Malvern Hills Trust

Ordinary Meeting of the Board

Thursday 10 July 2025 at 7.00 pm

Hampton Suite
Colwall Park Hotel
Colwall
Malvern, WR13 6QG

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Ordinary Meeting of the Board
Hampton Suite, Colwall Park Hotel, Colwall, Malvern WR13 6QG
Thursday 10 July 2025 at 7 pm

Agenda

Introduction

1. Apologies for absence
2. Chair's Announcements
    - 2.1. Welcome to new Trustees
    - 2.2. Related Party Transaction Form
3. Declarations of Interest
4. Public Comments — Pages 4-6

Confirmation of Previous Board Meeting

5. To confirm the Minutes of the Ordinary Board meeting held on 8 May 2025 and the Special Board meetings held on 22 and 29 May 2025

   Pages 7-24

   Confidential pages 2-13
6. Matters arising from the previous Board meeting not otherwise on the agenda

Items for Decision

7. Committee appointments for new trustees
8. Private Bill Update
9. LGPS Discretions Policy — **Paper A** Pages 25-31
10. Risk Registers
    - 10.1. To note that a Risk Management Workshop has been arranged for Thursday 18 September at 6 pm at Colwall Park Hotel
    - 10.2. General
    - 10.3. Private Bill
11. Urgent Business

Other Committee Business for Decision

12. **Land Management Committee**
    - 12.1. Chair of Committee - updates and questions on the committee meeting and workshop of 26 June 2025
    - 12.2. Resolutions recommended to Board (not otherwise on the agenda)
13. **Governance Committee**
    - 13.1. Board to adopt the minutes of the meeting held on 10 June 2025

      Pages 32-38
    - 13.2. Chair of Committee - updates and questions
    - 13.3. Resolutions recommended to Board (not otherwise on the agenda)

Items for Information

14. Investment Report — **Paper B** Page 39
Confidential Pages 14-35
15. Red flags on the Risk Register
16. Management accounts to the end of April — **Paper C** Pages 40-48
17. Date of next meeting
Thursday 11 September at 7 pm at Colwall Park Hotel

Confidential items

Resolution to exclude the public for discussion of items 18-19 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 (commercially sensitive information)

CONFIDENTIAL

18. Matters arising from the confidential section of the previous Board meeting not otherwise on the agenda
19. Resolutions recommended to Board from confidential sections of committee meetings.
    19.1. Land Management Committee (26 June 2025)

Alison Marlow

From: David Smallwood <[redacted]>
Sent: 19 May 2025 17:13
To: Alison Marlow
Subject: Re: Question for the July Board Meeting

Thank you

I do wish to ask the question at the next Board meeting so that all the Trustees can hear it, and of course your answer.

The ambiguous phrase "leaving it to delegates to make the final decision" really goes to heart of the matter and as you say "the Board will decide on an appropriate process ahead of time".

Thank you

David Smallwood

On Thu, May 15, 2025 at 11:32 AM Alison Marlow <Alison.Marlow@malvernhills.org.uk> wrote:

> Dear David
>
> Thank you for your email of last Friday. You raise a legitimate concern over how the delegated power might work. We thought it would be helpful to explain the position to you now, rather than to wait for the July meeting.
>
> We believe it is clear that the Board as a body was delegating power to another body, the Delegates, to act on its behalf. The resolution describes the composition of the Delegates but does not imply that those people could act individually. The Delegates were put in place originally to ensure that final drafting points could be handled in a timely manner to ensure the Bill was submitted on 27 November. Since that was only the start of the Bill's Parliamentary journey no decisions by the Delegates would have been irrevocable. In practice, as was anticipated in the proposal, further Board meetings were held to agree remaining details, so the Delegates never had to exercise their powers. Since the arrangement was extended nothing has yet arisen that necessitated a decision by them either.
>
> As to your points about how the Delegates will operate during the committee stage, we anticipate that the Board will decide on an appropriate process ahead of time. The committee stage is not expected to start until after the summer recess, and so this process may go to either the July or the September meeting. The

committee stage may lead to the Trust needing to take decisions quickly, but it is likely that we will have an indication of the nature of such decisions and the range of possible choices. Typically, the Board would have had a chance to debate these questions and agree to 'red lines', leaving it to the delegates to make the final decision. At this stage it is too early to devote time to speculating on what any such decisions might be.

I hope this answers your question. Please let me know if you still wish to make a statement in July.

Best wishes
Alison

Alison Marlow
Secretary to the Board

Working pattern: Monday to Thursday, variable hours (26 hours per week)

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From: David Smallwood
Sent: Friday, May 09, 2025 07:02
To: Alison Marlow
Cc: Chair; Mike Wilkinson
Subject: Question for the July Board Meeting

I wish to ask a question at the next Board Meeting about the delegated power discussed at the Board Meeting 8 May 2025.

My understanding is that the Trustees voted to extend the delegated power originally approved on 17 October 2024, through to November 2025, to cover the committee stage of the Bill in the House of Lords.

My understanding is that last night the Trustees also agreed to extend the scope of this power so that the Delegates can make immediate decisions about changes to the wording of the Bill at committee stage, as the committee may expect immediate answers. There might not be time to seek Board approval for these changes, even if they were major, and unless the Delegates had the power to make immediate decisions the Bill might fail. The trustees voted in favour of this.

To explain my question, I quote below from the minutes of the meeting where the delegated power was first established:

At the Special Board 17 October 2024, it was “proposed by David Core, seconded by Lucy Hodgson, and was RESOLVED, with 17 in favour, one against and one abstention, to delegate to the individuals holding 4 Special Board 17 October 2024 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”.

My question is, is this a delegated power to the 4 individuals acting Collectively, or is it a delegated power to each of the 4 acting Individually?

I do not believe that this is at all clear.

If it is to the 4 individuals acting Collectively, then further questions arise:

1. Will they all be present or immediately be able to be in contact with each other throughout the entire committee stage of the Bill?
2. If one or more of them are not available to make a decision, how is it possible to make a collective decision?
3. What happens if 3 agree with a proposed change and 1 does not? If they are acting collectively, no “rules” have been authorised by the Board to deal with this – there is no Board mandate for a majority to over-rule a minority.
4. If 2 agree with a proposal and 2 do not, even if there was a mandate for the 4 to vote amongst themselves, how would a tied vote be dealt with?
5. If 2 trustees opposed a change and 2 officers were in favour of it, could the wishes of the 2 officers ever take precedent over the wishes of the 2 trustees?

Alternatively, If it is a delegated power to the 4 individuals acting Individually, would that mean that one individual could agree at the House of Lords committee to a change to the Bill and that would be binding on the whole Board and irreversible?

And could that one individual be an officer, ie the CEO or the Government Change Officer?

If it is to the 4 individuals acting Individually, then do all the trustees who voted for this realise that that Deborah Fox or Susan Satchell would have the power to agree to changes to the Bill, in front of the House of Lords committee, and that these changes would never be approved by trustees and could not be subsequently withdrawn?

This would amount to total loss of control by the trustees of a Bill that has been 10 years in the making and voted on by the trustees at every other stage.

As a member of the public listening to Board Meetings, I do not feel that the detail of this is clear to the trustees and it is certainly not clear in the minutes.

I am raising the matter now to give you as much notice as possible to consider your answers to these matters, before the next Board meeting in July.

Malvern Hills Trust

Ordinary Meeting of the Board
Colwall Park Hotel, Colwall, Malvern, WR13 6QG
Thursday 8 May 2025 at 7pm

Present: John Michael (Chair), David Baldwin, Richard Bartholomew, Robert Berry, David Core, Allan Cottam, Mark Driscoll, David Fellows, Lucy Hodgson, John Raine, Felicity Robinson, Chris Rouse, John Stock, Mary Turner, Frances Victory, Malcolm Victory, Mike Wilkinson, Sheila Wren.

In attendance: CEO, Secretary to the Board, Finance and Administration Manager, Governance Change Officer, 3 members of the public.

Absent: Paul Bennett.

1. **Apologies for absence**
   Simon Baggaley, Richard Fowler.

2. **Chair's Announcements**
   2.1 There had been a serious incident on the Hills on Friday 2 May. The Trust was working closely with the emergency services and was unable to make detailed statements at present.
   2.2 The Trust had been sorry to learn of the death of one of its former trustees and Chair, Brian Pilcher, and sent condolences to his family.
   2.3 John Michael had been pleased to attend the retirement celebration for Simon Davies, who had retired from the Trust on 30 April after 30 years' service.
   2.4 Wardens had now been rebranded as Rangers and their new embroidered badges had let to positive engagement with the public.
   2.5 Rangers were having to deal with the problem of disposable barbecues on the Hills. These were not permitted anywhere on the Hills and Commons due to the risk of wildfires.

3. **Declarations of interest**
   None

4. **Public Comments**
   A comments was received from Dr Graeme Crisp. This is attached at Schedule 1, with the response provided by the Trust.

5. **Confirmation of the minutes of the Ordinary Meeting of 13 March 2025**

   On the proposal of John Raine, seconded by John Stock, it was RESOLVED, with in 12 favour and six abstentions to confirm the open minutes of the Ordinary Meeting of 13 March 2025.

On the proposal of Frances Victory, seconded by Sheila Wren, it was RESOLVED, with in 12 favour and six abstentions to confirm the confidential minutes of the Ordinary Meeting of 13 March 2025.

6. Matters Arising from Previous Board Minutes

A trustee asked for an update on the Trust's engagement with the independent examination process into the soundness and legal compliance of the South Worcestershire Development Plan. It was confirmed that the Conservation Manager, Land and Property Manager and the Governance Change Officer had attended three of the sessions. The Trust had provided written answers to questions raised in advance by the examiners. The Trust had clarified its position on easements and expressed dissatisfaction as to how the proposed traffic junctions would affect its land and concern about the lack of further recreation sites to take pressure off the Hills. The Trust's comments would feed into the examiners' overall decision as to the Plan's validity.

7. Business Plan 2022-2027

Trustees received a paper from the CEO on the timetable for review of the Business Plan. She explained that the current version of the Plan had been published in March 2022, at which time it was anticipated that the governance changes would have been completed by 2025; it was now unlikely that a new Act would be in place before 2027. The CEO had taken a close look at the 82 targets in the current plan and queried whether it was an efficient use of staff time to report on all these. She recommended that instead the 82 targets should be placed by perhaps four or five Key Performance Indicators (KPIs) against which the Board could hold the Trust staff to account over the remainder of the Plan cycle. There would then be a transitional plan for the introduction of new governance arrangements once the new Act was in place, followed by a new Business Plan in 2028. It was noted that there was already an effective system in place for the monitoring of land management targets, with Land Management Committee receiving annual reports on progress against the Land Management Plan.

