

The Geological Society of London

COUNCIL

Minutes of the meeting held at Burlington House on 22 June 2016

PRESENT: Malcolm Brown (*Chair*), Rick Brassington, Jason Canning, Liv Carroll (*Secretary, Professional Matters*), Nigel Cassidy, Chris Eccles (*Vice President, Chartership*), Graham Goffey (*Treasurer*), Sarah Gordon, Naomi Jordan, Rob Larter, Jennifer McKinley, Colin North (*Secretary, Publications*), Sheila Peacock, Christine Peirce, Nik Reynolds, Katherine Royse, Keith Seymour (*Vice President, Regional Groups*), Alex Whittaker and Michael Young (*Secretary, External and Foreign Affairs*)

APOLOGIES: Marie Edmonds (*Secretary, Science*), Tricia Henton, David Hopkins and David Norbury

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)

The new members of Council were welcomed: Jason Canning, Sarah Gordon, Naomi Jordan, Rob Larter, Sheila Peacock, Nik Reynolds and Alex Whittaker

1. DECLARATIONS OF INTERESTS

There were no declarations of interests.

2. APOLOGIES

Apologies from Marie Edmonds, Tricia Henton, David Hopkins and David Norbury were NOTED.

3. MINUTES OF MEETING HELD ON 6 APRIL 2016

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

SF

4. MATTERS ARISING

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

5. REPORT OF THE EXECUTIVE (CM/23/16)

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.

The Society's revenues continue to be closely monitored due to concerns regarding possible impacts from the oil and gas sector downturn. Jonathan Silk has undertaken a headline reforecast which predicts an end of year reduction of free surplus from £149k in the budget to £8k. This takes account of an over-statement of revenue in the 2015 accounts as well as increasing evidence of underlying downward pressure on income from Fellowship, Conferences and Corporate Affiliates.

Rick Floyd-Walker left his position as Warehouseman at the Publishing House and his replacement, Andy Goodwin, joined the Society at the end of May.

Sarah Fray reported to Council on the Arbitration concerning the Burlington House lease. In view of the risks outlined in the report, Council asked for the Risk Register to be updated and brought to them.

JZS

Principal activities prior to the next Council meeting will be:- resolution of the Fellows Room issue; 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 (monthly reporting and preparation for next year's budget-round) Jonathan Silk said further progress had been made on the CRM(Customer Relationship Management)/Finance System Project leading to the selection of suppliers and systems.

There were several matters that required the approval of Council:-

Overdraft facility of £250k:- the Bye-laws state that the Society cannot borrow money without the unanimous approval of Council. It has therefore become customary to ask each new Council for permission to seek an overdraft facility, should the need arise over the summer months when income is low. An overdraft facility avoids having to realise investments should the market be unfavourable.

All members of Council present AGREED that the Treasurer could seek an overdraft of up to £250k should the need arise and it was noted that if the facility is taken up the Treasurer will write advising Council. Those members of Council not present will also be asked to give approval. (*Post meeting note: those members of Council not present in person at the meeting gave their approval.*)

SJ

Bank mandate:- the present level of authorisation on the Society's bank mandate is two members of staff where the payment is less than £40k. The members of staff authorised to sign cheques are Jonathan Silk, Nic Bilham, Orane Lewis, Mike Harris (Accountant), Ted Nield, Mohammed Jahangir (Fellowship Services Manager) and Georgina Worrall (Conference Manager). Edmund Nickless is also still listed as a signatory. Payments over £40k require the signature of a trustee and any other cheque signatory, be they a member of staff or trustee. David Manning, Liv Carroll and Graham Goffey are currently authorised.

Council AGREED to *remove* Edmund Nickless, Ted Nield, Mohammed Jahangir, Georgina Worrall and David Manning and *add* Malcolm Brown, Sarah Gordon (who answered the call for volunteers) and Sarah Fray. Jonathan Silk confirmed that the bank carries out DBS (Disclosure & Barring Service) checks.

JZS

Investment management mandate:- The Society's investment managers are UBS.

Council APPROVED the resolution to

JZS

- a. ADD Sarah Fray to the Geological Society's mandate with UBS AG, 1 Finsbury Avenue, London EC2M 2AN, as an authorized signatory to the account and able to request information on the account;
- b. REMOVE Edmund Nickless from the mandate.

