

**MEETING OF**  
**THE COTSWOLDS CONSERVATION BOARD**  
**EXECUTIVE COMMITTEE**

**HELD VIRTUALLY VIA ZOOM MEETINGS**

**WEDNESDAY 24 FEBRUARY 2021**

**Present**

Brendan McCarthy (BM) (Chairman)	Rebecca Charley (RC) (Vice-Chair)
David Broad (DB)	Cate Le Grice Mack (CGM)
Ed Macalister-Smith (EMS)	Norman Kay** (NK)
Amanda Davis (AD)	Charles Mathew (CM)
Graham Hopkins (GH)	Clive Webster (CW)
Paul Crossley* (PC)	

\*Had to leave at 10:30am due to technical issues

\*\*Left the meeting at 12:00pm

**Also in Attendance**

Andy Parsons (Chief Executive)  
Ann Wyatt (Head of Finance)  
John Mills (Planning and Landscape Lead)  
James Webb (Partnerships and Fundraising Lead)  
Benjamin Dent (BD) – observing  
Mandy Pressland (MP) – observing

**1. INTRODUCTORY MATTERS**

- **Apologies** – apologies were received from Mike Dean and Nigel Colston.
- **Introductions and announcements** – the Chairman welcomed Members to the Meeting. He reinforced the importance of all Board Members engaging fully in Board ‘business’ and aired his disappointment that not all Members completed the recent ‘Board Effectiveness’ questionnaire. He then summarised a recent meeting of Arm’s Length Bodies (ALB’s) Chairs, hosted by Defra. The Chairman finished his introduction by informing the Committee of the progress in recruitment of new Secretary of State Board Members.
- **Declarations of interest** – no interests were declared.
- **Public questions** – there were no public questions.

**2. MINUTES OF THE EXECUTIVE COMMITTEE MEETING – 18 NOVEMBER 2020**

- **Decision** - resolved that the Minutes of the Meeting of the Executive Committee Meeting held on 18 November 2020 be approved as a correct record.
- **Matters Arising** – the action around Parish Council Member ‘terms of office’ will be carried forward.
- **Actions Arising** – None.

### 3. MINUTES OF THE BOARD MEETING – 9 DECEMBER 2020

The Executive Committee noted the Minutes of the Board Meeting held on 9 December 2020.

### 4. REPORT OF THE CHIEF EXECUTIVE

The Chief Executive set out the key actions and activity since the last meeting. He summarised new and emerging risks to the Board's operations and finances. He also set out that the main focus of this meeting was to cover the financial position at Q3; the work programme and budget for 2021/22; the new Employee Handbook; the detailed update of the Kingfisher Trail.

- Comments – there was some discussion about the new role of 'Trails and Access Officer' and the Bathscapes programme.
- Decision - resolved that the paper was noted by the Executive Committee.
- Actions Arising – None.

### 5. QUARTER 3 FINANCIAL REPORT

The Head of Finance gave a clear account of the financial position at Q3 and how the year-end forecast has been impacted. The Chief Executive gave a brief summary of the Key Performance Indicators.

- Comments – there was constructive discussion about the merits of setting up a Finance and Audit Sub-Committee, which was widely supported by the Committee. Many Members (including CM, EMS and the Chairman) commented on how transformational the financial reporting has been over the past 6-9 months and wanted to record their gratitude for the significant efforts of the Head of Finance and the support team.
- Decision – resolved that the paper was noted by the Executive Committee.
- Actions Arising – start the process of setting up a new Finance and Audit Sub-Committee.

### 6. BUSINESS PLANNING

The Chief Executive gave an overview of the draft Work Programme for 2021/22, followed by the Head of Finance presenting the draft budget. It was made clear that there will be potential changes ahead of seeking adoption at the March Board meeting, including Defra core grant; Farming in Protected Landscapes; reserves movements.

- Comments – there was good discussion around nature recovery (EMS); biodiversity net gain (CM); farmer engagement (Chairman) as key areas for the Board's work during the next year. Key discussion on the budget included IT strategy/ investment; Rural Skills; Cotswold Lion remaining digital only; customer relationship management software (AD) and the use of Google Analytics (BD). DB raised a concern over the reserves position of the Board, which led to a discussion on the difference between 'restricted' and 'designated' reserves. It remains the Board's target to achieve a minimum of £110,000 unrestricted reserves by the end of the current Business Plan period (31 March 2023).
- Decision – the Executive Committee approved both the Work Programme and Budget and recommended that they be presented to the Board for adoption (acknowledging there will be adjustments in the interim).

- Actions Arising – investigate the use of Google Analytics to gain insights into, for example, views of the Cotswold Lion.

## 7. WORKING AND STEERING GROUPS

The Chief Executive introduced the paper and explained that further thought had been given to priorities for 2021/22 since the paper was written. In particular, the Climate Change Working Group fulfilling its objective by the AGM and, potentially, not continuing beyond that.

