

MALVERN HILLS CONSERVATORS MEETING OF THE BOARD

Wyche Innovation Centre, Walwyn Road, Upper Colwall, WR13 6PL
Thursday 13th March 2014, 7:00 pm

Present: Mr D Baldwin, Mr C Cheeseman, Mr R Cousins, Mr P Hughes, Mr R Hall-Jones, Mr D Hawkins, Mr A Golightly, Mrs G Rees, Mr J Roskams, Mrs H Stace (Chairman), Mr D Street, Mr P Tuthill, Mr P Watson (Vice Chairman), Mr T Yapp, Mrs S Young.

In Attendance: Director, Deputy Director/Secretary, Financial Consultant, Conservation Officer, Minute Taker and 5 members of the public.

1. APOLOGIES FOR ABSENCE

Rev'd C Attwood, Mr M Cordey, Mr T Perry, Mr B Pilcher, Prof J Raine, Mr C Rouse, Mr C Smith, Mr J Tretheway.

2. CHAIRMAN'S ANNOUNCEMENTS

2.1 New Board Member. Mrs H Stace welcomed Mr A Golightly who has been nominated to represent the parish of Castlemorton.

2.2 Board Member resignation. Mrs H Stace stated that two vacancies were expected shortly: Mr P Watts, a nominated Member for Herefordshire County Council and Mrs S Adeney representing the Church Commissioners.

2.3 Events Diary. The Director stated that this year's Events Diary has been produced by Warden Mr R Vale, who has done a fantastic job. The cover photograph was taken by Mr J Sedlacek who has offered MHC free use of his photographs in our publications provided he is credited.

2.4 Land Management Chairman's Workshop. The Conservation Officer stated that the postcard distributed to Board Members is the first stage of the public consultation for the Management Plan. The public are encouraged to write what issues they consider important for the Hills and then to Freepost the postcard to the office. A press release will be sent to local media.

2.5 Skills Audit. Mrs H Stace stated that it was important to complete the skills audit as there were vacancies arising. The Director and Mrs H Stace as Chairman had set aside two slots to talk to Board Members to see what different skills Board members had. They invited those who had not done so, to come and talk to see what skills were available to MHC. The slots will be from 12 noon on Tuesday and then Thursday evening from 7:00 pm in foyer of the Great Malvern Hotel.

2.6 Board Members at outside meetings. Mrs H Stace stated that feedback had been received from various bodies suggested that there was some confusion when Board Members attended outside meetings. It should be made clear that you are not attending as a Conservator unless you have a mandate to attend or been asked to attend by MHC for a specific purpose. Members can report back to their nominating body.

2.7 Staff resignation. The Deputy Director/Secretary stated that she had been offered another post subject to funding being confirmed. The post is a curatorial role in a local museum and it is envisaged that the new role will begin at the end of May or thereabouts. Once funding has been confirmed the Deputy Director/Secretary will be resigning from her current post and therefore this would be her last Board Meeting. Mrs H Stace formally thanked the Deputy Director/Secretary for all her services to the Board.

3. PUBLIC QUESTIONS

None.

4. DECLARATIONS OF INTEREST

None.

5. TO CONFIRM THE MINUTES OF THE BOARD MEETING HELD ON 14th NOVEMBER 2013

Mrs H Stace presented the minutes and asked for any points of accuracy. On the proposal of Mrs H Stace, seconded by Mr R Cousin, it was **CARRIED** with one abstention that the minutes be signed as a **TRUE** and **ACCURATE** record.

6. MATTERS ARISING FROM THE BOARD MEETING

6.1 12. Public Questions. Mr P Hughes enquired if there had been any follow up to the public question. The Director stated that the caravan club had not gone ahead with the purchase and the land was still on the market. Mr P Tuthill enquired about the work at St Ann's Orchard. The Director confirmed that the developers had not yet reinstated the common as it had been too wet. MHC asked the developer to wait until the ground dried out.

6.2 19.5 Timetable for 2014. Mr R Hall-Jones enquired as to the car park charges at the Council Chambers. Mrs H Stace stated that alternative venues are being sourced, but the issue of car park charges is being looked into.

7. TO CONFIRM THE MINUTES OF THE SPECIAL BOARD MEETING HELD ON 16th JANUARY 2014

Mrs H Stace presented the minutes and asked for any points of accuracy. On the proposal of Mrs H Stace, seconded by Mrs G Rees, it was **CARRIED** with one abstention that the minutes be signed as a **TRUE** and **ACCURATE** record.

[Secretary's note: Mr R Hall-Jones extended his apologies for this meeting].

8. MATTERS ARISING FROM THE SPECIAL BOARD MEETING

8.1 5. RoSPA Report. The Director stated that the fence at Gullet Quarry has been erected with a gate which is padlocked. The planting has also been completed. Signage has been sent to RoSPA for their comment; they have now replied so the signs can be printed and put up within the next few weeks before the warmer weather begins. The Director stated that further measures to deter swimmers have been discussed with the Fire Rescue Service. A ditch will be dug in front of the wall to essentially make the

wall higher and the spoil from the ditch will be used to block off the path route to the slipway. Once the signs are in place the Director will contact Mr O'Neill.

The Director stated that the residents along the track would prefer a gate to the bollards that are currently stopping vehicles from driving to the quarry. However the track is also a bridleway and therefore has to remain open to the public. It has been suggested to replace the bollards with a gate that comes three-quarters of the way across the track so allowing horses and pedestrians to pass while preventing vehicles from going any further. The advantage of a gate is that signage can be attached to inform people that no swimming is allowed before they walk up to the quarry.

8.2 6. General Fund Budget and the Levy 2014/2015. The Director stated that a leaflet has been included in the council tax letters to provide information to residents about the work of MHC.

8.3 9. Request for an event on Link Common. The Director stated that the request for a charity dog show to be held on Link Common has now been approved.

Mr C Cheeseman joined the meeting.

9. MINUTES OF THE FOLLOWING COMMITTEES:

9.1 LAND MANAGEMENT COMMITTEE HELD ON 5th DECEMBER 2013 AND 9th JANUARY 2014

9.1.1 & 9.1.2 Mr R Cousins presented the reports of the meetings held on 5th December 2013 and 9th January 2014 and stated that the playground had not been pursued as it was not within the Board's power therefore not legal. It was **NOTED** that the National Trust has taken back the management of Midsummer Hill. On the proposal of Mr R Cousins, the **ACCURACY** was **AGREED** with one abstention.

LAND MANAGEMENT COMMITTEE

Manor House, Grange Road, Malvern
Thursday 5th December 2013, 4:00 pm

Present: Mrs S Adeney, Mr R Chamings, Mr C Cheeseman, Mr R Cousins, Mr D Hawkins,

Mr P Hughes (Vice-Chairman), Mr B Pilcher, Mrs G Rees, Mr C Rouse (Chairman), Mrs H Stace (ex-officio), Mr P Watson (ex-officio), Mr T Yapp, Mrs S Young,

In attendance: Director, Deputy Director/Secretary, Conservation Officer, Deputy Conservation Officer, Minute Taker, Mr T Musgrove, Mr D Street, Mr M Gardiner (grazier), and 4 members of the public.

I. APOLOGIES FOR ABSENCE

Mr D Baldwin, Mr J Tretheway.

2. DECLARATIONS OF INTEREST

Mr C Rouse declared a personal interest as a close relative of his is a grazier on the Hills and receives grant money from the Higher Level Stewardship scheme.

3. CHAIRMAN'S COMMUNICATIONS

3.1 Gullet Quarry. The Director stated that the draft report had been received from RoSPA but that they have indicated that they would like to see the coroner's report before the draft is finalised. The Director stated that he wished to see the RoSPA report finalised before Christmas and that the report will be discussed with the family of Russell O'Neil prior to this being placed in the public domain.

3.2 Railway Fence, Malvern Link. The Director stated that QTS, contracted by Network Rail, had been replacing the safety fence along the railway line on Link Common, as agreed last year. The new fence was to replace the existing fence along exactly the same line. The ground was too wet last year so QTS resumed work this year. However the new fence has been erected outside the old fence, which has been left in place. This has resulted in 6 inches to a foot of common being lost. Work was stopped and the contractors have had to take out 75% of the new fence and put it back again in the correct position.

3.3 Election of Chair and Vice Chair. Elections for the role of Chairman and Vice-Chairman of the Committee will take place in January in accordance with the new Standing Orders. It was **AGREED** that Mr C Rouse would remain Chairman for the purposes of this meeting.

3.4 FAR Committee papers. The meeting was informed that figures were missing from the Finance, Administration and Resources papers recently sent out. These have since been amended and emailed out and hard copies are also available.

The Conservation Officer gave a presentation on the winter programme of scrub clearance works explaining the factors taken into consideration in drawing up the programme and the consultations regarding the draft programme.

During the presentation Mr R Cousins left the meeting and Mr C Cheeseman entered the meeting.

The following item was brought up the agenda to allow a member of the public to ask a question.

5. ANY OTHER MATTERS ARISING

5.1 Thirds Wood.

Public Question: What are your plans for managing the wood called Little Switzerland particularly the larch and beech trees over the next five years?

