Malvern Hills Trust

David Butler from Bishop Fleming in attendance

Ordinary Meeting of the Board

Thursday 14 July 2022 7.00pm

The Council Chamber,
Malvern Hills District Council,
Avenue Road, WR14 3AF

Ordinary Meeting of the Board

Council Chamber, Avenue Road, WR14 3AF
Thursday 14 July 2022 7pm

Due to the high numbers of Covid-19 cases, a pre-meeting workshop will be streamed live on YouTube: https://bit.ly/3dbH2AW **on Monday 11 July 2022 at 18.30. This is to enable trustees to receive reports not requiring any decision, to conduct any preliminary discussions and to raise any questions they may have on items on the agenda. Items marked * are for information only and will be discussed at the workshop and not at the meeting.**

David Butler from Bishop Fleming in attendance for item 5

Agenda

1. Apologies for absence
2. Chair's Announcements
   - *Update on land acquisition
   - *Portfolio update letter from Brewin Dolphin
3. Declarations of Interest
4. Public Comments
5. Audit Completion Report CONFIDENTIAL Paper A, Pages 1 - 10
6. To confirm the Minutes of the Board meeting held on 12 May 2022 (May be dealt with in confidential part of the meeting if necessary) Pages 1 - 3
   Confidential page 11
   *Matters arising from the previous Board meetings not otherwise on the agenda
7. **Staffing Committee**
   7.1 To confirm the accuracy of the minutes of the meeting held 31.05.22 (May be dealt with in confidential part of the meeting if necessary) Pages 4 –6
   Confidential pages 12 - 14
   7.2 Chair of Committee - updates and questions
   7.3 Board to adopt the minutes and the resolution set out below (Adoption of resolutions set out in confidential minutes will be taken in the confidential part of the meeting)

   7. Bicycle mileage allowance
   that a 20p tax free bicycle mileage allowance for business journeys be introduced with immediate effect.

   8. Untaken leave
   a) the carry forward provisions for staff annual leave in the Employee Handbook have the following added – 'to allow all untaken annual leave (including bank holidays) as at 31st March 2022 to be carried forward and used before 31st March 2024',
   b) the carry forward provisions for TOIL in the Employee Handbook has the following added – 'that overtime balances outstanding at 31st March 2022 can be carried forward, to be used before 31st March 2024'
   c) the matter be reviewed at 31 December 2022
   Also see resolutions in confidential minutes

8. **Finance Administration and Resources Committee**
   8.1 To confirm the accuracy of the minutes of the meeting held 9.06.22 — Pages 7 - 10
   8.2 Chair of Committee - updates and questions
   8.3 Board to adopt the minutes and the resolution set out below:
   9. Reserves Policy
   1. That the revised policy be adopted — Page 11
   2. Record that the assessment of the reserves position at 31st March 2022 is satisfactory
9. *Governance Committee
   Working Group 2 — Verbal update
   Governance Toolkit – next steps — Verbal update
10. Final Management Accounts to 31.3.2022 — Paper B, page 12
11. To approve the narrative on the Trustees' Annual Report — Paper C page 13
12. Authority for bank mandate — Paper D page14
13. Proposed amendment to Standing Orders — Paper E pages 15, 16
14. Approval Risk Management Schedule — Paper F page 17 - 33
15. Boundary Commission revised proposals — Verbal update
16. Arrangements for Levy Payers' Meeting — Verbal update
17. H & S update — Paper G pages 34, 35
   Including review of Covid precautions and meeting arrangements.
18. Information

18.1	Management accounts - interim accounts to 31.5.22	Paper H, page 36
18.2	*Expenditure approved under delegated authority 2022	Page 37
18.4	*Conservation Manager's Report	Verbal update
18.5	*GDPR breaches	Verbal update
18.7	*Malvern Spa Association	Verbal update
18.8	*AONB Joint Advisory Committee	Verbal update
18.9	*Wildlife Panel	No meeting
18.10	Recreation Advisory Panel	No meeting
18.11	4Cs	No meeting
18.11	*Management Report	Pages 38 - 40

19. Urgent business
20. Date of next meeting
   8.09.22 (Following Levy payers' meeting)
21. Confidential
   Resolution to exclude the public for discussion of item 22 on the agenda on the grounds that publicity would be prejudicial to the public interest by reason of the exempt or confidential nature of the business to be transacted (HR matter).

Confidential

22. To approve resolutions from confidential section of Staffing Committee

Following the Government announcement 'Living with COVID-19', it remains the responsibility of employers and organisations to put arrangements in place to try to reduce the spread of infection at meetings and events. Malvern Hills Trust, having assessed the risks of face-to-face meetings, will continue to take measures to keep everyone as safe as possible.

If you or anyone in your household has experienced any Covid symptoms in the last 7 days, please do not attend this meeting unless you have a negative lateral flow test result on the day of the meeting. The Government has updated the list of symptoms and the most common are now runny nose, sore throat, headache, fatigue and sneezing and not necessarily a cough, fever or loss of sense of taste or smell.

