

21 January 2021

## Malvern Hills Trust

Ordinary Meeting of the Board

By video/telephone conference and live stream

Thursday 21 January 2021 7.00 pm

**Present:** Ms M Alexander, Mr C Atkins, Mr D Baldwin, Mr R Bartholomew, Dr S Braim, Dr E Chowns, Mr D Core, Dr G Crisp, Mr M Davies (Chair), Mr M Dyde (left the meeting during item 16), Mr D Fellows, Mr R Fowler, Mrs L Hodgson, 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 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

There were none.

### 2. Chair's announcements

- GDPR training 2 February 2020.
- Governance Committee meeting 4 February 2020.
- Land Management Plan workshop 18 February 2020. Any feedback on the draft documents was requested before the workshop.
- Agenda item 17 (tree safety works) would be dealt with after the Land Management Committee report (item 10).
- The Trust had received an application for an easement associated with one of the housing development sites that was currently included in the South Worcestershire Development Plan Review. The CEO and the staff were in the process of validating the application and details would be provided to the Board in due course. The easement process guidelines provided for the Chair and Chair of Land Management Committee (with the Officers) to decide whether the application would go first to the Land Management Committee or directly to the Board. As he had a conflict of loyalty arising from being a member of Malvern Hills District Council (MHDC), Mr Davies intended to withdraw from taking part in that decision and would leave it to the Chair of Land Management Committee to determine.
- Next steps in relation to the inquiry being carried out by David Russell would be determined in the confidential section of the meeting. There was also a linked item of urgent business in relation to the anticipated costs of the inquiry which would be dealt with at the same time.
- As lockdown was still continuing, the Chair and Vice-Chair intend to set up a series of informal discussions with trustees and trustees were asked to look out for those invitations. Views would be particularly welcome on fundraising and projects for the Hills.

### **3. Declarations of interest**

Prof Raine declared an interest in relation to the report on Brockhill Road as he was a resident there.

Mrs Rees declared an interest in relation to the report on Stowe Lane as she was chair of Colwall Parish Council.

Mrs Hodgson declared she was the chair of the Joint Advisory Panel for the SWDP review.

All of the District Councillors (Mr Davies, Mr Dyde, Mr Michael, Mrs Palmer, Prof Raine, Ms Rouse) declared an interest in relation to any matters arising in relation to the MHDC offer to assist the Trust with prosecutions.

Mr Rouse declared his interest as a commoner.

### **4. Public Comments**

There were none.

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

On the proposal of Mr Bartholomew, seconded by Mrs Palmer it was **RESOLVED** (with one abstention) to approve the minutes of the meeting held on 12 November 2020.

### **6. Matters arising**

#### **Stowe Lane**

The CEO reported that he had agreed a methodology for resurfacing Stowe Lane but there was an ongoing discussion with the adjoining landowner about the extent of his prescriptive rights.

#### **Brockhill Road**

It was hoped that the Trust was nearing agreement with the Committee of the Brockhill Road Residents Association on the terms of a confirmatory deed of grant of easement.

#### **MHDC offer to assist the Trust with prosecutions under Trust byelaws**

Ms Rouse left the meeting.

The Single Justice Procedure not being available, the Council's Officers had confirmed they would assist the Trust to take a number of prosecutions through the conventional process. There would have to be a strong evidential basis for taking any case forward, and the Board would be responsible for taking the decision whether to proceed.

Ms Rouse returned to the meeting.

### **7. Amendment to standing orders**

There being no questions on the paper, on the proposal of Dr Braim, seconded by Prof Raine it was **RESOLVED** (with 3 abstentions) to amend Standing Order 4.6 to read:

The composition of committees other than the Disciplinary Committee will be proposed by the current chair and vice-chair of the Board, and the chair and vice-chair of the relevant committee, taking into account the preferences of members and their skills, interests and attendance records.

## 8. Code of Conduct

The Chair said that the issue for consideration was whether trustees who had declined to sign the Malvern Hills Trust Code of Conduct for trustees should be included on the Governance Committee or the Disciplinary Committee. His views were that:

- The Code of Conduct had been adopted and was not scheduled for review or amendment.
- Most trustees had signed a declaration confirming their acceptance of the Code but the Code had been adopted by the Board and collective responsibility meant that members of the board must adhere to it and behave accordingly, whether they had signed or not.
- He expected all trustees would behave in accordance with the code and on that basis he would trust the non-signatories to play a constructive and positive part in the work of the Governance Committee should they be appointed to it.
- Similar considerations applied to membership of the Disciplinary Committee.
- Not signing the Code should not of itself bar a trustee from sitting on the committees but the views of those trustee in relation to the validity of the code might be a material factor in the Board's decision. He invited the non-signatories to address the meeting.

