

Malvern Hills Trust

Special Meeting of the Board

Council Chamber, Avenue Road, WR14 3AF

Thursday 17 October 2024 7pm

Present: John Michael (Chair), David Baldwin, Richard Bartholomew, Paul Bennett, Robert Berry, David Core, Allan Cottam, Mark Driscoll, Lucy Hodgson, Charles Penn, John Raine, Felicity Robinson, John Stock, Mary Turner, Frances Victory, Malcolm Victory, Duncan Westbury, Mike Wilkinson, Sheila Wren.

In attendance: CEO, Secretary to the Board, Finance and Administration Manager, *Newsquest* staff member (arrived 7.25), 40 members of the public.

Absent: Richard Fowler.

1. Apologies for absence

David Fellows, Chris Rouse, Governance Change Officer.

2. Chair's announcements

2.1 John Michael drew the meeting's attention to the serious side of what Trust staff had to deal with on a daily basis on the Hills and Commons:

2.1.1 He warned that the Trust had heard of illegal metal detecting at British Camp. He advised anyone witnessing this not to approach the thieves but to report it directly to the police.

2.1.2 He reported that the Wardens had observed three men in black clothing driving electric motorbikes over the Worcestershire Beacon, along the east side of Sugarloaf and down towards West Malvern. This was not allowed and was very damaging.

2.1.3 He reported that local people had been angry about agricultural vehicles harvesting a crop on land adjacent to one of the commons. Much damage had been caused and local people had barricaded a route the tractors were using across Trust land. Police and Highways had attended the scene. There were at least two places where agricultural vehicles had driven off the access road to a farm onto the commons causing damage.

2.2 John Michael was pleased to report that he had received a letter from the organisers of the charity event in aid of Help the Heroes, reported on at the last meeting, to say that donations had now reached £16,000 and were still coming in. The organisers had been most grateful for the advice and support received from Trust staff and John Michael recorded his thanks to them. He added that the Trust would also be receiving a donation from the event.

3. Declarations of interest

There were none.

4. Public Comments

11 comments were received from members of the public and these are attached at Schedule 1. John Michael thanked all the speakers for their contributions.

4. Resolutions required to proceed to deposit the Private Bill on 27 November 2024

4.1. Background Summary

At John Michael's invitation, David Core summarised the 10 year journey the Board had taken to reach this point, observing that there had been two public consultations at the formative stage, preceded by discussions at meetings of the Governance Committee and the Board, all held in public. Following the latest consultation, the Board had highlighted five specific topics which trustees felt needed more detailed consideration. A working group had been set up to address these, and there had been a series of workshops followed by Special Board Meetings where the decisions had been taken. There had been some significant changes, such as the proposals around a six month fencing break and boundary issues, and also decisions made to continue with existing proposals following robust exploration of alternatives, such as the single electoral area.

The Trust was now in the process of drafting the Bill. The Parliamentary Agent had explained to trustees that the bulk of the text would be the transposition of the existing clauses in the Acts that remained relevant. There would be further opportunities for trustees to discuss detailed drafting issues.

It was essential that all trustees were satisfied that they had sufficient information to make an informed decision; David Core had spoken personally to nearly every trustee and a clear majority had confirmed that they did feel sufficiently well-briefed to make the important decision required at this meeting.

The Parliamentary Agent had advised that the process in Parliament was likely to take two to three years. This gave the Trust the opportunity to engage with those who wished to comment on the specific details of the Bill; there would be an opportunity to do that in early 2025. The Trust hoped that any issues remaining concerning drafting points might be resolved outside the Parliamentary process; this would be in the best interests of the Trust and of levy payers, since it would minimise costs.

4.2. Comments from Trustees

4.2.1. Resolution 1

10 trustees spoke *in favour* of submitting the Bill on 27 November 2024. The following points were made:

- Many people had devoted much time, effort and hard work to preparing for the Bill over a number of years. Following the St Ann's Well report, it had been essential for the Trust to improve and modernise its governance. Trustees recorded particular thanks to John Raine for the huge contribution he had made in considering how governance might be reformed;

- Three trustees with professional backgrounds in land management and the environment considered that the proposals would improve the Trust's ability to care for the Hills and Commons;
- The public's request for improved communications was understood. Trustees were listening and this was an on-going dialogue; and
- This was a democratic process. The Bill would be debated in Parliament and Parliamentarians would decide whether or not to pass it.