As cases remain high, when attending meetings please:

- Continue to wear a face covering once inside unless you are exempt from doing so (or when speaking).
- Use the hand sanitiser provided when you enter and leave the building
- Seats will be placed socially distanced within the venue - please don't move the chairs closer to others unless you have checked that they are happy for you to do so
- Once the meeting is over, please leave the building - if you want to chat it is safer to do it in the open air

We risk assess the meeting venue. Once the capacity for the venue has been reached, in order to keep attendees safe, no further people will be admitted. Anyone (other than trustees) who wishes to attend must apply in writing to cindy@malvernhills.org.uk (or write to Mrs L Parish at the Trust's office), giving their name, E-mail address and contact number. Places will be allocated on a first come first served basis. Cindy will confirm whether there is a place available.

Malvern Hills Trust

Ordinary Meeting of the Board
Council Chamber, Avenue Road, Malvern
Thursday 12 May 2022 7pm

Present: Mr C Atkins (arrived during item 8), Dr S Braim, Mr P Clayburn, Mr D Core, Mr M Davies (Chair), Mr R Fowler, Mr J Michael, Dr T Parsons, Mr C Penn, Prof J Raine, Mrs H Stace, Ms M Turner, Mr D Watkins, Mr T Yapp.

In attendance: CEO, Conservation Manager, Finance and Administration Manager, Financial Assistant, 1 members of the public.

Not present: Mrs H I'Anson

Please note – reporting items set out on the agenda which were not for decision were dealt with at an online workshop ("the Workshop") on Monday 9 May 2022 which was streamed for members of the public. This action was taken because of the continuing high numbers of Covid-19 cases in order to shorten the face-to-face meeting.

Mr Davies welcomed everyone to the meeting.

1. **Apologies for absence**
   Mr D Baldwin, Mr R Bartholomew, Dr E Chowns, Mr D Fellows, Mrs L Hodgson, Mrs C Palmer, Mr C Rouse, Secretary to the Board.

2. **Chair's announcements**
   - Planned acquisition of Brewin Dolphin by Royal Bank of Canada (letter circulated to trustees)
   - Mary Turner had been elected for Chase Ward (a turnout of 20 % of electors). The Chair welcomed her to the meeting
   - There was a workshop on 17 May to review the draft Trustees' Annual Report.
   - A paper had now been circulated for decision for item 15 on the agenda

3. **Declarations of interest**
   Dr Braim declared an interest in item 10 – the proposed sign was opposite his house. Mr Clayburn declared an interest in item 10 as he was friends with a number of people living in The Purlieu.

4. **Public Comments**
   Ms Taylor was in attendance to address the meeting in relation to item 10 on the agenda.

5. **To confirm the Minutes of the Board meetings held on 10 March and 26 April 2022**
On the proposal of Mr Davies, seconded by Mr Michael it was **RESOLVED** (with 3 abstentions) to approve the minutes of the meeting held on 10 March 2022[1].
On the proposal of Mr Davies, seconded by Prof Raine it was **RESOLVED** (with 5 abstentions) to approve the minutes of the meeting held on 26 April 2022.

6. **Appointment of newly elected trustee to committee**
On the proposal of Ms Stace, seconded by Mr Fowler it was **RESOLVED** unanimously to appoint Mrs Turner to the Land Management Committee.

7. **Audit Plan**
The Finance and Administration Manager said the staff were pleased that the Auditors would be attending in person to carry out the audit this year. Mr Davies confirmed that the plan included a meeting between the Chairs and Vice-Chairs of the Board and the Finance Administration and Resources Committee and the Auditors without staff present. There were no further comments.

8. **Going concern review**
The Finance and Administration Manager went through the paper. She highlighted that the Trust faced many uncertainties in the coming year but had significant reserves available, and she was happy to recommend that the Board confirmed to the auditors that the charity was a going concern. Mr Fowler said that the levy was an important factor in the going concern review. The Finance and Administration Manager confirmed there had been no major change in car park revenues in response to increased fuel prices, but these were being monitored.
On the proposal of Ms Stace, seconded by Mr Core it was **RESOLVED** unanimously to confirm to the auditors that following this review, in the opinion of the Board, the charity was a going concern.

9. **Budget review – impact of inflation**
Mr Davies said he knew the Finance Administration and Resources Committee would be keeping a close eye this issue.

Dr Braim and Mr Clayburn left the meeting.

10. **Request for signage at the Purlieu**
Ms Taylor, a resident at the Purlieu, addressed the meeting and explained why she felt it was important to install a sign. She pointed out that on line delivery services did not always give the option of providing a What3Words location. See Schedule to the minutes. The CEO referred to the paper. There were many locations around the hills where the same issues arose, and acceding to this request would lead to further

[1] There was one amendment to the draft minutes as circulated which was notified before the meeting– in item 3 of the minutes of 10 March, declarations of interest were made by *Mrs I'Anson* and Dr Chowns in relation to the toilets at Wyche Cutting and British Camp.

applications. It would be possible to place a sign on neighbouring land which did not belong to the Trust.
Points made included:

- Whilst sympathetic, allowing the sign would set a precedent.
- The CEO's decision should be supported
- The use of What3Words allowed properties to be located very accurately
- The residents should look at locating signs off Trust land
- Delivery drivers struggling to find properties was a problem in many locations, not just rural ones.

On the proposal of Ms Stace, seconded by Mr Core it was **RESOLVED** (1 abstention) to refuse the application to site a sign on Trust land.

Dr Braim and Mr Clayburn returned to the meeting. Ms Taylor left the meeting.

11. Information

The information items had been dealt with at the Workshop.
11.1 The Finance and Administration Manager confirmed that there had been some late invoices received following preparation of the draft management accounts.

