

MINUTES OF THE 76th MEETING OF THE NAAONB MANAGEMENT BOARD
HELD AT 1PM AT THE CUSTARD FACTORY, BIRMINGHAM
HELD ON THURSDAY 1ST MARCH 2018

Attendees - Board Members Philip Hygate, Rose Day, Chris Woodley-Stewart,
Nick Holliday, Mat Roberts, Paul Walton, Lucy Barron, Denise Hewlett, James Williamson

Attendees - Staff Howard Davies - Chief Executive, Jill Smith - Communications & Events Manager,
Richard Clarke - Policy & Development Manager, Amber Carter - Office & Membership Manager

Attendees - Observers Lisa Tomos - Natural Resources Wales, David Henshilwood - Natural England,
Jordan Stanley - Defra

1. Apologies

Apologies were received from Nick Holliday, Denise Hewlett, Rose Day and Lisa Tomos.

Due to adverse weather conditions a number of invitees were not able to make the journey, but, were able to join the meeting via conference call. Those present via teleconference were; Mat Roberts, Paul Walton, Lucy Barron, James Williamson, Richard Clarke (NAAONB Staff) and David Henshilwood (Natural England).

2. Declarations of Interest

The Chief Executive suggested that a form, on which Trustees should record any declarations of interest, be sent out.

ACTION Howard Davies to prepare declarations of interest form and send out to Board.

3. Minutes and matters arising

The Chairman called for any errata in the minutes of the 75th meeting of the NAAONB Board of Trustees.

Matters arising - From AOB, Lucy Barron updated the Board that she and Chris Woodley-Stewart had offered to work on the L4L award. Whilst no progress had been made yet, progress would be brought to a future meeting.

Resolved that the minutes be accepted as a true report.

The Chairman called for any errata in the minutes of the NAAONB Annual General Meeting 2017.

Resolved that the minutes be accepted as a true report.

The Chairman called for any errata in the minutes of the NAAONB Extraordinary Board Meeting following the AGM 2017.

Resolved that with amendments, the minutes be accepted as a true report.

**The National Association for
Areas of Outstanding Natural Beauty**

Belmont House, Shrewsbury Business Park
Shrewsbury, Shropshire, SY2 6LG
07964 535166
amber.carter@landscapesforlife.org.uk
Twitter @NAAONB

A company limited by guarantee no: 4729800
Charity Number: 1158871
Registered office as above

Signed..........7th June 2018

4. General Data Protection Regulation

This report was introduced by Amber Carter, who took questions.

Mat Roberts queried whether the NAAONB is compliant, Amber Carter responded that we are not currently, but we are working towards being compliant by the May deadline.

Resolved that the Board note this paper.

Proposed Mat Roberts

Seconded James Williamson

Agreed Unanimously

5. Landscapes for Life Conference 2018 & 2019

This report was introduced by Jill Smith, who took questions.

6. NAAONB Draft Business Plan 2018-20

This report was introduced by the Chief Executive, who took questions.

Resolved that the business plan be signed off as it stands, with further discussion on the budget during item 7 of this meeting.

Proposed Mat Roberts

Seconded James Williamson

Agreed Unanimously

7. NAAONB Draft Budget 2018/19

This report was introduced by the Chief Executive, who took questions.

There was a discussion regarding the application for funding to Natural Resources Wales. The Chief Executive notified trustees that this application had been unsuccessful with the result being a £20,000 annual shortfall in the budget.

James Williamson raised a concern over the core expenditure being higher than core income, noting that this is a significant issue.

The Chief Executive responded that core expenditure has always been greater than core income, placing a requirement on the charity to run a number of events throughout the year that create a surplus, and that the 20K shortfall as a result of the NRW decision throws into stark relief the need for us to diversify our income and be more creative with how we resource the activities of the charity.

Mat Roberts suggested that we make it clear to NRW that service will not be supplied without funding. The Chief Executive explained that he is currently trying to ascertain whether NRW wish the NAAONB to continue to operate in Wales. The funding bid was submitted with backing from multiple stakeholders and would have helped deliver on ministerial priorities. NRW staff are working in the background to explore funding us in other ways and we are in talks with Welsh Government and the Welsh National Parks.

There was then a query regarding the conflict of interest posed by Howard Davies both sitting on the Board of NRW **and** being Chief Executive of NAAONB, which submitted a bid for NRW consideration. The Chief Executive responded that he has always declared his conflict of interest to NRW Board, that the bids were not considered by NRW Board and that now that the bid has been declined, there is no conflict of interest going forward.

Resolved that the Board prepare a response to NRW with a clear message that with no resourcing work cannot continue in Wales as it has been.

Proposed Mat Roberts

Seconded James Williamson

Signed 7th June 2018

Agreed Unanimously

The Chief Executive asked the Board if they are comfortable with the principle of a one day, facilitated meeting where Board and NAAONB Staff come together for a day of creative thinking around funding.

The HLF resilience fund was briefly discussed. It was suggested that the proposed creative meeting could contribute evidence of need, to support the bid, or, be part of the delivery if the bid were successful.

Resolved that a day of creative thinking around funding be set up.

Resolved that the budget be agreed with the caveat that as the NRW funding will not be in the form expected, in order to maintain a balanced budget, the £20k shortfall expected from NRW be mitigated by the seeking of an alternative funding source of similar amount and use.

Proposed Mat Roberts

Seconded James Williamson

Agreed Unanimously

8. NAAONB Reserves Policy

This report was introduced by the Chief Executive, he elaborated that the minutes from the AGM state that the reserves will be increased, and opened the discussion to the Board.

