

## COUNCIL

Minutes of the meeting held at Burlington House on 6 April 2016

PRESENT: David Manning (*Chair*), Natalyn Ala (*Secretary, Professional Matters*), Rick Brassington, Malcolm Brown (*President designate*), Liv Carroll, Nigel Cassidy, Angela Coe, Jim Coppard, Jane Dottridge, Chris Eccles (*Vice President, Chartership*), Graham Goffey (*Treasurer*), Tricia Henton, David Hopkins, David Jones (*Vice President, Regional Groups*), Jennifer McKinley, David Norbury, Christine Peirce, Katherine Royse, Keith Seymour, Lucy Slater and Michael Young (*Secretary, External and Foreign Affairs*)

APOLOGIES: Marie Edmonds (*Secretary, Science*) and Colin North (*Secretary, Publications*)

In attendance: Sarah Fray (*Executive Secretary*), Nic Bilham (*Director of Policy & Communications*), Neal Marriott (*Director of Publishing, Library & Information Services*) Jonathan Silk (*Director of Finance & Operations*) and Stephanie Jones (*PA to Executive Secretary*)

### 1. DECLARATIONS OF INTERESTS

There were no declarations of interests.

### 2. APOLOGIES

Apologies from Marie Edmonds and Colin North were NOTED.

### 3. MINUTES OF MEETING HELD ON 3 FEBRUARY 2016

The minutes were APPROVED. Sarah Fray will produce a redacted version for publication on the website.

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### 4. MATTERS ARISING

These are all in hand or covered elsewhere in the agenda.

### 5. REPORT OF THE EXECUTIVE (CM/13/16)

The directors reported on activity in their departments since the last meeting of Council.

#### 5.1 *Executive Secretary*

Sarah Fray briefed Council on key items of activity.

Council were told in February of the difficulties with access to MyGSL which resulted in it being taken offline. Sarah Fray and Nic Bilham met with the supplier to press for a guaranteed fix to the problems but Nic Bilham and his team were not persuaded on the viability of the solution offered. As a result MyGSL remains offline. The robust fix to this issue will be the implementation of the new Customer Relationship Management (CRM) system. The Council election was very successfully run by Electoral Reform Services and the IT team also implemented a fix for renewals and are looking at one for CPD.

Sarah Fray reported to Council on the Arbitration concerning the Burlington House lease.

It is unlikely that the approval required by Council for the expenditure on the CRM project will tie in with a Council meeting. Council AGREED that an electronic vote is acceptable with a majority of 15 out of 23.

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Principal activities prior to the next Council meeting will be:- the selection and appointment of the CRM supplier; planning for the 'Academics Conference' in May; further development of the 10-year Strategy; and the commencement of a full review of staff remuneration, retention and incentivisation.

## 5.2 *Director of Finance & Operations*

In addition to the regular cycle of work (financial year-end and subsequent audit) Jonathan Silk said further progress had been made on the CRM/Finance System Project and in securing the services of a new HR Manager, Marie Burke, who joined the Society in early March working three days/week.

Long listing and short listing of the preferred supplier of the CRM system has taken place involving a large number of staff and Graham Goffey. The final two will be returning for a more specific discussion during week commencing 18 April. Council will be kept updated on progress.

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The 2015 Financial Statements were audited and reviewed by both the Audit and Finance & Planning Committees. Final surplus for the year was £235k; balance sheet £9.2m and reserves £1.7m.

The Finance & Planning Committee approved research grants for 2016 to a total of £31,907 for 26 applicants.

It is a requirement that the trustees as a matter of routine should take reasonable steps to assess and mitigate any risks to the charity's activities or beneficiaries and to confirm that any serious incidents have been reported as part of the annual return. Serious incidents include loss of funds, significant sums of money or other property donated from an unknown or unverified source and unlawful activity by a member of staff or trustee. Jonathan Silk said that there are no serious incidents to report since the last meeting of Council.

Principal activities prior to the next Council meeting will be:- financial re-forecast for 2016; financial control framework development in response to 2015 audit points; preliminary review of Society funds and reserves policy; and CRM/Finance System Project supplier shortlist and recommendation on preferred supplier.

## 5.3 *Director of Policy & Communications*

Nic Bilham said the new 'Geology Career Pathways' portal was very well received and he thanked colleagues for their work on this project and Council for their very positive feedback. It is being promoted widely and will continue to be developed.