12. Urgent business

There was none.

13. Date of next meeting

14 July 2022

14. Confidential

On the proposal of Mr Davies, seconded by Mr Watkins it was **RESOLVED** (1 abstention) to exclude the public for discussion of items 15 on the agenda on the grounds that publicity would be prejudicial to the public interest by reason of the exempt or confidential nature of the business to be transacted (personnel matters).

The meeting closed at 8. 00pm

Malvern Hills Trust

Staffing Committee

United Reform Church Hall, Malvern Link WR14 1SS

Tuesday 31 May 2022, 7.00 pm

Present: Mr D Baldwin, Mr M Davies, Mrs H I'Anson (arrived during item 6), Mrs C Palmer (Chair), Mr C Penn, Prof Raine.

In attendance: CEO, Secretary to the Board, Finance and Administration Manager, Mr R Fowler, Mr T Parsons, Mr C Rouse.

Mrs Palmer welcomed everyone to the meeting.

1. **Apologies for absence**
   Ms H Stace.

2. **Chair's announcements**
   Mrs Palmer confirmed that the Benchmarking exercise was based on data as at 31 March 2022, and therefore any pay awards made since that date were not taken into account.
   There would be a workshop on the Risk Management Schedule on 14 June by Zoom.

3. **Declaration of interests**
   There were none.

4. **Public Comments**
   There were none.

5. **Matters arising from previous meeting not otherwise on agenda**
   There were none.

6. **Update on Health and Safety Issues**
   The CEO went through his written report. There had been no incidents since the report was written. Further training had been scheduled in the use of ladders. Mr Fowler asked if the report included incidents involving contractors working for the Trust. The CEO confirmed that contactors were obliged to report any accidents whilst working for the Trust but there had been none.

7. **Cycle allowance**
   Comments included:
   - The use of cycles for work travel was a carbon saving initiative.
   - Other organisations were providing this allowance.
   - What was the position on insurance? The CEO said that the employee needed to have their own insurance for their cycle.

- 20p was the amount which HMRC allowed to be paid without it being taxable.

On the proposal of Mrs Palmer, seconded by Prof Raine it was **RESOLVED** unanimously to recommend to the Board that a 20p tax free bicycle mileage allowance for business journeys be introduced with immediate effect.

8. **Urgent Business**

A short paper, Paper E, had been circulated. The Finance and Administration Manager explained that the Board had agreed last year to extend the period for carrying forward untaken leave. Although the amount of untaken leave had reduced, it would cause operational difficulties if staff were to attempt to take all of the carried forward leave before the deadline of 31 March 2023. Mrs Palmer read out an E-mail from Mr Watkins, asking whether consideration had been given to paying staff for some of the untaken leave.

Points raised included:

- The proposal was in the interests of both the staff and the organisation.
- The problem needed careful management and flexibility
- It was suggested that staff should have their leave year changed in order to stagger the leave year end, so that everyone was not trying to use up leave at the same time.
- Staff might be encouraged to deal with this problem by taking their leave. Was this problem covering up a shortage of staff?

The CEO commented that he felt flexibility was required and if any other issues arose, the possibility of paying staff for untaken leave should be considered. The administration of staggering staff leave years was feasible, but the untaken leave was given a value in the accounts as at 31 March. For the existing employees changing the leave year would be a change in the terms of their contracts of employment.

On the proposal of Prof Raine, seconded by Mrs I'Anson it was **RESOLVED** unanimously to recommend to the Board that:

i. the carry forward provisions for staff annual leave in the Employee Handbook have the following added – 'to allow all untaken annual leave (including bank holidays) as at 31st March 2022 to be carried forward and used before 31st March 2024',
ii. the carry forward provisions for TOIL in the Employee Handbook has the following added – 'that overtime balances outstanding at 31st March 2022 can be carried forward, to be used before 31st March 2024'
iii. the matter be reviewed at 31 December 2022

9. **Date of next meeting**

To be advised.

10. **Confidential business**

On the proposal of Mrs Palmer seconded by Mr Penn it was **RESOLVED** unanimously to exclude the public for discussion of items 11 and 12 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 (personnel matters).

The meeting closed at 8.20pm

Malvern Hills Trust

Finance Administration and Resources Committee

United Reformed Church, Malvern Link

Thursday 9 June 2022 7.00pm

Present: Mr R Bartholomew, Mr D Core (Chair), Mr M Davies, Mr D Fellows, Mrs L Hodgson, Mr C Penn, Prof J Raine.

In attendance: Chief Executive Officer (CEO), Secretary to the Board, Finance and Administration Manager (FAM), Financial Assistant, Mr C Atkins, Mr C Rouse.

Please note – reporting items set out on the agenda which were not for decision were dealt with at an online workshop ("the Workshop") on Wednesday 8 June 2022 which was streamed for members of the public. This action was taken because of the continuing high numbers of Covid-19 cases in order to shorten the face-to-face meeting.

Mr Core welcomed everyone to the meeting.

1. **Apologies for absence**
   Mr J Michael, Mr D Watkins.

2. **Chair's communications**
   - There was a workshop to go through Risk Management Schedule on 14 June 2022 (by Zoom)
   - The Trust's offer for the land on Evendine Lane had been accepted.
   - A workshop to discuss car parking arrangements would be arranged.

