

MINUTES OF THE LINK BOARD MEETING HELD ON 25 OCTOBER 2018 AT BALALLAN HOUSE, STIRLING

PRESENT

Trustees: Craig Macadam (chairing), Helen Senn, Sam Gardner, Tim Ambrose, Paul Walton, Beryl Leatherland

In attendance: Jen Anderson, Alice Walsh, Karen Paterson, Daphne Vlastari

1. WELCOME AND APOLOGIES

Apologies were received from Charles Dundas (at NWDG conference on this date) and Clare Symonds who was unable to contribute as planned by Skype due to power outage. On the day, apologies were received from Lucy Graham, intending to join but who had gone to the Perth office in error.

2. MINUTES, MATTERS & REPORTS

2.1 MINUTES AND ACTIONS

2.1.1 Draft minutes of the August meeting were approved with amendment of including apologies from Paul.

2.1.2 SWBG admission to LINK Paul requested more detail on item 2.1.1 (legal advice in relation to voting) as he felt unclear as to how respond to a question from BES (Rob Brooker) on voting in relation to admitting SWBG in 2017, where abstention was deemed a vote against, in line with company law. Jen would circulate LINK's lawyer Colin Liddell's reply on this matter for information and offered to set out the circumstances around the admission of SWBG clearly for Paul. She reported that members had not been incorrectly advised by LINK at the time of SWBG's admission; the issue of abstention though not set out in the first email to members had been flagged in a second email and a number of members had chosen to abstain, despite that. **Actions: Jen to circulate Colin Liddell's advice on voting; Jen to summarise process of SWBG admission for Paul**

2.1.3 Scottish Communities Alliance relationship: Clare's advice for improving understanding between SCA members and LINK was to offer a presentation by Daphne on network priorities at a future SCA meeting. Clare had offered this to SCA rather than the earlier suggestion of a meeting with LINK Planning Group.

2.1.4 Holding LINK group meetings round the country There had been some progress with Groups and Subgroups holding meetings outwith the Central Belt, though this needed more encouragement from the Board to become a routine expectation on the part of groups. **Action: Board, Deborah and Staff**

2.1.5 Climate & Energy Consensus Statement: Jen would not have time to consult with groups & subgroups on a review (as agreed in August) and felt that it was unlikely to be an early priority for Deborah. However, if JMT were to re-join, the problems which the statement seeks to address could resurface. It was agreed that the statement should be kept prominent and members reminded of its existence, particularly as the Climate Bill continues. If JMT were to re-join they would be expected to sign up to LINK policies. **Action: Dilraj & Deborah**

2.1.6 VisitScotland: There had been no time to pursue a meeting, and Jen reported no capacity among the staff and a sense of little capacity on groups beyond Marine to be proactive. It was agreed that Jen would advise the Marine Group which had enquired if there would be wider interest within the network. **Action: Jen**

2.1.7 SEPA meeting: Now re-scheduled for 18 Feb 2019. Sam and Craig will be attending.

2.1.8 Crown Estate Scotland: The Land Group had not capacity to take forward a meeting, as the Board had proposed.

2.1.9 Perception in the Annual Report of RSPB heading up many work areas. Charles and Craig did not consider this issue needed action. It was noted that changes within RSPB as it restructures will anyway necessitate other members stepping up more to leadership of groups within LINK.

2.1.10 Use of President and Honorary Fellows Discussions with Joyce and the Fellows were ongoing, and staff regularly reminded Groups of these as a resource.

2.1.11 Lobbying reporting Jen reported that all was going according to the August discussions with a review of our reporting due to come to the Board in summer 2019.

2.1.12 Cultural strategy A LINK response had been submitted, prepared by Fellow Stuart Housden.

2.2 MATTERS ARISING & REPORTS

2.2.1 CO recruitment and other Staffing updates:

Deborah Long had been appointed with formal announcement due early December (at Deborah's request). Deborah had 3 months' notice and would start with LINK on 28 January 2019. The January Board meeting would be rescheduled to 31 January. Deborah would work for her current employer GROW between 4 and 8 February, and also each Wednesday until the end of March, starting on a full-time basis with LINK from April. In the interim she and Jen had agreed dates when Deborah would meet with staff at both offices, including for hand-over with Jen. Deborah had attended the recent networking dinner and would join LINK's meetings on 12 December. Jen was likely to be in post into January and would ensure that staff were aware of a 'go to' group of trustees including Deborah, in any interim between her departure and Deborah's start.

