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## REPORT AND RESULTS OF THE ANNUAL GENERAL MEETING 2017



### AGENDA

#### **17.15pm Michael Hassell, NBN Governance Review**

The Chair gave an update on the Board Governance review which has been happening over the past few months.

The driver for this review is due to the Board being in place for some time and is now not fit for its purpose. The Board gave full approval for the suggestions made by the review committee at their November 2017 meeting.

The main changes will be a reduced Board from 15 to 9 or 10, plus the chair. Trustees with skills and experience beneficial to the Trust will be sought through an interview process. We will look to seek nominations from inside and outside the Network for new Trustees and these will be taken to an interview panel and recruited based on required skills.

Around 5 Trustees will be asked to remain on the Board for continuity and these are chosen based on agreed skills required.

The Trustees advert will go out soon after the conference with interviews taking place in January. The February Board will be a handover with both the previous Board and new trustees attending.

There will also be a separate Stakeholder group which will be made up of around 15-20 people from across the Network and will have a good link through to the Board.

The terms of reference for this group are still being worked upon and the Secretariat welcome any views on this matter.

#### **17:25pm Andrew Wood, Membership Review Update**

The new membership scheme has now been in place since April 2017 and around 27 new members have joined.

The main changes to the scheme are that we have a simpler 'individual' and 'organisation' scheme which is then tiered based on size.

The funding amount has remained the same but by having a 'Pay What You Can' scheme we have gained some individual members paying amounts from £5 to £50.

We will need to look at fee levels at some point. The Trust has also developed a Medium Term Financial Strategy which looks at alternative ways of bringing in funds.

**17:30pm Helen Wilkinson, NBN Action Plan Business Priorities Update**

The NBN Action Plan links to the NBN 5 year Strategy and Business Plan. This reflects the 5 strategic aims which are;

1. Record, collect, diversify, enhance and mobilise biological data
2. Make biological data and information available to everyone
3. Captivate and engage people about wildlife
4. Provide the best biological information management infrastructure
5. Support the development of the NBN, its Board and its members

The main achievement has been the change from the NBN Gateway to NBN Atlas.

**17:35pm Resolutions****Ordinary Resolutions**

That Rogers Spencer is appointed Auditors of the Charity to act as such until further notice and that the Trustees be authorised to fix their remuneration.

**We received a total of 18 proxy voting forms prior to the AGM.**

**A further 26 votes were received from members in the room.**

44 organisations out of 200 voting members voted yes either in person or by proxy. This equates to 22% of the voting membership (20% required).

**Special Resolutions**

The approval of changes to the Articles of Association.

**We received a total of 18 proxy voting forms prior to the AGM.**

**A further 23 votes were received from members in the room.**

41 organisations out of 200 voting members voted yes either in person or by proxy. This equates to 20% of the voting membership (20% required).

**17:40pm Open Q&A Session**

Comments from the room were;

- That we should look to give the members more information on what is being asked of them when it comes to voting at the AGM
- If we need to consider reducing the quorate from 20% as when the membership grows this in turn means we require more votes to pass resolutions

- To give more than the required 14 clear days notice when sending out voting papers and supporting documents. Time was tight this year due to having to agree the changes with the Board at their recent meeting on 8<sup>th</sup> November
- Trustees are there for the good of the NBN Trust and not the organisation they work for; the Stakeholder group can be different
- Positive feedback was received on opening the AGM to members at the conference