3. **Declarations of interest**
   There were none.

4. **Public comments**
   There were none.

5. **Investment Review**
   Mr Burrows, from Brewin Dolphin, had reported at the workshop.

6. **Matters arising from the meeting of 9 December 2021 not otherwise on the agenda**
   - RPA payments
   - Donkey Shed

   There had been a report at the workshop. The dispute with the RPA was now substantially resolved.

7. **Initial audit feedback**
There had been a report at the workshop. No matters of concern had been reported.

8. **Impact of inflation on 2022/23 budgets**
Mr Core noted that the issue was not the headline rate of inflation but specific price increases affecting the Trust, such as the cost of fuel.
The Finance and Administration Manger referred to the paper which had been circulated for the May Board meeting. At the end of May, there had been a shortfall against the budget for car park takings but this had been corrected by receipts over the Jubilee weekend. Car park receipts were being closely monitored, as during the recession in 2008 there was a 7 % drop in visitor numbers.
The Finance and Administration Manger and the CEO were also monitoring the monthly management accounts and the impact of inflation. A FAR Committee meeting could be called if action was required to adjust existing budgets to take account of this. The monthly management accounts were available online to trustees, and a quarterly review, where any significant variations from budget were highlighted, was provided to the trustees at a meeting. The CEO pointed out that if a working group was set up to monitor budgets, it could not make decisions.
Inflation would also have a longer term impact on the five year budgets set out in the Land Management and Business Plans.
The following points were made:
    - It would be helpful for trustees to have a brief narrative to accompany the monthly management accounts.
    - There was no urgent need to set up a working group. If one were to be set up it would require terms of reference.
    - It might be preferable to call a FAR meeting to review the position perhaps after the first quarter's figures or in September.
    - The management accounts could be reviewed in an online workshop and consideration given to whether any action was required. This would demonstrate that trustees were actively involved in reviewing the position. This would also allow trustees to consider the longer term implications.

   It was **AGREED** that a Zoom workshop would be called for the Finance, Administration and Resources Committee and any other trustees who wished to attend, following the production of the first quarter's management accounts. Officers would report, identifying any significant trends and put forward recommendations.

9. **Reserves Policy review**
The Reserves Policy was reviewed on an annual basis. The Finance and Administration Manger had set out the background in the paper, including the considerations which applied in relation to the defined benefit pension scheme. The paper identified the current areas of risk. Of particular note were inflation, the

cost of tackling ash dieback and the uncertainties over payment of Government grants which had been highlighted over the last year.

Proposed changes to the Policy were set out in the paper. These were:

i. Further clarification of the wording setting out the position in relation to the pension liability
ii. Raising the target free reserve by £50,000 to £350,000
iii. Identifying the costs arising from tree disease as a factor to take into account in setting the policy.

The following points were raised:

- Was there any external funding for dealing with diseased trees? The CEO confirmed that currently there was not.
- A sum was set aside in the annual budget for dealing with tree disease. It was suggested that the wording of the point should be changed to "To fund *unplanned* costs…"
- Disruption from Covid remained a risk.
- It was likely that unplanned costs would be greater than in previous years because of inflation.

On the proposal of Mr Bartholomew, seconded by Mrs Hodgson it was **RESOLVED** unanimously to:

1. Recommend to the Board that the revised reserves policy as set out in the paper be adopted, with the addition of the word "unplanned" to the point about the cost arising from tree disease.
2. Record that the assessment of the reserves position at 31st March 2022 was satisfactory
3. Continue with the quarterly reporting
4. Carry out the next annual review of the Reserves Policy in June 2023.

10. **Exercise of Committee's delegated authority:**

The CEO introduced a paper requesting that the committee authorise the cost of roadway repairs under its delegated authority. None of the roads were adopted highway. The following estimates had been obtained:

Hancock's Lane repairs to shoulder of road and potholes	£2,950
Hancock's Lane top dressing	£2,700
Westminster Bank	£5,000
Happy Valley	£2,000

Westminster Bank was a bridleway and the local authority had offered to carry out the work with a contribution from the Trust of up to £5,000 (depending on the eventual cost). The CEO was asked about residents' contributions in relation to Hancock's Lane. Most of the properties served had no deed of easement and no obligation to contribute towards the cost of maintenance. The work was limited in extent and it was difficult to request a contribution from some properties but not others.

On the proposal of Mr Davies, seconded by Mr Penn it was **RESOLVED** unanimously to approve the following expenditure under the Committee's delegated power:

Hancock's Lane repairs to shoulder of road and potholes	£2,950
Hancock's Lane top dressing	£2,700
Westminster Bank	up to £5,000
Happy Valley	£2,000

11. **GDPR – review of data breaches**
There had been none.

12. **Reports:**
    - 12.1 Review of major projects (including Land Management)
    - 12.2 Fund-raising, legacies and grants group
    - 12.3 Red flag items off risk schedule
    - 12.4 Exercise of CEO's delegated expenditure powers
    - 12.5 Manor House refurbishment

These had been reported on at the workshop.

13. **Urgent business**
There was none.

14. **Date and time of next meeting**
The next scheduled meeting was 8 December 2022 7pm.

15. **Confidential business**
On the proposal of Mr Bartholomew, seconded by Mr Penn it was **RESOLVED** unanimously to exclude the public for discussion of item 16 on the agenda on the grounds that publicity would be prejudicial to the public interest by reason of the exempt or confidential nature of the business to be transacted (personnel matter)

The Financial Assistant left the meeting.