Questions to the CEO were invited. A trustee asked what the process would be to review the targets and KPIs and what trustees' involvement would be. The CEO said that the KPIs would be discussed by the Finance, Administration and Resources (FAR) Committee for recommendation to Board. There would be benchmarking of the KPIs at the time and realistic targets set over a period of time. The Trust would measure the progress of projects, but to attempt to monitor 82 targets would divert resources from essential day to day operations; it had indeed been beyond the Trust's resources to monitor the targets since 2022.

A trustee said that KPIs were essential for effective business planning and observed that the 82 targets were worthless if no one was looking back and checking on spend on projects. The trustee was disappointed that no progress had been made in this area since the increase of hours in the finance department. They recommended an effective Business Plan as the best way for management to seek additional resources from the Board.

Mike Wilkinson as Chair of Land Management Committee reported on the Land Management Plan progress report recently received by the Committee and expressed his appreciation for the introduction of a RAG rating system, which could be developed for in-year reporting. He recommended that all trustees look at the detail of the report if they hadn't already; most targets were green or amber and had been achieved in difficult circumstances for example due to climate change. He recorded his thanks to hard-working staff.

On the proposal of Richard Bartholomew, seconded by Lucy Hodgson, it was RESOLVED, with 17 in favour and one abstention, to approve the revised timetable for review of the Business Plan, including removal of the need for an interim review in 2025.

8. Private Bill

8.1 Renewal of Authority to Delegates

Three trustees present were conflicted and did not comment or vote on this item.

Trustees received a paper from the Governance Change Officer (GCO). The authority to Delegates approved by the Board in November 2024 was now due for renewal and the GCO was seeking renewal for a further six months to November 2025. A trustee had asked for it to be clarified in the proposed resolution when decisions would need to be referred back to the Board and the Parliamentary Agent had suggested a revised text, which was read out by the GCO. The GCO advised that when the Bill reached Select Committee events might be fast moving. The Committee might put points to the Trust during the sessions; they might accept the Trust's counsel taking questions away overnight for an answer the next morning. There would need to be an ability to make decisions during this period without convening an in person meeting; an emergency Zoom meeting might be feasible. A trustee was concerned that the Delegates should know that the Board would provide top cover and support to them and step in if necessary.

In answer to a questions as to whether any decisions made by the Delegates would be made known to the Board afterwards for sign-off, the GCO said that she expected to be reporting to trustees regularly by email during the select committee hearing, but that recommendations for amendment would be at the Select Committee's call. The Vice-Chair said that the Select Committee hearing was likely to last around three weeks and the renewal of authority to delegates would encompass that period. It was likely that the Trust would have some idea of what decisions would be required, but it was too early to say.

On the proposal of David Core, seconded by John Stock, it was RESOLVED, with 15 in favour:

1. **That, subject to paragraph 2, the Trustees resolve 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 to be necessary or desirable to give effect to the Trust's resolution to promote the Malvern Hills Bill. This resolution to be reviewed on or before 30 November 2025.**
2. **The Delegates will where possible consult the Board about a) any proposed significant amendments to the Bill or b) any significant undertakings, assurances or agreements proposed to be given to or made with third parties relating to the drafting of the Bill or its implementation if enacted.**

9. Disciplinary Procedure for Trustees

Trustees received a revised Procedure. David Core, as Chair of Disciplinary Committee, reported that it had been established in August 2023 that the Procedure needed review and the Trust's solicitors had recommended some changes at that time. Further changes had been incorporated following practical experience since and following discussion, the Disciplinary Committee was now content to propose that the revised Procedure be adopted.

A trustee recommended that, under point 20, the term 'natural justice' should be defined and read out a form of words that might be used:

The principles of Natural Justice include:

1. *The duty to give someone a fair hearing;*
2. *The duty to ensure that the matter is decided by someone who is impartial; and*
3. *The duty to allow an appeal against a decision.*

The trustee also queried the statement under point 26 that: *nothing in these procedures shall prevent the Board Member against whom a complaint has been upheld from attending meetings of the Board* ***or any Committee*** *[…],* pointing out that the Board did have the power to exclude from committees.

In the light of the points made, it was agreed to refer the draft back to the Disciplinary Committee for further review.

10. Red flags on the Risk Register

Trustees received a paper from the CEO. She reported that the Risk Register had been reformatted by the office staff into a shorter document in a spreadsheet, which was now searchable and very useful. There was some cleansing still to do, but it was nearly ready to circulate. It allowed for more dynamic risk management and for risk levels to be updated in-year. The Board was required to approve the Register at its annual meeting in November and it was planned to discuss the new version at the July meeting.

The CEO said that red risks were similar to those of 2024. She invited the Board to consider whether future changes to the structure of local government should be included. An MHDC nominated trustee expressed support for this proposal, stating that local government devolution was likely to have significant implications for the Trust.

The CEO stressed that the Trust could not ignore challenges to its reputation. Overall, sentiment towards the Trust had improved. However, the leaking of an internal email form the CEO to trustees, concerning a YouTube video featuring a trustee, had led to complaints and negative comments on social media. The Trust's email should be secure, and staff and trustees needed to be able to be sure that leaks from Trust emails would not happen.

The Board was invited to consider how it would like to approach the annual review of the Risk Register and there was general agreement that there should be a risk workshop.

On the proposal of Malcolm Victory, seconded by Lucy Hodgson, it was RESOLVED unanimously to note the red flags on the Risk Register and that a workshop should be arranged to review the Risk Management Strategy in 2025.

11. Urgent Business
None

12. Land Management Committee

12.1 Board adoption of the minutes of the meeting held on 3 April 2025
On the proposal of Malcolm Victory, seconded by David Core, it was RESOLVED, with 18 in favour and one abstention, to adopt the minutes of the meeting of Land Management Committee held on 3 April 2025.

12.2 Chair updates and questions
Mike Wilkinson reported that an internal workshop was planned for Wednesday 25 June to brief Trustees on the Land Management Plan review process. Trustees would also discuss best options for securing public engagement to make sure that the Trust was fulfilling its primary duty of caring for the Hills and Commons.

13. Staffing Committee

13.1 Board adoption of the minutes of the meeting held on 10 April 2025
On the proposal of Frances Victory, seconded by Mary Turner, it was RESOLVED, with 18 in favour and one abstention, to adopt the minutes of the meeting of Staffing Committee held on 10 April 2025.

13.2 Chair updates and questions

Frances Victory reported that the staff survey had closed and the Committee was waiting for the results. The Secretary to the Board added that it was planned that HRDept would feedback initially to the Staff Trustee Protocol Working Group, which was due to meet on 10 June, ahead of feedback to all staff by the end of June.

14. Draft Management accounts to the end of March 2025

Trustees received the first draft management accounts. The Finance and Administration Manager (FAM) went through the paper in detail, explaining that the accounts were still subject to internal changes in anticipation of the audit and external changes by the auditor. The FAM had indicated in the paper where figures might change. She highlighted the following points:

14.1 **Balance Sheet**

- The FAM was in receipt of a desk copy of the quarterly investment portfolio revaluation and was reasonably confident that the figure on the balance sheet was correct.
- Due to stewardship monies having been received, the figure for accrued income was not as high as previously.
- The FRS 102 pension liability had reduced from £610k to £130k (confirmed figure).

14.2 **General Fund**

- The proportion of 2024-25 income made up of the Levy was 43%.
- Grant income was showing as below budget, but the Castlemorton grant was still to be included and the figure had yet to be calculated.
- Income from an easement received in July 2024 had been transferred from General Fund to Parliamentary Fund since it was capital income. However, income remained well above budget.
- Investment income was showing as well above budget, due to the decision to move the investment portfolio to Flagstone, which generates income rather than investment gains. The 2025-26 budgeted figure was expected to be more accurate.
- Tree work was under budget, since the tree works at British Camp had still not been possible. A sum of £7k was being held in designated funds as part-payment.
- The budget for car park repairs had been insufficient to cover all the work required at Welland. Some of the overspend could be capitalised by the Parliamentary Fund.
- Legal and professional fees had exceeded budget by £29,850. The FAM recommended that trustees study the breakdown provided in the paper.

14.3 **Designated Funds**

- The FAM explained that the Bill costs were split between the Preparation and Promotion of the Bill budget, which must not exceed the £306k allowed by the Charity Commission, and the Modernisation of Acts Other Costs budget. The paper provided a breakdown of costs against each of these.

- Monies had been received for 97% of Stewardship income due for 2023 and 75% of that due for 2024; 2024 income was due by the end of June 2025.

14.4 **Restricted Funds**

- The FAM drew trustees' attention to a new designated fund for a small Defra project, which was not quite spent yet. Any balance remaining would remain restricted.
- Loan drawdowns from the Land Purchase Fund had been initiated on 31 December 2024 and 31 March 2025. No compensation had been payable due to the rate of return on the lower risk portfolio being higher than that on the higher risk portfolio.

14.5 **Reserves**

- There was no proposal yet on reserves because the current accounts were still in draft. However, no large adjustments were expected. The Reserves Policy required the Trust to keep £350k of free reserves; without the Gift Fund the position would be less comfortable.

14.6 **Comments from Trustees**

- John Raine offered his thanks to the FAM for an excellent presentation.
- Malcolm Victory said that as the local councillor he was working with Worcestershire Highways on the roadworks and might be able to find out more information about when the works at British Camp would be carried out[1]. This offer was gratefully accepted.

14.7 **Audit and Trustees' Report**

- The FAM confirmed that the Audit would take place at the end of June. The Trustees' Report and Accounts, plus the related party transaction report, would be needed by this time. Related party transaction forms were now due. The FAM urged trustees to give prompt attention to the draft Trustees' Report when it was circulated.

14.8 **Resolutions**

On the proposal of Lucy Hodgson, seconded by David Core, it was RESOLVED unanimously that the sum of £6,666 should be transferred to the Parliamentary Fund to correct an easement that had been inadvertently categorised as General Fund, and that an additional £7k should be designated to help fund the tree works near British Camp that had been delayed.

