

## Malvern Hills Trust

Ordinary Meeting of the Board

By video/telephone conference and live stream

Thursday 11 June 2020 7.00 pm

**Present:** Mr C Atkins, Mr D Baldwin (arrived during item 2), Mr R Bartholomew, Dr S Braim, Dr D Bryer, 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, Mr C Rouse, Ms S Rouse, Ms H Stace, Mr J Watts, Mr T Yapp.

**In attendance:** CEO, Secretary to the Board, Finance and Administration Manager, Conservation Manager, Community and Conservation Officer.

Mr Davies welcomed everyone to the meeting.

### 1. Apologies for absence

Mrs L Hodgson, Mr T Johnson.

### 2. Chair's announcements

- Mr Davies went through some of the arrangements for virtual meetings.
- There was one item of urgent business.
- He thanked those trustees who had sent in comments on the draft Trustees' Report. He thought it likely that a Special Meeting of the Board would be called in August to finalise the report.
- The audit was taking place this week.
- Some Related Party Transaction forms were still outstanding.
- He referred to E-mail exchanges which had taken place originating from a message from Dr Crisp in mid-May. Some E-mails were expressed in critical terms which did not speak of a team ethos and he observed that the tone had on occasions served to obscure any merit that might be found in the content.

Part of his role was to seek to create a team ethos amongst trustees and staff and he asked for assistance with this and encouraged anyone commenting on the behaviour, performance, or beliefs of other team members should consider how those comments would be received. He had learnt that respect had to be earned through conduct and all team members were equally deserving of respect. He offered to discuss with the individuals concerned any instance where they felt they had been unfairly and disrespectfully treated.

### 3. Declarations of interest

There were none.

### 4. Public Comments

See appendix.

### 5. To confirm the Minutes of the Board meetings held on 12 March 2020

On the proposal of Mr Bartholomew, seconded by Mr Cordey, it was **RESOLVED** (16 votes in favour, 1 against, 7 abstentions) to approve the minutes of the meetings held on 12 March 2020.

## **6. Matters arising**

In relation to item 8, Mr Fowler said he thought the E-mail from the Charity Commission should have been disclosed prior to the decision on adoption of the Charity Commission Scheme Working Group's report and that it was significant information relevant to the decision which was made. He suggested that there may have been inappropriate direction of trustees to drive through a decision and that this made the vote null and void.

Mr Fellows said that the note of the Working Group indicated that the public were in favour of the Scheme, but the letter from the charity commission indicated concerns. He wanted to know why there was that difference. The Secretary to the Board said that all of the responses from the consultation were available on the Trust's website. Mr Bartholomew said his recollection was not that the Working Group had said that public were entirely in favour of the proposals, and that the Board were told some contrary opinions had been expressed.

Mr Watts said the Charity Commission had said the Trust could not proceed by way of a Scheme because of the significant interest of the precept payers.

Mr Fowler commented that the Secretary to the Board should not be commenting during the meeting. The CEO said that she was one of the key members of staff dealing with the Charity Commission Scheme and it was therefore appropriate for her to provide information to Board member about that process.

Mr Davies said that the proposed changes and the available options would be put forward and discussed in full by the Board once something like normal operations were resumed.

Mr Fowler said that should not preclude information being provided to trustees and he had asked to see the E-mail which was received from the Charity Commission. Mr Davies said if he would like to make arrangements to call at the office he would be given access to that E-mail.

Dr Crisp reminded the meeting that the trustees had been told they would be provided with a copy of the Worcestershire County Council statement on the consultation. The Secretary to the Board said this had been overlooked and she would arrange for it to be put onto the members section. He asked what had been going on over the last 3 months in relation to the Charity Commission Scheme. Mr Davies said that everything had been halted.

## **7. Chief Executive's report and project progress update.**

The CEO's report had been circulated. Since it was written there had been a fire at West of England Quarry. Two appliances and the off-road team from Hereford and Worcester Fire and Rescue Service had attended and the fire was very swiftly dealt with. There was a second smaller blaze the same evening and another the following day, all started by barbecues and camp fires.

