

TRUSTEE BOARD MEETING MINUTES

Monday, June 5th, 2023
Online via Zoom at 1500



In attendance: Michelle Ryan (MR, Chair), Paul Barton (PB, Vice Chair), Alan Simson (AS), Liz Nicholls (LN), Sarah Armstrong (SA), Stella Bolam (SB), Rob Murison (RM), Neil Davies (ND), Steve Westmore (SW).

Staff: John Parker (JP).

Apologies: Keith Sacre (KS), Andrew Longland (AL, Treasurer).

No.	Agenda item	Actions
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1	Opening	
1.1	Introductions and welcome Attendees recorded for minutes as above. MR reminded everyone that this is Volunteers Week, and thanked all Trustees for their contributions to the Association.	
1.2	Apologies for absence Apologies were received by KS and AL.	
1.3	Conflicts of interest No conflicts of interest were declared.	

2	Minutes of previous meetings	
2.1	February 2022 Board meeting RM proposed that the Minutes of the February 2022 Board Meeting were accepted as a true record. AS seconded, all agreed.	

2.2	<p>Actions from the February 2022 Board meeting</p> <p>JP provided an update on actions from the February Board meeting:</p> <ul style="list-style-type: none"> • JP1. A certificate and letter have been sent to Alastair Durkin to acknowledge his contribution as a Trustee. • JP2. In order to track the number of non-members who become members after attending Association events or training, we will be adding a question when people sign up as members to ask something like <i>what made you decide to sign up as a member?</i> with options including 'I attended a course' and 'I attended an event' etc. • JP3. There is currently no universal sign-up sheet for training courses, we are looking at what members and non-members are asked at the time of registration to determine how we can better gather data about what area of arboriculture they work in etc. • JP4. We are planning to have a Registered Consultant stand at Conference, as well as holding a RC workshop as part of the afternoon programme. Details to follow. • All1. I will be asking the team about ideas for the 60th anniversary separately, but will take this opportunity to ask all of you if you have any suggestions for things we could do to mark the occasion? • JP5. The new Committee Terms of Reference have now been designed, included in ARB Magazine and posted on the website. • JP6. We have spoken to Finance & Governance Committee about how to proceed with the Malthouse valuation, and their recommendation will be discussed and minuted (for the auditors) at the next Board meeting. • JP7. The Risk Register will be added as a standing item on future Board agendas, starting with the next meeting. • JP8. I will start including the number of free memberships in relation to Member Adversity Policy in the CEO report, and have asked Jess to start reporting those figures to me. • MR1. Michelle has already circulated the Charity Commission links to Board. • JP9. An invite has been sent out for the next Board meeting, which will be held online at 3pm on Monday, June 5th. 	
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3	Finances	
3.1	<p>2023 Budget update</p> <p>The latest 2023 income and expenditure figures had been previously circulated to the Finance & Governance Committee and Board. JP invited questions or comments.</p> <p>PB gave a summary of some of the key points raised by the F&G Committee, including:</p>	

	<p>Line 19. In person event expenses was higher than expected. This was because of the catering costs associated with the Women in Arboriculture event at Kew.</p> <p>Line 43. Staff/Trustee development. Nothing has been spent against this line yet, but it is important we use it. MR encouraged Trustees to suggest any CPD which might be required.</p>	
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4	CEO Operational Report	
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4.1	<p>JP provided a written operational update to the Board in advance of the meeting and also gave a brief verbal update.</p> <p>The need to bring forward the recruitment of a Senior Technical Officer was discussed. This will require an increase in payroll prior to the budget being agreed for 2024, so JP sought assurance that the Board would support such an increase being proposed. ND proposed that JP should proceed with recruiting for this role, AS seconded, all agreed.</p> <p>JP described the difficulties the team is experiencing with its current CRM system and explained the likelihood that considerable investment would soon be required in order to either fix the existing system or (preferably) to procure a new one. MR stated that this has been a longstanding problem and the Board has been aware for several years that such investment would be required. There was agreement from the Board that JP should proceed with developing a CRM specification with which we can go out to tender.</p> <p>SB asked if Trees for Cities was involved with the Association’s tree watering campaign, which is being supported by the Woodland Trust. JP explained that Trees for Cities was not currently involved, but that we would be happy to approach other potential partners/supporters. JP stressed that we did not approach the Woodland Trust for support, but the Woodland Trust approached us. The watering campaign is going very well.</p> <p>SW commented that there was no mention of the succession work in the CEO Report. JP apologised for this oversight and explained that there was a lot of work being done on this. This work includes: preparations being made for the first Succession in Arboriculture meeting in the Malthouse in June, a meeting of all colleges and educational providers (scheduled for August), meetings with government departments such as the Ministry of Justice, Ministry for Education, Defra and the Department for Work & Pensions to promote arboriculture as a career for a wide range of people. The Association is also represented on the National Trust’s Urban Accelerator Fund Skills Group. ND suggested that we should also speak to Veterans’ organisations, and JP agreed that this would be a good idea.</p>	
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	<p>It was suggested that the data for the RC Scheme should be presented in a similar way to the AC Scheme, with regard to showing numbers from previous years in order to better illustrate trends.</p> <p>SW asked if we could include questions in the membership survey to ask those consultants who are not RCs, why they are not RCs.</p> <p>Action: JP to provide historic data of RC numbers and share with Board.</p> <p>Action: JP to speak to team about including RC questions in membership survey.</p>	<p>JP1</p> <p>JP2</p>
4.2	<p>Complaints</p> <p>JP provided an update on the status of current and recently-closed complaints.</p>	
4.3	<p>Risk Register</p> <p>This is a standing item on Board agendas as of June 2023.</p> <p>ND suggested that we add 'or failure to recruit to key positions' to RF8, to cover staff recruitment as well as retention.</p> <p>Action: JP to amend RF8 to include 'failure to recruit to key positions.'</p>	<p>JP3</p>

