

SURREY WILDLIFE TRUST

Minutes of the Annual General Meeting held at 10.30am on Saturday 12 November 2022 at Dorking Halls and via Zoom

Present in the room

78 Trust Members

8 Trustees

Current Trustees

Angela Swarbrick (chair)

Nick Baxter

Andrew Beattie

Abigail Chicken

Jason Gaskell

Christine Howard

Stephanie Todd

Pam Whyman

Online

66 Trust Members

Trust staff

Trustees Proposed for Re-election

Peter Smith

Peter Sutton

Mark Turner

Trustees Proposed for Election

Peter Urquhart

Adam Wallace

Trustees Resigning

Gerry Bacon (Treasurer)

Angela Swarbrick (chair) welcomed Members to the first fully hybrid meeting. For Members online, and those who were not at the EGM, it was confirmed that the resolution in the EGM to allow hybrid meetings to take place had been passed.

The formal part of the AGM would run until approximately 12.00 and, after a break, there would be a number of talks where Members would hear more about the work of the Trust over the course of the year. Members joining online were welcomed and it was hoped there would be no technical issues. A number of key features had been enabled, including a live transcription service using on-screen captions which could be activated at the bottom of the screen. Members were asked to be aware that transcription may not be 100% accurate. If online Members had any problems throughout the course of the meeting they were advised to use the chat function for assistance.

There were 8 resolutions looking to pass at the AGM. Members in the room should have 8 numbered cards which they would use for voting. Online Members would see a request to vote appear on screen; if any problems were experienced they could indicate this via the chat function.

Questions were being invited from Members in the room and online. It was preferred that online Members type their question into the chat box and it would be dealt with as appropriate; however, if they felt it was important to be heard, then this would be facilitated. For Members in the room, roving microphones would be provided.

Online Members were requested to close unrelated items on their devices and exits were highlighted to Members in the room in case of emergency.

1. Approval of the Minutes of the 2021 AGM

The Chair reported that an email had been received from Martin Walsh regarding Page 3- second bullet point: Approval of the Minutes of the 2020 AGM: Martin Walsh's point was that the proposed amendment should be to changed to 'of incommoded' not to 'have inconvenienced'.

For the sake of clarity The Chair proposed that the minutes of the 2020 AGM be amended to include the words 'of incommoded' in Martin Walsh's question with a note to explain that the words 'have inconvenienced' were used instead when the question was read out by Chair.

Mr Walsh thanked the Chair for proposing the clarification.

There being no questions in the room, nor online, the meeting moved to vote on the Resolution, the result of which would be announced at the end of the meeting.

2. Receiving the Company's Report and Accounts and Auditor's Report

Gerry Bacon, Treasurer, was unable to join in person and his pre-recorded presentation was shown. Mr Bacon advised that this was his last meeting as he would be standing down as Trustee/Treasurer from today.

Year ending 31 March 2022 had generated a decent surplus and the Trust was in a good financial position. New Auditors had been appointed last year and, like their predecessors, had given the Trust a clean audit report. Their Management Letter had only one minor point, which was testimony to the highly professional Finance Department. Mr Bacon congratulated Roger Wild and his team.

Mr Bacon had been in his voluntary position for 5 years, during which time the Trust had dealt with changes to the Surrey County Council contract, the impacts of Brexit, Covid and more, and Surrey Wildlife Trust's financial position had improved due to reducing liabilities from the old SCC contract, selling property, and managing to generate small, annual surpluses each year, mainly from membership income, donations, and membership legacies. This was allowing the Trust to drive forward the mission to connect Surrey's nature.

Overall net assets had increased during those 5 years by £3.5 million to £9 million at the end of March 2022 due to disciplined financial management by the SWT executive team and volunteer Trustees who were legal directors of the Trust. The reason this had been possible was due to Members - during those 5 years Surrey Wildlife Trust had received over £5 million in membership income, donations of £2.6 million and more than £2 million of legacies from wills, so around £10 million. Mr Bacon asked Members to consider leaving money to SWT when revisiting their own wills.