Applications for the warden's post had closed and 227 applications had been received. Interviews would follow over the next 2 weeks. There had been an increase

in the number of volunteers helping with litter collection. As well as regular volunteers there had been a number of offers from the public, and he thanked them for this response. The Trust was taking up those offers where possible.

The website had been off line for 2 periods over the last week and it was hopefully now restored.

There had been no responses to the invitation to tender for the sewage treatment work at British Camp. The tender had been reissued.

Ms Rouse thanked the staff, especially the CEO for all their hard work during the crisis. Mrs I'Anson reported that she had been pressing Herefordshire Council to reopen the British Camp toilets.

## **8. Finance and Administration Manager's report**

The Finance and Administration Manager's report had been circulated. She was able to confirm that after a very busy 2 weeks, pass sales had steadied and 241 passes had been sold so far this week, bringing the total since the office re-opened to 1,668. The total for the year was 2,349. Annual sales were usually in the region of 7,000 passes and the staff had started to issue reminders that the residents' passes now needed to be renewed. The new process which allowed people to apply by E-mail and pay by BACS had proved very popular.

The Audit had started, with the Auditors working remotely. No issues had been found at this stage. It was planned to have a Board meeting in August with the audit manager, to go through the accounts and deal with any questions.

The May Investment Report would be uploaded to the members' area of the website. Both funds had rallied since the Covid-19 crisis started. She was happy to pass on any trustees' questions to the Investment Manager. There had been no further expenditure on the Charity Commission Scheme since the Board last met. Ms Rouse thanked the office staff and commented on the good publicity for the resumption of sale of car park passes. She thought the public had been pleased with the way this had worked.

The Finance and Administration Manager confirmed that currently no one was available from the library service to talk about the future sale of passes. Car Park takings for May (£32,000 net of VAT) were over budget.

Mr Rouse said the pension deficit had gone up. The Finance and Administration manager said that that he was referring to the accounting deficit. The value of the investments at the year end had a detrimental effect although this had been offset to a degree by a reduced life expectancy. He had also asked whether insolvencies amongst other scheme members would affect the Trust. The Finance and Administration Manager said the Trust was not in a shared group and so would not be affected.

## **9. Conservation Manager's report**

The Conservation Manager went through his report.

Now that lockdown restriction had been relaxed, the Trust had looked at whether some small groups of volunteers could be resumed, but the difficulty was that the wardens were too busy to manage them at the moment.

Mrs Palmer, endorsed by Mr Michael and other trustees, thanked the Conservation Manager and all the staff out on site for dealing with the very difficult situations which had arisen since lockdown was eased.

The Conservation Manager confirmed that ash dieback would be present across the holding and the Trust needed to identify the trees and remove ones which were badly affected in positions which might make them a hazard.

Ms Stace asked about the tree felling which had recently been carried out on the Berington estate at Little Malvern. The Conservation Manager said that the Trust had been informed and he had checked with them that they had gone through all the necessary channels before work was started.

Dr Parsons asked about Park Wood. He felt some parts of the wood were inaccessible and it was becoming overgrown. The Conservation Manager said it was an ancient coppice woodland and the management strategy was set out in the Land Management Plan. He would check the paths were clear. Mr Atkins commented that a surge in undergrowth was a part of the coppicing cycle.

Richard Bartholomew left the meeting.

#### 10. Regime for meetings

The suggested regime for meetings for the next 3 months was discussed.

Points made included:

- It was important to retain the Covid-19 Contingency Committee so that the Trust could act quickly during the current emergency, and respond to changing Government advice
- The Covid-19 Committee had a limited remit which had been agreed by the Board
- Normal work by the staff was ongoing. Committees did not need to meet at present and if any strategic decisions were required, a Special Board meeting could be convened.
- The staff resources were not available to administer standing committee meetings as well as dealing with what was going on on the Hills.
- If there were any topics which Board members needed to raise they could contact the staff, or ask for them to go onto the agenda for the next Board meeting
- It seemed that meetings could now be held remotely
- Having the meetings online was much more difficult than speaking face-to-face
- Was it feasible for Board members to share their thoughts through a forum separate to formal meetings?

