

COUNCIL

Minutes of the meeting held at Burlington House on 2 April 2014

- PRESENT: David Shilston (*Chair*), Natalyn Ala, Neil Chapman, Angela Coe, Jim Coppard, David Cragg (*Vice president, Chartership*), Jane Dottridge, Chris Eccles, Marie Edmonds, Al Fraser (*Secretary, Science*), Tricia Henton (*Secretary, Professional Matters*), David Jones (*Vice president, Regional Groups*), Adam Law (*Treasurer*), Richard Lisle, Alan Lord (*Secretary, External and Foreign Affairs*), David Manning (*President designate*), Brian Marker, Gary Nichols, Lucy Slater and Michael Young
- APOLOGIES: Mike Armitage (*Vice president, Corporate Affiliates*), Rob Butler, Jonathan Turner (*Secretary, Publications*) and Neal Marriott (*Director of Publishing, Library & Information Services*)
- In attendance: Edmund Nickless (*Executive Secretary*), Nic Bilham (*Director of Policy & Communications*), Stephanie Jones (*PA to Executive Secretary*) and Jonathan Silk (*Director of Finance & Operations*)

Jonathan Silk was welcomed to his first meeting of Council

1. APOLOGIES

Apologies as above were noted.

2. DECLARATIONS OF INTERESTS

There were no declarations of interests.

3. MINUTES OF COUNCIL MEETING HELD ON 5 FEBRUARY 2014

The minutes were approved.

4. MATTERS ARISING

4.1 *IUGS Task Group on Global Geoscience Professionalism*

This IUGS Task Group was established at IGC in Brisbane in August 2012 and is led by Ruth Allington. Active participation of the Society in the Task Group was discussed by the Professional Committee at their March meeting and Council noted their recommendation that a watching brief is kept until it is clear how much work will be involved.

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4.2 *Geoscientists Canada*

After more than a dozen years of inconclusive discussion, rather than continue to pursue a national mutual recognition of professional qualifications agreement, at their March meeting, the Professional Committee agreed the focus should be in seeking bilateral agreements at a provincial level beginning with British Columbia and Alberta, and in time with Ontario.

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4.3 *Science Council Diversity, Equality & Inclusion Strategy Group*

At the previous meeting Council appointed Tricia Henton as the Society's

Diversity Champion. Tricia said she was very pleased to take on this important role. There will be an article in September *Geoscientist* and she will be seeking contributions. It will also be discussed at the September Council residential meeting. Edmund Nickless said he is a member of the Science Council Strategy Group and is chairing a Charter writing group. The Strategy Group met on 26 March and agreed a programme of work. The proposed "charter" will be discussed at the Science Council's AGM in June which Natalyn Ala will be attending. There will be a consultation and it is proposed to have a final document available by the end of the year which member bodies will be invited to sign.

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5. PRESIDENT'S BUSINESS

5.1 *Result of ballot for Council 2014/2015*

The President reported the results of the electronic and postal consultative ballot. A total of 812 valid votes were cast compared with 1092 in 2013. There were 13 invalid votes.

All candidates will be informed of the outcome after the Council meeting. The successful names will go forward for formal election at the AGM on 4 June.

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5.2 *Report of the Elections Committee*

The committee considered a more strategic approach to encouraging Fellows to stand for Council and also the identification of Officers. Various actions were agreed.

5.3 *Report of the Officers' Meeting*

The matters discussed were staff-related.

6. HEALTH AND SAFETY (CM/19/14)

Council noted there have been no incidents since the last meeting of Council.

7. REPORTS OF THE EXECUTIVE (CM/20/14)

Council noted the reports of the Executive Secretary and the Directors of Publishing, Library & Information Services, Policy & Communications and Finance & Operations. Council was pleased that the Shale UK conference was such a success. They noted that Nick Tew, AGI President, attended at very short notice and expressed their thanks..

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8. SCIENCE STRATEGY (CM/21/14)

Al Fraser said the strategy has been developed over the past year led mainly by the newly-established Science & External Relations committee with input from the Publications & Information Committee, Science Committee and a number of the Specialist Groups and Joint Associations.