For Lisa Webb in relation to her father's deteriorating health situation the Board supported Jen and Daphne in offering as much flexibility as possible; it was noted that Lisa too, wished to continue with LINK, if possible.

Esther Brooker was now in post as MPEO for a year until project funding ended in October 2019.

Calum Langdale had accepted an extension in his SC Coordinator contract until October 2019.

2.2.2 Marking Simon Pepper's contribution Simon's sudden death in September had been reported. Jen outlined Simon's contribution to LINK over 4 decades, his long history pre-LINK's-establishment and his subsequent investment in LINK via WWFS and then as a Fellow. The meeting noted that the family had invited proposals for a suitable tribute to Simon and agreed that contributing as LINK would be entirely appropriate. Sam offered to act as the point of liaison on behalf of LINK Board (as he would do for WWFS) and felt there would be some overlap in suggestions which will enable LINK to help. **Action: Sam**

2.2.3 Dialogue with members LINK's 2017-18 round of dialogue was complete following recent meetings with RZSS and SAS (notes of which were available on the Huddle spreadsheet). The next round would start in Summer 2019 as previously agreed, to inform LINK's next strategy (from 2020).

2.2.4 Ex-Members

The Board supported Jen's proposal to consider a conversation with ex-member Mountaineering Scotland, which was a supporter of LINK hill-tracks work. Beryl volunteered to take the lead on this. The meeting noted that MS is no longer a charity and that LINK criteria is that applicants should be eligible for charitable status, even if they are not. **Action: Beryl**

The Board noted that contact was ongoing with JMT with a further meeting between LINK trustees and Jen with Andrew Bachell and his chairman now set for 6 November.

2.2.5 Interest in LINK membership Paul and Helen reported that Flora and Fauna International were potentially interested in joining and the meeting agreed that first stage discussion would be useful at Marine Group level given the mutual interest between the two organisations; it was noted that FFI has a Scottish base but is not registered in Scotland. Enquiries about membership had also been received from Project Seagrass and Open Seas Trust, also interested in Marine work, and LINK awaited news of their intentions.

2.2.6 AGM preparation issues:

Subscriptions policy Andrew Bachell had asked about a JMT subscription, as a Scottish body with UK operations. The Board meeting agreed that should JMT re-join its sub would be assessed on the basis of the real level of its Scottish operations, rather than the 10% rule applied to UK organisations; Trustees did not see the need for another category of membership to capture this. WRT the '10% rule' Karen explained that financial information from members on which their subscriptions are based is not always comparable and LINK treads a line to ensure maximum consistency and fairness in dealing with the realities of their Scottish income/spend. Tim noted that the AGM in 2018 would deal with the more pressing concern for members of sudden jumps between bands.

Recommendations regarding Honorary Fellows:

The Board was asked to approve nominations of Lloyd and Campbell Gemmell and these were supported - LA on the basis of his track record, and CG on the basis of his being well-informed, onside, an out-the-box thinker, with good access to government. These would go to members for the AGM as Board recommendations. **Action: Lloyd to confirm Campbell Gemmell's willingness**

It was agreed that Deborah Long's appointment as CO did not affect her earlier appointment and status as a Fellow.

The meeting also reverted to a previous discussion of gender balance among Fellows and identified several potential Fellows: Pat Monahan of Glasgow University (Paul to contact); Anne Glover from a Human Rights agenda perspective (Daphne to contact); and Barbara Young (Paul to consult Stuart Housden). The former SPAD David Miller was also identified for fellowship if there were no conflict of interest for him in his new role (Daphne to contact). **Action: Paul and Daphne**

Further suggestions were invited by email and Jen would provide TOR to Paul and Daphne. **Action: Trustees, Jen**

President Search: Joyce had committed to continuing until AGM 2019. Jen recommended that any search begin soon. The meeting noted that Fellows James Curran and Mark Lazarowicz had been recruited following the previous President search and that a number of people felt that James would be very good in the role of President; it was therefore suggested that Charles might want to sound out James' willingness to take this on from 2019, to clarify whether the Board needs to start a search process in the new year. **Action: Charles to consider next steps**

2.2.7 Reports from relevant events, meetings and forums attended

Networking beyond Brexit event Jen and Craig reported that the event held the previous evening had been a useful discussion among 17 people including CEOs, some work area leads, some Fellows and Trustees, some staff. The theme was the need for environmental networking post Brexit, in and beyond the UK, barriers in Government, encouraging new thinking and solutions to address blockages and push the environmental agenda further into the mainstream, alongside the social justice agenda.