Answer: The Director stated that there has been a lot of discussion regarding this over the last six months. MHC is aware of the value of Thirds Wood, especially to the community. It is also ecologically interesting. However following an independent tree safety inspection, the surveyor has highlighted that the trees as a whole represent a significant hazard due to their age, condition and location, being near to roads, paths and housing. The surveyor has stated that if no work is done to the trees there would likely be incidents of boughs breaking off. In addition, there is a disease in larch trees that is spreading across the country called *Phytophthora*. Although not in the locality as yet if the disease spreads into this area an order would be issued by the Forestry Commission to fell the trees. As there are only certain contractors who can undertake the work to fell diseased trees, and only certain timber yards can handle the wood it would significantly increase MHC's costs should the disease be present. This year a dozen trees that are thought to be dangerous will be removed. Longer term MHC is looking at the rest of the wood to see what can be done. It is likely that a significant number of larch trees will need to be felled for safety reasons. The more trees retained the better and MHC is in discussions with consultants to see how best this can be achieved. The Forestry Commission and Natural England have also been in discussion with MHC about how to best manage Thirds Wood. Any significant work will involve extensive public consultation because it has a distinctive character as mixed woodland and the site could be replanted with conifers. However, the advice at present is not to plant larch trees. Other tree species are infected with different diseases so the type of tree will need careful consideration.

Mr D Street left the meeting.

4. MATTERS ARISING FROM THE MEETING OF THE 3RD OCTOBER 2013

4.1 Bus Stop at Pound Bank. The Director stated that the County Council and Town Council are working to develop plans for this bus stop and will be responsible for the maintenance of it. A small area of the Common will be surfaced and adopted as highway but MHC will retain the ownership of the ground underneath.

4.2 Upper Dingle Track. The Director stated that the work had been completed in two days and that the residents were satisfied. Issues regarding VAT will come back to the Finance, Administration and Resources Committee.

5. ANY OTHER MATTERS ARISING

5.1 Third's Wood. Previously discussed.

5.2 Rose Cottage. The Director stated that the owners of Rose Cottage have been informed that after receiving legal advice it is apparent that MHC cannot legally allow an easement for the tunnel between the two properties. This is because MHC can grant easements only to and from the public highway, but not across a bit of the common.

5.3 NVC Survey. The Conservation Officer stated that the survey can be viewed at the office or it can be supplied on CD.

The Conservation Officer left the meeting. Mr R Cousins re-joined the meeting.

The following item was brought up the agenda to allow representatives from Malvern Wells Parish Council to address the Committee.

8. PLAYGROUND, MALVERN COMMON

The Director introduced the representatives of Malvern Wells Parish Council. The Director stated that this issue had been placed before the Committee previously and the recommendation was not to grant permission for several reasons: the legality of fencing an area of Common that would exclude other users; the legality of permitting structures on the Common; and the risk of further urbanisation of the Common. The Land Management Committee AGREED to reject the request by 10 votes to 1. However at the Board meeting it was AGREED to look at this request again. The Parish Council have amended their proposal to address some concerns for the Committee to consider. The Parish Council have also agreed to indemnify MHC against any claims and to cover costs for legal agreements, maintenance and inspections of the playground. The implication in the Acts is that there is an assumption against structures on the Common and against play equipment in particular. The charity's objectives include to protect the natural aspect of the land and to keep it un-built on. The Acts do provide the provision to set aside land for the playing of games, but it does not state 'equipment' for such games.

The representatives from Malvern Wells Parish Council addressed the Committee and stated their case for a playground. It was further stated that the Parish Council would be willing to seek legal advice regarding a playground on the Common at their expense.

A discussion ensued and the following points were raised:

- The Board should not hide behind the Acts and should be more interactive with the community.
- MHC made byelaws that prohibit swings, fairs or circuses.
- There is a piece of land that currently has a planning application submitted and is there provision in this development for a piece of suitable land for a playground?
- A playground may set a precedent for future requests for play areas.
- A playground would encourage children to use the Common more often.
- Children can play on the Common without the need for equipment.
- Mr J Tretheway had expressed a wish that MHC find a way forward to work with the Parish Council on this issue.
- The school does not have the land for a playground. The Parish Council have tried this site in the past.
- Children are not as free as were previous generations. Parents like to see their children in a safer environment.
- Land under MHC jurisdiction also contains two football pitches, an old golf course and there are permanent goal posts.
- Safety issues should be considered.
- There may be land near St Andrew's Road.
- The main issue is would it be legal to construct a play area.

On the proposal of Mr P Watson, seconded by Mrs H Stace it was **AGREED** to **REFUSE** the request for a playground by 7 votes for to 5 votes against and 1 abstention.

6. LAND MANAGEMENT BUDGET

The Director stated that most figures have been increased by approximately 2% to reflect inflation. There has been a new line included for drainage due to more frequent heavy rainfall. A new line has also been included for water testing at Evendine spring. This was previously carried out by Herefordshire Council free of charge but due to the Council's financial constraints they will now charge MHC to undertake quarterly tests on the water quality at a cost of approximately £600 per annum. The Council can undertake tests at a reduced rate from the laboratory.

A discussion ensued and the following points were raised:

- Gardening costs are incurred for St Ann's Well, Manor House, the memorial garden at Barnards Green, and the war memorial behind the bus shelter.
- Vehicle expenses have increased significantly. The reason for this will be checked.

- Tree and Woodland Management budget does not include work at Thirds Wood.
- Volunteer Expenses were queried. It was explained that the AONB provided a grant for tools and sweatshirts for the volunteers.

On the proposal of Mr P Hughes, seconded by Mrs H Stace it was **AGREED UNANIMOUSLY** to accept the budget.

7. THE HACKETTS

The Director explained that the Hacketts is approximately 51 acres of land that the Board purchased in 2002 which included an old farm building that was a brick shed and a lean-to made of wood and corrugated metal. On purchase it was let in three ways: Richards Nurseries, Mr J Bevan and Mr T Bayliss. Mr J Bevan's agreement ended in 2011, and since then Mr T Bayliss has had use of land and sheds, although no written agreement was in place for that use. The lean-to is in a very poor state of repair and in 2011 it was **AGREED** to demolish the lean-to and undertake repairs to the brick building. There was discussion of putting in a new agricultural building on the land to be used by the grazier but this was never resolved, although it was discussed several times. The 1930 Act states that MHC may erect sheds for tools and materials but there is no mention for providing buildings for livestock. In addition the 1884 Act states that '...no enclosures shall be made or building erected on land subject to this Act'. The Director stated that the lean-to needs to be demolished and the brick building needs to be repaired and a grazing licence needs to be entered into for the brick building and the land.

On the proposal of Mr R Cousins, seconded by Mr B Pilcher it was **AGREED UNANIMOUSLY** to demolish the lean-to and repair the brick building and enter into an agreement with the grazier.

At the meeting held on 24th November 2011 the Committee had decided to defer Option 3 to replace the lean-to with a purpose built livestock shed. This was now deemed inappropriate and it was **AGREED** not to take the new build any further.

9. HLS FINANCE 2014 / 2015

The Deputy Conservation Officer stated that there was an amendment to the paper as the figures were incorrect. The correct figures were circulated. The Director stated that the total expenditure is higher as there is a line for Partner Payments.

A discussion ensued and the following points were raised:

- One of the graziers is likely to leave the scheme so the figures will need to be revised to reflect this. The grant does not get automatically re-distributed to other graziers, and they are aware of this. Grant money is paid for the amount of grazing that is occurring.
- There are payments for grazing native breeds of livestock.
- There are review periods so that the grant amount can be altered.
- To remove stock is lessening the amount of management of the land.

10. EVENTS PROGRAMME

The Deputy Conservation Officer gave a verbal report on the Events Programme. The following points were made:

- 27 events were planned throughout the year and one was still to take place. Two were cancelled, one due to bad weather and one due to the fatalities at Gullet Quarry.
- The events have an element of MHC management so it is an opportunity to tell people about the management of the Hills and Commons.
- 7 events were led by staff; the remainder were led by local experts.
- The events attracted just over 300 participants however some people participated in numerous events.
- Attendees at events ranged in number from 2 to 40. The youngest attendee was 6 years old.
- The events programme received positive feedback.
- Expenditure for the events programme was £1,260. £750 was taken from the budget for a leaflet that was to be included in the Council Tax letter but that did not go ahead. Half of the expenditure was spent on leaflets, photographs and promotional material with the remainder being the fees charged by the experts who led events. There was no charge for events but donations amounted to £200. The overspend of approximately £300 will be drawn from the reserves fund.
- Staff time equated to approximately 50 hours of the Deputy Conservation Officer's time in planning the programme, with a further 120 hours of staff time during the events.
- Next year the events programme will include the more popular events and other ideas will be put forward, but the grazing days will be included.
- Mr P Watson requested that the next event programme takes into account the volunteer days as some events clashed with the volunteer days. This was noted.

11. MIDSUMMER HILL

The Director stated that Midsummer Hill had been under a short term lease from the National Trust to allow MHC to carry out management work under the Higher Level Stewardship scheme. The tree clearance work was part of this. The lease expired in 2012. After recent discussion with the National Trust, MHC will not renew the lease and the National Trust will carry out the work under the HLS agreement. MHC will still administer the income and pass on HLS payment to the National Trust for the work that they complete.

12. URGENT BUSINESS

The Director stated that there had been recent discussions on the Investment Policy. The question had been raised about how much money should be kept as cash deposits. The Director suggested that the Land Acquisition map be reviewed to allow a 'best guess' on the value of land that MHC would like to acquire. This will inform MHC as to how much cash deposits should be held. A Working Party will need to be formed to review the Land Acquisition map.

