

## **BCSS Board of Trustees Meeting 3<sup>rd</sup> April, 2021, 11am-1.20pm (COVID-19 zoom meeting)**

### **Officers Present:**

Ian Thwaites - Chairman  
Jim Gibbs - Vice Chair  
Al Larius – *CactusWorld* Editor  
Stirling Baker – Annual Trustee  
Alice Vanden Bon - Technical Editor  
Bill Darbon - Shows Committee  
John Arnold - Legal Advisor  
Simon Snowden - Membership Secretary.  
Bill Hildyard - IT manager  
Jo Adderley - Annual trustee  
Vanessa Ridge - BCSS secretary co-opted.  
Richard Chantler - Treasurer  
Barry Tibbetts - Trustee

### **Guests**

Robin Arnott - New constitution.

1. Apologies for Absence None.
2. Minutes from Feb 6<sup>th</sup>, 2021 approved.
3. Matters arising from the Minutes of Feb 6<sup>th</sup>, 2021.  
The following which was omitted from communications.

### **Constitution update**

The BoT agrees to write to all members asking them to vote on the new constitution before the next AGM on April 17<sup>th</sup>, 2021 and to vote either for or against. Letters are to be sent from the mailing house and John Arnold and Ian Thwaites to draft letters. Voting to be completed by Friday 16<sup>th</sup> of April at 12pm. John Arnold will act as returning officer and collect votes either via email or letter. The new constitution, along with the electronic voting scheme, is supported by the Charities Commission.

### **Purpose for today's meeting.**

1. Conduct Normal Business.
2. Discuss and agree to a plan to move the BCSS forward.
3. Approve Trustees reports.
4. Agree on formal governance of the society.

### **Action Plan.**

Vanessa Ridge is to create a new action plan for the BoT.

Vanessa Ridge to circulate the Public Liability insurance to all branches as the Secretary Office holds the original.

Bill Hildyard is looking into Google for Nonprofits for the Society archiving.

John Arnold is liaising with Defra over CITES and will compile a letter with Ian Thwaites to possibly relax the ruling for amateur growers to allow small quantities of plants to be brought into the country from overseas. A letter is to be drafted and circulated to all members to lobby their local MP on this matter. This issue has been covered in major mainstream media. Ian Thwaites approached the Garden News about the issue of importing plant and seeds into the UK including the issue with Northern Ireland. From appearing in Garden news, the Sunday Times and Daily Mail also covered this issue. An official from the Secretary of State office has contacted Ian Thwaites asking for a copy of this letter.

The Conservation Committee updated guidelines have been sent to all on that committee. Currently no response from the Committee has been received. This is to be re-sent with a follow up. John Arnold to update the BoT via email that this has been completed.

There has been little enthusiasm from most of the Zone reps for a meeting as things stand. There are also a number of vacancies for the position that can hopefully be addressed when branches start to meet again.

Jorge Quiñónez, our representative in North America, has asked how overseas members can participate in the BCSS apart from the Zoom meetings. Jorge also inquired as to whether they can participate in the Virtual Show as he hadn't entered as he wondered whether he had an advantage of a better climate. The BoT stated it is open to all members worldwide.

Bill Darbon has not been communication with Bill Hildyard regarding publicising the Virtual Show on social media platforms. Bill Darbon believed this has been done. Bill Hildyard stated he does not have any promotional material from the Shows Committee.

Ian Thwaites clearly stated that the Shows Committee should produce their own promotional work and then forward this for Bill Hildyard to publish. Publicity will be going out on all social media outlets.

A flyer of the virtual show has been sent to the journal team and to Jo Adderley. Nothing has been provided to Bill Hildyard for any media platform or the new website.

Ian Thwaites, everyone has a role and a responsibility and need to build teams to cover for time of e.g. holidays and any time off.

Bill Hildyard has virtually built the new website alone. If you don't provide Bill Hildyard with the information, it will not happen on the website or social media. Contents needs to be supplied to Bill Hildyard.

Barry Tibbetts' work into on ways to promote the Society at other shows with the RHS is ongoing. A list of pre-planned events and shows has not yet been compiled.

In future, all trustees must provide a report at least a week before the next BoT meeting as well as an update to their assigned action plan to give time for electronic

responses to these to reduce or eliminate the need to discuss them at the BoT meeting.

### **Correspondence**

Roger Ferryman has been in touch with the possibility of creating a Society reference collection which could also produce seeds for the society members to buy.

