

Durham Wildlife Trust

Annual General Meeting Minutes

5.30pm, Monday 18 October 2021 online meeting

Attendees:

Members: Lorna Anness, Steve Ashton, Roger Clubley, Sue Cullen, Dawn Douglas, Ann Evans, Anne Farrow, Robin Giles, Jennifer Guy, Alan Hewitt, Stephen Holmes, Lesley Johnson, John Purvis, Pauline Rutter, Rose Seabury, Malcolm Shorney, Helen Slade, Carol Spencer, Michael Straker, Mike Syer, Chris Taylor, Philip Timmins, Ian Turner, Pat & Stuart Wright, and Linda Vickers.

Trustees: Sarah Lister (Chair), Tony Pensom (Treasurer), Peter Bell (Hon Secretary), Faye Butler, Michael Coates, Paul Davidson, Chris Gorman, Georgina Hand, Vivien Kent, Amy Sorrell, and Ian Thomas.

Staff: Craig Bennett (Chief Executive Officer, The Wildlife Trusts), Jim Cokill (Director), Mark Dinning (Head of Conservation), Zoe Hull (Head of Operations and Development), Phill Catton (Healing Nature Project Manager), Emily Routledge (Support Development Manager), Kate English, Dorinda Kealoha, Alison Laing, Kirsty Pollard, Jackie McConnell, Laura Tedstone, and Andrew Wadds.

DWT Chair Sarah Lister welcomed everyone to the 2021 AGM, the second year in which the AGM has been held virtually, and was delighted to see an increased attendance.

Sarah thanked Zoe Hull and Emily Routledge for organising the night's logistics and managing the Q & A and polls.

Sarah formally opened the AGM, thanking everyone for their attendance and support for DWT, noting that this is needed more than ever during the current difficult times. Her second year as Chair has been dominated by the continuing uncertainties driven by Coronavirus. This has affected the work DWT has been able to do during the past year, as well as impacting upon our volunteers and visitors to our reserves. Whilst financial performance has been strong in 2020/21, the effects of the Covid restrictions are continuing to be felt. However, we are pleased to see things now moving in the right direction.

1 Apologies for Absence

Dave & Carol Bleasdale, Elizabeth Elliot, Steve Gater, Brian & Liz Hastings, Ian & Joan Martin, Harold Morgan, Simon Owens, Carole Sobkowiak, Donald Thomson, Fran & Gavin Wakefield, and Ken & June Wilson.

2 Minutes of the 2020 Annual General Meeting

Minutes of the 2020 AGM were accepted as a true and accurate record – proposed by Peter Bell, seconded by Tony Pensom: poll result = 81% of members approved (22 votes in favour and 2 abstentions).

3 Adoption of Annual Report and Consolidated Accounts

Tony Pensom, DWT Treasurer, explained that the year has been heavily affected by Covid – the first lockdown began two weeks before this financial year began, and was still in place at the end of the financial year. It was an extraordinary year in many respects, so we should not read too much into the specific detail, as it is not reflective of any continuing trends.

He picked out a few highlights from the accounts – we have recorded a healthy surplus for the year, the principal reasons being: 1) the great support from our members. Despite a fear that

membership subscriptions might have dropped off due to the uncertainty of Covid and closure of our estate, they have in fact increased, and we are very grateful for that support; 2) we also received several legacy payments. In particular, Tony paid respect to Daisy Gallon, who was the kind donator of a substantial legacy, and assured anyone who might have known Daisy that the donation will be well used in the furtherance of our aims.

The other financial benefit from the year was Covid support – we applied for and used the furlough scheme, and also received an element of business support grant from the government for our trading sites. We also saw a delay in our major projects, principally due to Covid – Brightwater, Healing Nature, Groundwork and Shibdon Pond for example, have all been delayed which has meant some phasing issues leading to income being recognised in the year without the expenditure having been incurred.

The accounts show the importance of our fundraising which was very successful – it's a great credit to the team led by Zoe Hull that for every £1 invested in our fundraising activities we are raising in excess of £3.50.

Tony clarified that the accounts also incorporate the subsidiary trading company Durham Wildlife Services which provides paid-for consultancy services consistent with the ethos of the Trust. The income from Durham Wildlife Services slightly clouds the source of some of our income and outgoings.

We are reporting a surplus of £436k – an extraordinarily high level of surplus, for the reasons already described.

The total income is just short of £2million. The unrestricted income is substantially ahead of previous years, which is the effect of the legacy payment noted, other donations and strong membership income. Also, because of the lack of activity on specific projects, restricted funds were reduced. Unrestricted income is funding raised through fund raising and other activities which is spent largely at our own discretion, while restricted income is received for a specifically defined purpose, which the money has to be spent on.

58% of unrestricted income has come from donations and legacies, with 35% from other trading. This comes substantially from Durham Wildlife Services, which distorts the apparent cost of fund raising which, as noted earlier, is very cost-effective. We hope in future years to separate out Durham Wildlife Services from other trading to make this clearer in the accounts.

Conservation is substantially (78%) where our restricted funds are being spent, on projects such as Healing Nature, and Brightwater, which is a very significant ongoing project.

Expenditure fell back to just over £1.5m from just over £1.8m the year before, largely due to the fall in restricted funds activity on sites, due to restriction of work on site, meaning that funding was held back but not lost, until work could resume following Covid.

Tony Penson proposed adoption of the annual report and accounts for the year 2020/21, seconded by Peter Bell: poll result = 93% of members approved adoption, so accounts approved (28 in favour, with 2 abstentions).