On the proposal of Mr R Cousins, seconded by Mr C Rouse, it was **UNANIMOUSLY AGREED** that a Working Party be set up to review the Land Acquisition map, the membership of the Working Party to be Mr C Rouse, Mr P Hughes, Mrs H Stace, Director, Conservation Officer and Operations Manager.

Meeting closed at 5.58pm.

LAND MANAGEMENT COMMITTEE

Manor House, Grange Road, Malvern
Thursday 9th January 2014, 4:00 pm

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

In attendance: Director, Deputy Director/Secretary, Operations Manager, Conservation Officer, Deputy Conservation Officer, Warden, Minute Taker, Mr C Smith, Mr M Gardner (Grazier) and 2 members of the public.

The Conservation Officer gave a presentation following a request for more information on Higher Level Stewardship agreements.

1. APOLOGIES FOR ABSENCE

None.

2. DECLARATIONS OF INTEREST

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

3. CHAIRMAN'S COMMUNICATIONS

Mr B Pilcher informed the Committee that Board Member, Mr J Tretheway was in Malvern hospital following an accident at home in which he had sustained several injuries. Mr J Tretheway is likely to be in hospital for another month and would appreciate visitors. Visiting times are 2.30 to 5pm and 6.30 to 8pm. The Committee expressed their best wishes to Mr J Tretheway and wished him a speedy recovery.

3.1 Letter regarding Chase End Hill. The Director stated that an anonymous letter of complaint had been received regarding damage caused by horses on Chase End Hill. Following an investigation it was found that there was a small amount of damage, although not serious unless frost is forecast. It was found that the problem was mainly on Bromsberrow's land. It was hoped that the minutes will be read by the letter's sender so that he or she will know that the matter has been looked into and the damage caused is not considered a problem at this stage.

4. ELECTION OF CHAIRMAN FOR THE YEAR ENDED JANUARY 2015

The Director stated that two nominations had been received for the role of Chairman of the Committee. The nominations were Mr C Rouse and Mr R Cousins. Both candidates provided a statement to the Committee.

After a paper ballot, the Chairman of the Board cast the deciding vote and Mr R Cousins was **DULY ELECTED** Chairman of the Committee for the ensuing year. . Mr C Rouse was thanked for his previous chairmanship and continued support and invaluable knowledge of the hills

5. ELECTION OF VICE-CHAIRMAN FOR THE YEAR ENDED JANUARY 2015

Mr R Cousins nominated Mr P Hughes as Vice-Chairman. Mr P Hughes was **ELECTED UNANIMOUSLY** as Vice Chairman of the Committee for the ensuing year.

6. MATTERS ARISING FROM THE MEETING OF THE 5th DECEMBER 2013

6.1 Land Management Budget: Vehicle expenses, Tree and Woodland Management; Materials and Tools. This item appears later in the agenda.

6.2 The Hacketts. The Conservation Officer stated that the lean-to had been emptied and cordoned off and once a neighbouring farmer removes the muck from the front the Operations Manager will demolish the lean-to. The brick building will need some repair but the extent of this will be known once the lean-to has been removed.

7. ANY OTHER MATTERS ARISING

None.

8. EASEMENT POLICY

The Director presented the paper. A discussion ensued and the following points were raised:

- Page 5, 4th bullet point. In the event that a second person is granted access over an easement thereby the easement becomes a shared easement, the maintenance of that easement lies jointly between those who have access over it.
- Page 5, 1st bullet point. The easement will be for the benefit of a specified number of properties only.
- Item 6. Add in a bullet point to state that any temporary works carried out by another party that requires an area of common land to be utilised for the storage of materials and equipment will require permission from MHC to use the land for storage and a bond will be held to cover any reinstatement expenses. This is regardless of whether the utilities are on or off MHC's land.
- Page 5, 3rd bullet point. Last sentence to be deleted.
- Page 3, last paragraph to state that '*Where it is recommended by Land Management Committee and is decided by the Board that the application will be granted...*'
- It was noted that utility companies has the right of access to underground easements for maintenance purposes. However the companies are responsible for contacting MHC prior to work being undertaken and are responsible to make good any damage to the common. Utilities companies do not have a right to store materials and/or equipment on common land.
- Page 5, 9th bullet point. Stones on the common were discussed but it was agreed that each request for stones to delineate an easement will be dealt with on the individual merits of each request.

- Item 1, Introduction. The opening sentence to state that MHC [can] ‘authorise overground easements to or from the highway, and underground easements.’

Mr P Watson suggested an amendment to Item 1 paragraph 2, line 5 to read ‘...to act in the best interests of the Conservators and their objectives.’ However Mrs S Adeney proposed that the wording remain as it is stated in the text and this was **CARRIED** by 9 votes.

The discussion continued and the following points were raised:

- Page 2. The word Overground to be included in the title to the table.
- Item 4. The criteria illustrates the thought processes before a paper is written for Committee.
- Item 2, 1st and 2nd bullet point to include ‘...legal and professional fees...’
- Hills and Commons will be replaced with the term *Conservators’ land*.
- The table states Large Commercial Developments, the definition of this will be guided by the planners. The Director will seek some advice on the definition of this item.

The Director confirmed that a new easement application form will be produced.

On the proposal of Mr P Hughes, seconded by Mrs S Young, it was **CARRIED** with one vote against that the Committee approve the Easement Policy subject to the above amendments and clarification over the definition of a large commercial development.

The following items were brought up the agenda.

12. MANAGEMENT PLAN

The Conservation Officer stated that the Management Plan was well underway. All background papers have been completed and analysed and are ready to feed into the new plan. The format and content have been set, and individuals have been assigned to various topics. A small steering group will help on the layout of the document. A new in-tray has been sited under the Chairman’s in-tray for any information and documents for the Management Plan. The Conservation Officer will update the Committee at each meeting throughout the year and a list of all the different organisations that have been asked for observations will be provided.

11. PURCHASE OF A NEW TRACTOR

The Conservation Officer presented the paper. Mr P Hughes suggested that the option of purchasing a year old tractor, perhaps an ex-demonstration

model, should be considered as it could provide significant savings from buying a brand new tractor.

It was also suggested that the option of leasing a tractor could be investigated.

The recommendation should remove the word *Similar* so that other makes of tractor can be considered.

On the proposal of Mr P Hughes, seconded by Mr B Pilcher, it was **AGREED UNANIMOUSLY** to recommend to the Board that a new/nearly new tractor be purchased. This item will be placed before the Special Board Meeting.

Mrs G Rees and the Conservation Officer left the meeting.

10. EASEMENT APPLICATION, GUARLFORD ROAD

The Director presented the paper and stated that the owners of the derelict barn intend to submit a planning application for a work/live space. There is evidence that the barn had been used as a residential dwelling in the past. There is currently a prescriptive right of access for agricultural purposes. The owners have requested a change of use to residential and agricultural access. The access is from the public highway and is partly surfaced with stone therefore to gravel the access would be acceptable. The NVC survey confirmed that the loss of habitat would be small. The consideration for the easement would be calculated on the Stokes vs Cambridge principle on the value of the plot without planning permission, and the value of the plot with planning permission.

On the proposal of Mr B Pilcher, seconded by Mr D Baldwin, it was **AGREED UNANIMOUSLY** to approve in principle and without prejudice the application for an easement for a live/work unit and agricultural access subject to the following conditions:

- Planning permission is obtained
- The applicant agrees to pay an appropriate consideration as calculated using the Stokes vs Cambridge principle
- MHC will review the easement if and when planning permission has been granted to ensure that there have not been any significant changes to the development which might alter MHC's views on the appropriateness of the development
- The standard easement conditions are met as set out in the Easement Policy
- The method of work for surfacing the easement includes measures to protect the common. The method of work must be approved by MHC prior to the work commencing.

9. EASEMENT APPLICATION, CHANCE LANE

The Deputy Director/Secretary presented the paper and stated that the proposal was for one or two residential dwellings depending on whether a parcel of land was purchased that is currently within the perimeters of the adjacent field. It was noted that the applicants claimed that the adjacent property had been in the ownership of their family for 30 years. The owners of the proposed development plot had stressed that there would be no access into the adjoining field. It was stated that development in this area is a contentious issue and that if a parcel of land was purchased from the adjoining field MHC would have to satisfy itself that there was no legal recourse for access into the adjoining field. If the development is limited to one dwelling this would be contained within the applicant's back garden. Whether there is one dwelling or two dwellings there would only be one access.

On the proposal of Mr C Rouse, seconded by Mr D Hawkins, it was **AGREED** with 8 votes for, to 2 votes against and 2 abstentions to approve in principle and without prejudice the application for an easement for one or two residential dwellings subject to the following conditions:

- Planning permission is obtained
- The applicant agrees to pay an appropriate consideration as calculated using the Stokes vs Cambridge principle
- MHC will review the easement if and when planning permission has been granted to ensure that there have not been any significant changes to the development which might alter MHC's views on the appropriateness of the development
- The standard easement conditions are met as set out in the Easement Policy
- The method of work for surfacing the easement includes measures to protect the common. The method of work must be approved by MHC prior to the work commencing.
- Evidence of any land purchased to be free from encumbrances.

[Addendum: Since the Land Management Committee meeting it has become apparent that some factual information provided on this item was incorrect and therefore invalidates the Committee's decision. This matter will be referred back to the next Land Management Committee meeting for decision with the correct information].