There were draft action points and the meeting had agreed the need for some form of ‘thought space’ to bring people together from across the policy community. NTS would sponsor a further meeting of the group and there had been suggestions of ‘lens’ meetings with other sectors which care about the direction Scotland is taking. Daphne noted LINK’s opportunity through the IUCN to progress the Aichi agenda through Jonny Hughes’ links; the question of how to enthuse the Cabinet Secretary was a priority going forward, and a focus on how Scotland could be a leader was likely to interest Government. The Board noted the value of networking group remaining a LINK-coordinated initiative at this stage, responding to a need with the purpose of getting the interested policy community on the same page, with the think tank and ‘reaching out’ aspects following on.

Helen supported LINK’s keeping a handle on burgeoning groups, noting there was also a Scottish rewilding group forming.

The meeting noted that William Grant Foundation’s Step Change fund might be a way to get support for the thought-space/thinktank initiative. In relation to that fund, some trustees had responded to Alice with suggestions of projects including additional resource for whole-network campaigning, and establishment of an environmental rights centre.

Other meetings

Paul and Jonny Hughes had addressed an Environmental Funders Network meeting with major donors in September; follow-up discussion is ongoing with RSPB and SWT as a result.

Helen reported on a meeting on the Wildcat project with Roseanna Cunningham in attendance, which usefully had IUCN representation. Helen would be attending an event the following week in London about the lynx, hosted by Hugh Raven.

Paul, as chair of the WCL Invasive Species Group, had met Defra about the many statutory instruments to translate the EU Directive, which are being done hastily and not necessarily well.

3. GOVERNANCE

3.1 Salaries Review

The meeting noted that independent reviews had been carried out every 4 years with the latest by Ian Findlay, unpaid, in his capacity as a Fellow, offering continued governance support at the level he had offered when a trustee. Jen outlined the evaluation approach. She reported that Ian’s report, shared with staff, had not received any critical feedback; Ian had found staff to be unanimously positive about their jobs and their remuneration (salaries, terms and conditions) and the flexibility LINK offered as an employer. Ian had recommended the Board consider whether to continue as is or introduce a grade system with starting point.

The meeting agreed the report was a very positive reflection of the status quo, giving no sense that any fixing was needed, and decided LINK should continue as now, as long as there was a Treasurer willing to put in the time, and an engaged employment subgroup; i.e. with annual review of salary by CO and Treasurer supported by employment subgroup and an independent reviews every 4 years. Ian would be asked to clarify his recommendation in his final report. Tim reflected from his experience that the two elements were roles and responsibilities, and performance; that as a small organisation LINK has no issue, as everyone is performing very well. He had found Ian’s work very helpful and would contact Ian. Tim thanked the staff present and those not present, and particularly Jen for leading the team so well, noting that there wouldn’t have been the conclusions and reflections from the staff without everyone appreciating her efforts. Jen would update all the policies and also contact Ian. **Action: Tim, Jen**

3.2 Risk Review

Jen and Karen had revised the register using the template from Northern Ireland Link. The main risks were outlined at the beginning from Karen and Jen's perspective. Some rated as high, were not a problem depending on the way they were managed. On funding, the crunch time was two to three years ahead. Other issues, like reputational damage, could happen any time. Poor planning and prioritising in LINK was rated as likely. Jen considered this was the reality, and that the Board should monitor, with Daphne's advice in assessing capacity and priorities. The annual strategic planning meeting was very important, as was being realistic with Groups and managing expectations.

Craig welcomed the revised format with its flagging of the immediacy of risks and when they might occur. He noted that the risk of poor planning and prioritising stood out as high and likely. With some groups to which staff are attached, the risk was reduced. For Subgroups operating without staff there was greater risk of work areas growing legs. While it was important to be flexible, priorities must be capacitated. Even where there were staff attached to work areas, as with Marine, that was important. This should be combined with assessment of what needs to happen and when. For example, Wildlife needed to be very active over next couple of years, others may be lower key. The meeting agreed that the 'failure of members to engage and participate' should be upfront in relation. The example was noted of low capacity within the Wildlife Subgroup to take forward its actions, even though the subgroup has secretariat support, advocacy support and support with Species Champions.

