

Malvern Hills Trust

Annual Meeting of the Board

Council Chamber, Avenue Road, WR14 3AF

Thursday 10 November 2022 7pm

Present: Mr C Atkins, Mr D Baldwin, Mr R Bartholomew, Dr S Braim, Mr P Clayburn, Mr D Core, Mr M Davies (Chair), 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, Mr C Rouse, Mrs M Turner, Mr D Watkins.

In attendance: CEO, Secretary to the Board, 3 members of the public.

Mrs Palmer welcomed everyone to the meeting and took the chair.

1. Election of Chair

There was one nomination and Mr Davies was appointed unopposed.

Mr Davies took the chair.

2. Election of Vice-Chair

There was one nomination and Mrs Palmer was appointed unopposed.

3. Apologies for absence

Mrs L Hodgson, Ms H Stace.

Mr Davies read a statement from Ms Stace acknowledging her poor attendance of late due to unavoidable family and work commitments. She had retired in July and her family commitment would end in December, so she would be more present in the next calendar year.

4. Chair's report for 2020/21

See schedule 1.

5. Chair's announcements

- Land Management Committee 1 December
- Finance Administration and Resources Committee 8 December
- Adjourned Levy Payers' meeting 1 December
- Fund raising carol concert 16 December, 7.30pm Little Malvern Priory
- The South Worcestershire Development Plan Review (regulation 19) consultation was taking place and it was anticipated that the Trust would submit a response. A draft was being prepared by the CEO and a trustee workshop would be held to discuss the issues to be raised
- The National Joint Council for Local Government Services pay settlement has been announced. The scale applied to all staff except the CEO. The impact of the pay settlement on budgets would be discussed at the FAR Committee meeting.
- Board vacancies – all of the relevant nominating bodies had been contacted but as yet no appointments made.

- There were 2 items of urgent business.

6. Declarations of interest

Mr Rouse –Rights of common over Trust land.

7. Public Comments

There were none

8. Amendment to Standing Orders

Because of the reduction in the number of appointed board members, it would be difficult to meet the minimum numbers specified in Standing Orders (currently 9) for the two main committees and particularly Finance Administration and Resources Committee. It was pointed out that the quorum would also need to be reduced to reflect the reduced number of committee members.

On the proposal of Prof Raine, seconded by Mr Fellows it was **RESOLVED** (with one abstention) that:

Standing Order 4.3 be amended to read:

There shall be a minimum of 7 trustees appointed to Land Management Committee and a minimum of 7 to Finance, Administration and Resources Committee.

Standing Order 5.3 be amended to read:

The quorum for Land Management meetings shall be 5 trustees

Standing Order 6.3 be amended to read:

The quorum for Finance Administration and Resources meetings shall be 5 trustees

9. Appointment of committees

There had been more than 7 requests to join the Governance Committee and a meeting in compliance with Standing Order 4.6 had not been held.

On the proposal of Mr Davies, seconded by Mr Atkins, it was **RESOLVED** (with one vote against) to defer appointing the Governance Committee until the January Board meeting.

On the proposal of Mr Davies, seconded by Mrs Palmer it was **RESOLVED** (with 2 abstentions) to make the following committee appointments:

<p>Land Management Committee Mr Atkins Mr Baldwin Mr Bartholomew Dr Braim Mr Clayburn Mr Michael Mrs Palmer Mr Parsons Mr Rouse Ms Stace Mrs Turner</p>	
<p>Finance Administration and Resources Committee Mr Core Mr Davies Mr Fellows Mrs Hodgson Mr Penn Prof Raine Mr Watkins</p>	<p>Staffing Committee Mr Baldwin Mr Davies Mr Bartholomew Mr Fowler Mrs I'Anson Mrs C Palmer Prof Raine</p>

A ballot had been suggested to establish membership of the Governance Committee but this did not comply with Standing Orders.

Appointment of Board members to outside bodies

On the proposal of Mr Davies, seconded by Mr Core it was **RESOLVED** unanimously to make the following appointments:

- | | |
|---------------------------|--|
| 4Cs | Mr Rouse and Mr Davies |
| AONB | Mr Atkins |
| Recreation Advisory Panel | Messrs Baldwin, Davies, Fellows and Prof Raine |
| Wildlife Panel | Ms Stace, Dr Braim, Messrs Atkins and Fellows. |
| Malvern Spa Association | Mrs Palmer |

10. To approve the minutes of the Board meetings held on 22 September 2022

On the proposal of Mr Core, seconded by Mr Clayburn, it was **RESOLVED** (with 5 abstentions) to approve the minutes of the meetings held on 22 September 2022.

