

MINUTE OF BOARD MEETING

18 Sep 2021
Sabhal Mòr Ostaig, Isle of Skye & Online

ATTENDANCE

Trustees

Alan Dobie
Richard Eastmond
John Finney
Dave Gibson (Chair)
Jim Gibson (items 11,12, 16-28)
Phil Graves
Emily Henderson
Clare Jefferis
Chris Loynes
Raymond Simpson (items 11,12, 16-28)
Jane Smallman
Sheila Wren

Staff

David Balharry – Chief Executive
Mike Daniels - Policy & Land Management
Kevin Lelland – Development & Comms
Kerry Ross – Finance & Resources
Iona Sutherland – Secretariat (minute taker)

Advisers

Jim Sloane (item 13)

Apologies

Patrick Cadell
Andrew Whitfield

1 WELCOME, INTRODUCTIONS, APOLOGIES & CONFLICTS OF INTEREST

Dave Gibson welcomed everyone to the meeting and requested declaration of any conflicts of interest in relation to the agenda: there were none.

Trustees **agreed** to accept some papers which were circulated later than 7 days prior to the Board meeting.

2 MINUTES OF LAST MEETING (INCL. OUTSTANDING ACTIONS)

Trustees **approved** the draft minute and draft confidential minute of the Board meeting of 29 June 2021.

Item 13 - Appointments to Committees (29 June Board minute)

Trustees **noted** that the duties of the Vice Chair would be clarified in the upcoming revision of the Standing Orders.

Nº	From	Action Point	Owner	Status
1	Sep 2019	Continue contact with LDNP on Glenridding Common lease	MT	Ongoing
2	Jun 2020	Consider Board Development	MT	Ongoing
3	Dec 2019	Circulate upcoming events	ER	On hold
4	Dec 2019	Abridged fund review spreadsheet to be made available to Trustees	KR	c/f 2022
5	Jun 2020	Provide: analysis of missing aspects in governance thread; annual business cycle; clarity on roles and responsibilities, linking into Scheme of Delegation (SoD)	KR	c/f Dec 2021 Board meeting
6	Sep 2020	Revise Committee remits, to take into account the SoD, and bring to the Governance Committee for review	KR	Standing Orders to be updated in line with Committee remits in SoD, and revised Articles. Each Committee to update own remit & GC to review all.
7	Mar 2021	Trading Co. Review	KR	c/f 2022
8	Mar 2021	Produce Anonymous Donations Policy and present to Finance Committee for approval	KR	Q4 following review by Fundraising Committee
9	Mar 2021	Annual Review of Investment Policy	KR	Initial review carried out. Finance Committee to undertake further review & bring recommendations to Dec 2021 Board mtg
10	Jun 2021	Update Register of Interests	KR	Discharged
11	Jun 2021	Produce budget for staffing and resourcing EDI objectives for 2022	KL	Dec 2021 Board meeting
12	Jun 2021	Amend principles for carbon credible journey and circulate for approval	MD	Discharged
13	Jun 2021	Produce AGM/EGM report; and collate comments & questions from AGM open forum	ER	c/f Oct Board agenda
14	Sep 2021	Consider holding Members' Gathering as regional, virtual events in 2022	DB	Oct 2021 Board
15	Sep 2021	Identify staff responsible for delivering against risk, in addition to ET lead	KL	Dec 2021 Board
16	Sep 2021	Identify reporting method to clarify where risk will remain outwith tolerance even when mitigations are in place, versus where mitigations will bring risk within tolerance	KL	Dec 2021 Board
17	Sep 2021	Produce final draft of letter re. item 11b on Sep 2021 confidential agenda	KL	Oct 2021 Board
18	Sep 2021	Circulate the presentation on exemplary interpretation	KL	Oct 2021 Board
19	Sep 2021	Circulate job adverts to Trustees	DB	Regional Delivery Manager job descriptions shared with staff (available to Trustees on Blink). Other job descriptions in development.

3 MATTERS ARISING

Carbon descent trajectory – amended principles

Trustees **approved** the amended principles of the carbon descent trajectory, subject to an amendment that members would be included in the list in final bullet point i.e. 'Influence others - Engage with our *members*, partners, visitors and local communities on encouraging carbon credible behaviour'

4 EMPLOYMENT ISSUES

There were no updates.

5 CHARITY GOVERNANCE

There were no updates.

6 HEALTH, SAFETY & WELLBEING, and SAFEGUARDING

There were no updates.

