



MINUTES of the fifth Annual General Meeting of the Botanical Society of Britain and Ireland (BSBI) held at 2.00 p.m. on Saturday 17 November 2018 in the Lecture Theatre, Faculty of Health & Social Care, Edge Hill University, Ormskirk, Lancashire.

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

Before starting on the business of the AGM, the Board Chair, Ian Denholm (ID), called for a vote of thanks to all those involved in organising and hosting this year's Annual Exhibition Meeting, during which the AGM is now traditionally held. This included Mary Dean, Josh Styles, Alfie Russel, Paul Ashton, Meetings & Communications Committee members, particularly Louise Marsh, Ciara Sugrue, Ellen Goddard and Kyle Jones.

The Chair then invited those from BSBI seated beside him to introduce themselves in turn; Julie Etherington; Finance Manager (JEE), who would take the minutes, Jane Houldsworth; Head of Operations (JH), Delyth Williams; Honorary General Secretary (DW) and Chris Metherell, President (CM). He also introduced members of BSBI staff seated in the audience, extending a warm welcome to Barbara Brown who had joined the society as Welsh Officer in October 2018.

The Chair then described the content and conduct of the AGM and the members' participation in it, explaining that following the formal business there would be an opportunity for members to ask questions or raise matters of concern.

Apologies for absence had been received from Sarah Whild, Gwynn Ellis, Sue Townsend, Clive Lovatt, Rodney Burton, Felicity Woodhead and Duncan Gee.

2. Approval of the Minutes of the last AGM

A motion to approve the minutes of the fourth AGM of the BSBI held on 25 November 2017 was proposed by Mary Dean and seconded by Martin Rand. The Chair 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 drew members' attention to the Annual Review of the Botanical Society of Britain and Ireland covering the year to 31 March 2018. He thanked Louise Marsh, BSBI's Communications Officer, for her work in editing the Annual Review and all who had contributed to its production.

Summarising some highlights of the past year, the Chair noted that membership had increased from 2,761 to 2,831, continuing a pleasing trend sustained over recent years. Factors contributing to this increase include our expanding engagement with social media. BSBI now has 16,500 followers on Twitter, over 4,500 Facebook followers, and the total number of visits to the News & Views Blog on the BSBI website is approaching half a million.

BSBI News has undergone a very well received facelift and the society had been very fortunate to secure the services of Andrew Branson as editor commencing with the January 2018 edition. The final issue of *New Journal of Botany* was published in January 2018. 2019 will see the birth of a new online scientific journal called *British & Irish Botany* that is intended to be more accessible to professional and amateur botanists alike.

Residential and day field meetings across Britain and Ireland remain very popular and nearly all of these welcome beginners and provide outstanding opportunities to improve identification skills. The Chair particularly thanked Jonathan Shanklin, Hon Field Meetings Secretary for co-ordinating the programme of meetings and for endeavouring to ensure that as many as possible are written up for publication in the BSBI yearbook.

The bulk of recording activity in 2018 continued to be devoted to the production of a new national plant atlas covering the period up to December 2019. Much thought has gone into developing a plan for delivery of the Atlas that assigns crucial roles to BSBI staff and to volunteers. There is also a lively ongoing discussion about projects that BSBI should undertake in the future. The Chair drew members' attention to an article in the last *BSBI News* soliciting their views in this respect and urged them to contribute their thoughts.

The Chair invited Jane Houldsworth, Head of Operations, to talk about BSBI's other plans for the future. JH explained that BSBI would benefit from substantial grant funding from the Heritage Lottery Fund in 2019 aimed at making BSBI more resilient and sustainable.

4. *Annual Report and Accounts*

The Chair began by explaining that The Annual Report and Accounts of the BSBI for the year ended 31 March 2018 had been prepared by JEE and had been examined by WMT LLP, BSBI's Independent Examiners. This document was not being circulated

today however he drew attention to the fact that non-statutory summary accounts and a financial report on key activities is included within three pages of the Annual Review distributed with the September 2018 issue of *BSBI News*.

At the invitation of the Chair, DW presented the BSBI Annual Report and Accounts for the year ended 31 March 2018.

A number of copies of the three pages (described above) were distributed amongst the audience. DW began by explaining that she was not the Treasurer, as that role continued to be vacant, and that her financial knowledge was not extensive.

Compared to the previous year end, BSBI was in a positive position.

Dealing with the negative points first; BSBI's Net Assets had decreased from just over £1M at 31 March 2017 to £954k at 31 March 2018. A (£49k) Deficit for the Year had been sustained in 2018 compared to a £37k Surplus for the Year in 2017 after including exceptionally high investment gains of £183k. DW commented that it is impossible to predict what might happen to investments after Brexit.

Turning next to the positives; it is most pleasing to note that the underlying Operating Deficit (ie. Surplus / (Deficit) for the Year, before Gains / (Losses) on Investments), has reduced from (£146k) for 2017 to (£61k) for 2018. BSBI has received £40k more income; it had this year restored its income stream from Natural England which had faltered during 2016/17. Pleasingly, £40k income had been generated through the first time of engaging a fundraising consultant. Legacies were always welcomed.

Furthermore, costs had reduced overall through various measures; eg. Improved cost awareness.

In summary, the Operating Deficit is not yet at zero however BSBI is progressing and working towards this.

