

MINUTES OF THE 17th ANNUAL GENERAL MEETING OF THE SOCIETY FOR THE ENVIRONMENT ONLINE MEETING ON WEDNESDAY, 23RD JUNE 2021 AT 10.00 TILL NOON

The Chair of the Society welcomed everyone to the 2021 Annual General Meeting.

The Chair commented that transparency was important and assured the members the voting and resolutions be as open and as direct as possible during this session.

1. Housekeeping

Present

Camilla Alexander-White – Royal Society of Chemistry
 Stephen Axford CEnv – Institute of Fisheries Management
 Sarah Beacock – Nuclear Institute
 Suzanne Beard – Energy Institute
 Tim Boldero HonFSE CEnv – Institute of Water
 Ian Bowbrick CEnv – Institute of Materials, Minerals and Mining
 Lynn Cooper HonFSE CEnv – Institute of Water
 Tim Brigstocke CEnv – Institute of Agricultural Management
 Sue Buxey – Institute of Environmental Management and Assessment
 Gavin Dunn – Chartered Association of Building Engineers
 Terry Fuller – Chartered Institution of Water and Environmental Management
 Peter Holloway CEnv – Arboricultural Association
 Joanna Horton – Institution of Mechanical Engineers
 John Laverty – Institution of Civil Engineers
 Peter Matthews HonFSE CEnv – Chartered Institution of Water and Environmental Management
 Libby Meyrick – Institution of Engineering Designers
 David Moulding – Royal Society of Chemistry
 Bruce McGill – Society of Operations Engineers
 Stephen McKenna – Royal Institution of Chartered Surveyors
 Stuart Parks – Chartered Institute of Ecology and Environmental Management
 Charles Nicklin – Institution of Agricultural Engineers
 Carolyn Roberts CEnv – Institution of Environmental Sciences

Board members

Will Pope HonFSE CEnv – Institution of Environmental Sciences (Chair of the Board)
 Ian Barker HonFSE CEnv - Institute of Water
 Martin Baxter CEnv – Institute of Environmental Management and Assessment
 Francesca Berriman - Chartered Institute of Architectural Technologists
 Colin Church CEnv - Institute of Materials, Minerals and Mining
 Dougal Driver CEnv – Institution of Chartered Foresters (Vice Chair)
 Alan Fitzpatrick CEnv - Society of Operations Engineers
 Alan Harper CEnv - Institution of Chemical Engineers (HonSec)
 David Linsley-Hood CEnv – Energy Institute
 David Lloyd-Roach HonFSE - Institution of Chemical Engineers
 Brian Robinson CEnv – Institution of Mechanical Engineers
 Sandra Norval CEnv – Institute of Environmental Management and Assessment (HonTreas, vice Chair)
 Kirsten Rottcher CEnv - Institute of Environmental Management and Assessment
 Ross Weddle CEnv - Institution of Chartered Foresters
 Simon Benfield CEnv - Institution of Engineering Designers

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Proxy Votes

Chartered Institution of Wastes Management → Chartered Institution of Water and Environmental Management

Chartered Institute of Architectural Technologists → Royal Institution of Chartered Surveyors

Institution of Chemical Engineers → Institution of Engineering Designers

Institute of Chartered Foresters → Society for the Environment

Apologies

Victoria Bywater – Institute of Agricultural Management

Adam Donnan CEnv – Institution of Environmental Sciences

Ian Dudley – Institute of Chartered Foresters

Tony Ginda – Chartered Institute of Building

Amy Gough – Chartered Institute of Building

Sally Hayns – Chartered Institute of Ecology and Environmental Management

Kevin Hogwood – Institution of Engineering Designers

Ant Honey – Institution of Safety and Health

Daniel Kenning – Institution of Mechanical Engineers

Nigel Sagar CEnv – Institution of Civil Engineers

In Attendance

Emma Wilcox Chief Executive

Geoff Atkins

Sarah Ridgeon

Elaine Rutherford (Minute Taker)

Katie Wilcox

The Chair noted that the meeting was quorate.

2. Declaration of Interest

Terry Fuller standing for office, agenda item 5.1

3. Minutes of previous meeting – for Approval

15th Annual General Meeting 4th June 2020

The minutes of the 2020 AGM held on the 4th of June 2020 were approved as a true and accurate record by the voting members subject to amending Steve Axford to Stephen.