13. WORKING PARTY – LAND ACQUISITION MAP

The Director stated that the Working Party had met to look at the Land Acquisition Map to determine how much money should be kept aside in light of the investment policy. The map was examined to determine which

parcels of land would be considered for purchase and the estimated costs of acquiring that land. The conclusion was that the Working Party was happy with the map that was produced a few years ago with only some minor amendments. It was noted that changes to the planning situation, including the South Worcestershire Development Plan may have a financial impact on the cost of land.

14. LAND MANAGEMENT BUDGET, CLARIFICATION OF ITEMS

The Director stated that some of the figures that were placed before the previous Land Management Committee had been questioned and more detail was requested as follows:

- Vehicle and Equipment Expenses. 2012 /2013 actual spend was £14,714 but the budget for next year is £21,200. 2012/2013 saw a low spend on vehicle maintenance; the previous year had a spend of £20,200. This year almost £16,000 has already been spent and there is another diesel and fuel bill is due to come in that will be in the region of £2,500.
- Tree and Woodland Management. The previous year's spend was £18,729 but prior to that year the spend was £10,000. It was felt that a budget of £10,200 was a realistic figure.
- Materials and Tools. In 2012 / 2013 actual spend was £6,170 but prior to that the spend was in the region of £10,000 therefore a budget of £10,200 was also realistic.

15. INFORMATION

Mr M Gardner provided an outline on grazing at Castlemorton and it was noted that 20 or so cattle were from the Bunn's Farm. There was a small amount of supplementary feeding but it is not doing too much damage. There are fewer cattle but they are staying on common. Mr M Gardner has 22 cattle on the common and intends to increase these numbers.

The Director stated that a developer has approached Halls to see if the Board would consider granting an easement in the railway yard on St Andrew's Road. The developers will be asked to provide more information. The Deputy Director / Secretary will look into this issue.

The Director stated that the recent storms had not had a significant impact on Third's Wood.

The meeting closed at 6:10 pm.

9.1.3 Mr R Cousins presented the minutes and matters arising to the Board.

9.1.3.1 7. The Hacketts. The Conservation Officer stated that due to bad weather the Hacketts had not been cleared as planned. About half of the work had been done. The track and the forecourt have been cleared so the field staff will be able to take

the building down once Gullet Quarry works are complete. The cost of this work will be split equally between MHC and the grazier. Once the lean-to is removed work will be done on the Victorian building.

9.1.3.2 11. Purchase of a new tractor. The Director stated that the tractor is to be purchased out of the 2014/2015 budget, but that the Operations Manager is currently researching various tractors. Mr P Tuthill suggested that all MHC's plant and equipment should be reviewed as part of the Management Plan. Renting equipment should also be considered. Mr D Street felt that the issue of purchasing a new tractor had not been dealt with satisfactorily. The Director stated that FAR Committee had requested that the item be discussed once more at the Land Management Committee meeting where it was voted unanimously in favour and it was also agreed at the Special Board meeting.

9.1.3.3 9. Easement Application, Chance Lane. The Director stated that it transpired that the neighbouring property was not owned by a member of the applicant's family as first thought. As this information was incorrect it was felt that the previous decision was void and the case should be referred back to the next Land Management Committee meeting for a decision.

9.1.3.4 12. Management Plan. The Conservation Officer stated that the Management Plan and the issues facing MHC were examined at the Chairman's workshop. The issues with the highest priorities were identified and the actions needed to address each issue. The document itself was also discussed i.e. how long it should be; what it should and should not include; layout etc. Board Members received a copy with the Board papers. Comments were welcomed before the workshop. A revision of the document will go to Land Management Committee for approval.

9.1.3.5 13. Working Party – Land Acquisition Map. Mr R Hall-Jones enquired if the map was available to Board Members. It was confirmed that Board Members are welcome to view the map but it was not to be removed from Manor House as it is a confidential document.

9.1.3.6 8. Easement Policy. Mr P Watson raised an issue about making decisions. He said that the Charity Commission's guidance stated that decisions should be made in the best interests of the Charity's objects and not in the interest of the charity as an entity in itself. Mrs H Stace stated that the charity's objectives were clearly stated in the opening paragraph of the policy. MHC's charitable objectives are to manage the hills and commons. Mr P Watson felt that financial considerations should not influence this. Mrs H Stace stated that the process was very clear and that examining the impact on the hills and commons was the first priority. MHC should refuse any easement where the impact would be significant. The Director stated that the 1995 Act provides MHC with the power to grant easements but that there was a requirement to minimise damage to the common. Mr P Watson requested that it be minuted that he felt strongly about this point.

9.1.4 Mr R Cousins proposed the **ADOPTION** of both reports. This was seconded by Mr D Baldwin and was **CARRIED** with one vote against and three abstention.

Mr R Cousins raised the issue of the Route to the Hills project. The Director stated that he had attended a meeting and it was understood that the public are not clear what the project is about. It appears to be a signed trail around the town providing information on the history and culture of the town.

9.2 FINANCE, ADMINISTRATION AND RESOURCES COMMITTEE HELD ON 12th DECEMBER 2013

9.2.1 Mr D Street presented the minutes of the meetings held 12th December 2013. On the proposal of Mr D Street, the **ACCURACY** was **AGREED**.

FINANCE, ADMINISTRATION & RESOURCES COMMITTEE

Manor House, Grange Road, Malvern
Thursday 12th December 2013, 7:00pm

Present: Mr T Musgrove, Mr J Roskams, Mr C Smith, Ms H Stace (ex-officio), Mr D Street (Vice-Chairman), Mr P Tuthill (Chairman), Mr P Watson.

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

1. APOLOGIES FOR ABSENCE

Rev'd C Attwood, Mr M Cordey, Director. [Secretary's note: Mr R Hall-Jones emailed apologies as did Mr S Ginn].

2. DECLARATIONS OF INTEREST

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

Mr P Tuthill declared a non-pecuniary interest as a member of Malvern Hills District Council and of Worcestershire County Council. Mr J Roskams and Mr C Smith declared a non-pecuniary interest as members of Malvern Hills District Council.

3. CHAIRMAN'S COMMUNICATIONS

3.1 Appointment of Chairman. The Secretary explained that under Standing Orders the Chairman of the Committee would be elected at the December meeting. However as the new Standing Orders are due to take effect in January which stipulate that the Chairman of the Committee is elected in the February meeting, it was **AGREED** that Mr P Tuthill remain Chairman for the purposes of this meeting.

3.2 Hospitality Budget. Mrs H Stace requested that a Hospitality Budget be placed on the next agenda.

3.3 Letter received regarding Chase End Hill. The Committee was informed that a letter had been received regarding Chase End Hill and this may be dealt with by the Land Management Committee.

4. MATTERS ARISING FROM THE MEETING HELD ON THE 17th OCTOBER 2013

None.

5. ANY OTHER MATTERS ARISING

None.

6. MANAGEMENT ACCOUNTS FOR THE 6 MONTHS ENDING 30th SEPTEMBER 2013

The Financial Consultant presented the paper.

A discussion ensued and the following points were raised:

- The car park income was not as far behind budget as it had been and in the November accounts, available to the Board if requested, the income had exceed the budget however this may alter due to inclement weather.
- At present MHC is £19,000 ahead of budget but this is partly due to the timings of expenditure.
- The RoSPA report costs are included in these figures.
- If there is no other unforeseen expense there should be a small surplus for the year.
- The proposed work to Manor House has not been taken into account as it is still in the early stages of development.

The Accounts as presented were **NOTED**.

7. LEVY

Mr P Tuthill explained the changes to the tax base properties in Malvern. A number of households had previously received council tax benefits to enable them to pay council tax. This has now changed and those households are now exempt from paying council tax. This has reduced the number of households that pay council tax and therefore the tax base for the precept. Central government provided a grant last year to ease the changeover from one system to the other. The grant will reduce over the next couple of years. MHC sets the total amount of the precept which the council then charge to council tax payers.

On the proposal of Mrs H Stace, seconded by Mr P Watson it was **AGREED UNANIMOUSLY** to increase the total levy by 2%, which will equate to 3.9% or approximately two pence per week for a band D property. It will be conveyed to residents that 2% of this is due to a reduced grant from MHDC.

8. GENERAL FUND BUDGET

The Financial Consultant presented the paper.

A discussion ensued and the following points were raised:

- The Land Management budget will in future be informed by the Management Plan.
- The current tractor has only done about 3500 hours. It was questioned whether the tractor needed replacing.
- Some of the other equipment used by MHC is looking old. The white pickups and the wardens' vans should be the same with MHC corporate branding to improve the organisation's public image.
- The Massey Ferguson tractor cannot be used on the hills because of its high centre of gravity.
- More information should be provided on what mowing equipment, machinery, and other equipment needs to be replaced.
- The Board has a health and safety obligation to its staff therefore equipment may need to be upgraded earlier than some private individuals would otherwise do so.
- A trailer has been at the shed for 2 years without being used. Should assets be disposed of if not used?

Mr C Smith left the meeting. The discussion continued:

- The tractor is 10 years old.
- The Board needs to know the appropriate equipment for the work undertaken.
- A Massey Ferguson tractor is needed for its weight on the slopes. It was suggested that the disposal of the Massey Ferguson tractor be deferred until the Committee receives more information from the Land Management Committee to ensure that the money is being spent appropriately.

