

12 September 2019

## Malvern Hills Trust

Annual meeting of levy payers

Council Chamber, Avenue Road, Malvern

Thursday 12 September 2019 7:00 pm

**Present:** Mr D Baldwin, Mr R Bartholomew, Dr S Braim, Mr M Cordey, Mr M Davies (Chair), Dr P Forster, Mr A Golightly, Mr R Hall-Jones, Mr D Hawkins, Mr C Penn, Prof J Raine, Mrs G Rees, Mr C Rouse, Ms S Rouse, Ms H Stace, Mr T Yapp.

**In attendance:** CEO, Conservation Manager, Finance and Administration Manager, Secretary to the Board, Mr I Burrows, Mr D Butler, 6 members of the public, Mr R Hale.

**No attendance:** Mrs Cumming, Mrs L Hodgson, Mr J O'Donnell.

**1. Apologies for absence**

Mr Bryer, Mr S Freeman, Mr J Michael, Mrs C O'Donnell, Mr D Street, Mr Watson.

**2. Declarations of interest**

There were none.

**3. To receive the minutes of the meeting held on 8 November 2018**

On the proposal of Mrs Rees, seconded by Mr Bartholomew, it was **AGREED** that the minutes of the meeting be signed as a true and correct record.

**4. Public questions**

See appendix.

**5. To receive the annual report and accounts for the year ended 31 March 2019**

On the proposal of Dr Braim, seconded by Mr Penn, it was **RESOLVED** unanimously to approve the Annual Report and Accounts for the year ended 31 March 2019.

**6. Appointment of auditors for the year 2019/20**

(Vote by the levy payers) On the proposal of Prof Raine, seconded by Mrs Rees, it was **RESOLVED** to re-appoint Bishop Fleming as auditors to MHT for the year 2019/20.

**The meeting closed at 7:12pm**

## Appendix

From Dr Crisp

- 1) The Trust has alluded to difficulties in obtaining confirmation that their plans for consolidating their Acts under the Charity Commission Scheme. Did they commence on drafting the scheme, for which the legal costs so far are £106,000, on the basis of unrecorded discussions? If not, why is confirmation required and if so, was the Board made aware of the risks involved before committing the Trust's funds?

*Secretary to the Board: The Scheme was drafted on the basis of the advice that the Trust received. We attended a meeting with the Charity Commission and the Department of Culture, Media and Sport (DCMS). They confirmed that they thought it was best practice to consolidate the Acts. The Charity Commission subsequently asked the DCMS to confirm in writing that consolidation could be done under a s73 scheme and the Trust has been waiting ever since. The original advice was from the Trust's solicitors. The House of Lords, when the 1995 Act went through, said that the next thing the Trust did should be to consolidate its Acts. A significant amount of the work which has been done was in going through the Acts and identifying what was still current, what needed amending and what could be disposed of because it was otiose. The bulk of the work is still useful no matter which way the Trust had to proceed.*

- 2) In preparation for the Charity Commission Scheme, has the Trust conducted an independent study on the best size of its Board, if so how much did it cost, who did it and where can the report be found?

*Secretary to the Board: There has been no independent study. The work has been done on the basis of the Charity Governance Code, with which charities are asked to comply or explain why they can't comply. The recommended Board size in the Code is 5 – 12 trustees. Because it would be such a big step to go from 29 to less than 12, 12 was the figure that was settled on. There is a lot of independent research by various organisations indicating that the optimum size for a decision making body is 5 – 7.*

Mrs Harris

Has the Trust had a positive answer from the DCMS yet?

*Secretary to the Board: No. The local MP had tabled a question but it had not been dealt with because of the proroguing of Parliament.*