EGM 8th October 2020

The minutes of the 2020 EGM held on the 8th of October 2020 were approved as a true and accurate record by the Voting members.

4. SocEnv Update

4.1 Chair's report

The Chair thanked the Board members all the work they have done this year and the sequence of succession planning in particular Carolyn Roberts, Chair of the HonFSE Panel, and the volunteers who

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have contributed so much and will continue to do so, as well as the Executive Team who have worked so hard this year and working remotely.

The Chair provided an overview of the Society's activities over the last year.

- Financial above budget performance
- Timely progress by the Audit and Risk on improving the Risk Register
- New Auditors appointment resolution to ratify at this meeting.
- Governance Committee review work on Governance.
- Substantial progress by the Registration Authority on successfully launching of the new register, Registered Environmental Practitioner (REnvP), with up to 50% Licensed Members awarding REnvP.
- Environmental Policy Forum (EPF) involved in a series of Northern Ireland workshops.
- Pledge to Net Zero having over 100 signatories.
- EPF presence at COP26 secured.
- Inspiring Society's Annual Awards, thanks to the Awards Panel for organising the event.
- Strategic Advisory Board focussing on the lack of diversity in the environment field.
- The publication of the Soils and Stones report.
- Charity registration in progress.
- Relocation of office, staff working a year from home.

The Members present at the meeting had an opportunity to ask questions regarding the matters outlined in the Chair's Report. The following points were noted:

- A member asked about the progress of the John Gregory Award – EW noted it is on the Board Action List in September 2021

Chief Executive's Report and Member Update

The Chief Executive reiterated the Chair's comments and thanked the Registration Authority for the exceptional work conducted on REnvP and the support from the Board and the team.

Members noted the work conducted in 2020 being presented on the Chief Executives slides. [[Chief Executive Report and Member Update](#)]

The Members present at the meeting had an opportunity to ask questions regarding the matters outlined in the Chief Executives Report and Members Update. The following points were noted:

- A member asked if the Society has engaged with Royal Academy of Engineering and the Science Council on diversity and inclusion. The Chief Executive noted and commented that the Society has been in contact with them.
- A member gave a positive response on the virtual Licence Reviews.
- A member asked on the progress on MRISA. The Chief Executive noted and commented that a member of the executive team is collaborating with them amongst other organisations that have expressed interest in joining as members of the Society.
- A member commented on a Times Newspaper 'Going Green' article and reported that he had sent a letter to the Sunday Times and will send a copy to the Chief Executive, indicating there was no mention of environmental professionals who are the ones that make change happen. Comments were noted and the member was willing to share the letter.

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5 Formal AGM Business

The voting members received an overview of the voting procedure for the resolutions to be considered.

The voting members took each decision in turn and approved the following resolutions:

5.1 Elections

Board and Committee members

The new incumbents for the Board take office for a term of three years until AGM 2024, the candidates being:

- Martin Baxter CEnv – (Institute of Environmental Management and Assessment)
- Terry Fuller – (Chartered Institution of Water and Environmental Management)
- Brian Robinson CEnv – (Institution of Mechanical Engineers)

All Voting members present voted unanimously in favour of approving the following as Board members.

- Martin Baxter CEnv – (Institute of Environmental Management and Assessment)
- Brian Robinson CEnv – (Institution of Mechanical Engineers)

The Chair of the Honorary Fellows Panel

The nominees for the Chair of the Honorary Fellow Panel to take office from 23rd June 2021 were:

- Simon Heathorn CEnv – (Institution of Civil Engineers)
- Tapiwa Gavaza CEnv – (Institution of Civil Engineers)

Tapiwa Gazvasa CEnv was approved as Chair of the Honorary Fellow Panel for a term of three years until AGM 2024.

Registration Authority Members

The following were proposed members of the Registration Authority for a term of three years until AGM 2024.

- Sue Buxey – (Institute of Environmental Management and Assessment)
- Alan Fitzpatrick CEnv – (Society of Operation Engineers)
- Simon Heathorn CEnv – (Institution of Civil Engineers)
- Peter Holloway CEnv – (Arboricultural Association)
- Parneet Paul CEnv – (Institution of Civil Engineers)

All members in General Meeting present voted unanimously in favour of approving the foregoing as members of the Registration Authority.