Two trustees spoke *against* submitting the Bill on 27 November 2024. The following points were made:

- The levy paying area was out of date and should be readdressed;
- Trustees needed to be properly informed. Work on unintended consequences had not been done;
- There was a concern about reduced accountability; and
- It was better to delay submission and make sure that the Trust got what it needed.

4.2.2. Resolutions 2-4

- There was a query as to whether the Trust had taken Counsel's opinion on the legalities of the proposal to delegate to the individuals holding the posts of Chair, Vice-Chair, Chief Executive Officer and Governance Change Officer of the Trust (together the 'Delegates') the power to to enact any additional, supplemental and consequential provisions that might be necessary or convenient. It was confirmed that the wording for the resolution had been provided by the Parliamentary Agent and reviewed by legal advisers. It was further confirmed that the Delegates would be required to report back to the Board; trustees' attention was drawn to the Next Steps section of the paper which listed plans for further workshops and if necessary, another Special Board meeting to approve any final changes. The arrangement was only to cover the period leading up to the submission of the Bill in November and was intended to simplify the mechanics to get necessary things done.

4.3. Resolutions

On the proposal of David Core, seconded by Richard Bartholomew, it was RESOLVED, with 17 in favour and two against, as follows:

That, having considered all of the factors set out in in the consultation document and all of their previous deliberations on this matter, the trustees (the "Trustees") of the Malvern Hills Trust (the "Trust") resolve that it is expedient in the best interests of the Trust (and its charitable objects) to promote a Bill in November 2024 repealing the existing local legislation relating to Malvern Hills Conservators (the "Conservators") and replacing it with a single enactment written in modern terms, including (but not restricted to) provisions effecting all or some of the

purposes mentioned below and that such a bill be promoted accordingly. The relevant purposes are:

- (a) renaming the Conservators as the "Malvern Hills Trust", defining the charitable objects of the Trust and the area within which it may exercise its powers, making provision about its constitution, including arrangements for elections and appointment of Trustees, conflicts of interest, benefits for Trustees and limitation of liability and insurance;
- (b) making provision about finance, including continuing the power to levy, provision about use of capital and income, powers to borrow and mortgage, continuing provisions for contributions by local authorities to the Trust and requiring annual audits and publication of annual reports and accounts;
- (c) making provision about rights of public access to the Malvern Hills, continuing the duty to keep the Hills unenclosed, subject to powers for the Trust to regulate access for specified reasons (including by fencing); continuing the general power to regulate and manage the Malvern Hills, provide for the prevention of unauthorised access by vehicles, regulate horse riding, prevent nuisances and regulate public order, make provision about access roads, trees, drainage and turf, parking places, sheds and other facilities on the Hills, regulation of games and other activities, licensing of stalls and other commercial activities, and removal of items from the Hills, including vehicles;
- (d) the making and confirmation of byelaws and their enforcement, including power to serve fixed penalty notices;
- (e) making provision about land, including the power to dispose of land and grant leases and licences and easements for utilities;
- (f) providing for a general power for the Trust to do anything in pursuance of its charitable objects (subject to appropriate limitations in such areas as fencing of the Hills, the acquisition or disposal of land or interests in land, or borrowing or raising money) but subject to any duties or obligations owed under general charity law and without overriding the requirement for Secretary of State consent to works on common land;
- (g) making provision for a number of general powers which would normally be enjoyed by charities including but not limited to fund raising, employing and delegating functions to staff, powers of investment and to make loans, operating bank accounts, insuring property, limited powers to trade and power to conduct and defend legal proceedings;
- (h) making general provisions, including about public access to meetings, local inquiries, repeals and consequential amendments, and continuing the application of savings and protections for certain individuals and bodies that are contained in the existing legislation;
- (i) making provision about the administration of the Trust, including provisions about meetings of the Trustees, quorum, decision making, committees and powers to make regulations about procedure; and
- (j) to enact any additional, supplemental and consequential provisions that may appear to the Delegates (as defined below) to be necessary or convenient.

