

Minutes of the Extraordinary General Meeting held on 11 May 2016

Charles Darwin House, 12 Rogers Street, London WC1N 2JU

In attendance:

Janet Anderson	Terry Anderson	David Appleton	Ricardo Ares
Diana Armstrong Bell	Paul Barrett	Catherine Bickmore	James Brisco
Helen Brown	Elizabeth Bryant	Brian Clouston	Adam Cook
Richard Copas	Sarah Coupat	Andrea Dates	Merrick Denton-Thompson (President-Elect, meeting chair)
Kate Digney	Paul Dodd	Annabel Downs	Anthony Edwards
Luke Engleback	Noel Farrer (President)	Alastair Ferrar	Mark Fisk
Karen Fitzsimon	Richard Gill	Carolyn Göhler (Honorary Treasurer)	Catherine Hatton
Mayda Henderson	Robert Holden	Christine House	Marylla Hunt
Edward Hutchison	David Ireland	Lucy Jenkins	Roger Kent
Ian Kitson	Emma Less	James Lord (Honorary Secretary)	Susan Lowenthal
Mark Loxton	Neil Mattinson	Thomas McCreesh	Harry Moggridge
Florence Moon	Colin Moore	Martin Page	Jane Pelly de Jocolt
Edward Phillips	Ian Phillips (Vice President)	Avra Ploumi-Archer	Andrew Pringle
Sally Prothero	Daniel Rea	Amanda Renshaw	Thomas Robinson
Ornella Rocca	Vanessa Ross	Maisie Rowe	Hanna Salomonsson
David Scully	Matthew Short	Charmaine Smith	Phyllis Starkey (Independent Board Member)
Susan Sulis	Karin Taylor	Ludwig Tewksbury	Robert Townshend
Dianne Western	Lewis White	Adrian Wikeley	Mark Westcott
Tom Turner	Tim Waterman	Amy Collinson	Charles Young (Independent Board Member)
Jai Deep	Staff in attendance:	Phil Mulligan	Paul Lincoln
Andy Wallace	Chris Sheridan	Alice Knight	Eleanor Manson
Yvonne Matthews	Sabina Mohideen	Stephen Russell	Poppy Smith
Lauren Tubb	Emma Wood		

Apologies were received from the following Board members: Michelle Bolger, Mark Turnbull, Kate Bailey, Jim Smyllie, and Bob Branson.

The chair, Merrick Denton-Thompson, president-elect, opened the meeting. He introduced the motions to be discussed and voted upon by eligible members as follows:

Motion 1: The offices of the Landscape Institute should remain in London and not be relocated

Motion 2: That the Landscape Institute accept Motion 2 from the 2014 EGM and adopt the findings of the Office Location Working Group (OLWG) and relocate the administrative headquarters of the Institute from London to freehold premises in a provincial location as identified by the OLWG and simultaneously establish access to flexible office facilities in London for occasional use. In accordance with Motion 2, this should be done at the first opportunity to relinquish the current lease (in April 2018)

Noel Farrer (president) spoke to motion 1 and David Appleton spoke to motion 2, as follows:

Motion 1: Noel Farrer

- The Board's position is clear. I wrote a letter, sent to all members and published in Vista, setting out why I and the Board take our position.
- For a long time there has been a lack of balance between scrutiny and criticism. It is negative and the work of a few members that has become known as the reform group. The potency of this group is driven by the seniority of its members and the Board wished to accommodate their views, with respect for the names involved.
- They have alluded to misplaced priorities, actions and judgements of staff, and offered relentless criticism. It has been destructive; no-one is good enough.
- We can and will make mistakes, this is often a feature to reach a challenging target. We have a culture that learns and moves on.
- Phil has spent most of his time here being bounced around by their demands and pressure. Valuable time has been diverted. It is intimidating and we are intimidated.
- The motion brought to the AGM in 2014 is dressed up as a mandate of membership support, but it is not. I have travelled all over the country and spoken to members, and they express disbelief, consternation and outrage towards that motion. Members want us to spend our time moving the profession forward, not wasting a lot of time and money on this issue.
- This vote is for confidence in our staff, an attitude of collectivism not division, about support not blame, about fair representation through the processes we have, and about getting Landscape Architecture recognised and opportunities for our members, where members recognise the hard work of other members, and back our excellent and capable staff.
- We have been coerced through the veil of a democratic process. The organisation is being dismantled from inside and this has to stop.

Motion 2: David Appleton

- The October 2014 AGM motion was a free vote, whether or not on a small turnout, put to the whole membership to relocate out of London. The motion proposed that the Institute invest in HQ property outside London.
- The Board failed to act on this point, and only acted on the Office Location Working Group [OLWG] report after the reform group obtained legal advice.
- The OLWG said that the Institute would save £200k, which could be used to reduce practice fees, membership fees.
- What would £1.2m buy in London? Not much, but it would buy a lot in Birmingham.
- It is ludicrous to suggest the [reform] group wants to destroy the Institute.
- The Board's main argument is that we'll lose political or lobbying influence. Nick Raynsford [former MP for Greenwich and Woolwich] says otherwise. Many organisations including CIWEM, National Trust, Groundwork, and Woodland Trust all operate well outside London.

Other points were taken from the floor as follows:

- The Royal Charter requires members to observe the code of conduct and act professionally. The October 2014 motion was clear and was passed and should be implemented by the Board in accordance with the code of conduct
- In advance of this meeting, the reform group commissioned a lawyer and the advice was unequivocal: the Board has a duty to implement the 2014 AGM motion as written. The Board is proposing something different.