Finally Mr Bacon thanked all staff at SWT who were working so hard to make a difference, and his fellow Trustees, in particular the Finance Committee members. Specifically Roger Wild for his expertise, professionalism and kind nature, Sarah Jane Chimbwandira for her enthusiasm and dedication to driving the Trust forward to connect nature in Surrey, Angela Swarbrick for her expert chairpersonship and good humour, and Mark Turner for his wisdom and breadth of thinking. Mostly he thanked Members as without their volunteering or membership income, donations and legacies, this special Charity could not do the things it did, nor take the actions that it wants to in the future.

Ms Swarbrick thanked Mr Bacon for the skills and experience he had brought to his role since becoming a Trustee and Treasurer in 2017. Ms Swarbrick then introduced Roger Wild to present the accounts in more detail.

Mr Wild advised he would give a brief update on the finances year ended March 2022. This included how the Trust had been managing the financial impact of Covid and the upcoming recession, and how the financial strategy supported the mission to conserve wildlife and to educate and empower people in Surrey to value nature. In particular, the Trust aimed to create nature recovery networks across Surrey which were bigger, better connected areas that enabled nature to thrive. This was a long-term approach, supported by a financial strategy, the key parts of which were to have diversified income streams, to carefully manage financial risks and liabilities and maintain strong cash reserves. Looking at these in turn:

Firstly, income: The Trust aimed to diversify sources of income to limit risk and take advantage of new opportunities, particularly where they generated income and delivered mission. This had been successful in recent years. In particular, there had been investment in the fundraising capability, growing membership by partnering with a recruitment agency and investing in digital acquisition; also growing the ecological consultancy which provided high quality ecological advice.

Secondly, the careful management of financial risks: Trustees regularly monitored the risks facing the organisation and took action to mitigate them. This included conservation risks, such as climate change, financial risks resulting from the economy and risks to staff welfare and retention.

Thirdly, maintaining liquidity and safeguarding assets: Ensuring the Trust remained financially viable through the challenges of Covid and a recession was fundamental. The detailed cash flow projections showed that, with careful ongoing management, there were sufficient cash reserves to manage these challenges and support the mission in the medium term.

The Trust's hard work to manage the impact of Covid and ensure it remained financially sustainable had been broadly successful. As we emerged from the pandemic at the start of 2022, the Trust focused on delivering its strategy and connecting nature, which Sarah Jane would talk about later. Staff across the Trust had been superb throughout Covid, coping with lockdowns, energetic in finding new income streams and careful with costs. They had been enthusiastic and committed to restarting the mission which, from a finance point of view, had helped greatly, for which he thanked them.

Turning to the 2021/22 finances. Given the challenges faced it had been a good year financially through the Trust's income generation strategies - income grew from £5.1 million in 2021 to £7.3 million in 2022. The main points to bring out were:

- Membership grew to about 27,000 members. The Trust continued to invest in growing membership which was supported by increasing interest in nature in Surrey.
- Membership income grew to £1.3 million.
- Donations also grew, both in general but also as a result of the joint community fundraising effort to acquire Pewley Meadows, which raised £1.5 million in a very short time.
- The generosity of Members contributing to the mission through their wills made the legacy income £600,000 last year, with donation income in total being about £2.4 million.
- Approximately £763,000 was spent to generate the combined membership and donation income.
- Reserves management income was £1.7 million, which grew as the Trust restarted many programmes put on hold through Covid.
- £1.8 million was spent on delivering conservation work on the land the Trust managed, including management of its own conservation grazing operation.