7 EQUALITY, DIVERSITY & INCLUSION

There were no updates.

8 ANNUAL PLAN UPDATE

David Balharry outlined that the number of 'red' tasks (i.e. those which would not be completed this year) had increased and explained that this was primarily attributed to sequencing, resulting from dependency on the development of the new Corporate Strategy.

It was suggested that the annual Members' Gathering could be organised as separate regional events and held virtually which would be beneficial in terms of both carbon and Covid implications [**Action Point 14**].

Trustees **approved** the recommendation that the eight 'red' tasks would be rescheduled as part of 2022 Annual Plan; and requested greater clarity around the proposed timings for delivery of these tasks in 2022.

9 RISK REGISTER UPDATE

Kevin Lelland spoke to the Risk Register Update paper commenting that the Risk & Reputation Committee had recently considered all risks with a particular focus on those that were outwith tolerance. One new risk had been added and adjustments made to the mitigations for another risk. Trustees recommended that the member of

staff responsible for delivering actions against individual risks be included in addition to the ET lead [**Action Point 15**].

Trustees asked that to provide a further means of prioritisation in future, a reporting method be identified to clarify where risk would remain outwith tolerance even when the Trust put mitigations in place - versus where mitigations will bring risk within tolerance [**Action Point 16**].

Trustees **noted** the quarterly review of, changes to and timelines for mitigations to be implemented against the Risk Register.

10 FINANCIAL UPDATE & REFORECAST

Kerry Ross presented the financial update & reforecast, reporting that income was likely to be c£239k higher at the end of the year and expenditure was likely to be c£472k lower. Trustees **agreed** that the updated budget reforecast be split across 9 areas rather than the 161 lines of the original budget to allow for an underspend in one area to be used for another project with a smaller budget. However, the Finance Committee and the Executive would continue their oversight of the detailed make-up of these cost areas, for due diligence. It was estimated that the Trust's reserves would be £1.2 million above the top end of the reserves policy by the end of 2021; and so consideration would need to be given to designation of those funds against strategic use.

Trustees **noted** the June financial position and the projected financial result at the end of 2021, and **approved** the Finance Committee's recommendation to reset the budget in line with the reforecast across the proposed 9 reporting lines, for the purposes of internal reporting and controls.

The detailed 161-line budget, to be reviewed by the Finance Committee, would also be available to other Trustees, on request.

11 MATTERS ARISING FROM COMMITTEES

Covered under separate confidential minute.

12 LESSONS LEARNED FROM TRUSTEE INDUCTION PROCESS

Kerry Ross introduced the paper which reflected on the recent induction for new Trustees, commending Clare Pemberton for the efficiently run process. However, it had prompted a recognition that existing Trustees should also be offered the opportunity to be involved in this process as part of an annual refresher session.

Documents relevant to the role of Trustee were attached to the paper and a number of scenarios were presented for discussion to prompt consideration of how those documents translated into working practices.

David Balharry advised that an audit of Board skills had been pushed back but was still planned for 2021; training opportunities for Trustees could be considered concurrently.

Trustees **noted** the content of the documents provided.

13 CORPORATE STRATEGY OBJECTIVES AND PROGRAMMES

Jim Sloane and the Executive Team reported on the progress made in developing the Corporate Strategy and presented the programmes proposed for each of the eight objectives. Previous input from Trustees and staff had been incorporated. Significant investment would be required in terms of systems, recruitment of new staff and upskilling of current staff. There would be a need to build a diversified income base. A sources of income profile for the next five years was presented; and the investment budget and resourcing budget required to deliver the Strategy would be brought to the October meeting. The timing of the further steps required was outlined, leading up to final sign off for the budget and the Strategy by December.

In discussion, Trustees:

- commented that greater clarity was desirable around the strategic objectives to differentiate between those that were key aims versus those that were enabling objectives
- suggested that clear reference to the 'golden thread' should be made, connecting from the key aims through to the forward job plans of individual staff, recognising that all roles were equally important in achieving objectives
- remarked that the place of people and local economies in relation to wild places should be further emphasised in the objectives
- recognised that establishing exemplary systems, processes and procedures would be key to achieving objectives
- highlighted that more focus was required on what the Trust was seeking to achieve on its land
- recommended that junior membership and e-membership be explored as means of reaching a wider group of people
- commented on the need to focus on partnerships, differentiating between types, and assessing which were contributing to achieving aims and objectives

Dave Gibson thanked Jim Sloane and the Executive Team for their work in bringing the Strategy to that stage.

