

## **JOHN MUIR TRUST: TRUSTEES' MEETING**

### **Minutes of Meeting held on Monday 9 December 2013 at Tower House, Pitlochry**

#### **Present:**

John Hutchison (Chairman), Heather Alexander, Gill Bond, John Finney, Richard Fraser Darling, Jim Gibson, David MacLehose, Rob Mc Morran, Peter Pearson, John Thomas, Will Williams, Deirdre Wilson, Bill Wright

#### **Apologies:**

Jo Moulin

#### **In attendance:**

Stuart Brooks (Chief Executive), Fiona Kindness (Director of Resources), Mike Daniels (Head of Land and Science) from item 8, Helen McDade (Head of Policy) for items 1 to 4, Linda Coupar (minute taker)

#### **Item 1 – Welcome**

John welcomed everyone to the meeting and asked trustees whether there were any conflicts of interest regarding the agenda items. There were no declarations.

#### **Item 2 – Minutes of meeting of 8 September 2013**

AP6 '...a local crofter and day to management' should be replaced with 'a local crofter and day to day management'.

AP7 should read 'Governance Working Group to develop approach to strategic issues raised by Independence Referendum for Board meeting in March 2014'.

AP12 had not been transferred into the summary of action points.

It was queried why there were no action points listed in the confidential minutes and it was suggested that a reference to required action should be made on the non confidential minute in order to capture the actions.

There was one amendment to the wording of the last para on page 1. 'The trust had been aware of the likely sale....' Should be replaced with 'the Trust had been approached in confidence .....

Subject to these amendments, the meeting approved the minutes.

#### **Item 3 – Matters Arising**

Helen McDade updated Trustees on progress with the Trust's legal action (judicial review) against Highland Council (HC) for not raising an objection to the Stronelaig windfarm development on wild land grounds, which we considered to be against HC planning policy. The Trust subsequently withdrew its action and agreed a joint statement with Highland Council.

Trustees congratulated Helen on her work.

#### **Item 4 – Action Points from Previous Meetings (Paper A)**

Action point a from meeting of 15 June 2012, Sconser agreement - outstanding

Action points 1 from meeting of 11 March 2013, schedule for public meetings. Sandwood meeting postponed due to weather conditions.

#### Action Points from meeting 7<sup>th</sup> September

Invite Penrith MP to an Award event – outstanding

#### Action Points from meeting 8<sup>th</sup> September

AP1 – Helen McDade to revise papers in light of comments and publish policies (Item 6).

AP2 – Trustees invited to submit comments on policy implementation plans (Item 6).

AP3 - Finance Committee to consider required changes in Standing Orders (Item 7)

AP4 - Governance Working Group to revise Standing Orders in relation to appointment of Chair (Item 7)

AP5 - Governance Working Group to consider Standing Order points about additional meetings (Item 7)

AP6 - Governance Working Group to consider all comments from survey and feed back progress to the Board in due course (Item 7)

AP 7 – Trust’s position re the referendum – it was asked whether this is the time to pursue the matter given pressure on resources and whether the main effort should be put in after September. The chairman stressed that the Board was properly obliged to consider the Trust’s position, to assess the effect on our operation to be able to report to the membership at the AGM.

It was suggested at this point that it could be advantageous to the Trust to investigate whether the radio programme ‘Ramblings’ might be used to report the opening of the John Muir Way in April, hence highlight our issues?

#### **Item 5 –2014-18 Budget, incorporating 2013 financial update (Paper B)**

The Director of Resources presented the budget 9 months to September 2013 and stated that it showed a positive position and on track with where the Trust should be by end of year. FK clarified various points raised by trustees and was asked whether net yields could be shown on future budgets.

Trustees were encouraged to see the contribution that the Wild Space was making to the budget. It was noted that 80 members have been recruited through Wild Space since April.

The spreadsheet outlining the 2014 budget was explained in detail. It had been produced following the recent fundraising audit and discussions with Kate Barclay Fundraising Manager. Income targets were challenging but realistic. Income growth is reliant on employment of two new fundraisers. The expenditure includes costs of additional 2 fundraisers, and one communications officer plus a 2% salary increase for existing staff. When the prudence of hiring additional staff during current financial constraints was questioned, the CEO explained that it was vital to invest in support services, including fundraising, in order to close the sustainability gap. The options are to invest in increasing the income – or reduce our outgoings. He stressed the importance moving forward quickly with the recommendations in order to gain the benefit of the additional fundraisers.

Trustees were assured that there was money in the budget for the project management of the ThankQ database.

The Finance Committee explained that they had considered Jeremy Prall's audit report and have confidence in his recommendations. Other Trustees requested to see the report and it was agreed to circulate it.

The finance Committee recommended approval of the 2014 budget and it was agreed. The five year budget showed an ongoing deficit and adjustment would be required beyond 2015 to maintain free financial reserves within the policy range.

AP 1– The Fundraising report is to be made available to all trustees.

Trustees **approved** the 2014 budget.

Trustees **noted** the 5 year budget and agreed that adjustments would be required within the next 2 years.

### **Item 6 – Corporate Strategy – 2014 Review (Paper C)**

The Chief Executive stated the need to bring the strategic review forward by a year to begin in 2014. Key considerations are financial, a rapidly shifting policy landscape and devolution. The members' survey would be used to inform the review.

It was suggested that a timetable be prepared to discuss at January's topical forum. Trustees agreed with the rationale and approved the recommendation to instigate a strategic review in 2014.

The existing corporate strategy would be followed for 2014. Individual KPIs for 2011 – 2015 were discussed and it was recognised that the Trust is moving in the right direction. The Corporate Strategy will form the basis of the operational plan for 2014.