It is a living document and there is further work to be done to develop the continuing engagement of the Specialist Groups and to take forward the roles of SERC and SC to deliver the objectives.

Council APPROVED the Science Strategy and thanked all those who contributed. The document will be placed on the website.

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9. ASSOCIATED SOCIETY STATUS (CM/22/14)

At recent meetings Council and the External Relations Committee have discussed a proposal to establish a status of Associated Society in order to provide a consistent structure for existing relationships with other organisations. The scheme is also intended to provide a friendlier mechanism for societies with which we have no existing relationship to enter into dialogue with us, and explore opportunities to work together.

Council previously indicated support in principle for this proposal and at their February meeting established a short-term working group to develop a proposed structure. This working group comprising Alan Lord (chair), Nic Bilham, Jane Dottridge, Brian Marker, Gary Nichols and Edmund Nickless met on 3 March.

Alan Lord said that the purpose of the working group was to put a framework around some principles. In line with earlier discussions, the working group agreed that the barrier to entry to associated status should be set at a low level so that those seeking advice and moral support can easily do so. The proposed conditions are that any potential Associated Society should:

- be a legally constituted entity in its home country;
- be an academic and/or professional body (i.e. not a trade association);
- have a code of conduct consistent with that of the Geological Society (or be willing to adopt our code of conduct); and
- be able to say how its relationship with the Geological Society will help advance our strategy.

Council noted the principles recommended by the working group. The scheme is intended mainly for overseas organisations but UK organisations would not be excluded. The Professional Committee had an initial discussion of the proposed model at their March meeting. They were supportive and did not raise any concerns in principle.

Council APPROVED that the status of Associated Society be established and agreed the following steps:-

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- Discuss with various European societies at the EGU meeting in Vienna in April;
- Amended document to be put on the Society's website;
- Approach societies with whom the Society already has a Memorandum of Understanding or Mutual Recognition Agreement to ascertain interest; and
- Announce on President's Day.

10. REPORT OF THE AUDIT COMMITTEE (CM/23/14)

It was noted that the Audit Committee reports direct to Council. The Treasurer attends as an observer only. The Treasurer thanked the staff for the excellent job they had done bearing in mind the timing of the departure of the previous Director of Operations.

Council noted the report.

11. REPORT OF THE TREASURER

11.1 *Report of the Finance and Planning Committee (CM/24/14)*

The Finance and Planning Committee met on 26 March. Council noted that the main items of discussion were:-

- An update on the planned database replacement and online development post.
- Review of the January Management Accounts to a new format.
- Review of the Audited Financial Accounts for 2013.
- Review of the Audit Management Letter. Committee approved the wording of the management response to the three audit recommendations made and *recommends to Council that these management responses be formally noted and adopted.*
- Consideration of the 2015 Budget Timetable, which was approved in principle.
- Discussion of the proposed increase to Fellowship Fees for 2015 (separate agenda item)
- Review of the updated Strategic Projects Plan.

Nic Bilham said that he will be reviewing the presentation of the Strategic Projects Plan and intends to complete this review by the end of 2014. Council members were reminded that they are champions of the various projects and that it is their responsibility to inform Nic Bilham of progress so that he can update the plan.

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11.2 *Risk Register (CM/25/14)*

The Risk Register is kept under review by the Audit Committee and the trustees are required to consider it formally once a year. The Audit Committee are keen that the document is simplified and that it is used by the Senior Leadership team as a management tool. A revised format will be taken to their November 2014 meeting.

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Council noted the register and the proposal to simplify the document.

11.3 *2013 Audited Accounts (CM/26/14)*

Andrew Stickland of BDO Stoy Hayward joined the meeting

The Director of Finance & Operations reported that the Accounts had been considered by the Finance and Planning Committee, and the Audit Committee who recommended acceptance of the Accounts. The Society returned an underlying surplus of around £55k calculated as unrestricted net incoming resources (£528k) less transfers to designated funds (£140k and £213k), out of which £120k was spent on library purchases. The Society's free reserves were just under £2.7m.