Confirmation of Honorary Fellows Panel Members

The following were proposed as elected members of the Honorary Fellow Pane1 for a term of three years until AGM 2024.

- Richard Cooksley CEnv - (Institute of Agricultural Management)
- Mark Jolly CEnv - (Institute of Materials, Minerals and Mining)
- Ross Weddle CEnv - (Institute of Chartered Foresters)

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All Voting Members present voted unanimously in favour of approving the foregoing as the members of the Honorary Fellows Panel.

5.2 Annual Report for 2020 and Letter of Representation

The Annual Report and Accounts 2020 were available as set out in the notice of the AGM.

The Honorary Treasurer noted that the financial status of the organisation is in a strong position due to:

- receiving membership fees in the 1st Quarter;
- setting a conservative budget;
- high renewal retention rate;
- the launch of the new qualification and promotion around the qualification;
- reserves released back from changes to external consultancy contract;
- prudence on the Chief Executive’s part and securing grant funding;
- moving to a smaller workspace and;
- working remotely.

These have built up the Society’s strong position.

The Voting Members present at the meeting had an opportunity to ask questions regarding the Annual Report 2020 and Letter of Representation. The following points were noted:

- A member pointed out not seeing a signed Auditors Report since 2016. The Chair of the Audit and Risk explained that the report confirmed that the Society’s financial system is fine, and that the Society is governed by the Charter and not the Companies Acts and was not a legal requirement to circulate. The Chair noted and suggested, for openness and transparency for the report to be made available to voting members after the meeting.

Voting members were asked to adopt and endorse the 2020 Accounts Report and Letter of Representation

- ProposerSandra Norval CEnv HonTreas
- Seconded Lynn Cooper HonFSE CEnv
- For..... Unanimous
- Against None

The 2020 Annual Report and Letter of Representation were approved by the Voting Members.

5.3 Appointment of 2021 Auditors

The Chair of the Audit and Risk Committee thanked the Voting Members for his re-election as Board Member and highlighted activities that had taken place in the reviewing of Auditors, as it was good practice and value. The Chair of the A&R explained the process on inviting tenders, six in total. Each was scored by the A&R members independently.

The criteria set were:

- not for profit and charity capability;
- ability to conduct in a timely manner and;

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- other services that might be provided to the Society if so wished.

Following further discussions, the Voting members were asked to endorse Luckmans LDP as the Society’s Auditors for the next financial year.

- ProposerLibby Meyrick
- SecondedSandra Norval CEnv, HonTreas
- For.....Unanimous
- AgainstNone

Voting Members approved the appointment of Luckmans LDP as the Society’s Auditors 2021.

5.4 Governance Review

The Chief Executive summarised the work conducted by the Governance Committee [[Annex i](#)] and presented the following resolutions for the Voting Members to adopt.

AGM RESOLUTION

Resolution 1 ([Annex i](#))

The Society for the Environment (hereinafter called ‘the Society’) should adopt the recommendations from the Board of the Society (hereinafter called ‘the Board’) and agree to amend the Society’s Bye-Laws in accordance with the document, [[BYE LAWS COMPARISON TABLE](#)][B] circulated to members for this General Meeting.

- ProposerIan Bowbrick CEnv
- Seconded Alan Harper CEnv, HonSec
- For.....Unanimous
- AgainstNone

Resolved as unanimously agreed.

Resolution 2

The Board be instructed to submit Bye Law amendments for approval by Her Majesty the Queen in Council, such approvals and adoption to take effect on such date as the Board shall determine.

- ProposerSandra Norval CEnv, HonTreas
- SecondedDavid LLOYD-Roach HonFSE, RA Chair
- For.....Unanimous
- Against.....None

Resolved as unanimously agreed.

Resolution 3

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The Board be hereby authorised to agree to any non-material changes to the wording of the Bye Laws amendments as required by the Privy Council and as may be necessary for the purpose of securing such approvals.

- ProposerLibby Meyrick
- SecondedIan Bowbrick CEnv
- For.....Unanimous
- Against.....None

Resolved as unanimously agreed.