The Year of Water programme is continuing to develop and planning is underway for the Year of Risk in 2017. The first Bryan Lovell Conference in November 2016 on Water and Risk will mark the handover.

The one-day conference in Cardiff on 21 March on Land Contamination was attended by over 120 delegates and was very well received. One of the objectives was to test thinking about a new Contaminated Land Specialist Group. This will be discussed by Science Committee in May and, if appropriate, a recommendation will be brought to June Council.

NB

The Society responded to several consultations and inquiries. These included the Stern Review of the Research Excellence Framework (REF) which was a joint response with University Geoscience UK. This is a potentially major change but no responses to the Society from the academics on Council with all input coming from University Geoscience UK. Nigel Cassidy said that he responded through his department so there is a lesson to be learnt about how the Society handles joint responses.

NB

The IT team continued to work hard to reinstate services affected by suspension of MyGSL on the website by implementing 'work arounds'. MyGSL will not be re-opened unless the team is satisfied the solution will work.

Principal activities prior to the next Council meeting:- continued development of the 10-year strategy; events and outreach activities associated with the Year of Water; planning for the Year of Risk; planning for the 'town hall' meeting on 12 May with geoscientists in academia on attractors and barriers to Society membership; planning for a GSL/UGUK/BGS/NERC workshop on future priorities for geoscience research; and planning for GSL activities at EGU in April and the IGC in August/September.

#### 5.4 *Director of Publishing, Library & Information Services*

Neal Marriott said work and progress on priority issues are underway and in hand at both the Publishing House and the Library. Subscriptions, the key source of income, are on track.

The contract for the development of the upgraded Lyell Collection platform was signed. Two new online services for the Lyell Collection were launched:- GSL Collections feature thematic sets of papers drawn from across book and journal content and promote topics of particular interest; and GSL content is being indexed by the discovery service, ReadCube, to enhance visibility and discoverability.

Book commissioning has got off to a strong start in 2016 with seven titles approved and a further six proposals in review.

Meetings were held with GeoScienceWorld and the five other publishers who were the original founders of the organisation with the intention of exploring how best to accommodate increasing levels of open access content.

Trade subscription renewals for the Lyell Collection, Special Publications and individual journal titles are 13% up on where they were this time in 2015.

The appointment in 2015 of Accucoms as our Indian subscription sales agent is showing the first signs of returns with 12 prospects in the pipeline, two Lyell Collection and one Archive sales.

The first phase of the Library inventory project is complete and there is now a

complete record of all Library collections stored in the Lower Library and gallery, basement journal store, the work room off the Main Library first floor gallery and Lyell Room. Fabienne Michaud, Library & Information Services Manager, is working on a document to complete the work to catalogue the entire Library content. Duplicates will be sold.

The Dan McKenzie Plate Tectonics Archive is largely catalogued and ready for digitisation.

Whilst there has been success in securing subscription renewals amongst our corporate subscribers, one of the key challenges is making new sales which is proving difficult. Anne Davenport, Head of Sales, Marketing & Distribution, continues to work with our contracted sales representatives in key regions around the world.

Principal activities prior to the next Council meeting are:- identify and chase subscribers who have not yet renewed for 2016; continue planning for input to Council work on next 10 year strategy; attend EGU and EAGE international meetings; staff attendance at HighWire annual West Coast meeting in California and also London publishers and User Group meetings; further planning for the development of the Plate Tectonics Archive website; and scoping the remaining work required to complete the Library inventory project.

## 6. PRESIDENT'S BUSINESS

### 6.1 *Result of ballot for Council*

David Manning reported the results of the advisory ballot conducted by Electoral Reform Services. 1718 votes were cast for the seven vacancies on Council. This compared with 982 votes in 2015. There were no invalid votes. Candidates will be informed of the outcome following Council. The names of the successful will go forward for formal election at the AGM on 8 June. David Manning thanked all those willing to stand for Council.

### 6.2 *Report on Officers Meeting*

David Manning said the matters discussed were staff-related, the result of the Council advisory ballot and also the SORP procedures for accounts declarations.

## 7. HEALTH AND SAFETY (CM/14/16)

Council NOTED that there was one reported incident at Burlington House when a member of staff sustained a minor burn from which he has fully recovered. There were no incidents at the Publishing House since the last report to Council in February.

## 8. REPORT OF THE AUDIT COMMITTEE

Chris Bulley gave his report on behalf of the Audit Committee. The Committee met with the Society's auditors and staff on 18 March and formally recommend that Council accept the 2015 Audited Accounts.

