

16 January 2020

## Malvern Hills Trust

Ordinary Meeting of the Board

Council House, Avenue Road, Malvern.

Thursday 16 January 2020 7.00 pm

**Present:** Mr C Atkins, Mr R Bartholomew, Dr S Braim, Mr M Cordey, Mr D Core, Dr G Crisp, Mr M Davies (Chair), Mr M Dyde, Mr D Fellows, Mr R Fowler, Mrs H I'Anson, Mr J Michael, Mrs C Palmer, Dr T Parsons, Mr C Penn, Prof J Raine, Mrs G Rees, Ms S Rouse, Ms H Stace, Mr J Watts, Mr T Yapp.

**In attendance:** CEO, Conservation Manager, Finance and Administration Manager, Secretary to the Board, 18 members of the public.

**Not present:** Mr T Johnson.

Mr Davies welcomed everyone to the meeting.

### 1. Apologies for absence

Mr D Baldwin, Dr D Bryer, Mrs L Hodgson, Mr C Rouse.

### 2. Chair's announcements

- Because of the size of the committee, Land Management meetings would need to be held somewhere other than Manor House. Because of the lack of available venues on a Thursday, it was proposed to move the meetings to Tuesday evenings. (7 April, 7 July, 6 October). Venues would be confirmed at a later date.
- Ray Roberts, a former Board member, voluntary warden and Chair of the Trust had died. Mr Davies expressed the Trust's thanks for all he had done.
- Events - land management walk (29 January), workshop on the consultation results (23 January).
- New trustee E-mail addresses and password would be circulated for use in connection with Trust business. Mr Davies drew attention to a new element in the revised MHDC Councillor Code of Conduct – "You must not do anything that is likely to cause the authority to breach data protection law." This was a principle which perhaps the Trust should also incorporate in due course.
- The CEO's appraisal process had been started.
- The Trust's Annual Review was now available.

### 3. Declarations of interest

There were none.

### 4. Public Comments

See appendix.

### 5. To confirm the Minutes of the Board meetings held on 21.11.2019

The Secretary to the Board apologised for having spelled Katherine Harris' name wrongly in the draft minutes.

Mr Fowler said there was no mention in the minutes (in relation to item 8), that Mr Michael had referred to receiving a phone call and that Mr Fowler had said that he had not received a phone call. The Secretary to the Board said the minutes were not a verbatim record of everything that was said and only matters that were relevant to the decisions made were included. On the proposal of Ms Stace, seconded by Mrs Rees it was **RESOLVED** (19 votes in favour with 2 abstentions) to approve the minutes of the meetings held on 21 November 2019.

## 6. Matters arising

In relation to the hang gliding policy, Dr Parsons asked if the Community and Conservation Officer could point out to the Hang-gliding Club that people whose hearing was impaired might not hear a warning shout from above.

Mrs I'Anson had asked to join the Land Management committee. Mr Fowler said that this skewed the balance of appointed members on the committees. The Secretary to the Board said that all trustees were entitled to sit on either Land Management Committee or Finance Administration and Resources Committee.

On the proposal of Mr Davies, seconded by Ms Rouse it was **RESOLVED** (15 votes in favour, 2 against, 3 abstentions) to appoint Mrs I'Anson to Land Management Committee.

Mr Fowler said that he had been told that elected trustees who had not signed the Code of Conduct were excluded from some committees and this was not a factor set out in Standing Orders. Prof Raine said that he had expressed the view that it was not right that trustees who had refused to sign the Code of Conduct should sit on the Governance Committee. Ms Stace said that when Standing Orders were first drawn up, trustees were not asked to sign the Code. It was an issue which had only just arisen and perhaps needed to be addressed. . Mr Davies said the Code was being revisited.

## 7. Land Management Committee

7.1 On the proposal of Ms Stace, seconded by Dr Braim it was **RESOLVED** (with 1 abstention) by the committee members present to confirm the accuracy of the minutes of the meeting held on 5 December 2019.

### 7.2 Matters arising

Mrs Rees went through the minutes.

### 7.3 Adoption of minutes

On the proposal of Dr Crisp, seconded by Mr Braim, it was **RESOLVED** unanimously to adopt the minutes.

## 8. Finance Administration and Resources Committee

8.1 On the proposal of Mr Core, seconded by Ms Rouse, it was **RESOLVED** by the committee members present to approve the accuracy of the minutes of the meeting held on 10 December 2019.

### 8.2 Matters arising

Mr Cordey went through the minutes.