Mrs H Stace suggested an amendment that rather than removing the Massey Ferguson tractor from the budget that the entry be renamed 'Replacement equipment'. The Financial Consultant stated that if the tractor is to be taken out of the budget then the trade in figure of £14,000 would also have to be removed which would result in a deficit showing of £19,000. This was **AGREED**.

Three items in the Land Management budget were queried: Tree and Woodland Management; Vehicle and Equipment Expenses and Materials and Tools.

Mr P Tuthill requested that information is provided to explain the three cost codes allocated to the Management Plan.

The discussion continued and the following points were raised:

- The interest from the Permanent Endowment fund will need to be dealt with in the Business Plan as it cannot just be moved into the General Fund.
- The 3 Counties Show will be replaced with a Countryside Day.
- The annual picnic costs had previously come out of the Miscellaneous cost code.
- The actuary will provide pension figures next year. The pension contributions include deficit recovery payments.
- Work to Thirds Wood is not included in the budget as the costs are not known.
- The Stewardship funds part of the salaries of the Deputy Conservation Office.

Mr P Tuthill suggested an amendment that budgets should also be undertaken for the Permanent Endowment Fund, Designated Funds and Parliamentary Fund etc. This may be included in the Business Plan. However it would be difficult to budget as land acquisitions, donations and legacies, and capital works are difficult to predict. Mr P Tuthill requested that the Financial Consultant include a few sentences about this in the Notes and also for the expected expenditure for additional woodland management arising from tree diseases which is difficult to quantify at present. There will also be some capital expenditure for maintenance at Manor House.

Mr P Tuthill proposed to approve the budget subject to the above amendments. This was seconded by Mr D Street and was **AGREED UNANIMOUSLY**.

9. INVESTMENT POLICY

Mr P Tuthill stated that the meeting of the Working Party had taken place with 2 Board Members and 3 staff.

A discussion ensued and the following points were raised:

- The two companies who have previously addressed the Board were to provide an overview of the options available to the Board.
- Lloyds should also present to the Board in a similar way.

- The Charity Commission require 3 tenders to be sought to meet the requirements of CC14. [Secretary's note: MHC Standing Orders requires 3 tenders].
- The previous two companies have proved that they are contenders.

On the proposal of Mr D Street, seconded by Mr P Tuthill it was **AGREED UNANIMOUSLY** that Lloyds are invited to conduct a similar presentation to the Board on the same terms as the two previous companies.

It was further **AGREED** that the Financial Consultant would approach Lloyds to see if they could do a presentation at 5:30pm on the 9th January 2014 (After the Land Management Committee meeting and before the Special Board Meeting scheduled for 6:00pm).

The Investment Policy was examined and the following points were raised:

- A meeting of the Land Acquisition Working Party will take place on 6th January 2014 to look at land that the Board may potentially want to acquire. This will inform how much cash should be kept in reserve.
- It may be desirable to have 2 wealth managers, each looking after a pot of money.
- The Board must determine its risk appetite.
- The DRAFT policy was amended from a template provided by one of the investment companies.
- Most of MHC's money is for land acquisition. The first paragraph should be amended to delete the following phrase '*to help fund the charities activities*' as it was felt that the reserves were required to keep pace with land inflation rather than activities.
- The first paragraph should replace the word '*preservation*' with '*conservation*'.
- The first paragraph should have the words '*of land values*' after the word '*inflation*'.
- Each of the funds should have a different consideration as each is used for a different purpose.
- The policy should begin with the funds that MHC has, the use that those funds are put to, and any specific allocations for the next 5 years.
- The Acts and the restrictions placed on various funds should be taken into account in the policy as should capacity for loss and the different risk perspective for each of the funds.
- Some Members thought that the interest should be reinvested, whilst other Members thought that some of the interest should be spent.
- The Board needs to agree the purpose of the Parliamentary Fund and the other funds.

- The Board needs to establish its level of risk for each of the funds. There may be a different expression of risk for the different funds.
- The Board must not be complacent in decisions and should not rely on a wealth manager to invest the money as the Board would wish. The Board should work together with a wealth manager, question their advice and reach their own decisions.

- 1) The Working Party will meet again in January and February, with Mr T Musgrove present, to look at the Investment Policy in more detail and tailor it to the needs of MHC taking into account the different funds and the restrictions imposed by the Acts. The Working Party will also examine ethical considerations then report back to this Committee.
- 2) The Introduction to Paper D, Point 4 should have an 's' on the end of the word '*position*' as there could be more than one wealth manager. Point 3 does not apply until the Working Party brings back an amended policy to the Committee.
- 3) The Financial Consultant will contact Lloyds to organise a presentation to the Board to occur directly after the Land Management Committee meeting to be held on 9th January 2014.
- 4) By the end of February, or earlier if possible, a Brief should be provided to the 3 companies for discussion and to tender.

On the proposal of Mr D Street seconded by Mr P Tuthill the above points were **AGREED UNANIMOUSLY**.

10. FLEXIBLE WORKING POLICY

The Deputy Director presented the paper in the Director's absence.

Mrs H Stace proposed an amendment that the policy be regularly reviewed to remain compliant with any future changes to statute. This was seconded by Mr P Tuthill and was **AGREED UNANIMOUSLY**.

Mrs H Stace proposed the recommendation to adopt the Flexible Working Policy as amended. This was seconded by Mr P Tuthill and was **AGREED UNANIMOUSLY**.

11. WORKS TO MANOR HOUSE

The Deputy Director presented the paper and stated that a Fire Risk Assessment had been conducted and it recommended some changes to Manor House including self closing fire doors. It was also apparent that

MHC was not meeting its obligations under the Disability Discrimination Act as there were no disabled toilet facilities.

Mrs H Stace suggested that if works to Manor House were to be undertaken that other energy saving measures also be looked into such as insulation, double glazing and solar panels. The washing facilities were also inadequate for staff who are often out on the Hills in all weather and there is nowhere to wash or store muddy boots. It would be prudent to undertake work altogether to ensure compliance with legislation but also to improve the fabric of the building.

It was noted that currently the deeds and maps also need better fire protection so the project would also include a refurbishment of the attic space with the installation of fire resistant cabinets for MHC's deeds, maps and archives. This piece of work would also include information management, cataloguing and organising MHC's archives. Temporary staff would be required to allow the Deputy Director and the Finance Assistant to undertake this archive and document management work.

This project could include looking at all options such as moving the office to another location or using the existing accommodation in a better and more efficient manner.

Mr P Tuthill suggested that the work recommended in the Fire Risk Assessment should be carried out and that the other options be scoped and costed.

Mrs H Stace proposed the following amendments to the proposal:

1. That the fire regulation work be undertaken as a matter of urgency;
2. That the Deputy Director and Director will scope other work and will bring that back to the Committee and will consider alternative accommodation for the office;
3. That temporary staff are appointed to enable the Deputy Director and Finance Assistant to undertake the information and documentation management work.

This was seconded by Mr P Tuthill and was **AGREED UNANIMOUSLY**.

The date of the next meeting will be 13th February 2013. The next Board meeting will be 13th March 2014. There will be a Special Board Meeting scheduled for after the Land Management Committee meeting to be held on 9th January 2014.

The meeting closed at 9:00pm.

9.2.2 Mr D Street presented the minutes of the meeting held 13th February 2014. On the proposal of Mr D Street the **ACCURACY** was **AGREED**.

FINANCE, ADMINISTRATION & RESOURCES COMMITTEE

Manor House, Grange Road, Malvern

Thursday 13th February 2014, 7:00pm

Present: Mr S Ginn, Mr J Roskams, Mr C Smith, Ms H Stace (ex-officio), Mr D Street (Vice-Chairman), Mr P Tuthill (Chairman), Mr P Watson (ex-officio).

In Attendance: Director, Deputy Director/Secretary to the Board, Minute Taker, Mr R Cousins, Mr C Rouse, Mr T Yapp and 1 member of the public.

1. APOLOGIES FOR ABSENCE

Rev'd C Attwood, Mr M Cordey, Mr R Hall-Jones, Financial Consultant, Financial Assistant.

2. DECLARATIONS OF INTEREST

None.

3. CHAIRMAN'S COMMUNICATIONS

3.1 Board Member resignation. Mrs H Stace stated that Mr T Musgrove had tendered his resignation. Mrs H Stace stated that Mr T Musgrove's resignation is a sad loss to the Board.

3.2 Status of Conservators when attending other meetings. Mrs H Stace stated that she had received emails asking about individual Conservators at third party meetings. It was pointed out that Board Members need to be clear that unless they are mandated to go to a meeting on behalf of the Board, they go as individuals not as representatives of the Board.

4. ELECTION OF CHAIRMAN FOR THE ENSUING YEAR

The Director stated that one nomination had been received for Chairman of the Committee. On a show of hands Mr D Street was **ELECTED UNANIMOUSLY** as Chairman for the ensuing year.

5. ELECTION OF VICE CHAIRMAN FOR THE ENSUING YEAR

Mrs H Stace stated that no formal nominations had been received for the role of Vice Chairman of the Committee. Mrs H Stace proposed Mr M Cordey for the role and this was seconded by Mr P Watson. On a show of hands Mr M Cordey was **ELECTED UNANIMOUSLY** as Vice Chairman of the Committee for the ensuing year.

