

JOHN MUIR TRUST ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING 2021

Members are cordially invited to attend the Thirty-eighth Annual General Meeting of the John Muir Trust at 12.30pm on Saturday 19 June online. Register for the meeting at www.johnmuirtrust.org/agm2021
Please join the meeting between 10.45 and 11.00am for staff presentations ahead of the formal AGM at 12.30pm. Any queries should be addressed to the Returning Officer, John Muir Trust, Tower House, Station Road, Pitlochry PH16 5AN or email: returning.officer@johnmuirtrust.org

Annual General Meeting Agenda

1. Welcome and apologies
2. Minute of the Thirty-seventh Annual General Meeting [vote]
3. Matters arising from the Minute
4. Chair's report
5. Financial report and annual accounts for the year ended 31 December 2020
6. Membership subscriptions
7. Reappointment of auditors Johnston Carmichael LLP [vote]
8. Election of Trustees
9. Other relevant business

The Annual General Meeting will be followed, after a short break, by an Extraordinary General Meeting.

Extraordinary General Meeting Agenda

1. Welcome and apologies
2. Special Resolution to adopt the new Articles of Association (as shown on the John Muir Trust website and as sent in hard copy to members on request) which, if adopted, will come into effect immediately following the Extraordinary General Meeting and will supersede the existing Memorandum of Association and Articles of Association. [vote]

JOHN MUIR TRUST ANNUAL GENERAL MEETING 2020 DRAFT MINUTE

Thirty-seventh Annual General Meeting of the John Muir Trust, held online via Microsoft Teams, on Saturday 27 June 2020.

1. Welcome and apologies

Dave Gibson (Chair) welcomed almost 150 Members, Trustees and staff to the meeting.

Apologies had been received from Derek Johnston, Chris Creswick, Patricia Smith, Anne Thom, Ronald and Marlies Maclean, Dominique Marabèse, Jo Moulin & Steve Jones, Robert Watt, Richard and Doris Cellarius and Tim Godfrey

2. Minute of Previous Meeting

The minute of the Thirty-sixth Annual General Meeting, held on Saturday 25 May 2019, was approved unanimously following a vote.

3. Matters Arising from the Minute

Item 7, special resolution II, second part – called for a change to the Articles of Association which would have seen the removal of nomination and voting rights from staff who are Members of the Trust. The meeting voted down the resolution at the request of the Chair due to Members' concerns. After a further consultation with staff, Trustees will not proceed with the proposal to remove Members' rights from staff.

Item 7, special resolution III concerned the introduction of a Conflict of Interest Policy to the Articles of Association. Members initially voted in favour of the resolution through a show of hands by a majority of over 90%. There was then a successful call for a ballot by 5.1% of Members present, and that was how that item on the agenda was concluded. Following the meeting, and in discussion with the Chair, supporters of the ballot agreed to withdraw, which meant the resolution stands and the policy was duly included in the Articles. Supporters of the ballot were assured by the Chair that Trustees would engage in a consultation process to consider further changes to the Articles of Association.

4. Chair's Report

Duncan Macniven read a personal statement from the former Chair of the Trust Peter Pearson regarding his health and time in post. As Acting Chair for Peter, Duncan then highlighted some of the major topics affecting the Trust during 2019.

An excellent year as a purposeful and growing charity. Our surplus during 2019 was a remarkable £1m. We have more staff than ever before, partly due to the ALA Green Trust, who sponsored us to take on nine early-career conservationists at our properties and elsewhere in the Western Isles.

We welcomed a new Chief Executive and Chair of the Trust. The Management Team kept the organisation running between September when Andrew Bachell retired and February when David Balharry joined. Our Governance Committee headed by Alan Dobie has been looking at updating the Trust's Articles of Association.

There was a continued rise in Membership of around 1% to 10,868 Members at the end of 2019. Members are vital to our success. Financially they contribute 60% of the Trust's income through subscriptions, donations and legacies from former Members. They also contributed with their effort. 135 volunteers contributed 503 days work on our own and other properties. Tribute paid to Volunteer Co-ordinator Sandy Maxwell who retired after 20+ years at the Trust.

Inspiring and connecting people to wild places. The John Muir Award is now over 20 years old and during 2019 an extra 43,000 achieved their Awards an increase of 11% on 2018.

Over 1,800 organisations encouraged people to participate with over 28% coming from social inclusion backgrounds. Thanks to a two-year project supported by Natural Resources Wales, during the first 21 months 3,000 people had taken part in the Award in Wales, with many from particularly vulnerable and disadvantaged backgrounds and Welsh-speaking communities. 40% of them used our new Welsh language resources.