- Partnership project conservation income was £1.6 million. This grew as the Trust broadened its focus into partnership working and included over £1.1 million earned from advice provided by its highly regarded ecological consultancy. A number of projects, such as Hedgerow Heritage and catchment work, restarted in earnest.
- Expenditure was £1.6 million.
- The Wilder Schools programme picked up in 2022 as engagement activities restarted. Over 20 schools and many communities benefited from the Trust's on-site nature conservation work with them. Income was £214,000, and expenditure £761,000.
- In total, expenditure increased from £4.7 million in 2021 to £5.2 million in 2022.
- Overall, a surplus across all funds of £2.1 million was generated - a very big figure. The vast majority of that, some £1.5 million, was restricted fund income raised for Pewley Meadows.
- The unrestricted income, which was used to run the charity on a day-to-day basis, was £540,000. This was a higher figure than budgeted, largely due to very high legacy income last year. That unrestricted surplus would be used to support and invest in the mission in the coming years and ensure the Trust remained financially viable through the upcoming recession.
- Cash was vital for financial sustainability and the work put in by Trustees, executives, and staff in recent years had secured unrestricted cash reserves of £2.6 million. Managed carefully, those strong cash reserves would help the Trust withstand the economic and environmental challenges ahead as well as being able to invest with confidence in the mission.

In summary, the Trust was still facing challenging times but it had worked to diversify income, manage risks and ensure strong cash reserves to create a good financial position. The Trust would continue to develop its plans for the future and remained optimistic that the renewed interest in the environment would lead to new partnerships and means of funding which would enable the Trust to continue to create connected and thriving nature in Surrey.

There being no questions in the room, nor online, the meeting moved to vote on the Resolution, the results of which would be announced at the end of the meeting.

3. Re-appointment of Saffery Champness LLP as Auditor of the Company and authorising the Trustees to agree the Auditor's remuneration

Ms Swarbrick explained this was Saffery Champness' first year of audit. They had provided some real challenges and good discussions on a number of items and it was felt the Trust had received good value from them, which could continue to be built on should they be reappointed.

There being no questions in the room, nor online, the meeting moved to vote on the Resolution, the results of which would be announced at the end of the meeting.

4. Election and re-election of Trustees

A number of Trustees were seeking election and re-election. Voting for each would be taken individually with the results announced at the end of the meeting.

Resolution 4: The re-appointment of Peter Sutton as Trustee and Director

Resolution 5: The re-appointment of Peter Smith as Trustee and Director

Resolution 6: The re-appointment of Mark Turner as Trustee and Director

Resolution 7: The appointment of Peter Urquhart as Trustee, Treasurer and Director

Resolution 8: The appointment of Adam Wallace as Trustee and Director

There being no questions in the room, nor online, the meeting moved to vote on the Resolutions, the results of which would be announced at the end of the meeting.

5. Any other business notified to members in accordance with the Articles of Association of the Trust

Members now had the opportunity, both online and in the room, to ask questions. One written question had been received prior to the meeting from Mick Adler:

Q: "Please elaborate on the specific actions Surrey Wildlife Trust is taking to canvas Government and local MPs about Liz Truss's plans to tear up the rule book on environmental protections. Also, the question covers the financial aspects of conservation grazing should subsidies be removed as part of the Government plans for farming. I'm aware of the actions being taken by RSWT, but I frame these as a request from the Surrey Wildlife Trust point of view."

A: Sarah Jane Chimbwandira, CEO, responded regarding advocacy: There had been a change of Prime Minister since the question was received but advocacy was an ever-moving situation in terms of making sure the Trust achieved the right balance in terms of campaigning. Surrey Wildlife Trust was part of the central 'Defend Nature' campaign. A large number of letters had been written to MPs by the Trust and Ms Chimbwandira. A meeting had subsequently been held with one MP, with another MP meeting in the diary for next week. The Trust was working with all local MPs to reinforce why it was important that the regulatory environment remained robust and did not disappear. The fracking ban had already been put back in place. Advocacy work was ongoing and local MPs were provided with examples of how the Trust was delivering on the 25 Year Environment Plan in Surrey to help them advocate within government.

