



BUTTERFLY CONSERVATION ANNUAL GENERAL MEETING 2007

**Minutes of the meeting held at the Trident Technology and Business Centre,
near Leamington Spa in Warwickshire, on Saturday 17 November 2007**

Present

There were c 200 members present.

Chairman's Introductory Remarks:

Dudley Cheesman, the Society's Chairman, welcomed members to the Society's AGM and Members' Day, hosted by Warwickshire Branch of Butterfly Conservation. He thanked the Branch Chair, Dr Margaret Vickery, and the Branch Committee. He also thanked Julie Williams and Sandra Muldoon and other members of the Lulworth team who, together with the Warwickshire team, had made the day possible.

He gave an introduction to the Member's day programme: a balance of European, regional and local topics would be presented by speakers with exceptional knowledge of their subject. Chris van Swaay of Dutch Butterfly Conservation would give the keynote speech on Developing European Butterfly Indicators. Tom Prescott would be talking on Butterfly Conservation in Scotland; Mike Slater would talk about Ryton Wood Meadows; and Stephen Lewis would be giving a progress report on Prees Heath.

The Chairman then opened the formal AGM, notice for which had been served, together with the agenda. (Copies had been included in Butterfly magazine, Autumn 2007 edition, Issue 96).

1. Apologies

These were received from trustees David Dennis, Mandy Gluth, Andrew Pullin, Marjory Taylor and Mark Young. Apologies were also received from Andy and Linda Barker, Roy Bedford, Dr D Bell, Patricia Highway, David Newland, Graham Parris, Stuart Pittman, Bill Shreeves and Sue Smith.

2. Minutes of the last AGM held on 25 November 2006

The minutes of the meeting had been summarised in the Spring 2007 edition of "Butterfly" (Issue 94), published on the website and made available on request. The minutes were approved unanimously (proposed by Jim Asher and seconded by Roy Neeve).

3. Matters arising

There were no matters arising.

4. Special Resolution to amend the Memorandum and Articles of Association

The Chairman announced a special resolution to amend the Memorandum & Articles of Association by inserting a new Clause 10 in the Memorandum of Association, as follows:

"Throughout this Memorandum & Articles of Association "charitable" means charitable in accordance with the law of England and Wales provided that it will not include any purpose which is not charitable in accordance with Section 7 of the Charities and Trustee Investment (Scotland) Act 2005. For the avoidance of doubt the system of law governing the constitution of the Society is the law of England and Wales."

This amendment was necessary to meet the requirements of the Office of the Scottish Charities Regulator. Simon Spencer proposed the adoption of the amendment and it was seconded by Maurice Avent.

5. Chairman's Report to Members:

Dudley Cheesman reported that it had been another outstanding year and he gave a flavour of the Society's achievements and the challenges it was now facing.

In the 2006 AGM, concern was expressed about the uncertainty surrounding Natural England, its budget and how this might impact on BC's grant funding and on-going working relationship. Happily, after a great deal of anxiety, matters had been satisfactorily resolved and the grant funding agreed at an acceptable level, although subject to a review clause in early 2008. That said, BC's finances ended the year in a strong position, which was important to cover any shortfall from NE, and they remained strong. Without financial stability a business cannot focus effectively on its objectives so the outstanding stewardship of the Society's Treasurer, David Hanson, supported by Julie Williams and the Lulworth team, plus Fundraiser, David Bridges, was very important.

Conservation is BC's principal objective and a number of key issues were resolved during the year: government adopted butterflies as indicators within the England Biodiversity Strategy and work continued on the revised BAP lists (now issued) with the objective of halting biodiversity loss by 2010. *The State of Butterflies in Britain and Ireland* was published, Moths Count team recruited and the purchase of Prees Heath Reserve completed (opened in July 2007). An arrangement was agreed with FC Scotland on a reserve at Mabie Forest, Dumfries (also opened in July), and a new reserve at Ryton Wood Meadows was opened. At the landscape level, the SE Woodlands Project received major funding from HLF and the Morecambe Bay Limestones Project bid was submitted and, subsequently, supported by Grantscape. There had been some disappointment that HLF could not support the bid due to enormous competition for funds. There had been a shortfall on this key project and options had been explored (including appealing to Branches for support). Work continued on the many other landscape-scale projects on which BC was leading or working in partnership with other organisations.