On the proposal of David Core, seconded by Lucy Hodgson, it was RESOLVED, with 17 in favour, one against and one abstention, to delegate to the individuals holding

the posts of Chair, Vice-Chair, Chief Executive Officer and Governance Change Officer of the Trust (together the 'Delegates') the power and discretion to take all such steps as they consider necessary or desirable to give effect to the first resolution above, including reference to the Board as necessary, up to the date of submission of the Bill.

It was further **RESOLVED** that the Delegates should provide a report to the Trustees on the steps taken in the exercise of the power and discretion to them at each meeting of the Trustees and, between each such meeting, by way of a report sent via email to the Trustees at least once every fortnight in relation to such steps as the Delegates shall consider to be significant.

It was further **RESOLVED** that the Common Seal of the Trust be affixed to the Petition for the Bill in the presence of the Chair and Vice-Chair, and hereby to authorise the Chair and Vice-Chair to seal or sign any other documents that they consider necessary or desirable in order to give effect to the resolutions above.

5. Urgent Business

There was an item to be discussed in the confidential section of the meeting.

6. Date of next meeting

Thursday 14 November 2024 at 7 pm – Annual Meeting

7. Confidential

On the proposal of Sheila Wren, seconded by Lucy Hodgson, it was **RESOLVED**, with 18 in favour, to exclude the public for the discussion of an item of urgent business on the grounds that publicity would be prejudicial to the public interest by reason of the exempt or confidential nature of the business to be transacted (legal advice).

Paul Bennett, Robert Berry, and all members of the public left the meeting at 8.20 pm.

The meeting closed at 8.45 pm

Schedule 1

Public Comments

1. Katharine Harris

I speak on behalf of Malvern Environment Protection Group, whose petition ran a while ago. The petition, as a reminder, said:

We the undersigned are opposed to the Private Bill as currently proposed by Malvern Hills Trust (Conservators) because:

- a) Of the subjugation of Public Body status and the protection/conservation of the 'natural aspect';
- b) Insufficient timeframe for meaningful public consultation and debate;
- c) Lack of transparency in respect of the process to date and the implications of the additional powers sought.
- d) The additional powers sought are beyond the remit of what the Conservators were set up for and publicly funded by a levy to achieve;
- e) The proposals deviate from the four fundamental objectives (ie purposes as to why the Conservators were set up in the first place, as in the existing Acts) and are not in the best interests of the Trust and contrary to current legislation.

We therefore request that any further progress with the Private Bill is halted forthwith, and proper engagement with stakeholders ensues. Plans to submit a Bill to Parliament for 27 November 2024 should cease forthwith.

That was the petition. And in response to that, online there were 2500 signatures, plus 176 signatures on hard copies. In total, 75 % of people who signed the petition were local (ie from Worcestershire, Gloucestershire and Herefordshire). Of the remaining 25 %, many were from adult children who have been brought up in Malvern and have a keen interest in the area. Others were friends and family of people living in Malvern. In short, 75 % of local population (online and hard copy petition) are against the Private Bill pending full and proper scrutiny. The total figure of 2676 responses to the petition dwarfs the 600 responses received by MHT to the consultation by 4.5 times.

I would like to make it clear to the Board, as I did to your Chair and CEO last week, that MEPG are not against a Bill per se, but we don't think the current proposals as they stand are the right ones.

The local populous seriously question the justification for pushing ahead with the Bill in the face of such opposition, especially in the light of the proposals in the Bill which fail to address the levy paying area issue, and the Governance proposals which are so ill thought through.

The proposals allow for considerable development endangering what makes Malvern so special. Already developments are being allowed which should not be permitted, thereby chipping away at what we value. In the process what makes the area special will be lost. Malvern as we know it will be consigned to the history books. Is this really what we want?