With these remarks, DW thanked JH and JEE for their work in the absence of a Treasurer and commended the Annual Report and Accounts and asked that they be formally adopted by the Society. Terry Swainbank proposed adoption and Jonathan Shanklin seconded. The adoption was approved unanimously by a show of hands.

Questions were invited from the audience:

Terry Swainbank asked how BSBI's investments were faring, especially in the light of stock market turbulence in November. JEE responded that BSBI had been fortunate that its investments had increased in value from April – Sept however she was not in a position to comment on the current quarter.

There were no further questions.

5. *Independent Examiners / Auditors*

By reference to company and charity law, and BSBI's Articles of Association, an audit of the 31 March 2019 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.

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 WMT's remuneration for this role. These proposals were approved unanimously.

6. *Retirement of President and election of President-elect*

Chris Metherell, President of BSBI, has indicated his wish to retire at the 2019 AGM, requiring the appointment of a President-elect as his successor. Lynne Farrell has been proposed as President-elect by Chris Metherell and seconded by Chris Cheffings. Her biography reads:

Lynne was born in Manchester, educated in Sale, Cheshire and went to Coleraine University, N. Ireland, graduating with a Hons degree in Biology. Her first job was as a botanical assistant at Monks Wood Research Station, then under the Nature Conservancy, in Huntingdonshire. She continued her professional career working in the Biological Records Centre, then as plant ecologist and heathland specialist for English Nature, followed by various posts in Scottish Natural Heritage until retiring in 2007. She has always been interested in voluntary organisations and has been a member of several Wildlife Trusts and groups. She joined BSBI in 1967 and served as Field Meetings Secretary, Hon. General Secretary, Council member, Chair of Meetings & Communications and Vice-president. Now, Lynne is vice-county recorder for Mid Ebudes and is a keen sports fan and gardener. She moved to Arnside, Cumbria in 2017 after being based in Cambridgeshire for over 38 years.

Members unanimously approved the appointment of Lynne as President-elect.

7. *Retirement and election of Trustees*

The Chair explained that Paul Bisson, Chris Cheffings, Mick Crawley and Sarah Whild retire by rotation and are available for re-election. All have indicated their willingness to serve for a further term as Trustees. The re-elections are proposed by Ian Denholm and seconded by Delyth Williams.

The Chair invited Members to re-elect these four Trustees to serve for a further term. Members unanimously approved the proposal.

8. Retirement and election of Members of Council

The Chair explained that Mary Dean, Liz Lavery, Trevor James and John Swindells retire by rotation and were available for re-election. Mary Dean, Liz Lavery and John Swindells have indicated their willingness to serve for a further term as a Member of Council and their re-election is proposed by Chris Metherell and seconded by Helena Crouch. Members were invited to re-elect these three Members of Council for a further term.

Trevor James has indicated his wish to retire from Council.

Max Brown has been nominated as a Member of Council, proposed by Alex Twyford and seconded by Chris Metherell. Members are invited to elect Max Brown as described and extracts from a précis of his CV below were read out:

Max Brown is a postgraduate student at the University of Edinburgh working on hybridisation and speciation in Euphrasia, a post which he took up after graduating from Jesus College Oxford. In between Euphrasia-related field trips and running large-scale growth experiments in the common garden at the Royal Botanic Gardens, Edinburgh, Max maintains a deep interest in entomology. Prior to landing in Edinburgh he spent several months in Sumatra where his work included collecting specimens for the characterisation of a new taxon in the Onthophagus limbatus species group and writing a key to dung beetle species allowed wider teaching of the entomology department there. Max is a rare individual in botanical research these days, a geneticist who is also an expert field botanist who actively teaches plant identification at undergraduate level.

Members unanimously approved the proposal to re-elect Mary Dean, Liz Lavery and John Swindells and the proposal to elect Max Brown.

9. A vote of thanks

The Chair proposed a final vote of thanks to all who contribute to the success of BSBI as a scientific society and to creating the informal and supportive environment in which it operates. This includes a huge number of volunteers involved in training initiatives, publications, and organising events and activities at a national and country level. The Chair also thanked the recorders and taxonomic referees who generate the data that are our life-blood and to all BSBI staff for their exceptional motivation and commitment. He also requested a vote of thanks to Clive Lovatt who had retired from the voluntary role of Company Secretary prior to the AGM and to Gwynn Ellis and Trevor James, former Editors of *BSBI News*, for their tireless service of many years.

All proposals were approved by general acclamation.

10. Any Other Business

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

Prepared by:

Julie Etherington, BSBI Finance Manager

Approved by:

Chair of the 2019 AGM, 9th November 2019

SUMMARY OF FORMAL RESOLUTIONS PASSED

1. The Minutes of the AGM held on 25 November 2017 were approved.
2. The 31 March 2018 Annual Review was adopted by the members.
3. The 31 March 2018 Annual Report and Accounts were adopted by the members.
4. WMT LLP, acting through Elizabeth Irvine FCA, was 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. To elect Lynne Farrell as President-elect.
7. To re-elect Paul Bisson, Chris Cheffings, Mick Crawley, Sarah Whild as Trustees to serve for a further term.
8. To re-elect Mary Dean, Liz Lavery, John Swindells as Members of Council.
9. To elect Max Brown as a Member of Council.