

## TRUSTEE BOARD MEETING MINUTES

Tuesday, August 9<sup>th</sup> 2022  
Zoom, at 1500



In attendance: Michelle Ryan (MR, Chair), Navin Sehmi (NS, Vice Chair), Andrew Longland (AL, Treasurer), Alan Simson (AS), Keith Sacre (KS), Paul Barton (PB), Alastair Durkin (AD), Steve Westmore (SW), Liz Nicholls (LN), Sarah Armstrong (SA).

Partial attendance: Felicity Sang (FS), Hanif Bhula (HB).

Apologies: Mike Sankus (MS).

Staff: John Parker (JP).

No.	Agenda item	Actions
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<b>1</b>	<b>Opening</b>	
1.1	<b>Introductions and welcome.</b> Attendees recorded for minutes as above.	
1.2	<b>Apologies for absence</b> Apologies were received by MS.	
1.3	<b>Conflicts of interest</b> No conflicts of interest were declared.	

<b>2</b>	<b>Finance</b>	
2.1	Presentation from Hazlewoods of 2021 accounts. FS presented the annual accounts to Board and invited questions. In summary, the audit went well and there are no items of particular concern.	

	<p>One action for HB is to liaise with the bank to arrange for the Malthouse mortgage charge to be updated and shown as satisfied (<i>Post-meeting note: This has now been done</i>).</p> <p>FS thanks HB and Kate Beamish for their assistance in providing the required information.</p>	
2.2	<p>AL proposed that the Board accept the consolidated financial statements as presented. PB seconded. All voted in favour.</p> <p><b>Action: JP to arrange final accounts to be submitted.</b></p>	JP1
2.3	<p>Gift Aid of Arboricultural Association Trading Limited (AATL) proceeds to the Arboricultural Association.</p> <p>The Trustees unanimously determine that:</p> <ul style="list-style-type: none"> <li>• 2021 AATL results: The charitable donation of £18,487 to the Association to be considered and approved as a Gift Aid donation. Payment of the donation to be paid by September 30th, 2022.</li> <li>• 2022 AATL results: With respect to the forthcoming year ending December 31<sup>st</sup>, 2022, it is decided that all profits that would otherwise be taxable, were it not for the Gift Aid distribution, of AATL arising from that year are distributed to the Association as a qualifying charitable Gift Aid donation such that there is no corporation tax liability, with payment made to the Association following completion of the audit of the 2022 financial statements and prior to 9 months post year end.</li> </ul> <p>AL proposed, AD seconded. All voted in favour.</p>	
2.4	<p>JP presented the cash flow and balance sheet.</p>	
2.5	<p>JP presented the draft Reserves Policy for ratification.</p> <p>AL proposed, KS seconded. All agreed.</p> <p><b>Action: JP to have the Reserves Policy posted on the website.</b></p>	JP2

<b>3</b>	<b>Previous meeting</b>	
3.1	Minutes of the previous meeting	

NS proposed that the Minutes of the May 2022 Board Meeting were accepted as a true record. AD seconded, all agreed.

3.2 Update on actions from the previous meeting.

- Action: JP to send Board an update about the eBooks along with working link. *We are having some real difficulties with the supplier, who have failed to deliver the project as promised. I will provide more information at the meeting, but we are at the stage now where we may need to involve our solicitors because I believe the supplier is in breach of contract.*
- Action: MR to follow up on Scheme of Delegation. *MR has confirmed that this will be an item for discussion at the workshops for the November Board meeting.*
- Action: JP and AL to speak to Auditors to find out what is required in terms of recording building valuation. *The Auditors have provided the following advice: "At the moment, the property is included in the financial statements at historical cost. If they wish to change this policy and revalue the property the trustees are welcome to do so. The valuation would need to be reviewed annually and by signing the financial statements the trustees would be saying the valuation is market value at the year end. Under FRS102 the trustees are allowed to assess the value themselves, previously you would have had to pay for a professional valuation periodically, but for audit purposes, that valuation needs to have some credibility i.e. be based on an experienced trustees valuation, or be based on property indices etc. Alternatively, the trustees could simply disclose the valuation in the trustee report and in the fixed asset note so that the readers are aware of the value of the property."*
- Action: JP to find out why there was a considerable difference in the actual/projected RC revenue in 2021. *JP, HB and Simon Richmond have investigated this and it has transpired that some of the income for the RC Scheme was wrongly allocated to the AC Scheme cost centre. This has now been rectified and the final 2021 RC Scheme income figure was £30,621 against a budget prediction of £30,000.*
- Action: JP to disseminate Paul Elcoat's virtual reassessment report. *The reassessment report is not yet complete – the ArbAC being assessed still needs to submit some items of paperwork but they have currently dropped off the radar and are not engaging. Fran and Paul Elcoat are trying to find out what is going on.*
- Action: JP to email a suggestion for taking the Committee restructure forward. *It has been suggested that this can form part of the workshop/discussion after the November Board meeting.*