2676 people said no, and we therefore call upon Board members to very carefully consider their positions this evening and press the pause button, to allow for meaningful dialogue and consultation. What is proposed is not in the best interest of the Hills and Commons. Thank you.

Katharine Harris presented a transcript of the above statement to the Chair, John Michael. The transcript did not include any names or signatures and was undated.

John Michael said in response:

The timing of this petition is hard to understand, given there was a public consultation only a few months ago where concerns could have been raised.

The Trust has been transparent in its process and in the powers we are seeking. The consultation period followed good practice. There is no 'subjugation of public body status'; indeed, a recent Parliamentary question confirmed the Trust is not considered to be a public body.

I'm pleased that Katharine Harris, and some colleagues finally accepted to meet with us and discuss their concerns last week. I wish this had happened months ago. The Trust has been seeking a dialogue with them since the beginning of this year. We all agree that public access to the Malvern Hills and Commons is fundamental.

We want to do justice to the nearly 500 people who gave us their views. What we really value is the many well-considered responses in which people shared their feelings and thoughts on unintended consequences.

Some comments received in the public consultation were uncomfortable reading for staff and trustees and I know we must communicate about our work more effectively. That is, to care for the iconic landscape that is the Malvern Hills and Commons. What we are proposing is an important step in the Trust's history and would make it fit for the 21st century and for those who come after us.

2. David Smallwood

The Countryside and Rights of Way Act (the CROW Act), applies to over 2 million acres of common land and access land throughout the country. It guarantees that any person can go onto common land for the purpose of recreation. It has no regulations whatsoever covering groups of people, it only refers to individuals. It

simply requires that **anyone** on common land should respect the Byelaws in the CRow Act, and these are virtually the same as those of the Trust.

The CRow Act exempts the Malvern Hills, because they are already covered by their own Acts, which guarantee the public the right to be on the Trust's land for recreation and enjoyment.

I asked Deborah Fox where you get the power to insist that groups over 15 people running an activity or sponsored walk on the hills are **required** by the Trust to have the Trust's permission. She replied that the Trust relies on Byelaw 21, which is very broadly worded.

So I wrote to her again explaining that I was considering organising a birthday picnic for 20 to 30 people by the Millpond and I asked if I really needed permission to hold the event, and she referred me to her previous reply.

Clearly, if someone wants to use the common for commercial purposes or wishes to do something that would breach the byelaws, then they do need to ask for permission.

But it seems to me to be an abuse of the Trust's power to **insist** that group of 30 people, peacefully picnicking, should have to apply for permission and to be forced by the Trust to purchase £5million public liability insurance, because this is what it says on your web site, and that would cost about £170.

The Trust is now seeking a stronger and specific power to regulate access to common land, not only by groups, but by **individuals**.

You are very sensibly already planning to adopt part of the CRow Act, to absolve yourselves from the legal duty of care towards visitors to your land, and I support that.

As Trustees, you have the power to bring your access policy into line with the CRow Act and to prevent this Bill from being used to interfere with the rights of individuals and groups who simply wish to enjoy the hills for recreation, whilst respecting the byelaws and the Countryside Code.

Please take the time to consider this carefully and make the right decision.

3. Anthony Madigan

A casual observer would think that the most pressing issues facing the Malvern Hills right now include the definition of a charity, whether the levy is a tax, and what size the Malvern Hills parliament needs to be to give everyone a voice.

Of course, they aren't the issues. Climate change, visitor numbers and their behaviour, encroachment, access, habitat protection, collapsing insect populations. These are the issues, for us and actually all the other nationally important landscapes in this country.

Change like the change we are talking about today always brings some opposition – it's absolutely understandable. And it's right that fears get an airing. But the idea

that this is the people vs the Trust just isn't true, and I'm here to support the proposals, with one caveat.

There are three areas of the proposals to highlight:

First: There are too many Trustees at the moment: as decision-making groups get bigger, they split into factions. And that is exactly what's happening. It's getting in the way of good discussion and decision-making. The Hills need better. In this country twelve people can put a person in prison for life. Twelve Trustees is plenty.

