

14th March 2013

MALVERN HILLS CONSERVATORS MEETING OF THE BOARD

**Council Chambers (formerly Priory Lodge Hall), Avenue Road, Malvern
Thursday 14th March 2013, 7:00 pm**

Present: Mrs S Adeney, Rev'd C Attwood, Mr D Baldwin, Mr R Chamings, Mr M Cordey, Mr R Cousins (Vice Chairman), Mr S Ginn, Mr R Hall-Jones, Mr D Hawkins, Mr P Hughes, Ms R Massey, Mr T Musgrove, Mr B Pilcher, Mr J Plant, Mrs G Rees, Mr C Smith, Mrs H Stace (Chairman), Mr D Street, Mr J Tretheway, Mr P Tuthill, Mr P Watson, Mr T Yapp.

In attendance: Director, Deputy Director/Secretary, and 7 members of the public.

1. APOLOGIES FOR ABSENCE

Mrs B Nielsen, Mr C Rouse, Financial Consultant.

Mr C Smith offered apologies for the newly nominated members. However MHC has not yet been officially informed of the nominations.

2. CHAIRMAN'S ANNOUNCEMENTS

2.1 Chairman's Workshop. Mrs H Stace announced that there were 2 workshops. On 18th March at 7:00 pm the workshop will be about the land acquisition policy, a copy of the revised policy has been sent to members. On 11th April the workshop will be to look at role of Board Members.

2.2 Danter's Funfair. There will be a funfair held on Link Common from 6th to 12th August 2013.

2.3 3 Counties Show. The Conservators did not attend the event last year but have booked a stand this year. 12 Members volunteered to staff the stand for half a day. The event is around 14th – 16th June.

2.4 Notices of Motion. Mrs H Stace stated that if Board Members wished to suggest items to be discussed in a Committee or a Board meeting to let officers know. The Secretary will contact Members beforehand to see if there are any issues to be tabled.

2.5 Visits to Similar Organisations. Mrs H Stace stated that visits to study similar organisations with dual status were being arranged. Ashdown Forest, Epping Forest and Wimbledon Common are being considered. 17 volunteers were interested in visiting other organisations and it was **AGREED** that a Friday visit would be preferable.

3. PUBLIC QUESTIONS

The Director stated that Land Management Committee had previously received a request from Malvern Wells Parish Council for the creation of a playground on Malvern Common and the request was turned down. Malvern Wells Parish Council would like to request that the Board reconsider this decision.

Mrs H Stace suspended Standing Orders and invited a representative of Malvern Wells Parish Council to address the Board and provide a written statement (Appendix A).

Mrs H Stace reconvened the meeting.

A discussion ensued and the following points were raised:

- The Land Management Committee had refused the request but this was done reluctantly due to the Acts.

- Point 3 of the written statement missed out of the quote the phrase 'time to time' that implies temporary not permanent arrangements. The football pitch is not fenced or surfaced whereas a playground would be and would change the appearance of the Common.
- Point 4 of the above statement does not take into account that the Acts do not give the Board the power to fence for a playground.
- Point 5. Section 10 of the 1930 Act states that MHC can make byelaws for prohibiting or regulating any swing or roundabout and can authorise an officer to remove anything placed on the Malvern Hills in breach of the byelaws.
- Point 6. If the Board had to seek the approval of the Secretary of State to create a playground that would involved a cost to the Board as staff time would be considerable.
- Point 9. Fencing an area of the Common for use by a particular group of people in very different to people not being able to access the Hills because of a disability.
- The whole Hills and Commons are free for children to play on.

Mr R Hall-Jones stated that this item was not an agenda item and that if it is to be discussed it needed to be presented as Item 8 from the Land Management Committee. Mrs H Stace thanked Mr R Hall-Jones for the point of order.

Mrs H Stace proposed that Item 8 of the Land Management Committee be discussed separately from the remainder of the Land Management Committee minutes. This was seconded by Mr C Smith and was **AGREED**.

The discussion continued and the following points were raised:

- MHC fence areas for grazing cattle. The suggested location of a playground is the Sheep Pound which is already fenced. The area has rubble on the ground and is a mess.

Mr R Chamings proposed that this issue is re-opened and that MHC enter into consultations with Malvern Wells Parish Council. This was seconded by Mr J Tretheway.

The discussion continued and the following points were raised:

- Families that are not as active as some others may not use the Hills, but all children should have the opportunity to appreciate the Hills. A playground would provide the opportunity to develop an interest in nature and the countryside.
- MHC needs to improve its public image and this would be helped if it was possible to create a playground.
- A playground would improve the facilities in the area.
- If a legal way could be found to permit a playground it would be good.
- MHC is not here to provide facilities that would usually fall to a council. MHC has responsibility for looking after the Hills.
- A more informal playground may be more suitable using natural materials similar to a forest classroom.
- Legal advice may need to be sought to see if it is within MHC power to grant a playground.

- Sheep Pound is unsuitable as it is surrounded by trees, the access is muddy and the bridge would need safety fencing.
- There is no other location in Wells Parish for a playground. An area with wood and stone that is not fenced could be sympathetic to the Common and it should not break our laws.
- The costs of seeking legal advice should be underwritten, but it is unlikely that the provision of a playground falls under MHC Acts.
- MHC can sell ¼ acre for a boundary adjustment therefore the land could be sold to the Parish Council.

Mrs H Stace stated that there appeared to be some support for creation of a playground but that the legality of this would need examination.

Mr R Chamings and Mr J Tretheway withdrew the above proposal.

Mrs H Stace proposed that the Board will work with Malvern Wells Parish Council to consider an alternative play provision that is appropriate and legal. This was seconded by Mr C Smith and was **CARRIED** with 2 votes against.

4. DECLARATIONS OF INTEREST

None.

5. TO CONFIRM THE MINUTES OF THE BOARD MEETING HELD ON 10th JANUARY 2013

Mrs H Stace reminded Members that if there are any typos that the Secretary be informed beforehand. Mr B Pilcher proposed that the minutes be **ADOPTED** as a **TRUE** and **ACCURATE** record. This was seconded by Mr C Smith and was **UNANIMOUSLY AGREED**.

6. MATTERS ARISING FROM BOARD MEETING

6.1 6.4 Charity Commission Update. The Director stated that the solicitors were still working on the Board's behalf to determine if there was a breach of trustee duty. The solicitors will provide a report by the next Board meeting.

7. TO CONFIRM THE MINUTES OF THE FOLLOWING COMMITTEES:

The following item was brought forward on the Agenda.

7.3 GOVERNANCE COMMITTEE MEETING HELD ON 31st JANUARY 2013

Rev'd C Attwood presented the report and proposed that the minutes be **ADOPTED** as a **TRUE** and **ACCURATE** record. This was seconded by Mr R Cousins and was **CARRIED**.

Rev'd C Attwood requested that the Board agree to move the start time of the next Governance Committee to 5:30 pm. This was **AGREED**.

**MALVERN HILLS CONSERVATORS
GOVERNANCE COMMITTEE**

**Manor House, Grange Road, Malvern
Thursday 31st January 2013, 6:00pm**

Present: Rev'd C Attwood (Chairman), Mr R Cousins (ex-officio), Mr R Hall-Jones, Mr T Musgrove, Mr B Pilcher, Mrs G Rees, Mrs H Stace (ex-officio).

In Attendance: Director, Deputy Director / Secretary to the Board, Mr C Rouse, Mr C Smith, Mr P Watson, Mr T Yapp, and 4 members of the public.

1. APOLOGIES FOR ABSENCE

Mrs S Adeney, Mr S Ginn.

2. CHAIRMAN'S ANNOUNCEMENTS

The Director announced that a formal offer of appointment has been sent to the successful applicant for the post of Conservation Officer.

Mr P Watson asked the Chairman why there were no papers for this meeting. Rev'd C Attwood explained that the ideas and information generated during this meeting will form the basis of the papers that will be produced for the next meeting. The Committee's emphasis is to review the governance of the organisation and to provide information for the Board.