Manchester University has also contacted the society as they wish to restore the Botanical gardens and rejuvenate the Darrah Collection. Roger Ferryman has offered to undertake the project but requires a team of three. It was agreed that Ian Thwaites would ask Roger Ferryman to undertake a feasibility study without commitment at this stage.

Al Laius and Ian Thwaites have been approached to publish a new book on Ceropegias. Al Laius is currently starting to proofread this. The author wants no royalties, just five copies of the book. The book could be a limited print run followed by an e-book. We need to look at the best option for storage and selling on a pre-order base.

Colin Walker has reminding us all he will be standing down as chair of the Research Committee at the end of the year. The committee is currently stagnant with the 3 other members of the panel are receiving review work and that he requires more scientists for the panel.

Zlatko Janeba is offering help to the BCSS even though he has a busy schedule. Ian Thwaites proposed that Zlatko Janeba could join the Research Committee to evaluate grants.

Currently we do not have anyone to take the minutes at the next AGM in April. Vanessa Ridge approached a possibility at the Nottingham branch, but no one came forward.

The small booklet produced by Graham Charles, that lockdown prevented the distribution to the branches, is awaiting to be published once restrictions have eased for public events and branches holding shows.

### **Reports.**

#### **Treasurer**

Figure's cover the past 5 months to the end of February. 95 percent of membership accounts for £30,000. Costs for the rest of the year are x2 journal costs and a one off cost for the website. Investments are a good return although amounts are currently unknown. Income and publishing royalties are unknown and vary from year to year. Predicted end of year is expected to be a deficit of between £40,000 and £50,000. The main contributing factor to this is the website which remains unpaid until work and website is published.

It is unclear whether royalties have been paid to Steve Hammer for the re-publication of his book "Lithops". Steve to be contacted to resolve this.

The branch reporting of accounts needs to be examined again. The trustees sought external advice on how the society and branches should manage funds. The trustees were advised that branch accounts could be included in the society accounts or the branches could remain financially independent but lose the ability to use charity number. However many branches now feel they have been cast adrift by the society. Branches feel that monies they hold, belong to the branch and not the society.

The Chairman Ian Thwaites contacted the Charities Commission in relation to branches and branch funds held. The Charities Commission stated clearly the following:

“The Branches have raised monies through the Charity's name, if it is not Charity money than they have raised monies under false pretence which is a criminal activity”.

However, they have informed us as a Society, “how we manage funds is down to the society but it may lead to an inspection at a later date”.

The Charities Commission went on to say that for monies raised using the Charity's name, why would you not account for these funds in your financial accounting? If a branch closes, funds have to be sent back to the society. If however Branches are buying plant stock to sell as a means to raise funds, branch officials are liable for tax as a trading issue.

The society currently is stuck in the middle and this must be resolved. Richard Chantler has suggested a sub-group, to look into this in more detail. Most societies account for funds centrally but branches manage funds locally. A sensitive approach is needed with branches to help them understand and move forward. Branches misunderstand the use of the charity number which they cannot use under the current situation.

An email will be sent out to all branches for their financial accounts. Ian Thwaites proposed the option of a bookkeeper if necessary to handle the branch account submissions and this was approved by the Board of Trustees.

Ian Thwaites, Jim Gibbs, Richard Chantler, Simon Snowdon and John Arnold to look at resolving these problems and strengthening the relationship between branches and society. The society does not want to control branch funds, however they need to be recorded in the accounts for the Charities Commission for the reasons mentioned above.

All business accounts to be collated to a central point, and everyone needs to know BCSS business relationships. Ian Thwaites, Vanessa Ridge and Richard Chantler to pull a list together.

### **Membership.**

Current Membership Numbers are 2491.

Associate Memberships are 153.

Paypal is currently locked down and needs addressing.

Ralph Hewitt has retired from the Society and thus as Zone 2 rep.

Zones and Branches.

Following the lifting of lockdown restrictions, if Branches or Zones wish to hold any events in 2021 the BoT are in full support of helping to kick-start events again. Providing that restrictions are lifted by the government and all possible steps taken to minimise losses (for instance arranging cancellation of the venue within a time limit ensuring no penalty if numbers fail to materialise), the BoT are willing to help branches or Zones by underwriting a reasonable amount if the event was to fail, assuming details have been provided to the BoT in advance. Government guidelines in operation at the time must be followed. Please note that the BoT cannot give any legal advice on this.

