

TRUSTEE BOARD MEETING MINUTES

Monday, November 11th, 2024
Online at 1500



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

Staff: John Parker (JP).

Apologies: Laura Ancell (LA), Liz Nicholls (LN)

MINUTES

1. Opening

1.1 Introductions and welcome

Attendees recorded for minutes as above

1.2 Apologies for absence

No apologies were received

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 overall situation remains that we are on track for a better financial year than was initially budgeted for, but are almost certainly going to deliver an in-year deficit.

Questions and comments from Trustees:

PB asked why we underbudgeted in some areas of expenditure. JP explained that it can be difficult to predict year on year spend but that we would be carefully considering the budget for 2025 and Trustees were encouraged to challenge any areas of concern at the point of approval.

PB asked why we underestimated publication income. JP explained that we are still expecting to reach a point where publication sales – particularly of the Technical Guides – will slow down, but this has not yet happened. Also sales of Treetime inflated 2024 figures.

SK asked why the expenditure on the AC Scheme was so expensive. JP explained that this is just the cost of paying Assessors to undertake assessments.

SB asked why there is a £1 value on the investment line in the balance sheet? This represents one share of £1 in Arboricultural Association Trading Limited (AATL). There is only one AATL share, so this means that the company is entirely owned by the Association.

3. Previous meetings

3.1 August 2024

SK proposed that the minutes of the August 2024 Board meeting were accepted as a true record. MR seconded, all in favour.

3.2 August 2024 Extraordinary Board Meeting

SB proposed that the minutes of the August 2024 Extraordinary Board meeting were accepted as a true record. MR seconded, all in favour.

3.3 Actions from previous Board meetings

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

- JP to include a structural chart in future CEO reports. Done.
- JP to send the specific names proposed for Honorary Fellowship to Standards Committee. Done.
- JP to contact the Vice Presidents to let them know the changes to the Honorary positions.
- JP to arrange a Board meeting for immediately after the AGM, purely with the intention of electing officials and Co-opted members. Done.
- JP to contact Defra and ask about training venues. Done.
- JP to send out link and agenda for the next meeting. Done.
- JP to email Board asking for Committee preferences. Done.
- JP to arrange for the website to be updated with new Trustee information. Done.
- JP to arrange for Companies House and the Charity Commission to be updated. Done.

Outstanding actions:

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

ACTION: JP to draft supporting information to justify and explain the Honorary Fellowship proposal to the wider membership.

4. CEO Updates

4.1 CEO Report

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

- Conference 2024 at Warwick University was a great success.
- We are still predicting an in-year deficit in 2024, in line with the budget agreed at the start of the year. However, it looks likely that the loss will be considerably smaller than initially forecast.
- The 2025-27 Strategic Plan is progressing well and we are on track for publication in January next year. A draft will be proposed for approval at this meeting.
- The Environmental Horticulture Group, of which we are a member (with the RHS, Bali, NFU etc.), is soon to publish a new report entitled mission *Green growth: A plan for delivery from the Environmental Horticulture Group*. We have been involved in the production of this report and will be part of efforts to use it to lobby the new government.
- Our own report looking at the state of arboriculture in the UK is entering its final stages and will be published in early 2025.
- We continue to do strong work in promoting the Association and UK arboriculture on the world stage and Simon, Emma and JP have variously represented the Association in Atlanta (for the ISA), Hong Kong, Spain and Italy in the second half of this year.
- JP is personally leading on the production of a new document with a working title of *Green equity: An introduction*, which is intended to bring this important issue to a wider audience and better link up academics and practitioners.
- We have now appointed a company called GRM to undertake the Discovery phase of the CRM review project.
- We have made the decision to free membership subscription rates for next year at 2024 levels.

Questions and comments from Trustees:

- RM asked if there had been any more feedback about conference since the report was sent in. JP: We have only had positive feedback, and several members have expressed their thanks for the membership badges.
- ND passed on feedback from a member that we could potentially use conference workshops to address specific problems in the sector. SK volunteered to facilitate something if that would be helpful. JP: Happy to consider this for 2025.
- SW asked how we can seek to improve the gender balance amongst delegates at conference. JP: Unfortunately it is likely that the male:female gender split at conference is reflective of the membership of the Association, which in turn is likely representative of the gender balance in the whole sector. So there is a problem, but it goes deeper than just conference and is linked

with the wider succession crisis. MR suggested we speak to other sectors about how they improve their conference demographics.