Matters arising

There were none.

11. Governance Committee

11.1 On the proposal of Mr Atkins, seconded by Mr Bartholomew it was **RESOLVED** unanimously by the Committee members present to approve the accuracy of minutes of the meeting of the meeting on 11 October 2022.

11.2 Updates

A substantive response was still awaited from the Department of Levelling Up Housing and Communities (DLUHC) to the request for them to arrange for an order amending the Malvern Hills Acts as a result of the Boundary Commission changes. The Charity Commission had also replied to the Trust's letter enquiring about using a s 73 Scheme but DLUHC seemed to be the best option at present. The Trust had contacted Harriett Baldwin MP who in turn had contacted the department.

The CEO was continuing to monitor Covid case numbers. Latest information indicated that they were still running at around 1:34 people with a Covid infection.

11.3 Adoption of minutes and recommendation

On the proposal of Mr Atkins, seconded by Prof Raine it was **RESOLVED** (one vote against and 2 abstentions)

- i. To adopt minutes of the meeting of 11 October 2022
- ii. That the CEO continue to monitor Covid infection rates, risk assess meetings and review the precautions set out in paper A for the meeting of 10 October 2022.
- iii. That the Trust continue to pursue all options available for making amendments to its governing Acts as a result of the Boundary Commission review.
- iv. That the Trust should not expend any more resources on attempting to resolve the debate about whether MHT was a "public body" and about the legal decision-making framework in which it must operate (unless required in the context of a specific decision).

12. Land Management Committee

12.1 On the proposal of Dr Braim, seconded by Mrs Turner it was **RESOLVED** (with one abstention) by the Committee members present to approve the accuracy of minutes of the meeting of the meeting on 13 October 2022.

12.2 Updates

The CEO said that he had received an outline specification for the proposed work to the easement at Clouds End.

12.3 Adoption of minutes and recommendation

On the proposal of Dr Braim, seconded by Mrs Turner it was **RESOLVED** unanimously:

- i. To adopt minutes of the meeting of 13 October 2022
- ii. That the car park at Black Hill be slightly extended in accordance with the diagram contained in Paper D for the meeting of 13 October 2022 and that parking bays should be marked out
- iii. To authorise expenditure of up to £7,900 to undertake groundworks at Colwall Lands:

- a) add a stone surface to form a track between the hardstanding and the field/lambing shed
- b) Create a concrete hardstanding with associated drainage and a small retaining wall to the northern entrance to the existing barn.
- iv. That a non-standard surface treatment was appropriate for the existing easement at Clouds End and approval of the detailed specification for the surface and the drainage should be delegated to the CEO.

13. Deterring damage by vehicles

The CEO went through the paper which provided further information in relation to the use of stobs or other obstacles to deter unlawful driving on Trust land. He confirmed that officer decisions on the use of stobs would be reported back to the trustees. The chestnut posts cost around £8 – 9 per post. Different measures would be considered depending on location but appropriately sized Malvern stone boulders were now in short supply. Other comments included:

- What was the rationale for setting a limit on officer discretion? The CEO said it was felt that large scale use of deterrence measures could be controversial and should be considered by the Board. He reiterated that using measures to deter driving on the commons required a “whole common” approach because of the risk of moving the problem elsewhere.
- Lengths of less than 100m could change the appearance of an area. The CEO commented that it depended on the location – a straight length of 100m would have much more impact than an installation around the perimeter of a car park.
- Each site would need to be assessed on its merits.
- Did the Trust have to use stobs – an alternative would be to use a ditch or bund.
- Highways consent would be required in certain circumstances where the obstacles were close to the highway.

Mr Fowler proposed changing the maximum length of deterrence measures which could be authorised by officers to 75m, and this was seconded by Mr Fellows. This amendment was approved with 1 vote against.

On the proposal of Mr Davies, seconded by Prof Raine it was **RESOLVED** (with one vote against and one abstention) to delegate authority to the CEO or Conservation Manager to install vehicle deterrence measures of up to 75m in length.

14. Information

14.1 Update on Risk Management Schedule

The CEO said a number of risk increases had been recorded at the last meeting. Other increased risks were now compliance with the Charities Act in relation to provision of audited accounts and the loss of reputation which would arise if there was a failure to file audited accounts on time. Sufficient changes had occurred that the CEO would re-circulate the complete schedule to trustees.

14.2 Conservation Manager’s Report

No further matters to report.

14.3 Malvern Spa Association

There was a written report.