The impact on species was positive: the 2006 season was mixed, perhaps influenced by weather, but generally positive with particular success for Large Blue, Adonis Blue, Heath Fritillary and Silver-spotted Skipper. Branch reports on the 2007 season suggested that it had been a very poor year driven by an unusually wet and cold summer. However, some outstanding work had been carried out around the Branches, often supported by professional staff, both in terms of species research and monitoring and reserve management. In particular, thanks were due to Dr Nigel Bourn and his Species Conservation team, and to the Reserves Working Group under the chairmanship of John Bacon, who had recently stood down from the post. The Chairman thanked John for his contribution, commitment and effort.

In Europe, Butterfly Conservation Europe had continued to make good progress under Martin's chairmanship, and an effective network of partners had been built. A conference for partner organisations, held in Laufen at the end of October 2007, had been a resounding success. Good progress had been made on developing a European Butterfly Indicator and it may soon be adopted as a measure of biodiversity loss across Europe. In addition, the European Interests Group, launched at the AGM last year, had got off to an excellent start with more than 100 members and had achieved some valuable monitoring and recording in countries such as Hungary. Members had also reported fully on visits around Europe and identified locations where further work was essential or could be beneficial to halt damage to habitat and reverse declines. Credit was given to Simon Spencer for his enormous energy and commitment to this group and its work. Climate change linked to land use posed perhaps the greatest challenge to species diversity and abundance and a pan-European approach to conservation was critical.

Before moving off the subject of Conservation, the Chairman mentioned the very important work that was now in progress through the Moths Count Project, led by Richard Fox. After a fantastic launch with BC's President, Sir David Attenborough, the team was now established and was actively engaging with moth groups and the public around the country. Many members were now beginning to trap and record and any who were not yet involved were encouraged to get in touch with Richard or a member of the team.

Save our Butterflies Week, started by Martin's Jurassic Coast Walk in 2006, was a great success in 2007 and was now part of BC's annual calendar. Supported by enthusiastic branch activists and members of Head Office and regional teams, the event had helped to increase membership to a

record number of households and individual members, and had also helped increase donations. It had been estimated that the total value of contribution of members' time and effort in the form of recording and monitoring, reserve management, educational activities, advice to landowners, committee, and various other work, for year 2006/7, was in the order of £5 million.

Pleasingly, membership had continued to grow during the year, although at a slower rate than in 2006 (possibly because of the poor summer). Sandra Muldoon and Julie Williams were thanked for pioneering some new ways of membership recruitment. The website had been completely overhauled and was re-launched in November with a number of new features including an identification section for butterflies and day-flying moths. A *Learn* section was also being developed. It was hoped that the website would prove a major new recruiting ground and members were urged to promote the website far and wide. Of note, was the decision by Clive Farrell to proceed in 2008 with building the Gardens of Butterfly World at St. Albans that would allow the Society a butterfly garden, as well as recruitment facilities. The whole project would also have a valuable educational dimension.

Finally, the Chairman addressed the subject of Governance. The Society is run on the basis of "best practice" in delivering SORP (2005), and this had been recognized, for a second year, by a very high rating on the Intelligent Giving website. However, with legislation forever changing, more work would have to be done to conform with the latest acts (eg Data Protection Act and Disability Discrimination Act). The requirements of the Office of the Scottish Charity Regulator (OSCR) had been satisfied in the Special Resolution just passed but there was an issue in the Isle of Man to resolve.

