

## TRUSTEE BOARD MEETING MINUTES

Monday, May 13<sup>th</sup>, 2024  
Online via Zoom at 1500



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

Felicity and Ash from Hazlewoods.

Staff: John Parker (JP).

Apologies: Liz Nicholls (LN), Keith Sacre (KS).

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## MINUTES

### 1. Opening

#### 1.1 Introductions and welcome

Attendees recorded for minutes as above

#### 1.2 Apologies for absence

Apologies were received by KS and LN

#### 1.3 Conflicts of interest

No conflicts of interest were declared

### 2. Finances

#### 2.1 Presentation of the 2023 Audit from Felicity and Ash from Hazlewoods. Key points:

- The Audit went very well, with very few items for discussion.
- There was a good financial result in 2023. From predicting a deficit we were able to deliver a small surplus.
- Membership subscriptions are still the main income stream for the Association.
- Costs increased more than income, but that is expected due to inflation and the wider economic situation.
- Advertising income was down, but sponsorship income was up.
- Overall the Association is outperforming our pre-pandemic levels.
- Each year the Board need to consider whether or not the Malthouse requires a professional revaluation.

**ACTION: JP to add consideration of Malthouse revaluation to the agenda for the next Board meeting.**

## 2.2 Discussion and questions

- No questions for Hazlewoods from Trustees.

*Hazlewoods left the meeting at this point.*

SK proposed that the 2023 figures were accepted, SB seconded. All in agreement.

## 2.3 2023 Budget update

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

Questions and comments from Trustees:

- PB said that Arb Show costs seem to be looking positive, and it is good to see publications going so well.

## 3. Update from previous meeting

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

- PB asked if Trustee initials can be added to challenges and questions in meetings. The Board discussed this and agreed to do this going forward.

**Action: JP to start using Trustee initials alongside challenges in Board meetings.**

- SA asked if minutes from the previous meeting can be sent earlier than in the Board Pack for the following meeting. All agreed.

**Action: JP to start circulating draft minutes sooner after the Board meeting.**

### 3.1 Actions from previous Board meetings

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

- JP to arrange the 2024 Committee meeting schedule. Done.
- JP to make suggested changes to the layout of the next CEO Report. Hopefully done to everyone's satisfaction!
- JP to write some guidance to accompany the Fellowship proposal and progress the changes. In progress. This was also discussed at Standards Committee.

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

## 4. CEO Operational Report

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

- Jess has now completed her initial report for the Systems Review, and we will be taking this forward as a priority in the coming weeks.
- JP is currently managing the AC Scheme after the departure of Fran.
- A lot of our focus is now on Arb Show and Conference planning, all of which is going well.
- We held our first ever CEnv interview day to encourage more people to apply and in order to recruit more interviewers. This was a great success and we now have 8 new CEnv holders and three new interviewers.
- JP attended a debate in the House of Lords about the importance of horticulture and was able to persuade Lord Redesdale to use the word 'arboriculture' in his speech.

Questions and comments from Trustees:

- SB said that membership numbers were very positive
- SW asked about social media report – JP apologised for having left this out of the CEO Report in error, and circulated during the meeting.
- PB asked if there has been any feedback about the new AC Scheme Standard. JP said that there had not been any particular feedback, but nobody had raised any concerns.
- SW asked if we would be working with the Ancient Tree Forum for more VET Cert stuff? JP explained that the Technical Team were having discussions with the ATF at the moment.
- SK asked if there is any way of helping improve the practicing arborists for VET Cert? JP will speak to the Technical Team.
- ND said the Branch event at Bicton was very good, particularly for contractors.

#### 4.2 Complaints

JP provided an update on the status of complaints.

At the time of writing we have one open complaint, which has been validated. ND asked for a brief summary, which JP gave (on an anonymous basis).

#### 4.3 Risk Register

There have been minor updates to the Risk Register made by the F&G Committee since the February Board meeting – these were discussed with the Board. The changes are:

- To amend the risk of HR issues, and to add a risk relating to the wider political situation in Hong Kong and what that might mean to our membership there.

### 5. Committee updates

#### 5.1 Finance & Governance Committee

ND provided an update.

- Arb Show and publications income is very positive.
- Increased membership is also looking good in Q1.
- A higher interest account is now being used for some investments.
- PB raised the importance of ethical banking for the Association.
- The Association will need to start looking at investment for reserves.

#### 5.2 Resources Committee

SB provided an update.

- Terms of Reference for working groups are progressing, we are currently arranging them with the Utility Arborist Group and Women in Arb.
- Volunteer Handbook is in production.
- SB and SK will review the Sustainability & Environment Policy ahead of an update.

### 5.3 Standards Committee

PB provided an update.

- Registered Consultants QA Scheme has recently been completed successfully.
- JP had presented a new Desktop Audit for the Approved Contractor Scheme.

## 6. Items for discussion and agreement

### 6.1 Articles of Association

- SA would like the opportunity to make some comments on the Articles of Association but will do so separately after the meeting to JP and MR. *Post meeting note: SA has submitted feedback.*

MR proposed that pending any minor changes recommended by SA, the Articles be accepted by the Board and presented to the membership for adoption at the 2024 AGM. ND seconded, all in agreement.

**ACTION: JP to review SA proposals and send an amended version to be designed and copyedited before being sent to the membership ahead of AGM 2024.**

### 6.2 Governance Policy

JP explained that following discussion with governance expert Felicia Willow, it was decided to develop a Governance Policy to contain various pieces of information relating to Trustees which do not belong in the Articles.

Due to time limitations at this meeting, Trustees were invited to contribute comments about the Governance Policy via email for further discussion.

**ACTION: 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.**

## 7. Any other business

- SA observed that there was no request for Trustees to help at Arb Show this year. JP apologised and said this would be sorted ahead of next time.
- JP reported that he has been approached by a media professional who is interested in becoming a co-opted Trustee. JP explained some of the background and will ask the person for an explanatory email for consideration by Board.
- JP reminded all Trustees that they would be welcome to attend Conference in Warwick this year.

## **8. Date of the next meeting**

8.1 The next meeting is scheduled for Monday August 5<sup>th</sup> at 1000 at the Malthouse.

PB and ND submitted their apologies in advance of the meeting.

**ACTION: JP to ask Trustees if they require accommodation for the next meeting.**

## **9. Confidential items**

- JP left the meeting.

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Meeting closed at 1705

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