Second: We've heard some Trustees talking about constituents and representation. We are not your constituents. Levy payers who have the future of the Hills at heart want trustees who are focused on the Hills and understand the compromises involved in doing that where people live. Electing half of the Trustees, in line with our 40-50 % contribution to the Trust's funding, is a healthy balance.

Last but not least: The Trust has to be able to deal with everything the world is throwing at the Hills. That means putting in place the clearer ways of working set out in the proposals, the ability to do the right things at the right time, all wrapped in a protective Trustee wrapper where key decisions are talked through openly and maturely.

Which brings me to my caveat:

The Hills are at risk if the quality of conversation around here does not improve.

The conversations between trustees for starters – the Hills are more important than all of us, who are just passing through in our brief lives, and it should feel like that. The Malvern Hills is an ecosystem, not an egosystem.

And the conversations between the Trust and residents, both directions. This is the great opportunity: to build a watchful, knowledgeable, collaborative partnership between all of us. A protection powerhouse, you might say.

And Trustees have a vital role to play here – helping those informed conversations to happen.

And let's not misuse the platforms we have – we all deserve better and can do better in the way we share opinions, however strongly we hold them.

So, let's make the most of the unique situation we have here. The battle we have in front of us is the Hills, the Trust and all of us together against everything that would degrade the Hills.

I hope we can unite around that. We should not delay getting the Trust in shape. Thank you.

4. Malcolm McCrae

The Board is being asked at this meeting to approve the continuation of your organisation's headlong dash to try and convert itself into the only UK charity that will be almost exclusively funded by taxation based public funds ie: funds collected under the threat of criminal prosecution and with additional powers that will insulate

trustees from having to account for any actions they take provided they do not break the law.

MHC's current status is that of a public body with a statutory mandate and is almost exclusively publicly funded to fulfil it. However, you are currently operating with an internally approved governance code which is in clear breach of the Nolan Principles by which public officials such as yourselves should operate; your recent HR processes appear not to comply with standard public sector practice; you have failed to maintain the accountability processes for the public funds you receive that are built into your Board structure and your levy is currently set at almost 5X the maximum that you have been able to substantiate legal authority to charge.

You are now being recommended to ignore the demand made by some 2,700 members of the public, the majority of which are likely to be levy payers, to pause your private bill process, in favour of allowing just two members of the Board to sign it off, as set out in Paper A which is littered with errors and unsubstantiated assertions. This simply will not do.

Forging ahead with your private bill submission at the end of November 2024 against this background of dysfunctionality whilst simultaneously spreading erroneous and unsubstantiated misinformation in the media is likely to make Board members and senior officers open to possible criminal prosecution for maladministration in public office.

5. Graeme Crisp

It appears that paper A was deliberately withheld from public view on the MHT website until after the deadline for applications to make a statement had expired. Paper A is dated 14/10/2024 but was not made available until after midday on 15/10/2024. Trustees might well ask whether they can be as fully informed as they might have been had today's meeting been prepared properly and the public given a full opportunity to comment on paper A. If you consider that you could have been better informed, then your duty as trustees is to postpone today's decision.

There are other good reasons not to endorse paper A. Paper A hands a blank cheque to two trustees and two officers. There are no constraints in the proposed resolution limiting what may be included in the bill which will be submitted in your name as Trustees. Further all decisions about what will be submitted will, if the resolution passes, be in the hands of only 2 Trustees and 2 Officers. I question if Trustees have the power to or ought to delegate fundamental decisions of this kind to employees who do not share the Board's obligations under charity law.

There is no formal framework in place to regulate how delegates will operate and reach decisions. For example, how would an impasse be resolved if 2 delegates are opposed to a provision supported by the other two delegates. The resolution does not ensure that any account will be taken by the delegates of any matters raised by the board during the reviews. The proposed appointment of delegates is not how Charities are intended to operate and is certainly not in the spirit of collective decision making.

