



UK Man and the
Biosphere
Programme
Urban Forum

**Minutes of the UK MAB Urban Forum meeting held 27th October 2014 at
Birmingham & Black Country Wildlife Trust, 16 Greenfield Crescent,
Birmingham, B15 3AU**

1. Present

John Box	(JB)	Atkins
Ambra Burls	(AB)	Bangor University (Vice Chair) (Skype)
Ian Douglas	(ID)	University of Manchester
Mathew Frith	(MF)	London Wildlife Trust
Peter Frost	(PF)	Natural Resources Wales (Skype)
Nick Grayson	(NG)	Biophilic Cities Network
Nigel Lawson	(NL)	University of Manchester (in part)
John Millar	(JM)	Independent
Alison Millward	(AM)	Independent Consultant (Chair)
Kerry Morrison	(KM)	Independent Artist
Jane Houghton	(JH)	Natural England (Minute taker)
Peter Shirley	(PS)	Independent
Judy Ling Wong	(JLW)	Black Environment Network

In attendance:

Sarah Burgess, UK Regulator for Community Interest Companies
David Lane, CEO of DISE a Community Interest Company in Birmingham.

2. Apologies

David Goode, Peter Cush, David Haley, John Handley, Philip James, Peter Massini, Samantha Davenport, Chris Nevin, Paul Nolan, Joe Ravetz, Terry Robinson, Alan Scott.

3. Minutes of last meeting

Minutes of the last meeting were accepted as a true record with the addition of Peter Shirley to the apologies list.

4. Tribute to David Nicholson-Lord

Sadly David had passed way recently. Richard Scott had expressed a view that we should make the UK MAB Award to David posthumously for his perspective, his enthusiasm, publications and contribution to the handbook on urban ecology.

ID said a few words, with which all concurred:

David Nicholson Lord brought a new perspective to the Urban Forum. He always spoke clearly and precisely about the issues of urban nature on which he was passionate and highly articulate. He wrote widely about both general and specific issues on urban habitats, wildlife, and the human benefits of contact with nature in towns and cities. He was a great collaborator. He contributed an excellent chapter on "Intrinsic and aesthetic values of urban nature: a journalist's view from London" to the Routledge Handbook on Urban Ecology. His books "The Greening of Cities" and "Green cities - why we need them" were widely read, quoted, and praised. He did a great deal in communicating the ideas and concerns of the Urban Forum to a wider audience. It is always sad to see a wonderful colleague leave us before his time. We shall all miss him greatly.

A1: MF to pass on David's partner's contact details to AM for her to write to.

5. Matters arising

A1 & A2 Communications Strategy – AM tabled TR's 6 key message statement (with thanks to TR) and asked if members felt this could be used as a communiqué to MPs in advance of the forthcoming general election.

PF felt it might be better to target the communication to a small number of key people. PS suggested combining messages 4 and 5 around climate change. MF suggested including something more explicit about wildlife. KM suggested adding something about what individuals can get out of natural environment.

NG regretted the current dilution of messages caused by so many variations being promoted across the green sector. He advised that any such messages should be carefully tied to outputs/ outcomes that could be measured e.g. through indicators. Defra were known to be reviewing the Multiple Indices of Deprivation for completion by the end of financial year.

A2: NG to edit to 5 messages, line up with Defra's forthcoming deprivation indicators, circulate to members for approval and then send to Defra's Green Infrastructure contact asap.

A3: AM to send the revised document to MPs after Christmas 2014.

A4: JH to send NG a link for the government POST note site on Green Infrastructure - <http://www.parliament.uk/business/publications/research/briefing-papers/POST-PN-448/urban-green-infrastructure>.

JLW reported that Defra have recently set up the Civil Society Partnership Network (CSPN). The idea is for the CSPN to work directly with Defra policy directors to build a relationship in which civil society can better connect with Defra. So it's about establishing a process as much as influencing. Judy is Vice Chair and Tom Flood is Chair.

A5: JLW to promote the revised 5-6 messages to the CSPN.

Members can also continue to promote 'Discovering Yourself Outdoors' and an article JB and George Barker wrote for the Forum aimed at raising awareness of issues amongst politicians. [JB to be asked to find, scan and circulate if possible please].

A3 - Removal and hibernation of less active members from main list – AM still to do.

A7 – Elizabeth Rollinson from the Linnaean Society was proposed as a new member of the Urban Forum and ID seconded. It was agreed unanimously.

