

## TRUSTEE BOARD MEETING MINUTES

Monday, July 7<sup>th</sup>, 2025  
The Malthouse, GL10 3DL



In attendance: Neil Davies (ND, Chair), Michelle Ryan (Vice Chair), Alan Simson (AS), Paul Barton (PB), Sarah Armstrong (SA), Rob Murison (RM), Steve Westmore (SW), Laura Ancell (LA), John Parker (JP).

Apologies: Keith Sacre (KS), Stella Bolam (SB).

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### 1. Apologies and conflicts of interest

1.1 Apologies were received as per the above.

1.2 No conflicts of interest were declared.

### 2. Audit presentation

2.1 Presentation of the 2024 Audit

- FS presented the 2024 Audit from Hazlewoods. Overall the audit went very well, with no major concerns raised. There was one recommendation to investigate the possibility of ensuring an additional financial control with the bank to ensure that the Finance Manager is unable to raise payments without CEO approval. Whilst there are internal processes in place, and no examples of this ever having happened, it would be theoretically possible for this to happen.

**ACTION. JP to speak to Hanif and the bank about how to introduce a new check.**

### 3. Finances

3.1 Approval of 2024 accounts

- The final version of the 2024 accounts were only received on the morning of the Board meeting and Trustees therefore had not had a chance to review in detail. It was agreed that JP would send the final accounts via email and Trustees would vote whether or not to accept them.

*Post meeting note: Accounts were approved, with RM proposing, SK seconding and all voting in favour.*

3.2 Gift Aid donation of AATL proceeds

- 2024 AATL results: The charitable donation of £78,312 to the Arboricultural Association to be considered and approved as a Gift Aid donation. Payment of the donation to be made by September 30<sup>th</sup>, 2025.
- 2025 AATL results: With respect to the forthcoming year ending December 31<sup>st</sup>, 2025, it is decided that all profits that would otherwise be taxable, were it not for the Gift Aid distribution, of AATL arising from that year are distributed to the Arboricultural Association as a qualifying charitable Gift Aid donation such that there is no corporation tax liability. Payment will be made to the Arboricultural Association following completion of the audit of the 2025 financial statements and prior to 9 months post year end.

MR proposed, AS seconded, all voted in favour.

**ACTION. JP to ensure the Gift Aid donation is paid prior to September 30<sup>th</sup>.** *Post meeting note: This was done on time.*

### 3.3 Finance Update

- A discussion was had around the advantages and disadvantages of holding ARB Show and Conference annually, or if – considering the time and expense of these events – it would be appropriate to amend the frequency. It was decided that the current annual arrangement is working at the moment, but this can be kept under review.
- SW asked what the variance on professional fees was. JP explained that this was a combination of legal advice relating to complaints, and an architect looking at options for the redevelopment of the barn and other aspects of the Malthouse site.
- RM asked about the *State of Arboriculture* report. JP confirmed that this had previously agreed by Board to be paid out of reserves, and that the report was expected to be published later this year.

### 3.4 Audit 2025

- JP informed the Board that in accordance with best practice and the Association's Governance Policy, and as agreed previously by Board, quotes have been sought from other auditors to ensure that we are complying with best practice and getting best value for money. JP will circulate a summary of the quotes and seek a recommendation from Board to be put to the members at the AGM. LA suggested that we also ask prospective auditors to tell us their sustainability credentials to be used in the decision-making process.

**ACTION. JP to send summary of audit quotes to the Board before the end of July.**

### 3.5 Malthouse re-evaluation

- The Board considered whether or not the Malthouse valuation from 2022 was sufficient to use in the Balance Sheet or if a revaluation was required. After some discussion it was agreed that the valuation should be suitable for this year as there have been no major changes to the property market that Trustees are aware of. This will be revisited in the summer 2026 Board meeting. It was suggested that the valuer who previously valued the property be contacted to ask if a full revaluation would be necessary, or a desktop revaluation could be undertaken.

#### **4. Previous meetings**

##### 4.1 Approve the minutes of the previous Board meeting

- PB proposed that the minutes of the previous Board meeting be accepted, SW seconded, all voted in favour.

##### 4.2 Update on actions from previous meeting

- JP confirmed that all actions from the previous meeting have been progressed, and all completed other than the staff survey which is still in development. SA suggested that the staff survey might be more robust if it were conducted by an external company. ND suggested it could be done internally but that a line could be added to tell staff that they could contact Trustees or the Chair if there was anything they would like to raise separately to the survey.