A: James Herd, Director of Reserves Management, responded regarding farming: It was felt unlikely there would be a full withdrawal of agri-environment subsidy schemes. The Trust was involved in conversations around the environmental and management scheme 'Elms' and its future. The political circumstances were currently changing very quickly and it was believed Defra could provide more information over the coming weeks. Bonhurst Farm was part of the sustainable farming incentive pilot so the Trust had an opportunity to help influence the final shape of that policy. As stated by Roger Wild, the Trust was building financial resilience by diversifying income streams and becoming less reliant on the agri-environment schemes.

Q: A request had been sent for donations following the fire at Pirbright Ranges. Was there a programme for the rehabilitation of the site and how would this impact finances for this year?

A: Roger Wild advised that the appeal had been very successful and the Trust was very grateful to its Members who had contributed. The money would enable remedial work and also some preventative work for the future.

James Herd advised that the Trust had worked in a reactive manner to deal with infrastructure damage, such as fences. His colleague Ben Habgood, who headed up the project, was discussing longer term wildfire resilience with the MoD, the NRA, Natural England, the Deer Society, etc. Initial indications were that the site looked to be responding as it always had after a fire. The unknown circumstance was that the herd of deer was now of a size to see their impact post fire, unlike 10 years ago when the herd was smaller. Conversations were underway with partner organizations on how to best mitigate this situation in the future, considering climate change and very limited public access.

Q: Bisley Common only had one rubbish bin on the South side which doubled as a dog waste bin. With no further dog waste bins elsewhere on the Common was there any practical way forward to siting more bins?

A: Ms Chimbwandira advised that visitor related infrastructure issues on Surrey County Council sites, such as Bisley Common, were now within SCC's remit. James Herd confirmed he would take the question away and speak to SCC to see what actions could be taken.

Q: Were the new green prescriptions from the NHS something that Surrey Wildlife Trust had looked into and were some sites appropriate for the green prescription fulfilment?

A: Aimee Clarke, Director of Engagement, advised the Trust was working with Surrey County Council on green social prescribing and was part of the National NHS test and learn programme looking at using the outdoors in various ways for green social prescribing. Many of the activities and events held by the Trust for many years naturally fulfilled the criteria. The programme was due to end next year but there had been a great uptake in the conversations between the health sector and the green sector, which was what the project was trying to fulfil. With so much happening in Surrey, the Trust had played its part in strengthening conversations, with people being prescribed for self-referral. Actual prescriptions were slightly different but the Trust was also working with groups on these.

Q: For interest and political advocacy, how many people in this room and online were either Parish Councillors, Borough Councillors, or County Councillors, and how many were taking an active part in local politics? Speaking to MPs was good but one of the biggest problems was at a local level in convincing local authorities to act in a manner that was in parallel to the purposes of the Wildlife Trust.

A: Ms Swarbrick confirmed that one of the Trustees was a Parish Councillor and the Trust was engaged with several local MPs.

Christine Howard, Trustee, advised that she had just taken over as the Chair of SALC - the Surrey Association of Local Councils. She was delighted to be working with Surrey Wildlife Trust on recent community webinars very much targeted at Parish Councils, Town Councils, and other community groups for how they, and everyone, could learn from each other about how to increase biodiversity, reduce flooding and work on climate change issues together. Two webinars had taken place so far, which were excellent. The Trust was very keen to do much more work with local councils and community groups.

Q: Whilst Climate change was very much in the news at the moment, there was very little about microplastics getting into the food chain. What was Surrey Wildlife Trust doing about that? It was not just plastic bags but also clothes and things that were washed and that was perhaps a hidden threat which was not being brought forward sufficiently.