In the future, details of candidates standing for re-election or election as trustees would be circulated in the summer edition of Butterfly, along with the AGM Notice of Meeting and Agenda. This would mean that suitable candidates would have to be found at an earlier time than historically. The Chairman encouraged any members who believed they might have something to offer, to consider standing for election (especially anyone with a professional legal background, or marketing, financial and business skills). David Barrie had resigned due to pressure of work and Roy Neeve and Andrew Pullin were not seeking re-election. Fortunately, replacements had been found for two vital roles: Jim Asher had taken on the Chair of Conservation Committee from Andrew, and Jenny Mallet had agreed to follow Roy as Branch Liaison Officer.

It was Dudley Cheesman's fifth and last AGM as chair of Council. He was delighted to announce that Maurice Avent had been elected as the next chair, and a handover would be carried out during 2008 (but no later than end September). 2008 would be an exciting year, being the Society's 40th anniversary, and a full programme of events was being planned.

The Chairman concluded by thanking all BC members, BC trustees, Martin Warren, the BC team, and all those who fund and provide moral support for BC's efforts. He was happy that the Society was in excellent health and said that it has been a pleasure to work in such a stimulating environment. It was also rewarding to see Martin develop into a first-class CEO, and the team under his direction become such a happy, dedicated and effective unit.

6. Treasurer's Report and adoption of the Annual Report and Consolidated Accounts and Balance Sheet for the year ended 31 March 2007

David Hanson, Society Treasurer, proposed the adoption of the Annual Report and Consolidated Accounts for the year ended 31 March 2007 and these were approved unanimously (seconded by Martyn Davies). He was proud of the document and pleased to see it reviewed so favourably by Intelligent Giving.

(a) Agencies

Government agencies provide a key part of BC's funds. BC survived the scare from the English and Welsh environmental funders a year ago, not least because of the high regard in which our work with them is held. However, the latest three-year spending review did not suggest that environmental and biodiversity objectives were high on Mr Brown's priority list

(b) **Auditors**

As in previous years, DH spoke highly of the contribution which the auditors make to BC's financial management. However, one glitch occurred during the on-site audit visit in June 2007. Julie Williams and her colleagues felt strongly that the audit was not as rigorous and thorough as it should have been and as it had been in the past. As a consequence the audit manager spent a full day down at Lulworth to review and complete the work and to make up for the lost time, the audit partner gave up a Sunday to review everything before the post-audit meeting.

(c) **Accounts**

Income was very strong, with good increases in all categories such that the total rose by nearly a third to over £2.6m.

The success of the membership campaign had helped to push up subscription income by 13% to pass £300,000 for the first time and members would also have contributed in full measure to the increase of 16% in donations. Hard work had been carried out to maximise income from Gift Aid. However, the Treasurer cautioned that one of Gordon Brown's last acts as Chancellor was to put in place a cut in Gift Aid of 11.4% effective from April 2008.

The really large increase in income (47%) came in grants received for conservation work. The total for the year was over £1.4 million. There had also been an increase in the number of legacies received. These successes were due to the work of David Bridges, Head of Fundraising, supported by other staff and volunteers.

(d) **Branches**

The Chairman had already referred to the number of hours and the approximate monetary value of the effort put in at Branch level although the Accounts reflected only a small part of this.

The Treasurer repeated his annual complaint about the apparent reluctance of some of those who were most successful in raising money to go out and spend it. All branches, except one, had completed a Financial Reserves Statement, where the amount of money they hold is compared with the amount the Branch committee judges necessary to support any planned work. He asked that Cheshire Branch complete that section of the annual return in April 2008. He gave sincere thanks to all Branch treasurers for getting their annual returns into Lulworth in time for them to be incorporated into the accounts.

It had been calculated that the surplus held by Branches was down a bit on a year ago but was still over £100,000. He reiterated that the donors and supporters who put the money there expect it to be put to work and so does the Charity Commission. Worse still, as long as it sits there not working, it flatters BC's reported cash position and hence makes fundraising more difficult.