4 Chair's Remarks

Sarah outlined further work in the past year:

Conservation:

We have acquired a new Local Wildlife Site, Beda Hills, in Gateshead, taking the total number of reserves to 39 as of 31st March 2021. We were also able to continue developing our Naturally Native Water Vole Conservation Project, with funding from the National Lottery Heritage Fund,

working with neighbouring Trusts (Northumberland and Tees Valley), aiming to prevent the loss of Water Voles across the Tees, Tyne and Wear areas.

We secured funding for a new project, Healing Nature, which is an ambitious programme of nature restoration and community volunteering and engagement across Local Wildlife Sites. Phill Catton explained further in one of the presentations which followed the formal AGM.

However, as Tony mentioned, there have been some challenges to the delivery of projects due to the impact of Covid. Brightwater in particular has been impacted quite heavily, and the project delivery period is now set to be extended. In particular, the Bishop's Fen wetland creation within Brightwater has been significantly impacted.

Covid has also led to the loss of volunteer support for most of our year. We usually rely on around 7,000 volunteer days to support the management of our estate. However, this reduced dramatically, but we were able to secure some emergency funding for Covid support from the National Lottery Heritage Fund. This enabled us to recruit additional staff resources to deliver our estate management commitments. This was vital because the restrictions meant that more people made use of their local Durham Wildlife Trust sites, which was good because most people enjoyed the benefits of nature responsibly, but sadly there was an increase in littering and anti-social behaviour on some of our sites, and the support of these staff and volunteer site wardens was key to ensuring that the nature reserves remained safe and welcoming for everyone.

Another area that was impacted was on school visits, which completely stopped during the year because of Covid restrictions. However, we switched to online engagement which has proved very popular and staff created 'Wild at Home' which has allowed us to broaden our reach within this area.

Operations and Development:

As Tony mentioned, the Trust's member and supporter response this year has been amazing. Recruitment and retention remained strong, the total number of subscriptions increased by 1%, and thanks to members choosing to increase subscriptions, membership income increased by 3%.

Our staff also demonstrated their commitment to the Trust and quickly adapted to new ways of working during the various lockdowns. One of the key challenges that staff rose to was in providing material for engaging online content and ensuring that communication with members was maintained. We also decided to strengthen the financial management within the Trust this year, and a new financial management system has been adopted. The area of income generation most affected, however, was trading income, notwithstanding the trading income that Tony mentioned from Durham Wildlife Services. Specifically, trading income for the Trust in relation to room hire and shop sales was effectively cut to zero. However, the income lost there was offset by a reduction in expenditure on stock, so the net effect wasn't as bad as it could have been.

This year we have one outgoing Trustee, Janice Baker, and Sarah thanked Janice for her dedication and contribution to Durham Wildlife Trust over the past eight years.

As we look forward, we hope that restrictions around Coronavirus are over. However, we are still feeling the impact. School visits are not back to pre-pandemic levels and our trading activity is still affected. We also don't know what the future impact on grants will be.

This is our 50th anniversary year and Mark Dinning will explain how we are getting on with our ambition to reach a total of 50 reserves in our 50th year.

5 Approval of Members of the Trust's Board

As Sarah mentioned, Janice Baker is standing down after two four-year terms, but this year there are no new trustees standing for election.

6 Approval of auditors for the ensuing year

Tony noted that last year we decided to change our auditors and appointed Haines Watts, who have done a very good job in their first year in getting to know our business and working closely with us. They have done some simplification of the presentation of the accounts which will make them easier to understand. Tony recommended that we confirm Haines Watts as our auditors for the coming financial year.

Sarah Lister proposed the approval of Haines Watts as DWT's auditors for the coming financial year, seconded by Peter Bell: poll result 93% of members approved confirmation of auditors (28 in favour, with 2 abstentions).

7 Special resolution

Sarah explained that the fourth and final order of business was to approve the amendments to the Articles of Association.

During the year the Trustees have reviewed the Articles of Association to ensure that they are up to date and allow us to do some of the things we've had to do in the past year, in a formal way.

We've updated the definition of what a Trustee is, to reflect the fact that the Trust is both a charity and a company, so the Trustees of the Charity also act as Directors of the Company.

We have also updated the use of personal pronouns to reflect present day usage, replacing *him* and *he* throughout with *they*, *their* and *them*.

We've also made specific reference to online video conferences being an approved forum for official meetings, for example Zoom or Teams meetings, especially for AGMs and Board meetings. The Articles don't exclude online meetings at the moment, but they don't specifically permit them, which means that we *can* hold our meetings and AGM online, but we are strengthening the Articles of Association by making specific reference to that.

We are also strengthening the grounds for removal of Trustees from the Board, which is linked to a Trustees' Code of Conduct written by the Charities Commission and detailed Conflicts of Interest policy, so Trustees are asked to state any conflicts of interest that they have at each meeting on any of the papers, as well as annually for the Trust's auditors.

The special resolution was proposed by Peter Bell and seconded by Tony Pensom: poll result 97% of members approved the special resolution (29 in favour, 1 against).

Questions:

Carol Spencer asked whether the Company is the part where staff provide services? Sarah explained that DWT is both a Charity and a Company; we are registered as a Charity with the Charities Commission, and are also registered as a Company with Companies House, so we have to prepare Company accounts and submit those accounts to Companies House. As part of being a Company, as Trustees we are also classed as Directors, and give approval to the staff to run the Company. The Board are therefore ultimately responsible for the decisions that are made, but we pass down the day to day running of DWT to Jim, Zoe, Mark and all of the other staff.

Sarah closed the formal AGM and thanked everyone for participating. It was followed by three presentations: from Phill Catton on the Healing Nature Project, Mark Dinning on 50 at 50, and Craig Bennett, the CEO of the Royal Society of Wildlife Trusts, on the National Strategy.

Meeting closed at 6.05pm.
Peter Bell, Honorary Secretary.