

Minutes of the Annual General Meeting held at held at The Nottingham Belfry, Nottingham on Saturday 5 November 2016

Present

There were approximately 186 members present

Chair's introductory remarks

Jim Asher, Chair of Butterfly Conservation welcomed everyone to the AGM. He gave thanks to the East Midlands Branch Committee, Julie Williams and the staff from Head Office for the continued success with organising the event.

The Chair explained that before lunch, awards would be presented to this year's Outstanding Volunteers and that members would be able to enjoy talks on conservation topics. The first talk would be by Dr Jenny Joy, BC's Senior Regional Officer for West Midlands, on 'Conserving threatened butterflies in the Wyre Forest' and the second by Dr Martin Warren, Chief Executive, on 'Milestones in the history of Butterfly Conservation'. Tom Brereton, BC's Head of Monitoring would begin after lunch with a talk on '40 years of the UK Butterfly Monitoring Scheme', followed by Apithanny Bourne, East Scotland Branch on 'Engaging young people with nature'. The drawing of the Branch Raffle would precede the presentation of the Marsh Awards then lastly, Peter Marren, Author of *Rainbow Dust: Three Centuries of Delight in British Butterflies* would conclude the afternoon's talks with a talk on 'What's in a name? The origins of butterfly names'.

The Chair then opened the formal AGM.

1 Apologies

Apologies had been received from Trustee Michael Johnson, and members John Burton (VP), Ian and Sandra Hardy (VP), Steve Green, Ian Cowe, Stephen and Gail Jeffcoate, Roy and Lin Neeve, Ted Rolston, Simon and Ann Spencer, Rudi Verovnik and Mike Wilkins.

2 Minutes of the Annual General Meeting held at the Hilton Cobham, Surrey, on Saturday 14 November 2015

The Minutes of the meeting had been published on the website and made available on request. They were proposed by Andrew Brown and seconded by Andrew Barker, and approved.

3 Matter Arising

The Chair asked all present if there were any matters arising to discuss. Nothing was raised.

4 Annual Report - Chair's Report to Members

The Chair began by describing how the past year has been another year of significant progress and achievement for Butterfly Conservation. The mission of BC remains strong – saving butterflies and moths, in a healthy environment. The Chair explained that Council have reviewed the long-term strategy - FlightPlan 2025, and highlighted the updated core objectives, and how all works carried out should be aimed at these objectives:

- Recover threatened butterflies and moths
- Increase numbers of widespread species
- Inspire people to understand and deliver species conservation
- Promote international conservation actions

BC has continued to make progress with threatened species in key areas across the UK. Increasingly, BC delivers species conservation through a landscape approach, working closely with landowners and carrying out practical work on the ground.

The Chair continued that BC developed further evidence base to underpin its priorities with a great science and conservation team, and an army of volunteers. Analysis of BC's recording and monitoring data provides evidence of changes in the distribution and abundance of butterflies and moths. In December last year Chris Packham, one of BC's Vice-presidents, launched BC's most recent major report on the State of the UK's Butterflies 2015 at London Zoo.

The Chair continued that conservation is a local and a global challenge and BC work with many national and international partners, including work in Europe through Butterfly Conservation Europe and the European Interests Group – and BC continues to be committed to this in the future. Butterflies and moths do not recognise political boundaries, however BC now faces the uncertainties of Brexit and how it will impact on funding and on land management. BC is working closely with its conservation NGO partners to lobby for conservation in the political turmoil of changes to come.

The Chair recapped how last year, BC acquired Westbury Beacon in Somerset - a calcareous grassland site with species including Chalkhill Blues, adding another piece in the same Mendip landscape as our nearby Stoke Camp reserve. In August, Mike Dilger, of One Show fame, officially opened the reserve, along with John Andrews, the Branch Chair, and Martin Warren.

Jim told how BC's moth activities continue to grow, with ever more recording, support for Moth Night and focus on conservation as there are many more moth species on the brink than butterflies! Moths have a special appeal to children, which BC recognise and nurture to inspire the young. BC is seeking funds to roll out the Munching Caterpillars project more widely and is also a main partner in the 3-year Polli:Nation project.

The Chair informed that with more building development occurring each year, BC's core strategy seeks to increase the numbers of widespread and is starting to develop an urban strategy to address better provision of habitat in developed landscapes, and also because

that is where most people live. BC is developing an urban butterfly indicator and has launched a new online garden survey, which has already taken off.