CONFIDENTIAL

Minutes released

16. **Salary benchmarking**
Staffing Committee had agreed recommendations flowing from the benchmarking exercise, as well as a general salary review for all staff, which would be put to the July Board meeting for consideration. The proposals would have an implication for the 2022/23 budget and if approved, would need to be considered at the Workshop as discussed in agenda item 8.

The meeting closed at 7.55pm

Reserves Policy (revised July 2022)

Malvern Hills Trust's (MHT's) free reserves are defined as those funds which the charity has available freely to spend on its charitable objectives.

The free reserves are calculated by starting from the total unrestricted funds value from the accounts. To comply with accounting rules the amount of the pension deficit is included as part of the unrestricted funds shown in the accounts, although it is a liability that will not crystallise, as the deficit to be repaid is part of a different calculation under the triennial valuation of the scheme. This deficit value is therefore added back when calculating the free reserves. The net book value of fixed assets (not available as cash) and the value of committed (designated) funds are then deducted, to come to the free reserve total. In summary, the calculation is as follows:

Total unrestricted funds*

Less:

Committed designated funds
Net book value of fixed assets funded from the general fund
The defined benefit pension scheme surplus/(deficit)

The level of free reserves and cash balances are reviewed quarterly against the agreed policy. That policy is reassessed annually.

The level of free reserves required will vary from time to time depending on MHT's overall financial position, the economic climate, the security of income from grants and other sources (in particular from parking revenue), the expected levels of planned expenditure and the risks of unplanned costs.

In setting the policy, the trustees have ensured that the contributions required under the defined benefit pension scheme, including those to cover the actuarial deficit, can be met from projected cash flows.

MHT's trustees' policy is to aim to maintain the free reserves level above £350,000. This threshold has been set by the trustees taking into account the following factors:

- The need to hold funds to maintain the viability of MHT in case of unexpected events leading to uninsured costs,
- The need to provide protection against the risk of a significant drop in grant or other income or unexpected delays in receipts,
- To fund everyday essential expenditure in the event that income streams are unexpectedly interrupted,
- To fund unplanned costs arising from tree diseases,
- The need to provide working capital for MHT, both for day to day work and for future (possibly grant-funded) development,
- The need to provide a degree of protection against fluctuations in investment income.

*Unrestricted funds comprise the general fund, designated funds and surplus/(deficit) on the defined benefit pension scheme

Paper B
For information

Ordinary Meeting of the Board
Final management accounts for the year ended 31st March 2022
14th July 2022

The draft management accounts for the year ended 31st March 2022 were sent to the May 2022 ordinary meeting of the Board.

The accounts were finalised prior to the audit, with the five late adjustments being made. A reconciliation of the draft to final surplus/deficits is shown below:

	General fund	Designated funds	Pension FRS 102 figure	Restricted funds	Total
	£	£	£	£	£
Surplus/(deficit) per draft accounts	(11,927)	292,904	0	(9,986)	270,991
Late accrual - materials	(578)	0		0	(578)
Late accrual - legal advice	(450)	0		0	(450)
Late accrual -contractors	(4,000)	0		0	(4,000)
FRS 102 pension adjustment	0	0	15,000	0	15,000
Transfer between restricted and general funds (Farming in Protected landscapes)	3,062	0		(3,062)	0
Surplus/(deficit) per final accounts	(13,893)	292,904	15,000	(13,048)	280,963

A copy of the final management accounts is attached for information.

Cheryl Gentry
Finance & Administration Manager
21st June 2022

Background reading
Paper E to ordinary meeting of the Board 12th May 2022

Paper C
For decision

Ordinary Meeting of the Board
Trustees' Annual Report

14th July 2022

The draft wording of the Trustees' Annual Report (TAR) was reviewed at a Workshop held on 17th May 2022.

The audit has now been completed and the TAR and Accounts will be approved at the Annual meeting of Levy Payers to be held on 8th September 2022. The document will be made available to the public prior to that meeting, in accordance with the requirements of the Commissioners' Clauses Act 1847.

A copy of the latest draft of the document, which has been agreed with the auditors, is attached. Trustees are asked to feed back any final comments on the wording of the TAR prior to the July Board meeting, to enable the report to be finalised so that staff can prepare a final draft to be made available to the public.

Recommendation

That the trustees review the draft Trustees' Annual Report and resolve to approve the wording

Cheryl Gentry
Finance & Administration Manager
27th June 2022

Paper D
For decision

Ordinary Meeting of the Board
Signatories – current account
14th July 2022

The Lloyds current account bank mandate requires two signatories for payments. The signatories are:

- Chair of the Board,
- Chair of FAR,
- CEO,
- Finance & Administration Manager (FAM) and
- Finance Assistant (FA).

The bulk of payments for day-to-day expenditure are made by BACS and are authorised by the two of the following:

- CEO,
- FAM and
- FA.

The two trustee signatories do not have access to internet banking and so are unable to authorise BACs payments.

In September, the FAM will be off work for 2 weeks for a planned operation and the CEO will be on leave. Whilst all efforts will be made to get payments up to date before the FAM's absence, if anything urgent arises during her 2-week absence, it would be helpful to have an additional staff member as a signatory with access to online banking.