A6: AM to send welcome note.

A9 - MAB Awards - Agreed to leave Bardsey Island off candidate list as they haven't approached us.

6. Financial report

The Forum has a balance of £5,700 at present (see note attached).

A7: PS to prepare a note of overall Forum Financial report to attach to minutes.

7. Works Programme Updates

Art and Nature events

JLW and AM described events at the Black Country Art and Nature event 25-26 October at the Balaji Hindu temple – exploring spirituality and nature. A fulsome and enriching programme of presentations, films, performance, art and walks was delivered to around 30 participants with several international visitors. Thanks were expressed to the Temple for providing free accommodation and food. JLW and participants were keen to enlarge the Art and Nature network across the UK. Thanks were given to JLW for all her efforts in organising and delivering such a terrific event.

AB reported that the 4th art and nature event on 12-13 May 2015 would be focussed on water and water citizenship. The venues will be the Treborth Botanical Gardens (Bangor University) and two venues in Llanberis with contributions expected from Jill Turner – creative artist Eric Maddern from Cae Mabon (ecovillage near Llanberis) and Alex Plows (working on a Hydro citizen Project with Aberystwyth University) and others. There is a starting budget of £700 for hire of marquee etc. which was secured by Dr Shaun Russell Director of the Wales Environment Research Hub (Bangor University).

The Urban Forum still has the £500 grant/loan from BEN ring-fenced for the cost of setting up events.

Celia Spouncer and KM are keen to set up a 5th event in Northern Ireland for June 2015 and to apply for funding.

The 6th event will be tied in with the Society for Ecological Restoration's 2015 Conference – 23rd to 27th August – in Manchester. The conference theme is 'Urban, rural and wild'. KM, RS and we hope DH, will be leading on this. KM is hoping to work with RS to involve six contributors who could produce papers and articles for the Springer Publication JLW is leading on.

Then 7th event could be located in either Glasgow or Edinburgh?

Biosphere Reserves

JB introduced his proposal to establish a Sutton Park to Cannock Chase Biosphere Reserve which has attracted a pump priming grant from Natural England to start preliminaries.

PF offered to provide JB (and Neil Wyatt the project's development consultant) advice at arm's length on recently designated BRs. Members agreed to provide comments on any draft documents and promote the proposals at the UK MAB Committee meetings.

A10: AM, PF, AB, NG, TR (re PURPLE links) and JM to provide advice and contributions to JB.

CPD for planners

SD was recently contacted by Andy Bell (North Devon BR) on CPD for planners on water issues.

A11: JH to encourage SD to report back.

Pro environmental behaviours

A12: AB will set out a new strategy for this work stream and seek to engage PN in contributing to a book on nature and wellbeing in national parks that she is editing.

Engaging people in urban nature

JLW and JM have been working on various bioblitz events. JM reported that Defra have a pilot project underway to look at to get participants in one-off bioblitzes involved in longer term conservation.

JM and JLW are currently involved in planning bioblitzes at Brompton Cemetery in London (scheduled for 2016) with the Linnaean Society of London and the Natural History Museum; and at the National Wildflower Centre in Liverpool. These events require long lead in times as they are very labour intensive: requiring experts, funding and equipment. KM was keen to explore the integration of an arts element into bioblitzes.

A13: JH to let JM and AB know who the is leading on Bioblitzes in Defra.

Water - ID has written an article on water and urban greenspace. Please contact ID for more details.

8. Options for changing the legal status of the Forum

AM introduced two spekaers:

- Sarah Burgess, the Community Interest Company Regulator – an independent crown service provider. Her role is to promote community interest companies.
- Dave Lane – who runs the DISE Community Interest Company (CIC) in Birmingham which has a social enterprise mission. He provides advice to other community based organisations wishing to set up as CICs or Charitable Incorporated Organisations (CIOs).

AM summarised the needs of the Forum to find a new legal status that would:

- Limit the liability of its members and the activities they undertook on behalf of the Forum
- Enable it to raise funds
- Enable it to be commissioned/contracted for services rendered
- Enable it to do work for a donation
- Have a legal status that would be approved by national agency partners
- Have an anticipated level of turnover no greater than £10,000 pa.

The key points from SB's presentation on CICs were:

If the Forum was operating as un-incorporated organisation and generating income, we were indeed very vulnerable and would all be personally liable. We needed to do something about this soon.