15. Any Other Business

The Board was advised that the new Operations Manager, Martin Barnett, was due to start in post on 2 June and the new Field Team member, Will Stevenson, was due to start work on 19 May.

16. Date of Next Meeting

Thursday 10 July 2025

[1] Malcolm Victory reported back that the dates are 14/07/25 – 18/07/25 (09:30-15:30)

Confidential
On the proposal of David Core, seconded by John Stock, it was RESOLVED unanimously to exclude the public for discussions of items 16-20 on the agenda on the grounds that publicity would be prejudicial to the public interest by reason of the exempt or confidential nature of the business to be transacted (matters relating to individuals/legal privilege).

The members of the public left the meeting. Robert Berry, David Fellows and Chris Rouse also left the meeting, without notifying the Chair.

The meeting closed at 9.35 pm

Schedule 1

Public Comment from Dr Graeme Crisp

It appears that, with its obsessive efforts to alter its governance MHT has lost focus on its real duty to maintain and look after the land under its jurisdiction.

The Trust's staff were told as long ago as September 2023 that remedial work following Cadent's operations on Guarlford Road had not been properly carried out. That situation persists to the present even though the Trust has been repeatedly reminded that the works had not been made good. For the avoidance of doubt the works concerned were carried out between Hall Green and Chance Lane on the North side of Guarlford Road in April and May of 2023.

Further works were carried out last week by Openreach and these also appear not to have been made good and reseeded.

This state of affairs gives rise to the following questions:

Was an adequate bond obtained from Cadent before these works commenced and has the bond been returned or is it still in the Trust's hands?

Why has the common still not been made good following Cadent's work and when will the more recent digging up of the common be properly reinstated?

The Chair confirmed that the questions had been referred to the newly appointed Land & Property Manager for direct response to Dr Crisp.

Malvern Hills Trust

Special Meeting of the Board
Park View Community Room, Victoria Park Road, Malvern WR14 2JY
Thursday 22 May 2025 at 6 pm

Present: John Michael (Chair), Simon Baggaley, David Baldwin, Richard Bartholomew, Paul Bennett, Robert Berry, David Core, Allan Cottam, Richard Fowler, Lucy Hodgson, David Mead, Cynthia Palmer, John Raine, Chris Rouse, John Stock, Mary Turner, Frances Victory, Malcolm Victory.

In attendance: CEO, Secretary to the Board, David Russell (independent investigator).

Absent: David Fellows, Andrew Willmott.

1. **Apologies for absence**
   Mark Driscoll, Felicity Robinson, Mike Wilkinson, Sheila Wren.

2. **Chair's Announcements**
   2.1 John Michael welcomed David Russell to the meeting.
   2.2 Charles Penn had resigned from the Board.
   2.3 There was to be a workshop on Trust values on Thursday 5 June at 6.30 pm at Colwall Park Hotel.

3. **Date of Next Meeting**
   Thursday 29 May 2025 – Special Meeting

4. **Confidential**

   On the proposal of Richard Bartholomew, seconded by Lucy Hodgson, it was RESOLVED, with 12 in favour and six abstentions, to exclude the public for discussions of items 5-6 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 (matters relating to individuals/legal privilege).

The meeting closed at 8.15 pm

Malvern Hills Trust

Special Meeting of the Board
Hampton Suite, Colwall Park Hotel, Colwall, Malvern WR13 6QG
Thursday 29 May 2025 at 7 pm

Present: John Michael (Chair), Simon Baggaley, Richard Bartholomew, Paul Bennett, Robert Berry, David Core, Allan Cottam, Mark Driscoll, David Fellows. Richard Fowler, Lucy Hodgson, David Mead, Cynthia Palmer, John Raine, Felicity Robinson, Chris Rouse, John Stock, Mary Turner, Frances Victory, Malcolm Victory, Sheila Wren.

In attendance: CEO, Secretary to the Board, Governance Change Officer, Finance and Administration Manager, 40+ members of the public.

1. **Apologies for absence**
   David Baldwin, Mike Wilkinson.

2. **Chair's Announcements**
   2.1 John Michael said that a number of the trustees and staff present had just attended the funeral of a member of staff. He asked all meeting attendees to be understanding.
   2.2 There was to be one item of urgent business.

3. **Declarations of Interest**
   The Chair advised the meeting that the eight trustees[1] who had been deemed by the Board to have a conflict of interest in relation to the Private Bill would be conflicted for agenda items 5 and 6.

4. **Public Comments**
   A comment was received from Mrs Katharine Harris – see Schedule 1.

   Mr David Smallwood said that he had been given permission to ask a question, but the Secretary to the Board said that question had been submitted for the July meeting.

   Professor Malcolm McCrae said that he had been offered a place to speak, but the Chair said that the Secretary to the Board had not received the written comments in time and so the comment was not allowed. Prof McCrae protested and was warned by the Chair that if he persisted in interrupting he would be asked to leave the meeting.

5. **Proposal to increase the budget for the Private Bill**
   The Chair confirmed that the eight conflicted trustees could not participate in the discussion of this item and were not able to vote. This was challenged by some of those trustees. One said that at the Special Board meeting on 22 May, trustees who

[1] Paul Bennett, Robert Berry, David Fellows, Richard Fowler, David Mead, Cynthia Palmer, Chris Rouse and Andrew Willmott.

had been deemed conflicted had been allowed to vote. David Core as Chair of Governance Committee stated that on that occasion, the trustees concerned had a conflict of loyalty, not of interest, and so had been allowed to contribute to the discussion, but they had **not** voted. The Board had determined that the eight trustees had a conflict of interest, which meant that they could neither speak nor vote.

Another trustee said that he had received an email from the Chair dated 23 April or thereabouts stating that all trustees were conflicted and not able to make a decision. The Chair said that the trustee had misunderstood the situation[2].

Following an interruption by trustees, the Chair warned that he would ask any individual who interrupted to leave the meeting.

5.1 The need to increase the budget

Trustees received a paper prepared by the Governance Change Officer (GCO) and Finance and Administration Manager (FAM). The FAM went through the paper. She reminded the meeting that the funding for the Bill was split into two categories: the promotion and preparation of the Bill, currently capped at £306k by the Charity Commission (£286k being allocated to the Parliamentary Agent (PA)'s fees and disbursements, and £20k contingency for other specialist advice); and Other Costs, which covered staff costs, the consultation and various other costs. The spend on promotion and preparation at 31 March 2025 was £204,696.

The Trust had now received the PA's revised costs estimates from April 2025 to January 2027, which, added to the expenditure to date, totalled £471,972: £165,972 over the original budget. The cap on costs imposed in the Charity Commissions letter of 8 August 2023 would need to be revised in order for the Trust to continue to promote the Bill.

The Other Costs spend to 31 March 2025 was £77,377 from a budget of £104k. This budget was set by the Board and did not require Charity Commission consent. Due to the extra staff time required, it was proposed to increase this budget by £36,377 to £140,377.

The GCO reported that comments on the Bill received from government departments, the Charity Commission and open space organisations had been constructive and generally supportive of the Trust's aims. However, the Bill had attracted a significant number of petitions; the point of pursuing the parliamentary process was to allow all interested parties to express their views, but this came at a cost. The number of petitions had resulted in an increased time estimate for the select committee hearing from a few days to several weeks and roughly £90,000 of the increase in costs was attributable to the number of petitions filed.

At this point, there was some dissent from members of the public and the Chair called for quiet.

[2] The email referred to by the trustee concerned a different issue.

All costs relating to the Bill had been posted monthly, with running totals, on the Board member area of the web site, and they were also included in the management accounts. The GCO had been in regular contact with the PA, who had taken steps to try to reduce costs and had reported the position to the January Board meeting. Had there been fewer petitions, the Trust might have been able to absorb the some of the overspend from the forward budget.

The GCO went through the reasons for increased costs to date. These included:

- Failure to take into account some preparatory work when reformulating the budget;
- It had not been anticipated at the start of the process that there would be so much work involved in turning the draft scheme into a private bill; this had only become apparent when drafting started. This included changes arising from the 2019 consultation, including drafting a particularly complex provision dealing with casual vacancies;
- Additional work making amendments to accommodate concerns arising out of the second consultation;
- Late stage changes following a suggestion from the Charity Commission/House lawyers to the provisions dealing with the Board's administration and Conflicts of Interest;
- There were a number of elements which were not included in the draft scheme including: transactional provisions; complete redraft of levy clauses; recasting the byelaws; details for the administration of elections; a new schedule on miscellaneous powers;
- Significant work was needed on repeal notices because of the large number of individuals named in the Malvern Hills Acts; and
- Advertising was over budget by £5721, following a decision to put advertisements in the national press, as well as local.

5.2 Possible funding and cost savings

The FAM went through possible sources of funding and cost savings that could be used to cover the additional costs identified.

- Other Costs was already fully funded. £104k had been transferred to the account during 2024-25 in addition to existing balance of £43,599 from an unspent designated fund relating to the scheme. There was a positive balance on the fund of £70,252 as at 31 March 2025.
- For Promotion & Preparation, possible options were:
    - £30,983 from the RPA pursuant to the Basic/Single Payment Scheme;[3]
    - Grant applications for planned work (none identified so far)
    - Using some of the unrestricted Gift Fund, currently sitting at £406,983;
    - Reduction of planned expenditure on PR and communications, and postponement of plans to install parking meters at Old Hills;

[3] This was headed 'Stewardship' in the paper. **This was an error**. There is **no** question of stewardship money being used for this purpose.

  - Further depletion of reserves. It was anticipated that the 2024-25 year end outcome would be better than budgeted; and
  - Increased internal loan from the Land Purchase Fund. This would have associated costs and would require the permission of the Charity Commission, which might not be given. Officers were suggesting that the Board keep some of the loan facility in in reserve for 2026-27, rather than spending it all in 2025-26. The funding gap in 2025-26 might be filled from some of the options listed above or from the £20k unrestricted gift fund. The shortfall expected in 2026-27 would then be £21,500 which could be covered, as a last resort, by increasing the levy or making further use of the gift fund.

5.3 Questions and Comments from Trustees

- A trustee asked to make a comment on Katharine Harris's question on responsibility. They stressed that the decision to proceed with the Private Bill was made by the Board and although actions were delegated to professional staff, the responsibility was not delegated. Trustees were bound by their Code of Conduct to collective responsibility; therefore the Board was responsible.
- A trustee asked whether the revised figures were conservative or generous. The GCO said that the figures had come from the PA and that he would do his best to stay within them. The exception would be if the select committee required the Trust to make changes which extended the scope of the Bill.