### 8.3 Adoption of minutes and resolutions

On the proposal of Mr Core, seconded by Mr Fellows, it was **RESOLVED** unanimously:

- i. To adopt the minutes of the meeting held on 10 December 2019

- ii. Whilst keeping to the overall percentage of equities within the investment criteria, to adjust the cap for overseas equities within the equities category to 45% until the review of the risk category had been carried out
- iii. that the bank mandates be amended to reflect the new appointees to the posts of Chair of the Board and Chair of the FAR Committee

## 9. Staffing Committee

9.1 On the proposal of Mrs Palmer, seconded by Prof Raine, it was **RESOLVED** unanimously to adopt the minutes of the meeting held on 9 January 2020.

### 9.2 Matters arising

Mrs Palmer went through the minutes.

### 9.3 Adoption of minutes and resolutions

On the proposal of Mr Davies, seconded by Ms Rouse it was **RESOLVED** unanimously to adopt the minutes of the meeting held on 9 January 2020 and to appoint Mr Core as the second Board member under the Bullying and Harassment Policy.

## 10. Approval of General Fund budget and to set the levy for the year end 31 March 2021

The Finance and Administration Manager went through the paper. Since the Finance Administration and Resources Committee meeting, the outstanding information required to finalise the budget had been obtained and she and the CEO had revisited the write off periods for some of the assets. The auditors had confirmed that the change in the write off periods did not need to be backdated.

The revised draft budget now showed a small surplus of £2,785, on the assumption that the levy was increased by inflation.

Mr Watts said the budget should reflect the objectives of the Trust. He thought the budget was not strategically focused. It appeared to be an authorisation budget to say this was what you could spend. He thought it looked as if the trustees were trying to micro manage the officers. There was no strategic dashboard, and no key performance indicators mentioned. He accepted this could not be addressed at this meeting. He also felt the budget was driven by the precept rather than what the Trust needed to do and did not believe it was helpful focus on the percentage increase in the precept rather than the absolute amount.

Ms Stace said that the budget was based on the 5 year costed Land Management Plan and the Business Plan. The Board had given thought to what needed to be done and how to achieve it and there was a lot of strategic planning behind the budget.

Mr Watts said an inflation only increase in the precept would not cover all the Trust's expenses as other income sources such as grants were static. The reserves had gone down and he felt the Trust should be building them up. He therefore proposed, seconded by Dr Parsons to increase the precept by 9%. The motion was defeated by 14 votes to 2 with 5 abstentions. It was then proposed by Mr Cordey, seconded by Mr Bartholomew, to increase the levy by 5%. The motion was rejected by 9 votes to 8 with 4 abstentions.

Dr Brain made the point that the Trust should be asking what money was needed to pay for the work which needed to be done.

On the proposal of Ms Rouse, seconded by Mr Fowler it was **RESOLVED** (with 2 votes against) that

- i. the Board agree the levy for 2020/21 be set at £534,850,
- ii. the Board approve the following parking pricing from 1<sup>st</sup> April 2020:
  - a. Meter prices £4.50 per day
  - b. Residents' passes £5.70 per annum
  - c. Annual pass £38 per annum, plus £14.50 per annum for a second car at the same address.
- iii. the Board approve draft 3 of the General fund budget.

On the proposal of Mr Cordey, seconded by Mrs Rees it was **RESOLVED** unanimously that:

- i. the Board approve the designated fund budget for 2020/21 as set out in the papers for the FAR meeting on 10 December 2019
- ii. the Board approves a budget of £75,000 from the Parliamentary Fund (for the sewage treatment system at British Camp, new bays at Black Hill car park and hedge laying)

#### **11. Authorisation of the cost of additional tree safety works**

The CEO went through the paper. He confirmed that the specification for the work had been re-examined and changed to reduce costs where possible.

On the proposal of Ms Stace, seconded by Mrs Rees it was **RESOLVED** unanimously to approve additional expenditure of up to £11,250 to pay for the remainder of the tree safety works, including traffic management costs.

#### **12. To approve Easement Guidelines**

The Secretary to the Board said that the Land Management Committee had approved the draft guidelines in October and they were now before the Board, following a training session for all Board members on easements.

Dr Crisp had suggested some amendments and these had been circulated to Board members 24 hours before the meeting. Dr Crisp said that he was concerned about the concept of guidelines as opposed to policy. The Secretary to the Board explained that the reason for the change was on Counsel's advice – when asked to check the Trust's Easement Policy in November 2018, Counsel said that it was a good idea to have some guidelines, but strictly it should not be called a policy. Board decisions on easements were governed by the MHT Acts, not a Board "policy".