Trustees will focus on one of the items within the Corporate Strategy at the next Topical Forum, and there could also be an opportunity at February's staff gathering.

Regarding the annexe – it was requested that a clear distinction be made between those items that have been dropped and those completed.

Trustees **agreed** with the Chief Executive's recommendation to bring forward the strategic review to 2014.

Trustees thanked the Chief Executive and staff for their work in compiling this.

### **Item 7 – Governance – Update to Standing Orders (Paper D)**

The Governance working group had reviewed the suggestions that were made following the on-line survey of the Standing Orders.

Clarification and a recommendation had been received from Turcan Connell regarding the definition of an elected term (7.4.3) which is 3 years, and Heather Alexander suggested that this be incorporated into the standing orders, stressing that this guidance is for the benefit of the Returning Officer when considering the validity of a nomination form. Any trustee who stands down early within their second term of office will not be eligible to stand for election again until the AGM a year after the end of their second elected (3 year) term.

Trustees made a request that the meeting note from the Finance Committee be made available in advance of the trustees meeting to assist with discussion of budget.

Trustees **agreed** to accept the wording of the standing orders, subject to the addition of the word 'timeously' relating to provision of standing committee minutes and the incorporation of clause 7.4.3.

AP 2 The meeting note from the Finance Committee be made available in advance of the trustees meeting.

### **Item 8 – Chairman’s Update (Paper E)**

The Chairman spoke to his circulated update. Together with the Chief Executive he had attended a course on Charity Governance. A list of 8 action points had been noted for incorporation into the Trust’s practices including the declaration of conflicts of interest at the start of trustee meetings. Overall it was agreed that it was a very worthwhile course

### **Item 9 – Operational Update (Paper F)**

Trustees noted the detailed circulated update and questioned the plans for the future of the Strathaird farm building now it had been tidied up. Mike Daniels stated that a number of options were possible but would require investment and there were no immediate plans for a change of use.

### **Item 10 – Members Survey Results (Paper G)**

The full results of the members’ survey were presented. A strong message to emerge was that major motivation for joining the Trust is our campaigning work to protect wild land from development. Generally members are supportive of further land acquisitions and expansion of activities across the UK – but caveated by need to focus on areas of greatest need and live within resources. A wide range of views were expressed.

It was **agreed** to feed back the results to members at the 2014 AGM and provide a report in the next edition of Members News.

AP3 – Members’ survey results to be fed back to members at the 2014 AGM and a report provided in the next edition of Members News.

### **Item 11 – Feedback from Wild10 & Next Steps (Paper H)**

The Chief Executive provided feedback from his attendance at the recent World Wilderness Congress in Spain. Discussion at a European level on the definition of wilderness and wild areas, are useful for the Trust to as they provide a policy context for work in the UK. ‘Re-wilding’ is becoming a hot topic and Trust will consider how it can engage more effectively in discussions and projects. The approach being adopted could help support delivery of the Trust’s vision.

There is a forthcoming conference in May 2014 supported by the Trust where George Monbiot will be a speaker. EU policy work and rewilding in the UK will feature as part of the Trust’s strategic review in 2014.

### **Item 12 – Carreg y Saeth Isaf Update (Paper I)**

An information paper had been circulated, and Trustees were updated on a successful award from –HLF for £48k - the appeal total was standing at £165,000. Further fundraising is planned for early next year. 76 new members had joined the Trust through responding to the Wales initiative where free membership for the first year was offered for those donating over £30.

Trustees were informed that the Wales Officer would be a new appointment. The job remit was broad and would include raising awareness/profile of Trust and working with partners to carry forward a strategy. The office location for the Wales officer is yet to be decided.

The conveyancing process had hit a delay but at this stage is not of major concern. The Chief Executive will provide trustees with a revised timetable in due course.

It was clarified that our HLF application focused on the future management of the land and not the purchase costs. The Trust response to the Welsh Government for project ideas will be circulated around the Wales working group.

The Chairman thanked Will Williams in particular and the staff for carrying this project forward.

### **Item 13 – Update on Deer Management Issues (Paper J)**

Mike Daniels (MD) spoke to his circulated paper. He stated that the deadline for SNH to consider future management options for Ardvar was 20<sup>th</sup> December.

The ‘ADMG six principles of common ground’ referred to in the Chairman’s update (Paper 8) were discussed and Trustees queried whether it was appropriate for us to sign up to them as they were intended to guide the work of DMG’s.

Some trustees felt that the wording was woolly and suggested that we ask for clarification of points before we sign up.

Trustees supported the principle of collaboration but wished to have more detail on how the principles would be used and what process was being adopted for seeking other signatories.

AP4 The Chief Executive will take the matter forward by contacting Richard Cooke to seek clarification on the process.

### Additional item

John Thomas informed the Board about the Borders Forest Trust (BFT) purchase of the Talla & Gameshope estate. An appeal will follow in spring 2014.

Trustees recorded their congratulations to the BFT on their acquisition of Talla & Gameshope.

Heather Alexander reminded trustees of the proposed 1000 mile sponsored walk in 2014. A Just Giving page has been set up with the target of donations set at a minimum of £2014. Trustees were encouraged to sign up.

### **Summary of action points**

AP 1 – The Fundraising report is to be made available to all trustees (Fiona Kindness).

AP 2 - The meeting note from the Finance Committee be made available in advance of the trustees meeting (Fiona Kindness).

AP 3 – Stuart Brooks will feed back the results of the members’ survey at the 2014 AGM and ensure a report is provided in the next edition of Members News.

AP 4 – Deer management – Stuart Brooks will take the matter forward by contacting Richard Cooke to seek clarification on the process.

Date of next meeting – Monday 10<sup>th</sup> March 2014 at The Melting Pot, Rose Street, Edinburgh