AL provided a further explanation of The Malthouse valuation issue and proposed that the valuation be professionally updated every year and recorded in the balance sheet. All agreed.

**Action: JP to arrange for a professional valuation of The Malthouse.**

JP3

<b>4</b>	<b>CEO Operational Report</b>	
4.1	<p><b>Brief operational update</b></p> <p>JP provided a written operational update to the Board in advance of the meeting and invited questions/discussion.</p> <p>Questions/comments:</p> <ul style="list-style-type: none"> <li>Trustees asked how preparations for Conference were going. JP confirmed that things were looking good and that, whilst ticket sales were lower than in 2019 (our record year for Conference attendance), the current situation is broadly equivalent to the Conferences of 2016, 2017 and 2018.</li> <li>Trustees asked whether or not we would be publicizing any removal of ArbACs from the Scheme. It was agreed that this should happen in the ARB Magazine, but without naming the companies involved. <b>Action: JP to make the necessary arrangements with ARB Magazine editor.</b></li> </ul>	JP4
4.2	<p><b>Complaints</b></p> <p>JP provided an update on the status of current and recently-closed complaints.</p>	

<b>5</b>	<b>Items for discussion</b>	
5.1	<p>Ratification of the Environmental and Sustainability Policy</p> <p>JP put forward this Policy for ratification. With minor amendments agreed, KS proposed and AS seconded. All voted in favour.</p> <p><b>Action: JP to have the Environmental Policy designed and uploaded to the website.</b></p>	JP5
5.2	<p>Proposal for State of Arboriculture Report</p> <p>JP proposed that the Association invest in the production of a report to examine the current state of arboriculture, looking at aspects such as the number of people working in the sector, economic contribution, relationship to other sectors etc. It was proposed that JP seek alternative quotes as well as the one which has already been obtained. <i>(Post-meeting note: Having looked at alternatives, PB, MR and JP have agreed that the existing quote is the one to go for).</i> All agreed that this would be a worthwhile project.</p> <p><b>Action: JP to take forward the State of Arboriculture Report project.</b></p>	JP6

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<b>7</b>	<b>Any other business</b>	
7.1	MR placed on record her thanks on behalf of the Board of Trustees for all of the work which MS has put into the Association in his nine years as Trustee. MS steps down at AGM 2022 and, having served three consecutive terms, is not eligible to stand again until the elections of AGM 2023. JP added thanks on behalf of the team at The Malthouse. All agreed that MS has made a considerable contribution to the Association and we hope to see him at Conference.	
7.2	NS announced that he would be stepping down from the Board at the 2022 AGM. All trustees and JP thanked NS for his work as a Trustee and as Vice Chair and acknowledged his commitment to the Association.	

<b>9</b>	<b>Date of the next meeting</b>	
9.1	The date of the next meeting will be immediately after the AGM on August 31 <sup>st</sup> , 2022, at 1900. This will be a short meeting at which the only items on the agenda will be the election of Co-opted Trustees, a Chair and Vice Chair.  <b>Action: JP to send out invite to Board, and to the newly-elected Trustees.</b>	JP7

Meeting concluded at 17:10

Minutes to be circulated to all Trustees.