3. DECLARATIONS OF INTEREST

None.

4. MATTERS ARISING FROM THE MEETING HELD ON 29th NOVEMBER 2012

4.1 9.1, 2 & 3 Short Term Objectives: Proposals for the Board Meeting to be held on 10th January 2013. The amended short term objectives as AGREED by the Board were **NOTED**.

4.2 9.4 Short Term Objectives: Proposals for the Board Meeting to be held on 10th January 2013. The decision to create the role of a Treasurer was deferred as the Board had AGREED that the Land Management Committee and the Administration and Resources Committee discuss the matter and report back to the Board.

5. THE DIRECTOR'S PERSPECTIVE: WORK, TIMELINE AND PROCESSES

The Director presented a slideshow on effective governance.

The Director stated that the skills audit is an essential part of the governance review. To agree the role and purpose of the Board is a prerequisite of this process. The Management Plan and the Business Plan will be informed by the review, therefore it must be specific.

Rev'd C Attwood noted that although the organisation had been in existence for approximately 130 years that the following changes had occurred making this review of governance a timely exercise:

1. The legal interpretation of the Acts has changed;
2. How the organisation operates and behaves has changed and new legislation must be complied with;
3. The organisation has a different relationship with the public.

The Director stated that at a meeting with the newly appointed auditors, Crowe Clark Whitehill agreed to come to Malvern to provide free training for Board Members. The date of the seminar has yet to be determined.

The Director suggested the next steps for the governance review:

1. Defining the organisation's purpose;
2. To examine and resolve potential conflicts between the Acts and the organisation's charitable status;
3. Defining the structure of the organisation to best achieve our purposes and perform our functions;
4. Defining the roles of the committees, the chairs and vice chairs and decide whether the role of a treasurer should be created;
5. Reviewing and utilising the Board's skills;
6. Reviewing Standing Orders;
7. Reviewing the information the Board receives from officers;
8. Build a team with a sense of corporate responsibility.

The Director suggested some things to avoid in the process:

1. Not to get stuck on issues that the Board cannot change, e.g. the size of the Board;
2. Seeing any new act of parliament as a cure-all;
3. The process should not be rushed. The Committee needs to engage the full Board to ensure that all Members understand the need for a governance review and any recommendations that flow from it;
4. The pace needs to be appropriate for the management of change;
5. The structure of the organisation is not the primary concern; the skills of the Board and the ability to work as a team needs to be addressed.

A discussion ensued and the following points were raised:

- The Board changes every 4 years;
- Training needs to be on-going to ensure the culture of the organisation is continued. Encouraging engagement should be part of the election process so that Members understand the expected level of commitment;
- Past governance reviews in the archives should be referred to;
- New Members need documentation so that they understand the organisation;
- Staff need to set up a structure to ensure good governance and good decision making processes;
- The role of the Chairman is vital;
- The Director could undertake a presentation to various council bodies so that nominated Members understand what is required of them;
- The culture of the Board is not very friendly and some Standing Orders such as standing up to address the Board is not inclusive. This does not encourage a dialogue;

- The culture of the Board is similar to a local government model which is adversarial, which is not good for a charity. The culture needs to be more conciliatory.

6. CHARITABLE STATUS

This item was moved for discussion after Item 12.

7. DUAL STATUS – HOW OTHER ORGANISATIONS WORK

This item was moved for discussion after item 12.

8. COMMITTEE STRUCTURES

This item was deferred as it requires preliminary work to be completed by the Committee.

9. ROLES AND STANDING ORDERS

This item was deferred as it requires preliminary work to be completed by the Committee.

10. STARTING ON LONG TERM OBJECTIVES (AS DEFERRED FROM LAST MEETING)

This meeting is the start of Committee's undertaking to address long term objectives.

11. REQUIREMENT OF CONSULTANT FOR LONG TERM OBJECTIVES (AS DEFERRED FROM LAST MEETING)

It was **AGREED** that the Committee will make a request to the Board as the need arises for external consultants to address specific tasks. It was noted that the auditors are essentially consultants as they will be providing training for Board Members. It was also suggested that a facilitator could work with Board Members in an informal workshop to explore what the Conservators wish to achieve and how the hills could be managed and improved. It was also suggested that senior staff should be consulted throughout the process. Once a list of objectives has been drawn up the Committee will be better placed to determine which tasks can be completed by the Board and Officers and which tasks may require an external consultant.

12. BUDGET (AS DEFERRED FROM LAST MEETING)

Rev'd C Attwood stated that if Board Members visit similar organisations to learn how they work within the constraints of being a creature of statute as well as having charitable status, that a budget for transportation would be required.

A discussion ensued and the following points were raised:

- It was suggested that the Committee approach the Board for approval of expenditure on an ad hoc basis as it is deemed necessary;
- An opposing view was that any expenditure should be allocated in the annual budget so that the Board is aware of the potential expenditure;
- Once the list of objectives has been completed costings can be set against the items that may need expenditure such as consultants, facilitators or site visits to similar organisations. The Director confirmed that both

Epping Forest and Wimbledon Common are happy for the Members and Officers to visit their organisations;

- If a budget is set it does not have to be spent;
- The annual budget has funds for professional and legal advice and some expenses could come from this fund, or part of this fund could be sub-divided and allocated to this Committee;
- Variances within the budget produce unders and overs that could absorb changes within the budget;

Mr R Cousins proposed that the Committee ask the Board to approve a budget of £1,000 for the work of the Governance Committee over 1 year. This proposal did not find a seconder.

For the remainder of this year the Committee will approach the Board for approval of any expenditure needed to conduct particular activities that would not be funded through the professional and legal advice budgets. When the annual budget is being set for the next year the Governance Committee will be consulted as to any anticipated activities and the Committee will request a provisional budget to fund the activities that would not be funded through professional and legal fees.

This was **AGREED**.

6. CHARITABLE STATUS

Rev'd C Attwood stated that there were 3 things to consider:

1. The Chairman's Workshops are examining what the Conservators are here for;
2. Structures and Standing Orders;
3. Charitable Status.

The issue of Charity status needs to be examined carefully by a working group. The Charitable Status Working Group will comprise Mr P Watson, Mr S Ginn and Mr T Musgrove with a remit to establish whether MHC is legally able to have charitable status. The Auditors presentation will inform this process. There are financial implications as there are tax benefits of approximately £27K p.a. gained by the organisation being a charity, and charitable status allows MHC to work with various external partners. There are also VAT benefits.

Mrs H Stace stated that the organisation's charitable objects have not been taken directly from the Acts. The Charity Commission would have checked the public benefit when MHC became a charity. Any person who may have a particular point that should be investigated regarding this matter should put it to the Charitable Status Working Group.

The Director stated the Epping Forest and Wimbledon Common both have dual status but that the ability to be a charity is not determined in their Acts of Parliament. In the case of Wimbledon Common, the organisation has a purpose to guarantee the rights of commoners, rather than to protect the rights of commoners. This was described as protecting cultural heritage for the public interest.

The Secretary was requested to research why MHC opted for charitable status in the 1980's.

The Charitable Status Working Party was requested to produce a list of questions for the Board to consider.

7. DUAL STATUS – HOW OTHER ORGANISATIONS WORK

Rev'd C Attwood stated that the Committee could produce a programme of visits to similar organisations. The programme could then be brought back to Committee for comment before it is taken to the Board for agreement and then visits will be arranged.

Mrs H Stace explained to the Committee that the exercise undertaken at the Chairman's Workshop looked at the objects and purpose of MHC. Mrs H Stace had produced subject headings that related to various parts of the Acts and asked Board Members for their comments. Some aspects of the Acts were not included in this exercise such as the finance of the organisation and the election of Conservators etc as this was not the focus of the exercise.

Mrs G Rees thanked the Chairman for her hard work which was echoed by the Committee.