The auditors highlighted one significant deficiency related to the implementation and consistency of financial controls which is largely a legacy of the inadequate systems that have been used and are still currently in use.

Jonathan Silk has undertaken to produce a plan to rectify the issues as soon as possible. The auditors further recommended, which the committee endorsed, that if the finance department did not have the resources to implement the plan then additional capacity should be made available.

The other main items of discussion were:-

- Heritage Assets – the accounting treatment of library assets has been formally changed. The Heritage Asset value in the 2014 balance sheet has now restated from £14,914,820 to £1,003,028
- Accounts have been audited in compliance with new regulations (2015 SORP).
- Accounting Procedures and Controls.
- Review of provision of audit services was due this year but it was agreed by the Committee to revisit this when the new CRM and Finance system is in place and operational.
- Banking arrangements.
- Update on the Burlington House lease and potential implications.
- Review of the Society's risk register.

#### 9. 2015 AUDITED ACCOUNTS (CM/15/16)

Andrew Stickland, Audit Partner at BDO, attended for this discussion and the previous.

Jonathan Silk said the Accounts had been considered by the Finance & Planning Committee, and the Audit Committee who recommend acceptance. The Society returned a surplus of £235k.

The Geological Trading Company made a small loss and there is a requirement that the Society provides a letter of financial support.

Andrew Stickland said he was able to sign an unqualified audit report. There were a number of unadjusted items amounting to about £3k but nothing to give concern. There is an urgent need to address a deficiency in internal controls and the management letter contains a 'red area'. He is aware that there are plans in place to address this.

Council formally APPROVED:-

- i. the Report and Financial Statements for the year ended 31 December 2015 which were signed by the President and Treasurer; and
- ii. the letter of support for Geological Trading Limited which will be signed by Sarah Fray on behalf of the Society.

#### 10. FELLOWSHIP FEES FOR 2017 (CM/16/16)

Council agreed in April 2015 that Fellowship fee increases would be linked to the rate of Consumer Price Inflation (CPI) as measured in February of each year. The CPI figure for February 2016 was 0.3%.

If the CPI increase is applied, total Fellowship fee income for 2017 is forecast to be £1,730k, if it is not applied the fee income is forecast to be £1,725k.

The Finance & Planning Committee considered the effects of applying this

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formula. On the basis that the total increase provided by the agreed formula is minimal, that even a small rise would be unwelcome to those Fellows affected by economic downturn in the extractive industries, and that in future years it may be necessary to increase fees above the rate provided by this formula, the recommendation of the Committee is that Fellowship fees remain at the same levels as for 2016.

Tricia Henton said it took a long time to get to the stage of using CPI as the formula and she would not want to lose that momentum.

Council APPROVED the proposal not to increase Fellowship fees for 2017. The proposal will be published in May Geoscientist and go forward for adoption at the Annual General Meeting on 8 June.

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## 11 REPORTS OF THE STANDING COMMITTEES (CM/17/16)

The reports of the standing committees were NOTED.

## 12. ELECTIONS

### 12.1 *Fellowship (CM/18/16)*

Council AGREED to recommend to the Fellowship that those candidates listed should be elected as Fellows at the OGM on 6 April 2016.

### 12.2 *Chartered Geologists (CM/19/16)*

The applications from Fellows to become Chartered Geologists listed in CM/19/16 had been approved by the Chartership Panel and were AGREED by Council.

### 12.3 *Candidate and Junior Candidate Fellowship (CM/20/16)*

Council AGREED to elect as Candidate Fellows and Junior Candidate Fellows those applicants listed.

### 12.4 *European Geologists (CM/21/16)*

Council NOTED the names elected as European Geologists at the 1 April 2016 meeting of the EFG.

### 12.5 *Chartered Scientist (CM/22/16)*

Council AGREED to elect as Chartered Scientists those applicants listed.

## 13. ANY OTHER BUSINESS

### *Shale 2016*

Nic Bilham said this conference is being held in Liverpool on 24/25 June 2016 as part of the International Festival of Business. It is being organised by Global Event Partners with whom the Society has previously worked.

### *Retiring members of Council*

David Manning thanked members of Council standing down at the Annual General Meeting on 8 June:-

Natalyn Ala  
Angela Coe  
Jim Coppard  
Jane Dottridge

David Jones  
Lucy Slater

Malcolm Brown thanked David Manning for his service as President.

14. DATE OF NEXT MEETING

22 June 2016 which will include an induction meeting for new members of Council and a reception following Council