5	Committee updates	
5.1	<p>Finance & Governance Committee</p> <p>PB. Committee met on May 17th. Q1 figures were presented and discussed.</p> <p>One item of conversation was eBooks and translations. In order to sell eBooks internationally we must either a) register for VAT in every country individually, or b) register in one EU country as part of the MOSS Scheme, which allows us to trade throughout the EU. Our auditors have recommended we register for the MOSS Scheme, which has costs associated but is something we can exit as and when required. The F&G Committee recommended to Board that JP be empowered to proceed with the MOSS Scheme. PB proposed, ND seconded, all in favour.</p> <p>Action: JP to proceed with MOSS Scheme registration in Ireland.</p> <p>F&G Committee suggested that the Risk Register be added as a standing item in their Committee meetings, and then the 'red' risk items be discussed at full Board. This was agreed by all.</p>	<p>JP4</p>

5.2	<p>Standards Committee</p> <p>JP. Committee met on May 17th. It was agreed that an update to the Complaints Procedure was required in order to better reflect the new Committee structure. The Committee will discuss further, pending some recommendations from LN.</p>	
5.3	<p>Resources Committee</p> <p>SB. Committee met on May 17th. It has been tasked with drafting ToR for working groups, SW leading on that and will take back to Committee and then Board.</p> <p>MR asked if the existing working groups have been involved – JP confirmed that the existing working group Chairs have been informed of the review and invited to input their ideas, and that they will also be consulted when draft ToR are available. SB will contact them further.</p> <p>Action: JP to share email addresses of working group Chairs with SB.</p>	JP5

6 Items for discussion and agreement		
6.1	<p>Red Book Valuation</p> <p>AL has previously recommended that the Association accounts should be updated to reflect the revised valuation of the Malthouse, and that the change in value should be held in the Revaluation Reserve on the Balance Sheet. The Auditors have requested that this change is formally proposed, voted on and recorded at a Board meeting.</p> <p>AS proposed, PB seconded, all agreed.</p>	
6.2	<p>European Arboricultural Council & Association Ireland Branch</p> <p>JP has previously proposed that one of the two seats allocated to the Association on the European Arboricultural Council be transferred to the Association’s Ireland Branch, meaning that the Association maintains two seats but that Ireland has the opportunity to be properly represented on the EAC. This was agreed via email by Board, but it is important that the decision is also recorded in the minutes</p> <p>AS proposed, RM seconded, all agreed.</p> <p>JP update: Ireland Branch Chair Charles McCorkell has now been invited to the EAC AGM in Antwerp in June.</p>	
6.3	<p>Safeguarding Policy</p>	

	<p>In advance of Arb Show, the Forestry Commission (owners of the venue) requested the Association’s Safeguarding Policy. This is not something which had been previously requested, so a draft policy was presented to Board and agreed via email in order to meet the required deadlines.</p> <p>Trustees asked some pertinent questions about the policy, including:</p> <ul style="list-style-type: none"> • Should the Association’s nominated Safeguarding Lead have a DBS in place? • Should the Safeguarding Lead/contact be named in the Policy rather than just having a role provided? <p>Action: JP to speak to a safeguarding professional to ask for advice on the Policy before bringing it back to Board.</p>	JP6
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7	Any other business	
7.1	<p>SW asked if there are any plans for spending/investing the money the Association has beyond what it is required to hold in reserve. There are plenty of ideas for what could be done, including capital investment and bursaries etc. the Finance & Governance Committee will discuss this and consider the different options.</p> <p>ND informed the Board that his company has a new office ready which could potentially be used as a training/events venue for the Association in Wales, or as somewhere to hold excess/duplicate books which are not required in the Association’s library.</p> <p>AS told the Board that he will be attending an upcoming House of Lords event for the Environmental Horticulture Group (formerly OHRG).</p> <p>MR announced that AL will be stepping down as Treasurer and Trustee, finishing in September. This will be a great loss to the Association. MR and JP are looking at places to advertise for a replacement, and the Board will be involved in the appointment process.</p> <p>JP reminded Trustees that the AGM and elections will be held in August, and that any Trustees intending to step down from the Board should let JP know as soon as possible so that the correct number of vacancies can be advertised.</p> <p>JP informed Trustees that we are likely to require an Extraordinary Board meeting to present and approve the results of the Audit and 2022 figures. This will happen in August. Action: JP to arrange an Extraordinary Board meeting to approve the audit results as and when required.</p>	JP7

8	Date of the next meeting	
8.1	<p>The next Board meeting will be held on Sunday October 1st and Monday October 2nd 2023, and will be in-person at the Malthouse.</p> <p>Action: JP to send out invite to Board for the next meeting.</p>	JP8

Meeting concluded at 1657
Minutes to be circulated to all Trustees.