The meeting considered the likely risk of politicians getting into scandals, considering the range of areas with which LINK was engaged, where there may not be a formal enough exchange about the expectations on both sides. It was felt that this should remain as 'significant', for a watching brief and it was noted that there was now an email exchange with all SC MSPs about expectations on LINK's side, in advance of their becoming a Champion. **Action: Deborah monitor for Board**

On the poor forward planning point, LINK's trustee meetings with members could be included as a planned action, and this should help to avoid member confusion about collective priorities.

The register would capture the fact that LINK has divided its assets across a number of banks.

Staff would also remind members about carbon accounting.

Action: Trustees further comments to be sent to Jen

Actions: Karen to update the register and follow up on carbon accounting

3.3 Trustee appraisals timeline

Jen reported that Charles would be in touch with trustees to set dates for short discussions which he would report back to a later Board meeting. This was recommended practice for charities, so as to ensure trustees had a chance to feedback on what they wished to bring to boards and hear chairs' views on what they were bringing to the Board.

There was discussion of whether to commission external independent evaluation of the board and how it was functioning, in addition to conversations between Chair and trustees which could be done in the margins of other meetings. Sam suggested an independent consultant, such as Graham Reekie, who had conducted LINK's 2015-16 strategic review. The meeting agreed that any independent must know sufficient about LINK noting that the value of the previous rounds had been because of the Chairs' knowledge. It was suggested that a full evaluation begin at the start of Deborah's tenure, steered by the Chair, and bringing in an external perspective. This should be done every 5 years. **Action: Charles and Deborah**

3.4 Policies

A standing item for the Board. In updating the Health & Safety Policy with trustees recently, the suggestion had been made to add mental health first aid capacity at LINK. The meeting noted that Karen was happy to undertake the course and would seek a place. **Action: Karen**

The meeting noted that all policies had been revised and approved in 2016, with some new policies circulated subsequently for approval. Policies are available on the website (member-related) and Huddle (trustees, staff, and member related). LINK's policies were due for review at summer 2019. **Action: Deborah and Karen**

4. OPERATIONS

4.1 Political Strategy Review, Autumn 2018

Daphne updated the meeting on the circulated report. On Brexit preparedness, the likelihood of a no-deal was increasing. LINK needed to ensure the Scottish statute book is as good as possible though this is technical and time-consuming work. Another issue was the implication of a no-deal Brexit. In this respect trustees were directed to the Greener UK green tests for Brexit in the table attached to the PSR on which comments were welcomed. The Governance Group meeting the following day would finalise this and decide if more work was needed. The Supreme Court judgement on the Continuity Bill was expected in the next few months. There would be a stronger domestic situation if the Scottish Bill stood. LINK needed to reflect what that judgement would mean, though would probably not want to comment publicly. The IUCN-brokered meeting of reps of the 4 Governments would go ahead on 30 October without a LINK representative, convened by Stuart Brooks, with 3 GUK representatives and representatives from the 4 governments (Ian Jardine for Scotland). LINK must remain alert to the political realities in Scotland, being clear about these when referring to UK frameworks. The UK Fisheries bill was now out, being addressed collaboratively across the UK by the Links. The 'UK' Agriculture Bill did not include Scotland.

A key issue was the relationship with the Cabinet Secretary Roseanna Cunningham who was reluctant to engage with LINK's agenda. However, there was potential to use post 2020 Aichi to place Scotland on the international scene, to get more buy-in for an Environment Act, a new SpAd in post and some good developments. LINK had engaged through the National Performance Framework on the SGGs with a fair degree of success; SG would adapt structures to monitor progress against the SDGs; LINK's being involved with SCVO is useful in this respect. Daphne also flagged LINK's approach to Scottish budgets in terms of trying to make sure fit for purpose budgets are in place to drive desired action: it would be useful to commission some work through the Economics Group.

Daphne was thanked for her excellent report. The Trustees noted that the IUCN-brokered meeting of the 4 governments was not as originally conceived and trustees were uncomfortable that LINK was not being represented at a meeting discussing eNGO views of Brexit and solutions, however this had had Governance Group support. Governance Group would continue to keep an eye on this and other issues, and Jen had proposed LINK commission Lloyd to continue as its Convener when he left RSPB in late November.