Dr Parsons proposed an amendment, seconded by Mr Fowler, that a meeting of the Land Management Committee should be included in the arrangements for meetings for the next quarter. The proposal was defeated.

On the proposal of Ms Rouse, seconded by Mrs Palmer it was **RESOLVED** (with 3 abstentions) to proceed as follows:

The Covid-19 Contingency Committee should continue to deal with urgent business

Other committee meetings should be suspended

A Special Board meeting would take place in August to consider the annual report and accounts

The next ordinary Board meeting would take place by video/telephone conference on 10 September 2020

### **11. To approve the protocol to cover virtual meetings**

The Secretary to the Board introduced the paper. There was no option for holding meetings at present other than by meeting on-line. All the requirements for holding Trust meetings were fulfilled but additional Standing Orders were needed to cover how the meetings were held.

It was agreed the reference in paragraph 6 be changed to first and family names.

There was a discussion about whether all Board members should automatically be invited to join committee meetings (paragraph 24). The protocol as drafted required Board members who were not members of the committee and who wanted to contribute to request an invitation to join the meeting. It was agreed that there should be no deadline for Board members who were not on the committee to notify the Secretary to the Board that they wished to join a meeting but the Secretary to the Board asked trustees not to leave this too late.

Dr Crisp asked whether there was any reason why members of the public should not be able to join the meeting to read their statements. The suggestion was not supported.

Mr Fellows left the meeting.

On the proposal of Ms Stace, seconded by Mr Cordey it was **RESOLVED** (with 3 abstentions) to adopt the protocol with the amendments set out above.

### **12. Policy on retirement gifts for employees**

On the proposal of Mr Cordey, seconded by Mrs Rees, it was **RESOLVED** unanimously to update the retirement gift policy as follows:

Employees who had completed ten years' service or more should receive £20.00 for each year of service.

Employees who had completed over 20 years' service should in addition receive a contribution of up to £250 towards a picture of the Malvern Hills of their choice.

### **13. Gullet Quarry**

The CEO went through the paper. The situation there for staff, the police and the fire brigade had been very challenging since lockdown travel restrictions were eased, with significant and regular incursions by members of the public into the fenced area at the quarry in breach of the byelaws. The position was significantly worse than it had been over the last 4 years. The Trust needed to consider what else could be done on site to limit access and a list of possible options was set out in the paper. Some of the options would require consent from Natural England as the site was an SSSI. Natural England had indicated they would expedite any such applications.

The CEO said that he intended to carry out the immediately available options set out in the paper (use of anti-climb paint, additional signage and if Natural England agreed, consider the effectiveness of using dye in the water).

He would carry out further research on the medium term options. The proposal for additional fencing at the top of the ramp would entail around 20 metres of 2.7m high fence which would be fairly well screened. The vegetation which was planted following the RoSPA advice in 2013 was now well established but any new planting on the ramp might be trampled and destroyed and would need the protection of the proposed fence. The fence would require planning permission as well as Natural England consent. He felt the Board needed to take further action in response to the increased activity. He confirmed that any measures which were introduced needed

to be maintained and the wardens checked the fencing around the quarry every morning.

