

# The Geological Society of London

## COUNCIL

Minutes of the meeting held at Burlington House on 17 September 2019

PRESENT: Nick Rogers (*Chair*), Andrew Bloodworth, John Booth (*Vice President*), Mike Daly (*President-designate*), Lesley Dunlop, Joel Gill, Graham Goffey (*Treasurer*), Kathryn Goodenough, Jim Griffiths, Chris King, Andrew Moore, Nik Reynolds (*Vice President*), Katherine Royse (*Secretary, Professional Matters*), Sarah Scott, Gemma Sherwood, Jessica Smith (*Vice President, Regional Groups*), Helen Smyth, Rob Strachan (*Secretary, Publications*), John Talbot (*Vice President, Chartership*) and Alex Whittaker (*Secretary, Science*)

APOLOGIES: Tom Backhouse, Bryne Ngwenya and Sarah Gordon (*Secretary, External and Foreign Affairs*)

In attendance: Richard Hughes (*Executive Secretary*), Neal Marriott (*Director of Publishing*), Alex McPherson (*Director of Finance & Operations*), Alicia Newton (*Director of Science & Communications*) and Stephanie Jones (*Administrative Secretary*)

1. APOLOGIES

Apologies from Tom Backhouse, Bryne Ngwenya and Sarah Gordon were NOTED.

2. DECLARATIONS OF INTERESTS

There were none.

3. MINUTES OF MEETING HELD ON 19 JUNE 2019

The minutes were APPROVED. A version of the minutes will be published on the website, with an explanation if items have been removed or reduced. Nick Rogers reminded Council that discussions are confidential to Council.

SJ

4. MATTERS ARISING

4.1 *Minute 5.2: Identification of new names to join the Standing List needed under Regulations R/FP/5 and R/FP/6*

Kate Royse and John Talbot have a list and will check if the proposed names are chartered and up to date with CPD. Will come back to Council to agree.

KR

5. PRESIDENT'S BUSINESS

5.1 *Report of Officers Meeting*

The Officers met this morning when the main items of business were staff-related and included the approval of the revised Maternity & Adoption benefits package which brings the Society in closer alignment with comparable employers. The Staff Handbook and contracts of employment are also being revised.

5.2 *Report of the Elections Committee*

Five members of Council are due to retire in June 2020:-

Ms Lesley Dunlop  
Dr Sarah Gordon  
Prof Nick Rogers  
Prof Katherine Royse  
Mr John Talbot

The call for nominations will be in October *Geoscientist* and on the website.

The Committee also discussed a successor to Graham Goffey, Treasurer, who will step down in June 2021. Ideally the candidate will be elected in 2020 and serve for a year as Treasurer-designate. Council was asked to consider candidates who have financial experience at a senior level who might be approached.

Council

- 5.3 *Amendment to Regulation R/G/10: Election of Council members and Officers*  
Council previously AGREED by email to amend this Regulation to remove the requirement to insert the Council nomination form in *Geoscientist*; and to update the date of the Charities Act to which the Society is required to work. Council RATIFIED this approval.

SJ

## 6. EXECUTIVE BUSINESS

### 6.1 *Executive Secretary (CM/48/19)*

Council NOTED the report. Richard Hughes drew attention to the following items:-

*Burlington House Lease (confidential to Council)*

#### *Fundraising*

The Society was approached by former Council trustee and Officer, Annette (Barbara) Cutler, who wishes to donate a substantial sum in the immediate term and also in her Will to support 'education and geological fieldwork'. She is also keen to solicit and leverage further financial donations from friends and former colleagues to augment her initial donation. The initial donation presents an excellent opportunity to launch a fundraising campaign in Q4 2019 which could form the theme of an annual fundraising campaign in support of Geoscience Education and Fieldwork, although this may be re-prioritised if other fundraising priorities merge in future. The Finance & Planning Committee (FPC) discussed the proposal at their meeting on 4 September and support it. Council APPROVED the establishment of an annual Education and Fieldwork Fund and expressed their gratitude to Annette Cutler.

A fundraising priorities paper will be brought to February Council.

#### *Development Committee membership*

June Council approved the terms of reference for the Development Committee and asked to be updated on the proposed membership of the committee. The following individuals have offered to serve:-

- Malcolm Brown, past President (Chair)
- John Talbot, VP Chartership
- Iain Bartholomew, Fellow with oil industry background, former Trustee and current member of FPC
- Peter Dolan, Fellow with oil industry background and former member of the Corporate Affiliates Committee

Other individuals have also been approached and responses are awaited.