Given that both the FAM and FA work part-time, it would be sensible to make this a permanent arrangement to help ensure there are always 2 on-line signatories available.

Recommendation

That the Lloyds current account bank mandate be altered to add the Secretary to the Board as a signatory, with online access to the account.

Cheryl Gentry
Finance & Administration Manager
13th June 2022

Paper E
For decision

Ordinary meeting of the Board
Amendment to Standing Orders
7th July 20222

Background

Governance Handbook Disciplinary Committee Terms of Reference

Standing Orders

1. Under Standing Orders (Para 9), Disciplinary Committee members are appointed for the full (4 year) term of the Board.
   Standing Order 4.9, (which deals with interim vacancies on all committees) does not differentiate between the Disciplinary Committee and the other standing committees, the membership of which is reappointed annually. As currently drafted, interim vacancies are filled only to the following November. An amendment to the wording of Standing Orders is needed to clarify the position of appointees to fill vacancies on the Disciplinary Committee.
   Additionally, because the function of the Disciplinary Committees is to *investigate and adjudicate any complaint about trustee conduct* it would seem appropriate to add a requirement that appointees to the Disciplinary Committee must have signed the Code of Conduct.

2. For clarity 4.3 also needs to be amended to read:
   There shall be a minimum of 9 trustees appointed to Land Management Committee and a minimum of 9 to Finance, Administration and Resources Committee

Recommendation

To amend the Standing orders as follows:

4.7 There shall be a minimum of 9 trustees appointed to Land Management Committee and a minimum of 9 to Finance, Administration and Resources Committee

4.9 If the number of members on any standing committees except the Disciplinary Committee falls below that set out in 4.3 and 4.4 the chair and vice-chair of the Board with the chair and vice-chair of the relevant committees will, with the consent of the member/s concerned, appoint additional trustees to serve until the following November Board meeting.

4.10 If the number of members on the Disciplinary Committee falls below that set out in 4.5, on the proposal of the chair and vice chair of the Board, additional committee member/s will be appointed by the board to serve for the remainder of the term of the board

9.2 Only trustees who have signed the Trustees' Code of Conduct will be eligible for membership of the Disciplinary Committee.

Renumber existing paragraphs 9.2 – 9.4 accordingly

Duncan Bridges
CEO
29/06/2022

Paper F
For decision

Ordinary Meeting of the Board
Risk Management Schedule
14th July 2022

Trustees attended a workshop on 14 June to review the draft Risk Management Schedule. The suggested changes have been incorporated and a further version of the document is attached.

The Schedule is a living document and will change over time to respond to events.

Recommendation
That the Board review the attached draft and approve to the wording of the Risk Management Schedule as at 14 July 2022.

Duncan Bridges
CEO
27th June 2022

Paper G
For information

Ordinary meeting of the Board
Health and Safety Report
14th July 2022

1 Health and Safety Incidents

Reported Accidents in the period 10/03/22 to 28/6/22	0
Notifiable Accidents in last 12 months:	0
Reported Accidents in last 12 months:	3

2 Training

Chapter 8 Road Safety Signage and Underground Services (CAT detection) training booked for 28th / 29th July

First Ladder access training is programmed for some staff in July.

3 Covid precautions update

It is still the case that Government advice is that people with Covid 19 should stay away from work. As an employer, the Trust has a duty of care for the welfare of its employees and needs to have appropriate measures in place to mitigate potential spread of infections amongst the relatively small staff team, otherwise significant loss of operation capacity within teams could occur.

The Office for National Statistics data for the week ending 18th June shows the infection levels to be 2.5% (1 in 40) of the population of England. There has been a rapid increase in cases since the most recent low in early May. The Zoe Health Study reports an increase of 26% in daily infections in the week to 1 July with 1 in 21 people infected in England. Hospital admissions are also increasing albeit from a low level.

The Omicron BA.5 variant is now dominant and this has good "immune escape" causing a sharp increase in reinfections in spite of vaccines and natural immunity.

Recommendation

In light of the above information, and the increased level of risks from the virus to those in the upper quartile of the age demographic, it is proposed that for the benefit of both staff and Trustees, the current Covid precautions and procedures remain in place.

These are summarised as follows

- Maintain existing Covid precautions for Board and Committee meetings, including reduced numbers of meetings, use of Workshops to report on items where no decision is required, physical spacing and wearing of face masks (unless speaking) during face-to-face meetings
- Retention of screens to the public counter at the main office
- Using hybrid working arrangements where possible to avoid crowded office spaces
- Maintain requirements in line with Government advice for staff to stay away from work if infected, until a negative test result is achieved.
- To continue to provision of a limited supply of test kits for staff

These precautions will be reviewed again in 6 weeks' time or in the light of changed circumstances.

Duncan Bridges

CEO
28/06/2022

Paper H
For information

Ordinary Meeting of the Board
Management accounts for the 2 months ended 31st May 2022
14th July 2022

The management accounts for the 2 months ended 31st May 2022 are attached for information. It is very early in the financial year to be drawing any conclusions as to how things will go this year, but a realistic guess would be that it will be bad news rather than good. The following points should be noted:

Income

1. Car park takings were £3,400 below budget. With half term falling later than usual, this is not a great cause for concern, but the current cost of fuel means trips to the Hills, and therefore car park takings, may reduce in the coming months. Takings will be closely monitored over the coming months. Meter sales for the month of June to the date of writing this report (21st June) had just met budget for the whole month, so there is a chance the £3,000 shortfall may be made up by the end of the month. An update will be given at the meeting.
2. Sundry income has exceeded budget, thanks to filming charges of £750 and trials charges of £667.