Chris Woodley-Stewart queried whether increasing our reserves is compatible with the £20,000 shortfall we now have in the budget as discussed during item 7 and the risk around running our national conference.

James Williamson highlighted that if a surplus is not made next year, the reserves will still be in excess of this reserves policy.

Chris Woodley-Stewart agreed as long as it doesn't become a long-term thing.

Resolved that the approach as outlined in the paper be agreed.

Proposed Lucy Barron

Seconded Chris Woodley-Stewart

Agreed Unanimously

9. Review of Financial Regulations

This report was introduced by Amber Carter, who took questions.

There was a question from Paul Walton asking whether there is a legal responsibility to send debtors a letter after late payment of 60 days. There was then a brief discussion regarding this during which James Williamson confirmed that there is no legal responsibility to send a letter.

Resolved that the amendments to the financial regulations as outlined in the paper be agreed.

Proposed Mat Roberts

Seconded Paul Walton

Agreed Unanimously

10. NAAONB Activity Report Review

This report was introduced by Amber Carter, who took questions.

There was a brief discussion on the mechanics behind the re-ordering of the report based on a combination of timeliness and risk.

Paul Walton queried the need for multiple repetitive boxes.

Amber Carter responded that as the report is dynamic, the repetitive boxes are unfortunately necessary as otherwise meaning is lost when the report is re-organised for each meeting.

Signed 7th June 2018

Resolved that the new format of activity report be adopted.

Proposed Chris Woodley-Stewart

Seconded Lucy Barron

Agreed Unanimously

11. NAAONB Business Review

This report was introduced by the Chief Executive, who suggested there be an outline by email after the meeting on where we are with the business review.

ACTION Howard Davies to send email to the Board outlining where we are with the business review.

12. 25 Year Environment Plan

This report was introduced by the Chief Executive, he highlighted the profile that AONBs, landscape and natural beauty has in the plan and how valuable the plan will be in supporting the delivery of our objects.

Chris Woodley-Stewart stated the Board's gratitude to the staff for efforts to influence the 25 Year Plan.

13. AONB Agri-Environment Offer

This report was introduced by the Chief Executive, he highlighted that a clear offer with a selection of pilots to be presented to Defra in April. He explained that The NAAONB would not be 'the gatekeeper' with regards presenting pilots to Defra.

Mat Roberts commented that the USP of the AONB designation is our ability to work at a landscape scale - this was further discussed by the Board. There was a discussion on the need to get the agri environment offer right, particularly reflecting the scales involved, and that to deliver effectively will need resourcing adequately.

Mat Roberts added that if the AONB Family wasn't able to deliver on the opportunities presented, then he would be quite disappointed.

The Chief Executive requested an indication of the timescale from Defra.

Jordan Stanley responded that activity is happening, NAAONB is in the list of stakeholders, and there will be something to feedback very soon.

Chris Woodley-Stewart added that this is a fantastic thing, the NAAONB should be in it to win it.

14. Strategic Risk

This report was introduced by the Chief Executive, who highlighted that steps are being taken to develop a resourcing strategy in order to address a key risk.

15. Management Accounts

This report was introduced by the Jill Smith, who highlighted that the estimated figures on Board expenses and pension figures will need updating at year end, and then took questions.

Resolved that the management accounts as presented be accepted.

Proposed James Williamson

Seconded Mat Roberts

Agreed Unanimously

16. NAAONB Portfolio & Staff Activity Report

This report was introduced by the Chief Executive, who highlighted that the business plan has now been delivered, the only outstanding issue is the production of a draft governance handbook which has been superseded by Charity Commission publications so is no longer a priority.

Signed 7th June 2018

17. Defra Report

This report was given by Jordan Stanley who reported on the publication of the 25 Year Plan and government's commitment to the 21st Century "Hobhouse" review. Defra are currently working out the structure, and there will be an initial announcement in the next two months. Initial conversations on the scope of the review has included the NAAONB.

Jordan Stanley continued by suggesting that Defra are happy to hear any comment on the 25 Year Plan and the commitment for landscapes. The NAAONB should come up with a clear set of asks as soon as possible.

Chris Woodley-Stewart queried whether Defra would be willing to share a draft terms of reference with us for comment.

Jordan Stanley responded that this would need to be taken back for confirmation.

The Chief Executive added that we have an opportunity to set the agenda, rather than respond to someone else setting it for us.

Lucy Barron also queried the scope of the review.

Jordan Stanley responded that the details are being mapped out at the moment.

Paul Walton queried whether there has been talk of when we can expect reports back on this.

Jordan Stanley responded that recommendations are forecast from end of 2019, hopefully there will be more to say between now and then and added that the ministers' timeline is ambitious.

18. Natural England Report

This report was introduced by David Henshilwood who wished to echo what Jordan mentioned during the previous agenda item. Natural England are working hard with Defra to reconcile their Strategic Review of designated landscapes and that of the 25 Year Plan, and make sure that the two exercises are being closely watched. The opportunity presented by the "Hobhouse" Review is a once in a generation opportunity.

David Henshilwood continued by suggesting the tripartite formula for NAAONB and Natural England to list recommendations for Defra to consider.

The Chief Executive welcomed the collaborative approach to feeding into our response to Defra.

19. Cyfoeth Naturiol Cymru - Natural Resources Wales Report

This report was introduced in Liza Tomos' absence by the Howard Davies.

AOB - None received

Meeting closed 15.33

Signed 7th June 2018