If the surplus had appeared overnight by some one-off event such as a bequest, the Charity Commission would not expect it to be spent overnight, but within "a reasonable period of time" – perhaps three years. So a plan to spend these surpluses over three years should be the aim of those Branches that have them. Secondly, if there really were no equipment or conservation needs in the area, a local Regional Officer or regional project could be supported or even conservation projects of national significance, further away. For example, the Morecambe Bay Limestones and South East Woodlands are both visited by butterfly lovers from all over the country.

(e) **Banks**

At the AGM in 2006, David Hanson had reported that between the Branches there were 56 assorted bank accounts with over 30 different institutions. As a result, Council had decided that it was time to review the situation. Staff at Lulworth had carried out a considerable amount of research into BC's needs and which banks might be able to meet them. One branch treasurer also contributed very helpfully to this.

In January 2007 three banks - Barclays, Co-operative and NatWest - were invited to give presentations at Lulworth. Two branch treasurers were invited to join the interview panel but in the event were sadly not able to attend. Barclays was subsequently eliminated. Exchanges of further information and some system demonstrations had enabled Executive Group to produce a unanimous recommendation to Council that NatWest be appointed as the Society's bankers and this was endorsed by Council at its meeting in February. This decision had not been regretted and the transfer of accounts to NatWest was progressing well. The only regret was that not all Branch treasurers were taken along through this process and he apologised to anyone who had found the decision too abrupt.

(f) **Conservation**

The most crucial figure in the accounts was the amount spent on conservation, which was a splendid £1.7 million, up by £200,000 or 13% on the previous year.

David Hanson concluded by saying that the year to 31 March 2007 was excellent in financial terms. As well as the immediate increase in Conservation expenditure BC had also continued to build its Financial Reserves at Head Office towards the level necessary to support the work carried out, to provide a cushion against the unexpected and to allow BC to embark on new projects. The Society remained £270,000 short of where it would ideally like to be but that gap was down from £450,000 a year earlier. The Report and Accounts described in words and figures an excellent year's work by the Society in which its reputation and relationships had played their full part.

7. Appointment of Auditors and authorisation to fix their remuneration for the coming year:

The Chairman proposed the reappointment of Buzzacott. Neil Thompson seconded this, so the appointment was approved and Council was authorised to fix their remuneration.

8. Chief Executive's Report

Dr Martin Warren re-iterated the Chairman's view that it had been a highly successful year. He chose to highlight two main points: Butterfly Conservation Europe and our fortieth anniversary celebrations.

Butterfly Conservation Europe had been started just over three years ago, following a series of meetings with our colleagues in Dutch Butterfly Conservation. It followed successful collaborations with Chris van Swaay of Dutch BC on the Red Data Book of European butterflies and the book on Prime Butterfly Areas of Europe. However, it was not until this year that we have had resources to hold the Inaugural Meeting of partners and potential partners across Europe.

The meeting was held in Laufen, south Germany, at the end of October and had been a huge success. It had been attended by over 50 experts from 31 countries. Several other countries were also interested in helping. The meeting had also worked on another level as several senior people from other organisations had attended. They included Ladislav Miko, Director of the EU Environment Directorate in Brussels, Tamas Marghescu, Director of the European division of IUCN, and Claire Papazogou, Head of the European division of Birdlife International.

At the meeting Stoyan Beshkov had reported on one of BC Europe's first projects: to define Prime Butterfly Areas of Bulgaria. However, he had reported the serious destruction of several sites along the Black Sea coast due to unregulated developments such as golf courses, hotels and wind farms. BC Europe had taken this case formally to the EU and had used the PBA project to create a dossier of evidence. A meeting had been held last week with senior officials in Brussels to make our case for better protection of these marvellous sites.

