and have consented to serve if elected. The members present at the meeting approved the proposal to elect them both as Members of Council on one vote.

Mark Duffell has been proposed by Sarah Whild and seconded by Chris Metherell. Mark has been a member of the BSBI Training & Education Committee for over seven years and is a committed field botanist keen to develop and champion the field skills needed for future generations of botanists. He runs a consultancy specialising in botanical surveying and training, teaching for a range of universities, organisations and charities. The Institute of Horticulture's Young Horticulturist of the Year 2001, he is currently the BSBI referee for Garden Shrubs. He lives in Shropshire and is actively engaged in recording for the Shropshire Botanical Society.

Anne Haden has been proposed by Susan Synnott, BSBI Vice-county Recorder for Sark and seconded by Tim Wright, Chairman of the Botany Section of the Société Jersiaise. Anne has been Secretary of the Botany Section of the Société Jersiaise for five years and became BSBI Vice-county Recorder for Jersey in 2013 following her retirement from teaching.

The motion to elect Mark Duffell and Anne Haden as Members of Council was unanimously approved by show of hands.

9. Election of Honorary Members.

The Chair explained that Honorary Membership is an honour bestowed on individuals who have given exceptional service to BSBI. There are currently less than 40 Honorary Members. Two members have been nominated with the approval of the Board of Trustees. The members were invited to elect the following as Honorary Members.

Bob Ellis, recently retired as BSBI Projects Officer, has been proposed by Chris Metherell and seconded by David Pearman; see his tribute in *BSBI News* for September 2017, pages 67-68. Bob served as Secretary to the Records Committee for many years. Perhaps his major contribution was his championing and mastery of Mapmate software, which most Vice-county Recorders and their most active supporters use for data input and local use and then for submission to the BSBI Distribution Database.

Trevor James, Receiving Editor of BSBI News since 2008, author of the *Flora of Hertfordshire* (2009) and now joint Vice-county Recorder for Hertfordshire with Ian Denholm has been proposed by him and seconded by Gwynn Ellis; see his tribute in *BSBI News* for September 2017, page 10.

The motion to elect Bob Ellis and Trevor James as Honorary Members of BSBI was approved by show of hands without dissent.

10. Permanent Standing and National Committees.

In conjunction with the next agenda item, a vote of thanks was proposed and approved for retiring and continuing members of the four Permanent Standing Committees and the three Country Committees.

11. Editors of Journals, Newsletters and BSBI Handbooks, Vice-county Recorders and Taxonomic Referees

The Chair drew attention to the “incredible contributions that these volunteers make to BSBI”. He specifically asked members to register our undying appreciation for Gwynn Ellis’s work of 30 years as an editor of *BSBI News*, a publication whose arrival is eagerly anticipated by most BSBI members.

The Chair then proposed a vote of thanks (being aware that many were present before him) to all BSBI volunteers, who make the Society what it is. This was approved by general acclamation.

12. Any Other Business.

There being no other business, the meeting closed at 2.45 pm.

Prepared by

Clive Lovatt, Company Secretary

Approved by

Chair of the 2018 AGM

To be dated upon approval by the members present at the 2018 AGM

SUMMARY OF FORMAL RESOLUTIONS PASSED

1. The Minutes of the AGM held on 26 November 2016 were approved.
2. The 31 March 2017 Annual Review was adopted by the members.
3. The 31 March 2017 Annual Report and Accounts were adopted by the members.
4. WMT LLP, acting through Elizabeth Irvine FCA, were re-appointed as Independent Examiner or Auditor, as the case may be.
5. The Trustees were authorised to fix the remuneration of the Independent Examiner or Auditor.
6. Ian Denholm was re-elected as a Trustee to serve for a further term of three years.
7. The motion for election of five named Trustees through a single resolution was approved.
8. John Faulkner, Alastair Fitter, Sandy Knapp, Chris Miles and Anthony David Thomas were elected as Trustees.
9. Martin Godfrey, Trevor James and Matt Parratt were re-elected as Members of Council.
10. The motion for election of two named Members of Council through a single resolution was approved.
11. Mark Duffell and Anne Haden were elected as Members of Council.
12. Bob Ellis and Trevor James were elected as Honorary Members.