

**Minutes of the Trustees Meeting on Wednesday  
23<sup>rd</sup> May 2019 from 11:30  
Held at: TCPA, London**



Present: Jaime Bray (JB) (Chair) Ian Murat (IM) (vice chair)  
 Jenny Long (JL) Michelle Ryan (MR)  
 Alastair Durkin (AD) Navin Sehmi (NS)  
 Mike Sankus (MS) Keith Sacre (KS)  
 Laurence Vine Chatterton (LCV) (Treasurer)

Invited: Scott Lawrence (Hazlewoods for Item 2 on the Agenda)

Staff: Stewart Wardrop (SW) (CEO)  
 Kate Beamish (Minutes)

Apologies: Simon Holmes

Item	Agenda Item	Action
1.1	<b>Signing of attendance sheet and confirmation of no conflicts of interest</b> Attendance record completed, and no conflicts of interest were identified.	
1.2	<b>Apologies for absence</b> As listed above	
1.3	<b>Collection of the register of Interest's Declarations Forms</b>	
2	<p><b>2018 Audit Report – Scott Lawrence (Hazlewoods).</b> Copies of both the 2018 Financial Statements and Hazlewoods' Report to the Trustees are attached.</p> <ul style="list-style-type: none"> <li>Scott presented the 'Report to Trustees of The Arboricultural Association for the year ended 31<sup>st</sup> December 2018'.</li> </ul> <p>Key points:</p> <ul style="list-style-type: none"> <li>There remains a shortfall in reserves compared to the Reserves Policy. However, this is the first year that there has been a positive value (£30k).</li> </ul> <p><u>2.2 Analysis by Activity, page 3</u></p> <ul style="list-style-type: none"> <li>Subscriptions continue to contribute the largest surplus (£328k) and are funding deficits in other areas. This is acceptable if activities being provided are those that are required by the members.</li> <li>Workshop and seminar deficit of £29k is similar to 2016 (2017 deficit was much smaller due to a one-off Biomechanics course). MS put forward the need to review our current courses. SW advised that poorly attended courses have been removed and new courses are being developed e.g. Arb for Non-Arbs</li> </ul>	

