

The Geological Society of London

COUNCIL

Minutes of the virtual meeting on 6 April 2022.

PRESENT: Mike Daly (*Chair*), Mark Allen, Ruth Allington (*President Designate*), Neil Frewin, Jennie Gilbert, Joel Gill (*Secretary, External and Foreign Affairs*), Kathryn Goodenough, Martin Griffin, Jim Griffiths (*Secretary, Professional & Chartership*), Michael Kehinde, Pete Loader, Andrew Moore, Keith Myers (*Treasurer*), Sarah Scott, Jessica Smith (*Vice President, Regional Groups*), Gemma Sherwood, Rob Strachan (*Secretary, Publications*), Lucy Thomas, Alex Whittaker (*Secretary, Science*) and Lucy Williams

APOLOGIES: Jo Alexander, Andrew Moore, Amanda Owen, John Perry and Rob Strachan

In attendance: Richard Hughes (*Executive Secretary*), Alex McPherson (*Director of Finance & Operations*), Alicia Newton (*Director of Science & Communications*), Maggie Simmons (*Director of Publishing*) and Christina Marron (*Executive Assistant*).
Item 7: Nick Sladden, RSM UK (*Auditors*) and Roger Dunshea (*Audit Committee Chair*)
Item 13: Brett Anderson and Eugenia Gonzalez, Saxton-Bampfylde and Farhana Begum (*HR Manager*).

1. APOLOGIES
Mike Daly (MD) NOTED apologies from Jo Alexander, Andrew Moore, Amanda Owen, John Perry and Rob Strachan. Lucy Williams sent apologies as she will have to leave temporarily for work meetings.
2. DECLARATIONS OF INTERESTS
None noted.
3. MINUTES OF MEETING HELD ON 2 FEBRUARY 2022
Minutes were APPROVED.
4. MATTERS ARISING
All action items NOTED as actioned or discussed within today's agenda items.
5. PRESIDENT'S BUSINESS (*confidential to Council*)

Report of Elections Committee:

A total of 1,476 valid votes were cast for the six vacancies on Council (2,132 voted last year), and the results are as follows:

RESULT	Vote count	6 to elect
Hollie Fisher	900	Elected
Mark Anderson	843	Elected
Daniel Le Heron	797	Elected
Natasha Dowey	768	Elected
Anna Bird	732	Elected
Ben Lepley	688	Elected
Mark Philip Howson	580	
Andrew Dobrzanski	562	
David Neave	521	

MD noted a significant drop in voter turnout. Christina Marron (AM) to look at timings of the elections and related communications in Geoscientist, newsletters and social media to see if there are any variables to last year to ensure increased numbers for next year. It was suggested the CES email share the link to vote directly at the top of the email.

Report of Officers Meeting (verbal)

Richard Hughes (RH) highlighted some key matters discussed:

Staff changes: recruitment and internal progression.

Salary benchmarking: Data has been reported back to staff members and pay progression cases have been received.

Shadow Board: ideas for improving lateral communications were proposed and an action plan will be developed.

Burlington House reopened to Fellows 8 Feb: it is open three days a week but the number of visits remains far lower than pre-pandemic levels: 8 per week on average (excluding events attendance).

Health and Safety: there were no accidents or near misses to report.

Gemma Sherwood (GS), Michael Kehinde (MK) and Lucy Thomas (LT) joined the meeting.

Nomination of Honorary Fellow

Council approved the nomination of Prof Maoyan Zhu.

6. EXECUTIVE BUSINESS

Executive Secretary's report (CM/16/22)

RH picked out key points from his report:

The Ukraine-Russia conflict: a brief statement was published on the website condemning the Russian military action.

Discussion confidential to Council.

- Burlington House campaign: the Society's involvement with campaign had been brought to a close. The campaign had been successful in raising awareness but continuing the cost could not be justified. There would be communications from RH to key supporters Tim Loughton MP, David Attenborough, Brian Cox and others. Richard said communications would be key over the coming months in terms to all stakeholders.

Discussion confidential to Council.

- RH said the Mary Anning portrait loan will go ahead and will be displayed at an exhibition Lyme Regis to coincide with Anning's birthday.

Director of Finance and Operations (CM/17/22)

Including January management accounts and 2022 outturn.

Alex McPherson (AMc) spoke to key points:

- Fellowship renewals are still progressing well and are currently c. 97% of the budgeted headcount. The telesales renewals campaign would begin imminently.
- CRM migration: The discovery stage is complete and a costed design proposal is pending which will then be negotiated and signed off to start build late summer. He said the "go-live" would likely to be January 2023. The later "go-live" date will not impact on renewals process and allow time to launch the CRM with greater functionality including ticketing events, corporate subscriptions, etc.

January Management Accounts: AMc noted an adverse deviation from budget due to the investment portfolio. The portfolio value had dropped by 11% since the start of the year and although it had recouped to some degree, the expectation is that year-end the value of the portfolio will be less than budgeted.