**ACTION. JP to have a line added to the staff survey to inform the team they can contact the Chair about anything they would not like to record in the survey.**

#### **5. CEO updates**

##### 5.1 CEO Report

- JP had circulated the July CEO Report prior to the meeting and summarised some of the key updates.
- In addition, JP informed the Board that at the European Arboricultural Council AGM in July, he had been elected by the membership to become a member of the Executive Committee. This was generally agreed to be a positive development.
- SK asked if the figures for VETcert certification holders were correct. JP will check but it looks like there might have been a typo.
- SW asked why the Intermediate Tree Inspection Course was not being run in 2024. JP confirmed that there have been some difficulties running this course recently, partly due to the unavailability of trainers and partly because it is believed that a review in our approach to tree inspection courses is required. The Training and Technical Teams are working on this.

## 5.2 Complaints

- JP provided an update on current complaints.

## 5.3 Risk Register

- The Risk Register had been discussed at Finance & Governance Committee, and it was agreed that a new line would be added for the Systems Project, to reflect the fact that due to the costs and workloads involved it is a risk to the Association. Board agreed with this approach.

**ACTION. JP to add a line about the Systems Project to the Risk Register and circulate to Board.**

## 6. Committee updates

### 6.1 Finance & Governance Committee

- ND gave the Board an update on the items discussed at the recent meeting, which focused on the Systems Project, the updated accounts and on the Risk Register.

### 6.2 Standards Committee

- SK and PB gave the Board an update on the items discussed at the recent meeting, which focused on complaints and the AC Scheme review, which is ongoing.

### 6.3 Resources Committee

- The Resources Committee has not met since the last Board meeting.

## 7. Items for discussion and agreement

### 7.1 Systems project – Update

- JP informed the Board that the Systems Project is progressing well. The launch meeting with Wattle was held on June 25<sup>th</sup>, and all seems very positive. There will be a lot of activity in the coming weeks and months, for example there are around sixteen project workshops with different teams and individuals over the course of ten days coming up soon. This is going to take a lot of time and effort from everyone, and there is a risk that productivity in other areas may be impacted despite our best efforts.

### 7.2 Staff Survey 2025

- This was mentioned previously in the meeting. The Staff Survey will be issued in the coming weeks.

### 7.3 Employee Handbook

- JP updated Board that the Employee Handbook final draft was almost complete. It is being reviewed by the Association's HR consultant and will be sent to Board and the staff team for comment prior to being formally updated. JP informed the Board that we are seeking to include a progressive set of policies that go beyond statutory minimums.
- SA asked whether or not we could afford to go beyond statutory minimums. JP confirmed that we can, and that by treating the team well we will hopefully see lower staff turnover and associated costs.

#### 7.4 Individual Accreditation in UK arboriculture

- JP informed the Board that a major project in the coming months would be to explore the possibility of introducing individual accreditation to UK arboriculture, likely using one of the established international systems in place. This was generally agreed to be a positive idea.

#### 7.5 AGM 2025 – Update

- JP confirmed with the Board that the AGM will be held on August 28<sup>th</sup> at 6pm, online.
- Those Trustees at the end of their term of office who are intending to stand again should submit their applications within the deadline.
- It was agreed that an Extraordinary Board Meeting would be held a week or two after the AGM to bring the new Board together.

**ACTION. JP to arrange for a post-AGM Extraordinary Board Meeting a week or two after the AGM.**

### 8. Any other business

- AS informed the Board that he had attended an Environmental Horticulture Group meeting on behalf of the Association where the Mission Green Growth Report was discussed. This will be presented to government soon, and AS was able to have some additional mentions of amenity trees and urban forestry included.
- AS informed the Board about an upcoming Women in Arboriculture Conference taking place in Iceland, which had been promoted at the recent European Forum on Urban Forestry conference.
- AS informed the Board that the forthcoming COP25 in Brazil will have trees and urban greening as its central theme.
- SK informed the Board that she had attended a very good pollarding conference organised by the Ancient Tree Forum.

- It was noted that this meeting was MR's last as a Trustee of the Association. All Trustees were in agreement that MR has done a huge amount for the Association over seven years on the Board, holding the role of Chair for four years and two stints as Vice Chair. Thanks were expressed for all of her hard work.

**9. Date of the next meeting**

- The next scheduled Board meeting is November 10<sup>th</sup>, to be held online.
- However, an Extraordinary Board Meeting will be arranged for a week or two after the AGM in order to elect a Vice Chair, appoint Co-opted Trustees and determine Committee membership.

**10. Confidential items**

- JP left the meeting.

The meeting concluded at 13:45.