### **Shows Committee.**

Bill Darbon raised an issue that all zones should contact the BoT in relation to conventions. Bill Darbon pointed out that a paper was submitted to the BoT in November 2020 raising the fact that the Shows Committee wanted to be involved in conventions, that they wanted a separate team and a separate financial package for this,

The Chairman, Ian Thwaites, stated that the Shows Committee do not cover conventions, it is not their remit, and that the Shows Committee cannot produce a paper three days before a BoT meeting as it doesn't give enough time for discussion before the meeting. A request for a sum of money in the region of £10,000 without any analysis as not acceptable no funds will be issued without a full Analytical breakdown as you cannot just request a sum of money.

Bill Darbon went on to say it was a discussion document.

Ian Thwaites informed the shows Committee that all documents that needed to be discussed must be submitted in the correct manner, on to the BoT Google Drive for discussion prior to the meeting.

A deposit has been paid for the Newark showground for the National Show; the dates are reserved. The Shows Committee should have a full analogue account of provisional costs. Costs to be submitted by the manager of Newark showground and the Shows Committee are currently waiting on this.

The Virtual Show will be on Facebook. Currently no information has been provided to Bill Hildyard, IT manager.

A National Show souvenir program is suggested, to be designed by Phil Crewe and sent to every member as the schedule for the Show; it is normally only issued to exhibitors at the Show. The Shows Committee need funds for this and will outsource for tender. The souvenir will be sent out in March 2022 and sent out with the Journal.

Ian Thwaites stated that all within the society will need to work with a budget and, as an example, the Shows Committee need to be paying for inserts into the Journal from their budget and it is not expected that the Journal budget should cover the costs of flyers or adverts. The Society needs to budget based on its members. The Society cannot receive more than 25 % of their subscriptions in benefits under charity law. We need to look at finances and budgets for each section of the Society. Budgets and forecasts are fundamental for the Society with risk assessments to also come into all budgets. This will be worked on coming up the financial year end and into the next year.

### **Promotions and Branding.**

The society has promotion and branding in place. The Shows Committee, as other sections, must follow this on all its platforms. For instance, Bill D talks about the Northern show which is actually CactusWorld Live.

The Shows Committee will use the Society's branding, logo and strapline. This has been reinforced by Joe Adderley who is currently working on CWL Manchester. The RHS has also adopted our strapline.

### **Members Feedback.**

While the Society did get some feedback from members it was useful. A common comment was a need for more beginner's content in the Journal. A more scientific approach to undertaking future surveys needs to be put in place to get better feedback of what is wanted with direct questions. While all points from the survey considered, it isn't possible to answer every point individually. It is clear that the Society needs to communicate better with its members.

### **Formal Governance.**

We need to agree how the Society will conduct its formal governance. Currently most officers of the Society are not trustees. A formal email was sent out to all officers. Are all officers prepared to be a trustee of the society. All officers need to know what it means to be a trustee, which means that you are financially responsible for the Society.

Robin Arnott has been busy with the new constitution. Everyone needs to know their roles. The new constitution was proposed by the BoT in February 2021 and to be adopted at this year's AGM if the voting is in favour. Previous years voting has been done by a lot less than 100 members of the Society. By mass mailing to all members, this gives all members a chance to vote on this new constitution with the result by a simple majority of votes for or against. The new constitution gives members more rights and to have a say in the Society.

All officers need to build a backup team, needing cover for holidays and any other time they may need away.

Barry Tibbetts did not return a report so the chairman raised the issue of the RHS dates and shows. This had not been undertaken by Barry as he was not aware this was one of his action plans.

The Conservation Committee withdrew its original report as it was incomplete. An updated version will be added to the officers' reports. The BoT rejected the original incomplete report.

### **Any Other Business.**

Zone and branch information needs to be updated as the Officials' List is needing updated as there are a number of vacancies in the zones.

Going forward, officers, branches and zone reps will be hosted on the new website and updates will be more current.

Associate members did not receive their membership cards these will be sent out in June associates' mailing.

To reduce the time taken at BoT meetings, email decisions will be enforced going forward with non-responses taken as the affirmative. BoT to review the decision document regularly. Any new decisions required should be added to the document and the information emailed out to the BoT.

Jo to send out a provisional programme for CWL when available.

**Next meeting will be held on Zoom 5<sup>th</sup> of June 2021 11am.**