



SOCIETY FOR THE HISTORY OF NATURAL HISTORY

Draft Minutes from Special General Meeting, held Tuesday 23 March 2021 via Zoom video-conferencing

1. Apologies for absence

Apologies were received from Rosi Crane, Ann Datta, David Maberley, Pat Morris and Stanislav Strekopytov. 36 members were in attendance.

2. Welcome and Introduction by the President

Attendees were welcomed by the President, Peter Davis, who outlined the reasons for, and the development of, the proposed new Byelaws. The SGM was being held to seek approval for the draft Byelaws, which had been circulated prior to the meeting. He referred to his introduction, which had been made available on the Society's website, and explained that the proposed changes would help to make the Society more resilient and better serve the membership.

Developing the proposed Byelaws was an important outcome of the strategic review carried out over a three-year period. During this period Council had addressed the Society's mission, purpose aims and processes, created a strategy for future development of the Society, and reviewed how to implement that strategy. The need for new Byelaws, where the new mission statement and purpose would be clearly stated, was recognised during this strategic review.

The proposed new Byelaws were developed by five members of Council. These were shared with several members of the Society, with views and opinions being sought from four former Presidents (Arthur Lucas, Arthur MacGregor, Geoff Moore and Hugh Torrens) and several long-serving members. Arthur Lucas, in particular, provided extensive guidance and advice. Following further revisions by the drafting team the draft Byelaws were discussed again at Council in January 2021 when I was agreed that they should be brought forward to a Special General Meeting of the Society for consideration.

The Byelaws were previously amended in 2014 and this SGM was being held under those Rules; 15 members were needed to be quorate, and there needed to be a two thirds majority of the vote to accept the proposed changes. The President stressed that no amendments could be made to the text, and that the vote would ask the meeting to accept or reject the Draft Byelaws. Any comments would be minuted to be considered by Council and taken forward to a subsequent AGM or SGM. Any other comments or suggestions should be emailed to the President (peter.davis@newcastle.ac.uk), who would take them to Council.

It was explained that the vote would use the 'poll function' in Zoom, which has the benefit of being totally anonymous and provides the opportunity to present results immediately. Elle Larsson demonstrated the Zoom function with a fun test question inviting members to vote which naturalist they would like to invite to dinner – either Charles Darwin, Mary Anning or Gilbert White. EL then showed the meeting the results; these were presented as the percentage of votes, and Mary Anning was the winner of the fun poll.

The President described the key points of the proposed new Byelaws and Schedules. Members had been able to consult all these documents on the Society's website in advance of the meeting. The Byelaws, if supported, can only be adopted at a future AGM or SGM following their approval by the Charity Commission. The Schedules, with proposed roles for members of Council and details of the criteria for the Society's awards, medals and grants, stand outside the Byelaws, so allowing Council to amend them to reflect changing needs.

- Council had reflected on big issues such as biodiversity loss, climate change, social injustice, diversity and inclusion leading to the inclusion of a 'belief and values' section within the Byelaws.
- As Council's discussions had taken place partly during the time of the Covid pandemic, there had been an increasing awareness of the Society's dependence on online communication. As a result, the Schedule of Council Portfolios includes what are regarded as essential roles such as Social Media Secretary and Webmaster, and describes the tasks carried out by all Councillors.
- By considering the need for equality on Council, and removing the distinction between 'Officers, 'Councillors' and 'Co-opted Members', Council becomes more streamlined and more in keeping with Charity Commission guidance.

The President thanked four members of Council for assisting him in developing the proposed Byelaws and Schedules – Jack Ashby, Bill Noblett, Felicity Roberts and Ann Sylph. He also referred again to the wise advice given by Arthur Lucas. He then opened up a discussion about the proposed Byelaws and Schedules, asking Members to use the 'raised hand' facility in Zoom if they wished to speak.

Arthur Lucas commented. He was impressed by the amount of work involved and it was clear everything was well presented in the proposed Byelaws and Schedules but not over-managed. There were a minor things he would personally reword but otherwise he supported the proposed changes. They clearly show what Council should be doing and give a clear role for each Council member. Arthur MacGregor agreed with AL and said everyone had done a terrific job, it was a robust set of proposals and thanked the President and all those who had contributed.

Felicity Roberts formally proposed a resolution to approve new Byelaws and Schedules. She thanked AL and AM for their supportive comments. The proposed Byelaws and Schedule reflect what the Society is doing and how we wish to see it grow and develop. E. Charles Nelson seconded the resolution to approve the proposed Byelaws and Schedules.

The meeting moved to a vote using the Zoom polling function. The resolution put to members was 'Do you approve of the proposed changes to the Byelaws?'. Members were given the options of 'yes', 'no' and 'abstain'. Members at the meeting voted 100% to approve the proposed changes.

The President thanked members for their overwhelming support for the proposed changes. They will now be submitted to the Charity Commission for their approval.

With the formal business complete the meeting moved on to a talk by Elle Larsson about the analysis of the results of the Membership Survey, the idea for which was first promoted by Ray Williams. The results will inform Council in implementing the Society's strategic developments and future planning.

Signed by the President:

Date: