

COUNCIL

Minutes of the meeting held at the Linnean Society on 26 June 2013

PRESENT: David Shilston (*Chair*), Natalyn Ala, Rob Butler, Jim Coppard, Jane Dottridge, Chris Eccles, Marie Edmonds, Tricia Henton (*Secretary, Professional Matters*), David Jones, Adam Law (*Treasurer*), Alan Lord (*Secretary, External and Foreign Affairs*), Brian Marker, Gary Nichols, Lucy Slater and Michael Young

APOLOGIES: Mike Armitage, Neil Chapman, Angela Coe, David Cragg, Al Fraser (*Secretary, Science*), Richard Lisle, David Manning (*President designate*) and Jonathan Turner (*Secretary, Publications*)

In attendance: Edmund Nickless (*Executive Secretary*), Nic Bilham (*Head of Strategy & External Relations*), Graeme Etheridge (*Director of Operations*), Neal Marriott (*Director of Publishing, Library & Information Services*) and Stephanie Jones (*PA to Executive Secretary*)

The new members of Council were welcomed: (Angela Coe), Jim Coppard, Jane Dottridge, Chris Eccles, Marie Edmonds, (David Manning), Lucy Slater and Michael Young, as too was the newly-appointed Director of Operations, Graeme Etheridge.

1. APOLOGIES

Apologies as above were noted.

2. DECLARATIONS OF INTERESTS

There were no declarations of interests.

ESSENTIAL BUSINESS

3. MINUTES OF COUNCIL MEETING HELD ON 16 APRIL 2013

The minutes were agreed.

4. MATTERS ARISING

4.1 *Responses to the Auditors' Management Letter (CM/36/13)*

The draft responses to the recommendations arising from the 2012 Audit and from previous years had been considered by the Finance and Planning Committee and revised.

Council APPROVED the revised responses to the management letter.

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5. PRESIDENT'S BUSINESS

5.1 *Report of Officers' Meeting (CM/37/13)*

The Officers met on 5 June when the main items of discussion were the committee re-structuring and terms of reference. They also agreed with the proposal put forward by Adam Law that a small group should be formed to supervise and execute the executive remuneration scheme put in place for Edmund Nickless, Neal Marriott and (in 2014) Graeme Etheridge. Council noted that the group comprises David Shilston, Adam Law and Tricia Henton.

5.2 *Committees, Boards and Panels (CM/38/13)*

The structure of the Society's committees has been under review for some time due to the bringing together of Publishing and the Library under the management of Neal Marriott and the decision to form an 'Operations' Directorate now led by Graeme Etheridge. Two new "super" committees have been formed – The Science and External Relations Committee and the Publications and Information Committee.

At their meeting on 5 June, Officers discussed the membership of the various committees as well as the terms of reference and commended both to Council. They noted that terms of reference for the Science Committee, Geoconservation Committee and Library Users Group are in draft and in due time will be approved by the appropriate standing committee.

Rob Butler, Chair of the Geoconservation Committee, said that the membership currently comprises various conservation bodies, statutory groups, representatives of geoparks, etc. He is reviewing the constitution of the committee and in particular is looking to reduce the membership to ten or so, drawn from the Fellowship and representatives of the four nations of the United Kingdom, and to make it a clearer voice of the Society rather than geoconservation generally. He would welcome the views of Council on what is required and asked for comments by email.

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The Development and Fundraising Committee was set up in 2008 and over the last three years has written a fundraising strategy, created the City of London Geoscience Forum, remodelled and successfully re-launched the Corporate Affiliates Scheme and attracted new members. But fundraising to support specific projects has been less successful.

Officers recommended that the DFC is stood down and that the Corporate Affiliates Committee is re-established. This committee would continue to look after fund raising matters with the priority on specific Council-approved projects. The DFC was chaired by Colin Summerhayes in the role of Vice president and it was proposed that Mike Armitage is appointed a Vice president with responsibility for the Corporate Affiliates Committee.

A consequence of the re-structuring of the committees is that Regulation R/G/7 (Standing Committees of Council) requires amendment.

At April Council it was agreed that the Remuneration Committee will be stood down and that all matters relating to remuneration and staff will be remitted to Officers which requires the amendment of Regulation R/G/4 (Officers).