Delegation of authority to the Finance & Planning Committee (FPC) for the selection of new Investment Managers:- Council AGREED to delegate authority to FPC for the selection of new Investment Managers subject to the Investment Committee undertaking a tendering exercise and making a recommendation to FPC in November; and subject to the proposed new management charge not exceeding the current level of £25k by more than £5k.

JZS

The management accounts for April 2016 showed a positive variance of £196k compared to £16k for the previous month largely due to the accrued rental payment for Burlington House and additional Publishing House income. The forecast for the year-end predicts a surplus before movements to/from reserves of £53k which after taking into account planned reserved movements is reduced to £8k.

The 2017 budget-setting process will commence in July and will be very similar to that of previous years although this year the timetable has been contracted. The budget will be submitted to Council for approval in November.

CRM/Finance system replacement:- members of the previous year's Council received a request to approve Felinesoft (for the MS Dynamix CRM system) and Codis (for the upgraded Sage Financials system) as the project suppliers. Twenty-two members of Council responded positively – the 23rd person was not available – so the proposal was APPROVED. Regular progress reports will be made to FPC and Council.

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 were no serious incidents to report since the last meeting of Council.

Principal activities prior to the next Council meeting will be:- initiate 2017 Budget process and bring progress report to FPC and September Council; complete review of Society funds and reserves policy; undertake planning and initial 'discovery' stages of the CRM/Finance System Project; and undertake Investment Management tendering process.

5.3 *Director of Policy & Communications*

Nic Bilham said there is an annual engagement with the Specialist Group which was held on 25 May. This was a very useful meeting during which they were consulted on the 10-year strategy. It was evident that many are actively engaged with the themed years, and they are increasingly involved in education and outreach activities.

Year of Water conferences, London Lectures and other activities are progressing well. 2017 will be the Year of Risk and the Science Committee will soon discuss ideas for the theme for 2018 which may be around resources. Nic Bilham will be pleased to take suggestions from Council.

A conference was held in Cardiff in March on contaminated land and was used to test the viability of a new Specialist Group. The Science Committee received a proposal in light of this event and is strongly supportive. Council AGREED to establish a new Contaminated Land Specialist Group.

NB

Council NOTED the list of Society's representation on outside bodies which was reviewed by the External Relations Committee at their meeting in May. Correction: Neal Marriott is the representative on the GSW Advisory Council, not Sarah Fray. Representatives are expected to report to their identified committee at least annually.

NB

The Society responded to the following consultations and inquiries: Northern Ireland Department of Environment: permitted development rights for mineral extraction; and input to IUGS Resourcing Future Generations response to Church of England consultation on ethics and the extractive industries. Over 1000 people responded to the Society's survey on the expected impact of the outcome of the EU Referendum on geoscience. Most respondents thought that leaving the EU would have a negative impact on their area of work and on geoscience research, national capability, industrial application and innovation. The results were published in a press release and blog.

Preparations continue for attendance at the 35th IGC, including the IUGS Council meeting, in Cape Town in August. The UK delegation comprises Michael Young, Sarah Fray and Nic Bilham. Edmund Nickless is also attending. Michael Young, Sarah Fray and Nic Bilham attended the EGU meeting in Vienna. Nic Bilham was involved in convening two sessions, including a joint GSL/GSA sponsored session.

Council NOTED progress on Diversity, Equality & Inclusion which Nic Bilham is taking forward with Tricia Henton and George Jameson.

The IT team continued to work hard to reinstate services affected by the suspension of MyGSL on the website. A partial reinstatement of the MyGSL login function to restore bookshop discount for Fellows and other Society members and access to Geofacets Millennium Edition is expected to go live within a few days.

Principal activities prior to the next Council meeting:- continued development of the 10-year strategy; planning for the Year of Risk (2017); planning for a GSL/UGUK/BGS/NERC workshop on future priorities for geoscience research; and planning for GSL activities at 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.

There were a number of key items in his report but in particular Neal Marriott highlighted:-

The development of the upgraded Lyell Collection platform has commenced and launch is anticipated in January 2017. The equivalent upgrade for GeoScienceWorld was launched in April.

The production team are looking at the Society's options for a move from litho to digital printing, as improvements in press quality are taking significant leaps forward. The move will enable to Society to revisit its author colour charging policies, in line with its competitors.

Trade subscription renewals, the key source of publishing revenue, are progressing well. Although there will not be a clear view of whole-year performance for another couple of months the top ten subscribers have all renewed. Sales have recently been made in India and Saudi Arabia, and trials are ongoing in Abu Dhabi and Jordan.