Mrs H Stace formally thanked Mr P Tuthill for his chairmanship of the Committee and this was echoed by the Members of the Committee.

6. MATTERS ARISING FROM THE MEETING HELD ON THE 12th DECEMBER 2013

None.

7. ANY OTHER MATTERS ARISING

None.

8. MANAGEMENT ACCOUNTS FOR THE 9 MONTHS ENDING 31st DECEMBER 2013

In the absence of the Financial Consultant, Mr D Street presented the accounts and asked for comments. The following points were raised:

- Worcestershire County Council and the levy for Old Hills. The Director stated that a meeting had been organised with the Head of Highways and Countryside but the meeting was cancelled due to there being no change in WCC view on this matter.
- Page 2. Conservation Volunteers were 95% above the budget but this was mainly due to purchasing new tools that were not budgeted.
- Page 3. Wardens Tools and Equipment was also over budget due to purchasing new tools that were not budgeted.
- PR – Events Programme. The Director stated that this was over budget due to producing a programme of guided walks.
- Travelling Expenses. This was over budget due to visits to other conservation bodies, travelling for training and for the Conservation Officer to familiarise himself with the land.
- Page 4: Stationery. This was over budget due to the increased level of meetings.
- Photocopier. The Deputy Director stated that suppliers have informed us that the current photocopier is still running well.

9. LEGAL STATUS OF 34 WYCHE ROAD

The Director stated that costs for the work had not been obtained as it will need to go through the tender process. The current tenant has a protected tenancy dating from 1969. The tenant was a previous employee of the Board.

A discussion ensued and the following points were raised:

- It would be unwise to demolish the building but it may require the approval of the Secretary of State to sell the building once it is vacated.

- If the Board ever employed a shepherd it could possibly provide accommodation for that person.
- The terms of the lease need to be better understood.

On the proposal of Mr C Smith, seconded by Mr S Ginn, part one of the recommendation was **AGREED UNANIMOUSLY** that officers undertake the necessary capital works to improve the standard of accommodation for the tenant.

The discussion continued and the following points were raised:

- MHC does not want to demolish the building, but advice will need to be sought regarding MHC's power to sell it under the 1930 Act or whether consent is needed from the Secretary of State.
- If the building is sold in which fund would the proceeds be held. MHC will need legal advice on this issue.

On the proposal of Mrs H Stace, seconded by Mr C Smith, the Committee **AGREED UNANIMOUSLY** that it would be wrong for the building to be demolished.

The discussion continued and the following points were raised:

- Legal advice was needed to see if the building could be sold. Selling the building would be the preferred option.
- Legal advice was needed to review the tenancy and the terms of the lease.
- It is in the minutes that the occupier of the building has to be an employee or a former employee of the Board.
- The building could be used for other activities. It is in close proximity to the shed and could provide the field staff with shower facilities.
- Manor House could be sold and the offices relocate to the property.
- Could the property legally be sold with a sitting tenant?
- The current tenant cannot pass the tenancy on to a family member.
- The capital works to the property must be completed regardless of its future as it is a health and safety issue for the tenant.

On the proposal of Mrs H Stace, seconded by Mr J Roskams, it was **AGREED UNANIMOUSLY** that the Director pursue legal advice. Mr S Ginn will assist the Director in this task.

10. HOSPITALITY BUDGET

The Deputy Director/Secretary stated that this issue was raised before Christmas. Board Members are volunteers but they do not receive an annual function. The conservation volunteers are provided with an annual

picnic and the office volunteers receive a Christmas lunch. It had been suggested that an annual function be provided for Board Members, however it was stressed that this issue could be seen by the public as contentious therefore caution was suggested.

A discussion ensued and the following points were raised:

- The Conservators have a tradition of volunteering their time for free.
- To provide a function for one group of volunteers and not another is unfair.
- Would the Board providing a function for themselves give the wrong impression?
- The picnic could be free for Board Members as well as for the other volunteers.
- The picnic used to be for Board Members only. Attendances started decreasing so the picnic was extended to other volunteers.
- A Christmas function would not be good in the public eye.
- If Board Members are on official business such as visiting another organisation then lunch could be provided as the Board is conducting business. Visitors to MHC should also be entitled to lunch if on official business. Therefore a hospitality budget is needed.

Mr P Tuthill proposed that the summer picnic is free of charge and open to all volunteers including Board Members but that any spouses, partners or friends will be paid for by the volunteer. This was seconded by Mr S Ginn and was **CARRIED** by 5 votes for, with 1 vote against and 1 abstention.

The discussion continued and the following points were raised:

- A Christmas function would allow the Board to socialise and get to know each other better and would allow Board Members to socialise with staff and create a unified team of people.
- The Board could pay for chips and a drink for staff but Board Members could pay for themselves.
- The staff are already paid by the organisation and the Director was happy to continue to pay for chips and a drink for staff. Other staff functions are paid for by the individuals who attend.
- By not providing expenses such as child care etc, and by asking Board Members to pay for themselves, this may prohibit some members of the public from wanting to become a Board Member as not everyone is in a financial position to be able to fund this themselves.
- Expenses and child care costs are a separate issue.
- Local Authority staff do not receive a Christmas function.
- A businessman may provide a Christmas function for his staff, but the businessman would be spending his own money.

It was **AGREED** that the organisation will not pay for any Christmas functions for staff, volunteers or Board Members.

11. SCOPE OF BUSINESS PLAN

The Director stated that the Business Plan had been discussed at the Chairman's Workshop. It has come to the Committee for agreement that the processes and issues are correct. It will then go to the Board. A 5 year budget will be contained within the 5 year Business Plan. There is more work in the Plan than can be realistically be achieved within the 5 year period so items will be prioritised. This will also highlight where the Board will need to raise funds. The Plan will be regularly reviewed and officers will report on progress and any changes.

A discussion ensued and the following points were raised:

- The Board needs to be more pro-active in raising additional income.
- The Plan needs to be realistically achievable.
- The Board should look at everything it would like to achieve and then see what it can achieve within its resources.
- The operational side of the organisation will be detailed in the Management Plan. The Business Plan is examining the organisation as a whole. The 2 Plans are being produced in parallel and the Plans will integrate together.
- Once the Management Plan has sufficient detail and items are costed, it will come to FAR Committee for approval of the financial aspects. The brief will first need to be agreed by the Land Management Committee.
- It was noted that the Business Plan will not include several items including a café or a cable car on the Hills.

On the proposal of Mr S Ginn, seconded by Mr J Roskams, it was **AGREED UNANIMOUSLY** to accept the scoping document of the Business Plan and for the Director to continue to develop the plan.

12. MEETING TIMETABLE

The Deputy Director/Secretary presented the paper and explained that the briefings did not have times as there were so many alterations last year. Once the meeting schedule is running, the times of the briefings will be agreed. The Chairs and Vice Chairs of the Committees are to attend the briefings with the Chairman and Vice Chairman of the Board. Workshops will occur as necessary. Workshops are opportunities for discussion but must not equate to a decision. If Board Members have an issue that they would like to be discussed at a Chairman's Workshop please let the Chairman of the Board or the Director know.

The timetable of meetings was **NOTED**.

13. PENSION FUND

The Deputy Director/Secretary stated that today 3 pension documents had been received from the LGA: Human Resources Guide to the Pension Fund, Payroll Guide to the Pension Fund and a paper on the 85 year rule.

It was **AGREED** that a paper is needed at the next Committee meeting to assess whether new staff should be entitled to join the existing pension fund or whether they should join a money purchase pension fund.

14. INVESTMENT POLICY

Mr D Street stated that he had produced two documents as the first draft of the Investment Policy; one document for the Land Acquisition Fund and one document for all other funds. Once the documents have been agreed 3 organisations will be invited to tender, subject to Board agreement. It is feasible to appoint one fund manager to manage one fund and a separate fund manager to manage the other fund. The Board needs to agree its accepted level of risk.

A discussion ensued and the following points were raised:

- The 3 organisations identified have experience of working with charities.
- Mr S Ginn suggested that in the Land Acquisition document under the title *The Charity's Aim*, the last sentence that reads '*Inflation in the value of land is therefore a primary consideration of the Charity*', should be deleted.
- The inflation rate cited as a number that an investment manager is required to achieve may lead to undue risk exposure when the markets are not favourable. Instead of a number an acceptable level of risk should be communicated to the investment manager.
- The two funds are split as they have different aims.
- The purchasing value of the fund should keep pace with inflation.
- RICS may have figures for rates of increase in land value. This should be investigated.
- The Board could invest in property funds.
- The Acts should be examined and a similar exercise to that carried out for our conservation duties needs to be undertaken to ensure that the Board is fully aware of the different funds.
- Both documents state that the Board had delegated decision making on investment matters to the Chairman and Vice Chairman of FAR Committee and that the Chair and Vice Chair have responsibility for instructing the investment manager. This has not been agreed by the

Board. Mr S Ginn offered a rewording of the second paragraph under the title *Investment Powers* to read '*The Trustees of the Charity have authorised the Chairman and Vice Chairman of FAR Committee to be responsible for giving instructions, through the Director, to an expert financial management service, the Investment Manager, to manage its investments in respect of the Land Acquisition Fund.*' It was stressed that Charity Trustees cannot delegate decision making processes.