14.4 AONB Joint Advisory Committee

There was a meeting last weeks and if anyone wanted a copy of the minutes, they should contact Mt Aitkin. One matter discussed was a possible change of name from AONB to National Landscapes. The AONB's Management Plan was reviewed and there was a brief update on Farming in Protected Landscapes. Mrs I'Anson said that the climate change presentation was really good and it would be worth seeing.

14.5 Wildlife Panel

No meeting.

14.6 Recreation Advisory Panel

No meeting.

14.7 Management Report

The CEO said that interviews were being conducted for the Finance Manager's post next week and he thanked those trustees who attended the stakeholder engagement workshop - there would be a follow up.

15. Urgent Business

The CEO said that a new front end loader was needed. The current one could be repaired but he felt it was not economic to do so. The wear had been exacerbated because it was being used to lift logs, a purpose for which it was not designed. The problem would be solved by also acquiring a set of pallet tines and a log grab. There would be a discount for buying all of the equipment as a package – a cost of £3,800. There was a £300 trade in available on the old grab. Mr Fowler asked if there had been a Health and Safety issue? The CEO said the equipment was not being used outside its carrying capacity.

On the proposal of Dr Braim, seconded by Mr Baldwin it was **RESOLVED** unanimously to approve the expenditure of £3,500 to purchase a front end loader, pallet tines and a log grab.

16. Date of next meeting

19 January 2023.

17. Confidential item

On the proposal of Mr Davies, seconded by Mr Bartholomew it was **RESOLVED** unanimously to exclude the public for discussion of an item of urgent business 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 (privileged legal advice).

The meeting closed at 9.50pm

Schedule 1

CHAIRMAN'S REPORT TO BOARD 10.11.2022

In reflecting on the past year, I will borrow some words from the Annual Review (that is about to be published and which I commend to you).

It has been a delight to get back to our work of caring for the Hills and Commons and making strides with implementing the new Land Management Plan that was adopted last year. The wonderful team of staff and volunteers, and that includes you, the Trustees, have managed their way through the Covid crisis and adapted to new ways of working while grasping opportunities and coping with a whole spectrum of challenges. I am sure we are all heartened by recent land acquisitions, by our progressive conservation grazing activities, by our response to the impact of Ash Dieback disease and to our thoughtful and careful management of our estate, including engaging the community in tree planting and positive habitat management.

Last year we were seriously threatened by the RPA payments crisis and the uncertainty over the southern hills and commons scheme. Great credit goes to the staff who found a way through the stewardship maze and established a sound basis for grant funding and land management that stands us in good stead for years to come; subject to the future direction of government policy on stewardship and environmental management.

Once again this year the audit told us that our processes and the 2021/22 report and accounts were well managed and clean and those accounts told us that that we continue to hold healthy reserves and that increased car park income had provided some offset to rising costs. Of course, cost inflation will be a major feature on the landscape and will drive us towards some difficult decisions in the near future.

We have welcomed new Trustees to the board, Paul Clayburn and Mary Turner. And we have bid farewell to Ellie Chowns, Graeme Crisp, Mark Dyde, Gwyneth Rees, Sarah Rouse and Tom Yapp with thanks for their service over many years. It is more than a year since Peter Kelsall joined the staff as Operations Manager, Ben Taylor and Conor Wilmott joined as Wardens and Cheryl Morris as Admin Support, while Paul Saunder had retired from many years excellent service as Ops Manager and Tracy Sutton had moved elsewhere from her Warden's post. Meanwhile our trusty and energetic corps of working volunteers are weighing in again to their accustomed tasks with their accustomed enthusiasm.

The Board has spent rather less time 'navel gazing' in the past year and long may that trend continue. While there is value and merit in some introspection; into our relationships with stakeholders and into the strategic development of the Trust and its governance; our purposes must remain front and centre of our work. I would like to extend my thanks to Trustees who have resolutely and patiently maintained that focus in the face of some unwelcome and frustrating distractions.

A late development this year has been the difficulties encountered with appointment of Auditors that emerged at the meeting in September. This is not the place to rehearse the merits of that situation but simply to stress that we are seeking a solution that enables the Board and Trustees to comply with their obligations while focussing on our purposes and delivering those substantial public benefits.

Our thanks are also due to all those members of the public whose continuing support and encouragement underpin our work. To our precept payers, to our car park patrons, to our visitors who use the hills and commons responsibly and to friends and neighbours who just appreciate the wonderful place in which we live and work.

10 November 2022

I've not quite worked out the logistics of next year's changes but this may be the last opportunity I have to address you from the Chair in this way. In case it is, I thank you for the support you have given me over the years as I look forward to a final, productive twelve months.