



Annual General Meeting Agenda 2022

1. Apologies for absence
2. Minutes of previous Annual General Meeting on 9th October 2021
3. Annual Report of the Board of Trustees 2021-22
4. Annual Accounts and Auditors' Report 2021-22
5. Appointment of Auditors
6. Auditors' remuneration
7. Election of Trustees
8. Any other notified business

After the AGM there will be a Q&A session, with BCT staff present to answer questions.

Notice of Motions and Proxy form

I/We being a Member(s) of the above named Charity hereby appoint the Chairperson of the AGM or (see note 1) _____ of

_____ as my/our proxy to attend and, on a poll, to vote for me/us and on my/our behalf as set out below at the Annual General Meeting of the Charity to be held in person and via Zoom on the 24th of September 2022 at 5:30pm. The proposed resolution(s) are set out in the Notice convening the AGM (you are advised to read the details of each resolution before completing this Proxy Form). I/we direct that my/our proxy votes on a poll on the resolution(s) set out in the said Notices as indicated below (see note 2)/ If your membership is a Family Membership, please see Note 3:

Signature _____ Date: _____

Ordinary Business

Agenda item 1 – Apologies

Agenda item 2 – Minutes of the AGM 2021

To approve the minutes for the 2021 AGM (**Resolution 1**)

For [] Against [] Abstain []

Agenda item 3 – Annual Report of the Board of Trustees 2021-22

To approve the Annual Report of the Board of Trustees (**Resolution 2**)

For [] Against [] Abstain []

Agenda item 4 – Annual Accounts and Auditors' Report 2021-22

To approve the Annual Accounts and Auditors' Report (**Resolution 3**)

For [] Against [] Abstain []

Agenda item 5 – Appointment of Auditors

BCT appointed a new auditor in 2020, HW Fisher. We are broadly satisfied with the overall level of service provided by HW Fisher across the engagement but may wish to review other options. To authorise the Trustees to choose Auditors for next year's audit (**Resolution 4**)

For [] Against [] Abstain []

Agenda item 6 – Auditors' Remuneration

To authorise the Trustees to determine the Auditors' remuneration for next year's audit (**Resolution 5**)

For [] Against [] Abstain []

Agenda item 7 – Election of Trustees

One Trustee, Rupert Lancaster, is leaving at this AGM after serving three consecutive periods of three years. The Board of Trustees would like to record their sincere thanks to Rupert for his contribution to BCT.

New Trustee

The Board of Trustees is pleased to nominate.

- Colette Marshall – for election as a Trustee (**Resolution 6**)

For [] Against [] Abstain []

Colette Marshall

Colette Marshall is Director of Operations at Diabetes UK responsible for Volunteering, Services and their work in communities across the nations and regions of the UK. She has also played a big part in strategy development especially futures thinking and horizon scanning. Colette joined Diabetes UK in 2013 after roles in MEND, Save the Children, Merlin, Centrepont and the Big Issue. In all her roles there was a focus on poverty and the inequalities this drives. She has experience of large-scale campaigning, of working in coalitions, and of fundraising and partnerships. She has held Trustee roles in the past. Her career started as a research scientist and then later on innovation and leading a business in the corporate sector. She has an Exec MBA from London Business School and is a qualified coach.

Colette has watched bats for years for the sheer pleasure that they bring and is lucky

enough to live near a specially created bat roost. She discovered BCT over lockdown and has been inspired by the great training it gives to volunteers and has joined the London Bat Group. Colette hopes to use her charity experience to support BCT in thriving in the changing world so that bats and the ecosystems they live in are protected.

Existing Trustees

All Board of Trustees members are eligible to stand for up to three consecutive periods of three years, before they must stand down from the Board for at least one year.

Two Trustees are standing for re-election at this AGM and the Board of Trustees is pleased to make the following proposal, for Stuart Brittenden and Ruth Waters to be re-elected as Trustees for a second term.

- Stuart Brittenden – nominated for re-election as a Trustee (**Resolution 7**)
For [] Against [] Abstain []

Stuart Brittenden

Stuart is an employment law barrister at Old Square Chambers where he has practised since 1999. He covers the full spectrum of individual and collective employment law. His practice areas include industrial relations, discrimination, and judicial review. He is ranked as a leading barrister in *Chambers & Partners*, *Legal 500*, and *Who's Who Legal*. He has previously been a director and Management Committee member of the Employment Lawyers Association, and also a member of the Bar Standards Board Qualifications Committee. He has also lectured in employment law at the London School of Economics. Stuart hopes that his legal expertise and experience will benefit the BCT in dealing with the challenges it faces. He also very much wishes to increase his knowledge of bats and their habitats.