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	<ul style="list-style-type: none"> <li>• The trade fair increased deficit (£31k) was due to more expense on TV screens and tents.</li> <li>• MS requested that Registered Consultants and Approved Contractor finances are separated if future reports. SL to action.</li> </ul> <p><u>2.5 Unadjusted items, page 7</u></p> <ul style="list-style-type: none"> <li>• CEO expenses. SW currently working on a new HR policy and his expenses will need to be approved by JB or another nominated Trustee.</li> </ul> <p><u>3.4 Gift Aid page 10</u></p> <ul style="list-style-type: none"> <li>• In 2019 the Gift Aid will need to be shown as profit for the year and not a cost</li> <li>• In order to be able to distribute the Gift Aid donation at year end this must be formally voted on and needs to be included in the July 2019 board meeting. The cash must be transferred before the end of September.</li> </ul> <p><u>3.6 Legacy Income page 12</u></p> <ul style="list-style-type: none"> <li>• JB signed a letter of representation with regards to Raymond Herbert's legacy being unrestricted.</li> </ul> <p><u>3.7 Reserves National Tree Safety Group, page 13</u></p> <ul style="list-style-type: none"> <li>• SL stated that the NTSG monies are a liability. SW to liaise with them in order to have the monies status changed to unrestricted.</li> <li>• MS requested that any legacy monies received are brought to the attention of the Trustees. SW confirmed that in the new procedures any amounts received above £10k are to be notified to the board.</li> </ul> <p><u>4.2 Value Added Tax, page 14</u></p> <ul style="list-style-type: none"> <li>• Hanif Bhula (HB) is investigating the 'Option to Tax' query and is liaising with Hazlewoods in order to get it installed.</li> </ul> <p><u>5 Potential weaknesses and opportunities, page 16</u></p> <ul style="list-style-type: none"> <li>• New deficiency identified within the disposal of fixed assets. HB is to review and update the fixed asset register.</li> </ul> <p><u>Previously reported deficiencies</u></p> <ul style="list-style-type: none"> <li>• The lack of policies - this has been addressed and new policies are in place to cover all of these.</li> <li>• Lack of internal controls and the approval of expenditure. This is being addressed via a purchase order system.</li> <li>• Branch bank accounts, SL advised that the paperwork, information and documents for the three accounts currently without any statements needs to be gathered. Then the banks can be visited in order to verify the amounts and take the appropriate actions. SL also recommended that all Branches should be 'opted in' with the appropriate policies and procedures in place. This would safeguard the assets of the charity. This to be further discussed at July 2019's board meeting.</li> </ul> <p><u>Financial Statement queries</u></p> <ul style="list-style-type: none"> <li>• LV-C, page 5 the penultimate paragraph 'spending on expenditure' needs rephrasing and on page 7 'cash at hand' needs changing to 'bank deposit account'. SL advised that with these amendments completed the report could go forward for approval.</li> <li>• SL thanked HB and LV-C for their assistance</li> </ul>	<p>SL</p> <p>SW</p> <p>SW/HB</p> <p>HB</p> <p>HB</p> <p>HB/SW</p>
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	<p><u>Approval of the Financial Statement</u></p> <ul style="list-style-type: none"> <li>• Proposed: Jenny Long</li> <li>• Seconded: Alastair Durkin</li> </ul> <p>JB thanked SL for his work and presentation.</p> <p>SL left the meeting.</p>	
<b>3.1</b>	<p><b>Minutes of the Board Meeting held on 14<sup>th</sup> February 2019 and follow up actions</b></p> <p>Proposed: Navin Sehmi Seconded: Alastair Durkin All approved as circulated</p>	
<b>3.2.2</b>	<p>AA logo use -SW stated that 80% of ACs have been reviewed so far. On 24/07/19 there will be a free social media webinar and following that a 'Social Media for Arb' training course is to be launched. JL suggested putting articles from ACs in the trade press to aid marketing /promotion of social media training.</p>	
<b>3.2.3</b>	<p>Meeting with ICF in Bristol has been scheduled for July 2019.</p>	
<b>3.2.4</b>	<p>Social media training day – the agenda is ready and test filming to be completed at The Malthouse. MS requested policy handbook in advance of the meeting. SW confirmed it would be finished by July 2019.</p>	SW
<b>3.2.5</b>	<p>AA is one of the partners in the VET Cert project and considerable time and effort have been invested. MS asked for the names of all the partners and queried the cost to the AA. SW is to forward a list of partners and explained that we have received £25k to cover all our costs.</p> <p>Redacted</p>	SW
<b>3.2.6</b>	<p>SW – 25% of training costs are settled directly via a business account</p>	
<b>4</b>	<p><b>Action/Discussion/Agreement Required by the Board Conference</b></p>	
<b>4.1</b>	<p>MS requested a breakdown of the conference delegates in terms of the role/position that they have in the industry to ensure that we are fulfilling our role as a charity. This was discussed, and SW agreed to collecting the data but questioned it's use.</p> <p>KS suggested that this information could be part of the membership database too. SW to investigate.</p>	SW
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4.2	<p><b>Trees People and Built Environment 4 (TPBE4)</b> AA to be on the steering group of the TPBE4. SW asked for volunteers to represent the AA, MR put herself forward and KS advised MR to be vigilant with regards to the group acting as a true 'steering group'.</p>	
4.3	<p><b>Trustee and Committee Vacancies</b> SH has resigned a year early. ID and MS are coming to the end of their term and there's one vacancy carried forward from last year. The vacancies for the other committees are as follows:</p> <ul style="list-style-type: none"> <li>• Professional = 3 or 4</li> <li>• Education and Training = 6</li> <li>• Media and Communications = 5</li> </ul> <p>Committee structure put forward – maximum of 10 elected members and a maximum of 4 co-opted positions with a quorum of 5, one of which must be either the chairman or trustee. The 'Trustee Declaration Form' is to be included in the announcement at the end of June. New committee members to be selected after the AGM by the actual committee.</p> <p>AD asked if on line voting for the trustee could be done for the conference. SW to investigate.</p> <p>JL queried how the chair of a committee is appointed. AD confirmed that the committee vote.</p>	SW
4.4	<p><b>Branch Activity</b></p> <p>Redacted</p>	
4.5	<p><b>Ash Dieback (ADB)</b> The Arboricultural Association does not approve with John Stokes' (Tree Council) proposal and will be meeting with DEFRA on 26/06/2019 to discuss the implications of implementing the ADB programme. MS and NS put themselves forward to be involved and NS said that an ADB guidance note is to be circulated.</p>	NS
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	<ul style="list-style-type: none"> <li>MS questioned the agreement of actions at E&amp;T without KS present-governance implications to be looked at.</li> </ul>	KS
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	<ul style="list-style-type: none"> <li>JL has written a new 'Introduction to Management' course and assured the Board that there are no conflicts of interest. JL is happy to have any opportunities for any consultancy work and is also willing to be involved in the development of NS's leadership programme.</li> </ul> <p>NS excused and left the meeting.</p>	
<b>6.2</b>	<b>Professional Committee</b> No comment/questions	
<b>6.3</b>	<b>Media &amp; Communications</b> JL confirmed that there will be a meeting next month where the Chair will be voted in.	
<b>7</b>	<b>Items not currently actioned to be carried forwards</b>	
<b>7.1</b>	<b>Committee Scoping Document (from Nov 2018)</b> Aims and procedures of committees to be written	MS/IM
<b>7.2</b>	<b>VP's current and new (from Nov 2018)</b> All agreed to relieve the Vice Presidents of their role. JB asked for names for new VPs but it was decided to carry this forward. Time frames will also be identified but SW to action by the end of the year.	SW
<b>7.3</b>	<b>AA Journal</b>  Redacted	SW
	<p><b>AOB</b></p> <p><b>KS feedback from HRH Steering Group on Biosecurity</b></p> <ul style="list-style-type: none"> <li>Plant Health Assessment Scheme to be launched in Feb 2020 (the International Year of Plant Health). It will be a kitemarked scheme, which will be audited annually. KS added that Europe have a need for any material to do with biosecurity standards so there could be a training opportunity.</li> </ul> <p>JB thanked KS for his continued role in the Biosecurity group</p> <p>MS commented that last time it was agreed to have a summary of ISA activity, please could this be carried forwards?</p>	SW

<b>8</b>	<b>Items determined to be confidential –</b>	
<b>9</b>	<b>For information</b> Next meeting – Sunday 14 <sup>th</sup> July 2019 Eastington Park Hotel, Stonehouse, Glos	

**Distribution:** All Trustees, CEO and Finance Manager