The Society is very fortunate to be the recipient of the Dan McKenzie Plate Tectonics Archive and good progress is being made on digitisation and website pages. There will be a conference in 2018.

Principal activities prior to the next Council meeting are:- plan for 2017 Budget; progress Plate Tectonics Archive website; upgrade Library OPAC and plan for decommissioning of C2 (previous Library catalogue system); review options for decreasing time from article submission to publication; and review options for a new approach to corporate sales in North America.

6. PRESIDENT'S BUSINESS

6.1 *Committees, Panels and Boards (CM/24/16)*

Membership of Standing Committees:- Colin North said it is important that the chairs of the standing committees have the opportunity to review the membership of their committee to ensure the right balance. Under Regulation (R/G/7) it is permissible to appoint Fellows who are not members of Council to Standing Committees. He was

pleased to report that Angela Coe is prepared to remain on the Publications & Information Committee. There is no process for replacing committee members who leave mid term and Colin North suggested that the President should have the authority to appoint new members. Graham Goffey said the Regulation is not clear in all aspects, such as what constitutes a quorum.

SJ

Sarah Fray will look at the process for appointing new members and will also review the Regulation.

SF

Council APPROVED the membership of the Standing Committees.

Council NOTED the known meeting dates for Council and other committees for 2016/17, the standing list of principal items brought to each Council meeting and the expenses policy, particularly the request to make best use of discounted fares.

6.2 *Standing List under Regulations R/FP/5 and R/FP/6*

Under Regulation R/FP/5 (Appeals Procedures) and R/FP/6 (Disciplinary Procedures) Council is obliged to maintain “a *Standing List of at least 25 experienced and longstanding Fellows who are not members of Council and who are able to act on Panels established under these Procedures. At least two thirds of the List shall be Chartered Geologists or Chartered Scientists. Fellows may resign from the List at any time, and Council may appoint replacements at any time. The names on the List will not be available to Fellows.*” Matters dealt with under these Regulations include appeals relating to non-election as a Fellow, non-validation of a Fellow as a Chartered Geologist, investigation and resolution of complaints brought by five or more Fellows for removal of a Fellow on grounds of significant misinformation relating to application for Fellowship or validation as a Chartered Geologist, and complaints against the code of conduct.

Council AGREED the membership of the Standing List but requested that the names are checked to see if they are still active and also have up to date CPD.

SJ

6.3 *Report of the Awards Committee*

In November 2015 Council approved an amendment to the Regulation governing the Society's Awards. At that time Rick Brassington informed Council he believed the description of the Aberconway Medal in the Regulation was not correct. During the course of discussion Council requested that the history of the Funds and the President's Award was researched to create an opportunity for reflection on broadening the individual descriptions for some/all of the Funds and the President's Award so that they better reflect the modern geosciences landscape. The Awards Committee discussed this at their meeting in May and suggested that a panel, chaired by Marie Edmonds, is brought together to work on behalf of the Awards Committee to reflect on the history of each of the Awards and Funds and produce more coherent criteria for Council's ratification. Council was content with this course of action.

SJ

6.4 *Fellows Room*

Malcolm Brown said that during April and May 2016, discussions took place with Officers regarding a proposal for the Society to allow the Royal Academy to make temporary use of the Fellows Room at Burlington House. Objections were raised at the Annual General Meeting by several Fellows and a commitment was made to pause and reflect on the feedback received. Bristows, the Society's lawyers, have been consulted and consider that, provided it is appropriately structured with respect to various clauses, the arrangement is permissible within the lease.

Council discussed the matter at length. They agreed that there could have been better communication and there are lessons to be learnt. In particular matters to do with the lease must come to Council.

Colin North reminded Council that two years ago the Publications & Information

Committee were charged with undertaking a space review which went into suspension because of the lease situation. He suggested that this review is re-started and this was supported by Council. Keith Seymour suggested that this runs in parallel with a review of the space and facilities for staff.

Council AGREED in principle that the Fellows Room can be used by the Royal Academy on an occasional basis. Malcolm Brown will circulate a proposal.

MB

7. HEALTH AND SAFETY (CM/26/16)

Council NOTED that there was one reported incident at Burlington House when a member of the contracted catering staff sustained an injury from a broken glass. There were no incidents at the Publishing House since the last report to Council in April.

