



Minutes of the Trustees Meeting

Thursday 15th November 2018 from 11:00 am
held at AA HQ, Stonehouse, Gloucestershire.

Present: Jaime Bray (JB) (Chair) Ian Murat (IM) (Vice Chair)
Jenny Long (JL) Michelle Ryan (MR)
Mike Sankus (MS) Laurence Vine-Chatterton (LVC) (Treasurer)

Apologies: Navin Sehmi (NS); Simon Holmes (SH); Alastair Durkin (AD); Keith Sacre (KS)

Minutes: Stewart Wardrop (CEO)

Staff: Hanif Bhula (Finance Manager)

Item	Agenda Item	Action
1.1	Signing of attendance sheet and declarations of interest The attendance record was completed by all present. No conflicts of interest were identified.	
1.2	Apologies for absence As listed above.	
1.3	Register of Interest Forms Forms have been received from all trustees and senior staff except – Alastair Durkin, Simon Holmes and Keith Sacre. CEO will send a reminder out.	CEO
2	Trustee Induction including Governance Update Following recent changes in Charity Governance regulations Sarah Thewlis delivered an updated Trustee Induction session. Actions resulting from this presentation were –	
2.1	Circulate the Trustee Induction presentation slides to all trustees.	CEO
2.2	The new Charity Commission – “Trustee Declaration form” is to be circulated to all Trustees.	CEO
2.3	Rules regarding “Branch Raffles and licencing rules” to be checked.	CEO
3.1	Minutes of the Board Meeting held on the 19th July 2018 Unanimously approved as circulated.	
3.2	Minutes of the Board Meeting held on 10th September 2018 Michelle Ryan has been incorrectly recorded as Chair; the comment should read “trustee representative”. With the above amendment the minutes were unanimously approved.	



Item	Agenda Item	Action
4.1	<p>Effectiveness of Committees – working group paper. The document was discussed; resultant actions were as follows</p> <p>Building on the above document Mike Sankus, in conjunction with Ian Murat, will produce a “Committee Scoping Document” for review by Trustees in February 2019.</p> <p>The CEO is to collate Committee Chairs current understanding of their respective committees remits and their key action points for 2019. These to be collected and circulated ahead of the 14th February Board meeting</p>	<p>MS/IM</p> <p>CEO</p>
4.2	<p>Incident Log A procedure to cover this activity will be forthcoming in 2019, as part of the larger update of all AA operational procedures.</p>	CEO
4.3	<p>Incoming Communications Log A procedure to cover this activity will be forthcoming in 2019, as part of the larger update of all AA operational procedures.</p>	CEO
4.4	<p>Vice Presidents The matter of VP’s was discussed; it was agreed that Trustees will consider recommendations for additional VP’s as they arise. Item redacted as being confidential</p>	CEO
4.5	<p>Logo’s It was unanimously agreed that all committees and working groups will use the generic AA “tree” logo with a suitable “strap line” beneath describing the committee or working group.</p>	CEO
4.6	<p>Co-opted Trustees Keith Sacre has been co-opted onto the Board.</p> <p>Jenny Long(JL) will work with the CEO to try and identify a potential trustee with some marketing focused skills.</p>	<p>Noted</p> <p>JL/CEO</p>
4.7	<p>MOU – New Zealand Trustees approved this being put in place; subject to confirmation from our insurers regarding the “indemnity of each other’s directors” statement.</p>	CEO
5	<p>Finance Performance – 2018</p> <ul style="list-style-type: none">• LVC commented on the current forecast, balance sheet debtors and cashflow forecast;• September forecast indicates that we continue to track on budget.	



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6	<p>Draft Budget 2019 and Capex The CEO and Finance Manager presented the 2019 draft budget.</p> <p>The final budget, for trustee approval, will be presented at the February 2019 board meeting once the 2018 result is finalised.</p> <p>Only one item of capital expenditure for 2019 is currently known and budgeted. A £20,000 Investment in our OOMI CRM system to move membership payment to rolling renewals with effect from 2020. This will be expensed in 2019 and depreciated from 2020; the investment will be depreciated to end alongside all other OOMI capex.</p> <p>Trustees unanimously supported this investment for 2019.</p>	CEO
7.1	<p>CEO Operational Update Actions resulting from the above were -</p> <p>A cost breakdown of 2018 training activity is to be circulated to Trustees with the February board pack.</p> <p>Political Activity (OHRG & APPGHG) – an end of year review is to be produced, listing the pros and cons of our involvement during 2018.</p> <p>RC Logo use – 4 RCs still using the old logo; they are to be written to.</p>	CEO CEO CEO
7.2	<p>BRG Activity Noted.</p>	
7.3	<p>EAC Report from Keith Sacre Noted</p>	
8	<p>Committee Reports</p>	
8.1	<p>Education & Training Michelle Ryan delivered an update to Trustees (minutes had previous been circulated)</p> <p>The CEO is asked to confirm that the letter from E&T committee to ABC awards has been sent (Jim Mullholland)</p>	CEO
8.2	<p>Professional Committee Mike Sankus(MS) delivered an update to Trustees (minutes had previous been circulated). The CEO is asked to check that all AAACs are using the correct logo.</p> <p>WIA terms of reference to reflect wider breadth of activity – Michelle Ryan(MR) to send draft to MS.</p> <p>Approved Utility Contractor scheme – the scheme standard document is to go to Professional Committee for approval.</p>	CEO MR CEO



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8.3	<p>Media & Communications Meeting taking place on the 5th December 2018 at AA HQ. Jenny Long will be joining the M&C committee and would like to put together a public awareness campaign about understanding Arboriculture better, with a goal of the AA becoming the go-to place for the public for all tree surgeon information and an awareness campaign for SME's about the work that the AA can do for them, how to use it and what benefits it brings. This will be taken to the M&C committee meeting on the 5th December.</p> <p>Committee and Working Chair Meeting – Mid 2019 Trustees agreed that once item 4.1 has been completed, and subsequently approved, there should be a meeting of all committee and working group chairs to ensure understanding and sharing of all terms of reference, target actions and remits.</p>	<p>CEO</p> <p>JL</p>

Item	Action/agreements required by the Board	Action
9.	<p>Journal – meeting with Taylor & Francis It was agreed that this item is not a current priority and will be reviewed in the Autumn 2019.</p>	CEO
10.	<p>Items to remain confidential Item 4.4 – Vice Presidents - until all actions are completed.</p>	
11.	<p>Dates and venues of next meeting:</p> <ul style="list-style-type: none">Thursday 14th February 2019 – TCPA, London.	

Distribution:
All Trustees;
CEO; Finance Manager