

TRUSTEE BOARD MEETING MINUTES

Monday, October 2nd, 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), Steve Westmore (SW), Sarah Kiss (SK), Keith Sacre (KS), Liz Nicholls (LN).

Staff: John Parker (JP).

Apologies: Neil Davies (ND).

MINUTES

1. Opening

1.1 Introductions and welcome

MR specifically welcomed SK to her first Board meeting. Trustees introduced themselves.

Attendees recorded for minutes as above

JP confirmed that a certificate of thanks has been sent to Andrew Longland for his time as Treasurer.

1.2 Apologies for absence

Apologies were received by ND and LN (LN for the first half of the meeting).

1.3 Conflicts of interest

No conflicts of interest were declared

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

Action 1: JP will send out the Eligibility of Directorship form which also needs to be completed.

2. Minutes of previous meetings

2.1 June 2023 Board Meeting

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

2.2 August 2023 Extraordinary Board Meeting

AS proposed that the Minutes of the August 2023 Extraordinary Board Meeting were accepted as a true record. SB seconded, all agreed.

2.3 Actions from previous Board meetings

JP provided an update on actions from the previous Board meetings:

- Historic RC numbers were provided to Board on June 13th.
- RC questions will be included in the membership survey, which will hopefully be going out in October.
- Risk Register was updated to include 'failure to recruit to key positions.'
- MOSS Scheme update: After further discussions with our Auditor, we do not need to register with the MOSS Scheme because there is a relatively high sales threshold of around 10,000 EUR per annum.
- SB has been in touch with the working group chairs.
- We were quoted around £2500 for a safeguarding professional to review the policy. This seemed very high, so JP is exploring other alternatives. SA asked if our insurers offer support for this? JP proposed speaking to the Executive Headteacher of the local school to ask if they could review. SK asked if any other professional organisations had a similar policy we could look at? **Action 2: JP to investigate the different possibilities for the Safeguarding Policy and report back.**
- Final accounts for 2022 have been submitted.
- Gift aid payment has been made from AATL to the Association.
- Treasurer role was readvertised, with no applicants.

3. Finances

3.1 Budget update

Finalised 2022 figures showed a surplus of £64,000 – another good result.

The 2023 finances are looking positive. Having initially budgeted for an in-year deficit of -50,635 we are currently projecting an in-year deficit of -22,826. This improved projection is in no small part down to a successful ARB Show and a successful Conference, two of the largest risks at the start of the year.

Budget questions from Trustees:

- PB summarised F&G Committee questions. Is advertising revenue due to a general slowdown or one big contract? Likely a general problem. High credit card charges are not ideal but are reflective of increased sales, particularly in publications. Still paying off the Covid business loan, should we keep it, use it or pay it back? This is to be discussed.

4. CEO Operational Report

4.1 JP provided a verbal operational update to the Board as opposed to a written one. A written report will be provided ahead of the next meeting as usual.

Some of the key highlights were:

- Membership is currently at 2989 paying members.
- Conference was a big success and we have had a lot of good feedback. Thank you to all Trustees who participated. Preparations already underway for Conference 2024.
- The closing date for applications for the Senior Technical Officer job is October 2nd at 5pm.
- Webinars are starting again in November.
- Plans still ongoing for 60th anniversary celebrations.
- The 'What is Arboriculture' video has been very well-received and a final version will be coming soon.
- JP to attend a day at Norwich Prison in October as part of our succession work.
- We are now receiving many expressions of interest in materials for careers days, and are looking at how best to administer this.
- The Sycamore Gap story resulted in a lot of national interest, with major news outlets directly approaching the Association for comment. The Association featured in every national newspaper (at least online) on Friday September 29th.
- JP represented the Association at the ISA Brazilian Chapter Conference in September, and will be going to Washington for the World Forum on Urban Forestry in October. Lots of international interest in the Association.
- Felicia Willow has been engaged to review the Articles of Association. The hope is to invite her to the first Board meeting of 2024 to present her recommendations.
- Branching Out will take place at the end of October this year. One key output should be notes for the production of the Branches section of the Volunteers Handbook.
- Publication sales are going well, with September 2023 proving to be our record month this year so far. We have already sold 241 copies of the Roots book. TG1 is soon going to be launched in Czech and the final proof of Treetime by Ted Green has been signed off.