Expenditure

There are some areas of concern as regards inflation. Fuel costs are rapidly increasing and we have been advised of increases to mobile phone and pay & display electricity charges which will filter through in the coming months. Fortunately gas is on a fixed tariff until January 2023, but no doubt there will be a significant increase after then.

Just a few comments on specifics at this stage:

1. Purchase of materials and tools costs are higher than budget, as we have spent £2,700 on Erosion Control fencing and materials for Gullet fencing,
2. Up to £12,650 additional costs for works at Happy Valley, Hancocks Lane and Westminster Bank were approved from the contract labour budget at the June 22 meeting of the FAR Committee.
3. Basic salaries & NI are over budget, as we did not know about the 1.75 % NJC pay award confirmed in April 2022 at the time the budget was drawn up. A pay freeze had been announced at that stage.

Looking forward

At the FAR Committee June 22 meeting, it was agreed that a Trustees' workshop will be called in late July/early August to look at the outlook for the year following completion of the June management accounts. The outlook will take into account inflationary increases to other costs and a possible reduction in car park revenues.

Cheryl Gentry
Finance & Administration Manager
21st June 2022

Malvern Hills Trust
Expenditure 2022/23 - authorised in addition to budget

Date	**Item**	**Board £**	**CEO £**	**FAR £**	**Total £**	
B/f from 21/22	Trough Barnards Green	4,000				Gift fund
B/f from 21/22	SAW bowl & pedestal	2,640				Gift fund
2022/23 items						
09 June 2022	Hancocks Lane works (contract labour)			2,950	2,950	
09 June 2022	Hancocks Lane works (contract labour)			2,700	2,700	
09 June 2022	Happy Valley pothole filling and resurfacing			2,000	2,000	
09 June 2022	Westminster bank (contract labour)			5,000	5,000	Maximum
					-	
					-	
					-	
					-	
					-	
					-	
		-	**-**	**12,650**	**12,650**	
Annual limits			20,000 (£10,000 single item limit)	20,000		

To be reviewed 31/3/23
Anything over the £10k total in consultation with Chair of FAM
Approved Board 20th June 2022

MANAGEMENT REPORTS May 2022 – July 2022

CEO

1. Preparatory works in relation to Lower Shed redevelopment, including meetings with potential suppliers
2. Dealing with surveys, notices and other preparations in advance of works starting on Donkey Shed renovation in July
3. Dealing with land aquation and legacy land matters
4. Liaison and coordination of contractors on works to Guarlford trough
5. Dealing with utility company issues including access to existing infrastructure and dealing with underground access easements for fibre installers
6. Compiling and submitting responses to planning applications
7. Investigating potential future machinery, software and electrical charging systems for car parks, including attending ParkEx22
8. With Op Man and Est Sup investigating capital equipment requirements for land management and powered hand tools. With wardens, investigating feasibility of e-vans and electric chainsaw.
9. Preparations, organisation and attendance at Jubilee weekend events.
10. Liaison with HWFRS over access and emergency response across Trust land
11. Working on future IT provisions and telephony systems
12. Dealing with meetings and matters arising from annual Audit
13. Updating and organising workshop on the Risk Management Schedule
14. Liaison with contractors, HC and WCC over tarmac repair works at 5 locations around Trust estate.
15. Dealing with boundary and easement issues/queries in relation to Newlands Common, Old Hills, West Malvern, Jubilee Drive and others.
16. Liaison with wardens and West Mercia police over various policing issues relevant to Trust land.

Secretary to the Board (SttB)

1. Preparing committee/Board agendas and papers, attending meetings and preparing minutes
2. Reviewing planning applications
3. Work on Governance Toolkit
4. Easements and wayleaves
5. Researching and considering position on fencing on the Hills
6. Working on taking forward Governance changes
7. Covering for CEO's absence
8. Assisting with acquisition of gift of land from the late Mrs Sealy
9. Reviewing RMS
10. Working through the archives to ascertain what parts of the Trust's land holding had been given to MHT since 1884
11. Dealing with purchase of land in Evendine Lane
12. Consider Boundary Commission new proposals
13. Dealing with Board member queries
14. Responding to public queries

Conservation Manager (CM)

1. Drawing together second FIPL grant application for 'All Saints Wood'.
2. Undertaking ash safety surveys and compiling all surveys.
3. Overseen contractor stump grinding and tree felling at Happy Valley.
4. Several days working through the archives to answer the auditor's question on value of lands given to MHT since 1884.
5. Assessing site and dealing with the purchase of land at Evendine Lane.
6. Ran first 'CS Castlemorton Delivery Group' meeting.
7. Interim appraisal of Conservation Officer.
8. Met with Severn Trent Water and Western Power for site visits on Castlemorton Common.
9. Drawing up plans, obtaining quotes for building improvements and new lambing shed at Colwall Lands.

