

13 July 2023

Malvern Hills Trust

Special Meeting of the Board

Council Chamber, Avenue Road, WR14 3AF

Thursday 13 July 2023 7pm

Present: Mr C Atkins, Mrs M Alexander, Mr D Baldwin, Mr P Clayburn, Mr D Core, Mr M Davies (Chair), Mr D Fellows, Mr R Fowler, Mr J Michael, Mrs C Palmer Mr C Penn, Prof J Raine, Mr C Rouse, Mrs M Turner, Mr D Watkins, Dr D Westbury.

In attendance: CEO, Secretary to the Board, Conservation Manager, Finance and Administration Manager, Mr W Papirnik & Mr E Caswell (Brewin Dolphin – left after item 5), 1 member of the public.

Not present: Mrs H I'Anson, Dr T Parsons

Mr Davies welcomed everyone to the meeting.

1. Apologies for absence

Mr R Bartholomew, Dr S Braim, Mrs L Hodgson, Ms H Stace.

2. Chair's announcements

- Workshop on Trustees Annual Report 18 July
- Outdoor visit to Hollybed Common 9 August 2023 (with a social afterwards)
- Special Board meeting 3 August 2023

The Chair had received a complaint about car park passes from a member of the public. He had met the individual concerned and the meeting had been followed by an E-mail exchange.

3. Declarations of interest

Mr Rouse had rights of common over parts of Malvern Hills Trust land.

4. Public comments

There were none.

5. Investment Review

A written report had been circulated and Mr Caswell and Mr Papirnik went through the report and answered questions. The charity's ethical restrictions on investment were misreported and Brewin Dolphin agreed to issue a corrected report.

The Chair thanked Mr Caswell and Mr Papirnik for attending.

6. Approval of minutes

On the proposal of Mr Penn, seconded by Mrs Turner, it was **RESOLVED** (with 1 vote against and 2 abstentions) to approve the minutes of the meetings of 11 May and 28 June 2023.

Mr Atkins said that a number of trustees had been sent a statement from Mr Fowler on 10 May. Mr Atkins had written to Mr Fowler to ask for clarification, because in the statement, Mr Fowler said that he had made a written complaint, which Mr Atkins had not received.

Mr Fowler responded that the statement contained a summary of his complaint and the Trust's complaints process did not require the complaint to be in writing. He was not expecting any action would be taken.

The Chair suggested to Mr Fowler that he raise any complaint he had in writing to the Chair of Governance. It would undoubtedly be dealt with. Mr Fowler said he expected governance to be proactive and the onus should not be on him. All trustees were aware of what had happened at the Board meeting in January.

7. Land Management Committee

7.1 On the proposal of Mr Rouse, seconded by Mr Clayburn it was **RESOLVED** (with 3 abstentions) by the Committee members present to approve the accuracy of minutes of the meeting of the meeting on 8 June 2023.

7.2 Updates

There were none.

7.3 Adoption of minutes and recommendation

On the proposal of Mr Davies seconded by Mr Clayburn it was **RESOLVED** unanimously

- i. to adopt minutes of the meeting of 8 June 2023 and
- ii. to adopt the management plan for Swinepit Roughs.:

8. Report on ELMS (Environmental Land Management Scheme) trial

The Conservation Manager referred to the paper. It had been very useful to take part in the trial, which was due to end on 31 July 2023. The Conservation Manager would report further in due course. All of the Trust's eligible land was currently in environmental schemes so detailed assessment of the benefits of any new scheme would not be necessary until 2026. The Trust would not miss out by not joining the new scheme at the outset.

A point had been raised in the paper about whether the Trust's current Acts would encompass participation in the sort of management structure envisaged under the new proposals and Mr Core commented that modernising the Trust's governance should facilitate that.

9. Amendment to Natural Environment and Rural Communities Act 2006

The Conservation Manager brought to the trustees' attention the amendment to the Act which now required the Trust to "consider what they can do to conserve and enhance biodiversity". The Trust was already doing this, so the change to the legislation would not affect the Trust's plans. The amendment would be incorporated into the next version of the Land Management Plan.

10. To approve Risk Management Schedule

The draft Schedule had been circulated previously for comment and trustee responses where had been incorporate. The Schedule was a living document which would be amended to respond to changes throughout the year, so the current version captured the issues at the present time. On the proposal of Mr Core seconded by Mr Atkins it was **RESOLVED** unanimously to approve the Risk Management Schedule.

