

MEETING OF
THE FINANCE AND GOVERNANCE SUB-COMMITTEE
OF THE COTSWOLDS NATIONAL LANDSCAPE BOARD

HELD VIRTUALLY VIA ZOOM MEETINGS

MONDAY 15 NOVEMBER 2021

Members

Ed Macalister-Smith (EMS) - Chair

Brendan McCarthy (BM)

Paul Crossley (PC)

Officers

Andy Parsons (AP) - Chief Executive

Diane Bassett (DB) - Head of Finance, Maternity Cover

1. INTRODUCTORY MATTERS

- Apologies – no apologies were received.
- Introductions and announcements – the Chair welcomed everyone to the meeting.
- Declarations of interest – no interests were declared.

2. MINUTES OF THE MEETING – 10 SEPTEMBER 2021

- Decision – Minutes approved as a correct record. Actions arising have either been dealt with previously or being discussed at the meeting, with the exception of Warden's banks accounts.
- Actions Arising – *liaise with the Head Warden re bank account review (AP)*

3. BOARD MEETING

- Comments – discussed the links and inter-dependencies between the Board, Executive Committee and F&G Sub-Committee. Acknowledged that greater clarity was required.
- Decision – agreed that there was a requirement for greater clarity of the roles of the three main groups.
- Actions Arising – *draft a re-write of the relevant section of the Constitution to clearly lay out the responsibilities and links between (a) the Board, (b) the Executive Committee and (3) the F&G Sub-Committee. This should be presented for approval at the AGM (AP)*

4. INDEPENDENT MEMBER

- Comments – our new Parish Council Member for Group has brokered conversations with two prospective members, AP is having an initial conversation with them and will be requesting their CV. DB is meeting a third person and will also request a CV.
- Decision – resolved that the initial term will be for a period of 12 months and that they will have the same voting rights as 'internal' members.
- Actions Arising – *circulate CVs of potential members for Committee Member review and discussion (AP/DB)*

5. INTERNAL AUDIT PROGRAMME

- Comments – DB briefed the Committee, saying that the programme was progressing well with no areas of concern.
- Decision – the Committee noted the report.
- Actions Arising – none.

6. Q2 MANAGEMENT ACCOUNTS

- Comments – DB introduced the paper, confirming that the significant differences (against budget) were largely due to FiPL and LEI. No significant issues were reported. BM and

EMS asked whether the presentation of the reports could be reviewed to (a) remove the red numbers that relate to a positive result and (2) separate out Defra 'Core' from Defra 'Other' to help with interpretation of the results.

- Decision – the Committee noted the report and the positive progress YTD.
- Actions Arising – *review the presentation of the reports as suggested by BM and EMS (DB)*

7. REFORECAST 2021/22

- Comments – DB introduced the paper, with an improvement in both the General Fund and Designated Funds. Good discussion on how the organisation can continue to grow through expanding its externally funded projects and programmes. The 'Property' designated fund will need to be reviewed due to the upcoming lease break in July 2023 and the organisation's decision to relocate its offices at that point.
- Decision – the Committee noted the report and the upcoming negotiations with the landlord.
- Actions Arising – *provide an update to the full Board (early 2022) on the property lease position and current thinking around future office location/s (AP)*

8. BUDGET 2022/23

- Comments – AP introduced the paper on assumptions and priorities for the 2022/23 budget.
- Decision – the Committee noted the report and agreed with the paper's content.
- Actions Arising – none.

9. RISK MANAGEMENT

- Comments - AP informed the Committee that no progress has been made on designing a new format for the risk management framework, but will be focusing on it during December and January.
- Decision – the Committee noted the report.
- Actions Arising – none.

10. AGREE NEXT STEPS

- EMS confirmed that AP will circulate any actions arising along with the draft minutes of the meeting.

11. FORWARD PLAN

- Items for the next meeting include: Budget 2022/23; Wardens bank account; Property matters; Risk management.

12. ANY OTHER BUSINESS

- Purchasing Works – AP presented a paper recommending a short-term change to the Board's Financial and Contract Regulations with regard to purchasing works. The Committee approved the paper's recommendations and all Relevant Transactions will be listed at the next Sub-Committee meeting and recorded as part of the Year-End reporting.
- Data Breach - AP gave the Committee a detailed briefing of a recent data breach concerning a Voluntary Warden's details (on a starter form) accidentally being sent out via email, instead of a blank template version. The Data Protection Officer is reviewing the breach and working with the team to ensure lessons are learnt and improvements identified/ implemented.

13. DATE OF NEXT MEETING

- Monday 7 February 2022, 10:00am via Zoom meetings

Ed Macalister-Smith, Chair