The proposed resolution is half baked and has clearly been thrown together in a desperate attempt to meet an unrealistic timetable. Paper A sets out two choices: approve the resolution or postpone submitting the bill until 2025. I urge you to play safe and postpone. This will allow time for the bill's drafting to be completed under the control of the whole board and allow time for a full consultation on the drafted bill clause by clause including those provisions which were not included in the most recent consultation.

6. Mick Davies

Good evening, trustees....

It is almost a year since my term as a trustee came to an end after eight years of fulfilling engagement. If I was looking for other adjectives to describe the experience I guess 'frustrating' would be one, particularly in the lack of progress we made towards a new Malvern Hills Act. The reform process had preceded my involvement by several years and I was delighted to participate in the months and years of study and consultations solely aimed at making the Trust properly fit for purpose.

The Trust has been told that reform is necessary since at least 1995. Told by Parliamentarians, by Government Ministries, by the Charity Commission and by many other wise people who can see that the present governance situation is a 'dogs' breakfast'. Anyone who spends a couple of hours studying the Malvern Hills Acts and looking at the consultation documents will see that the case for governance reform is self-evident and compelling. Now is the opportunity to keep that reform process moving by committing to the next stage in November. This Board can do something which its predecessors sadly failed to deliver.

For more than a decade, the proposals for updating the Acts have been drafted, published, explained, debated and rewritten in response to hundreds of representations from the public, advice from other bodies and hours and hours of deliberations by the trustees supported by the staff. As recently published papers demonstrate, the consultations and amendments continue today and will no doubt continue for years through the parliamentary process.

It is also evident from the published papers that a huge amount of progress has been made in the last year. The range and depth of detail, the rigour of research and thought and the clarity of the draft proposals is remarkable and is a credit to you all, trustees and officers, who have worked so hard to get this far. You should all be proud of your achievement and confident that decisions you make today are as soundly based and well informed as they can be.

Everyone who lives and works in sight of the Hills and many from further afield share a passion for our cherished, publicly owned space and we all put our trust in you, Trustees, to make the right decisions for us about its future conservation. That's your job.

Not all your decisions will be applauded by everyone, but your well-informed wisdom, careful judgement and progressive thinking demonstrate that you have done a great job, acting in the best interests of the Trust for the benefit of the public as a whole.

Thank you!

7. Helen Stace

For those who don't know me, I want to introduce myself as a former elected Trustee of the Malvern Hills Trust, serving from 2007-2023 and as Chair from 2012 to 2015.

Malvern Hills Trust is a charity. Trustees of MHT are obliged, by law, to act solely and exclusively in the best interests of achieving the objects of the Trust. This is not an obligation to be taken lightly, given that MHT has an income over £1m pa and manages 1,200 ha of nationally important land on the hills and commons.

Our charity is governed by statute, but a review in 2013 concluded that our 5 Acts of Parliaments, and the Commissioners Clauses Act of 1847 were out of date, difficult to interpret, sometime contradictory and failed to cover all current eventualities, making it difficult to manage the hills and commons effectively. It soon became clear that we could only resolve this through changes to the legislation. The Charity Commission approved this move and agreed to place a Section 73 order before Parliament to move this forward.

Over the last 10 years we have worked hard to analyse the old Acts, identify shortcoming, omissions and conflicts and work up new proposals. These have been subject to copious review via working groups of Trustees, with external advice and through extensive discussion in Trustee workshops. MHT had been open and transparent throughout this process, with public consultations in 2019 and 2023 and decisions taken solely at Board and Committee meetings open to the public.

Initially, this attracted very little attention, but following consideration of major proposed easements, local pressure groups started to foster public concern about the proposals. These groups have spread much misinformation to the public at large, which even now MHT has to rebut in their 'myth busting' pages on the website. You will doubtless hear some of this from the other speakers.

It is my belief that the proposals brought forward by MHT have been carefully scoped and considered. I believe it is the best interests of the charity, for the effective management of the hills and commons, and for local people, to progress the bill without delay. This has dragged on for 10 years and prevarication would only lose momentum and be likely to increase the costs and staff time. I urge Trustees present to do their duty and act in the best interests of the Charity by resolving to proceed without delay to lodge the Bill in 2024.