There was a discussion in which the following points were made:

- Consider partial infill of the quarry as a long term answer.
- Would there be any liability if someone did swim with dye in the water. The CEO said he understood it would not increase the risk of someone getting into difficulties in the water, nor cause any issues for emergency services but he was awaiting a full specification for the product.
- Lower the water level via the outfall. The CEO had spoken to the former quarry manager who said the outfall was not at the bottom of the water body.
- Several current board members had been on the board when the deaths occurred in 2013. The Board had done anything which reasonably could be done in accordance with the RoSPA recommendations at the time. The numbers of people involved and anti-social behaviour may have increased since then. It was not the Board's responsibility as land owners to stop every eventuality which might occur.
- The ramp attracted people and the Trust should consider what action could be taken to stop people accessing the ramp.
- The use of police and fire service resources at the current level could not continue. The Wardens were being subject to abusive behaviour.
- What advice had been taken in relation to the Trust's liability? A rationale had not been provided for why the Trust needed to take further action.
- Was this a matter of reputation rather than liability?
- The Trust owed a duty of care to ensure people on Trust land were made aware of any hazards. The Secretary to the Board suggested taking professional advice, possibly from RoSPA or a similar organisation to see what they thought was adequate in the present circumstances.
- The Trust needed to solve the problem of the unstable rock face. The CEO pointed out the geological significance of the site. Structural changes to the quarry might not be acceptable to Natural England.
- Taking a prosecution would make a difference.
- The site needed to be made as safe as possible in the short term.
- The one point in the RoSPA action plan which was not implemented was creating a memorial, as this was not something which the family wanted.
- The Trust would not be able to stop people doing things that they wanted to do. There was a limit to what the Trust had to do to prevent people from taking risks.
- There would not be as many people in the quarry once everyone got back to work. It was necessary only to take reasonable precautions, and the Trust would not stop people taking up the challenge of getting into the area. There should be more discussion before spending a fortune.

It was **AGREED** that the CEO should take the short term actions which were within his authority. More discussion could take place at a later meeting once the details of the cost and feasibility of any further action were ascertained. Mr Davies asked that a review of risk assessments should also be carried out to inform the questions of liability.

Ms Rouse left the meeting.

#### 14. Urgent Business

The CEO said that in view of the current situation with increased numbers of visitors and resulting problems there was a lot of pressure on the wardens. There was currently a vacancy which it was hoped to fill as quickly as possible, and another warden would be unable to go out on site for a short period. The CEO had made arrangements to cover the warden tasks as best he could, but he felt a temporary warden should be recruited for up to 3 months to cover the summer period. The cost would be around £6,000 together with the cost of leasing a vehicle.

On the proposal of Mr Davies, seconded by Mrs Rees it was **RESOLVED** unanimously that the CEO be authorised to incur expenditure of up to £7,500 to take on additional wardening capacity over the next 3 months.

#### 15. Information

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|---|----------------------------|
| 16.1 Malvern Spa Association  | No report                  |
| 16.2 AONB Joint Advisory Committee  | No meeting had taken place |
| 16.3 Wildlife Panel   | Report circulated          |
| The Conservation Manager said that the panel was a very useful resource for the Trust. Mrs Rees thanked the panel for a very interesting set of papers. |                            |
| 16.4 Recreation Advisory Panel  | No meeting had taken place |

#### 16. Next meeting

A Special Board meeting in August, date to be confirmed and a meeting 10 September 2020 7pm

**The meeting closed at 10.05 pm**

11 June 2020

Appendix I

Pete Watson

1. It seems that the Charity Commission is no longer supporting the new acts of parliament. I assume that the alternative is a private member bill, that last time was a considerable cost. The Covid 19 has reduced the income to the trust and saving must be appreciated. May I suggest that these acts of parliament are set aside. After all the vast majority of the changes are only of the order "it would be nice if....". None of the acts are essential to the continuing of the organisation.
2. Another saving would be achieved if the continuing costs of changing to Malvern Hills Trust. There seems to be many numerous signs to be replaced and many are quite splendid. Not just plastic replacements. The word Trust has no significant meaning (banks will etc use it). Conservators was what the organisation is doing.

*Please note:*

*Please see the Charity Commission statement on the Trust's website. The Charity Commission continues to support the Trusts in making changes to its governing Acts.*

*Adopting the working name Malvern Hills Trust was unanimously approved by the Board in January 2017 and most of the signage had now been replaced.*