There was dissent in the public gallery.

At this point there were interruptions from three conflicted trustees, one of whom left their chair and handed a paper to the GCO, asserting that it was legal advice. Continuing interruptions from one trustee (Paul Bennett) impaired the ability of the next trustee called upon by the Chair to ask their questions.

- A trustee asked about the implications of using money for the Bill which was currently earmarked elsewhere. Was there any indication of what income would be lost by not installing parking meters? And was the Trust sure that the RPA money was available for spend? The FAM confirmed that there was no issue using the RPA money, although she would hope to return it to the fund at a later stage if at all possible. It was difficult to project income from the car parking meters, because there were no comparable car parks, but it was thought the net income would be around £5k per annum, but that needed to be set against an initial outlay for the machines of around £12k. The FAM and the GCO were also concerned about negative PR that might result from the machines' installation.

5.4 Resolutions

- **On the proposal of Mary Turner, seconded by Lucy Hodgson, it was RESOLVED unanimously (by those eligible to vote) to reduce the**

planned drawdown on the loan in 2025-26 to £50k, leaving £66k available to draw down in 2026-27.

- **On the proposal of John Stock, seconded by Lucy Hodgson, it was RESOLVED unanimously (by those eligible to vote) to revise the overall budget for the Private Bill as follows:**

Preparation and Promotion	**£471,972**
Other Costs	**£140,377**

- For the following reasons:
  - Since all the reasons for the Trust agreeing to promote a private Bill in order to update and consolidate its governing Acts still pertain, *and*
  - it being apparent that in order to continue to promote the Bill in Parliament the Trust needs to revise its budget, *and*
  - the Trust being satisfied that it has the resources to meet the increased budget, *and*
  - in the light of the cap on expenditure that follows;

On the proposal of David Core, seconded by John Stock, it was RESOLVED unanimously (by those eligible to vote) as follows:

That it is expedient in the best interests of the charity to request that the Charity Commission vary the cap on expenditure set out in paragraphs 1.2 and 1.3 of its consent given under the Charities Act 2011 dated 8 August 2023, to permit the Trust to incur costs in connection with the preparation and promotion of a Parliamentary Bill.

In paragraph 1.2 (a) that the cap on expenditure by raised to [substitute] £471,972;

In paragraph 1.3 (a) [substitute] £451,972 on Parliamentary Agent's fees (including counsel's fees, House fees and disbursements etc).

At this point there was an interruption from a trustee and from the public gallery. The Chair had to call for quiet so that the resolution could be heard.

- **On the proposal of Richard Bartholomew, seconded by Malcolm Victory, it was RESOLVED unanimously (by those eligible to vote) that, if and when the Charity Commission agree to increase the cap, the additional costs for 2025-26 will be funded as follows:**
  - **Postpone the installation of the meters at Old Hills;**
  - **Transfer £30,983 from the RPA reserve;**
  - **Transfer c£7k from the 'Other Costs' designated fund;**
  - **Transfer c£49k from general reserves arising from the 2024-25 year end position, subject to confirmation of the final position; and**
  - **Transfer the remainder c£20k from the unrestricted gift fund.**

6. Urgent Business

6.1 Motion tabled by Lord Attlee for consideration by the Select Committee of the provisions in the Malvern Hills Bill relating to the levy paying area

Background information and advice from the PA was passed round to all the unconflicted trustees present; this had also been circulated by email. The GCO confirmed that although, due to restrictions in the Charity Commission s74 consent, the Trust was not allowed to promote any changes to the existing levy provisions, the Select Committee would discuss the issue. The House authorities had queried the Commission's limitation and what it might mean in practice. The Trust needed to be able to brief Counsel and to be able to answer questions put by the select committee in relation to the instruction and similar issues raised in the petitions. The limitation put the Trust in an invidious position if it was unable to respond to questions on alternatives. The advice to the Trust was that Parliament would not be best pleased with the promoters of the Bill if they declined to answer questions put to them. The Charity Commission had said that the Trust would need to make a s74 application in order prepare for the select committee hearing and brief counsel. The Commission seemed sympathetic to the Trust's position but required a Board resolution. There would be marginal additional costs to the Trust in dealing with this.

Should the Select Committee require any changes to be made to the draft Bill, in respect of the levy, this would need to come back to the Board and a further application made to the Charity Commission if appropriate.

On the proposal of Sheila Wren, seconded by Allan Cottam, it was **RESOLVED unanimously (by those eligible to vote) as follows:**

that it is expedient in the best interests of the charity to request that the Charity Commission vary the limitation set out in paragraph 2 of its consent given under section 74 of the Charities Act 2011 dated 8 August 2023, to permit the Trust to incur costs in responding/in relation to points arising from the instruction tabled by Lord Attlee for debate on 4 June in relation to the Trust's power to levy (or any similar instruction tabled by any other peer before that date so far as any such instruction relates to the power to levy), including but not limited to costs incurred:

a) **In responding/in relation to points arising in the petitions deposited against the Malvern Hills Bill ("the Bill") in relation to the Trust's power to levy**
b) **In responding/in relation to points raised by members of the select committee which considers the Bill (and by their advisers and other officials of the House of Lords) in relation to the Trust's power to levy**

including but without limitation preparing for the select committee hearing, responding to petitioners and other third parties, responding to points raised in the select committee and any associated administrative work including engaging in relation to any proposals made by the select

committee, petitioners or other third parties to extend or make material or substantive changes to the levy provisions set out in the Bill.

For the avoidance of doubt this does not include expenditure on the promotion by the Trust of any amendment to the Bill which would extend the scope of the levy provisions in the Bill, as made clear in the advice.

At this point, a trustee complained that they were feeling distressed and harassed by trustee Paul Bennett, who they said had been filming on his mobile phone. Another trustee said they were also feeling uncomfortable, observing that it had not been a nice atmosphere in which to have a discussion. The trustee stated that they had joined a charitable board, recognising that the organisation was regulated by the Charity Commission and that its trustees must abide by the Code of Conduct; this speech was interrupted repeatedly by Paul Bennett, who was warned four times by the Chair and told to be quiet.

7. **Date of Next Meeting**
   Thursday 10 July at 7 pm at Colwall Park Hotel

Amid continuing disruption, the *Chair closed the meeting, thanking trustees for their input.*

The meeting closed at 8.15 pm

Schedule 1

Public Comment from Mrs Katharine Harris

Who is responsible for the £202,349 overspend identified in the revised budget? Is it the trustees or is it the officers?

David Core as Chair of Governance replied that it was not a case of any individual being responsible. At the start of the process, the Trust consulted with the Parliamentary Agenda and built a budget on information provided by him, which was the best information available at the time. A number of factors had conspired to increase the likely spend and these would be outlined by the Governance Change Officer and the Finance and Administration Manager under the relevant agenda item.

Mrs Harris said that somebody, either trustees or officers must be responsible for the overspend. Mr Core said that in a piece of work like this, which in a professional setting he would have referred to as 'time and materials', there were no hard measures that could be put forward as to what it was going to cost and what effort would be involved. The Trust was doing something that was at best very unusual, and unique. It really was not a question of individuals being responsible.

Paper A
For Decision

Ordinary meeting of the Board

LGPS Discretions Policy
10th July 2025

The MHT Discretions Policy was last updated in 2021 and required update as advised by The Governance Officer at Worcestershire Pension Fund.

The update required a few small changes to the existing policy only and these have been done and provisionally approved with the advisor.

Attached the revised Policy for Trustee approval.

Also attached for information:
- The previous policy for reference
- A flyer as provided for guidance.

Decision is required and I would be grateful if the Trustees could approve the revised discretions policy as attached.

Nicky Gutteridge FCA
Finance and Admin Manager
30th June 2025

LGPS discretions policy – for Board approval 10th July 2025

Introduction

This policy statement clarifies MHT's position on the discretions it can exercise in accordance with the Local Government Pension Scheme Regulations (LGPS) 2013 and the LGPS (Transitional Provisions, Savings and Amendment) Regulations 2014 and guidance on how they apply to different retirement options.

The policy statement applies to all members of staff who are members of the LGPS.

Background

A discretions policy gives employers flexibility to manage issues relating to LGPS benefits for both current and former employees. We are required to include all mandatory discretions (1-6) as detailed below.

There are an additional 7 discretions (7-13) which are optional.

This policy statement covers only those discretions which are mandatory under the LGPS Regulations. The Board may, at its absolute discretion, consider exercising other optional discretions permitted under the Regulations, but has not formulated a policy on them at this time.

Principles

MHT will treat any individual retirement case and decisions on its merits.

Decisions relating to retirement will be made taking into account the implications for the charity including financial implications, employment law consideration, the pension regulations and the specific legality of each case.

Each decision will be made free from discrimination on the grounds of any protected characteristics – age, disability, gender reassignment, marriage or civil partnership, pregnancy & maternity, race, religion and belief, sex, sexual orientation or any other personal criteria.

The Board's decisions relating to retirement and the release of pension benefits will be in line with the current pension regulations. These regulations may be updated from time to time and the Authority (Worcestershire Pensions) will default to the regulations if the policy is not explicit on any current or future regulation.

Decisions relating to the release of deferred benefits to former employees will refer to the relevant pension policies applicable at the time of their employment. In such cases, the decision as to the release of deferred benefits will be on a case by case basis and will take into account the criteria detailed in these principles. Guidance may be sought from the pension administrators as required.

