

COTSWOLDS NATIONAL LANDSCAPE BOARD - FINANCE AND GOVERNANCE COMMITTEE			
Date	Tuesday 6 August 2024	Time	10:00am – 12:00pm
Location	The Daneway Room, Robinswood Hill, Reservoir Road, Gloucester, GL4 6SX		
Members	<u>Board Members</u> Brendan McCarthy David Powell (Chair) Alastair Adams (AA) Susan Crawford (SC) – via TEAMS Amanda Davis (AD) – guest.	Officers Presenting	Andy Parsons (AP) Magda Glanowska (MG) Jonathan Rogers (JR)

No.	Time	Item	Details	Owner
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STANDING ITEMS

1.	10:00	Introductory Matters	<ul style="list-style-type: none"> • Apologies – SC apologised for not being present but joined on Teams. • Introductions – DP welcomed everyone to the meeting, including welcoming Amanda Davis as guest. • Declarations of Interest – no change. 	Chair
2.	10:05	Finance and Governance Meeting 17 May 2024	<ul style="list-style-type: none"> • Approve, as a correct record, the Minutes of the Meeting of the Committee of 17 May 2024 – these were approved. • Actions Arising – all action points from the previous meeting have been dealt with, and DP noted that all items now had a completion date or were stated as ‘Ongoing’. 	Chair
3.	10:10	Q1 Management Accounts 2024/25	<ul style="list-style-type: none"> • To review the financial position of the organisation as at end of Quarter 1 2024/25 (30 June 2024) <ol style="list-style-type: none"> a) Q1 Management Accounts 2024/25 – MG covered main points and variances to the budget. AA noted that contractors were high, due to recruitment for new CEO. MG confirmed there were no concerns for Q1 MA, and any variances were predominantly down to timing issues. b) Waivers – this was reviewed and approved – extra column added to include processes involved. 	MG
4.	10:30	Reforecast 1 2024/25	<ul style="list-style-type: none"> • To review and discuss the reforecast 1 2024/25 – MG: Core revenue broadly in line with Budget; in other grants we now have a £28k grant to support Woodland opportunity mapping project. Overheads: Some saving made as Climate salaries now covered by the DEFRA Revenue Uplift funding; Rent & Rates under Budget due to successful rate relief application which was granted for 24/25; Consultants and professional fees £9k higher than budget due to Woodland Opportunity mapping new project (within Climate Change), which is funded partly by the new grant from GCC (£28k) and partly by the revenue uplift (£26k), the cost covers LUC Consultants. • AP mentioned that a saving on his salary will partly contra the National Highways loss of funding because CCB will be invoicing Heart of England Forest for 2 days per week of his time during Sept/Oct. This will total c.£12k. (Added to Actions Arising). 	MG

			<ul style="list-style-type: none"> • Budgeted NH revenue was for 50 HA, 25 HA was now in reforecast, but now as of last week, this is Zero. So, an update to the reforecast is required. Additionally, as this is a significant change to the Budget, a budget revision has been suggested. • In Restricted - Total funding £48k higher than budgeted due to successful grant application of £47,700 for provision of day farm and residential visits (Access Unlimited). • Outdoor Learning Officer - +£24k, new grant received from the Ernest Cook Trust unknown at budget time to support a new role of Outdoor Learning Officer. CNL is providing 50% match funding through revenue uplift. • Other grants lower by £293k mainly due to the National Highways (NH) Project revenue loss. • On the subject of National Highways, AP made the following comments: - this was a 3-year plan initially, CCB delivered Year one, albeit a bit behind; by Autumn '23 it became clear that it would not be a 3-year project and NH strongly advised us to have a big push for Year2 (this current year). In April we then heard from NH that year 2 was at risk. Over the next 2-3 months they couldn't inform us any further due to Purdah. Subsequently, last week NH confirmed that the programme is over and year 2 and year 3 will not be happening. Some possible compensation is being explored with NH, whilst the team will be submitting an application to FiPL to cover this year's commitments to landowners. • AP stated that this issue needs to be resolved before a new CEO comes in. AA asked if it is possible it may go ahead after all but AP responded that it won't. He also stated that it may be a rocky time ahead for the GCG Team and that we as an organisation need to show patience, as their efforts over the past 18-24 months have been the main reason that the Board's reserves position has improved. • DP asked whether this will be reflected in Reforecast 2, and also, do we change the Budget? MG stated that she thought we should change Budget. <i>(added to Actions Arising)</i>. 	
5.	10:50	Treasury Management Strategy	<ul style="list-style-type: none"> • To update on the progress of Treasury Management Strategy and investing long-term funds – Unity Trust Bank was highly commended by MG, and spoke about the future integration of Unity with Xero accounts software. DP asked whether two people must authorise transfers to Unity, this was confirmed by MG and AP. GAPTC also recommended Unity Trust, and DP thanked MG for all her work with this. 	MG