LINK's need to be prepared in the light of different outcomes was discussed in terms of the GUK benchmarks, Scotland's different political context, the sense that continuing to fight for inclusion in single market and customs union was an excuse for not pursuing legislation. LINK needed to complement its ask for an Act with similar tests, internal in the first instance (in Daphne's table). Participation in the customs union etc means no bad trade deals, and an arrangement like Norway's means we can negotiate on the Natura directives, and gives a lot of helpful pushes, speaks to ambition of an independent Scotland to re-join the EU. It is not perfect, and internally there is no reluctance to have this kind of discussion. As GUK benchmarks are met by Scottish

Government's current position, how can LINK demonstrate strong support for SG: could present our asks and say this is consistent with the SG's position, important we stick to what is right in Scotland and clarify for the Links and GUK the political nuances and avoid splintering among eNGOs. What is important is how our positions are messaged: there are areas where the SG position doesn't go far enough and therein lies our advocacy, with care as to where that takes us on CFP and CAP (on post-CAP so far there is nothing from Scottish Government). The least hard position is the Norway approach.

Jen considered important that Daphne had the Board's backing as the process continues. The meeting noted that this means being clear about what we aim to achieve (supporting SG vs. lobbying SG, preparing our membership, maintaining the focus of our concern on the environment in Scotland, mapping where we are going with our advocacy, where the Environment Act asks interface, with an internal document to inform and guide and discussion via the Governance Group to agree ways forward. Daphne noted the large degree of overlap with our Environment Act asks, and that strategically it is useful to show the Scottish Government that where we and they stand is very close. At the SNP conference LINK had had the opportunity to fine tune that pitch, and conference delegates had supported the proposal for an Act as a way to show Scotland's European identity.

There was further discussion of the usefulness of a schematic of what the SG wants, LINK's asks and where these take us along this membership of the EU family, alignment of the EU journey, the Act completing it for the state of the environment, linking with LINK's expectations for the post Brexit deal, making the link between the Act and the equivalent of the benchmarks we need in place by the time we launch the campaign. This would need to be seen by the network in time for feedback. Daphne reported that the main resource to date has been herself and Lloyd; she felt she could progress a schematic representing where we are now, followed by the risk, how our Environment Act asks address that, and encapsulating SG's desires, succinctly. Daphne reminded trustees of the campaign's three strands of work: agriculture and biodiversity funding, a communications aspect, and stakeholder outreach, and the need to build support for an Act beyond LINK and its members. There was support already from some rural interests, and LINK anticipated further non-member support on marine. By January Daphne would have a visual way to present this to the Board.

Daphne was thanked for making all the connections so well.

Sam reflected that this is the first time LINK had campaigned as a network since the Everyone campaign (2003-07). He would like to see LINK normalise this way of working and getting more resource as necessary. Daphne was asked to keep the Board abreast of progress through short bullet-point emails. It was agreed to have the Environment Act and progress on it as a standing item on the agenda.

Action: Standing item on Board agendas

Note: since the Board meeting the Brexit Subgroup has committed part of its current funding from LINK's DPF and WWF Scotland towards a 1-year fixed-term Campaign Coordinator post.

4.2. Report on LINK's Operational Plan

There was no time for discussion of the analysis (circulated) of the last 6 months' work by LINK. Trustees commented that the high-level summary accompanying the spreadsheet was much appreciated.

5. FINANCIALS

5.1 Budget Outturn & Adjusted 5-year Forecast

Karen reported there was nothing of any surprise, LINK was on track with income and expenditure. Tim supported this analysis. There were no questions.

5.2 Anticipated DPF bids

Staff had been reminding LINK's work area leads of the available DPF resource.

The fund had reduced from £34k to £21k in the first half of the financial year.

Although there were no actual bids for the meeting to consider, Jen had flagged anticipated requests including: a Planning Group conference; further NEN work; support towards a coordinator post to help establish the environmental rights centre (over 2 LINK financial years, at min £5k per year and more could be welcome; other funding channels are being explored); funding to retain Lloyd Austin (retiring from RSPB November) as Governance Group Convener and Brexit advisor at 2-3 days per month until March and potentially beyond, given his expertise on the legal, constitutional as well as political aspects of Brexit. Jen indicated that Lloyd's retention was likely to be most urgent: this proposal received Board approval.

6. AOB

None raised.

7. DATES OF NEXT MEETINGS

January Board meeting now **changed to 31 January**.

Future Board meetings were scheduled for **25 April, 15 August and 24 October**.