Discretions

Under regulation 60 of the LGPS regulations 2014 a Scheme employer must prepare a written statement of its policy in relation to the exercise of its functions under regulations:

1. Power to award additional Pension (Regulation 31 of the 2013 Regulations)
2. Cost share of purchasing additional pension (Regulations 16(2)(e) and 16(4)(d) of the LGPS Regulations 2013)
3. Flexible Retirement (Regulation 30(6) of the 2013 Regulations)
4. Switching on the 85-year Rule (Para 1(2) & 1(1)(c) of Schedule 2 of the TP Regulations)
5. Waving of Actuarial Reductions (Regulation 30(8) & 30(5) of the 2013 Regulations)
6. Shared Cost Additional Voluntary contributions (Transitional Provisions, Savings and Amendment Regulations 2014)

Malvern Hills Trust

	Regulation Reference	Discretion Type	Discretion Explanation	Employer Position
1.	Regulations 31 of the 2013 Regulations	**Power to award additional pension**	Whether, at the full cost to the Scheme employer, to grant extra annual pension of up to £8,344 (figure for 2024/2025) to an active member or within 6 months of leaving to a member whose employment was terminated on the grounds of redundancy or business efficiency.	The Board will not normally fund additional contributions either wholly or in part.
2.	Regulations 16(2)(e) and 16(4)(d) of the LGPS Regulations 2013	**Cost share of purchasing additional pension.**	Whether, where an active member wishes to purchase extra annual pension of up to £8,344 (figure for 2024/2025) by making additional pension contributions (APCs), to voluntarily contribute towards the cost of purchasing that extra pension via a shared cost additional pension contribution (SCAPC)	The Board will not normally fund additional contributions either wholly or in part.
3.	Regulation 30(6) of the 2013 Regulations - Regulation 3(1) of the TP Regulations - Para 2(1) of Schedule 2 of the TP Regulations; - Regulations 30(5) and 30A (5) of the Benefits Regulations	**Whether to allow flexible retirement**	Whether to allow flexible retirement for staff aged 55 or over who, with the agreement of the Scheme employer, reduce their working hours or grade. See point 3.	The Board will consider each case on its merits but will normally only agree to requests for flexible retirement in exceptional circumstances.
4.	Para 1(2) & 1(1)(c) of Schedule 2 of the TP Regulations	**Switching on the 85-year rule**	Whether to “switch on” the 85-year rule for a member voluntarily drawing benefits on or after age 55 and before age 60.	The Board will consider each case on its merits but will not normally exercise this discretion and will only consider this in exceptional circumstances.
5.	Regulation 30(8) & 30(5) of the 2013 Regulations	**Waiving of actuarial reductions**	Whether to waive, in whole or in part, any actuarial reductions on benefits which a member voluntarily draws before normal pension age (other than on the grounds of flexible retirement). See point 5.	The Board will consider each case on its merits but will normally only agree to waive any actuarial reductions in exceptional circumstances.
6.	Transitional Provisions, Savings and Amendment Regulations 2014	**Shared Cost Additional Voluntary contributions**	Whether, how much, and in what circumstances to contribute to a SCAVC arrangement	The Board will not normally fund additional contributions either wholly or in part.

Worcestershire Pension Fund

Employers Discretions

What are employer discretions?

As a scheme employer you can decide to how to apply some of the scheme rules when certain events happen. These are your discretions.

Establishing a discretions policy as a scheme employer provides you with the flexibility to manage issues related to LGPS benefits for both current and former employees.

Discretions apply at the time of application and are subject to change, as they are regularly reviewed.

You must have a written policy on how you will apply specific discretions.

When?

The regulations* state that if you were a scheme employer as of 1st April 2014, you had until the end of June 2014 to produce and publish an Employer's Discretion Policy.

For organisations that joined the scheme after 1st April 2014, the policy must be produced and published within 3 months of joining.

Points to consider

Your Employer Circumstances

The policy should reflect your membership, budgetary constraints, and the nature of your business. Simply replicating another employer's policy may not be suitable for your organisation.

Cost or Affordability

The policy should be affordable and not likely to cause a serious loss of confidence.

Anti-Discriminatory Laws

The policy must comply with anti-discriminatory laws and not be discriminatory in any way

Reminders

*Policy must be in place within 3 months of joining.
*Policy must be sent to the Fund when produced and updated.
*Publish policies for past, current and future members and log dates for changes.
*Review Policy at least every 3 years or if the scheme or circumstances change.
*Consider the impacts e.g. Employers circumstances, costs etc.

***Regulations relating to discretions: Regulation 60 of the LGPS Regulations 2013 (as amended)**

Key Employer Discretions

Flexible Retirement

You have discretion to allow flexible retirement for staff aged 55 or over who reduce their working hours and/or pay grade and wish to access their pension benefits. Additionally, you can chose to waive, in whole or in part, the actuarial reduction on benefits paid under flexible retirement.

Switching on the 85-Year Rule

You can decide whether to "switch on" the 85-year rule for members voluntarily drawing on or after age 55 and before 60, except in cases of flexible retirement.

Granting Additional Pension

You can decide whether to grant additional pension to an active member within 6 months of ceasing to be an active member due to redundancy or business efficiency, currently up to £8,344 per annum.

Shared Cost Additional Pension Contributions (SCAPCs)

If an active member wishes to purchase extra annual pension by making additional pension contributions, you can choose to voluntarily contribute towards the cost of purchasing that extra pension through a shared Cost Additional Pension Contribution (SCAPC).

Malvern Hills Trust

LGPS discretions policy – approved 21st January 2021

Introduction

This policy statement clarifies MHT's position on the discretions it can exercise in accordance with the LGPS 2014 regulations and guidance on how they apply to different retirement options.

The policy statement applies to all members of staff who are members of the LGPS.

Principles

MHT will treat any individual retirement case and decisions on its merits.

Decisions relating to retirement will be made taking into account the implications for the charity including financial implications, employment law consideration, the pension regulations and the specific legality of each case.

Each decision will be made free from discrimination on the grounds of any protected characteristics – age, disability, gender reassignment, marriage or civil partnership, pregnancy & maternity, race, religion and belief, sex, sexual orientation or any other personal criteria.

The Board's decisions relating to retirement and the release of pension benefits will be in line with the current pension regulations. These regulations may be updated from time to time and the Authority (Worcestershire Pensions) will default to the regulations if the policy is not explicit on any current or future regulation.

Decisions relating to the release of deferred benefits to former employees will refer to the relevant pension policies applicable at the time of their employment. In such cases, the decision as to the release of deferred benefits will be on a case by case basis and will take into account the criteria detailed in these principles. Guidance may be sought from the pension administrators as required.

Discretions

Under regulation 60 of the LGPS regulations 2014 a Scheme employer must prepare a written statement of its policy in relation to the exercise of its functions under regulations:

(a) 16(2)(e) and 16(4)(d) (funding of additional pension),

(b) 30(6) (flexible retirement),

(c) 30(8) (waiving of actuarial reduction) and

(d) 31 (award of additional pension).

Regulation	Discretion	Proposed MHT policy
Funding of Additional Pension Contributions - Regulations 16(2)(e) and 16(4)(d) Pensions Regulations	To fund, in whole or in part, additional pension contributions on behalf of an employee where these are to be paid by regular contributions (Regulation 16(2)(e)) or by lump sum (Regulation 16(4)(d)). The amount of additional pension that may be credited to an active member's pension accounts may not exceed the additional pension limit of £6,500 (uplifted annually).	The Board will not normally fund additional contributions either wholly or in part.
Flexible Retirement Regulation 30(6) Pensions Regulations	To agree to an employee aged 55 or over reducing their hours of work or grade so that they may receive all or some of their retirement pension while still employed.	The Board will consider each case on its merits but will normally only agree to requests for flexible retirement in exceptional circumstances.
Waiving of Actuarial Reduction to Pensions Regulation 30(8), Pensions Regulations	To agree to waive, in whole or in part, any reduction that would otherwise be made on the early payment of a pension to a former employee aged 55 or to the pension paid to an employee allowed to take flexible retirement under Regulation 30(6) of the Pensions Regulations.	The Board will consider each case on its merits but will normally only agree to waive any actuarial reductions in exceptional circumstances.
Award of Additional Pension Regulation 31, Pensions Regulations	To award additional pension to: (1) an active member; or (2) a former active member who was dismissed by reason of redundancy or business efficiency. Any additional pension awarded (including any additional pension purchased by the employer under Regulation 16 of the Pensions Regulations (see above) may not exceed the additional pension limit of £6,500 (uplifted annually).	The Board will not normally award additional pension.

Malvern Hills Trust
Ordinary Meeting of Governance Committee
Guesten Suite, Lyttelton Well, Malvern WR14 2AY
Tuesday 10 June 2025 at 6 pm

Present: David Core (Chair), Richard Bartholomew (left 6.20 pm), Robert Berry, Mark Driscoll, David Fellows, John Raine.

In attendance: CEO, Secretary to the Board, Richard Fowler, Cynthia Palmer, Mary Turner, 14 members of the public.

Mark Driscoll opened the meeting as Vice-Chair by welcoming everyone present.

1. **Election of Chair**
   David Core was elected unopposed, nominated by Richard Bartholomew and seconded by Mark Driscoll. He took the Chair.

2. **Election of Vice-Chair**
   Mark Driscoll was elected unopposed, nominated by David Core and seconded by John Raine.

3. **Apologies for absence**
   John Michael (non-voting).

4. **Chair's announcements**
   None

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

6. **Public comments**
   Public comments were received from Prof Malcolm McCrae, Mr Jonathan Brew and Dr Graeme Crisp. These are attached at Schedule 1, together with the responses provided by the Trust.

   It is to be noted that the first speaker argued his points with the Chair of Governance, speaking in a brusque, hectoring manner, and that he continued to do so at several points during the meeting

   Richard Bartholomew left the meeting at 6.20 pm, having offered apologies to the Chair.

7. **Matters Arising**
   7.1. **Minute 8.2 of the Meeting held on 7 November 2024 - *Public Comments***
   The Board had approved Governance Committee's recommendation that public comments should be provided in advance of a meeting and in writing

so that responses could be provided promptly, as had been the case in this meeting.

7.2. **From the agenda for the cancelled meeting on 6 February 2025 – *Board Effectiveness Review***

Plans for this review had been impacted by the decision of five trustees to petition against the Private Bill. This had resulted in division on the Board, which needed to be addressed first. The Trust would be researching possibilities around an external reconciliation process.

7.3. **Minute 11 of the Meeting held on 7 November 2024 – *Review of Disciplinary Procedure for Trustees***

The recent independent investigation report might have some implications for the procedure. It was therefore not appropriate to progress it in its current form until there had been sufficient opportunity to consider those implications.