Finally, I would like to thank all those, staff and Trustees, who have worked on this, doggedly, persistently and sometimes in the face of great opposition, for their dedication to achieving our objects.

8. Simon Baggaley

I am making this statement as a member of the public, a resident of Colwall, and a levy payer.

Firstly, I want to express my thanks for to the staff of the Malvern Hills Trust, and the Trustees, for everything you do to manage and preserve the Malvern Hills and the Commons so that us members of the public can enjoy it. I regularly walk on the hills throughout the year in all weather and it is plain to see the paths, grazing areas, car parks, woodlands and other areas are being actively managed to preserve the natural beauty of the area for both present and future generations.

The reason I feel compelled to make this statement is that I have seen a lot of negative and misleading comments on social media about the Malvern Hills Trust relating to the Consultation about the private member's bill. In fact, one of these social media posts requesting that Malvern residents sign a petition to stop the Private Members Bill made me curious; I am never one to sign something without understanding the background first. So, I read the Consultation document in full. This document took me hours to read and digest the issues, and my response also took hours to complete.

For me, the need to modernise the governance of the Malvern Hills Trust makes good sense, and I am in broad agreement with the direction that seems to be being taken since the Consultation, including that of reducing the number of Trustees to a maximum of twelve, and the split of elected and selected Trustees. Being able to attend a drop-in session at Colwall Library and to have the chance to discuss the changes with a member of staff and one of the Trustees in person further supported my feeling that the changes are necessary and positive for the area, and the feeling that that the process is open and democratic, and I feel I had the chance to ask questions and engage. Since the Consultation closed, I have been able to review the Board Meeting Minutes to see the public feedback and the votes taken by the Trustees on each issue – so that seems transparent to me.

I have heard it said, but only on social media, that the whole process is secretive, non-democratic, and with a hidden agenda. I would like to categorically state that those views are not shared by this member of the public, and nor are they shared by anyone I know. After spending much time looking into it, my conclusion might be that those signing the petition have not done the same as I have in researching the issues and have just clicked through and signed without understanding fully. To summarise, I do not think the opposition groups represent the majority of local public opinion, which in my circle at least is supportive of the changes, and I would like to encourage the staff, and those Trustees who are working hard to improve the governance, to continue with their efforts despite the completely unnecessary barrage of negativity and criticism.

9. Suzanne Savage

This statement was read in the absence of the writer and at her request by Simon Baggaley

I've been a resident of West Malvern for 22 years. I currently serve on the Board of Directors of a small Third Sector organisation, and I have worked in charity, volunteer and education environments, so I speak with experience of governance in this sector. I want to publicly speak out in broad support of the new governance proposals from the MHT. The manner by which the former "Conservators" were established is convoluted and out of date. We should not need to seek Acts of Parliament to make these kinds of changes, but we have to work with what we've inherited.

I agree with the Trust that no board can function effectively with so many members, and the proposal to retain 6 elected members maintains the democratic link which the community clearly wants. Allocating the other seats to people with specific skills is an excellent plan to ensure the Trust can draw upon a wealth of appropriate knowledge. Your indecision on how to nominate these 6 is somewhat disappointing. My husband has served on multiple NHS Boards and could suggest a transparent process on nominating and approving Trustees. I also agree that a process for removing Trustees is practical and necessary. Plans to offer online meetings and voting are part of the modernisation which is vital in the 21st Century.

I lament the fact that a tiny portion of the Malvern community have reacted so poorly to these proposals. I do not believe these people represent the majority of residents, but their scaremongering creates a storm on social media and makes it appear they have more support than they do. I am unclear why they have undertaken this campaign of mudslinging and misinformation, and I offer my personal sympathies to those Trustees who have been on the receiving end of their bile. It is wholly inappropriate.

I want to conclude by clearly reiterating my support for the governance proposals. I also want to make a plea to current Trustees. Just as you have seen and acted on the need to modernise your governance, so too must you modernise your view of how to care for these Hills. While the Trust's nature recovery proposals pay lip service to the climate and nature emergency, in practice they do not recognise the immediate need to take much more visionary action NOW. Each and every person sitting here must start engaging with newer ecological management principles. Whilst you leave behind Victorian views of governance, so too must you jettison your outdated approach to nature management. We owe it to our children and grandchildren to do a better job restoring nature and safeguarding their inheritance of the natural world.