- The role of the Chairman and Vice Chairman of the FAR Committee would need to be amended to reflect the above statement if this is agreed by the Board.
- The Investment Manager should be instructed by the Director who is acting on the instruction of the Board. This is because the Board have a non-executive role within the organisation.
- The Investment Working Party should instruct the Investment Manager. However the Working Party is a temporary working group.
 - The tenders will be examined by the Investment Working Party who will then make a recommendation to the FAR Committee. The Committee will then discuss the issue and will make a recommendation to the Board. Once this has occurred the Investment Working Party will cease to exist under its own terms of reference.
- Mr M Cordey will need to join the Investment Working Party.
- The Board must approve the Investment Policy before tenders can be sought.
- Timings of entering into investments will be determined by the Investment Manager.
- Ethical considerations may be difficult to take into account as the Board cannot monitor the full portfolio. Advice will be sought on this issue. Investments should not compromise MHC's charitable aims.
- The successful company will provide the Board with training on investment matters.

On the proposal of Mr D Street, seconded by Mr C Smith, the following amendments to the draft Investment Policy were **AGREED UNANIMOUSLY**:

1. Under Investment Objectives and Attitude to Risk, 2nd paragraph to be amended from reading '*...to maintain the real value of the Land Acquisition Fund.*' to read '*...to maintain the purchasing value...*'
2. The amendment suggested above to the Investment Powers section provided by Mr S Ginn be adopted.
3. To remove any numerical percentage of return.

4. That the Board informs the Investment Manager of its risk appetite. The Board needs to indicate what an acceptable level of risk is. The Committee had a general feeling that a medium risk was acceptable but advice will be taken.
5. The 2nd sentence under The Charity's Aim is to be deleted.
6. The inclusion of the Gift Fund will be removed as it should not be invested.

15. DANTER'S FUNFAIR

The Deputy Director/Secretary stated that two fun fairs had booked Link Common. The dates were 12th to 19th May and 5th to 11th August 2014.

16. WORKS TO MANOR HOUSE

The Deputy Director/Secretary stated that an energy assessor will be brought in to assess Manor House. Suppliers were still being sought for the fire equipment. A quote had been received for fire resistant cabinets for the archives in the attic but the cabinets are so heavy that a structural engineer will need to determine if the load bearing is adequate. It was **NOTED** that the Financial Assistant had achieved very significant savings on the retail price of the cabinets. The footprint of the building will be examined to determine if Manor House is organised in a suitable and efficient way. It was stated that the map book had been digitised and was backed up.
The meeting closed at 9:20 pm.

9.2.3 Mr D Street presented the minutes and matters arising to the Board for the meeting held on 12th December 2013.

9.2.3.1 11. Works to Manor House. The Deputy Director/Secretary stated that she was undertaking four projects regarding Manor House: the Fire Risk Assessment work, the archives, the electronic data and the disabled access. An energy assessment of the building has been completed and the report will be provided shortly. A construction company has visited the building and is in the process of providing a quote for the work needed to the fire doors as recommended in the Fire Risk Assessment. The fire doors do not have to be replaced but the smoke seals have been painted over and these will need to be replaced. The kitchen was flagged in the fire risk assessment as it is considered a high fire risk area. The kitchen is located at the bottom of the stairwell and the door is kept open as the area is so small. The Fire Risk Assessment concluded that this was not acceptable and that the door needs to be closed at all times. However this would create a separate health and safety issue as if someone was standing in the kitchen they would be hit when the door was opened. The downstairs ladies toilet will be converted to a unisex disabled toilet so that we are compliant with DDA legislation and the downstairs gents' toilet and the kitchen area will be refurbished into a larger kitchen. A Portable Appliance Test (PAT) schedule has been completed ready for the next PAT to take place. The

electronic data and paper records and archives are to be sorted out with the help of the Finance Assistant, and a temporary administrative assistant post has been advertised to allow the Finance Assistant to help with these projects. The four projects have been project planned to conclude at the end of May.

Mr D Street presented the minutes and matters arising to the Board for the meeting held on 13th February 2014.

9.2.3.2 9. Legal Status of 34 Wyche Road. The Director stated that the damp proofing, plastering and redecorating was being completed. The tenant is happy to stay in the property while the work was being completed. The legal status of the property is being investigated and legal advice is being sought.

9.2.4 Mr D Street proposed the **ADOPTION** of the report of the meeting held on 12th December 2013. This was seconded by Mr P Tuthill and was **CARRIED** with one abstention.

Mr D Street proposed the **ADOPTION** of the report of the meeting held on 13th February 2014. This was seconded by Mr R Cousins and was **CARRIED** with one abstention.

9.3 GOVERNANCE COMMITTEE HELD ON 5th DECEMBER 2013 AND 23rd JANUARY 2014

9.3.1 & 9.3.2 Mr R Cousins presented the minutes of the meetings held on 5th December 2013 and 23rd January 2014. On the proposal of Mr R Cousins the **ACCURACY** was **AGREED**.

GOVERNANCE COMMITTEE

Manor House, Grange Road, Malvern
Thursday 5th December 2013 6:00 pm

Present: Mrs S Adeney, Rev'd C Attwood (Chairman), Mr R Cousins (Vice-Chairman),
Mr S Ginn, Mr T Musgrove, Mr B Pilcher, Prof J Raine, Mrs G Rees, Mrs. H Stace (ex-officio) Mr P Watson (ex-officio).

In attendance: Director, Deputy Director/Secretary, Mr C Rouse.

1. APOLOGIES FOR ABSENCE

None.

2. CHAIRMAN'S ANNOUNCEMENTS

2.I Chairman. Rev'd C Attwood stated that new Standing Orders will begin in January therefore the Chairman and Vice-Chairman of the Committee will be voted into office at the January meeting. As the previous version of Standing Orders required the Chairman and Vice-Chairman to be voted into office in December it was **AGREED** that Rev'd C Attwood remain as Chairman for the purposes of this meeting.

3. DECLARATIONS OF INTEREST

None.

4. MATTERS ARISING FROM THE MEETING HELD ON 31st OCTOBER 2013

Rev'd C Attwood stated that the minutes had been received at a previous meeting. There were no matters arising.

5. CONCLUSION OF GOVERNANCE REVIEW

Rev'd C Attwood stated that the first part of the report had been signed off on 20th September 2012. Part two of the report has been a lot of work as it examined the organisation's governance and looked for ways to improve. The process has reacquainted the Board with what it is there to do, and has brought the Board together and has satisfied the Charity Commission. Part two brings to a close the Inquiry Committee's report. The process has also resulted in the new Governance Handbook. The only outstanding issue is the payment of trustees. Rev'd C Attwood explained that the Inquiry Committee had not addressed the possibility of a potential breach of duties when part one of the report was presented on the 20th September 2012, therefore the final six pages of part one have been amended to reflect that this work has now been completed. The appendices of part two provide the evidence for the report. Rev'd C Attwood thanked the Chairman of the Board, the Director and the Deputy Director/Secretary for their work.

A discussion ensued and the following points were raised:

- The Director confirmed that the programme of the governance review had been sent to the Charity Commission and informed them which parts had been completed. The Charity Commission's response was that the Board have done a thorough job and have achieved what it set out to do to a very good standard.
- Page 52. It was thought the emphasis was wrong. The focus should be that the Board has taken appropriate steps to improve its governance. Mr S Ginn offered alternative wording.
- It should mention the improved relationship with the tenant of St Ann's Well cafe. This may be included on page 62 after paragraph one, after

consultation with the tenant. It may mention the Board's duties under the Landlord and Tenant Act.

- The report should include a list of things that the Board cannot fix itself such as the 6 month non-attendance at meetings rule. It was noted that the Charity Commission can modify the administrative structure of charities by placing an Act before Parliament. This will be investigated once the report has been received. Mrs H Stace will provide a paragraph to be included in the report on about the outstanding issues and the ability for the Charity Commission to alter a charities administration.

Mr T Musgrove raised some concerns that the legal advice received was presented to the Charity Commission before the Board and it was felt that the Board should have received the legal advice first as the Board was the client. This did not allow the Board to raise any questions on the advice received. The report seen by Board Members did not answer questions regarding breach of trustees' duty. It was felt that the opportunity to recover some costs from the insurers was lost.

Mr R Cousins thanked Rev'd C Attwood on all his hard work on the report and for his leadership and this was echoed by the Committee.

On the proposal of Rev'd C Attwood, seconded by Mrs H Stace, it was **AGREED UNANIMOUSLY** that the report be recommended to the Board, subject to the above amendments. The report will be placed before a Special Meeting of the Board.

It was **NOTED** that committees only make recommendations to the Board and the Board makes the ultimate decision as the Board can amend committee decisions as it sees fit. This is a three step process that the Chairman of the Committee undertakes when presenting Committee reports to the Board.

Any outstanding, long term issues will be discussed at a Chairman's Workshop.

6. DATE OF NEXT MEETING

The next meeting will take place on 23rd January 2014.

The meeting closed at 6:47pm.

GOVERNANCE COMMITTEE

Manor House, Grange Road, Malvern

Thursday 23rd January 2014 6:00 pm

Present: Mrs S Adeney, Rev'd C Attwood (Chairman), Mr R Cousins (Vice-Chairman),
Mr T Musgrove, Mr B Pilcher, Mrs G Rees, Mrs H Stace (ex-officio), Mr P Watson (ex-officio).

In attendance: Director, Mr C Rouse, Mr T Yapp.