Mrs H Stace stated that the purpose of the exercise was to produce a new short summary of the Acts that the Board all agree to that clarifies what the organisation is here to do. Mrs H Stace suggested that the Committee look at Standing Orders before the next meeting.

13. DATE OF NEXT MEETING

Rev'd C Attwood stated that the next scheduled meeting fell on Maundy Thursday therefore the date of the next meeting will be altered. Committee Members will be informed of the date shortly.

The meeting closed at 7.36 pm.

Matters arising

7.3.1 5. Crowe Clark Whitehill Governance training. Mrs H Stace stated that Crowe Clark Whitehill have offered to conduct Trustee training here in Malvern and asked for a show of hands on the preferred timing of the training. 17 Members volunteered to attend the training and the preferred time was on a Friday for a full day. Crowe Clark Whitehill be will informed. Rev'd C Attwood thanked those who volunteered and encouraged Members to attend the next Governance Committee meeting on Thursday 28th March. There where the paper regarding the role of a Treasurer will be discussed and the change of name of the Administration and Resources Committee to the Finance, Administration and Resources Committee.

7.1 LAND MANAGEMENT MEETING HELD ON 7th FEBRUARY 2013

Mr P Hughes presented the report and proposed that the minutes be **ADOPTED** as a **TRUE** and **ACCURATE** record. This was seconded by Mr T Yapp and was **UNANIMOUSLY AGREED.**

**MALVERN HILLS CONSERVATORS
LAND MANAGEMENT COMMITTEE**

**Manor House, Grange Road, Malvern
Thursday 7th February 2013, 4:00 pm**

Present: Mrs S Adeney, Mr D Baldwin, Mr R Chamings, Mr R Cousins (ex-officio), Mr D Hawkins, Mr P Hughes (Vice-Chairman), Mr B Pilcher, Mrs G Rees, Mr C Rouse (Chairman), Mrs H Stace (ex-officio), Mr J Tretheway, Mr P Watts, Mr T Yapp.

In attendance: Director, Deputy Director / Secretary to the Board, Operations Manager, Deputy Conservation Officer, Mr C Smith, Mr T Musgrove, Mr D Street, Mr P Watson, and 1 member of the public.

1. APOLOGIES FOR ABSENCE

Mr J Plant.

2. DECLARATION OF INTEREST

Mr C Rouse declared a personal interest in the Higher Level Stewardship Scheme.

Mr B Pilcher declared a non-prejudicial interest as an owner of a property at Old Hills.

3. CHAIRMAN'S COMMUNICATIONS

3.1 Recruitment of Conservation Officer. The Director stated Mr Jonathan Bills will be taking up the post of Conservation Officer on 8th April 2013 as his excellent references have now been received.

3.2 QR Codes. The Director stated that Dr Emma Philpott of the Wyche Innovation Centre has placed 5 QR Codes on the hills and has requested to place more codes. The QR Codes are being used by the public and one at British Camp has received 500 hits in a year. However there are concerns that the codes link to the Innovation Centre's website not MHC's. The Board may have to think about fund raising potential and that links from QR Codes should be directed to MHC website so that the public understands that it is the Conservators who manage the Hills. MHC website is not currently mobile phone friendly. A new system called Near Field Communications (NFC) may be replacing QR Codes as this system is more secure. The Innovation Centre has been given permission to put NFC codes next to QR Codes to trial both systems.

4. MATTERS ARISING FROM THE MEETING OF THE 6th DECEMBER 2012

4.1 7.2 Townsend Way. The Director stated that two applications for wayleaves at Townsend Way have been received. The site next to Marks and Spencer's will have two units on it and a price has been agreed. The site behind the Malvern Spa is for an underground easement is in negotiations.

Mr J Tretheway requested the application number.

4.2 7.3 Rose Cottage. Mrs H Stace thought that the planning application was imminent.

4.3 15. Sculpture on the Hills. The Director stated that a meeting will take place with the artist to talk about the project.

4.4 16. 10 Evendine Corner. The property has been valued by Halls and a nominal uplift amount has been quoted.

4.5 12. Bench at Colwall. Mrs G Rees stated that local buses are pulling onto the grass verge and about 2 feet of common has been damaged. The Parish Council asked that this be brought to the attention of MHC.

4.6 14. Skylarks. Public Relations work will be undertaken but until the survey is completed the territories are as yet unknown.

4.7 17.2 Goat Grazing. Mr J Tretheway reiterated his request at the Board Meeting that the parish and district councils are consulted as there had been problems with goats escaping in the past. The Director agreed that he would talk to the councils.

4.8 17.3 Fence Cutting. The Director confirmed that the police are aware of this issue and that a press release has been sent to the Malvern Gazette. Concerns were raised that if an animal escaped through a cut fence and wandered onto the road that this could cause a fatal accident.

5. ANY OTHER MATTERS ARISING

None.

6. OLD HILLS AND HLS

The Director provided a background to this application as follows: In 2005 it was agreed that the Board would apply for the HLS scheme to be extended to Old Hills but that this application was not submitted with the other applications. In autumn 2012 MHC was informed that the deadline to submit applications was December 2012. A simple application was lodged that was to fund work already being undertaken. If MHC wish to change the management of Old Hills the application could then be amended after a public consultation and with agreement of the Land Management Committee and the Board. No new applications are being received until funding streams from Europe have been agreed. It was noted that this would be a difficult site to graze. It was also noted that the riding paths are becoming overgrown.

7. BRIEF FOR PARK WOOD LICENSE

The Director stated that Park Wood is 8.4 hectares of woodland that was acquired in the 1990's. Management of the wood has been limited due to restrictive access but it has a history of coppicing hazel in lime kilns. In winter 2008 a local wood worker began to coppice the wood. It will be a long term project before a financial return occurs and the wood worker is concerned that MHC could pull out of the current agreement. Therefore the wood worker would like a licence to continue to coppice, harvest the wood and train people in coppice skills. Coppice is good for wildlife but it needs to be a long term project as it takes approximately 8 years for a complete cycle. An agreement of initially 12 years is suggested that would be drawn up by a land agent or solicitor.

A discussion ensued and the following points were raised:

- The agreement would relate to 2/3 of the woodland.
- 12 years is 3 cycles of the Board and is therefore along time in the life of the Conservators. So as not to commit future Boards, and so as not to be

overly committed should the licensee prove to be barely satisfactory, 4 year breaks on either side should be negotiated.

- The licence should not be able to assign to third parties.
- Any transgressions will terminate the agreement.
- MHC could retain the right to oversee the management work.
- MHC will not be required to buy back the agreement.
- A risk assessment would identify any risks to MHC in the event of various scenarios.
- MHC should be notified of any species found in the wood. A formal vegetation monitoring programme has been set up in Park Wood and there are also dormice nesting boxes.
- MHC should act in the interests of Park Wood not for the wood worker.
- Is the planting of hazel at half the normal distance acceptable to the Board?
- The legalities of granting such a licence should be examined as the Board would be granting a business to operate in the wood and this may have implications as MHC is a charity and under MHC Acts.
- Is this a licence or a lease?
- It needs to be economically viable for people to take on the work in the future.
- There will be an annual visit to ensure the management is right for the conservation of the area.
- It should not be necessary to put the preparation of the licence out to tender as any competent firm of Land Agents or solicitors would prepare such agreements on a regular basis.

On the proposal of Mr B Pilcher, seconded by Mrs H Stace the recommendation to grant a licence was **UNANIMOUSLY AGREED** with the proviso that the above points are taken into consideration.

8. PLAYGROUND ON THE COMMON

The Director stated that Malvern Wells Parish Council has received funding through a section 106 agreement to establish a playground but that the council does not have any suitable land. The council has requested that the Sheep Pound be utilised for this purpose. This would involve pulling out the existing fencing and putting in playground fencing however this is an historical area of the Common. An alternative location has not been proposed. The council would indemnify the Board and would conduct annual risk assessments and also meet any legal costs of the agreement. To provide a fenced area for a playground may not be legal under the Acts. Any surface to the playground would need the approval of the Secretary of State.

