

## TRUSTEE BOARD MEETING MINUTES

Monday, November 10<sup>th</sup>, 2025  
Online via Zoom at 15:00



In attendance: Neil Davies (ND, Chair), Paul Barton (PB, Vice Chair), Rob Murison (RM, Treasurer), Stella Bolam (SB), Keith Sacre (KS), Sarah Armstrong (SA), Simon Rotheram (SR), Naomi Zurcher (NZ), Andy Tipping (AT), Sarah Kiss (SK)

Staff: John Parker (JP)

Apologies: Laura Ancell (LA)

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## MINUTES

### 1. Opening

#### 1.1 Introductions and welcome

Attendees recorded for minutes as above.

As this was the first full Board meeting after the election, all Trustees introduced themselves.

#### 1.2 Apologies for absence

Apologies were received from LA.

#### 1.3 Conflicts of interest

No conflicts of interest were declared

### 2. Finances

#### 2.1 2025 budget update

The 2025 budget update had been circulated to all Trustees in advance of the meeting, and had been discussed at the Finance & Governance Committee.

The headline news is that the financial situation is looking better than initially budgeted for.

Trustees asked for clarification on some budget items, which JP explained.

NZ asked about the possibility of offering a digital only ARB Mag and Journal option to overseas members to avoid postage costs. JP confirmed that this has definitely been discussed before, and he would find out more and report back.

ACTION: JP to look into the possibility of a digital-only ARB Magazine and Journal package for overseas members.

## 2.2 2026 budget

The 2026 proposed budget had been circulated to all Trustees in advance of the meeting, and had been discussed at the Finance & Governance Committee.

JP explained that he was looking for in principle agreement to this draft budget so that the Association was able to work to an agreed budget between January 1<sup>st</sup> and the first Board meeting of 2026, which might not be held until February. A final budget can be agreed at that February meeting.

The headline news for the 2026 budget is that the current draft shows a small surplus, which is welcome. However, this is predicated on no recruitment being undertaken in 2026. This poses a risk as a number of necessary roles have been identified within the structure of the Association, and failure to recruit to at least one of those roles might compromise activities. This will therefore need to be balanced against the likelihood of delivering a deficit budget in 2026.

It was generally agreed that the priority should be to ensure the continued delivery of Association activities and mitigate pressure on existing staff members, so in principle it was agreed that Trustees would accept a revised budget which showed a deficit year in 2026.

NZ asked if the new system would help with alleviating pressure on staff. JP confirmed that it should, and that the team is also going to explore how technology (such as AI) can assist with some processes.

SR observed that the agreed payroll budget for 2025 was higher than the proposed payroll budget for 2026, so increasing it now seemed reasonable.

KS proposed that the draft 2026 budget be accepted by Board, with the caveat that it would be amended to increase the payroll, which will likely create an overall deficit, before the next meeting. SK seconded, all voted in favour.

ACTION: JP to make the necessary amendments to the budget and present to Board for approval at the first meeting of 2026.

PB suggested that an article be written for ARB Magazine to explain to the membership why a deficit budget was being forecast.

## 3. Previous meetings

### 3.1 To approve the minutes of the July 2025 Board meeting

RM proposed that the minutes of the July 2025 Board meeting be accepted. SK seconded, all in favour.

### 3.2 To approve the minutes of the September 2025 Extraordinary Board meeting

SK proposed that the minutes of the July 2025 Board meeting be accepted. SB seconded, all in favour.

### 3.3 Update on actions

JP confirmed that all actions have been completed with the exception of finalising the additional bank checks recommended by the 2025 Audit. We are still waiting to hear back from the bank about this and will report to Board once complete.

## 4. CEO Updates

### 4.1 CEO Report

JP presented the CEO Report which had been circulated to Trustees before the meeting.

NZ commented that there was nothing in the report about individual accreditations. JP confirmed that this was still a priority but that no progress had been made since the last meeting.

PB asked about the financial information, and observed that our current reserves are lower than we would like. JP explained that this was largely due to payments made for the Systems Project, and that whilst it was indeed not ideal, our cash reserves will increase substantially in January when the bulk of subscription renewals are received.