8. **Office for National Statistics (ONS) – Notification of Classification Assessment**

The Committee received a briefing paper from the Secretary to the Board (SttB) on the background to the recent notification, together with ONS's letter to MHT of 15 April, advising that the assessment would take place, and their letter of 22 May to the Treasury, confirming their decision. Questions were invited from trustees and the following points were made:

- A Trustee, who had taken their own independent advice (not shared with the Trust), asserted that MHT 'ticked all the boxes' to be a public body and asked why there was any concern about this. Why was the Trust running away from the issue and why had it not taken legal advice since the ONS notification had been received? David Core said that the Trust had been assured by ONS that the notification made no material difference to its status. The Board had previously resolved in 2022[1] not to spend any more time or resources on discussing whether or not it was a public body. The question would be addressed in Parliament by the Select Committee in due course. A trustee suggested that it would be important to know the implications of the assessment prior to the Select Committee.
- A Trustee asserted that the Board needed to see all instructions and Terms of Reference that went out to lawyers in order to ensure that the right questions were being asked. They noted that in his opinion to the Trust in 2023, Tim Straker KC did not share the view of the Trust's solicitors, VWV[2]. The trustee thought that an independent KC should be instructed to provide an opinion on the assessment. This view was supported by one of the trustees in attendance.
- A trustee in attendance asked when MHT had changed its mind about being a public body, noting that the Environmental Act, to which the Trust was subject, only applied to public bodies. David Core said that the Trust

[1] See Board open minutes of 10 November 2022, minute 11.3.iv

[2] Tim Straker KC's opinion and the VWV advice he disagreed with are unrelated to the Trust's status; both refer to the impact of the boundary changes put in place in 2023. Both have no relevance to the Trust's governance, but they do discuss its susceptibility to judicial review.

had been 'loose' with its language in former years, reiterating the advice from VWV quoted in the briefing paper that there is no single definition of 'public body' or 'public authority' for legal purposes.

- A trustee asked in attendance asked why MHT had been represented at the Bill's Second Reading by the Vice-Chair of the Board and the Governance Change Officer and passed comment on the Vice-Chair's apparent physical cues that they said they had seen on television. They also insisted that there should be some 'milestones' on the Bill's road. David Core said that this was because they were two of the four individuals delegated by the Board to take any urgent action; they had been in a position to contact the other two delegates had it been necessary. He confirmed that the next 'milestone' would be the Select Committee.
- There was a discussion about the rising costs of the Bill process. A trustee in attendance said that they had previously suggested that costs should be capped, so that there was a point at which the process should be aborted. David Core insisted that the Trust had a reasonable estimate of costs and the reasons for the increases had been explained. The budget had now been reset and MHT needed to wait to see what happened at Select Committee.
- A trustee asked whether all Board members would be kept fully informed of the Bill's progress. David Core said that the Board had resolved that a number of trustees were conflicted and were therefore subject to certain restrictions and decision-making around the Private Bill only. In response, one trustee said that they would be asking for an investigation and asked if David Core would wish to see Trust information 'published in the paper'.
- A trustee asked whether MHT's trustees were supposed to be working in the *Charity's* best interests or in the *public's* best interests. They recommended that the Trust should be appraising itself of what was in the Cabinet Office Code of Conduct. The CEO requested that if the trustee was party to any specific, relevant legislation and/or Code of Conduct, they provide this to the Trust in writing.
- Mark Driscoll as Committee Vice-Chair said that he acknowledged that there was still much confusion on the implications of public body status and that the Trust had not been good at articulating what it meant. It was AGREED that Mark Driscoll and Robert Berry would meet to review the available information and report back to the next meeting.

At this point, the SttB voiced discomfort and there was some hectoring from the audience. The CEO told the meeting that staff had the right to conduct themselves without harassment.

9. **Policy Review Schedule**

The Committee received a paper prepared by David Core as Chair of Governance and the SttB, following Governance Committee's request for a revision of the Schedule. This revision would ensure that strategic policies were reviewed by the Board, while more operational policies and procedures were reviewed by the CEO only, without requiring Board ratification. A number of land management-related policies would be incorporated into a single Land Use Policy, overseen by

Land Management Committee. It was noted that two trustees had asked for consideration to be given to the creation of a specific Nature Recovery Policy and this would also be looked at by Land Management Committee. David Core reminded the meeting that the review of the Land Management Plan would be coming up; this was one of the Trust's most important documents, focusing as it did on the Trust's core objectives.

A trustee suggested that it would be sufficient for those policies listed for annual review by Finance, Administration & Resources Committee to be reviewed bi-annually instead. This was agreed and the SttB was asked to make this change to the Schedule.

It was noted that Governance Committee's priority as regards to policy review was the creation of a new Access Information Policy (to include the Trust's position regarding Freedom of Information) and the review of the Complaints Policy. The SttB said that the Charity Commission had asked the Trust to review its Safeguarding Policy, last reviewed in 2021, and so this would be added to the priority list.

10. **Date of Next Meeting**
Thursday 23 October at 6.30 pm at Park View Community Room, Victoria Park Road.

The meeting closed at 7.05 pm.

Schedule 1 – Public Comments

The Trust's responses to public comments, provided by David Core as Chair of Governance Committee, are shown in *italics*.

1. **Malcolm McCrae**

   My public comments are framed around obtaining transparent answers to the following questions:

1. Given the potential impact on the private bill submission of the confirmation of MHC's public body status by ONS and the fact that the papers for this evening's meeting show that officers were aware of the ONS classification ahead of last week's fractious Special Board Meeting why was this information not available to Trustees and the public ahead of that meeting?

   Since the ONS classification is for statistical purposes only and has no impact on the legal status or governance arrangements[3] of the Trust the ruling was not considered germane to the Bill budget discussion.

2. The Board's assertion that it is not a public body but a simple charity governed primarily by charity law was challenged by a number of peers at the second reading debate. Their concerns were presumably partially driven by the absence of the words charity, and Charity Commission (CC) in any of the Acts, coupled to the absence of any specifically defined charitable objects having been ratified by CC. So what documentary evidence, beyond an unsubstantiated assertion by DEFRA junior minister and a registration number, does MHC have to support its assertions that it is not a public body but a simple charity?

   I am not aware that the Trust has ever claimed that it is a simple charity. In some instances the Trust performs a public function and is subject to specific public law. It is a registered charity and a body corporate as established by the Malvern Hills Act 1884. Section 13 of that Act states that "The lands described in …. this Act … be and remain under the management and control of the Conservators for the use and recreation of the public". To be a charity an organisation must have purposes beneficial to the community. These include the provision of facilities for recreation and other leisure-time occupation in the interests of social welfare with the object of improving the conditions of life for the persons for whom they are intended[4]. Keeping the Hills and commons open and unbuilt upon for the recreation of the public fulfils that objective. Hence the Trust has had a charitable objective from its inception.

3. Given the serious criticisms raised at second reading what option work is this Committee going to instruct officers to undertake ahead of the Select Committee hearings and how does it plan to involve its various stakeholders to help ameliorate the objections voiced by the record number of petitioners?

   When the DCMS and Charity Commission directed the Trust to use the private bill route it was to allow "greater scope for public scrutiny and debate than under a parliamentary scheme". The second reading debate showed that process in action. Earl Attlee's instruction provides a good basis for the next step in the process, the

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[3] See ONS article Public sector or private sector: How the ONS decides – and why it matters

[4] See Charities Act 2011 section 5

Contested Bill Select Committee, which will examine the Bill thoroughly. Prior to that the Trust is engaging with stakeholders where appropriate to consider their concerns with the Bill as drafted.

4. Why is the designation of MHC as an unincorporated charity now an error when it was used both in several sets of accounts and by MHC's Vice Chair in response to my questions in early 2024 as to whether the private bill submission would be from a statutory public body or an unincorporated charity?

   The Trust is a charity incorporated under the 1884 Malvern Hills Act. Earlier references to the Trust and MHC as an unincorporated charity were in error.

2. Jonathan Brew

What evidence exists to suggest that the Malvern Hills Trust is NOT a Public Body or at the very least a hybrid Public Body/Charity?

The Trust must consider what it is, rather than what it is not. There is no single specific regulatory framework associated with public or hybrid bodies. As the Cabinet Office notes "some Public Bodies are also classified and registered as charities by the Charities Commission. This is a separate system of classification that applies to institutions that are established for charitable purposes only and subject to the control of the High Court's charity law jurisdiction"[5].

3. Graeme Crisp

Paper A appears to be at odds with statements by several peers taking part in the debate on the second reading of the Malvern Hills Bill. Paper A makes it clear that MHT knew when their status was under review by ONS and that they presented no evidence after receiving a letter from them. Was this because the Trust lacks any evidence to show that they are other than a hybrid body. They might well take note that their status as a hybrid as was suggested by one of their Lordships in the second reading debate.

The ONS never contacted the Trust to seek further information or clarification on its status.

Paper A further states that the ONS classification is only for the purpose of compiling economic statistics and that it has no impact on the governance arrangements of the Trust. The paragraph which follows in paper A lacks clarity and is of a form which should raise alarm bells. It makes a statement about VWV advice namely:

Legal advice from VWV on the status of the Trust pointed out that there is no single definition of "public body" or "public authority" for all legal purposes, although some specific pieces of legislation do contain definitions that apply for the purposes of that specific legislation. This is followed by an irrelevant statement about the Human Rights act, which reads:

For example, there is a definition of "public authority" in the Human Rights Act 1998 (the "HRA"), which applies only for the purposes of the HRA." Following this the paper states that "The classification by ONS is of a similar nature, for one specific purpose only".

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[5] See Classification Of Public Bodies: Guidance For Departments

It appears that this last statement originated in the Trust and was not part of the VWV advice available when paper A was published. Otherwise the paper would have simply stated that VWV have advised that : the ONS classification was only for the purpose of compiling economic statistics and that it has no impact on the governance arrangements of the Trust.

I call on the Trust to present now any evidence they may have that they received from VWV advice that the ONS classification was only for the purpose of compiling economic statistics.

*The statement on the impact of the classification decision is from ONS itself, in a blog entitled **Public sector or private sector: How the ONS decides and why it matters**.*

Ordinary meeting of the Board
Investment Report – Brewin Dolphin
10th July 2025

Trustees have received, under confidential cover, a copy of the Investment Report prepared on 19th June 2025 for the meeting on 10th July 2025.

Unfortunately, a representative from Brewin Dolphin is unable to attend due to their own event on the same evening.

Brewin Dolphin are happy to take any questions on the report, and I ask that any questions are directed to me by email. If the questions are received and answered in time for the meeting I will relay this, anything raised at the meeting will be dealt with afterwards, by email.

The outcome of any questions and answered will also be considered at the FAR meeting in September 2025 where Wolfie Papirnik from Brewin Dolphin will be in attendance.