A discussion ensued and the following points were raised:

- If a playground is granted there may be future requests for pathways across the common. A request for a pedestrian crossing could also be requested. This would be urbanisation of the common.
- Playgrounds can attract anti-social behaviour.
- Malvern Wells Parish Council was set up in 1986 and it inherited a playing field that catered for the southern end of the parish.
- A playground could set a precedent for other development of the common.

- There is danger to children crossing the road.
- There is a danger of attracting paedophiles as this is a lonely area.
- A play area might encourage families to use the common.

Mr J Tretheway stated that in principle there should be a play area to the north of the Parish, however for the reasons stated against this request, and with great reluctance, Mr J Tretheway proposed the recommendation to refuse the request. This was seconded by Mrs S Adeney and was **CARRIED** by 10 votes for to 1 vote against.

Mr J Tretheway requested that if Members have any ideas of where a suitable playground could be sited to please contact Malvern Wells Parish Council.

9. ROLE OF TREASURER

The Director stated from the Inquiry Committee recommendations and the initial meetings of the Governance Committee it was suggested that the finances of the organisation receive greater scrutiny from Board Members. A Finance Committee was suggested but this was thought not to be workable and would be another committee that Board Members and staff would need to attend. A compromise was to create the role of a Treasurer but it is for the Board to decide if this role is needed. Staff will make prudent and responsible decisions but financial liability rests with the Board.

A discussion ensued and the following points were raised:

- There may not be a competent person on the Board to fulfil this role.
- Would changing the status of the Financial Consultant to an officer of the Board remove the need for a Treasurer? What would be the financial implications?
- The role of a Treasurer is a big job with a lot of responsibility. Is there a Board Member that is prepared to take on this role?
- Charities usually have a Treasurer.
- When the board is as large as MHC there is enough expertise to not need a Treasurer.
- The Board is a body corporate and the role of Treasurer would put the responsibility onto one person and dilute the responsibilities of other Board Members.
- The Admin and Resources Committee takes on this role with the aid of the Financial Consultant.
- A Board Member needs to have an overview of financial procedures.
- The Board should wait until visits have been made to similar organisations to see how they operate.
- The role of Treasurer would have a watching brief therefore the person would not need to be a financial expert.
- A Treasurer would need to be financially competent as bad advice is worse than no advice.
- The list of suggested tasks for a Treasurer could be divided between the Financial Consultant, the Admin and Resources Committee and the Treasurer.
- It may be difficult to find someone to take this role on for free.

- There are some gaps in the work of the Financial Consultant and the Admin and Resources Committee. The Financial Consultant is an accountant and is not looking at the wider picture. Issues and contracts have not been caught due to the structure and a Treasurer would flush out these issues and contracts and could direct them to a lawyer or an accountant.

There was a show of hands to illustrate how many Board Members would support the role of a Treasurer. The show of hands showed that 6 Members were for the role, 3 Members were against and some remained undecided. This will act as a benchmark as the discussion progresses.

10. THIRDS WOOD

The Deputy Conservation Officer stated that an arboriculture survey is being undertaken to identify any dangerous trees. The results will be known in spring but the general feeling is that the risk is not as high as originally thought. There are mature trees on a steep site. In 1999 a report recommended thinning the trees but to date no work has been done. The wood's ecology includes badgers and dormice.

Contractors will be providing one quote to remove the timber if the trees are clear of *Phytophthora* and another quote if the trees are infected with the disease. However greater detail is probably needed before the contractors can quote accurately.

Once the safety survey is completed it will be brought back to Committee.

11. BT BROADBAND

The Director stated that MHC and BT have agreed the locations of the broadband cabinets on MHC land. Several other cabinets have appeared and there are now a total of 6 cabinets. Wayleaves have been agreed for all 6 and payment will be forthcoming.

12. BRADFORD'S FARM

The Director stated that at the last Committee meeting there had been a request for a second residential easement to the farm. It had been AGREED that the second residential easement would be permitted if the owner closed off the first residential easement. The owner has since decided to retain the existing easement and will no longer pursue a second residential easement. Both easements are being used while building work is being undertaken but this has a time limit restriction.

13. WAYLEAVE FOR SERVICES- TOWNSEND WAY

This item had been discussed under 4.1 above.

14. GRAZIER LEAVING THE HLS SCHEME

The Deputy Conservation Officer stated that she had attended a commoners' event in Ludlow. The Committee was informed that one of the Castlemorton Common graziers has contacted MHC as he will be leaving the HLS scheme. This grazier has approximately 100 cattle on the common that help to improve the grassland to a favourable condition. After the cattle have been tested for TB they will be sold. The HLS scheme states that graziers should provide 12 months

notice to leave the scheme, but MHC may be flexible in this matter. Other graziers may be interested in taking over the grazing of the cattle.

It was further stated that MHC had entered into a 10 year agreement with Natural England. Last year NE informed MHC that money had to be repaid to NE as a mistake had been made. MHC appealed this decision. Natural England has now stated that the money does not have to be repaid but that future payments will be reduced by £5,000. If MHC entered into the Cattle Grazing supplement as part of the scheme the money generated from this would cover the £5K reduction however if nobody grazes the cattle this payment will be lost.

The press and public will be excluded from the remainder of the meeting as publicity would be prejudicial to the public interest as the nature of the information to be conveyed to members is exempt information under Schedule 12A to the Local Government Act 1972 as it is information relating to the financial and business affairs of any particular person (including the authority holding that information).

The Director confirmed that the issue to be discussed related to quotes and the contractor had requested that this information currently remains confidential.

The meeting closed at 5:52 pm.

CONFIDENTIAL – NOT FOR PUBLICATION

15. GIFT FUND PROJECTS

Matters arising

7.1.1 7. Brief for Park Wood License. Mr P Hughes stated that the Committee had AGREED to grant a licence for 12 years subject to the conditions in the minutes.

7.1.2 8. Playground at Malvern Common. This item had been discussed.

7.1.3 10. Thirds Wood. Mr P Hughes stated that a report will be forthcoming as the Land Management Committee is concerned about the larch trees due to phytophthora disease, the steepness of the terrain and the proximity to the road.

7.2 ADMINISTRATION & RESOURCES MEETING HELD ON 21st FEBRUARY 2013

Mr P Tuthill presented the report and proposed that the minutes be **ADOPTED** as a **TRUE** and **ACCURATE** record. This was seconded by Mr C Smith and was **UNANIMOUSLY AGREED**.

**MALVERN HILLS CONSERVATORS
ADMINISTRATION AND RESOURCES COMMITTEE**

**Manor House, Grange Road, Malvern
Thursday 21st February 2013, 7:00pm**

Present: Rev'd C Attwood, Mr C Cheeseman, Mr R Hall-Jones, Mrs B Nielsen, Mr C Smith, Ms H Stace (ex-officio), Mr D Street (Vice-Chairman), Mr P Tuthill (Chairman), Mr P Watson.

In Attendance: Director, Deputy Director/Secretary to the Board, Financial Consultant, Finance Officer, Mr T Yapp, Mr B Pilcher and Mr C Rouse.

1. APOLOGIES FOR ABSENCE

Mr M Cordey, Mr R Cousins, Mr S Ginn, Mr T Musgrove.

2. DECLARATIONS OF INTEREST

Mr P Watson declared an interest as a volunteer of MHC.

3. CHAIRMAN'S COMMUNICATIONS

3.1 Conservation Officer. The Director stated that Mr Jonathan Bills has signed contract and will be starting on 8th April.

3.2 Director's Appraisal. Mrs H Stace stated that the Director had completed the probation period and the Chair and Vice-Chair of the Board conducted the appraisal. Rev'd C Attwood suggested that officers need to have outside support and have a budget that distinguishes between training that is required by law and other training. The Director stated that all staff will have a training plan as part of the annual appraisal process. Mrs H Stace confirmed that the current training budget was too low as it equates to £200 per person.