Mr Fowler asked how the Trust took account of stakeholder views. The Secretary to the Board said that generally, as stated in the training, they could be considered where they were relevant to the criteria specified in the Acts.

The Board discussed Dr Crisp's proposed amendments point by point.

Dr Parsons said he felt it was too complicated and proposed that the matter be discussed at a future meeting. This was seconded by Mr Fellows. The proposal was **REJECTED** by 16 votes to 5.

On the proposal of Ms Stace seconded by Ms Rouse it was **RESOLVED** (16 votes in favour, 4 votes against, 1 abstention) to adopt the guidelines as contained in the papers for the meeting, with the following amendments:

- Include the reference to the case Evans v Wimbledon and Putney Common Conservators.
- Under “Process guidelines” add in the words (after “This is for guidance only”) “and applies both to initial applications and the second stage of applications dealt with under 6 below”.
- Add the words “The Trust will also notify in writing occupiers of property immediately adjoining the site for which the easement is requested”.
- Change “inter alia” to “for example”.

Mr Baldwin arrived but took no part in the meeting.

### **13. Charity Commission Scheme**

There was a Board workshop on 23 January to go through the paper prepared by the Working Group and the responses to the public consultation. Legal costs to date were £110,990 and the consultation costs £16,240.

### **14. GDPR update**

The CEO reported that new E-mail addresses had been set up for trustees. There would be a trial period to ensure that everyone was able to use the new E-mail accounts and the aim was to use them for all trust business from 21 February. The Trust had had its first Subject Access Request last year. Processing that request take up significant staff time and the Trust also incurred costs as a result of seeking of advice. The Trust needed to find a more effective way of handling GDPR compliance, and the CEO was considering outsourcing it, in the same way as HR. The privacy policy was about to be updated and the data officer role would also be reviewed and possibly transferred to the provider.

### **15. Urgent Business**

There was none.

### **16. Information**

Written reports had been circulated in relation to the activities of the bodies listed below.

#### 16.1 Malvern Spa Association

Mrs Palmer said that the theme of the well dressing in 2020 would be “yellow”. The Well dressing would be on for 9 days this year.

16.2 AONB Joint Advisory Committee	Written report circulated
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16.3 Wildlife Panel	No meeting
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16.4 Recreation Advisory Panel	No meeting
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16.5 Management report	
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The CEO said that contractors were on site filling in the pit at Top Shed.

### **17. Next meeting**

12 March 2020 7pm, Gryphon Room, Malvern College.

**18. Resolution to exclude the public**

On the proposal of Mr Penn seconded by Mrs Rees it was **RESOLVED** (with 2 abstentions) to exclude the public for discussion of item 19 on the agenda on the grounds that publicity would be prejudicial to the public interest by reason of the exempt or confidential nature of the business to be transacted (HR matter).

**The meeting closed at 9.06pm**

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**CONFIDENTIAL**

**Minutes released**

**19. Secretary to the Board hours**

The CEO reminded trustees that the Secretary to the Board's hours had been increased to 5 days a week until 31 December 2019 to cover with the additional work generated by the Charity Commission Scheme. A lot of work was still going on and the CEO asked that the Board authorise her to continue working 5 days a week to the end of the financial year. He suggested that the additional costs be taken from the CCS consultation budget because she had been and was continuing to deal with the responses from the consultation.

On the proposal of Mrs Palmer seconded by Ms Stace it was **RESOLVED** unanimously to increase the Secretary to the Board's hours to 5 days per week until 31 March 2020.

16 January 2020

## Appendix I

Katherine Harris:

Whilst I recognise that a lot of work is put into collating the information that has to be included at a meeting, the issuing of an agenda on Friday 10 January for a meeting less than a week later is inadequate. The relevant papers were not available until Monday 13 January barely 24 hours ahead of the deadline we had to make if we wanted to comment on any item. That does not give us time to read the papers in detail, let alone assimilate and digest the contents. As a public body the trust has some responsibility to make such papers available at least a week in advance so the public has some opportunity to examine the contents and make the Tuesday mid-day deadline for a speaking slot if they wish to do so.

Ann Dicks

I am surprised that the Malvern Hills Trust is not disappointed with the number of respondees to the public consultation when it is compared with the number of votes cast in the recent contested elections for trustees. I wonder whether the low number of responses is anything to do with fact that the actual survey was so difficult to find online and almost impossible to understand when found.