A: Ms Chimbwandira responded. For Surrey Wildlife Trust this was important as everything was connected, and the climate had a massive impact on what the Trust was trying to deliver for biodiversity. Things like microplastics had a huge impact in the environment and recent research had demonstrated that where people were walking regular routes on long distance trails or popular paths, the amount of microplastics on the paths themselves was huge. So it was a problem and the Trust would support and encourage Members, and those people who it engaged with, to reduce their use of plastics. This was not a direct activity for SWT, whose focus was primarily on delivering biodiversity, bio-abundance and nature's recovery, but it would work with other agencies to promote any campaigns that supported the reduction of plastic use. The Trust would also look at the use of plastics within its own operations.

Reply from Member: It was disappointing that it was not part of the main direction of the Trust, because plastics were getting into the food chain, and surely that was just as important for people in Surrey. They had already been found in fish so the concern was plastics could destroy us before the climate does.

Sarah Jane Chimbwandira replied: As a charity, the Trust's mission focus was biodiversity and, where microplastics had an interface with that, the Trust would take it into account; however, it was not the main focus to deliver action specifically against microplastics but it did form part of the work.

Marcus Wehrle from the Communications Team advised that the Trust was working on comms around plastics pollution in line with RSWT. The website had a large amount of information and tips about reducing plastic use. These were promoted at certain times of the year, particularly when there were national campaigns, so the Trust was able to really add to those campaigns and help maximize the impact.

Q: *Regarding the ongoing Government badger cull, it was understood there were no culls in Surrey, but possibly some in Hampshire. Before Brexit there was a TB vaccine for cattle which could not be used due to the EU. Now the UK had left the EU, was any work being done on the vaccine for cattle and where did SWT stand on this and the culling of badgers?*

A: James Herd responded that Surrey was a low risk TB zone, which meant testing was carried out on cattle on a 4-year cycle. A whole herd TB test was carried out this year and the results were all clear. With regard to badger culling, Surrey Wildlife Trust followed the principles of The Wildlife Trusts who had a great deal of information on their website about the general principle and approach. TWT endorsed the efficiency of the vaccination programmes in other Wildlife Trusts across the counties. The Trust did support vaccinating cattle, but there were difficulties in terms of traceability. Once the animal went into the human food chain there were problems differentiating between whether that animal was showing signs of TB from an infection or from a vaccination. As soon as scientists and researchers were able to come up with a marker that allowed that to happen, huge steps forward could be taken - this work sat with people like the APHA and Defra. Work was ongoing within RSWT, and Surrey Wildlife Trust was playing its part in that.

Q: *Wisley and Ockham had a great deal of trees being felled due to the big new junction. Did staff or Trustees have any reason to be optimistic that this might become a model big infrastructure project from the point of view of restoration and biodiversity?*

A: James Herd responded. This was a nationally significant infrastructure project by National Highways and Highways England. It did come with a degree of controversy, and the Wildlife

Trust has been involved in conversations from the outset in trying to maximize the ecological outputs from the project where possible. The previous member of staff in James' post had been key in pushing for significant investments via National Highways for things like the green bridge that was proposed to go over the A3. That was a nationally significant piece of green infrastructure and was believed to be the first heathland green bridge in the UK. It would connect the East and West sides of the 7 parts of Wisley and Ockham and would hopefully allow for sand lizards on one side to move to the other. There were environmental implications to the project and he, SWT and Mike Waite were involved in conversations trying to maximize the ecology of the site and steer things in a direction to achieve positive outcomes for nature. The project was being led by National Highways and Natural England and RSPB were also playing a part.

Mike Waite, Director of Research & Monitoring, advised that a lot of the tree felling there was part of the additional heathland restoration and was being done as part of the mitigation. The Forestry Commission were very clear that for every tree being felled there needed to be a 1:1 replacement, so there was tree planting elsewhere on that project. Mr Waite also stated that, due to the location of the Junction 10 improvements scheme, there was a lot of focus on the biodiversity and mitigation compensation, and it was certainly going to set a precedent for that type of project going forward in the future.

Q: Are there any comments on avian flu?

