



GLOUCESTERSHIRE WILDLIFE TRUST AGM MINUTES

Minutes of the Fifty-Ninth Annual General Meeting held electronically on Saturday 5th December 2020. The Board of Trustees had agreed, after taking legal advice, that the meeting should be held electronically due to the ongoing COVID-19 pandemic and associated restrictions. The meeting was attended by 156 members.

1. Introduction

Ally Wilson, Head of External Relations, welcomed members to the Trust's first virtual Annual General Meeting and explained the house-keeping arrangements including the mechanism for raising questions and for seeking technical assistance during the meeting.

2. The Chair's opening remarks

David Bullock, Chair of the Board of Trustees, welcomed all members to the Annual General Meeting and thanked them for attending. He thanked staff, volunteers, members and funders for their continued support including Grundon Waste Management and the Lottery who had each funded a number of projects.

The Chair noted the following highlights from the year:

- continuing to make space for urban wildlife in the Wild Towns project
- creating a Nature Recovery Network for Gloucestershire – which gives us the map needed for nature's recovery
- with project partners, completing the first year of the reintroduction of pine martens to the Forest of Dean

3. Review of the Year

Roger Mortlock, Chief Executive, provided an overview of the impacts of COVID-19 on the Trust including a financial loss in the region of £1/2 million. He then presented a film highlighting work undertaken during the year, prior to the pandemic.

4. Adoption of the Special Resolution

The Chair introduced the formal business of the AGM, noting that members had received AGM materials via electronic packs and that voting had taken place in advance of the meeting. A facility for logging questions had also been provided.

Several small changes had been made to the Trust's Articles of Association and an overview of these changes had been made available to members in advance of the meeting.

The Chair declared the results of the advance voting on the proposal to adopt the Special Resolution:

59 members had voted in total; 59 members had voted for the proposal; no members had voted against the proposal and no members had abstained.

The Chair therefore declared that the Special Resolution was adopted

5. Approval of the minutes of the Fifty-Eighth Annual General Meeting held on 5th October, 2019

The Chair declared the results of the advance voting on the proposal to approve the minutes of the Fifty-Eighth Annual General Meeting held on 5th October, 2019:

59 members had voted in total; 47 members had voted for the proposal; no members had voted against the proposal and 12 members had abstained.

The Chair declared that the minutes of the Fifty-eighth Annual General Meeting held on 5th October, 2019 were approved.

6. Matters arising from the minutes

No matters had been notified.

7. Adoption of the Fifty-Ninth Annual Report for the year 2019-2020

The Chair declared the results of the advance voting on the proposal to adopt the Fifty-Ninth Annual Report for the year 2019-2020:

59 members had voted in total; 58 members had voted for the proposal; no members had voted against the proposal; 1 had member abstained.

The Chair declared that the Fifty-ninth Annual Report for the year 2019-2020 was adopted.

8. Adoption of the Accounts for the year ended 31st March 2020

David Jones, Chair of the Trust's Finance and Remuneration Panel, summarised the accounts and presented highlights for the year to 31st March 2020 noting that these numbers were largely unaffected by the pandemic:

- Total income to 31 March grew by 26% from £3.6m last year to £4.5m this year. This was mainly due to grants and donations that contributed to the renovation of the HQ facility at Robinswood Hill and to a large increase in local authority and government funding, with over £400k for the Wild Towns project.

- Total expenditure during the year increased by 16% from £3.4m to £3.9m. The increase related to the cost of delivering large scale projects such as Wild Towns and the introduction of pine martens in the Forest of Dean.
- The commercial subsidiaries contributed £10k of net profit to the Trust.
- The net assets of the Trust increased from £4.8m to £5.5m, the most significant item being an increase in fixed assets associated with the new HQ facilities.
- Membership income grew 6% to £1.1m.
- 595 volunteers contributed 32,000 working hours up until the March lockdown. This was worth the equivalent of almost £400k to the Trust.

Special thanks were again due to Grundon Waste Management, the Trust's largest corporate sponsor who contributed £71k during the year through the Landfill Communities Fund.

A brief financial update on the 2020/21 year was provided given the extraordinary circumstances of the global pandemic. Members were thanked for contributions to the Emergency Appeal which raised over £76,000.

The results of the advance voting on the proposal to adopt the Accounts for the year ended 31st March 2020 were declared as follows:

59 members had voted; 57 members had voted for the proposal; no members had voted against the proposal, and 2 members had abstained.

It was therefore declared that the Accounts for the year ended 31st March 2020 were adopted.

9. Appointment of Auditors for 2020/2021

It was noted that auditors are reviewed regularly on the basis of their capability and value for money. Godfrey Wilson Limited had been the Trust's auditors for the last few years and they did a very good job again this year despite the challenges of COVID-19 restrictions.

The results of the advance voting on the proposal to appoint Godfrey Wilson Limited as auditors for 2020/2021 were declared as follows:

59 members had voted; 58 members had voted for the proposal; no members had voted against the proposal, and 1 member had abstained.

It was therefore declared that Godfrey Wilson Limited were appointed as auditors for 2020/2021.

10. Election of Officers

(a) The following members of the Board, retiring by rotation, having served an initial term of three years, had indicated their willingness to stand for re-election to the Board:

Jane Furze

David Jones

The Chair declared the results of the advance voting on the proposal to re-elect Jane Furze:

59 members had voted in total; 59 members had voted for the proposal; no members had voted against the proposal; no members had abstained.

The Chair declared that Jane Furze was re-elected to the Board.

The Chair declared the results of the advance voting on the proposal to re-elect David Jones:

59 members had voted in total; 59 members had voted for the proposal; no members had voted against the proposal; no members had abstained.

The Chair declared that David Jones was re-elected to the Board.

(b) The following, having been interviewed by the Trust's Governance & Nominations Panel, had indicated their willingness to stand for election to the Board:

Richard White

Nicola Spencer

The Chair declared the results of the advance voting on the proposal to elect Richard White to the Board:

59 members had voted in total; 56 members had voted for the proposal; 3 members had voted against the proposal; no members had abstained.

The Chair declared that Richard White was elected to the Board.

The Chair declared the results of the advance voting on the proposal to elect Nicola Spencer to the Board:

59 members had voted in total; 58 members had voted for the proposal; no members had voted against the proposal; 1 member had abstained.

The Chair declared that Nicola Spencer was elected to the Board.

The Chair then thanked the departing Trustees, Francis Rundall and Mark Southgate, who had each served the maximum of three terms of three years.

11. Plans for the future

Roger Mortlock introduced the session which included a film on the Estate Review, an overview of Priority Landscape Areas, and brief presentations on the Cotswold Canals Connected project, the Pine Marten project, the Golden Valley project and the Youth Ambassadors Board.

12. General Questions

Some questions were answered on the day via private responses on the Q&A facility in Zoom. Ally confirmed that any remaining questions would be answered on the web site.

13. Chair's closing remarks

Members were thanked for attending the first virtual AGM and for their continued support of Gloucestershire Wildlife Trust.

Conclusion of the formal business of the Annual General Meeting

The AGM was followed by a talk from the guest speaker, Professor Dave Goulson, on gardening for wildlife.

A survey was forwarded to all attendees after the AGM requesting feedback on the virtual meeting.

Roger Mortlock
Chief Executive
5th December 2020