CICs place an emphasis on charitable intent but would not normally be totally grant reliant. They can trade and invest, and therefore tend to operate more as a commercial organisation or business. Directors can earn a salary which the trustees of a charity cannot.

The Forum needed to be clear about where its objectives sat on the spectrum of business to charity, remembering that it is still possible to do quite a lot of trading as a charity. SB predicted that CIOs will be the favoured legal status for the charities of the future.

CICs – in 9th year of legislation with 10,000 established across the UK covering a whole range of business from health and social care right through to manufacturing, retail, wind farms, media, transport, the Isle of Skye Ferry and a vertical farm in Manchester.

If the Forum registered as a company the Companies House registrar would require very little in the way of compliance and reporting. The CIC regulator takes more of an interest – wanting to know about objectives, activities and how they are delivered, who for, who with and what is done with the income generated.

CICs were becoming increasingly important to economy. PCTs had been allowed to move out of the health service and were being encouraged to become social enterprises. One such had registered as a CIC and one as an Industrial and Provident Society.

CICs enjoy tax incentives but are also liable to pay tax on profitability. No gift aid is allowable on donations. CICs must prove they meet the CIC criteria annually.

CICs must lock assets into the purpose of the company: buildings and anything else they own. These assets can't be used in any other way – so if there is a need to wind up assets, after paying off debts, any remaining assets must go to another similar body.

There is a robust approach to looking into complaints. The Regulator has powers against breaches. CIC is a legal structure and 21 months can elapse before a CIC has to submit annual report.

A charity is NOT a legal structure in a legal sense unless it also takes on a company limited by guarantee (CLBG) status. CLBG status is flexible. You can have directors and members who, if everything goes wrong, will only have to pay back the £1 they originally guaranteed, unless proven negligent. This gives some insurance against trustees/directors losing homes etc.

Can also have a company limited by shares and there is no cap on issuing share dividends - shares are much more flexible. To maintain integrity – can only take 35% of profits as shares.

CICs can do anything any type of company does, BUT directors don't take the money out of a CIC, must comply with the criteria of CICs, maintain the asset lock and can't change the statutory clauses in the articles of association. If the CIC is sold it must be for true market value – as part of the asset lock requirement.

CICs are very publicly accountable. Accounts go on public display. CICs cannot be a charity and can't be politically motivated.

The key points from Dave Lane's presentation on CIOs were:

Have to be limited by guarantee but could be one of two models :

- 1) foundation model – with a small number of members, trustees and/or directors
- 2) association model – with a large number of members

CIOs are regulated by the Charities Commission but don't have to report to Companies House.

CIOs must have a public benefit – otherwise cannot be a charity anyway – and CIOs cannot register unless they turnover more than £5k a year. CIO trustees are company directors and you can pay some trustees within the CIO model. The balance has to be that there are more that are volunteers than are paid. Have to make an allowance to pay trustees and directors in your constitution and be transparent about contracting people who are involved in the charity.

CIOs can trade and make use of many more sources of funding than a CIC can.

CIOs do not have to pay corporation tax. CIOs can trade as a charity and can trade unlimited but will then be subjected to other types of tax e.g. VAT if exceed the threshold. CIOs must prepare an annual report and produce accounts for audit.

As with CICs, all assets must be locked into the charitable purpose.

DL felt our needs would be better met with CIO rather than CIC status, if turnover warranted it.

To set up the paperwork for a CIO can take up to 6 months or as little as 6 weeks. Turnaround for CIC applications is 10 days.

The Charity Commission would be looking for a CIO to have a reserves fund which would protect members in the event of closedown.

CIOs can contract with trustees who provide a consultancy type service. These fees should be transparent and consistent with rest of the market.

DL and SB offered to look over any application for changed status we might make. Although the Forum was deemed to get its legitimacy from its connection with the UKMAB national committee no one could see why that would stop the Forum from setting up as a separate entity. UNESCO bodies had always been run relatively informally and mainly on 'goodwill'.

AM thanked DL and SB for their very thorough presentations and advice and the meeting then went onto discuss the points raised.

Discussion

A14: JH to check if there was any difference from Natural England's point of view, to be able to give funding, as to whether we became a CIC or CIO.

AM suggested that there seemed to be a clear preference in the room for the Forum to retain its traditional emphasis on charitable type purposes. We either go ahead receiving a degree of limitation of liability through other partners' organisations or we become more independent and agree to take on the extra governance work and costs of registering as some kind of charitable organisation.

