

10 September 2015

MALVERN HILLS CONSERVATORS MEETING OF THE BOARD

**Council Chamber, Avenue Road, Malvern
Thursday 10 September 2015, 7:15 pm**

Present: Rev'd C Attwood, Mr D Baldwin (arrived during item 5.), Mr D Bryer, Mr R Chamings, Mr S Freeman (Vice Chairman), Mr S Ginn, Mr A Golightly, Mr R Hall-Jones, Mr R Madden, Mrs C O'Donnell, Mr B Pilcher, Mrs G Rees, Mr C Rouse, Ms H Stace (Chairman), Mr D Street, Mr P Watson, Mr T Yapp, Mrs S Young.

In attendance: Community and Conservation Officer (CCO), Director, Finance and Administration Manager, Mr R Vale, 2 members of the public.

1. APOLOGIES FOR ABSENCE

R Bartholomew, M Cordey, D Hawkins, R Morton.

2. CHAIRMAN'S ANNOUNCEMENTS

- I.1. There would be a Chairman's workshop on 17 September to discuss the proposals from the Charity Commission Scheme Working Group.
- I.2. There would be a Chairman's workshop on 28 September to discuss Stage 3 of the Business Plan.
- I.3. Mr Bound reported that there had been a briefing on 8 September for prospective candidates for the forthcoming Board elections. Six members of the public attended as well as some existing Board members. There had been further enquiries since then.

3. PUBLIC QUESTIONS

There were none.

4. DECLARATIONS OF INTEREST

Mr Rouse - Higher Level Stewardship scheme.

Ms Stace – items relating to the appointment of a new Director (agenda items 14, 15, 16, 18)

5. TO CONFIRM THE MINUTES OF THE BOARD MEETINGS HELD ON 11 JUNE, 16 JULY, 27 JULY, 10 AUGUST 2015

On the proposal of Mrs Rees, seconded by Mr Street, it was **RESOLVED** unanimously that the minutes of the meetings of 11 June, 16 July, 27 July and 10 August 2015 be signed as a **TRUE** and **ACCURATE** record.

6. MATTERS ARISING FROM THE BOARD MEETINGS

11 June 2015

10 September 2015

Rebranding The CCO reported that the tender documents would be sent out at the end of September in order to minimise the delay between receipt of tenders and their considered by the Finance Administration and Resources Committee.

Mr Hall-Jones felt that it was confusing to mix the use of the terms “Trustees”, “Board members” and “Conservators”.

The CCO confirmed that Wyche Innovation Centre had raised funds to purchase a second-hand tramper and were looking into the question of insurance.

16 July 2015

Gullet Quarry Mr Bound confirmed that the Police had decided that they could prosecute under MHC byelaws and had referred the evidence available to the Crown Prosecution Service.

27 July

The Hacketts Mr Bound reminded the meeting that it had been agreed that the work should proceed and that Mr Hawkins would meet with the builder, discuss the planned work and decide whether he felt the tender price was appropriate. Mr Hawkins had, on reflection, decided that he was not prepared to do this as he felt the specification used was inadequate and a new specification should be prepared and the work put out to tender again. It was suggested that the builder should proceed as agreed but that the Operations Manager, and Mr Hawkins if he was willing, should attend regularly to inspect the work. On that basis, and on the proposal of Mrs Rees, seconded by Mr Baldwin it was **RESOLVED** (14 votes in favour, 2 against and 2 abstentions) that the builders should be instructed to proceed.

10 August

There were no matters arising not on the agenda.

7. MINUTES OF THE FOLLOWING COMMITTEES:

7.1 LAND MANAGEMENT COMMITTEE MEETING HELD ON 9 JULY 2015

7.1.1 Mr Rouse presented the minutes of the meeting held on 9 July 2015. On the proposal of Ms Stace, seconded by Mr Hall-Jones, **ACCURACY** of the minutes was **AGREED**.

7.1.2 Matters arising

Mr Chamings expressed concern at the proposed increase in the cost for grazing project. Mr Bound confirmed that this increase would not produce an overall overspend on the annual budget.

7.1.3 On the proposal of Mr Rouse, seconded by Mrs Rees it was **RESOLVED** unanimously to adopt the minutes and the resolutions contained in them.

7.2 GOVERNANCE COMMITTEE MEETING HELD ON 27 JULY 2015

7.2.1 Rev'd Attwood presented the minutes of the meeting held on 27 July 2015. Subject to a minor amendment, the **ACCURACY** of the minutes was **AGREED**.

7.2.2 Matters arising

There were none.

7.2.3 On the proposal of Rev'd Attwood, seconded by Mr Ginn, it was **RESOLVED** (with one abstention) to adopt the minutes and the resolutions contained in them.

7.3 FINANCE, ADMINISTRATION AND RESOURCES COMMITTEE MEETING HELD ON 20 AUGUST 2015

7.3.1 Subject to a minor amendment, on the proposal of Mr Street, seconded by Mr Madden, the **ACCURACY** of the minutes was **AGREED**.