DISCUSSION ITEMS				
6.	11:00	Internal Audit	<ul style="list-style-type: none"> • To update on retendering process for FY 2024/25 – JR stated that this had been a frustrating journey, ending with the only candidate to be chosen for interview withdrawing from the process. It is recommended by MG and JR that GAPTC should be contacted to complete the 2024/25 Internal Audit, and we should re-advertise for 25/26. DP added that because of the complexities of the funding at CCB, we need an IA that adds value. It will get more complex in future. 	JR

			<ul style="list-style-type: none"> • DP stated that we need to start the process again and MG agreed, and that the process should commence around the same time as this year for 25/26, i.e. March 2025. • AD suggested we find out who other Landscape organisations use. SC and AD said they will check their contacts and provide details of some Internal Auditors. • To update on recommendations from year-end internal audit – paper taken as read. 	
7.	11:15	IT Update	<ul style="list-style-type: none"> • To update on Cyber Essentials progress (verbal update) – MG stated that we are now Cyber Essentials Certified. All agreed it was re-assuring to have this. 	MG
8.	11:25	Counter Fraud and Corruption Policy	<ul style="list-style-type: none"> • To review the Counter Fraud and Corruption Policy (incl. Whistleblowing Policy) ahead of seeking Board adoption in October 2024 – not much change in these documents, note from BM to use the word “Chair” not “Chairman” for consistency. Whistleblowing – DP asked whether staff/volunteers knew of this document, and AP stated that it was in the relevant Employee / Volunteer Handbooks. • DP also stated that the Fraud Document should be reviewed every year not every three years, for the F&G only, the Board every three years. • SC recommended that, for consistency and clarity, in section 1.4 of Confidential Reporting report, that the line “everyone included here is known as an “employee” “– this then covers every other section that includes the word “employee”. <i>(added to Actions Arising)</i> • AP stated that the Board does have Diversity Training, but that training on areas such as Bribery is not currently undertaken <i>(added to Actions Arising)</i>. 	JR / MG
9.	11:35	Health and Safety Policy and Process	<ul style="list-style-type: none"> • To review the Health and Safety Policy and Process ahead of seeking Board adoption in October 2024 – DP challenged AP to review the document to check on ‘near misses’. AP agreed this was a good challenge, especially for Volunteers. This will be looked at. 	AP

OTHER MATTERS				
10.	11:45	Next Steps	<ul style="list-style-type: none"> • Agree action points and responsibility – Action Points to be drawn up by JR and sent with draft minutes to AP, MG and then DP, before circulating to all F&G Committee members. 	Chair
11.	11:50	Forward Planning	<ul style="list-style-type: none"> • Draft agenda – next F&G Committee meeting in November: Reforecast 2; Q2 Management Accounts; Budget Assumptions; Annual review of Reserves Policy. 	Chair
12.	11:55	Other Business	<ul style="list-style-type: none"> • Any business which, in the opinion of the Chair, is urgent - NONE 	Chair
13.	12:00	Date of Next Meeting	<ul style="list-style-type: none"> • November 2024, date to be agreed at the meeting – MG asked that F&G meeting dates be set up a year in advance so that budget holders are aware of key upcoming deadlines. DP noted this. • Date provisionally set for November 15th. BM will be away, AP will have left. 	Chair