3.3 Auditors. The Director stated that the newly appointed auditors conduct trustees' training in London but that they will come to Malvern to do a similar training course free of charge. The Board will need to decide whether to have a day long session or if afternoons or evenings would be more suitable. It was suggested that the Director or Deputy Director could attend a session in London to fine-tune the training for delivery in Malvern.

4. MATTERS ARISING FROM THE MEETING HELD ON THE 13th DECEMBER 2012

4.1 Precept. The Financial Consultant confirmed that the forms had been submitted to Malvern Hills District Council with the 2.2% increase. The Council has replied stating that due to the changes in council tax benefits the tax base has decreased. This is the number of properties that pay the levy. There is no impact for this year, but next year it will be reduced. A meeting with Mr Andy Baldwin had been arranged to look at the impact on the precept. The Council has to hold a referendum if the council tax is increased by more than 2% in any year. The outcome of the meeting will be reported back to Committee.

Mr P Tuthill stated that the Council has provision to protect the Parishes for the first year but that it is unclear what the position will be after that. MHC sets the total amount of the precept whereas the Council sets the amount per household.

5. ANY OTHER MATTERS ARISING

5.1 Shared Services. The Director confirmed that a meeting had been held on the 17th December with Mr Chris Bocock, the Leader and Deputy Leader of the Council. It does not appear that there are further opportunities for

shared services. There will be another meeting between MHC, the District Council and the developers of Newland and later Qinetiq to discuss planning and possible development of these sites. The Director confirmed that the Council is providing a service to copy some of the Conservators' maps. There are some slight differences between the Land Registry maps and some of MHC maps.

6. MANAGEMENT ACCOUNTS FOR THE 9 MONTHS ENDED 31st DECEMBER 2012

The Financial Consultant explained that expenditure was lower than expected therefore MHC is ahead of the budget at this stage. Car parks takings were still down compared to the budget.

Mr P Watson asked several questions to which the Financial Consultant responded.

The Financial Consultant confirmed that a grant will be received from the Sustainable Development Fund from the AONB that will be put against the volunteers' overspend.

The Financial Consultant explained that significant savings have been made to the Establishment Expenses as administration staff had successfully renegotiated electricity, gas, landline and mobile phone contracts.

Mr R Hall-Jones suggested that additional income could be generated by charging for the use of Manor House car park during the evening. Mr C Cheeseman stated that Civil Parking Enforcement (CPE) was about to begin in Malvern which may increase the use of MHC's car parks and suggested that the Board considers short stay car parking fees once CPE has been introduced and its impact and the reaction to it has been ascertained.

The Director stated that one grazier has left the Stewardship grazing scheme and Mr A Bunn is also intending to leave the scheme. Cumulus Consultants have informed MHC that the monies do not need to be re-distributed or repaid. There is a review of payments under the grazing scheme scheduled for June.

The Director stated that a meeting with Worcestershire County Council was being arranged to discuss the level of the grant received for the parishes of Newland, Powick and Castlemorton.

Mr C Cheeseman suggested that in the future the office could be relocated nearer to the Hills and that he thought this should be considered in the Business Plan.

7. INVESTMENTS

The Financial Consultant was congratulated for securing such good rates of interest on deposits in the current economic climate. The Committee last looked at overall investment opportunities 3 years ago. An opportunity has arisen to talk to a Wealth Manager who will give a broad overview of the options available to the Board and will explain some of the terminology and jargon to enable the Board to make informed decisions regarding the investment portfolio. The Charity Commission has relaxed some investment regulations and that it is the duty of the Board to keep reviewing the investments.

On the proposal of Mr P Tuthill, seconded by Mrs H Stace, the recommendation to meet the Wealth Manager and set up a working party

was **CARRIED** with 1 vote against. This meeting could occur prior to the next Administration and Resources meeting.

8. LEGACIES

The Director stated that several legacies had been received:

£8,000 was received from the estate of Miss Joan E Howard Smith whose family had a second home in Malvern Wells and kept diaries of her walks on the Hills that are now in a museum in Birmingham. Mrs Howard Smith left 10% of her estate to charity and the trustees of her estate chose MHC to be a recipient.

£500 was received from the estate of Mrs Kathleen Brophy with an informal request for a seat. The offer of a further donation to cover any additional expense of a seat was also made by the trustees of the estate.

£50 was received from the family of Mr Albert Ludford who made the donation to celebrate his 100th birthday.

The Committee expressed their gratitude.

The Management Plan will identify projects that can be funded from the Gift Fund.

The Director confirmed that a bench survey is being undertaken to assess the condition of some of the benches on the Hills and the views. Families of the donated benches that need maintenance or replacing will be contacted. Rev'd C Attwood suggested that in future memorial seats should be for the natural life of the seat. The issue of ownership and maintenance needs to be addressed.

The donations and legacies were **NOTED**.

9. ROLE OF TREASURER

The Director presented the paper and a discussion ensued.

- Mr D Street read out an email from Mr M Cordey that outlined his views against creating a role of Treasurer.
- Mr D Street echoed this sentiment as the role is similar to that of the Chair of this Committee, and MHC has competent financial staff. Concern was raised that a Treasurer would blur the lines of communication and responsibility.
- Mr R Hall-Jones agreed that the Board are collectively responsible for financial matters and that checks should be undertaken using trustees' own experience and common sense. The professional staff should be relied upon rather than a non-professional in a leading role. During the 1990's there was a Committee of Chairman comprised of the Chairs and Vice-Chairs of the Board and Committees that met with the Clerk to discuss and review issues.
- Mr P Watson stated that no clear reason was given as to why MHC needed a Treasurer. If a Treasurer should be an accountant, there are no guarantees that there will be an accountant on the Board.

- Mr C Cheeseman agreed with the comments above.
- Rev'd C Attwood stated that his perspective had been drawn from the Inquiry Committee. During the St Ann's Well lease renewal there appeared to be poor communication and clarity of responsibilities. The Inquiry Committee felt that the Board was not robust enough to protect itself from a similar circumstance. In other charities the Finance Committee is headed by a Treasurer. MHC could change the Administration and Resources Committee to be a Finance, Administration and Resources Committee (FAR) to reflect the role of the Chair and a stronger emphasis on the finances of the organisation. Rev'd C Attwood agreed that a Committee of Chairman would strengthen the structure of the organisation. There should be evidence of a change to show the public that the Board has addressed some of the issues raised by the Inquiry Committee. To change the name of this Committee to FAR will demonstrate responsibility and focus on financial matters.
- Mrs B Nielsen stated that the Board should not be complacent but that this was no reflection on the Chair or the Financial Consultant. The Board should not be divisive therefore if the majority of the Board do not want a Treasurer then this is not the right solution.
- Mr C Smith agreed that if there was no will to have a Treasurer then the role would not work. The Administration and Resources Committee is also a financial committee. If a Treasurer were appointed then that person should be an ex-officio member of the Land Management Committee.
- Mr P Tuthill suggested that the Vice-Chairs of committees could also sit as ex-officio members of the other committees. MHC has a new Director, new auditors and solicitors which will assist the Board and will bring a fresh perspective.
- Mrs H Stace stated that all trustees have liability and that a Treasurer would provide security to Board Members. The Board and Committees have changed with only a few changes in personalities and there can be no guarantee that long term there is a person with the necessary skills. A show of hands at the Land Management Committee proved that the Board was split on this issue. The roles of trustees as Chair or Vice-Chair should be formalised to clarify what is expected of these roles. The items listed as potential duties of a Treasurer could be divided among these roles.
- The Director stated that the decision to have or not to have a Treasurer rests with the Board. A Treasurer would provide some protection for Board Members but it is up to the Board if they want this role.
- The Financial Consultant was asked to comment and stated that it is essential for someone on the Board to take financial responsibility on behalf of the Board, but that this role could be undertaken by the Chairman of the Administration and Resources Committee. It would be difficult to operate with both a Treasurer and the Chairman of Administration and Resources, and it is difficult to offer advice without undermining officers. There have been general criticisms of the financial management of the organisation but when asked for details it was difficult for Board Members to find specific examples. The meeting with the Auditors was helpful as they suggested some minor areas for improvement. The role of a Treasurer or Chair would be useful to

discuss technical issues such as VAT. A yearly meeting with the Auditors would be useful as would to be involved in clearance meetings and briefings.