Trustees **confirmed** the direction of the Corporate Strategy development.

14. AGM / EGM 2021 REPORT

Postponed to next meeting.

15. INTRANET

To be covered outwith the Board meeting.

16. WELSH & GAELIC LANGUAGE POLICIES

The Welsh & Gaelic Language Policies had been considered by the Risk & Reputation Committee and were presented to the Board for approval. Mike Daniels remarked that the Trust sought to be inclusive through the introduction of these policies and that the overlap with Gaelic, Welsh and wild places held a particular resonance. Amendments had been made following feedback received from the various bodies which had been consulted. The Trust's aims for implementing the policies as part of its Equality, Diversity & Inclusion programme in the next Corporate Strategy, had been set out; and the level of resources required would be worked out as part of the annual planning process.

Trustees **approved** the Welsh & Gaelic Language policies.

17. KILMARIE HATCHERY AND STRATHAIRD FARM NEXT STEPS

Kevin Lelland explained that a two-phase approach to the development and planning of the project was being proposed. The initial phase would see immediate operational actions carried out over the next year to prepare the site; during which time the feasibility study would be undertaken in order to further develop plans. The next stage would be the delivery phase when decisions would be implemented. The recruitment of a project manager, previously approved by Trustees, would oversee those two phases.

In discussion, Trustees:

- noted that there were no significant issues with the dam but recommendations had been made including on flood mitigation
- noted there had not been any opposition in the local community to date and that this would be carefully monitored through the planned consultation
- suggested that anything that could be done to help address the problem of second home ownership on Skye would likely be appreciated locally
- commented that the farmed ground at Strathaird was productive and could be beneficial to the local community

Trustees **agreed** the two-phase approach to the development and planning for the site at Kilmarie Hatchery and Strathaird Farm.

18. POSITION STATEMENT ON EXEMPLARY INTERPRETATION

Kevin Lelland gave a presentation on plans for developing exemplary interpretation at Trust properties, linked to one of the Corporate Strategy objectives. The proposal

was to move into a sequenced development programme covering all properties in Trust care and to consider what investment should be made both in terms of visitor management and also influencing people about wild places. A trailhead approach was proposed, and a framework for decision-making, a development road map and a funding plan would be brought forward in due course.

Trustees **welcomed** the direction of the proposals. Kevin Lelland would circulate the presentation and Trustees were invited to comment outwith the meeting [**Action Point 18**].

19. CROFTING – TRUST OBLIGATIONS & FUTURE OPTIONS

Mike Daniels spoke to the paper commenting that half of the Trust's land was under crofting tenure. The National Development Plan for Crofting outlined increasing areas of synergy with the Trust in relation to carbon, biodiversity and sustainable rural development and the Trust had an opportunity to influence change in this area and was seeking to appoint a Crofting Project Officer to take plans forward.

Trustees **noted** the background and were invited to send comment on the policy direction to the Executive email.

20. WIND VS. WILD: INCREASED THREAT OF DEVELOPMENT

Mike Daniels presented the paper advising of the heightened threat to wild places from onshore wind development and outlined the developing influencing strategy.

In discussion, Trustees commented that the Trust should advocate for proper carbon costing on renewable energy developments; and suggested that the technological changes with offshore renewables may provide a solution.

Trustees **noted** the content of the paper.

21. APPLICATIONS TO ENDANGERED LANDSCAPE PROGRAMME

David Balharry provided an update on the Endangered Landscape Programme (ELP) and other projects in the North West Highlands, and pointed out that a paper had been tabled for information to update Trustees on the progress of the NW 2045 initiative. Building on the work done by the Coigach & Assynt Living Landscape (CALL) project, the Trust was in the process of submitting an expression of interest to the ELP which had the potential to connect a landscape-scale corridor for wildlife, three times larger than the CALL project.

22. EXEMPLARY LAND MANAGEMENT IN THE CONTEXT OF WILD PLACES

A paper had been tabled which sought to explain the conundrum of intervention in wild places when the aim is 'exemplary' and the definition of a wild place celebrates the 'freedom of nature'.

In response to a question about what the Trust sought to achieve on individual properties, Mike Daniels commented that the property plans were evolving to provide greater detail of the ambitions.

Trustees **noted** the background to these issues.

CLOSING REMARKS

Dave Gibson remarked that Trustees were welcome to make contact with him in between meetings with comments, questions or to discuss issues.

Dave Gibson thanked the Executive Team for producing an informative set of papers, and Trustees for their contribution to the meeting.