It we turn to charitable status and take on these costs – what are we getting out of doing this? Who will give us a grant to do this? The current climate suggests we won't get grants. Do we need to consider how we get the extra £3,000 pa we would need to increase turnover to become a CIO?

MF reported that The London Parks and Greenspaces Forum had had to think about who would potentially fund them and eventually chose to generate a small amount of funds from a membership.

JH suggested we could also explore becoming an affiliated body and getting our liability covered in this way e.g. through NCVO.

KM felt that we needed to be constituted at the very least, whether we went down the charity route or anything else such as becoming company limited by guarantee, so that we would continue to submit accounts.

Before we do anything we need to be clear about why we do it. MF stated that we are a Forum and a partnership. Our terms of reference bring us together to achieve a series of outcomes and there is no real requirement to be any more legally robust than that.

JM concluded that there seemed to be at least four options open to us:

- we stay as we are
- CIC
- CIO
- Company Ltd by Guarantee.

AM suggested that the appetite was to do little that was different to what we were currently doing; just to limit our liability, and be able to apply for grants. Therefore we could just go for a Company Limited by Guarantee underpinned with a charitable constitution. This would not prevent us adding on formal charitable (or CIO) status in future. We could then buy our own insurance. There seemed to be no appetite to go for CIC status.

A15: JB proposed that we ask AM to draw up a new constitution and application forms to register the Urban Forum as a **Company Limited by Guarantee. MF seconded and all agreed, though JM remained favourable towards the CIC model. JB to provide a copy of the original terms and reference.**

[Our decision to become a company limited by guarantee was later discussed and endorsed with Mike Williams, an adviser from the Wales Cooperative Centre, to whom we extend our grateful thanks.]

13. Award for Excellence

Birmingham Natural Capital Toolkit: JB and NL to complete assessment.

Brighton, Hove, Lewes and South Downs Biosphere Reserve: MF to arrange before end of the year. Richard Howarth gave a presentation at the IALE Urban Landscapes conference in August.

National Wildflower Centre: completed by KM and NL. PS declared an interest in this as he is a trustee there.

Camley Street Natural Park: completed by AM and JM.

JLW: AM still to do.

DN-L: RS to lead please.

Mersey Forest Plan: NL completed. **JH** to compare with South Yorkshire Plan that received an award some years back. Should be in Urban Forum's archive?

MF proposed a new candidate for an award: Woodberry Wetlands project (its origins began in the 1990s and now due to open in 2015).

14. AOB

Archive – the meeting agreed that Natural England be asked to digitise the Urban Forums records, minutes of meetings, papers etc. with the help of their volunteer archivist.

A16: JH to discuss options with PS and AM.

'Urban Ecology: An Introduction' (ID and PJ's handbook) is now available from Routledge ISBN 978-0-415-53895-4. ID thanked everyone for their inspiration for the handbook and their contributions.

'Nature in Towns and Cities' (David Goode's new book ISBN 978-0-00-724240-5) though not technically part of the Forum's work programme was warmly welcomed by all. ID thought it a beautiful book and liked the way that David have brought his own personal story to the content.

NG circulated a paper on **Birmingham's Natural Capital Toolkit** for information. He is working on four different routes simultaneously: introducing natural capital accounting into the way the city operates with a focus on green growth and co-mapping ecosystems services with climate layers and health layers. This project is linked in with the UN Environment Programme's Biophilic Cities network which will agree and evaluate the impact measurement indices.

Greater London National Park – JLW reported that Dan Raven-Ellison had started this initiative at a recent World Parks Congress to recognise the role green infrastructure plays in the city to generate better enjoyment, better conservation and a better economy. JLW and MF involved already. ID made the point that the Peak District National Park was in fact an urban national park. The meeting felt that UNESCO should acknowledge the significance of urban biodiversity. The next National Parks conference is scheduled for 24th February.

'Future of the Urban Environment and Ecosystem Services in the UK' - Everyone had enjoyed Joe Ravetz's recent paper and some had commented.

UK MAB meetings – AM, JLW, JB (or Neil Wyatt in JB's stead) will attend on 11 December, 2014.

15. Date of Next meeting

13th February 2015 12-4pm at Camley St Natural Park, London N1C 4PW

11th May 2015 – Wales before the arts event (12-13 May), precise venue tbc by AB but likely to be either Bangor or Llanberis.

Grateful thanks to JH for the minutes.