- Mr B Pilcher expressed concern that the Board may not always have a suitable Treasurer in its membership. However the County Councils are able to nominate external people that would enable an accountant to be the councils' representatives on the Board.

Mr P Tuthill proposed that the Committee recommend to the Board, via the Governance Committee, that the Administration and Resources Committee be renamed as the Finance, Administration and Resources Committee (FAR), and that the Chairman and Vice-Chairman meet as a non-executive group to discuss and review issues.

10. GIFT FUND PROJECT – MAP DIGITISING

Mr P Tuthill proposed the recommendation that no more than £1,358.88 + VAT be taken from the Gift Fund for digital maps, GIS software and maintenance and support including aerial photography. This was seconded by Mr C Smith and was **CARRIED**.

11. FIRE RISK

The Deputy Director/Secretary stated that the attic in Manor House is used as a store for the paper archives and also potential 4 people could be working in this space. A few years ago a fire risk assessment was undertaken. This found that the fire risk was tolerable if the office doors were kept closed. This is not working practice. In some areas such as the kitchen which is deemed a high fire risk area there would be health and safety concerns if the door was kept closed as the space is so small. An external fire escape would provide a second escape route to those in the attic. MHC are investigating this option.

12. AUDITORS – CROW CLARKE WHITEHILL

The Director stated that a meeting had been held with the Auditors who asked a lot of questions on the financial procedures and recommended some minor changes.

The Financial Consultant stated that the Auditors have said that some of the Restricted Fund should be treated as a permanent endowment and this is being explored.

13. WORK TO ST ANN'S WELL

The Director stated that the damp work that was due to start on Monday has been delayed due to personal reasons. The work will now commence on 4th March.

14. CHARITY COMMISSION UPDATE

The Director stated that the solicitor has spoken to the Charity Commission and will provide MHC with a report in the near future.

15. MANORIAL RIGHTS

The Deputy Director/Secretary stated that Whatley Recordon is still looking at this issue and will be in touch. There is a deadline of October 2013.

16. MONITORING PURCHASE PAYMENTS

The Financial Consultant stated that the reports are available and one member has been in to inspect the payments.

Mr P Tuthill requested that a copy be emailed to all Members.

17. ATBRU

The Deputy Director/Secretary stated that the electricity bill for the void at British Camp toilets increased from approximately £200 to over £500. On investigation it became apparent that the locks to this space had been changed. MHC requested copies of the keys and found that 2 heaters and a computer had been installed. This was done without authorisation from MHC. A more detailed agreement is needed with ATBRU.

18. INFORMATION

Mr R Hall-Jones announced that the District Council will soon be nominating new Members to the Board to fill 2 of the 3 current vacancies.

Mr P Tuthill thanked Members for attending the meeting and for covering such a lot of issues with good and balanced discussion.

The meeting closed at 8:50 pm.

Matters arising

7.2.1 7. Investments. Mr P Tuthill stated that there will be a meeting with a Wealth Manager at 5:00 pm immediately before the next Administration and Resources Committee on 18th April 2013.

7.2.2 9. Role of Treasurer. Mr P Tuthill stated that the Committee will recommend to the Board via the Governance Committee that the Administration and Resources Committee be renamed the Finance, Administration and Resources Committee and that the Chairs and Vice Chairs meet as a non-executive group. The Vice Chairs should be ex-officio Members of the other Committee. This would assist in succession planning and would ensure that the financial implications of the Committees are known.

Mr P Tuthill proposed that the Board change the name of the Committee to the Finance, Administration and Resources Committee (FAR). This was seconded by Mr C Smith and was **CARRIED** by 16 votes for to 4 votes against and 1 abstention.

Mr P Tuthill proposed that the Board approve that the Chairs and Vice Chairs meet as a non-executive group.

Mrs S Adeney proposed an amendment to refer the matter to the Governance Committee. This was seconded by Mr S Ginn and was **CARRIED** by 12 votes for to 6 votes against.

It was noted that the Chairman of the Board can call a meeting of the Chairs and Vice Chairs at anytime.

Mr P Tuthill asked that the Board note the suggestion that the Vice Chair of the Land Management Committee be an ex-officio Member of the FAR and vice-versa. This was **NOTED**.

7.2.3 11. Fire Risk. The Deputy Director / Secretary to the Board stated that the company who had been approached had declined to quote. A meeting had been scheduled with Mr D Baldwin, a Board Member and expert in Health and Safety with contacts in the industry.

7.2.4 13. Work at St Ann's Well. The Director stated that the contractors began work on 4th March. A few other problems have been discovered that will need attention.

Mr D Hawkins asked who was responsible for the decoration of the premises and the Director confirmed that this was in the tenant's lease but that this matter would be discussed.

7.2.5 Charitable Status Working Party. This item should have fallen under the Governance Committee however Mr T Musgrove provided the Board with an update and stated that the charitable status will be discussed at the next Governance Committee.

Mrs H Stace thanked the Working Party.

7.2.6 17. ATBRU. The Director stated that the ATBRU team will become more active in the spring. There has been a significant rise in electricity bill for the void at British Camp toilets and the agreement between MHC and ATBRU needs to be re-written. Concerns were raised that the ATBRU team had changed the locks to the void.

7.2.7 8. Legacies. Mr P Watson expressed concern that the minutes did not reflect the delight at receiving the legacies and the Director confirmed that the donors had received a letter of thanks.

7.2.8 18. MHDC Members. Mr B Pilcher queried the remaining vacancy. Mr R Cousins stated that he may know of another councillor who may be interested. The Director confirmed that the Induction Pack for new Board Members is being developed at which time this person will be contacted.

8. TO RECEIVE REPORTS FROM REPRESENTATIVES ON OUTSIDE BODIES:

8.1 MALVERN SPA ASSOCIATION

Mr D Street presented the following report which was **NOTED**.

There have been 2 MSA Committee meetings since our last Board meeting.

Matters of interest include plans for dressing 40 wells over the May bank holiday with the theme of 'Once upon a time'.

A meeting with Dr Emma Philpott is planned for the 29th March at the Wyche Innovation Centre to discuss inter alia the proposed MSA display (iPad).

The MSA will be represented at both the Three Counties Countrytastic event on 4th April and the Spring Garden show from 9th to the 12th May.

8.2 MALVERN HILLS AONB JOINT ADVISORY COMMITTEE

Mrs G Rees stated that the next meeting will be held on 26th April 2013.

9 INFORMATION

9.1 MANAGEMENT REPORT.

The Director presented the report which was **NOTED**.