1. APOLOGIES FOR ABSENCE

Mr S Ginn.

2. CHAIRMAN'S ANNOUNCEMENTS

2.1 John Tretheway. Mr B Pilcher updated the Committee on the health of Mr J Tretheway and informed them that he would be very appreciative of visitors if anyone was able to make it to the hospital.

3. DECLARATIONS OF INTEREST

None.

4. MATTERS ARISING FROM THE MEETING HELD ON 5th DECEMBER 2013

The minutes of the previous meeting were not yet available so could not be recommended for approval by the Committee. There are no matter arising which are not dealt with elsewhere on the agenda.

5. ELECTION OF CHAIRMAN OF THE GOVERNANCE COMMITTEE

The Director stated that Rev'd C Attwood had been nominated by Mrs G Rees and that there were no other nominees. The committee **AGREED UNANIMOUSLY**, by show of hands, to elect Rev'd Carl Attwood as Chairman of the Committee for the year ending December 2014.

6. ELECTION OF VICE-CHAIRMAN OF THE GOVERNANCE COMMITTEE

The Director stated that Mr R Cousins had been nominated by Rev'd C Attwood and that there were no other nominees. The Committee **AGREED UNANIMOUSLY**, by show of hands, to elect Mr R Cousins as Vice-Chairman of the Committee for the year ending December 2014.

7. CONCLUSION OF THE GOVERNANCE REVIEW

The final sections of the St Ann's Well Inquiry report were agreed at the previous meeting held on 5th December 2013, subject to amendments suggested by Mr S Ginn and Mrs H Stace. These have now been

incorporated into the version included in the papers. The principle of these amendments had already been agreed but the Committee now needed to formally accept them.

Mr T Musgrove stated that he had previously raised the fact that the additions to the report did not include mention of the 'unfixable' problems. However, Rev'd C Attwood suggested that these were already included earlier in the report and would form part of the future work of the Committee (to be discussed under item 8).

The Committee **AGREED** to accept the final amended report by 7 votes for with 1 abstention.

8. GOVERNANCE COMMITTEE RESPONSIBILITIES / OVERSIGHT

The Chairman and Vice-Chairman of the Committee had met with the Director and the Chairman of the Board prior to the meeting to discuss the future work of the Governance Committee. Eleven items had been identified which it was felt the Committee should address on an ongoing basis. These were as follows:

- I. Regularly reviewing the skills and experience register – to identify what we know and where there are gaps in our knowledge.
- II. Reviewing the effectiveness of the committees (are the ToR appropriate, are they being fulfilled and is the make-up of the Committees appropriate?)
- III. Board effectiveness/efficiency – is the Board performing its function?
- IV. Are appropriate policies in place and up to date?
- V. Is the risk register completed and up to date?
- VI. Are effective H&S policies and procedures in place?
- VII. FOI/Access to information – are we complying in law and in spirit? Is there an appropriate culture of openness?
- VIII. Identifying the need for any further Board training.
- IX. Is there an appropriate balance between Board/Committee meetings and Chairman's workshops?
- X. Monitoring the Board's reputation and relationship with the public.
- XI. Ensuring that we are meeting our legal obligations

On the latter point, there was some discussion of the balance between discussion in private and decision making in public and whether or not this was appropriate Mr B Pilcher stated that he felt that we had achieved this balance very well when looking at the RoSPA report. He felt that the Chairman had handled this very sensitively. The handling of this issue was a good example of the progress the Board had made. Rev'd C Attwood expressed his thanks to the Board and the Chairman for this.

Future items for the agenda were also discussed and the following items were identified:

- Completion of the risk register
- Completion of the skills and experience register. We will review the form and the process for completing it as some had found this difficult previously.
- Complete the investigation of the expenses issue
- Review the need to re-write our charitable objects
- Produce a list of modifications we would like to see to our governance procedures. Ascertain where/if the Charity Commission can help with this and where we might need a new Act of Parliament.

9. ANY OTHER BUSINESS

Mrs S Adeney said that she had agreed to sit on the Governance Committee until the governance review had been completed. Now this has happened she is standing down. She also announced that she intends to resign from the Board in the near future, although she is happy to remain a Board member until a replacement has been found.

10. DATE OF NEXT MEETING

The date of the next meeting would need to be changed. Alternative dates will be circulated in the near future.

The Committee formally recorded its thanks to Mrs S Adeney for her input into the governance review.

The meeting closed at 7:04pm.

9.3.3 Mr R Cousins presented the minutes and matters arising to the Board.

9.3.3.1 5. Conclusion of Governance Review. Mr R Cousins thanked Rev'd C Attwood for all his work on the Governance Review, and the Board as a whole as all had input into the Review. Mr R Cousins also thanked the Director and Chairman of the Board, Mrs H Stace. The final document will be bound shortly.

9.3.3.2 10. Date of Next Meeting. Mr R Cousins stated that Mrs S Adeney had stood down from the Committee and thanked her for her work on the Committee.

9.3.3.3 8. Governance Committee Responsibilities / Oversight. The Director stated that the Charity Commission has the power to alter a charity's governance arrangements and that this had been done on behalf of the National Trust. The Charity Commission has been contacted to see if they would be willing to use their power to amend MHC's governance arrangements and they can see the benefit in this. They will discuss this option with their lawyers and seem willing to consider this if legally able to do so. The costs of this undertaking have not yet been discussed, but it would be less than the cost of a new Act of Parliament. This issue will come back to the Governance Committee.

9.3.4 Mr R Cousin proposed the **ADOPTION** of both reports. This was **CARRIED** with one abstention.

10. INVESTMENT POLICY

Mr D Street presented the paper and stated that the proposed recommendation was to consider moving away from bank deposits. An agreed Investment Policy was needed against which potential wealth managers could tender to act on behalf of MHC. There are two documents, one for Land Acquisition Fund and one for the other funds. Mr D Street suggested that a further point be added to the 4 recommended criteria for assessment of the tender listed in the paper: *'That the quality of the research back office teams should be investigated.'*

A discussion ensued and the following points were raised:

- The Board has looked at evidence from the investment presentations and developed a draft policy for the two different funds. Three companies will be invited to tender and the results will then be evaluated.
- The paper is to establish the criteria against which the wealth managers' advice will be evaluated.
- The Board's appetite for risk is included in the document.
- The Investment Working Party is Mr D Street, Mr S Ginn and Mr P Tuthill. The Chairman of the Board and the Director will also sit on that working party.
- There was a debate about whether or not the companies invited to tender should make detailed presentations to the Board (the first presentations were general and intended to convey to the Board the range of options potentially available)
- There was a debate about whether the Investment Working Party should have the power to determine the tender and appoint the financial agent or make their recommendations to the Board for a decision..

It was **AGREED** that a further point be added to the criteria on which the wealth managers will be assessed:

f. The quality of the research back office teams.

The Director stated that the Board had not formally agreed to move its money away from bank deposits so once the tender process has been completed it will need to come back to the Board.

Mr P Tuthill proposed an amendment to the recommendation to read:

That the Board approves the above items, including item f. (above) and that the Investment Working Party, together with the Director and Chairman of the Board, evaluate the tender and recommend an investment manager(s) following the usual tender process for formal approval by the Board.

This was **CARRIED** by 13 votes for to two votes against.

11. BADGER CULL

The Director stated that members of the public had contacted MHC over the past 12 to 18 months asking what the policy was on badger culling on MHC land. There had been no policy in place. It is a hugely complex subject with a lot of conflicting information, and it is also a very emotive issue. MHC has learned that it is about to receive a petition on the subject and there will be requests from the media for information on our policy. The byelaws state that no unauthorised person can shoot on the Hills or kill any animal. From a safety point of view MHC would not authorise people shooting on the Hills and commons as it is known that people walk and use mountain bikes throughout the night. It may be that in the future gassing or snaring may be used instead of shooting. This would have serious consequences for dogs and wildlife as gassing contaminates the land and snaring is indiscriminate.

A discussion ensued and the following points were raised:

- There was debate about the need to hear both sides of the argument before making a decision. It was agreed that it would be difficult to ensure a balanced presentation given the complexity of the scientific and emotive issues.
- There was a debate about whether or not to defer the decision until the Board was asked to authorise a cull. The Director explained the pressures on staff time due to repeated requests for information about MHC stance on the issue and urged the Board to make the decision at this Board.
- The staff are being repeatedly asked about this issue, so it has an impact on staff time.
- If new evidence becomes available the Board could reconsider its decisions.

On the proposal of Mr R Cousins, seconded by Mr J Roskams, it was **CARRIED** by 10 votes for to five votes against that, for reasons of public safety and the conservation of wildlife the Board, if asked, would not give permission for a badger cull on land under MHC jurisdiction.

12. URGENT BUSINESS

None.

13. INFORMATION

MALVERN SPA ASSOCIATION

Mr D Street presented the following report:

The Malvern Spa Association approached the Director for permission to tidy up the Eye Well above Holywell and the Dingle. The MSA has also asked permission for decorating wells and spouts on MHC land for the first May Day bank holiday which they do every year from Thursday to Tuesday.

The Director confirmed that permission will be granted to decorate the wells.

14.ITEMS FOR FUTURE CONSIDERATION

Mr D Street suggested that the pensions need to be discussed. Mrs H Stace asked Members to contact her if they thought of any other issues.

The meeting closed at 20:47 pm.

Signed.....12 June 2014
Chairman