Nicky Gutteridge FCA
Finance and Admin Manager
30th June 2025

Paper C
For information

Ordinary meeting of the Board
Statutory Accounts to 31st March 2025 and Management accounts to 30th April 2025
10th July 2025

The management accounts for the first 1 month of the financial year are presented for Trustees' information.

As was adopted last year, a reserves review will be carried out quarterly.

The audit and statutory accounts for year ended 31st March 2025 are in progress at the time of writing. A verbal update will be provided at the meeting.

The first draft Statutory Accounts and Trustees' Annual Report have been prepared and are based on the MAR25 management accounts as presented in an earlier meeting. These will be provided to Trustees for review in due course.

Nicky Gutteridge FCA
Finance and Admin Manager
30th June 2025

Malvern Hills Trust

Balance Sheet as at 30th April 2025

	£	£	NOTES
Fixed Assets			
Heritage assets	1,346,835		
Other land and buildings	207,972		
Improvements to capital assets	53,983		
LM vehicles & eq't	160,096		
Office equipment	7,290		
Investments	1,311,409		**B1**
		3,087,585	
Current Assets			
Livestock	31,452		
Investments	509,788		**B2**
Debtors & accrued income	362,644		**B3**
Deposits and Cash	601,618		**B2**
VAT Asset	6,679		
		1,512,181	
Current Liabilities			
Creditors : Short Term	153,212		
Payroll Taxation	10,798		
Wages/Pension	5,838		
VAT Liability	0		
		(169,848)	
Current Assets less Current Liabilities:		1,342,333	
Total Assets less Current Liabilities:		4,429,918	
Long Term Liabilities			
FRS 102 pension liability		(130,000)	**B4**
Total Assets less Total Liabilities:		**4,299,918**	
Capital & Reserves			
General fund	388,325		
Designated funds	935,328		
Restricted funds	3,106,265		
FRS 102 pension	(130,000)		
		4,299,918	

Malvern Hills Trust

General fund income and expenditure versus budget for the 1 month ended 30th April 2025

	Actual 1 mnth £	Budget 1 mnth £	Variance £	*Budget Annual £*	NOTES
Income					
Levy	61,592	61,592	0	*739,100*	**G1**
Grants	14,175	14,508	(333)	*18,175*	**G2**
Car park takings	48,204	43,034	5,170	*484,986*	**G3**
Donations	1,413	667	746	*8,000*	
Rents and licences	5,798	1,552	4,246	*18,620*	**G4**
Fairs & circuses	0	0	0	*0*	
Ice cream concessions	225	233	(8)	*2,800*	
Wayleaves	118	500	(382)	*6,000*	
AONB contribtions	645	542	104	*6,500*	
Admin charges and compensation	0	0	0	*0*	
Sundry income	98	550	(453)	*6,600*	
Investment income	1,250	1,750	(500)	*21,000*	**G5**
Profit on disposal of fixed assets	0	417	(417)	*5,000*	
Total income	**133,517**	**125,345**	**8,172**	***1,316,781***	
Land management expenses					
Contract labour	(0)	958	958	*11,500*	
Drainage	423	130	(293)	*1,562*	
Vehicle and equipment expenses	327	2,678	2,351	*32,136*	
Hire of plant and equipment	1,631	1,030	(601)	*12,360*	**G6**
Tree work	0	2,578	2,578	*30,940*	
Grass cutting	0	461	461	*5,533*	
Purchase of materials and tools	1,434	792	(643)	*9,500*	
Protective clothing	1,234	225	(1,009)	*2,700*	**G7**
Field consultancies	150	531	381	*6,376*	
Conservation volunteers	4	100	95	*1,196*	
Water testing	0	50	50	*603*	
Gardening	0	329	329	*3,952*	
Tracks and paths	0	958	958	*11,500*	
LM miscellaneous	0	606	606	*7,270*	
Total land management expenses	**5,203**	**11,427**	**6,224**	***137,128***	
Visitor services expenses					
Car park meter expenses	2,404	2,379	(25)	*28,550*	
Car park passes	215	289	74	*3,465*	
Car park repairs	0	417	417	*5,000*	
Wardens' vehicle expenses	666	912	246	*10,944*	
Wardens' uniform and tools	561	311	(250)	*3,730*	
Wardens' phones	78	66	(12)	*792*	
Total visitor services expenses	**3,924**	**4,373**	**449**	***52,481***	
Communications and public engagement expenses					
Leaflets	270	204	(66)	*2,450*	
Annual report	0	71	71	*850*	
Newsletters	0	17	17	*200*	
Campaigns	0	83	83	*1,000*	
Signs, display and information boards	0	167	167	*2,000*	
Events programme	0	125	125	*1,500*	
Exhibitions	0	125	125	*1,500*	
Other PR expenses	0	125	125	*1,500*	
Fundraising expenses	19	21	2	*250*	
Communications support and engagement	0	833	833	*10,000*	**G8**
Total communications and public engagement expenses	**289**	**1,771**	**1,482**	***21,250***	
Administration and governance expenses					
Rates	541	752	211	*9,020*	
Buildings maintenance	638	833	195	*10,000*	
Electricity and gas	70	1,133	1,063	*13,600*	
Telephones	428	458	30	*5,500*	
Depreciation	3,664	3,688	24	*44,250*	
Insurance	2,988	3,083	95	*37,000*	
Office equipment	717	458	(259)	*5,500*	
IT	1,241	1,758	517	*21,100*	
Website	39	83	44	*1,000*	

Malvern Hills Trust

General fund income and expenditure versus budget for the 1 month ended 30th April 2025

	Actual 1 mnth £	Budget 1 mnth £	Variance £	*Budget Annual £*	NOTES
Legal and professional fees incl H&S	983	4,875	3,892	*58,500*	G9
Governance costs	676	500	(176)	*6,000*	
Subscriptions	403	417	14	*5,000*	
Bank and investment charges	291	367	76	*4,400*	
Postage	150	292	142	*3,500*	
Stationery, printing and recycling	735	392	(343)	*4,700*	
Cleaning	376	458	82	*5,500*	
Travelling expenses	128	83	(45)	*1,000*	
Miscellaneous exps	58	271	213	*3,250*	
Newpaper ads	0	92	92	*1,100*	
Total administration and governance expenses	**14,125**	**19,993**	**5,868**	***239,920***	
Staff costs					
Basic salaries	64,815	56,892	(7,924)	*682,700*	
Employer's NI	(2,972)	5,800	8,772	*69,600*	G10
Pension contributions	14,291	14,450	159	*173,400*	
Y/E auditor holiday owed provision (movement from y/e 31.3.24)	0	0	0	*0*	
Group life assurance	360	333	(27)	*4,000*	
Training - staff	1,404	708	(696)	*8,500*	G11
Recruitment	6,861	292	(6,569)	*3,500*	G12
Total staff costs	**84,759**	**78,475**	**(6,284)**	***941,700***	
Surplus for the period before transfers	**25,217**	**9,305**	**15,912**	***(75,698)***	
Transfers from other funds	0	0	0		
Transfers to other funds	(2,652)	0	(2,652)		G13
Surplus for the period after transfers	**22,564**	**9,305**	**13,260**		
General fund brought forward	365,760	318,789	46,971		
General fund carried forward	**388,325**	**328,094**	**60,231**		

Malvern Hills Trust - Designated Funds Income and Expenditure for the 1 month ended 30th April 2025

NOTES			D1A	D1B	D6					D2	D2			D5	D4	D7	D3		
Category	N/C	Unrestricted Gifts £	Modernisation of Acts other costs £	Preparation & Promotion of Private Bill £	Dog campaign des fund £	Election exps des fund £	Tree disease des fund £	Ash Dieback fund £	Boundary Comm advice fund £	CS Southern £	CS North & Central £	HLS Chase End £	HLS Old Hills £	Grazing reserve £	Designated Fixed Assets £	Track & Tree bad weather £	Marketing & Comms Board approved £25k £	Basic Payment Scheme £	Total £
01 - Income	4020 - Stewardship annual grants	0	0	0	0	0	0	0	0	4,123	17,434	295	335	0	0	0	0	0	22,187
	4030 - Stewardship other grants	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4200 - Donations	5	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	5
	4250 - Legacies	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4310 - Land rentals	0	0	0	0	0	0	0	0	63	480	0	0	0	0	0	0	0	542
	4370 - Sales of books, leaflets and maps	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
01 - Income Total		**5**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**4,185**	**17,914**	**295**	**335**	**0**	**0**	**0**	**0**	**0**	**22,734**
02 - Land management expenses	5000 - Contract labour	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	5035 - Treework	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
5040 - Grass cutting	5040 - Grass cutting	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	5050 - Protective clothing	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	5100 - Graziers	0	0	0	0	0	0	0	0	(1,208)	(5,200)	(211)	(503)	0	0	0	0	0	(7,122)
02 - Land management expenses total		0	0	0	0	0	0	0	0	(1,208)	(5,200)	(211)	(503)	0	0	0	0	0	**(7,122)**
03 - Car parks, wardens and PR	5240 - Car park repairs	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	5400 - Leaflets	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	5455 - Other PR expenses	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
03 - Car parks, wardens and PR total		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	**0**
04 - Administration costs	6075 - Legal fees	0	0	(5,978)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	(5,978)
	6100 - Other professional fees	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	6210 - Room hire	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	6040 - Postage	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	6125 - Stationery	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	6140 - Travelling expenses	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	6145 - Miscellaneous expenses	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	6120 - Newspaper ads	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
04 - Adminstration costs Total		**0**	**0**	**(5,978)**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**(5,978)**
10 - Salaries	7010 - Basic salaries - office based staff	0	(1,729)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	(1,729)
	7030 - Employer's NI - office based staff	0	(1,075)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	(1,075)
	7050 - Pension contributions - office based staff	0	(1,645)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	(1,645)
	7016 - FRS 102 holiday pay adjustment	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
10 - Salaries Total		**0**	**(4,449)**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**(4,449)**
Surplus/(deficit) for the period before transfers		**5**	**(4,449)**	**(5,978)**	**0**	**0**	**0**	**0**	**0**	**2,977**	**12,714**	**84**	**(168)**	**0**	**0**	**0**	**0**	**0**	**5,186**
	4600 - Transfers from other funds	0	0	1,508	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1,508
	8100 - Transfers to other funds	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Surplus/(deficit) for the period after transfers		**5**	**(4,449)**	**(4,469)**	**0**	**0**	**0**	**0**	**0**	**2,977**	**12,714**	**84**	**(168)**	**0**	**0**	**0**	**0**	**0**	**6,694**
Designated funds brought forward		406,903	70,252	(204,696)	3,501	5,000	33,570	61,515	12,276	316,206	64,632	2,571	16,450	60,060	10,411	14,000	25,000	30,983	928,634
Designated funds carried forward		**406,908**	**65,803**	**(209,165)**	**3,501**	**5,000**	**33,570**	**61,515**	**12,276**	**319,183**	**77,346**	**2,655**	**16,282**	**60,060**	**10,411**	**14,000**	**25,000**	**30,983**	**935,328**