MANAGEMENT REPORT

DATE: 14th MARCH 2013

DIRECTOR

- Interviewed for and appointed the new Conservation Officer who will start with MHC on Monday 8th December.
- Produced an induction programme for new staff. This is a standard programme for all new starters which can be adapted according to the particular role. The programme will be 'trialled' during the induction of the new Conservation Officer and reviewed following their 6 month probationary period.
- Produced a staff appraisal system to be used for the performance reviews being undertaken during March 2013.
- Drafted a revised land acquisition policy which summarises MHC's powers to acquire land, the objectives for acquiring land and the criteria that should be used to assess the value of a piece of land to MHC.
- Produced articles for the Worcestershire Wildlife Trust members magazine and for All About Malvern.
- Produced press releases on the subject of legacies to MHC and the 2013 events programme.
- Met with the Head of Finance at Malvern Hills District Council to discuss the levy and the potential impacts of the decreased tax base. There are no significant impacts that we need to be aware of for 2013/14.
- Met with Crowe, Clark and Whitehill to discuss financial procedures and the potential for the provision of Trustee training.
- Attended meeting the Malvern Hills AONB Steering Group.
- Attended meeting of the Worcestershire Parks and Countryside Task Group.
- Attended Malvern Wells Parish Council meeting to discuss the Land Management Committee's recommendation to turn down MWPC's request for permission to construct a playground on Malvern Common.
- Attended the unveiling of the buzzard statue in Rosebank Garden. MHC provided the stone on which the plaque for the statue was mounted.
- Attended a conference on 'New Models for Sustainable Commons Governance' organised by the National Trust.
- Met with the owner of the Mount Pleasant Hotel to discuss their proposals for a 'Gateway to the Hills' cafe/visitor centre which is planned for derelict buildings within the Hotel.
- Met with Friends of Malvern Hills Springs and Wells to discuss their plans for a Discovery Trail. They requested permission to place QR codes on our land as part of the Trail. However, this request was turned down.

- Met with 3 separate residents to look at the problems of flooding at St Ann's Road, Castlemorton Common and Guarlford Road.
- Met with residents of the Upper Dingle to discuss problems regarding the surface and drainage of the easement to their properties. We are currently working to resolve liability for the maintenance of the easement.
- Met with resident to discuss their concerns regarding the Swinyard Car Park. They have questioned the legality of the car park under our Acts. However, we do have clear advice from an expert in the law relating to common land, that our Acts do give us the powers not only to set aside land for parking but also to construct car parks.
- Met with a grazier on Castlemorton Common to discuss problems associated with supplementary feeding of livestock on the Common. Subsequently met with a member of the public who was concerned about damage resulting from supplementary feeding of livestock on Castlemorton Common. As a result of these meetings, sites for supplementary feeding will be reviewed in future. All cattle have been removed from Castlemorton Common until the land has dried out.
- Met with resident at Old Hills who was concerned about the HLS application that we have submitted for the land. The outcome of the meeting was that the resident in question now supports the application.
- Spoke with the Superintendent of Epping Forest and the Chief executive of Wimbledon and Putney Commons to discuss the issue of dual status. Both felt that they did not encounter any particular problems associated with their dual status and that they benefitted greatly from being charities.

DEPUTY CONSERVATION OFFICER

- Old Hollow land. Met Natural England with Director to discuss a permanent ineligible feature (scrub) which had been flagged up by the RPA and subsequently arranged for field staff to carry out hawthorn thinning on area of species rich grassland.
- Met forestry contractor regarding Third's Wood brief.
- Tree Safety. Appointed tree surgeon for Tree Safety Contract with Operations Manager and Chairman.
- Scheduled Ancient Monument Conservation Management Plans. Gathered information on ecology and management of British Camp British Camp and Midsummer Hill for the management plans Herefordshire Archaeology are producing for us (funded by Natural England). Met with Natural England and National Trust to agree on mutual vision and objectives for monuments and subsequently tabulated for use of Herefordshire Archaeology in production of plan.
- Future of Grazing Report. Interviewed by Cumulus Consultants. Carried out Hill user surveys for Cumulus' report.
- Castlemorton Common. Met cattle grazier with Natural England and Director about supplementary feeding and arranged for cattle to be taken off common due to poaching caused by machinery due to poor weather conditions and wet ground.
- Scrub clearance. Monitored work of contractors with Operations Manager and specified work to be carried out to Operations Manager.
- Park Wood. Met Park Wood coppice worker and agreed on standards to be thinned. Designed a vegetation survey protocol which is designed to

inform us what impact the coppicing is having on the diversity and abundance of wildflowers at Park Wood and how this changes over time. Volunteers with good botanical identification skills will be helping to carry out the vegetation survey.

- Graziers. Organised for our graziers to attend and attended Shropshire Area of Outstanding Natural Beauty's 'Commoners Event' where we learnt about issues effecting commons across the country, commons/HLS, etc. Subsequently arranged for free cross compliance training course for commoners to cover topics such as statutory management requirements, animal welfare, supplementary feeding. Met with new Castlemorton Common graziers and went through the grazing licence in detail.
- Old Hills. Consulted households with commoners rights and met active graziers which is a prerequisite of entering into stewardship. Met with Natural England to confirm the details of the agreement such as management prescriptions. Agreement start date 1 March 2013.
- Talks. Talk to Hastings Residential Home on Wildlife of the Hills. Talk to Worcester University conservation students on Management of the Hills.
- Managed Jen Heller, 'Assistant to Conservation and Deputy Conservation Officer'. Jen volunteers part-time volunteering role here and to date been working on a bench survey protocol to be used to survey the benches of the hills which will inform any new policy and has been working on a dog campaign report which will be brought to the next land management committee. Met Head of Archaeology of Worcester University to discuss their bench survey for 'Memorialisation of Commemoration on Malvern Hills' report.
- Sound recording. Interviewed by AONB on ecology of hills for use in a new smart phone app.
- Events Diary. Coordinated and designed 2013 events diary. Produced press release.
- Attended Butterfly Conservation meeting and arranged for date for new Conservation Officer to meet BC to discuss management requirements for pearl bordered fritillary butterfly.
- Met 2x members of the public about tree issues.
- Attended noble chafer half day training course with Conservation Assistant.

FIELD STAFF

- Pollard black poplar and willow trees in Poolbrook
- Cleared snow from car parks
- Pollard black poplar trees on Castlemorton
- Scrub clearance at the following locations
 - Rushy Valley
 - Wide Valley
 - Redan Corner
 - Old Hollow
 - Westminster Bank
- Liaised with reptile expert, Nigel Hand over scrub clearance at Swinyard
- Bramble Flailing at Midsummer Hill
- Contractor resurfaced the path in the Memorial Orchard at North End Lane

- Rearranged the shed

WARDENS

- Attended Worcestershire Wardens Partnership meeting
- Organised four training and events days for 2013 for the volunteers (Dawn Chorus; Wildflower id; Bird id; Fungi id)
- Five volunteers attended a first aid course that I had arranged at the MHC office and 2 more volunteers attended the same course in Worcester
- Applied for an AONB 'Wider Landscape' fund for hedge planting and building tree guards, which has been agreed.
- Completed four days of felling alongside four volunteers. This was throughout the winter at Holywell to improve the woodland for dormice
- Organised the Voluntary Site Wardens' meeting which was held in February – five volunteers attended
- Transferred the database of volunteers' details to a new system

Incidents:

Parking on the Common	6
Digging on the Common	2
Unauthorised Signs	1
Unauthorised Building Material	5
Dangerous Occurrence/Hazard	1
Other Livestock Issue	3
Fly Tipping	2
Driving on the Common	2
Dangerous Tree	1

VOLUNTEERS

Conservation Day activities:

Had seven conservation days with a total of 135 volunteers in attendance

- 11th January Broomy Bank Planting hedge
- 25th January Parkwood Coppicing hazel
- 2nd February Rushy Valley Clearing saplings from bilberry habitat to aid the grayling butterfly
- 8th February Dingy Skipper Field clearing brambles
- 22nd February Gullet Quarry Clearing scrub
- 2nd March Parkwood Planting hazel trees
- 8th March St Ann's Well Clearing saplings

ADMINISTRATION

- Met with Financial Advisor and Wealth Manager from Clydesdale Bank to review investments
- Reviewed IT systems support to ensure best value
- Conducted fire tests
- Attended Payroll webinars
- Attended Human Resources webinars
- Attended Chairman's workshop
- Organised new parking tickets
- Researched car parking issues
- Monitored planning applications and commented on 2

- Researched charitable status
- Reviewed mobile phone contracts and achieved a saving of approximately £1000 per year plus upgraded all mobile phones to smart phones with panic button technology
- Completed Lease
- Liaised with WCC Archive Dept regarding a map for exhibition at the Innovation Centre
- Visited with Board Member a scanning and signage company
- In negotiation with MHDC regarding scanning map book
- Investigated water leak and claimed under insurance
- Investigated electricity increase at British Camp void
- Produced minutes and published on website
- On-going audit of deeds of grant and wayleaves
- Reviewed and produced new staff policies to conform with current legislation
- Conducted fire risk assessment and liaised with construction company to discuss external fire escape from the attic
- Underwent training in RTI in Birmingham
- Researched deeds to Back Lane
- Reviewed insurance contract and met with insurance agent
- Reviewed with the Chair, Vice-Chair and Director the Land Acquisition Policy

9.2 LEVY.

The Director stated he and the Financial Consultant had met the Head of Finance at the MHDC to discuss the levy. The tax base has reduced due to the number of residents claiming housing benefit. People receiving the benefits were formerly included in the tax base but now people receiving Housing Benefit will not be included therefore less houses will be levied.