Another thrust of BC's work in Europe is to influence European policy that is important in determining future land use. For this, the organisation had been very fortunate to have the voluntary services this year of Sue Collins, formerly Policy Director with English Nature. Thanks to her involvement, BC Europe is working with Birdlife on the latest round of CAP reform, and is heavily involved in the European Habitats Forum, assessing the implementation of the EU Habitats and Species Directive, and ensuring concerted action by the EU to halt biodiversity loss by 2010

and beyond. A European indicator is also being developed and will be described by Chris van Swaay later in the day. A European Interest Group had also been formed by Simon Spencer and its activities can be seen at www.bc-eiq.org.uk

40th Anniversary.

MW reported that 2008 is the fortieth year since the creation of Butterfly Conservation. A series of events are planned including: an anniversary issue of Butterfly magazine (with a history of the Society), a Day of Action to mark our creation as a charity on 7 March and 8 March (the next Saturday). The Vice Chairman, Maurice Avent, is organising a Butterfly Ball fundraising event on 7 June, Save Our Butterflies Week will be held during 19-27 July, an Open Day for Branch Chairs and others will be held in Lulworth on 6 September, and the next Members Day in York will be extended over two days to celebrate our achievements. During the year an anniversary appeal will be run to give us funds that are vital to underpin our work over coming years.

Challenges ahead

MW outlined the main challenges ahead.

- To draw up plans to help conserve the numerous new Priority Species that had been listed under the UK BAP. They will be the focus of the forthcoming series of Regional Conservation Days.
- Climate Change will bring new and unpredictable threats. However, the impact of climate change strongly reinforces our existing focus, to conserve species at the landscape scale. This would help mitigate the effects of decades of habitat loss and fragmentation, but was also essential to give species maximum flexibility to adapt to climate change. Butterfly Conservation was now involved in over 60 landscape scale projects, but these needed sustained effort over many years.
- The greatest challenge was how to sustain funding for this long-term effort. Most funding came from grants of 1-3 years duration, yet the work had to be sustained over decades in order to achieve our goals. We needed to create long term funding streams to ensure that this long-term effort was maintained. Members were asked to support the Anniversary Appeal next year, and consider other methods of support such as leaving the Society a legacy, which could underpin our effort for years to come.

Finally, MW thanked everyone involved in Butterfly Conservation for the huge voluntary effort they gave each year. This has been calculated as equivalent to over £5 million of work, a massive contribution to achieving conservation on the ground.

9. Council Elections

The Chairman reported that David Barrie had resigned as a trustee on 23 August 2007, due to pressure of work.

Jim Asher, Dudley Cheesman, Roy Neeve, Andrew Pullin and Marjory Taylor were to stand down by rotation. Roy and Andrew were not seeking re-election. Jim Asher, Dudley Cheesman and Marjory Taylor were entitled and willing to offer themselves for re-election. In addition, Dr John Dover and Dr Ian Small had offered themselves for election. All candidates had prepared short statements, were nominated, eligible and had made declarations. As there were sufficient vacancies, their election, en bloc, was proposed by David Hanson and seconded by Maurice Avent. Jim Asher, Dudley Cheesman and Marjory Taylor were duly re-elected and Dr Ian Small and Dr John Dover were duly elected to serve on Council, for a period of three years.

Before closing the AGM, the Chairman expressed his considerable thanks to David Barrie, Roy Neeve and Andrew Pullin for their valuable contribution to Council and the Society. He added that Andrew had been Chair of Conservation Committee and had steered the Society through some sensitive and difficult issues. He was wished every success in the Chair he had taken at Bangor University.

Roy joined the Society 25 years ago and had been a member of Council for 17 years. He had served as Branch Liaison Officer for three years, and had completed 13/14 years as Chair of Sussex Branch. The Chairman said that few, if any, had given greater service to the Society and he praised his common sense, enthusiasm and commitment. He thanked Roy for all he had done for the Society and gave sincere best wishes for the future. Gifts and flowers were presented to Roy and his wife, Lin, as a token of appreciation.

NN

These minutes were approved as a correct record of the AGM held on 17 November 2007 and were signed by the Chairman at the AGM held on 22 November 2008.

Signed

Date