Council:-

- i. APPROVED the membership of the committees that report directly to Council (annex A);
- ii. NOTED the membership of their sub-committees (annex B);
- iii. APPROVED the Terms of Reference for the committees, noting that those for the Science Committee, Geoconservation Committee and Library Users Group were in draft and will be approved by their standing committees (annex C);
- iv. APPROVED the dissolution of the Development and Fundraising Committee which will be replaced by the Corporate Affiliates Committee

and the appointment of Mike Armitage as a Vice president to chair the Corporate Affiliates Committee;

- v. APPROVED the Terms of Reference of the Corporate Affiliates Committee (annex D);
- vi. APPROVED the amendments to Regulations R/G/4 and R/G/7 (annexes E and F).

5.3 *Dates of meetings of Council and Standing Committees 2013/2014 (CM/39/13)*

The dates of meetings were NOTED. The Society's expenses policy was circulated with this paper. All those travelling on Society business are asked to make best use of discounted fares by purchasing Advance tickets whenever possible. The policy will be circulated to all committees.

Edmund Nickless said that the rationale in bringing forward the residential from February to September is to give new members of Council an early opportunity for strategic discussion. Council noted that in bringing forward the residential there are some items of business that would normally be taken in September that may slip to the November or February meetings. Council NOTED the tabled grid showing the essential items for each Council meeting.

5.4 *Standing List under Regulations R/RP/5 and R/FP/6 (CM/40/13)*

Under Regulation R/FP/5 (Appeals Procedures) and R/FP/6 (Disciplinary Procedures) Council is obliged to maintain "a *Standing List of at least 25 experienced and longstanding Fellows who are not members of Council and who are able to act on Panels established under these Procedures. At least two thirds of the List shall be Chartered Geologists or Chartered Scientists. Fellows may resign from the List at any time, and Council may appoint replacements at any time. The names on the List will not be available to Fellows.*" Matters dealt with under these Regulations include appeals relating to non-election as a Fellow, non-validation of a Fellow as a Chartered Geologist, investigation and resolution of complaints brought by five or more Fellows for removal of a Fellow on grounds of significant misinformation relating to application for Fellowship or validation as a Chartered Geologist, and complaints against the code of conduct.

Council AGREED the membership of the Standing List.

5.5 *Society representation on outside bodies (CM/41/13)*

Council AGREED the list of representatives on outside bodies and recorded their thanks to those Fellows who undertake this role.

5.6 *Report of the Awards Committee (CM/42/13)*

Council previously asked for various revisions to be made to the nomination forms and also asked for guidance notes to be drafted to assist proposers and supporters with their completion. The Awards Committee discussed these at their meeting in May and also agreed that the process needs to encourage nominations from those working in applied geology.

Custom and practice has been not to allow proposers and seconders to come from the same institution as the nominee. The Awards Committee was concerned that those nominated for Funds may not be widely known and it was suggested that the Regulation is changed to allow nominations for Funds to be proposed from Fellows at the same institution. The seconder must come from a different institution. In making this proposed amendment the opportunity was taken to make it clearer that the Lyell, Murchison and William Smith medals are of equal status.

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Council APPROVED the amendment to Regulation R/G/14 which allows proposers of Funds to be from the same institution as the nominee.

5.7 *Robert Scott Research Fund (CM/43/13)*

CASP (formerly known as the Cambridge Arctic Shelf Programme) has generously offered to bequeath to the Society an expendable endowment in memory of Robert Scott, one of their senior geologists who died suddenly last year of leukaemia. This approach came via Gary Nichols who is chair of the Board of Trustees of CASP.

An initial sum of £50,000 will be bequeathed to be administered by the Society. It will be invested and the interest yielded used to support a single research award each year with preference given to applications that are in regard of fieldwork in the Arctic region and to projects that focus on basin analysis studies including tectonics, structural geology, sedimentology, stratigraphy and provenance analysis. The sum awarded shall be to the value of £2000 in 2014 with awards in subsequent years increasing in line with the Consumer Price Index. Every five years, starting in 2018, CASP will consider whether there is a need to top-up the investment to ensure that the value of the award can be maintained without decreasing the capital sum.

The grant will form part of the research grants made annually by the Society in March.