The Committee is seeking another Trustee for its membership, and would particularly welcome a female member.

RH will update November Council.

RH

### 6.2 *Director of Finance & Operations (CM/49/19)*

Alex McPherson (AMc) told Council that the new HR Manager, Farhana Begum, joined the Society. Matthias Kwiatek, Accounts Assistant, left the Society to a role

more commensurate with his experience. The opportunity will be taken to review the Finance team function.

A mini project encompassing Sage function improvements together with departmental roles, work-flow review and modification has commenced with the assistance of a specialist.

Final 2019 Fellowship data have been analysed and Fellow numbers are 430 down on 2018. A deep examination of the underlying data is taking place to fully ascertain gains and losses across the categories and price points. A survey will be sent to departing Fellows and the matter will be discussed by the Professional Committee.

The membership categories review is progressing and the findings of the data analysis described above will feed into it. Inputs are being gained directly from specific groups to gain greater understanding. The review is scheduled to conclude in Q4.

Work continues on the Customer Relationship Management (CRM) project which includes synchronisation testing with Sage. Plans are being implemented to ensure a smooth 2020 renewal process.

There were no non-compliant events to report under GDPR. Refresher training for staff is planned for October.

A qualified Health & Safety advisor, Jon Lucas, has been engaged. He has audited Burlington House and will visit Bath at end September. The focus will be on full legislative compliance and cultural improvements. There have been no reportable incidents since the last meeting of Council although there were three near miss incidents. A Health & Safety Working Group will be formed.

AMc gave a summary of the June management accounts. The overall operating deficit is forecast to be c£670k at year end. This is reduced by favourable realised and unrealised gains amounting to c£500k on the investment portfolio and US dollar holdings. The latter continue to be converted to GBP as opportunities arise. The deficit is largely caused by income reductions in three key areas:-

- Conference and events
- Lower than anticipated Corporate Patrons
- Reduction in Fellowship numbers

These are combined with increased rent, the additional costs around CRM and temporary staff in HR. Mitigating measures are being implemented.

### 6.3 *Director of Science & Communications (CM/50/19)*

Alicia Newton (AN) said the first meeting of the conference working party was held on 5 August. A number of actions were identified to improve the range and quality of conferences offered by the Society in order to meet core scientific objectives. The Science Committee will be taking a more active role in conference commissioning and the delivery of conferences, looking particularly to support novice convenors. In the medium term, the Society will also explore the potential of holding large (500+ attendees) conferences in conjunction with other geoscience societies from around the world.

The new Head of Events, Emelia Spofforth-Jones, joins the Society on 30 September. Her initial goal will be to increase revenue from venue hire, and she will also be working to implement a new customer service charter.

AN briefed Council on the open letter printed in the Independent about Climate Change. A number of conferences are planned in Europe during October and AN said the Society will promote its own material at that time.

6.4 *Director of Publishing (CM/51/19)*

Neal Marriott said Council has previously discussed launching an Open Access magazine with GeoScienceWorld. The agreement was signed at the end of July and the Society is one of seven participating societies. The journal launch is planned for the beginning of 2020.

Work also continues in preparation for Plan S. All Society journals are hybrid and at the moment there is no 'Society-only' route for a Gold wholly Open Access journal. A proposal will be put to the March 2020 meeting of the Publications & Information Committee before coming to Council.

7. 2020 BUSINESS PLAN (CM/52/19)

Council was presented with a draft, first cut Business Plan. The standing committees will be invited to comment before a final version is brought to November Council for approval. It was noted that there are some objectives whose delivery will be contingent upon funding becoming available during the year.

RH

RH said a Library Review will be a major item for 2020. The Society also needs to accelerate improvements to its IT infrastructure and support. The Plan also moves on to the next steps of fundraising having spent this year laying the foundations.

8. DRAFT 2020 BUDGET (CM/53/19)

The draft Budget was presented to FPC on 4 September. It showed a deficit of £411k and during their discussions management was instructed to reduce this by a minimum of £250k. It also included a Cost of Living Award for 2020 of 1.5% which FPC recommended be increased to 2%. This was agreed by Officers this morning and will be included in the next iteration. During the next phase of preparation budgets will be examined in detail alongside discussions with individual budget holders to achieve the necessary refinement.