- PB and KS asked if we could offer free, or reduced conference places to community groups. JP: we are considering this for 2025 but need to check cost implications.
- KS observed that there is no comprehensive register of community groups caring for, or planting, trees in the UK, and that the Association could consider setting something up.
- SB asked when the *State of arboriculture* report might be published. JP: We have received a near final draft of the text and are hoping we can publish early in 2025.

4.2 Complaints

JP provided an update on the status of complaints.

We have received just one complaint in Q4 which was not validated, and have just one open complaint (from Q3) which is being reviewed by a panel.

4.3 Risk Register

Some minor changes were recommended to the Risk Register by F&G Committee:

- RR4 (website and social media) to be increased from LOW to MEDIUM.
- A new line will be added to include online payment providers, after the problems we have had recently with Worldpay. This will likely be added as RF11.
- RD2 (Pandemic) will be reduced from MEDIUM to LOW.
- A new line about publication stocks will be added to the Risk Register, as recommended by Resources Committee. Likely to become RF12.

ACTION: JP to add dates to the Risk Register for when changes are made.

ACTION: JP to start sending out the Risk Register after F&G Committee, with the latest finances.

5. Committee updates

5.1 Finance & Governance Committee

MR provided an update. Key items discussed were:

- Financial update.
- Risk Register.
- 2025 membership subscriptions.
- Governance Policy.

5.2 Resources Committee

SB provided an update. Key items discussed were:

- Publications Policy.
- Working Groups.
- Publications to be added to the Risk Register.

5.3 Standards Committee

KS provided an update. Key items discussed were:

- Code of Conduct & Ethics.
- Complaints update.
- Complaints Procedure.

There were two recommendations to Board from Standards Committee:

- It was proposed that the Code of Conduct & Ethics be amended to include a reference to Artificial Intelligence. MR proposed, SB seconded. All in agreement.
- It was proposed that the Complaints Procedure be changed so that the maximum period within which a complaint might be submitted after the event be reduced from two years, to one year. SK proposed, AS seconded, all in agreement.

ACTION: JP to have the Code of Conduct amended to include the AI reference, and communicate the change to members.

ACTION: JP to have the change made to the Complaints Procedure to reduce the maximum period within which a complaint might be submitted from two years to one year.

ACTION: JP to progress with the Education Provider Working Group.

6. Items for discussion and agreement

6.1 Governance Policy

JP requested that Board submit feedback about the draft Governance Policy as soon as possible, so that a final version can be submitted for adoption at the first meeting in 2025.

ACTION: JP to bring final version of Governance Policy to the next Board meeting for approval.

6.2 Strategic Plan 2025-27

The text of the Strategic Plan 2025-27 had been circulated to Board prior to the meeting for comment.

Pending some additions and amendments based on feedback from Trustees and the staff team, JP requested that the Board approve the contents of the Strategic Plan 2025-27 in principle. A final version will then be circulated via email for final approval in December.

KS proposed that the text be approved, pending an electronic vote on the final designed version in December. RM seconded, all in favour.

ACTION: JP to circulate a final draft of Strategic Plan 2025-27 for approval in December.

6.3 Meeting dates for 2025

It was agreed that the current arrangement for Board meetings works well, i.e. four per year, two in person and two online, held on Mondays starting at 10am for in person and 3pm for online.

ACTION: JP to circulate proposed 2025 Board meeting dates for February, May, July and November.

ACTION: JP to arrange Committee meeting dates for 2025 to be held approximately one week in advance of the Board meetings.

7. Any other business

- SW asked if people have to attend a certain number of meetings per year. JP: Yes, the requirements are stated in the Governance Policy and Articles of Association, and attendance is recorded for each meeting.

8. Date of the next meeting

The next meeting will be in February 2025, date TBC.

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

9. Confidential items

- JP left the meeting.
- *Post meeting note: JP has submitted a completed application form to become a Fellow of the Association. This was reviewed by the Chair of Trustees and Chair of Standards Committee and put to Standards Committee to discuss. For transparency, it was agreed that the final decision should be made by the whole Board at this meeting.*

Meeting closed at 1627

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