Mr P Tuthill stated that this year includes a transitional arrangement and that the amount the Council is raising from the levy on the council tax of ratepayers has gone down because the tax base has gone down. The District Council has put in place a transitional arrangement so that the council tax payers do not pay more than the 2.2% but that next financial year this change could be significant.

The Director stated that if more houses are built that the tax base may increase again.

9.3 STAFF APPRAISALS

The Director stated that staff appraisals are underway and should be completed by the end of March.

9.4 DUAL STATUS

The Director stated that discussions held with the Superintendent of Epping Forest and the Chief Executive of Putney and Wimbledon Commons revealed that they experienced no conflicts between the dual status of their organisation's Acts and charitable status as they ensured that their charitable purpose matched their Acts of Parliament.

9.5 EVENTS LEAFLET

The Director handed out the Events Leaflet and stated that he was keen to see more interaction with the public through talks and events. The Deputy Conservation Officer has done excellent work to produce 23 events throughout the months of April to December and most events will be run by staff or volunteers so that costs are minimal. The Director stated that the Events Leaflet has been advertised on the website and a press release has been issued and a new Facebook page has been set up. Copies can also be found in the library and at the Tourist Information Centre. Mr C Smith added that the Civic Society has sent the leaflet out to all its members.

Mr R Chamings stated that it was excellent to get out and meet the public and also congratulated the Director on the removal of one grazier's cattle from the common.

9.6 SCRUB CLEARANCE

The Director reminded Board Members that the Deputy Conservation Officer had given a presentation before winter of the planned scrub clearance work and that the Field Staff had now achieved all of the work. The Deputy Conservation Officer has offered to do another presentation to show what work has been achieved and this can be done at a Board Meeting.

Mrs S Adeney suggested that a press release be issued to allow members of the public can see what work had been achieved.

9.7 TEMPORARY STAFF

A temporary member of staff will be starting on Monday for 3 mornings a week for 3 weeks to assist in the selling of the annual parking permits.

9.8 MOUNT PLEASANT HOTEL

The Director stated that the owners of the hotel have planning permission to convert some disused buildings into a cafe and visitor centre. There are several tourist trails and plans in discussion with various interest groups and MHC should wait to see how this develops.

9.9 TREE SAFETY

Mr P Tuthill asked what approvals MHC need to get when removing trees. The Director informed the Board that if a tree has a preservation order that the Tree Preservation Officer at the council would need to be notified before work was undertaken. Most of MHC land is outside the council's conservation areas.

9.10 OLD HILLS AND HIGHER LEVEL STEWARDSHIP SCHEME

Mr M Cordey raised this issue and the Director confirmed that Old Hills is now under the HLS Scheme to continuing the work MHC already undertaken such as grass cutting, clearing scrub and ponds. If other work is to be undertaken there would be a public consultation.

9.11 UPPER DINGLE

Mrs G Rees enquired about the easement and the Director stated that the easement services 4 houses but that it is in poor condition. The residents are asking that MHC pay one half of the costs of repair however the liability of maintaining an easement usually rests with those householders who have access over it. In the past MHC has contributed to the costs of repair of easements where MHC has frequently used the easement. In the case of the easement to Upper Dingle MHC rarely uses the track.

Legal advice has been sought and the conclusion is that MHC is not liable and that the costs of repair are the responsibility of the residents who use it.

9.12 EXHIBITION OPENING

The Deputy Director stated that the artist has completed the art installation and that the official opening will be at 2:00 pm on Thursday 28th March and all are welcome.

10. MALVERN HILLS CONSERVATORS SUMMARY DUTIES AND POWERS

Mrs H Stace stated that the Chairman's Workshops have been examining the Acts to draw out the organisation's purpose to establish what MHC is here to do. All Members have had the opportunity to participate and comment. As a result the focus was on where the Acts state that the Conservators 'May' or 'Shall' do something. A 'Shall' is effectively a DUTY and a 'May' is effectively a POWER that the Conservators can choose to exercise.

The items in bold typeface are a summary of DUTIES under MHC Acts and other relevant legislation and the items not in bold are a summary of POWERS.

Mrs S Adeney thanked the Chairman for the huge amount of work and for steering the Board through this exercise. This sentiment was echoed by the Board.

Mrs H Stace confirmed that legal advice has not been sought regarding this matter as different lawyers could provide different interpretations of the Acts. The summary proposed is to agree the DUTIES and POWERS in a modern interpretation of the Acts. The Working Document has the clauses from the Acts that refer to each subject matter and the Board should always refer back to the Acts.

Mr B Pilcher offered a suggestion for the second element of bullet point 6. to read:
'protect and restore the natural beauty of the Malvern Hills and *maintain* their suitability for rough grazing or recreation'.

And to bullet point 8. to remove the 'ing' on the end of each word.

Mrs H Stace confirmed that the clause will be checked.

Mr S Ginn stated that this document does not replace the Acts or other relevant legislation but that it will aid the Board to understand its responsibilities. There has been a lack of consensus of what MHC is supposed to do but this provides that but it is not to be regarded as a legal text. The Acts will need to be analysed for various issues such as a playground on the Common.

Mrs G Rees requested that versions of the document are dated.

Mr D Street asked if MHC can regulate mountain bike riders as it only mentions horse riders. In response Mrs H Stace stated that the byelaws cover this issue.

Mr P Watson suggested that at the end of the document it states that it is intended as a guide only and that the Acts be used to see the full details.

It was a point of interest that the Acts are there to protect the rights of Commoners and rights of the public however there is no 'Shall' or DUTY that states that the

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Conservators must protect the rights of commoners. The Conservators have the POWER to protect the rights of commoners but it is not a DUTY. Mr T Musgrove stated that commoners are protected under the Commoners Act 1965.

Other legislation covers issues such as the conservation of biodiversity, however Mr T Musgrove suggested there should be a caveat on the document that states that not all relevant Acts are covered in this document and that cross references to the clauses in MHC Acts should be included.

Legislation that relates to the administration of the organisation is also being looked into but this document purely relates to what the Conservators are here to do.

Mr P Tuthill queried service easements and development easements and Mrs H Stace confirmed that overground and underground easements were dealt with separately and the Acts give some criteria.

The summary should be issued as a public document and the previous document that included the clauses to the Acts should be used to refer back to the Acts.

Mr J Plant raised concerns about hunting, shooting, snaring etc as mentioned in the byelaws and the definition of an unauthorised person and Mrs H Stace confirmed that it will be made clear that this document is not a complete list of byelaws.

A caveat will be inserted with instruction to refer to the full Acts and the clause numbers will be inserted, the suggested amendments will be made inter alia the byelaws, and it will be noted that other legislation will also need to be complied with. The preceding document should be referred to for more detail.

Mrs H Stace proposed that the Board adopt the first paragraph of the document in bold typeface as the Board's new statement of purpose and the second paragraph not in bold typeface as a summary of MHC's DUTIES and POWERS, with the above amendments. This was seconded by Mrs G Rees and was **UNANIMOUSLY AGREED**.

The meeting closed at 9:04 pm.

Signed 9th May 2013
Chairman