The following points were made by other trustees:

- The Governance Committee's terms of reference included monitoring trustee compliance with the Code of Conduct and it seemed perverse to have on the Governance Committee people who declined to sign the Code.
- The trustees who had not signed the Code were asked to explain their position. Signing the Code was designed to show intent to comply with it and it was critical to understand why some trustees had declined to sign.
- The issue was whether trustees would comply with the Code, rather than whether they would sign it.
- Those who had signed had done so in full understanding of what they were signing.
- Should someone be a trustee if they were not prepared to sign the Code of Conduct?
- Was it necessary for trustees to sign the Code in order for it to guide their behaviour? The Code was important in relation to trustee conduct but not central to management of the Hills
- It was important to try to move forward, but if trustees were prepared to comply with the Code, why would they not sign it.
- Councillors could not sit unless they signed to say they would comply with their council's Code of Conduct.

The trustees who had not signed the Code made the following points:

- Whether or not people signed the Code they were still bound by it as it had been adopted by the Board.
- The Code had been altered from the recommendations contained in CC3.
- The track record of those who had not signed was that they had complied.

- There was uncertainty about what parts of the Code meant.

On the proposal of Mr Davies, seconded by Dr Crisp it was **RESOLVED** (15 votes in favour, 7 against with 2 abstentions) that trustees who had declined to sign the Malvern Hills Trust Code of Conduct might, for the time being, be considered for membership of the Governance Committee or the Disciplinary Committee.

## 9. Committee appointments

### a. Governance

On the proposal of Mr Davies, seconded by Prof Raine it was **RESOLVED** (with 9 abstentions) to appoint the following to the Governance Committee:

Chris Atkins	David Fellows
Richard Bartholomew	Cynthia Palmer
Stephen Braim	John Raine
David Core	

### b. LMC

On the proposal of Mr Davies seconded by Dr Braim it was **RESOLVED** unanimously to appoint Dr Chowns to the Land Management Committee.

### b. Disciplinary Committee

On the proposal of Mr Davies seconded by Prof Raine it was **RESOLVED** (with 5 abstentions) to appoint Mrs I'Anson to the Disciplinary Committee.

## 10. Land Management Committee

10.1 On the proposal of Dr Braim, seconded by Mr Rouse, it was **RESOLVED** by the committee members present to approve the minutes of the meeting held on 3 December 2020.

### 10.2 Matters arising

Mrs Rees summed up the matters which were discussed at the meeting.

### 10.3 Adoption of minutes

On the proposal of Mrs Palmer, seconded by Dr Crisp it was **RESOLVED** (with 3 abstentions) to adopt the minutes of the meeting held on 3 December 2020.

## 11. Approval of budget for additional tree safety works (agenda item 17)

The Conservation Manager went through the paper. There needed to be a strategy for the future to deal with expenditure on tree safety work.

The following points were made:

- What was the long term view of the amount of tree safety work required? The Conservation Manager responded that forecasting was very difficult because of extremes of weather and new tree diseases.
- A broader review was required, in the light of ash dieback and other diseases.
- Was it worth taking a more proactive approach when issues first became apparent and work would be less difficult?
- What were other organisations which managed wooded areas doing?
- There should be a working party to formulate a strategy.

On the proposal of Ms Stace, seconded by Mrs Rees it was **RESOLVED** unanimously to approve the expenditure of £24,000 from the general fund to pay for additional essential tree safety work and to set up a working group of Land Management and Finance Administration and Resources Committee members to discuss a strategy for managing and budgeting for future tree safety work.

**12. Finance Administration and Resources Committee** (agenda item 11)

12.1 On the proposal of Mr Core, seconded by Mr Fellows, it was **RESOLVED** (with one abstention) by the committee members present to approve the minutes of the meeting held on 10 December 2020.

12.2 Matters arising

Mr Core summed up the matters which were discussed at the meeting.

12.3 Adoption of minutes

On the proposal of Mr Core, seconded by Prof Raine it was **RESOLVED** (with 4 abstentions) to adopt the minutes of the meeting held on 10 December 2020.

**13. To approve the budget and set the levy for 2021/22** (agenda item 12)

The Finance and Administration Manager confirmed that the Management Accounts to the end of December were available on the web site and the Trust was in a strong financial position. The outlook was uncertain because of the potential impact of a third lockdown but she anticipated being in surplus at the year end.

She had received the tax base from Malvern Hills District Council and the figure had reduced from the previous year. An increase of 6 % in the sum requested by the Trust would translate as an increased payment for a band D property of 7.5 %. The increase in the levy payment for a band D property would be £2.83 per year.

The following points were made:

- Concerns were expressed about raising car park charges, whilst the car parks were busy but many people had lost their jobs or were furloughed.
- Increasing the car park charges might encourage parking outside the car parks.
- The framework for car parking charges needed to be revisited.
- The levy payer's car park passes were good value, and those buying car parking tickets were likely to be travelling from further afield. Were there notices in the car parks explaining that the ticket money was essential for management of the Hills?
- An increase in car park charges for those who travelled to visit the Hills was justifiable. Any increase in the cost of managing the Hills should not fall only to the local residents.
- Was it right to raise the levy by 6 % in the current circumstances?
- One of the reasons the levy had been increased above the level of inflation was because, for a number of years, the levy increase had failed to keep pace with inflation and the Trust was endeavouring to close the funding gap which had resulted.
- The budget had been set in order to manage the Hills and the Trust needed to raise the money to sustain the care of the Hills. The increase in the levy was less than the cost of a cup of coffee in a café.
- Those in the most difficult financial circumstances would not have to pay the levy.
- Was it possible for cost savings to be found in the budget?
- The proposed budget showed a deficit of £59,000.