The Chair described how one of the Charity's best ways to inform and inspire people more widely is Big Butterfly Count, launched again this year by BC's most famous volunteer and President, Sir David Attenborough. BC did encounter two challenges; firstly, the weather was unseasonably poor. Secondly, the launch unfortunately fell the day after the Nice atrocity, and all press interviews were cancelled. BC's Media Team promoted the launch on social media on the day and throughout the count period, and made up lost ground. Since 2010, over 158,000 people have taken part.

The Chair continued that Big Butterfly Count is BC's most successful recruitment channel. At last year's AGM membership was 28,000 and BC delightedly announced that membership has reached 30,004! A major milestone!

Jim told how BC had the huge privilege in May to present a Richard Lewington painting commissioned by its Trustees and senior staff, to mark Sir David's 90th birthday. Sir David was delighted with the painting and particularly with the chance to meet Richard – whom he described as his hero for his incredible painting technique! BC remain very grateful to Sir David for his help and support at major events.

The Chair continued that although BC finances remain sound, there are challenges ahead, with further cutbacks in government funding which the Honorary Treasurer will explain in further details.

The Chair continued that this year will be a milestone for BC, when Martin Warren steps down as Chief Executive in December. Although the Trustee Recruitment Panel carried out an extensive round of advertising and interviews to seek a suitable candidate to replace Martin, it was disappointed not to be able to recommend to Council an external candidate with the range of skills and profile that we were seeking.

Following a further review, Council took a decision to ask Julie Williams to become acting Chief Executive for a period of one year with full effect from January 2017. BC are delighted that Julie has agreed to accept this role. Julie will drive forward and deliver BC's strategy, with a major focus on delivery of our conservation priorities. Progress will be reviewed and any new recruitment plans will be addressed in the middle of next year, to appoint a permanent Chief Executive by January 2018.

The Chair informed that as Deputy Chief Executive, Julie has already been delivering many of the roles of a Chief Executive, managing not just finance, but also membership, marketing, fund-raising, HR and a key part in implementing BC strategy.

Butterfly Conservation is outstanding amongst peer organisations for the depth and breadth of volunteer involvement. The Chair explained that he had the great pleasure of meeting many dedicated volunteers at events this year:

- Regional Branch Liaison Meetings – North of England
- Midlands
- Launch of the West Midlands butterfly Atlas

- Scottish Members Day
- AGM/Members Days in... Herts & Middlesex
- Devon
- and Upper Thames Branch, jointly with EIG

The Chair explained that taken all together, the work volunteers did last year totals over 168,000 days, equivalent in value to over £10m. BC continue to owe all of its volunteers a massive thank-you.

The Chair concluded by offering further thanks to:

- BC's Trustees on Council who have done a great job of keeping the Chair and the Senior Management team on our toes in challenging times.
- Martin Warren, Julie Williams, the Senior Management team and all BC staff at Lulworth and around the UK – they are first class professionals.
- Branch Chairs and committees for their key role at the local level in recruiting and motivating volunteers, and delivery on the ground.
- BC's most prominent volunteer, our President, Sir David Attenborough
- the many partner organisations and donors for their very generous support
- ...and especially, to BC's passionate and dedicated membership
- Together they make Butterfly Conservation the great organisation it truly is.

5 Update Butterfly Conservation's Articles of Association by Special Resolution

Mike Dean, Vice Chair explained that Council proposed the Special Resolution that amends BC's Articles of Association.

The Vice Chair explained that the Revision of Clause 5.10 would provide more flexibility to Council in managing the succession of the key offices of Chair and Treasurer, at a time when the charity is also recruiting a new Chief Executive. Council wishes to avoid the loss in continuity that would otherwise result from the need to change three key roles in quick succession. This revision addresses special circumstances that will apply for a limited period after which Council will review the situation.

Mike continued to explain that the Revision to Clauses 5.8 and 5.9 would be minor working changes to clarify the arrangements for trustee elections.

Roger Dobbs proposed and Seconded by Sue Smith and approved.

6 Treasurer's report to members and adoption of the Annual Report & Consolidated Accounts and Balance Sheet for the year ended 31 March 2015

The Treasurer, David Hanson, advised of the reasonable legal requirement for members to receive an Annual Report each year, the details it provides, the lessons to take on board and the trends and developments that will affect BC's future.