- Comments – NK agreed that the Climate Change Working Group should cease to operate at the point of the new strategy being adopted by the Board (June). CW asked how the respective remits and scope of the various groups were decided.
- Decision – the Executive Committee agreed that the Planning & Infrastructure and Fundraising Working Groups should continue into 2021/22 and will be subject of nominations and, potentially, votes at the AGM. The Health, Wellbeing and Social Inclusion Working Group has just been formed and membership is set for next year. The three Steering Groups (A417 Missing Link; Glorious Cotswold Grasslands; Cotswolds Champions) will all continue to operate. A new Finance and Audit Sub-Committee will be formed (as recorded in Item 5).
- Actions Arising – (1) consider forming a new Working Group that focuses on a key priority contained within the Work Programme, (2) circulate the remits of all the groups ahead of the June AGM to ensure Board Members are well informed of their focus and priorities.

## 8. EMPLOYEE HANDBOOK

The Chief Executive introduced the updated Employee Handbook, which Kat Dowell (HR Business Partner at Publica) has led on. The process involved employee consultation.

- Comments – CGM commented how pleased she was that this long overdue requirement was now completed. This was seconded by EMS. The Chairman stated that he required further clarification on two policies and will discuss this with the CEO.
- Decision – the Executive Committee approved the Employee Handbook and recommended that it should be presented to the Board for adoption.
- Actions Arising – (1) email the CEO with any further comments/ suggestions, (2) pass on the Board's thanks to Kat Dowell.

## 9. TREASURY MANAGEMENT

The Head of Finance introduced the paper which detailed the Board's strategy for Treasury Management and its Investment Performance.

- Comments – GH raised the consideration of banking with 'ethical' banks. It was agreed that this was a sound aspiration (subject to the bank also being secure) but that it was a mid-term priority.
- Decision – the Executive Committee approved the Treasury Management Strategy and noted the Investment Performance.
- Actions Arising – ensure that ethical banking is considered when the Board's banking and investment arrangements are reviewed.

## 10. REAPPOINTMENT OF INTERNAL AUDITOR

The Head of Finance introduced the paper, recommending that David Shelmerdine be reappointed for a two-year period.

- Comments – discussion focused on the future role of the potential new Finance and Audit Sub-Committee in these appointments.
- Decision – the Executive Committee agreed to reappoint David Shelmerdine for *one-year*.
- Actions Arising – None.

## 11. REGISTER OF INTERESTS AND PARTY RELATED TRANSACTIONS

The Head of Finance introduced the paper, recommending that the annual review be brought forward to meet one of the actions from last year's Internal Audit, i.e. publishing the Register of Interests on the Board's website.

- Comments – discussion focused on the temporary vacancy of a Monitoring Officer for the Board, who would normally lead on this governance issue. It was agreed that 100% response rate before the deadline for returns was expected from Board Members.
- Decision – the Executive Committee agreed to bring forward the review.
- Actions Arising – None.

## 12. KINGFISHER TRAIL

The Partnerships and Fundraising Lead gave a detailed update on the planning for the Kingfisher Trail, due to launch in May. Clearly, the challenges have been great with the current lockdown but progress was really positive and the foundations are all in place to deliver a very successful public engagement and fundraising event.

- Comments – GH asked about the sustainability credentials of the project, including where the sculptures were made. CGM asked if Bath could be included in the trail. CM enquired about the sale of the kingfisher coasters and encouraged all Members to purchase a set.
- Decision – the Executive Committee noted the update report and commended the Partnerships and Fundraising Lead for his efforts to date. It was agreed that the location and spread of the sculptures is a decision for the project team.
- Actions Arising – consider messaging around sustainability and environmental credentials.

## 13. HOUSING AND PLANNING & DEVELOPMENT POSITION STATEMENTS

The Planning and Landscape Lead gave a detailed update on the consultation process and the recommended next steps to ensure the two Position Statements can be presented to March Board for adoption.

- Comments – good debate on the various feedback received from local authorities and other key stakeholders through the consultation process, e.g. tone of voice and support/ objection. It was also acknowledged that it was very difficult to be definitive in light of changing national policy, etc.
- Decision – the Executive Committee agreed that the Planning & Infrastructure Working Group should be given delegated powers to revise the Position Statements ahead of seeking Board adoption in March.

- Actions Arising – None.

#### **14. EXTERNAL BIDS**

The Partnerships and Fundraising Lead presented the paper using a new template.

- Comments – the discussion focused on the potential new partnership agreement with Severn Trent Water, as part of their Great Big Nature Boost programme.
- Decision – the Executive Committee noted the paper.
- Actions Arising – None.

#### **15. FORWARD PLANNING**

- (a) Draft Agenda – March 2021 Board Meeting
- (b) Draft Agenda – May 2021 Executive Committee Meeting
  - AD suggested that this meeting should include an item to cover the draft plan for July's Strategy Day.

#### **16. OTHER BUSINESS**

- RC requested that emails containing Zoom details for meetings are more clearly labelled.
- CM informed the Board that he wouldn't be standing at the upcoming local elections.

#### **17. DATE OF NEXT MEETING**

- Tuesday 25 May 2021 - 10.00am to 1.00pm. Meeting location to be confirmed subject to COVID-19 situation.

The Meeting commenced at 10.00am and closed at 12:55pm

Chairman