8. REMOVAL OF FELLOWS FOR NON-PAYMENT OF THE 2016 FELLOWSHIP SUBSCRIPTIONS (CM/27/16)

Council AGREED to remove from Fellowship those Fellows who had not paid their 2016 subscription by 30 June 2016 unless they were in discussion about their subscription with the Fellowship Office. It was noted that the attrition rate is similar to previous years and the level of strike off is a worse case as some will have paid since the list was produced and others will be in the process of paying.

JZS

Council was asked to encourage as soon as possible those Fellows known to them to pay their subscription and remain in Fellowship.

Council

The Fellowship office will continue to make further strenuous efforts to secure late payments with an additional focus on those 41 Fellows with Chartered status.

9. STRATEGY 2017-2027 (CM/28/16)

Nic Bilham said the Society's first 10-year strategy was prepared during 2006 and launched at the start of the bicentenary year in 2007. Council has periodically reviewed the strategy over the past decade and concluded that it remained fit for purpose as a top-level statement of strategic aims. It has provided a framework for a wide range of sectional strategies, business plans and implementation plans.

During 2016 Council and the Senior Leadership Team have been working on the development of the Society's new 10-year strategy, and at the Specialist Groups gathering on 25 May Nic Bilham set out current thinking and gathered useful feedback. There will be full staff meetings at Burlington House and the Publishing House in early July to update the staff and invite their input.

The paper detailed possible headline aims for the strategy, cross-cutting themes to consider across these areas of activity and suggestions regarding the format of strategy documents and supporting information. There are two key topics on which further Council input was requested:-

- i. Setting of targets; and
- ii. How the Society should prioritise its widely ranging activities

It is intended to bring to September Council a strategy that is as fully developed as possible but will be open for discussion.

Council members were ASKED to write to Nic Bilham within the next four – six weeks with any suggestions but particularly around the key topics set out at paragraph 6 and impacts.

Council

10. CHARTERSHIP COMMITTEE MATTERS

Proposal to investigate whether the Society might apply to the Engineering Council for a licence to award Chartered Engineer (CM/29/16)

Chris Eccles said that at April Council one of the core issues discussed was the potential to grow and widen the membership of the Society. He presented a paper with some background information.

Council AGREED that a sub group of the Chartership Committee will develop a full proposal to take to the Chartership Committee and the Professional Committee before bringing a final version to Council for approval.

CE

Proposal for a new system for Continuing Professional Development (CM/30/16)

Chris Eccles said the Continuing Professional Development (CPD) system has not been overhauled for some years so the Chartership Committee commissioned a comprehensive review. A working group was set up in September 2015 and consulted with a wide range of people within the Society including all the Regional Groups with almost unanimous agreement that the proposals constitute a major improvement. The new system was approved by both the Chartership and Professional Committees in March 2016. It is the intention that the new CPD system will be implemented in Autumn 2016 as part of the CRM and website development. The full programme for implementation and notification of the Fellows is still to be determined. The revision to the Regulation (R/FP/13) is still in draft and will not be implemented until a co-ordinated implementation plan is in place.

Council APPROVED the revised CPD system in principle but said that more clarity is required about what counts towards CPD. There was also a question as to whether the development of the website and the App has been discussed with regard to cost implications and the impact on the CRM. Final proposal and revised Regulation to be brought to September or November 2016 Council for approval.

CE

11 REPORTS OF THE STANDING COMMITTEES (CM/31/16)

The reports of the standing committees were NOTED.

12. ELECTIONS

12.1 *Fellowship (CM/32/16)*

Council AGREED to recommend to the Fellowship that those candidates listed should be elected as Fellows at the OGM on 22 June 2016.

12.2 *Chartered Geologists (CM/33/16)*

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/34/16)*

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

12.4 *European Geologists (CM/35/16)*

Council NOTED the names elected as European Geologists at the 10 June 2016 meeting of the EFG.

12.5 *Chartered Scientist (CM/36/16)*

Council AGREED to elect as Chartered Scientists those applicants listed.

13. ANY OTHER BUSINESS

Income diversity

Naomi Jordan will email Sarah Fray about courses run by other institutions and the type of course that the Society could offer.

NJ

Geocaching

Naomi Jordan will email Nic Bilham about participating in Geocaching.

NJ

Liv Carroll

Council congratulated Liv Carroll on being voted one of the Top 50 Women in Engineering.

14. DATE OF NEXT MEETING

20 & 21 September 2016