The Treasurer described the governmental standing over the last year and the tension that comes with the decision to leave the EU and appoint a new Prime Minister and Chancellor. With Brexit negotiations in their very early stages BC is unaware of the priorities and plans of the new Chancellor and awaits the Autumn Statement in late November.

David explained that there has been a decline in the value of the pound and that whilst the country's exports should help the long term re-balancing of the economy, that unfortunately with BC not being an exporter it would not receive any salvation. Fuel and IT costs have already risen with others likely to follow.

Returning to 2015/16, the Treasurer explained that expenditure rose by only a few per cent and income was unchanged, which may appear unassuming but lots had happened.

The Treasurer continued to describe how new accounting standards, which provide a new basis for calculating charitable expenditure came into force in 2015. BC's charitable expenditure increased by 4% to a whisker under £3 million, which must be added to the value of the vast endeavour of thousands of volunteers, equates to an estimate £13 million which should be celebrated. With BC's excellent reputation, combined with the sound scientific, recording and observation basis, BC can ensure this £13 million is spent effectively

David told how Julie Williams and BC's Finance team does a great job in controlling BC expenditure, ensuring efficient spending. BC have very good news that there was again a 100% clean audit report this year. Buzzacott, BC's auditors, spent a week at BC Head Office and found nothing. David thanked Julie and the BC Finance team on a wonderful record and the huge comfort it is to Trustees and members.

The Treasurer explained the key challenge is to raise more resources. BC's fundraising team addresses all known sources of funds, charitable trusts, legacies, landfill operators, wealthy individuals amongst other, which can be gauged from the ring chart on page 15 of the Annual Review.

The Treasurer described how the effect on all other sources of funds from the reduction in public sector support for charities remains severe. Charities, previously supported by government grants, must look elsewhere.

The Treasurer informed that due to the aggressive activity of telephone agencies used by several major charities and the bombarding of sensitive and vulnerable people with mail shots, public reaction has been negative and therefore the UK now has a new Fundraising Regulator.

The Treasurer advised that BC have been very successful in increasing its membership and wider supporter base, leading to increased income secured from within. Necessary with the external environment being so, so tight.

David told how BC received tremendous support for its sixth MatchPot Appeal and for the appeal to purchase a reserve at Westbury Beacon. Income from legacies was down in 2015/16 from the previous year, however, the number of legacies was up; an encouraging outcome as it shows the message of BC is being received and acted upon which ensures the valuable work of BC is maintained.

Looking at BC's four cornerstones it is noted that the top line is again more numerous and stronger than ever; the second line is working even more furiously to support and expand the excellent work of the third and the fourth continues to allow the Treasurer, Trustees and all members to sleep without undue worry.

- Members & Supporters
- Fundraising
- Conservation

- Financial Management

David reiterated that the support of members and supporters remains the foundation for BC's work and remains extremely important to BC.

In summary BC have had increased spending, by just under 5%, continuing the upward trend BC aim to sustain, and overall the fundraising held its own but could do better in a couple of areas.

The Treasurer finished his report by thanking the staff and volunteers of BC for their continued hard work.

The Honorary Treasurer proposed the adoption of the Annual Report and Accounts, which was seconded by Kathryn Dawson. The Annual Report and Accounts were unanimously approved by the members.

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

Sue Foden proposed the reappointment of Buzzacott LLP with Nigel Symington seconding this. The appointment was approved and Council was authorised to fix their remuneration for the ensuing year.

8 Chief Executive Officer's (CEO) Report

The CEO began by explaining that it has been a very difficult period both with the referendum decision to leave the EU, and the huge risk to environmental legislation that may result, as well as the ongoing Government cut-backs that have reduced BC's grant income. Against this background, BC continues to make remarkable progress on the ground saving threatened species through landscape projects and site-focussed projects with some great successes.

BC has had some magnificent fundraising successes, made even more significant given the huge competition for external funds and is thrilled that the bid to Heritage Lottery Fund for the All the Moors Butterflies project was successful. This £400k project will allow BC to take action for some highly threatened butterflies and moths on the Moors of Bodmin, Dartmoor and Exmoor.

The CEO continued to inform that BC have also raised funds for work on the Large Blue in the Cotswolds, the Small Blue in Surrey, South Essex Heath Fritillary, Chilterns Duke of Burgundy, and Lepidoptera in our Landscapes in Northern Ireland. BC has many other applications in the pipeline, so with luck will maintain excellent progress on the ground.