Andrew Stickland said he was able to sign an unqualified audit report. He told Council that he reports to the Audit Committee on any changes to regulation or tax that will affect the Society and the production of the audit report. There is a change in accounting standards which will impact on the 2015 accounts and

BDO will be discussing this with the Director of Finance & Operations over the summer.

Council formally APPROVED the Report and Financial Statements for the year ended 31 December 2013 which were signed by the President and Treasurer.

11.4 *Auditors' Management Letter (CM/27/14)*

The letter was discussed by the Audit Committee and by the Finance and Planning Committee. Both committees were pleased to note that there were very few items of concern and that none of these was of note. The Finance & Planning Committee reviewed the wording of the Society's response to the three audit recommendations relating to:-

- Regional & Specialist Groups;
- Implementation and consistency of internal controls; and
- Foreign exchange accounting.

and recommended their acceptance. Council APPROVED the responses to the three audit recommendations.

11.5 *The Society's Letters of Representation (CM/28/14)*

As part of the audit process and the finalisation of the financial statements the auditors request Council to review and sign representation letters for the Society and the trading company. This is standard practice. The letters consist of a number of assumptions which the auditors require prior to signing off the accounts. Council APPROVED the letters of representation which were signed by the President.

11.6 *January Management Accounts (CM/29/14)*

The accounts were presented in the new format developed by FD Solutions which reflects the new management structure. There was an overall surplus in the month of around £12k against a budgeted monthly deficit of £24k. Council noted the accounts. They also noted that management accounts were not produced for December because of the staffing changes in the Finance department and the work required on the year end accounts and budget.

11.7 *Report of the Investment Committee*

The Treasurer said that the committee met at the end of January. As various cash and bond investments have matured they have been moved to equities. The committee has also been debating more infra-structure style investments. Council noted the Treasurer's report.

11.8 *Use of the Society's Funds*

Council was told in November 2013 that the Society had received a bequest from Stephen John Mills and the Treasurer was asked by Council to chair a small group to establish how to use this fund and other funds with a view to bringing a draft policy to this Council. A group comprising Alan Lord, Edmund Nickless, Jonathan Silk and the Treasurer met on 7 March.

The discussion focused on use of the higher value funds and whilst some are capable of easier resolution than others further investigation is required to understand any limitations imposed by the donor. It is anticipated that it will be possible to bring a policy for one or two of the funds to June Council for

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approval.

11.9 *Research Grants (CM/31/14)*

The Research Grants Committee under the chairmanship of the Secretary, Science met on 11 March to consider 34 grant applications. They recommended that 15 awards were funded at a total value of just under £23k. £1k is recoverable from the Jeremy Willson Charitable Trust. The figure also includes £2k from the newly-established Robert Scott Memorial Fund, for which the Society is most grateful to CASP (formerly known as Cambridge Arctic Shelf Programme) and Gary Nichols who facilitated the gift.

There were three applications for the Novas Consulting Undergraduate Fieldwork Bursary. In previous years Novas Consulting, a corporate affiliate, has made £1500 available but this year they generously agreed to provide funding in whole or part for all three applications, a total of £2.25k.

Council APPROVED the research grants and noted the undergraduate fieldwork and bursaries. Professor Fraser and the committee were thanked.

Council also noted that, depending on the outcome of the investigations into the use of the Societies funds, the amount available for research grants in future years may be increased.

11.9 *Serious Incident Reporting (CM/32/14)*

Council noted that there have been no serious incidents to report since the last meeting.

12. FELLOWSHIP DEVELOPMENT STRATEGY (CM/33/14)

Over recent years the Fellowship has grown in real terms by about 3% annually and is now about 11.5k.

Tricia Henton said that the Professional Committee has agreed a development strategy document for Fellowship and, based on recent growth, has set a stretched target of a 25% increase in Fellowship numbers over five years. The document includes a number of actions it will take to meet these objectives and to continue to maintain and engage with its Fellowship. It will be delivered within the wider framework of the Society's Strategic Plan.