RESERVES POLICY (CM/18/22)

AMc noted there had been a dedicated Council session regarding the proposed change to the Reserves Policy. The proposal was to update the reserves policy to a risk-based approach, taking into account revenue sources and certainty and composition of expenditure and contractual obligation. The new approach requires a £2.6m reserves level for 2022. He noted the proposed reserve levels will be subject to annual review by FPC and any modifications presented to Council.

Council was asked to approve the reserves policy.
Council APPROVED the reserves policy.

Director of Science and Communications (CM/19/22)

Alicia Newton (AN) spoke to key points from her report:

- The Society had been approached by NERC to help support work to identify the grand challenges that are likely to drive research in the Earth sciences in the next five to ten years. The planned whitepaper will be ready for late autumn 2022. AN to bring to the September Council the high-level items to feature in paper.
- CPD courses continue to expand and the working group is looking at new opportunities.
- The Schools Geology Challenge was a great event in terms of reach, diversity and inclusion. This year's practical group activity allowed a more even spread in terms of participation and representation but there was still progress to be made. AN said it would be useful to reach out to regional groups regarding geological mentoring for schools without the geological expertise. AN and Jessica Smith (JS) to discuss how to involve regional groups. AN to introduce to Lucy Thomas (LT) to the Education team to support re activity ideas around renewables in 2023.
- Open Athens: The library has been able to increase online journal access expand collection without additional cost, with a significant increase in downloads and a wider audience reached.

AN

AN

Director of Publishing (CM/20/22):

Maggie Simmons (MS) spoke to key points from her report:

- Renewals for 2022 Lyell Collection Complete, Lyell Collection plus Special Publications and Transformative Read and Publish Agreement orders are progressing. Subscription renewals are currently 7% ahead of the same time last year.
- GSL-EAGE co-owned energy geoscience journal, Geoenergy, will be launched soon and Jonathan Redfern, Chief Editor of Petroleum Geoscience, will lead Geoenergy to ensure editorial continuity.
- The migration from Highwire to Atypon is on track. Preliminary work is complete and can now move into the build process with a view to launch July.

7. AUDITED ACCOUNTS (CM/21/22)

Nick Sladden, RSM UK (Auditors) and Roger Dunshea (Audit Committee Chair) joined the meeting.

Nick Sladden (NS) - RSM UK said the auditors were able to issue a clear unqualified report for Geological Society of London (GSL) and Geological Trading Limited (GTL). RSM had presented its auditors' report to the Audit Committee the previous week

(31.03.2022). It was the smoothest and most complete audit in all years of RSM UK working with the Society, and NS praised the good processes put in place and thanked the Finance Team.

NS explained there were no adjustments that would have impacted the outcomes. An endowment allocation had been moved into general reserves but noted this was already processed in the accounts presented to Council. He noted GTL had a debt from 2020 which the Society could provide against if required but aimed to recover the debt. He said the debt was material to the Society's trading entity but not to the annual accounts as a whole.

A significant figure in the accounts was the impairment of the old CRM. NS said the decision to impair the old CRM had been discussed in detail including ensuring it was clearly presented in the annual accounts.

NS also commented in following up on last year's auditors' recommendations, all had been actioned and adapted since last year's audit which was great progress.

NS added the audit had concluded the Society is in a strong position as a going concern for the year ahead.

Keith Myers (KM) asked about the Society's Environmental, Social, and Governance (ESG) conformance. NS said this was generally covered by the charitable aspect of the Society's activity and by the governance controls as a charity. In terms of environmental reporting there is no formal requirement to provide carbon reporting and energy data as this was only required of larger charities.

KM noticed the Society's response to correspondence from 'Scientists for Global Responsibility' indicated a greater degree of transparency than most organisations of similar size.

CHAIR OF AUDIT COMMITTEE

Roger Dunshea (RD) thanked the Finance Team and RSM for such a good year in terms of the annual accounts and audit process. He also noted good progress in terms of the Risk Register and Standard Operating Procedures (SOPs) which are both progressing well. He said NS's verbal report had covered all key aspects and confirmed the Audit Committee recommended to Council the approval of the annual accounts.

He highlighted that a future risk for consideration was succession planning for the imminent succession of both Alex McPherson and Richard Hughes.

KM told Council that Roger Dunshea was to step down after the October Audit Committee and gave thanks for all the years chairing the Committee. KM also congratulated the Finance team for the great improvements in the audit process which put the Society in strong position.

Council APPROVED the audited accounts.

8. REPORTS OF THE STANDING COMMITTEES (CM/22/22)
Council NOTED reports.
9. ELECTIONS (CM/23/22 – CM/26/22)

MD noted that the two names that were pending approval on CM/24/22 list of Chartered Geologists: Jonathan Harris and Catherine Hirst had been approved.

