

TRUSTEE BOARD MEETING MINUTES

Monday, November 20th, 2023
Online via Zoom, 1500



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

Staff: John Parker (JP).

MINUTES

1. Opening

1.1 Introductions and welcome

MR welcomed all Trustees to the meeting.

Attendees recorded for minutes as above

1.2 Apologies for absence

No apologies were received in advance of the meeting.

1.3 Conflicts of interest

No conflicts of interest were declared

Eligibility of Directorship and Register of Interest. JP asked all remaining Trustees to complete and return a Register of Interests form.

2. Minutes of previous meetings

2.1 October 2023 Board Meeting

PB proposed that the Minutes of the June 2023 Board Meeting were accepted as a true record. SK seconded, all agreed.

2.2 Actions from previous Board meetings

JP reported that all actions from the previous Board meeting have now been completed.

One specific update related to Action 9, and the Oomi security patch upgrade. A Trustee had asked what assurances we have that the new upgrade will see us through until such a time that we might decide to change our database. The answer given was that we will be moving to the latest live version of Kentico – Kentico Experience 13, which will most likely be supported and patched for at least the next 2-3 years, if not beyond. It is worth noting that

the money invested now won't only improve the security of our website but will increase the available marketing functionality too.

3. Finances

3.1 Budget update

JP provided a budget update to the Board. The headline figure is that everything is on track to deliver an improved financial year than that which was originally budgeted for, although this may still result in an in-year deficit.

Some of the key contributing factors to our improved financial performance in 2023 have been Conference, Arb Show and publications.

PB updated the Board about the Finance & Governance Committee's review and questioning of the budget update. One key question was around credit card fees, which are higher than we would like but a direct result of increased sales of publications and other income paid for on card.

JP provided a summary of the first draft of the 2024 budget, which has yet to be finalised and confirmed. Early indications suggest that 2024 will be another difficult year, with membership growth expected to be relatively low at around 1-2%, whilst many costs continue to increase. The largest expenditure remains payroll, which will increase again in 2024 due to pay rises and the appointment of a new Senior Technical Officer.

JP confirmed that RM would be involved in the continued budget discussions, with a final version to be presented to the Board for formal approval at the February 2024 meeting.

3.1 Reserves Policy

The Board made some proposals for minor amendments to the Reserves Policy prior to ratification. PB confirmed that the Finance & Governance Committee had reviewed the Policy and recommended it be ratified.

KS proposed that the Reserves Policy be ratified, subject to the minor changes being made. SB seconded, all voted in favour.

Action: JP to make the agreed amendments to the Reserves Policy and upload to website.

4. CEO Operational Report

4.1 JP provided a written CEO Report in advance of the meeting. Trustees asked some follow up questions to the CEO Report:

- Can we amend the way we represent membership figures to make it easier to understand? JP confirmed we can make this change.
- Who is the L6 end point assessor for the Apprenticeship? This is Myerscough.
- What is the overall VET Cert pass/fail rate since we started? *Post meeting note: JP will send these figures to Board separately.*

4.2 Complaints

JP provided an update on the status of complaints, which is that at the time of the Board meeting we have no open complaints.

5. Committee updates

5.1 Finance & Governance Committee

- PB reported that the F&G Committee had reviewed the budget and asked questions, as reported in item 3.
- The outstanding balance on the Covid Interruption Business Loan was discussed.
- The Committee considered options for ethical investments, and there is an action from the Committee for JP and HB to provide some options.
- HB is arranging to spend some time with RM to discuss finances in the new year.

5.2 Resources Committee

- SB reported that the Resources Committee is still working on the proposed Terms of Reference for working parties. These have been circulated to current Working Group Chairs and sent on to Board for comment. **Action: Board to provide comments if they have any.**
- The Association staff team is working on developing the Volunteer Handbook, which will be sent to the Resources Committee for comment and involvement when there is something to review.

5.3 Standards Committee

- KS reported that the Standards Committee met on November 1st and discussed the few complaints that have come through. The proposed amendments to the Fellowship application process were also discussed. **Action – JP to circulate the Fellowship proposal to Board again.**

6. Items for discussion and agreement

6.1 Appointment of Vice Chair

- MR confirmed to Board that it had already been agreed via email for ND to be elected as VC. MR proposed, EN seconded, all in favour.

6.2 Appointments to Committees

- As Vice Chair of Board, ND will now join the Finance & Governance Committee and become Chair of that Committee.
- Finance & Governance Committee is now ND (Chair), MR, RM, SA.
- Resources Committee is now SB (Chair), SW, SK.
- Standards Committee is now KS (Chair), LN, AS, PB.

Action: JP to arrange the Committee meetings schedule for 2024.

6.3 Chair's update

MR gave an update about some current Chair activities, including that we are making good progress with the Succession in Arboriculture project and that the Association is playing an active role in the Charter for Diversity & Inclusion.

7. Any other business

- Alan updates.. EFUF transformed into a not for profit company based in Belgium. Opportunity exists for people to join up as corporate members – would the Association be interested in joining?
- Next EFUF conference will be in Zagreb in May, maybe the Association would want to have a presence? JP – we are assessing all events in 2024 and will determine what sort of presence we might have.
- SA – invites for in person board meetings. Can we encourage the staff team to join at lunch even though we have changed the format of in-person meetings? Yes.

8. Date of the next meeting

8.1 The next meeting is scheduled for Monday, February 5th at 1000, in person at the Malthouse.

9. Confidential items

- JP left the meeting.

Meeting closed at 1640

Minutes to be circulated to all Trustees and posted online once approved.