Martin told how BC has deepened their 2020 partnership with six other species-focussed NGOs: the RSPB, Plantlife, Buglife, Bumblebee Conservation Trust, Bat Conservation Trust, and Amphibian and Reptile Conservation. With the problems facing wildlife being so big BC believe that by working closely together it will make a stronger case for wildlife with joint work streams covering everything from farm advice and managing our nature reserves, to major grant applications for woodland advice and saving threatened species.

The CEO explained that in the current volatile circumstances, BC is continuing to harness political support by recruiting Species Champion MPs who can promote conservation in ensuing parliamentary debates. Within the partnership BC have 25 Westminster MPs signed up, four of them championing butterflies and moths. Similar initiatives are underway in

Scotland, where BC has eight Species Champions of butterflies and moths amongst Scottish MPs, and a programme is starting in Wales for Welsh Assembly Members.

One of the most significant of BC's joint projects is called Back from the Brink, is a very exciting project covering over 20 threatened species in seven key landscapes which will cost over £7 million. It will be one of the biggest ever projects to save threatened wildlife.

Martin explained that BC is leading on two landscapes: in the Cotswolds, where work will be developed work to restore habitats for the globally endangered Large Blue, and Rockingham Forest, where BC will restore habitats for a wide range of plants and animals, most notably for the Chequered Skipper, which became extinct in England in 1976. If successful, BC hope to release this butterfly back into England in 2018, the 50th Anniversary year.

BC is busy developing other partnerships, and Martin explained that BC data was used in a landmark report on the State of Nature back in May, which was launched by President, Sir David Attenborough. The state of Nature partnership comprises 53 organisations, all pooling their data and knowledge to show how rapidly wildlife is changing in the modern world. The report showed that 56% of all wildlife species in the UK are declining and that a staggering 40% are considered to be declining either moderately or strongly. Sadly many of these highly threatened species are butterflies and moths.

The CEO continued that BC is also developing some promising partnerships with businesses. BC started new partnerships with Waitrose and John Lewis to sponsor the Big Butterfly Count, and with B&Q who sponsored the Garden Butterfly Survey. BC also entered the third year of monitoring M&S fruit farms in which BC has given advice to make them more wildlife friendly.

Martin concluded his report with a final farewell; He expressed his sincere thanks to everyone who has helped him during his 23 years working for BC and how he has been supported by an incredibly talented and dedicated group of people, ranging from the fantastic staff team, backed by some wonderful Trustees and equally wonderful volunteers in the Branches. Martin continued that it has been a huge team effort in which he is proud to play a part.

The CEO continued that Butterfly Conservation is a superb organisation and he is delighted that Council has decided to appoint Julie Williams as Acting Chief Executive. Having worked with Julie for the last 16 years, Martin is aware that she is a hugely talented person who is totally committed to BC's work. Referring to Julie as his right hand woman for many years as Deputy Chief Executive BC is very lucky to have someone with her huge drive and enthusiasm to take BC forward.

Julie will be supported by a strong team of senior staff, including some of the top Lepidopterists in the country and will have Martin's full support in coming months.

The CEO closed by thanking BC's volunteers for their own personal contributions to Butterfly Conservation and continuing success in the future.

9 Council Elections

Jim Asher, Andrew Brown, Michael Johnston and Kathryn Dawson stood down by rotation, but all were entitled and willing to offer themselves for re-election. In addition, Alan Martin had resigned and Ian Small had stood down at the end of his tenure and was not entitled to seek re-election, which left two vacancies on Council. One new candidate stood for election: Karen Goldie-Morrison, who submitted an Election Address (sent to all members). Karen was nominated, eligible and has made declarations. As there were sufficient vacancies, the

election of all five candidates was proposed by Mike Dean and seconded by Christopher Winnick. After checking that no member present objected to the election being carried out en bloc, they were approved by a unanimous show of hands.

Jim Asher, Andrew Brown, Michael Johnston, Kathryn Dawson and Karen Goldie-Morrison were declared to have been duly elected as Trustees.

The Chair expressed his thanks on behalf of BC to both Alan Martin and Ian Small, who made first class contributions to Council.

9 Q & A

No questions were raised

Date of Next AGM

The date of the next AGM will be Saturday 4th November 2017. The venue is to be finalised.

The AGM was then formally closed.

Signed by the Chairman..... Date.....