Fellowship (CM/23/22)

Council AGREED to recommend to the Fellowship that those candidates listed should be elected as Fellows at the Ordinary General Meeting on 6 April 2022.

Chartered Geologists (CM/24/22)

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

Candidate and Junior Candidate Fellowship (CM/25/22)

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

Chartered Scientist (CM/26/22)

Council AGREED the applicant listed as Chartered Scientist.

Note: There were no pending applicants for European Geologists.

LT left the meeting.

10. BYE-LAWS (CM/27/22)

RH presented the ToRs and asked for Council's feedback.

Martin Griffin (MG) said that we should think about greater diversity in the working group reporting to Council. RA said that there would be a wider consultation to the Fellowship that would cover all areas of the Fellowship. Council discussed and MD and MK both reiterated the need for diversity on the working group.

Lucy Williams re-joined the meeting.

RA proposed a re-think of the group's composition to bring back via email to approve the make-up of the group.

RA

Council APPROVED the ToRs subject to the revised composition of the working group.

11. FERMOR AND FUTURE FUNDS (CM/28/22)

At the previous meeting Council approved the drawdown of funds from the Fermor Funds and the creation of a Futures Fund. RH presented for approval the draft Terms of Reference for an Oversight Committee to manage the disbursement of these funds.

RH said the final composition of the Committee members was still to be finalised but its composition would ensure cognitive diversity as well as diversity in terms of sector, age and gender etc.

KG suggested to include on the Committee someone from NERC or similar who would provide knowledge and experience of processes as well as help avoid any pitfalls. MD supported this suggestion. Joel Gill (JGi) suggested to RH strengthening detail around monitoring, evaluation and impact and accountability and ensuring this was brought into the allocation cycle of allocation.

RH

12. RESEARCH GRANTS (CM/29/22)

AN said the Research Grants Regulation was brought to Council in November at which time it was discussed if applicants should be a Fellows. Taking on board the discussion points raised, AN said the regulation has been adapted so that grant recipients should be a Fellow at the point of receipt of the grant funds.

AN said the other significant change was only one supporting statement was required from a person familiar with the applicant's project and their work more widely rather than the previously required two supporting statements from Fellows.

Council APPROVED the changes to regulation.

LW said the requirement to become Fellow is coming less necessary for younger members who receive the most benefits. She said there needed to be thought into how to engage this demographic. Council agreed that further thought needed to be given as to our recruitment of early career Fellows and suggested it might be considered as part of the bye-laws review process.

13. CHIEF EXECUTIVE RECRUITMENT

Brett Anderson (BA) and Eugenia Gonzalez (EG), Saxton-Bampfylde, and Farhana Begum (FB) joined the meeting.

MD introduced Saxton Bampfylde, the recruitment company engaged to find the new Chief Executive. Saxton Bampfylde gave an overview of the company and their roles. They spoke briefly to the recruitment process and invited questions from Council.

Discussion confidential to Council

MK asked how the Fellowship could be involved in the recruitment process. Saxton Bampfylde spoke to the process and said there could be stakeholder meetings once a shortlist of candidates is identified. Saxton Bampfylde highlighted that the candidate journey needs to be a positive experience so the process should not be made overly arduous.

JS praised the move to use Chief Executive rather than Executive Secretary and queried if the early June date for interviews was realistic. Saxton Bampfylde said June may seem soon but it was important to create a sense of pace for the candidate. The aim was to reach a short list of 8-12 candidates by June.

AW asked how diversity of applicants could be ensured. Saxton Bampfylde said senior leadership of membership societies can be a limited pool so the recruitment net would be extended to industry and across sectors with consideration of candidates with no geoscience background.

In response to MK's question around involving the Fellowship, RA said there were channels for Fellowship to engage but there had to be a balance for Fellows and the candidates. BA from Saxton said there was open advertising on its website so anyone can raise queries and there was also the option of an open email box that Fellows can enter thoughts, suggestions or points to consider.

It was noted that final candidates may be discussed at June Council.

Brett Anderson (BA) and Eugenia Gonzalez (EG), Saxton-Bampfylde, and Farhana Begum (FB) left the meeting.

14. AOB

None noted.

RA noted this was MD's last time chairing the Council meeting. On behalf of all of Council she thanked MD and added her personal thanks for his welcome to her this year in her role as President Designate.

RH gave thanks for the considerable effort and impact that MD had made during his time as President in particularly challenging times including the Covid pandemic, a redundancy process and the BH situation. He noted in particular the 2020 strategic

options review for which MD had secured the expertise and support required resulting in strategic focus and a successful set of outcomes. .

MD thanked all the Council for their support during his time as President giving thanks in particular to outgoing Council members for their service to the Society:
Dr Kathryn Goodenough, Andrew Moore, Sarah Scott, Vice President - Jessica Smith and Secretary, Science - Alex Whittaker.

DATE OF NEXT MEETING: 22 June, 21 & 22 September and 23 November)