

## TRUSTEE BOARD MEETING MINUTES

Monday, August 5<sup>th</sup>, 2024  
The Malthouse at 1000



In attendance: Michelle Ryan (MR, Chair), Alan Simson (AS), Stella Bolam (SB), Rob Murison (RM), Sarah Armstrong (SA), Steve Westmore (SW), Sarah Kiss (SK), Keith Sacre (KS).

Staff: John Parker (JP).

Apologies: Liz Nicholls (LN), Neil Davies (ND, Vice Chair), Paul Barton (PB).

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## MINUTES

### 1. Opening

#### 1.1 Introductions and welcome

Attendees recorded for minutes as above

MR thanked everyone for their help and support during her time as Chair.

All Board members expressed their gratitude to MR for all of her work and considerable achievements over four years as Chair.

#### 1.2 Apologies for absence

Apologies were received by LN, ND, PB.

#### 1.3 Conflicts of interest

No conflicts of interest were declared

### 2. Finances

#### 2.1 Finance update

The budget update was discussed at F&G Committee and key items of interest were explored.

The headline is that we are on track for a better financial year than was initially budgeted for, but that it is likely we will incur an in-year deficit.

Questions and comments from Trustees:

- SW said that the ARB Show budget had a large variance. This was also raised at Finance & Governance Committee – ARB Show 2024 had been a considerable success but unfortunately the costs had been underestimated in the budget.

## 2.2 Malthouse valuation

Trustees discussed whether or not the current valuation of the land and property at the Malthouse was a reasonable reflection of its worth, or if a professional revaluation was required. All agreed that the current value should be maintained on the balance sheet.

## 2.3 CRM system – Spend approval

JP gave an update about the progress with the renewal of the CRM system. We are now at the stage where we need to engage a third party to help us finalise the specification and liaise with potential suppliers. Three quotes have been sought for this work, all at approximately the same value. JP asked the Board for the authority to spend up to £50,000 from reserves on this project. KS proposed, SK seconded, all voted in favour.

## 3. Update from previous meeting

3.1 RM proposed that the minutes of the May 2024 Board meeting were accepted as a true record. SA seconded, all in favour.

### 3.2 Actions from previous Board meetings

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

- JP to add consideration of Malthouse revaluation to the agenda for the next Board meeting. Done.
- JP to start using Trustee initials alongside challenges in Board meetings. Done.
- JP to start circulating draft minutes sooner after the Board meeting. Done.
- JP to write some guidance to accompany the Fellowship proposal and progress the changes. *In progress.*
- JP to review SA proposals for the Articles and send an amended version to be designed and copyedited before being sent to the membership ahead of AGM 2024. Done.
- JP to send out a reminder for all Trustees to provide feedback about the Governance Policy by May 31<sup>st</sup> at the latest. Done.
- JP to ask Trustees if they require accommodation for the next meeting. Done

**ACTION: JP to write some guidance to accompany the Fellowship proposal and progress the changes.**

## 4. CEO Operational Report

4.1 JP had provided a written CEO Report in advance of the meeting. Some key points:

- The Systems Review is progressing well and we are on track with our expected timescales.
- Arb Show 2024 was a great success, especially considering that it was an APT year. We welcomed a total of 5386 visitors (compared to 4042 in 2023) and achieved a surplus of £35k. We are now focusing our attention on Conference in September.
- Our tenant, JPR, will be staying on at the Malthouse for at least another year and we are in the process of signing a new contract. There had been discussions about them leaving but it would be good to continue bringing in rental income until we have more detailed plans for the Malthouse site.

- We have now welcomed Tom Hamments to the Association team as a part time external consultant for 12 months (to be reviewed after six months). Tom is helping the Technical Team under Emma Gilmartin and has been tasked with developing a proposal for a potential future direction for the AC Scheme.

Questions and comments from Trustees:

SA asked if it would be possible to include a structural/organisational chart in the CEO report.