Tricia Henton thanked Mohammed Jahangir, Fellowship Services Manager, for his work on this project. She asked members of Council to contact Mohammed with any further suggestions for the strategy.

Natalyn Ala said she was very pleased to see all the information gathered into one document. It would be helpful to see the actions set out in a table so that progress can be more easily monitored and she will contact Mohammed to discuss.

Council APPROVED the Fellowship Development Strategy.

13. FELLOWSHIP FEES FOR 2015 (CM/29/13)

The Finance & Planning Committee discussed Fellowship fees for 2015 at its 26

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March meeting. Following the principles agreed in previous years, the latest estimates of the total costs of Fellowship and the most recent measures of inflation were reviewed.

The Finance & Planning Committee noted that CPI for February 2014 was 1.7% and recommended that fees for 2015 be increased by 1.7%. The fees for Junior Candidate Fellows and Candidate Fellows will remain unchanged reflecting the wish to encourage early membership of the Society and to retain those memberships.

Council COMMENDED the proposal for announcement in the May issue of *Geoscientist* and approval at the Annual General Meeting on 4 June.

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The Finance & Planning Committee also proposed that in future average fees will be increased annually in line with the CPI inflation index as taken at February each year. Provision will remain for a case to be made for above or below CPI increases, but the default position will be the assumption that CPI is applied and that fees will be discussed by Council only by exception.

Council discussed this proposal at length. There was concern by some members about the escalation in fees and that the strategy does not fit with the wish to grow the Fellowship. Council DID NOT APPROVE this proposal and will discuss the strategy for fees at their September residential as part of an overall financial strategy for the Society. Tricia Henton asked for her view to be placed on record that there has been much discussion about this matter and a viable way forward has been suggested.

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14. LIBRARY STRATEGY AND COLLECTION DEVELOPMENT POLICY (CM/35/14)

Fabienne Michaud, Library & Information Services Manager, attended for this item.

Fabienne said that many of the recommendations of the 2010 Library Review are completed or fully in hand and focus must now turn to the strategic development of Library services and resources in the coming period. The Library Strategy, which covers the period 2015 – 2019, will focus on five key areas:-

- Improving the Library experience
- Developing user services
- Preserving, developing and promoting special collections & archives
- Engaging with members of the public and external partners
- Supporting Library staff's professional development

Core to the Library resources is its collections of books, journals, maps, etc. There has not been a recent review of the Society's policies for developing its collections. The proposed Collection Development Policy provides a framework for the future development of the Library's collections and will inform decision making on both acquisition and disposal. This policy was the subject of a Fellowship consultation exercise via *Geoscientist* and the newsletter. No comments were received.

Both policies had been approved by the Library Users Group and the Publications Information Committee.

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Council APPROVED both strategies which will be placed on the Society's website.

15. ELECTIONS

15.1 *Fellowship (CM/36/14)*

Council agreed to recommend to the Fellowship that those candidates listed in CM/36/14 should be elected as Fellows at the OGM on 9 April 2014.

15.2 *Chartered Geologists (CM/37/14)*

The applications from Fellows to become Chartered Geologists listed in CM/37/14 had been approved by the Chartership Panel and were agreed by Council.

15.3 *Candidate and Junior Candidate Fellowship (CM/38/14)*

Council agreed to elect those applicants listed in CM/38/14 as Candidate Fellows and Junior Candidate Fellows.

15.4 *European Geologists (CM/39/14)*

Council noted the names elected as European Geologists at the EFG meeting on 24 March 2014.

15.5 *Chartered Scientists (CM/40/14)*

Council agreed the names on paper CM/40/14.

16. ANY OTHER BUSINESS

16.1 *Thanks*

The President thanked those members of Council standing down in June:-

Rob Butler
Tricia Henton
Richard Lisle
Jonathan Turner

Adam Law and David Manning thanked David Shilston for his period of service as President.

17. DATE OF NEXT MEETING

The next meeting is on 18 June 2014 which will be preceded by lunch with the new members of Council.