On the proposal of Mr Core, seconded by Ms Rouse it was **RESOLVED** (by 19 votes to 5):

- a) To approve the General Fund budget for 2021/22 as set out in the paper,
- b) To set the levy for 2021/22 at £566,950,
- c) To increase the car park meter prices to £4.60 per day from 1<sup>st</sup> April 2021,

- d) To increase the cost of residents' car park passes to £5.90 per annum from 1<sup>st</sup> June 2021,
- e) To increase the cost of Annual car park passes to £39 per annum, plus £15 per annum for a second car at the same address, from 1<sup>st</sup> April 2021 and
- f) To note the designated and restricted fund draft budgets.

#### **14. Expenditure under delegated authority (agenda item 13)**

The Secretary to the Board introduced the paper, which sought to clarify the position in relation to the temporary increase in the CEO's delegated authority, authorised at the start of the pandemic.

On the proposal of Mr Davies, seconded by Mrs Rees, it was **RESOLVED** unanimously to extend the increase in the CEO's delegated authority to authorise unbudgeted expenditure to £20,000 per year, to be reviewed at the Board meeting in September 2021.

#### **15. Staffing Committee (agenda item 14)**

15.1 On the proposal of Mrs Rees, seconded by Mr Davies, it was **RESOLVED** (with one abstention) by the committee members present to approve the minutes of the meeting held on 7 January 2021.

##### 15.2 Matters arising

Mrs Palmer summed up the matters which were discussed at the meeting.

The following points were made:

- The leave year end should be reviewed to try to avoid the problem of all staff trying to use untaken leave at the same time.
- Did the wording of the Staff at Confidential Meetings Policy imply that the Officers could always attend confidential meetings?

It was agreed to refer the wording of the policy back to the Staffing Committee. Mr Davies reminded trustees that if they had drafting issues it would be helpful if they were raised before the meeting.

##### 15.3 Adoption of minutes

On the proposal of Mrs Rees, seconded by Mr Bartholomew, it was **RESOLVED** (with 1 abstention) to adopt the minutes of the meeting held on 7 January 2021 and to resolve as follows:

- a) that the carry forward provisions for staff annual leave in the Employee Handbook be amended to add 'to allow all untaken annual leave (including bank holidays) as at 31<sup>st</sup> March 2021 to be carried forward and used before 31<sup>st</sup> March 2023',
- b) that the carry forward provisions for TOIL in the Employee Handbook be amended to add- 'that TOIL balances outstanding at 31<sup>st</sup> March 2021 can be carried forward, to be used before 31<sup>st</sup> March 2023'.

#### **16. Covid Contingency Committee (agenda item 15)**

On the proposal of Mrs Rees, seconded by Mr Palmer was **RESOLVED** (with 1 abstention) by the members of the Committee to adopt the minutes of the meeting held on 8 January 2021.

#### **17. LGPS discretions policy (agenda item 16)**

The Finance and Administration manager introduced the paper.

On the proposal of Mr Davies, seconded by Ms Rouse it was **RESOLVED** unanimously to adopt the policy as set out in the paper.

**18. To approve payment of the cost of hedgelaying from gift fund.**

In the proposal of Mr Davies, seconded by Mrs Rees it was **RESOLVED** unanimously to approve expenditure of £1,750 from the Gift Fund for laying 2 sections of hedge at Ballard's Land and Malvern Common.

**19. Update on Governance changes**

Trustees had been invited to share their views on an individual basis with Prof Raine and the Working Group members and 17 had taken the opportunity to do so. He was drafting a report on the discussions for the Governance Committee meeting.

**20. Urgent Business**

The item would be dealt with in the confidential section.

**21. Information**

21.1 Malvern Spa Association – Mrs Palmer said the theme for the dressing event this year would be planets and stars. MSA hoped to help with the upgrading of springs in Priory Park.

21.2 AONB Joint Advisory Committee - a copy of the minutes had been circulated.

21.3 Wildlife Panel - No meeting has been held

21.4 Recreation Advisory Panel - No meeting has been held

21.5 4Cs - No meeting has been held

21.6 Management Report - a report had been circulated.

**22. Date of next meeting:**

11 March 2021.

**23. Confidential business**

On the proposal of Mr Davies, seconded by Mr Bartholomew it was **RESOLVED** unanimously to exclude the public for discussion of item 24 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 (Legal/personnel matters).

**The meeting closed at 10.10pm**