**ACTION: JP to include a structural chart in future CEO reports.**

## 4.2 Complaints

JP provided an update on the status of complaints.

At the time of writing we have two open complaints which are being reviewed for validation. These have been discussed with Standards Committee.

## 4.3 Risk Register

One minor update was made to the Risk Register by the Finance & Governance Committee since the last Board meeting – this was discussed with the Board.

SA asked if we need to amend the Risk Register as a result of potentially difficult complaints. It was decided to leave it as it is and not make such amendments based on individual complaints.

## 5. Committee updates

### 5.1 Finance & Governance Committee

RM provided an update.

- June figures considered and feeling positive compared to budget.
- No major issues identified.
- Risk Register discussed and one amendment made.

### 5.2 Resources Committee

SB reported that there was no Resources Committee meeting prior to Board, however:

- An updated draft of the Sustainability & Environment Policy has been sent to JP by SB and SK, JP to comment and go back to them.
- Volunteer Handbook. JP and Sarah Jackson are working on this at the moment and it will be circulated to Resources Committee soon.

### 5.3 Standards Committee

KS provided an update.

- Open complaints were discussed.
- Current Committee structure was discussed and found to be effective but we need to expand on working groups as a way to continue fully engaging the membership. JP agreed that this is something we have been trying to take forward and that we now have Terms of Reference for the groups to work with. Attempts are being made to arrange a meeting of the Utility Arborist Group and to review the scope of the Women in Arboriculture Group.
- Honorary Fellowships were discussed in detail. It was proposed that responsibility for deciding Honorary Fellowships should rest with Standards Committee. A list of 10-11 names has been put together and sent to the Committee for approval with the intention of announcing them at Conference.
- LN will be stepping down from Standards Committee and joining Resources Committee. This is to avoid any potential conflicts of interest with other commitments.

**ACTION: JP to draft supporting information to justify and explain the Honorary Fellowship proposal to the wider membership, and to send the specific names to Standards Committee.**

## 6. Items for discussion and agreement

### 6.1 Governance Policy

JP is still collating feedback from Trustees about this policy and it will be presented at the next meeting.

### 6.2 Honorary Roles

JP explained that the Association still has President and Vice President roles, although the President position has been vacant for around 20 years and of the four Vice Presidents, we have only been in contact with one of them over the last decade or more. It was suggested that these roles should be properly reviewed and, if no longer fit for purpose, abolished. After some discussion amongst Trustees, SK proposed that the roles be abolished. SW seconded, all voted in favour.

**ACTION: JP to contact the Vice Presidents to let them know the changes to the Honorary positions.**

### 6.3 Annual General Meeting 2024

JP updated the Board about the plans for the upcoming AGM, to be held online on August 28<sup>th</sup>. JP asked if Trustees wanted a Board meeting immediately after the AGM to decide Chair, Vice Chair and Committee roles etc.? All agreed that this would be useful.

**ACTION: JP to arrange a Board meeting for immediately after the AGM, purely with the intention of electing officials and Co-opted members.**

## 7. Any other business

- SB asked if the Association could speak to Defra about training venues for the Forestry & Arboriculture Training Fund? There seems to be a lack of venues in the north of England.

**ACTION: JP to contact Defra and ask about training venues.**

- SW request – can we send out meeting invites for board meetings that show the full allocated time slot?
- SA is now working three days per week for a law firm that has a HR consultancy arm that promotes volunteering and social engagement, and they are supporting SA in her volunteering capacity.
- SK updated board that there are new C&G qualifications being introduced which SK and MR have been assisting with.

**8. Date of the next meeting**

8.1 The next meeting will be after the AGM on August 29<sup>th</sup>, online at 2000.

**ACTION: JP to send out link and agenda for the next meeting.**

**9. Confidential items**

- JP left the meeting.

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Meeting closed at 1220

Minutes to be circulated to all Trustees and posted online once approved at the next meeting.