

REPORT AND RESULTS OF THE ANNUAL GENERAL MEETING 2018 OF THE NATIONAL BIODIVERSITY NETWORK TRUST

Company number 03963387 – Registered Charity Number 1082163



MINUTES

DATE: 21 NOVEMBER 2018

LOCATION: ALBERT HALL,

TIME: 17:15 – 17:45

NOTTINGHAM

Chair: Professor Michael Hassell CBE FRS
Company Secretary & CEO: Dr Jo Judge

Minutes: Giselle Sterry / Sarah Hyslop

17.15pm Michael Hassell, Chairman's Report

The Chair welcomed those in attendance and gave an introduction to the AGM. It was reiterated that the AGM is being opened up to all conference delegates but only members are eligible to vote.

The NBN Atlas Wales and the NBN Atlas Isle of Man were launched this year. These and the NBN Atlas and NBN Atlas Scotland have been a huge success. It is recognised that the platforms do need to be developed further and additional finance required in order to grow. It is acknowledged that there are technical and support challenges with this.

The Chair also gave thanks to the late John Sawyer for his vision of the NBN Atlas and setting us on the path to where we are now.

There are a number of digital biodiversity information platforms using the open source Atlas of Living Australia (on which the NBN Atlas is based) being launched throughout the world. The NBN Trust staff have been involved in steering some of these. The Global Information Facility, GBIF, are keen to bring an "Atlas community" together.

The NBN Trust are pleased to announce that it has a new patron, Sir John Lawton, and he will be start being actively involved with us from early 2019.

The Chair informed the group that he will be standing down with the February 2019 Board meeting being his last. The new Chair will be Neil Hodges who we welcomed as a new Trustee at the start of the year. The Chair also introduced the new Trustees to the attendees.

17:20pm Neil Hodges, Succeeding Chair Report

Neil Hodges informed attendees that after joining the NBN Trust as a Trustee in January 2018 it came with great honour to be asked to become the next Chair of the NBN Trust. His priority is to meet the Network members and understand the needs and requirements of everyone involved. Key

areas of focus for the NBN are technology, finance, funding and governance.

Neil Hodges confirmed that the NBN Trust has a broad knowledge base and is very well placed to deliver the strategic aims required.

17:25pm Roddy Fairley, Treasurer Report

The group were provided with an overview of the financial report for 2017/18.

There is a surplus of £9,000 for 2017 - 18 compared with a deficit of £30,000 for 2016 - 17. The spending of the deficit was a planned management process and in line with the work required on the NBN Atlas. The full set of accounts will be available to view on Companies House and on the NBN Trust website.

During the 2017 -18 financial year the majority of funds were obtained through the membership fees paid by the country agencies. Roddy Fairley reiterated that the NBN Trust need to become less reliant on this source of funding. It is unlikely we will receive an increase from public sector funding and therefore we need to broaden our funding base in future.

17:35pm Jo Judge, CEO Report

The Annual Report 2017-18 has now been published and is available to view on the NBN Trust website. A copy will be sent out to all members following the meeting.

The NBN Atlas has been a huge part of the NBN Trust workload this year and thanks are given to Reuben Roberts, NBN Systems Developer and Sophia Ratcliffe, Technical and Data partner Support Officer for their great work on this.

NBN Trust currently have 5.8 FTE staff in the NBN Secretariat who between them undertake a high amount and quality of work. In order for NBN Trust is to continue to grow an application for a Resilient Heritage Grant has been submitted to the Heritage Lottery Fund.

17.40pm Ordinary Resolutions

A. Election of Auditors

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.

A total of 64 votes in favour were received. This equates to 32% of the voting membership (20% required).

The resolution was passed.

B. Re-election of Trustees

That the following Trustees be re-elected to the NBN Board.

Roddy Fairley and Andrew Wood: A total of 61 votes in favour were received. This equates to 31% of the voting membership (20% required).

Helen Wilkinson: A total of 63 votes in favour were received. This equates to 32% of the voting membership (20% required).

The resolution was passed and the three Trustees were re-elected to serve on the Board.

Special Resolutions

- The approval of changes to the Articles of Association.

To note that the currently quorate is set at 20% of the eligible voting members and it is proposed that this should be changed to a value of 10.

As the membership continues to grow, it could become an unrealistically high number of members voting to meet the quorate. A background report setting out the reasons in detail was provided to members prior to the meeting and available to view on the NBN Trust website along with a copy of the Articles of Association updated in 2017.

We received a total of 32 proxy voting forms prior to the AGM with 31 voting yes and 1 against.

After discussion, the members agreed that 10 was too low and a value of 20 was proposed. As the AGM now forms part of the Annual Conference it is intended that we would have a significant number of members in attendance.

The resolution was amended and a vote was taken on changing the quorate to 20.

Of the 33 votes from members in the room 32 voted yes and 1 against.

Following the meeting the 32 members who voted in advance were contacted and asked to vote on the amended resolution. In order to meet the requirement of 75% in support of the resolution a further 16 votes in favour were required. A total of 24 members responded by the deadline given. All 24 supported the amended resolution. There were 0 votes against and 0 abstentions received.

The Resolution was passed to amend the Articles of Association.

17.48pm Any Other Business

Stakeholder Group

Information about the group was provided and a request was made for interested people to contact the Trust to register their interest. The first meeting will be on the 21st January 2019.

The meeting closed at 17.50 pm