The same lawyer gave advice that the Board motion that we must stay in London cannot be implemented as we only have the right to stay at 107 Gray's Inn Road for the period of the current lease, making the Board's motion is invalid.

- What was the voting numbers and majority in AGM2014? [Note: figures were not made available at this meeting, but for the record, there were 126 votes for the motion to relocate and 113 against – a majority of 13 in favour].
- We could save in the order of £200k to £300k per year. With HR savings and property cost savings we could invest in membership, not in supporting expensive offices here.
- RIBA hasn't relocated. The reform group AGM motion is all about saving money, but we may lose something far more valuable.
- The LI wants to spend time on the important issues, and the Board is absolutely trying to do the right thing.
- The OLWG did not make a recommendation. Birmingham ranked higher in its analysis.
- The membership in all parts of the country must be more carefully attended to. All areas need their own staff, whatever the outcome of the meeting.
- There is London-centric bias in the Institute.
- The National Trust is based in Swindon, with offices in Victoria and many other places. The Institute must have an effective London presence, wherever the head office is based.
- The staff team is too small to be split between London and Birmingham. We have a strongly cohesive staff, capable and good at what they do. They would prefer to promote the profession and increase membership numbers.
- The LI punches above its weight; revisions to planning practice guidance in green infrastructure were written by Institute. We influence government policy, think tanks, Fabian Society, Policy Exchange. Our staff make these connections.
- Our current premises are the best we've had. We can benefit from the windfall of Barnard Mews by investing prudently, although we have not been able to look at other ways to invest the funds until this matter is dealt with. OLWG discovered Birmingham cheaper than London. This is unsurprising. Birmingham is less desirable for many reasons. Coercion by a small group has set the organisation back. OLWG treated the staff as disposable, expendable. With motion 2, all staff would want to leave, not a sensible professional intelligent way to run an organisation. Motion 2 is a leap in the unknown.
- We want to help change the world, and we need to allocate resources to that objective.
- Question for the board - Is this democratic? The Institute suffers from a democratic deficit. The proposal to relocate will drive the profession.
- There has been no constructive suggestion from the Board about what to do with the money. We should put it into raising the profile of the LI.
- The Board produced an extra version of Vista, two-thirds of which was devoted to overturning the membership.
- Debate is stifled: a request for access to the database to contact members was refused
- The Office of National Statistics moved away from London in 2007, and 90% of staff left, resulting in a loss of expertise and significant detrimental effect over the last decade.
- The Pathway to Chartership and the membership service are mundane, members are paying a lot for it. We should look at reality of savings that can be made. We should divert funds into advocacy, rather than on a landlord.
- The reason for the HQ being in London is that this is the capital city.
- Can't think of anything positive about the reform group. Their energies would be better directed in a positive manner, instead of negative and corrosive comments about the Board. The reform group is not democratic.
- There is no clear answer from the OLWG report. The choice of Birmingham is based on incomplete and ill-considered information.
- As a friend and former colleague of Nick Raynsford, Phyllis Starkey finds it difficult to imagine him making the comment attributed to him regarding access to ministers.
- The democratically elected Board and Council should be working to provide better services, improve the profile and fight the corner of the profession rather than focussing on the reform group.
- The way to influence government policy is through the civil service, APPG's. Engagement with government has been effective on water management.

- The staff have brought together the CB300 partnership, attracting funding, seeing the project through, maximising publicity for the profession.
- The OLWG had a narrow remit following the 2014 AGM motion. It could not discuss whether the office should stay in London. It didn't make a clear recommendation and it is wrong to say that it did. It is left to members to make the decision.
- This matter has been fully discussed through the democratic processes of the organisation. This circular and divisive debate has been forced upon us.
- The lack of profile that we have means we struggle to get students, people into the profession, while we are arguing this matter back and forth. We need effort to raise the profile and build the profession.
- Service to members is not good enough, with minutes of Council of 11th February not on website. Andy Wallace did not respond to a follow up enquiry, after stating that minutes [at the time] were not published until the following meeting has approved those minutes.
- Licentiate members are still unable to vote, we want to help improve and promote the profession.
- The members of the reform group are not the enemies. We care passionately. We are more engaged than those who don't participate. We wish to have differences aired, but this is no way to have discussions.
- Friendships, knowledge and enthusiasm are passed on through events. The conference was a great success in terms of getting to know people and debate. The AGM should not be an event to get through as quickly as possible.
- Edward Hutchison said he takes exception to being vilified as a reform group member by the President in speaking to motion 1. The last eighteen months have been very damaging and unnecessary. The reform group has put forward that we should follow our own charter, as recommended by the Charity Commission. We have to keep making our point because no attention is paid to what we are saying. If we follow our own charter and the Charity Commission guidance we would not have these problems.

The Chair closed the debate, saying that we are all motivated by one thing: advancing the Institute and the profession.

Eligible members were invited to vote using their ballot papers, and where applicable the proxy forms allocated by other members. Votes cast in the room were counted by Andy Wallace and Yvonne Matthews, overseen by David Appleton. The chair opened the summary of proxy votes cast and those figures were added to the votes cast in the room.

The result was as follows:

Motion number	Motion	For	Against	Abstain
1	The offices of the Landscape Institute should remain in London and not be relocated	772	197	10
2	That the Landscape Institute accept Motion 2 from the 2014 EGM and adopt the findings of the Office Location Working Group (OLWG) and relocate the administrative headquarters of the Institute from London to freehold premises in a provincial location as identified by the OLWG and simultaneously establish access to flexible office facilities in London for occasional use. In accordance with Motion 2, this should be done at the first opportunity to relinquish the current lease (in April 2018)	224	667	10

The chair announced the result, declared motion 1 carried and motion 2 not carried, and closed the meeting.