Malvern Hills Trust - Restricted Funds Income and Expenditure for the 12 months ended 31st March

NOTES		R1			R3		R2								R4		
Category	**N/C**	**Capital Outlay d'chgd £**	**Parliamentary fund £**	**Lands Maintenance fund £**	**Land Purchase (1992) fund £**	**Land Purchase 2 fund £**	**BILL LOAN CAPITAL**	**Restricted Gift fund £**	**Picnic bench donations £**	**NIM book £**	**Tree donation scheme £**	**Boost4biodiversity £**	**Foothill Grasslands CSMT £**	**Urban Tree Challenge fund £**	**Access for All £**	**Handgate (DEFRA) £**	**Total £**
01 - Income	4015 - Other grants	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4020 - Stewardship annual grants	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4200 - Donations	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4350 - Easements and application fees	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4500 - Income from investment portfolio	0	1,382	542	0	0	0	0	0	0	0	0	0	0	0	0	1,924
	4510 - Bank interest receivable	0	0	0	585	0	0	0	0	0	0	0	0	0	0	0	585
01 - Income Total		**0**	**1,382**	**542**	**585**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**2,509**
02 - Land management expenses	5000 - Contract labour	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	5045 - Purchase of materials	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
2 - Land management total		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
04 - Administration costs	6115 - Investment manager's charges	0	(40)	(15)	(33)	(18)	0	0	0	0	0	0	0	0	0	0	(106)
	6116 - Flagstone Charges	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	8000 - Depreciation - other land and buildings	(231)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	(231)
	8005 - Depreciation - impt's to land and buildings	(1,638)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	(1,638)
04 - Adminstration costs Total		**(1,869)**	**(40)**	**(15)**	**(33)**	**(18)**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**(1,975)**
Surplus/(deficit) for the period before transfers and investment gains		**(1,869)**	**1,342**	**526**	**551**	**(18)**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**533**
	8110 - Investment gains or losses	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	4600 - Transfers from other funds	0	0	0	2,652	0	0	0	0	0	0	0	0	0	0	0	2,652
	8100 - Transfers to other funds	0	0	0	0	0	(1,508)	0	0	0	0	0	0	0	0	0	(1,508)
Surplus/(deficit) for the period after transfers		**(1,869)**	**1,342**	**526**	**3,203**	**(18)**	**(1,508)**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**1,677**
Restricted funds brought forward		1,602,913	532,995	192,800	336,577	222,589	190,000	5,800	6,025	2,901	684	1,389	1,465	5,992	1,911	547	3,104,588
Restricted funds carried forward		**1,601,044**	**534,337**	**193,326**	**339,780**	**222,571**	**188,492**	**5,800**	**6,025**	**2,901**	**684**	**1,389**	**1,465**	**5,992**	**1,911**	**547**	**3,106,265**

Malvern Hills Trust - Notes to the Management Accounts 1 month APR25-APR25

PLEASE NOTE THAT OPENING BALANCES AT 01.04.25 ARE BASED ON UNAUDITED RESULTS.
THE OPENING BALANCES WILL BE ADJUSTED WHEN THE AUDIT IS COMPLETE.

General Funds

G 1 APR25 year to date levy amount per management accounts is 1/12th of the total for 2025/26.

To summarise:	£
General Fund Income year to date	133,517
Designated Fund Income year to date	22,734
Restricted Fund Income year to date	2,509
Total Income year to date	158,760
1/12 Annual levy (prorata actual total)	61,592
Levy % as a proportion of total income year to date	**39%**

Statutory accounts information:

	DRAFT 24/25	23/24	22/23	21/22	20/21	19/20	18/19
Total Levy	697,070	663,800	595,300	566,950	534,850	519,250	499,250
Total all income	1,636,872	1,441,202	1,273,061	1,395,317	991,187	1,415,335	1,226,396
Levy % as total of GF, DF, and RF (all funds)	**42.59%**	**46.06%**	**46.76%**	**40.63%**	**53.96%**	**36.69%**	**40.71%**
			Average over 7 years 18/19-24/25				**43.91%**

** GF = general funds DF = designated funds RF = restricted funds*

G 2 Grant Income comprises:

	£
25/26 WCC Countryside Conbtribution	14,175
	14,175

G 3 Budget comfortably exceeded in APR25 which is a nice start for the new financial year. Income from a contractor for the use of one of our carparks will be coming to an end in c. JUL25.

G 4 Exceeded budget mostly due to unexpected Severn Trent works income that has been received covering both MAR25 and APR25.

G 5 This is all Flagstone interest and Brewin Dolphin investment income earned on Funds invested whereby the earnings are general fund. This is now all being dealt with on a monthly basis for Flagstone and quarterly for Brewin.

G 6 We have recently changed our skip to a more accessible, lower sided version to assist our staff. This has come at a slightly higher cost.

G 7 Slightly above budget due to a number of clothing and kit replacements in line with our H&S requirements.

G 8 Costs for Aran Parker and Alder are currently covered by the agreed designated fund for comms. In fact there were no invoiced amounts for Alder in APR25 and Aran's costs for APR/MAY will both be seen in MAY results.

G 9 Legal and professional fees comprises:

	£
GDPR & Information requests	75
HR & staff related	725
Land and property based	165
Health & Safety general	18
	983

Malvern Hills Trust - Notes to the Management Accounts 1 month APR25-APR25

G 10 The Trust receives the £10,500 employment allowance meaning that NI'er costs are negative until this full allowance is used up, which will be in MAY25.

G 11 Includes the trustee exchange for the CEO, Manager staff training and tree felling etc. training for applicable outdoor staff.

G 12 Includes relocation expenses and recruitment related costs for the upcoming new Ranger post. The relocation cost was unbudgeted hence why we are over budget here.

G 13 Annual and first repayment of loan interest and capital (which falls due each April) relating to the loan that is partly financing the Private Bill.

Designated Funds

D 1 These are the designated pots set aside regarding the work towards the Private Bill. From 1st April 2024, 2 separate designated funds ran, one for the specific legal costs permitted by a consent under s74 Charities Act which must not exceed £306K. We are waiting for confirmation from the Charity Commission on whether we can increase this budget per the Special Meeting 29th May 2025. This was renamed "Preparation & Promotion of the Private Bill" (D1B). A formal process is required to draw down the loan to help cover these costs. That commenced on 31.12.24 with a £100k loan followed by a second tranche on 31.3.25 of £90k. The second fund named "Modernisation of Acts other costs" captures all other costs associated with the bill preparation (D1A). There is a proposal to increase the budget on this fund too as agreed in the same Board meeting on the 29th May 2025.

D 1A	OTHER COSTS this year	£
	Staff costs	4,449
		4,449

As explained at the Special Meeting, the balance on this fund is sufficient at present to cover the remainder of the other costs, since £104k was transferred in during 24/25 and there was some surplus at the start of last year,

D 1B	PROMOTION & PREPARATION OF BILL this year	£
	Sharpe Pritchard	5,978
		5,978

A series of proposals to fund the additional spending were approved by the Board at the 29th May 2025 meeting. No fund transfers have been made yet as I am awaiting more information on the audited accounts before I do this.

D 2 Another tranche of money was received late JUN25, I will do a full review of where we are in the Q1 results. In short the cash flow issues that we experienced last year have improved hugely for the 2024 stewardship.

D 3 The board approved in JAN25 a £25k designation for 12 months PR spend for communications output. Costs will be charged to this fund from MAY25 onwards.

D 4 The designated fixed asset fund represents the book value on designated asset purchases which remain designated until fully written down. This is reviewed quarterly.

D 5 The grazing reserve represents c. 1 year grazing costs and was established to ensure that vital grazing projects can continue should there be an issues with stewardship schemes or funding. This will allow time to seek alternative funding sources or review the strategy.

D 6 The dog campaign is due to be spent in 25/26 now that Marie is more settled into her new role.

D 7 £7k remained designated at 01.04.25 with a further £7k approved for carry forward. The works at British Camp are scheduled for JUL25 which will use some of this.

Restricted Funds

Malvern Hills Trust - Notes to the Management Accounts 1 month APR25-APR25

R 1 The Capital Outlay Discharged fund is represented by the cost of land and the net book value of improvements to land and buildings, the original cost of which was funded from the Lands Maintenance or Parliamentary Funds. These assets can only be sold in very limited circumstances and any proceeds must be used for the purchase of land.

R 2 The first repayment of loan interest and capital has now been paid as well as compensation payments accordingly, per the loan agreement, leaving a capital balance of £188,492.

R 3 The Land Purchase Fund has been recompensed with the first (of 25 years) annual interest and capital repayment of the loan, as well as compensation payments on drawdown accordingly.

Balance Sheet

B 1 Quarterly investment portfolio update will next be carried out at 30.06.25 when reports are available from the Investment Manager. This covers all movements (including market value revaluation). In between months will just include cash transactions eg management fees or banked investment income.

B 2 The investments are allocated as either short or long term depending on the maturity at the year end date. This has been adjusted at 31.03.25 and will be done quarterly going forward. This is a reallocation between investments and cash only.

B 3 Throughout 2025/26 the levy will be recognised month my month prorata to make the monthly results easier to analyse and to avoid 'spiky' results, this is in line with the budget and was explained in the JAN25 Board meeting.Any accrued levy income due is included here.
Also included here is the income we are due to be paid from Northern & Central and Southern Countryside Stewardships. As already explained we are now in a much better cash position regarding this and so the accrued amount is much lower. We have received another amount in JUN25 against the 2024 balance due.

B 4 This is revised and updated annually and the balance is the 31.03.25 liability. The triennial valuation of the pension fund is carried out at 31.03.25 but the report will not be available until OCT25 I have been advised. The deficit has reduced significantly since the 31.03.24 amount.