### 4.2 Complaints

JP confirmed that there is currently only one open complaint, which has been sent out to a panel of reviewers for consideration.

### 4.3 Risk Register

Some minor changes to the Risk Register were recommended by Finance & Governance Committee. These were:

- RF8 (staffing and recruitment) to be amended from medium to high risk.
- RF10 (employment disputes) to be amended from medium to low risk.
- Some amendments are made to the descriptions in RF11 (online payment providers) and RS1 (Systems Project).

These proposals were accepted by Board, and the changes were made accordingly.

## 5. Committee updates

### 5.1 Finance & Governance Committee

PB provided an update about the recent Finance & Governance Committee meeting, most of which is covered within these minutes under other items (2025 budget update, 2026 budget, Risk Register etc.).

## 5.2 Standards Committee

SK provided an update about the recent Standard Committee meeting. As two members of the committee were new, JP had taken the opportunity to run through the Terms of Reference of the group and describe the Code of Conduct & Ethics and the process behind the Complaints Procedure.

It was suggested that the Association should include an article in ARB Magazine to remind members to familiarise themselves with the Code of Conduct & Ethics.

ACTION: SK to write a short article for ARB Magazine about the Code of Conduct & Ethics.

## 5.3 Resources Committee

SB informed Trustees that there has been no meeting of the Resources Committee since the last Board meeting.

ND suggested that the skills audit might be taken on as a project by Resources Committee. This was agreed, and SA volunteered to assist.

ACTION: ND to email Resources Committee and SA about the skills audit.

## 6. Items for discussion and agreement

### 6.1 Systems Project

JP gave an update about the Systems Project, which is going according to plan but is undoubtedly having a detrimental impact on the team, as expected, because of the amount of work required to keep it on track. Progress is particularly due to Kate and Steve, who are doing brilliant work.

KS asked if additional information could be provided to the Board by way of Systems project updates, perhaps monthly. SA asked if a separate section about the Systems Project could be added to the CEO Report.

ACTION: JP to start providing more regular updates to Board about the Systems Project.

ACTION: JP to add a section about the Systems Project to the CEO Report for future meetings.

JP brought a significant issue to the attention of the Board. This is that as a result of security concerns around the Association's website, Worldpay has said they may stop us from taking payments within the next few weeks unless the problems are resolved. The team is currently in daily discussions with Oomi about fixing this problem, and JP will inform the Board once there is something to update. NZ asked if Oomi has provided a hard deadline for when this would be resolved, JP said he did not know but would find out. *Post meeting note: Oomi has not provided a hard deadline, and whilst some of the problems have been resolved it is not all fixed yet.*

### 6.2 2026 Board schedule

ND explained that this is the Board meeting at which the schedule for the following year is agreed. The current arrangement is four Board meetings per year (with Extraordinary meetings if required), in approximately February, May, August and November. We currently have two online and two in person, alternating through the year.

NZ and AT asked if it was possible to combine in-person Board meetings with existing activities, such as the Green Equity Symposium in April or Conference in September. JP confirmed he would look at this, but it often becomes very difficult to prepare for a Board meeting and a substantial event simultaneously.

ACTION: JP to send out Doodle polls to identify the most appropriate dates for Board meetings in 2026.

## **7. Any Other Business**

No other business was raised

## **8. Date of next meeting**

The next Board meeting will be arranged as per the discussion in item 6.

The meeting closed at 17:02

Minutes to be circulated to all Trustees and posted online once approved at the next meeting.

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## **Summary of actions**

- JP to look into the possibility of a digital-only ARB Magazine and Journal package for overseas members.
- JP to make the necessary amendments to the budget and present to Board for approval at the first meeting of 2026. To be done ahead of Board in February.
- JP confirmed that all actions have been completed with the exception of finalising the additional bank checks recommended by the 2025 Audit. We are still waiting to hear back from the bank about this and will report to Board once complete.
- SK to write a short article for ARB Magazine about the Code of Conduct & Ethics.
- ND to email Resources Committee and SA about the skills audit.
- JP to start providing more regular updates to Board about the Systems Project.
- JP to add a section about the Systems Project to the CEO Report for future meetings.
- JP to send out Doodle polls to identify the most appropriate dates for Board meetings in 2026.