Council thanked Gary Nichols for approaching the Society with this proposal which was APPROVED.

5.8 *Memorandum of Understanding with the Geological Society of Japan (CM/44/13)*

There has been discussion with the Geological Society of Japan about how the two Societies might work together in organising joint scientific meetings, one in Japan in late 2014 and the other in the UK in 2015. Neil Chapman is working with Japanese colleagues to define the 2014 programme.

Council noted the outline 2014 programme, thanked Neil Chapman and APPROVED the Memorandum of Understanding.

6. HEALTH AND SAFETY REPORT (CM/45/13)

Council NOTED that there have been no reported incidents since their last meeting.

7. REPORT OF THE TREASURER

7.1 *Report of the Finance and Planning Committee (CM/46/13)*

Adam Law said that this committee looks after not only the day-to-day running of the Society's finances and its investments but also the budgeting process. He said that the main items of discussion at the meeting on 12 June were consideration of a paper setting out unforeseen areas of shortfall in income and budgeted expenditure in the current year. The Committee also approved proposals to take on an additional member of staff at the Publishing House for 15 months to deal with an unexpectedly high volume of books currently awaiting publication; and £5000 of expenditure on consultancy in preparation for the replacement of the Contacts database. Version 1 of the Budget for 2014 was

discussed. More detail about replacement of the contacts database will be brought to September Council.

Routine business of the Committee is also to review how staff are deployed and Council was presented with an analysis of staff time which will be regularly updated.

Council NOTED the report of the Finance and Planning Committee.

- 7.2 *April Management Accounts (CM/47/13)*
Council NOTED the April management accounts which showed a surplus for the month of just over £33k. Adam Law said that from the beginning of new year the face of the management accounts will be re-structured to reflect the new staffing structure and this will be reflected in preparing the 2014 budget. .
- 7.3 *Report of the Investment Committee (CM/48/13)*
The charge on the Investment Committee is to provide annually at least £225k of income through the payment of dividends and/or realisation of capital gains and the investment managers, UBS, are currently outperforming this figure. Council NOTED the report.
- 7.4 *Overdraft Permission (CM/49/13)*
The Bye-laws state that the Society cannot borrow money without the unanimous approval of Council. It has therefore become customary to ask each new Council for permission to seek an overdraft facility, should the need arise over the summer months when income is low. An overdraft facility avoids having to realise investments should the market be unfavourable. All members of Council present AGREED that the Treasurer could seek an overdraft of up to £250k should the need arise and it was noted that if the facility is taken up the Treasurer will write advising Council. Those members of Council not present will also be asked to give approval. [*Post meeting note: all members of Council not present in person at the meeting have given their approval.*]
- 7.5 *Serious Incident Report (CM/50/13)*
Council NOTED that there were no serious incidents to report since the last meeting.
8. REPORT OF THE EXECUTIVE SECRETARY (CM/51/13)
Council NOTED the activities carried out since the last meeting of Council.
9. REPORT OF THE DIRECTOR OF PUBLISHING, LIBRARY AND INFORMATION SERVICES (CM/52/13)
Neal Marriott gave a brief outline of the Society's policy on Open Access which will be e-mailed to members of Council. Council NOTED the report.
10. REMOVAL OF FELLOWS AND CANDIDATE FELLOWS FOR NON-PAYMENT OF THE 2013 SUBSCRIPTIONS (CM/53/13)
Council AGREED to remove from Fellowship those Fellows who had not paid their 2013 subscription by 30 June 2013 unless they were in discussion about their subscription with the Fellowship Office. It was noted that the attrition rate is similar to previous years and the level of strike off is a worse case as some will have paid since the list was produced and others will be in the process of paying.

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Council was asked to encourage as soon as possible those Fellows known to them to pay their subscription and remain in Fellowship. Graeme Etheridge will provide an updated list to Council.

Council were concerned that 76 Chartered Geologists were on the list. Edmund Nickless said that the Chartership Officer will be contacting as many of these as possible.

11. ELECTIONS

11.1 Fellowship (CM/54/13)

Council AGREED to recommend to the Fellowship that those candidates listed in CM/54/13 should be elected as Fellows at the OGM on 26 June 2013.