Award participants contributed over 350,000 hours of practical conservation in 2019, with activity taking place in the constituencies of almost every minister in Britain. Over 90% are young people taking part in green action for nature and wild places which resonates with the call for climate action as part of a 'green recovery'. The Trust's publications and films have also been instrumental in inspiring and connecting people to wild land.

Protecting and Conserving wild places. No let-up in development pressures on wild land even if windfarm applications slackened off with the change in the subsidy regime. Most pressures come from renewable energy but there have been other projects like the Thirlmere zipwire in the Lake District. Campaigning remained vital. We objected to nine Scottish planning applications, striking a balance between green energy and not encouraging it in a way that damages wild land. Some disappointments (Glen Etive and Limekiln) and some victories (Drum Hollistan and Navidale were refused consent although Navidale is subject to appeal).

Proactive work included contributing to the Our Common Cause campaign which aims to protect upland commons in England. Partnership work continue to be important, including in Scotland where we rejoined Scottish Environment LINK. We contributed to its Hilltracks campaign and co-ordinated a coalition of 18 eNGOs to produce a deer management document in advance of an independent government report. We strengthened links with community land organisations across Scotland – particularly in Knoydart and the Western Isles – as well as with Community Land Scotland.

Thanks to funding from the Esme Fairburn Trust, we were able to set up a new post of England and Wales Development Manager, who is working with eNGOs in deciding where best we can put our efforts in England and Wales to protect and conserve wild places.

Repairing and Rewilding. We have made a lot of progress on the land we manage at Glenridding Common. Working with the local community we been planting and repairing paths. We've been reviewing our management plans at our other properties to ensure we continue to act as an exemplar of how to manage wild land. At Glenlude we started a three-year felling plan of the conifers we inherited and have continued adding native trees to the Phoenix Forest – which now numbers 2,000 trees. 2019 also saw completion of the two year £200k path restoration project at Suilven with our partners.

Tributes paid to retirees: former Chief Executive Andrew Bachell and former Chair Peter Pearson and their achievements at the Trust.

5. Financial Report and Annual Accounts for the year ended 31 December 2019

Jim Gibson, Trustee and Convener of the Finance Committee, thanked Kerry Ross (Director of Finance and Resources) for her work on the preparation of the Accounts, to a challenging timescale. In summary, the year had been better than forecast. There were challenges ahead not least because of Covid-19 but we are in a strong position to face them.

Jim explained that income, at over £3m, comes from a variety of sources. In 2019 we had a large gain on our investment portfolio, but this has been largely wiped out since because of Covid-19. Legacies were hard to predict and in 2019 we were fortunate to receive £728k. Expenditure, at £2.5m, was spent on our core activity: land, awareness and policy. Reserves at the end of the year totalled just over £1m, with free reserves at 10.8 months of expenditure. Allowing for the drop in the stockmarket since then, they are still at 9 months reserves.

Summarising the 2020 budget, Kerry Ross said that expenditure was forecast to be under £3m, augmented by extra staff at pinch points. Income had been prudently forecast at £2.5m but that was before pandemic. To respond to the extraordinary situation, the team stress-tested the Trust's finances and is satisfied that we would still be above our reserves policy of 4 to 6 months. We are putting together a revised fundraising plan bearing in mind that our funds from charitable trusts and grants will be affected.

The Accounts, having been approved by Trustees, were noted.

6. Members' subscriptions

No changes proposed.

7. Reappointment of Auditors

Kerry Ross proposed the re-appointment as auditors of Johnston Carmichael LLP; the appointment was approved by Members following a vote.

8. Election of Trustees

David Balharry, who had acted as Returning Officer, reported on the 2020 Election of Trustees. There were 12 valid nominations for seven vacancies. An election was held and Alan Dobie, Andrew Whitfield, Jane Smallman, Emily Henderson, Raymond Simpson, Chris Loynes and John Town would join the Board of Trustees. The Board of Trustees had appointed a new Chair – Dave Gibson.

Dave Gibson welcomed the new and returning Trustees and thanked those Trustees who were demitting office – John Fox-Davies, Derek Johnston, Duncan Macniven and Peter Pearson.

9. Other relevant business

None.

Dave Gibson expressed the gratitude of the Trust to its Members, volunteers, donors, partners, fundraisers, friends and supporters - and encouragement to all of those delivering and participating in the John Muir Award. He closed the meeting.

[To be approved at the Annual General Meeting in 2021]