7.3.2 Matters arising

Mr Madden asked for an update on Top Shed, but no further information was available at the meeting. The Director confirmed that an offer had been accepted for 34 Wyche Road. He also gave more details of the work included in the planning application for St Ann's Well, which was mainly refurbishment and repair, with some internal rearrangement. Mr Watson reported the concerns raised by members of Malvern Spa Association. The Director said there was no intention to carry out work to the well in the near future and he had agreed with the architect that the extension on the side of the building would be rebuilt in Malvern stone. The Director had considered with the architect whether disabled access could be created to the Octagon room, but it was not feasible. The Director confirmed that the project cost had not been ascertained but once planning permission was granted, the work would be put out to tender and the matter brought back to the Board.

7.3.3 On the proposal of Mr Street, seconded by Mr Madden, it was **RESOLVED** unanimously to adopt the minutes and the resolutions contained in them.

8. TO AUTHORISE SIGNATURE OF LETTER OF CONFIRMATION TO CCW

Ms Stace pointed out that some Board members had not signed their Related Party Transaction forms, but she felt this was not material as the Board members in question rarely attended meetings. On the proposal of Mr Madden, seconded by Mr Ginn, it was **RESOLVED** unanimously to authorise the Chairman to sign the Letter of Confirmation.

9. TO APPROVE THE SORP RISK ASSESSMENT

Subject to an amendment, ("NC" missing from the "Change" column on point 4.3) .on the proposal of Rev'd Attwood, seconded by Mr Ginn, it was **RESOLVED** unanimously to approve the Risk Assessment.

10. GOVERNANCE REVIEW

The conclusions of the Working Group had been circulated in advance of the Chairman's Workshop. Mr Ginn thanked the members of the Working Group for the considerable amount of time they had spent on the matter. He asked everyone to read the paper which had been produced, and if Board members could not attend the Chairman's Workshop, to forward their comments to him. Rev'd Attwood reiterated that if Board members had views which differed significantly to those expressed in the paper, it would be helpful to submit them to Mr Ginn on behalf of the Working Group for consideration prior to the public meetings.

11. URGENT BUSINESS

There was none.

12. INFORMATION

- 12.1 Malvern Spa Association – a written report had been circulated.
- 12.2 AONB Joint Advisory Committee – no meeting had taken place.
- 12.3 Wildlife Panel – no meeting had taken place.
- 12.4 Recreation Advisory Panel – no meeting had taken place.

13. ITEMS FOR FUTURE CONSIDERATION

Mr Madden asked for an update on the plans for the tramper at the Wych Innovation Centre at the next meeting.

14. APPOINTMENT OF NEW DIRECTOR

Mr Freeman took the Chair. He went through revised paper C and asked for comments. The following suggestions were made:

Job Description:

2.9 should mirror the wording of 2.5 in that the appointee would take overall responsibility for Health and Safety.

There should be consistency throughout the document in how the Board/the Conservators were described.

Personal Specification

Was having a degree, having good IT skills and being "highly numerate" a requirement for the post?

On the proposal of Mrs Rees, seconded by Mrs O'Donnell, it was **RESOLVED** (with 1 abstention) that the Board agreed to recruit a new full-time individual to head the management of MHC and approved the draft job description and person specification subject to the amendments set out above.

15. RECRUITMENT PROCESS

Mr Freeman drew the attention of the meeting to Paper D. Mr Watson asked if shortlisted candidates could meet the Board. It was agreed that the detail of the selection process and the question of candidates meeting Board members should be left to the Recruitment Committee.

Mrs O'Donnell proposed an amendment to the budget set out in paper D to add £200 for the expense of holding an informal meeting for Board members to meet prospective candidates, making the total budget £9,000.

On the proposal of Mrs O'Donnell, seconded by Mr Pilcher, it was **RESOLVED**:

- (a) that the Recruitment Committee appointed on 10 August 2015 should undertake the recruitment process on behalf of the Board
- (b) to agree the Recruitment Committee's term of reference as set out in the paper
- 9c) to approve a budget of £9,000 for the recruitment process.

16. RESOLUTION TO EXCLUDE THE PUBLIC

On the proposal of Mr Street, seconded by Mrs Rees, it was **RESOLVED** unanimously to exclude the public for discussion of items 17 and 18 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.

CONFIDENTIAL ITEMS

There was a discussion about whether Mr Vale (as an Officer of the Board) should leave the meeting. Mr Vale was asked to leave.

17. APPROVAL OF ADDITIONAL BUDGET FOR PENSIONS WORKING GROUP AND WAIVER OF REQUIREMENT TO TENDER

Ms Stace resumed the Chair. The Finance and Administration Manager took the Board through the paper. On the proposal of Ms Stace, seconded by Mrs O'Donnell, it was **RESOLVED** (with one abstention)

- (a) That the Board approved an additional budget of £15,000 plus a 20% contingency from the General Fund for pensions advice from Mitchell Consulting, as agreed by the FAR Committee.
- (b) That the Board agreed to suspend the procedures set out in the Accounting Policies and Procedures Manual included with the Governance Handbook and proceed on the basis of the 3 written quotes already obtained.

Mrs Stace left the meeting.

18. TO SET SALARY TO BE OFFERED FOR THE POST OF DIRECTOR

Mr Freeman resumed the Chair.

Following a debate, on the proposal of Mrs O'Donnell, seconded by Mr Chamings, it was **RESOLVED** (with one vote against and one abstention)

- (a) to advertise the post of Director with a starting salary within the scale PO6 – PO9 dependant on experience and
- (b) the Board would offer candidates the option to join a pension scheme (details to be communicated once the Board's policy has been agreed).

The meeting closed at 9.13pm