11.2 Chartered Geologists (CM/55/13)

The applications from Fellows to become Chartered Geologists listed in CM/55/13 had been approved by the Chartership Panel and were AGREED by Council.

11.3 Candidate and Junior Candidate Fellowship (CM/56/13)

Council AGREED to elect those applicants listed in CM/56/13 as Candidate Fellows and Junior Candidate Fellows.

11.4 European Geologists (CM/57/13)

Council NOTED the names elected as European Geologists at the EFG meeting on 28 May.

11.5 Chartered Scientists (CM/58/13)

Council AGREED that the persons named on paper CM/58/13 should be elected as Chartered Scientists.

STRATEGIC ITEMS

12. OUTLINE TARGETED RECRUITMENT AND RETENTION PLAN (CM/59/13)

At the Council residential in February this year Council stated an ambition to significantly grow the membership of the Society. The current working assumption is to grow the Society's net membership by 50% within five years.

The management team will present a set of scenarios and options at the Council residential in September. Council discussed the initial thoughts set out in the paper and the proposed approach the management team will take in preparing for this meeting.

Edmund Nickless said that it is important not only to recruit new Fellows but also to retain them and there must be a structured programme. He asked Council whether there were areas where advance work was needed to inform the September discussion and the following were put forward:-

- i. More information about how the fee structure works; what would be the impact of further tapering the rate increase to the maximum Fellowship fee?
- ii. From the number studying geosciences at university, how many go into

- some sort of geosciences employment? How many are graduating annually?
- iii. Target those departments offering Masters courses. There are fewer of them and focusing at that level may be more beneficial than at undergraduate level;
 - iv. Working with the Regional Groups is important in keeping the commitment to the Society which must not be too London-centric;
 - v. Work with employers to encourage their staff to join/retain membership;
 - vi. Is Fellowship, and its benefits, advertised when our publications are web searched?
 - vii. Look at the balance of outputs from the Society in terms of its meetings and publications and how they relate to the different geo-disciplines.

Graeme Etheridge asked members of Council to e-mail him with further thoughts.

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13. PROGRESS REPORT ON SCIENCE STRATEGY (CM/60/13)

The Science and External Relations Committee (SERC) was established at the start of 2013 as part of the wider review of the Society's committee structure. Its first priority is to develop a Science Strategy for the Society.

There have been initial discussions of the thinking behind the Science Strategy at Science Committee and at a meeting of Specialist Group representatives. SERC intends to consult widely on the Science Strategy particularly with the Specialist Groups.

The document will be developed further and will be reviewed by SERC before detailed consultation with the Specialist Groups and others gets underway. Council will be kept informed of its development and will approve the final text before dissemination. Nic Bilham said it will be one of the main items of discussion at the September residential but asked Council to advise him of any thoughts before then.

Council

Council NOTED the report.

14. SHALE UK CONFERENCE (CM/61/13)

The Society has been approached by Global Event Partners (GEP), a commercial conference organiser, specialising in the hydrocarbons sector, with a proposal to work with them in presenting a conference on shale gas in London in March 2014. Their approach arose from an initial conversation with Prof Peter Styles, a past President of the Society.

Nic Bilham said that this proposal picks up a wish expressed at the February 2013 residential to work with other organisations on events and conferences. There is also the potential to generate income for the Society.

Council was presented with a draft programme, which had been informed by discussions between GEP and the Society, together with the latest version of a Memorandum of Understanding. GEP are content, in principle, with these documents. Council's attention was drawn to the clause where the Society at all times has the right of veto over the conference programme.

Council discussed at length. It was recognised that it is important for the Society to have input to this topic but the conference must concentrate primarily on the

science.

Council agreed that the discussion with GEP should be taken to the next stage with the involvement of the Petroleum and Hydrogeology groups. Formal agreement to go ahead with the conference will require Council approval.

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OTHER MATTERS

15. REPORTS OF THE STANDING COMMITTEES (CM/62/13)

The following reports were taken as read:

Professional Committee
Publications and Information Committee
Science and External Relations Committee

16. ANY OTHER BUSINESS

16.1 *Founders Dinner (CM/63/13)* Deferred to September Council.

There was no other business.

17. DATE OF NEXT MEETING

The next meeting is 24 September 2013 at 5.00pm