10. Weeding and watering of new trees and hedges at Colwall Lands.
11. Met with Dr Greenall, Bromsberrow Estate to discuss ongoing management at Chase End Hill.
12. Met with local bird recorder to consider the future management of Hollybush Roughs given ash dieback.
13. Populated new/restored ponds with suitable native plants with CO.
14. Acted as a panellist for Environmental Land Management (ELM) test & trial webinar.
15. Led tour for new MHT trustees.
16. Site visit to Croft Castle with National Trust to discuss land management, wood pasture and funding major projects.
17. Revised and renewed working agreement with Earth Heritage Trust for next 7 years.
18. Gave a talk to Worcs Local Access Forum on popularity of the Hills and erosion works.
19. Organised a demonstration event of the fence-less electric cattle collars.

Community and Conservation Officer

1. Drafted the new interpretation boards for Earnslaw Quarry and Quarry
2. Prepared the first draft of the 2022 Annual Review
3. Prepared the contract for 2022 tree safety inspections
1. Carried out an ash dieback survey
4. Led two walks for the Malvern Walking Festival, one for Malvern Civic Week
5. Held a day of educational walks for Chase School pupils around the newly planted trees at Poolbrook
6. Presented at Malvern Townswomen's Guild
7. Administered this year's memorial bench scheme
8. Produced a number of press releases relating to the Trust's mowing schemes, grazing, access partnership, control of invasive species, by-election and restoration of Gualford Trough.
9. Assisted with the licencing of a number of events including MappFest and Jubilee celebrations
10. Responded to a number of public queries relating to tree safety, filming projects.

Conservation Officer (part time)

1. Completed ash die back survey for the eastern commons
2. Completed hedgerow maintenance on the new hedges at Colwall lands
3. Continue to remove Japanese knotweed from above the Holywell and Giant Hogweed at Wood Street. Continue to monitor Giant Hogweed at Lower Wyche road and New Zealand pygmy weed at Castlemorton Common.
4. Eradicated floating water fern at Hall Green pond, New House Pond and a pond at Morton Green Castlemorton Common.
5. Monitoring and planning eradication of 5 new patches of Japanese Knotweed
6. Liaised with owners of Gorse Field, West Malvern Road about boundary of Park Wood and Himalayan balsam eradication.
7. Weeded the Thirds Wood tree planting with the volunteer team.
8. Continue to plan Shire ditch works for autumn 2022
9. Planning thinning works at the Old Hills autumn 2022.

Operations Manager and Field Staff

May 2022

1. Continue dismantling and re-building unstable section of stone wall alongside access road at St. Ann's Well.
2. Water trees planted as part of Urban Trees Challenge Fund work.
3. Extend erosion control fencing over part of Summer Hill and install grips to divert surface water off the principal path to reduce erosion.
4. Vegetation management - grass cutting on sites around Malvern including Link Top, Malvern Common, Barnards Green, Poolbrook Road, Peachfield Road, Guarlford, Newlands, Clevelode and Old Hills.
5. Vegetation management - removal and clearance of damaged branches from a tree at Happy Valley.
6. Vegetation management - removal and clearance of trees felled as part of scrub control work at Happy Valley.
7. Laying a new reinforced concrete base for the water trough from Barnards Green located at Hall Green.

8. Repair eroded section of pathway between Happy Valley and Ivy Scar Rock to allow access for all-terrain mobility scooters.
9. Delivery of compost made from material gathered as part of commons management in the autumn to local allotment groups and others.
10. Installation of quarry safety signage at various sites to replace missing, damaged or redundant existing signage.
11. Installation of new gateway and interpretation signage at the community woodland at Townsend Way.
12. Drain and culvert maintenance at Tank quarry and West of England car parks.
13. Repair of damaged drain at West of England car park entrance.
14. Repair gates at Lower Yard, Wells Road.
15. Litter collecting and bins emptying.

June 2022

1. Drains maintenance in St. Ann's Well area.
2. Drains maintenance on Purlieu track and Eye Well.
3. Repair and re-new brickwork in silt traps on drains in Happy Valley.
4. Water trees planted as part of Urban Trees Challenge Fund work.
5. Maintenance of gutter system on top shed at Upper Wyche Quarry.
6. Installation of quarry safety signage at various sites to replace missing, damaged or redundant existing signage.
7. Vegetation management – removal of naturally regenerated trees and clearance of steps on access route to Rosebank Gardens, Wells Road opposite church at Belle Vue Heights.
8. Vegetation management – clearance and removal of a fallen branch on Mathon Road.
9. Vegetation management – strimming grass on selected hill paths.
10. Vegetation management – Root-cut developing giant hogweed plants along the watercourse at Wood Street to prevent their development.
11. Vegetation management - grass cutting on sites around Malvern including Link Top, Malvern Common, Barnards Green, Poolbrook Road, Peachfield Road, Guarlford, Newlands, Clevelode and Old Hills.
12. Vegetation management – cutting roadsides and sight lines on land under MHT jurisdiction.
13. Vegetation management – undertake ash dieback surveys on central and northern hill high risk locations to prepare tree safety management programme.
14. Undertake training in the use of a brush seed harvester purchased by AONB staff for use by organisations responsible for managing local grasslands.
15. Litter collecting and bins emptying. Removal of fly-tipped waste at Sherrards Green and Newlands.

Contractors

May 2022

Richard Horne – Excavate material to allow construction of a new concrete base for the water trough at Hall Green.

Undertake drain maintenance work at Clevelode.

June 2022

Heritage Stone Access stonemasons – move and re-furbish Barnards Green water trough at Hall Green.