A: James Herd replied that fortunately, as Surrey was a land-locked County, it had not seen the severe implications of avian flu throughout the summer as other more coastal Wildlife Trusts or those with large bird colonies and areas of wetland had. There had been cases and the Trust was following all the guidance from Defra if any were seen by reporting, dealing with any likely sick or dead birds, and monitoring and recording those suspected cases. Contingency plans were in place to ensure that if it did become a problem on one of the reserves, there would be measures in place to deal with the issue. All the recommendations from Defra and the APHA were in place to take action, should a problem arise on a site.

Q: Is the old badger sett near the Wisley roundabout, which has been there for many years, going to be safe? Is it still there?

A: James Herd responded. Assuming it was the badger sett adjacent to the A3 northbound on the Wisley side, sadly that was in the area where there would be roadworks so it would be disappearing. They had undertaken all the necessary ecological mitigation works to consider the relocation of that that sett and those works had already happened with a new badger sett ready for them to move to. All the necessary steps as per legal obligations to mitigate against the removal of that sett had also been taken. The West Surrey Badger Group had been involved in the process and conversations with the project deliverers and contractors had enabled them to obtain intricate knowledge of that specific sett and so mitigate accordingly.

Angela Swarbrick thanked Members for their questions. It was really important for the Trust to hear these and know what to focus on.

Moving to the results of the Resolutions, these would be read out now and the votes published on the website. For transparency purposes, when posted online the votes would be split between proxy votes, in person votes and online votes.

The results of the votes for each Resolution were advised.

Agenda Item 1: Approval of the Minutes of the 2021 AGM

Resolution 1 - passed.

Agenda Item 2: Receiving the Company's Report and Accounts and Auditor's Report

Resolution 2 - passed.

Agenda Item 3: Re-appointment of Saffery Champness LLP as Auditor of the Company and authorising the Trustees to agree the Auditor's remuneration

Resolution 3 - passed.

Agenda Item 4: Election and re-election of Trustees:

Resolution 4: The re-appointment of Peter Sutton as Trustee and Director - passed.

Resolution 5: The re-appointment of Peter Smith as Trustee and Director - passed.

Resolution 6: The re-appointment of Mark Turner as Trustee and Director - passed.

Resolution 7: The appointment of Peter Urquhart as Trustee, Treasurer and Director - passed.

Resolution 8: The appointment of Adam Wallace as Trustee and Director - passed.

Ms Swarbrick thanked Members for attending and for their votes. There being no further formal business the meeting was then closed.

.....
Chairman

APPENDIX

Post-meeting table of Votes - AGM 2022

AGM 2022 Vote Count																			
Resolution Number	Vote	Advance Paper Proxy Votes				Online Proxy Votes				Poll Vote (in the Room)			Poll Vote Live Online			Total For	Total Against	Total Abstain	
		Proxy For	Proxy Against	Proxy Abstain	Proxy Chair	For	Against	Abstain	No Vote	For	Against	Abstain	For	Against	Abstain				
1	Minutes of AGM 2021					49	0	5	0	60	0	2	27	0	6	136	0	13	
2	To receive the Company's Report and Accounts and Auditor's Report for the year ended 31 March 2022					47	0	5	1	64	0	0	36	0	0	147	0	5	
3	Re-appointment of Saffrey Champness LLP as the Auditor of the Company and authorise the Trustees to agree the Auditor's remuneration.					49	0	4	2	64	0	0	32	0	2	145	0	6	
4	Re-appointment of Peter Smith as a Director of the Company					48	0	4	3	63	0	0	30	0	2	141	0	6	
5	Re-appointment of Peter Sutton as a Director of the Company					47	1	4	3	62	0	0	32	0	2	141	1	6	
6	Re-appointment of Mark Turner as a Director of the Company					47	1	4	3	63	0	0	36	0	2	146	1	6	
7	Appointment of Peter Urquhart as a Director of the Company					49	1	5	3	64	0	0	36	0	2	149	1	7	
8	Appointment of Adam Wallace as a Director of the Company					25	0	9	26	61	0	1	31	0	2	117	0	12	