11. Replacement mower

The CEO went through the paper. On the proposal of Mr Atkins seconded by Mr Core it was **RESOLVED** unanimously to authorise additional expenditure of up to £8,000 for a replacement 2m wide flail mower.

12. Provisional election timetable

On the proposal of Mr Atkins, seconded by Prof Raine, it was **RESOLVED** unanimously that the Trust elections should take place on 26 October 2023.

13. Update on s 74 Charities Act application

The Charity Commission had sent some queries during the afternoon. They had been forwarded to the Parliamentary Agent and the Trust would formulate a response. The Charity Commission had not indicated whether this would result in a revised timescale. The questions and responses would be made available.

14. Management accounts for the year to 31 March 2023

These had been circulated together with an explanatory paper. The balance at the end of the year was better than anticipated, in part due to a costs saving exercise in January as a result in a fall in car park income at the end of 2022. The auditors had carried out most of their field work. There might be some changes to the draft accounts once the audit was completed.

It was noted that the Castlemorton Common Countryside Stewardship designated fund now had a zero balance as the new Scheme required the delivery group (of which the Trust was a member) to hold a separate bank account.

The paper contained a calculation of the free reserve to 31 March 2023.

There had been a significant drop in the FRS102 pension deficit figure. It was noted that this figure varied from year to year for reasons outside the Trust's control and that it was different to the triennial valuation (the most recent being in March 2022). The Chair of Finance Administration and Resources Committee thanked the CEO and the Finance and Administration Manager for their work.

On the proposal of Mr Core, seconded by Mrs Palmer it was **RESOLVED** (with 1 abstention) that, subject to confirmation being received from the Charity Commission that the Trust could expend funds on a Private Bill, the designated funds CC Scheme Cost and CC Scheme Consultation Costs be combined and re-designated to part fund the cost of the Private Bill.

15. Feedback from Trustee Communications Workshop 7 June 2023

The Secretary to the Board said that the feedback she had had from the workshop was that it had been a really valuable exercise.

Trustees at the meeting confirmed the workshop had been a positive experience, notwithstanding it perhaps did not directly address the objectives of discussing methods of better working and how to resolve differences. It was suggested the exercise might be repeated after the appointment of the new Board. The Chair thanked Mr Baldwin for making the suggestion and the Secretary to the Board for organising it.

16. Information

16.1 H & S update

The CEO went through the paper.

16.2 Expenditure approved under delegated authority 2023

There was none to date but it was expected that the CEO would need to approve additional expenditure. It was planned to replace a trailer. The budget for it was £5,000, but the quotes received for an appropriately robust model were around £2,000 over budget.

16.3 Conservation Manager's Report

Work was planned to start work on the agricultural building at Colwall Lands week commencing 17 July. A further grant had been secured from the FIPL fund for the land at Evendine Lane. That work was due to start at the beginning of August.

Bracken control was underway and the badger vaccination programme had been successful. The ash dieback survey had been completed. There was no particular pattern of badly infected trees, although there seemed to be hotspots. About 60 trees had been identified for work. Dr Westbury said that he had heard reports of trees which appeared to be badly infected in 2022 which had recovered significantly in 2023. The Conservation Manager said the Trust was acting in accordance with guidelines and that action was being taken in relation to any tree with more than 75 % loss of canopy in a high risk situation. The Trust would reduce or pollard trees where that was feasible.

The public events programme was running again.

16.4 GDPR breaches & report

The CEO referred trustees to the report.

16.5 Malvern Spa Association

There had been no meeting.

16.6 AONB Joint Advisory Committee

There had been no meeting.

16.7 Wildlife Panel

There had been a field visit on 5 July to the land at Evendine Lane.

16.8 Recreation Advisory Panel

There had been no meeting.

13 July 2023

16.9 4Cs

There had been an outdoor meeting on 12 July. The issue of grazing and vehicle deterrence were discussed.

16.10 Project progress report

A report had been circulated.

16.11 Management Report

A report had been circulated. Staff capacity was stretched to the limit at present.

17. Urgent business

There was none.

18. Date of next meeting

3 August 2023 and 17 August 2023.

19. Confidential business

On the proposal of Mr Davies, seconded by Mr Core it was **RESOLVED** unanimously to exclude the public for discussion of item 20 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 (hr matters).

The meeting closed at 9.10pm