10. Cynthia Palmer

Good evening. Most of you will remember me resigning in July as Chair because I had been bullied and belittled by certain trustees and staff for telling the truth. It has now been 32 weeks since the bullying began and I am still waiting for answers for questions so that my appeal can be heard and for someone, anyone, to speak to me. In fact, in the Malvern Gazette later in July, it was reported that the CEO takes issues of bullying very seriously. Yet so seriously she hasn't even spoken to me. She did say

hello to me tonight, that's the first time she's spoken to me. I also pointed out in my resignation speech that the Trust should take a step back to engage with the public before going forward with the Bill. We are not against you and would like to work with you, so that we can end up with a Bill for us all. However, currently you are just wasting our money.

I have been interviewed by the Charity Commission and various other leading people, so that they can get to the bottom of what is going on at the Trust, and they agree that the speed at which the Bill is proceeding has got to stop. I know of at least six groups and bodies who will challenge the Bill when it goes to Parliament. Surely it would be more appropriate to least try to resolve some of the issues here before this reaches Westminster, because once it goes to Westminster, costs start to spiral.

This will be the last opportunity for me to speak, so please I would like the trustees to seriously consider the reputation of the Trust and the part you will play, because you are all personally and financially involved, and responsible. If you have the slightest doubt about the proposals in this Bill, you should clearly say no at the meeting tonight. Thank you.

Response from Malvern Hills Trust
18 October 2024

John Michael, Chair said:

"The Trust has been in frequent contact with Mrs. Palmer by email since her resignation in mid-July, seeking to establish the basis of her allegations and a mutually acceptable way to investigate them. The CEO has offered to meet Mrs. Palmer to discuss the allegations.

"Mrs. Palmer sought to impose conditions on the handling of the matter. Following legal advice the Board concluded that the investigation should be put into the hands of an independent person. Consequently the matter is now out of staff hands.

"One of the reasons for pursuing a Parliamentary Bill is to provide the opportunity for full public scrutiny through the Parliamentary process. We are not aware of which groups Mrs. Palmer was referring to and I urge them to come and meet us, so that we may address their concerns."

11. Kevin White and Alison Alden

This statement was read in the absence of the writers and at their request by John Stock, in his capacity as a member of the public.

We the undersigned, of Old Church Road, Colwall, are grateful for the opportunity to make the following public statement to the Malvern Hills Trust meeting on 17th

October 2024.

We have read in detail the consultation documents and the Trust's careful consideration of the responses to the consultation. We support the proposed responses to the consultation and the arguments made for them. We believe that the existing governance arrangements are cumbersome, do not support good governance, and are at risk of confusing specific local issues (however important they are) with the obligation upon the Trustees to govern in accordance with the legal requirements placed upon the Trust (i.e. "to act solely and exclusively in the best interests of the Charity's Objects and that there is a requirement for the charity to ensure no decision making should involve trustees with conflicts of interest").

In particular, the advantages of the proposals are that:

- A Board composition of 12 members is appropriate for an organisation of this size and the balance of elected and appointed trustees better enables the necessary expertise to be recruited to support the Trust's work
- The single election area offers a fairer (equal) voting outcome for all electors and reinforces the point that all those who serve on the trust are there to support the Trust's work overall in protecting the totality of this wonderful local amenity, rather than to pursue specific interests
- A standing Nominations Committee is important to ensure the appointment of the best candidates (ie those who best match the declared criteria) and ensure a robust open appointment process. The proposed mix of Trustees and Externals with the Executive attending would be helpful (perhaps with an External as Chair). The Externals might be identified through open competition and thereafter the Nominations Committee would be responsible for all succession planning and open recruitment.

We also agree with the proposals before the Board on the questions of retaining the ability to hold restricted discussions in private, the use of fixed penalty notices and use of trust land for building purposes.