AN said it is not expected that conference income will increase substantially in 2020 but it is hoped to improve venue hire.

2020 Budget will be brought to November Council for approval.

AMc

9. LIBRARY REVIEW (CM/54/19)

RH said that Fabienne Michaud, Head of Library & Information Services, has been steadily implementing the recommendations of the review carried out in 2009/10, chaired by Peter Styles. This review started as a 'Library Acquisitions Review' aimed at ensuring the financial sustainability of library collections and was widened in 2010 when the review group was invited to 'develop and recommend to Council policy proposals regarding any aspect of the library, its management, collections and services'. The review group made recommendations to Council including the development of a long-term Library strategy.

Almost ten years have elapsed since this major review. While library services continue to be valued by Fellows, it is timely for another fundamental review. The current spend on the library is around £650k per year which includes 6.5 staff and £120k - £150k for journals.

RH presented draft Terms of Reference for the review group and will bring a final recommendation to November Council.

RH

Identifying a chair of similar gravitas to Peter Styles is paramount and RH said he would welcome suggestions from Council. The group will also comprise, amongst others, a member of the Library Users Group and staff.

Council

The aim is to have some preliminary recommendations by this time next year with a view to making decisions about library funding in 2021.

#### 10. GOVERNANCE REVIEW (CM/55/19)

RH said the Society's governing instrument is its Royal Charter which was granted in 1825. Written in the language of the day the Charter enabled the incorporation of 'The Geological Society of London' and set out a number of broad governance principles that remain in practice to this day.

The Supplemental Charter, issued in 2006 by the Privy Seal's Office, contained an important amendment to the original charter that removed the cap on annual rent payments. This was required as a consequence of the Society having entered into a formal lease agreement with government in 2005.

The Bye-laws were drafted by a 1999 Working Group following extensive consultation, and were approved by the Fellowship in 2000. Minor amendments to the 2000 Bye-laws to permit electronic voting were approved by the Fellowship in 2003, and these are the current Bye-laws as published on the Society's website. The Bye-laws set out details relating to the Society's objects, methods of election and rights of Fellows and Honorary Fellows, setting of subscriptions and fees, powers of Council and committees, election of Officers, the Society's staff, indemnities, the use of the Society's Common Seal and the frequency of meetings.

The Bye-laws give Council authority to make and amend Regulations. Various changes have been made since a comprehensive review in June 2010 and it is recognised that a further full review is required. There is an action on RH and John Talbot to do this.

Changing the Bye-laws requires a Special General Meeting of the Fellowship and potentially the consent of the Privy Seal's Office.

Kate Royse said a governance review was recently undertaken by Girl Guiding UK and she will pass the details to RH. She also opined that a review by the Society may be required to ensure compliance with current charity legislation.

KR

John Talbot's view was that there is a great deal of information on the Charity Commission website about changing a charity's documents. There are also various organisations and people whose experience can be drawn on.

Council had a full discussion and recognised the need for the Governance Review. They APPROVED the recommendation to proceed with a view to securing *pro bono* advice.

RH

#### 11. REPORTS OF THE STANDING COMMITTEES (CM/56/19)

Council NOTED the reports of the standing committees.

#### 12. ELECTIONS

##### 12.1 Fellowship (CM/57/19)

Council AGREED to recommend to the Fellowship that those candidates listed should be elected as Fellows at the Ordinary General Meeting on 17 September 2019.

- 12.2 *Chartered Geologists (CM/58/19)*  
The applications from Fellows listed to become Chartered Geologists had been approved by the Chartership Panel and were AGREED by Council.
- 12.3 *Candidate and Junior Candidate Fellowship (CM/59/19)*  
Council AGREED to elect as Candidate Fellows and Junior Candidate Fellows those applicants listed.
- 12.4 *European Geologist (CM/60/19)*  
Council APPROVED those applicants listed as European Geologists.
- 12.5 *Chartered Scientist (CM/61/19)*  
Council AGREED to elect as Chartered Scientists those applicants listed.

13. ANY OTHER BUSINESS

Helen Smyth and Gemma Sherwood asked if there are plans to improve the teleconferencing facilities so they may dial in to Council meetings. AMc replied that this is being actively investigated.

Joel Gill asked for Council's formal thanks to Sarah Day for her service as Head of Media Relations & Outreach to be passed on.

RH

14. DATE OF NEXT MEETING

20 November 2019