Resolution 4 ([Annex i](#))

The Society approves the Regulations and Committee Terms of Reference set out in [[Issue folder](#)] circulated to members for this General Meeting for implementation from the date of adoption of the Byelaws:

- ProposerIan Bowbrick CEnv
- SecondedSandra Norval CEnv, HonTreas
- For.....Unanimous
- AgainstNone

Resolved as unanimously agreed.

Resolution 5

The Society approves and adopts the updated Honorary Fellows Practice Direction circulated to members for this General Meeting from today.

The Voting Members unanimously agreed that Resolution 5 should be withdrawn to be reviewed later in the year. [[Annex i](#)]

The Chair thanked the members for their patience and diligence and focus and the meeting formally ended at 12.41 hrs

Informal Notes of AGM Discussion

Annex i

OVERVIEW OF WORKS CONDUCTED BY THE GOVERNANCE COMMITTEE

- Between 2017 and 2019 the Society's Member Bodies reviewed and updated the governance of the Society, resulting in an updated Charter, Bye Laws and Regulations, which were approved by the Privy Council and adopted by the Members in General Meeting in 2019.
- In addition to creating the new Board in 2019, a "continuous improvement" commitment was given for the Society's governance.
- In order to deliver on this commitment, a Governance Committee (as a sub-committee of the Board) has been established and consisting of Board members with recent experience of governance and working with the Privy Council:
- Working in parallel with the extensive and specialised work of the Registration Authority (RA), the Governance Committee has focused on improving the Bye Laws, Regulations, and other documents in the light of experience, more recent advice received and addressing anomalies remaining and, in some cases, arising from the 2017-19 review.
- Issues for consideration which had been raised through various routes (including valuable contributions from the Society's Member Bodies and indeed previous Council members) were collated by the Chief Executive and have been reviewed and considered by the Governance Committee.
- The review also considered the need to ensure sufficient protection of the Society's registration titles and concluded that these should be included in the Bye Laws to provide that protection.
- As part of this review, Member Bodies have been consulted as matters have progressed, on a number of occasions.

Resolution 1

The Voting Members present at the meeting had an opportunity to ask questions regarding the Bye Laws Resolution. The following points were noted:

- Peter Matthews agreed in principle to the proposed Bye Laws but raised concerns on the unnecessary risk in the future of an organisation wanting to apply for a licence as influencers but not involved in licensing or registration, therefore should not be allowed to vote on Regulations and influence registration or licensing and suggested a simple tweak to the Bye Laws would resolve that problem. The Chair noted and commented that no changes can be made during the AGM and that tweaking the Bye-Laws would also mean a change to the Charter. The Chair welcomed Peter Matthews suggestion on producing a formal register of required errors to sort out and review process by way of continuous improvement on issues to either judge urgently or schedule consideration.
- Peter Holloway noted that Bye Laws 43, 64 and Regulations 51 where it says **Chair of Members** but elsewhere, **Chair of the Society** was not clear. The HonSec noted and will address the grammatical error.
- Tim Boldero raised concerns on the need issues communicated/feedback not consulted enough to get a version of the proposed changes to the Bye Laws to be content with. The Chair noted

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and requested procedural process on feedback to be added to the future list and any of minor issues Tim Boldero had indicated to be added to the future list.

- Terry Fuller suggestions that future changes to any documents be led by the strategy team of the Society and with the Governance Committee supported to make sure that it is implemented, also suggesting having time for reflection and discourse. The Chair noted and welcomed Terry Fuller's comments.
- Peter Matthews suggestion on having a document that sets out what require and expect from the different associate classes including Voting Members Bodies not pursue registration and Voting Member Bodies that are already Licenced. Comments were noted by the Chief Executive and commented that Membership criteria are set out in the Regulations and Practice Direction, detailing both Membership.

Resolution 4

- Lynn Cooper raised concerns on quoracy set at two was too low and who would set the Board performance. The Chair noted and commented happy added points to the register of continuous improvement and the Board's performance would be out by the Nomination Committee and to bring back to Members for consideration.

Resolution 5

- Stuart Parks raised concerned on there being no procedural on appeals or for the appellant in the HonFSE Practice Direction. After further discussion that it would contravene human right act and put the Society's reputation into disrepute, it was agreed to withdraw this resolution at such time to address and resend to the Voting Members for approval.