- Ruth Waters – nominated for re-election as a Trustee (**Resolution 8**)
For [] Against [] Abstain []

Dr Ruth Waters

Ruth is Director of Evidence for Natural England. She supports Natural England in the development of applied science and evidence to inform evidence-led advice for practical action and management for conservation and the natural environment.

Ruth's early career was as a mammalogist, working on Daubenton's bats in Wharfedale and then as the mammal specialist for the Countryside Council for Wales including work on monitoring lesser horseshoe bats. Since that time, she has worked on a wide range of projects within Natural England and has broad multi-disciplinary experience including working with economists, social scientists, artists, health experts, social justice experts, historians and ecologists to seek better ways of understanding, valuing and managing our natural environment for people and nature. Ruth was recently awarded the British Ecological Society Prize for Ecological Engagement.

For your information, the Board of Trustees has agreed the following Officer roles for the coming year. This is in line with the change in procedure agreed at the 2019 AGM.

Jean Matthews – Chair (continuing in the role)

Steve Roe – Vice Chair (continuing in the role)
Ani Binet – Secretary (continuing in the role)
Ruth Waters – Treasurer (continuing in the role)

Agenda item 8 – Any other notified business

Resolutions can still be submitted by post by **12th August 2022**.

Jean Matthews, Chair

This document is also available on the BCT website at <https://www.bats.org.uk/the-trust/reports-financial-information/annual-general-meetings>

Please email members@bats.org.uk or call 020 7820 7181 if you need any help.

Please return by post or, during normal business hours, by hand, to:

- Senior Engagement and Fundraising Officer, Bat Conservation Trust, Studio 15 Cloisters House, Cloisters Business Centre, 8 Battersea Park Road, London SW8 4BG or, if preferred, to:
- Senior Engagement and Fundraising Officer, Freepost BAT CONSERVATION

Proxy votes sent by post must arrive **by 5:30pm on Thursday, 22nd of September**. Please note that the FREEPOST facility provides a Second Class delivery service.

Please do inform us (by calling or emailing us as above) if you send your proxy vote via post as the BCT office is still not staffed every day.

Notes

Note 1: If you wish to appoint a person other than the Chairperson of the AGM as your proxy, you should delete the words “the Chairperson of the AGM” and insert in the space provided the name and address of the person whom you wish to represent you. A proxy need not be a member of the Charity but must attend the AGM in person to represent you. If you or your proxy do not attend, your vote will not be cast.

Note 2: Please indicate how you wish your votes to be cast by placing a cross (“X”) in the box either “for”, “against” or “abstain” for each of the resolutions set out above.

Note 3: In the case of Family Membership there are two votes per family when two adults appear on the relevant record of the Family Membership (18 being the age of eligibility to vote – see Article 24) and two Proxy Forms, one for each adult, will be mailed*.

In the case of Family Membership when only one adult appears on the relevant record of the Family Membership there is one vote per family**. (In the unlikely event of more than one vote being received from different individuals in the same Family Membership when only one adult appears on the relevant record only the vote of the first individual to appear on the relevant record of the Family Membership will count).

Note 4: Any amendments you make to this Proxy Form should be initialled by you.

Note 5: Completion and return of this Proxy Form will not preclude you from subsequently attending and voting in person at the AGM if you so wish.

Note 6: To ensure this Proxy Form is received in time if posted, it should be deposited with Senior Engagement and Fundraising Officer, Bat Conservation Trust, Studio 15 Cloisters House, Cloisters Business Centre, 8 Battersea Park Road, London SW8 4BG, no less than 48 hours before the time appointed for holding the AGM.

* If the second Proxy Form has not been received within two weeks after receiving the first please contact the Senior Engagement and Fundraising Officer, Bat Conservation Trust, Studio 15 Cloisters House, Cloisters Business Centre, 8 Battersea Park Road, London SW8 4BG, or email members@bats.org.uk.

Note 7: Minutes from the 2021 AGM are available online at www.bats.org.uk . Alternatively, if you require a hard copy please contact us on 0207 820 7181 / members@bats.org.uk