

Malvern Hills Trust
Governance Committee
Castlemorton Parish Hall

Thursday 29 July 2021 7.00pm

Present: Mr C Atkins, Mr R Bartholomew (Chair), Dr S Braim, Mr D Core, Mr M Davies (non-voting), Mr D Fellows, Prof J Raine.

In attendance: Community and Conservation Officer (CCO), Secretary to the Board, Dr G Crisp, Mr R Fowler, Dr T Parsons, Mr C Rouse, 1 member of the public.

Mr Bartholomew welcomed everyone to the meeting.

1. Apologies for absence

CEO, Mrs C Palmer.

2. Chair's announcements

Diary dates for trustees:

- Stroll 19 August 2021 at Swinyards Car Park
- Special Board meeting 26 August to consider funding of tree work arising from Ash Dieback Disease.

3. Declarations of interest

There were none.

4. Public comments

There were no comments from members of the public.

5. Matters arising from previous meetings

There were none which were not on the agenda.

6. Update from Working Group 1

(Set up at the Governance Committee meeting on 4 February to prepare an analysis of the costs and benefits of seeking a private Act of Parliament)

Mr Davies felt a good start had been made. A model had been set up although there had been some issues about how to evaluate the benefits. There was no target completion date. Mr Bartholomew pointed out that some of the important benefits could not be easily monetised.

7. Working Group 2

(To undertake any further work necessary on the details of the proposed Governance Changes)

There had been no meeting.

8. Meetings

The Secretary to the Board introduced the paper. She had spoken to a number of local councils and they were continuing with Covid precautions and limiting the number of attendees at meetings. Where it was feasible, meetings could be streamed to allow members of the public to view the meeting without having to attend in person. The Trust was selecting venues which could accommodate trustees and a number of members of the public, but finding such venues was difficult. Whilst the requirement to self-isolate remained in force, it was not desirable to have all of the Trust's Officers present at a meeting in case an attendee subsequently tested positive.

The paper also contained a proposal to reduce the number of committee meetings and if adopted, the arrangements would need to be reviewed after a trial period.

The following points were made:

- A question was asked about the application of the Public Bodies (Admission to Meetings Act) 1960 but the Secretary to the Board said the Act was no longer applicable to the Trust.
- Streaming was a way of addressing public access to meetings during the pandemic, but was also a powerful public engagement tool in itself.
- Did the proposal to reduce the number of scheduled meetings address the business needs of the Trust? The Secretary to the Board confirmed that the Officers were satisfied that it should. There was also the option to call a Special Meeting if needed.
- It was agreed that the issue of room ventilation during confidential sessions would be assessed on a case by case basis.
- Should attendees be asked to carry out a lateral flow test prior to the meeting? There was general agreement that this would be a helpful precaution.
- Streaming alone excluded people who do not have access to the technology.
- It was not ideal to hold meetings at Pershore but it might be the least bad option.
- It was suggested that there could be a legal challenge if the Trust tried to hold the easement meeting without the option for full public attendance.
- Could some of the Covid benefit be used to offset the extra cost of meetings?

On the proposal of Dr Braim, seconded by Mr Fellows it was **RESOLVED** unanimously to recommend to the Board that the revised schedule of meetings set out in the paper be adopted for a trial period of six months.

9. Social Media Policy

The CCO introduced the paper. The policy had been updated to take into account changes to GDPR regulations.

Points were made as follows:

- What if the CCO breached the policy? The CCO said that her line manager also monitored posts.

- Should the board not be responsible for dealing with breaches of the policy? The Secretary to the Board said that any breaches would be dealt with in accordance with the appropriate disciplinary process depending on whether it was a staff member or a member of the board.
- The policy said that stakeholders should not disclose their affiliation to the Trust on their social media accounts. What about LinkedIn? The CCO said that an amendment could be made to the draft to exclude LinkedIn as a professional networking site.

On the proposal of Mr Core seconded by Prof Raine it was **RESOLVED** unanimously to recommend to the Board that the revised policy should be approved subject to the amendment referred to above.

10. Use of Governance Toolkit

Mr Atkins said that as a trial, the Governance Committee and senior staff had been asked to respond to the first 2 parts of the Governance Toolkit. He felt it was a very useful exercise and it was **AGREED** these 2 sections should be sent out to all trustees to complete. The responses could then be considered in a workshop. The plan would then be to send out other 5 sections.

He felt that the answers given would highlight training needs, areas of disagreement and where the Trust could not comply with the Governance Code because of its governing Acts.

Mr Atkins was thanked for undertaking this exercise. He said any trustee who had questions to contact him.

11. Work programme

Review of Code of Conduct

Mr Davies said this was an adopted Code of Conduct. This was the first meeting at which it could be reviewed, under Standing Orders, but there was a lot of other work to carry out before it was reviewed again. It was **AGREED** to note that the Code should be reviewed at some future time.

Review of trustee disciplinary process

This would be brought to a future meeting.

12. Proposed Trustee training

Workshop on Pensions – this would take place in the autumn. The Secretary to the Board said that she would ask the Finance and Administration Manager to confirm the position if another member of the scheme were to become insolvent.

Being a Good Trustee training would not be held until after the Governance Toolkit process was completed.

13. Urgent business

There was none.

14. Date of next meetings

21 October 2021

15. Confidential item

On the proposal of Mr Atkins, seconded by Mr Bartholomew, it was **RESOLVED** unanimously to exclude the public for discussion of item 16 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 (personal information).

The meeting closed at 8.35pm.