4.2 Complaints

JP provided an update on the status of complaints.

- We currently only have one complaint open, against an Approved Contractor. The Panel has now delivered a verdict and JP will be emailing Standards Committee to inform them about the outcome over the next few days.

5. Committee updates

5.1 Finance & Governance

- PB reported that the F&G Committee had reviewed the budget and asked questions, as included in a previous item.
- The Committee also discussed the need to review the Articles of Association, which is now also being dealt with.
- Risk Register: Should pandemic risk/impact be reduced from High to Medium?
- Should there be a review of the ethics of where the Association holds its finances? Relates to the Risk Register in terms of negative publicity. **Action 3: JP to speak to Hanif Bhula (HB) about ethical investments and report back to F&G Committee.**
- If RM is to continue as Treasurer then some training and 1-2-1 time with HB would be beneficial.
- **Action 4: JP to make a proposal about potential investments for the Association's excess reserves, to be discussed at the next in-person Board meeting.**

- **Action 5: JP to circulate Reserves Policy to F&G Committee to consider a review.**

5.2 Resources

- SB reported that the Resources Committee has been focusing on the proposed Terms of Reference for working parties. These Terms of Reference have been circulated to the existing working parties and we are waiting for feedback from them now. The Volunteer Handbook may also be something for the Resources Committee to become involved with.

5.3 Standards

- KS reported that the Standards Committee postponed the last meeting because JP was away at the time. The main discussions within the Committee have been to review/consider complaints, and the criteria for Fellowship of the Association is now being reviewed. **Action 6: JP to arrange the next Standards Meeting.**

6. Items for discussion and agreement

6.1 Appointment of Vice Chair

- MR: Is anyone interested in the position of VC? ND has previously expressed an interest. MR will have a chat with ND to see if he is still interested. PB to continue as Vice Chair until such a time that this is confirmed. **Action 7: MR to speak to ND about the Vice Chair role.**

6.2 Appointment of Treasurer

- RM has been acting as Interim Treasurer and is interested in taking on the role full time. PB proposed RM to become Treasurer, KS seconded. All in favour.

6.3 Appointment of Co-opted Trustees

- SW proposed LN as a Co-opted Trustee, JS. All in favour.
- PB proposed SA as a Co-opted Trustee, AS seconded. All in favour.

6.4 Appointments to Committees

- Committee membership will be determined via email after MR has spoken to ND about Vice Chair.

6.5 Environmental Policy

- JP: Essentially the same as it was last year. RM proposed, LN seconded, all in favour. LN and SK volunteered to work with the team to review it. KS: Is it worth going for ISO accreditation? **Action 8: JP to email LN and SK to start the discussion about reviewing the Environmental Policy.**

6.6 Oomi security proposal

- JP summarised the proposal to upgrade the security of Oomi. SW: How long will this security update last? How did we end up in this situation? PB questioned if this should be spent from the budget or reserves.
- Agreed to spend the money, pending details above. KS proposed that JP be empowered to proceed with the spend, pending the details asked about. LN seconded, all in favour. **Action 9: JP to progress security upgrade pending the questions raised.**

6.7 Dates for meetings in 2024

- JP proposed that the meetings be held in February (in person), May (online), August/September (in person) and November (online).
- For online meetings, 1500 on a Monday is best.
- LN proposed that for the in-person meetings, everything be held on the Monday with the Sunday as an optional evening. All agreed. **Action 10: JP to send out Doodle polls for 2024 Board dates.**

7. Any other business

- **Action 11: JP to send Trustee induction information to SK.**

8. Date of the next meeting

8.1 The next meeting is scheduled for November 20th, online at 1500.

9. Confidential items

- JP left the meeting.

Meeting closed at 1702

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