



NON-CONFIDENTIAL MINUTES OF BOARD MEETING

20 March 2025
COSLA, Edinburgh & Teams (hybrid)

ATTENDANCE

In person

Trustees

Jane Smallman (Chair)
Alison Russell
David Farquhar
Denis Mollison
Carol White
Eelco de Jong
John Finney

Apologies

None

Staff

David Balharry (CEO) – Chief Executive Officer
Adam Pinder (DIG) – Director of Income Generation
Wendy Grindle (DC) – Director of Communications
Rob Buckman (IFD) - Interim Finance Director
David Fleetwood (DP) - Director of Policy

Apologies

Stuart Dillett (DO) – Director of Operations

Online

Trustees

Damian Aubrey
Emily Sutton
Clare Jefferis
David McKay

Staff

Laura Faulder (HS) – Head of Secretariat (minutes)
Imogen Peroni (SA) - Secretariat Assistant (minutes)

1 PRELIMINARIES

1.1 Welcome, introductions, apologies & Register of Interests

The Chair welcomed all to the meeting including Rob Buckman, the Interim Finance Director who joined the Trust in December 2024. They noted apologies from Stuart Dillett, Director of Operations. Emily Sutton noted a conflict of interest (see item 2.7).

1.2 Introduction to Board Effectiveness



The Chair welcomed Annabel Parsons and Steve Giles from Parsons Talent Consulting to the meeting and explained that they would be observing the Board meeting as part of the Board Effectiveness Review. Annabel and Steve explained that they would be attending the July Topical Forum in order to provide feedback from the review and facilitate an interactive session with Trustees.

2 NON-CONFIDENTIAL SESSION

2.1 Draft Non-Confidential December Board minutes and actions for approval

The HS agreed to make the following amendment to the draft December Board minutes:

P11. Item 2.3, CFO should be CEO. **[ACTION 11]**

The Board approved the December minutes subject to the above amendment.

Nº	From	Action Point	Owner	Status
1	Jun 2024	Review the Reserves figure of £1.5m and bring a recommendation to the August Finance Committee.	IFD	Delegated to Apr FC
2	Jun 2024	Circulate the updated Staff Handbook, including the Safeguarding Policy, to Board for information.	CEO	Discharged
3	Jun 2024	LT to consider how Trustee expertise could be best utilised following change in the Committee structure.	CEO	Discharged – will be part of Board Effectiveness Review
4	Dec 2024	Make requested amendments to September Board minutes before publishing final version.	HS	Discharged
5	Dec 2024	Produce a glossary of financial terminology e.g. restricted/un-restricted etc.	CFO	June 2025
6	Dec 2024	Email a short report on the JMA to Trustees including a summary of changes made and the operational implications.	DC	Discharged (CPD session)
7	Dec 2024	Circulate Leadership Team's Roles and Responsibilities document to Trustees.	HS	Discharged
8	Dec 2024	Amend draft Board Calendar to show Topical Forums as in person events.	HS	Discharged
9	Dec 2024	Circulate calendar of standing Board and Committee items.	HS	June 2025



Nº	From	Action Point	Owner	Status
10	Dec 2024	Circulate a revised AGM format paper for a between Board decision.	DC	Discharged - agenda item 3.13
11	Mar 2025	Make requested amendment to non-confidential December Board minutes prior to publication.	HS	June 2025
12	Mar 2025	Re-draft of the Strategic Casework Practice paper to be submitted to the June Board.	DP	Before June 2025
13	Mar 2025	Take legal advice to confirm that proposed operation of the online AGM met the requirements of Article 6.1.1 and 6.8.2.	CEO	April 2025

2.2 Between Board Decisions

Appointments as contacts and signatories for Trust's Bank Accounts via email to Secretariat as requested on 23 December 2024

Approval was sought from the Board for the appointment of Wendy Grindle (Director of Communications and Engagement) and Stuart Dillet (Director of Operations) as contacts and signatories from January 2025 for the following:

- CAF Bank
- RBS

Approval was also sought from the Board for the removal of Lesley Caron as a contact and signatory for the above, plus Brown Shipley (Investment Managers) as she left the organisation in September 2024.

The Board unanimously **approved** these requests by 6 January 2025.

Appointment as contact and signatory for the Trust's Bank Accounts and the Trust's Investment Manager via email to Secretariat as requested on 24 January 2025

Approval was sought from the Board for the appointment of Rob Buckman (Interim Finance Director) as a contact and signatory from February 2025 for the following:

- CAF Bank
- RBS
- Brown Shipley (Investment Manager)



The Board unanimously **approved** these requests by 27 January 2025.

The Board **noted** the between Board decisions.

2.3 Non-confidential CEO Report

The CEO took the paper as read and highlighted the planned use of a Strategy Delivery Dashboard to report on progress to the Board from June 2025. The Trustees agreed that they would find dashboard reporting useful. One Trustee noted that there has been a notable increase in Trust visibility in Policy circles which they felt was a positive development.

The Board **noted** the non-confidential CEO Report.

2.4 April Topical Forum – Glenfeshie

The CEO advised the Board that they, along with the Director of Policy, visited the CEO of Wildland, Tim Kirkwood, in March. The Trustee visit on the 9 April would include a driving tour of the four estates, starting at Killiehuntly, looking at before and after imagery of the regenerated land and the challenges they faced. Logistics for this event would be circulated shortly.

The Board **noted** the update on the upcoming April Topical Forum.

2.5 Deer Cull performance

The CEO spoke to the paper and advised that the focus of future reports on Deer Management will shift to tree regeneration from next year. He highlighted that the Trust had worked on an app with a development company in Q4 2024 that would record statutory cull information in the field after each cull, mitigating the need to collate and pass data between the Trust and NatureScot. The CEO invited questions from Trustees.

One Trustee noted that they felt it important to ensure there were guards against any manipulation of the app data for financial incentive. The CEO responded that this had been taken into account during the development of the app.

Another Trustee noted that they were pleased to see the contracts being brought together and would like to understand the process and timescales relating to this work.

The DIG highlighted that the Trust being able to provide visuals on the increased regeneration on its land to potential funders would be extremely valuable.



The Board **noted** the deer cull performance update.

2.6 Wild Place Index and Policy update

The DP spoke to the paper and advised Trustees that focus in the next quarter would be on finalising the data sources' objective assessment of Wild Places, finalising the process for quantifying threats and pressures, testing the prototype Wild Place Index on Trust sites, establishing internal governance structures now agreed and establishing an external steering group, including key partners.

The Board **noted** the Wild Place Index and Policy update.

2.7 Strategic Casework Practice Note and proposed development at Kinlochbervie

Emily Sutton noted a conflict of interest regarding the discussion of the proposed wind farm development at Kinlochbervie and the Trust's response and would therefore abstain from any votes.

The DP outlined the proposed strategic approach to planning and casework in order to use the Policy Team's resources to best effect and sought Board approval for implementing the draft guidance and the proposed approach to a windfarm development at Kinlochbervie. The DP invited comments from the board.

One Trustee commented that they were concerned that the wording implied that more wind power was unnecessary in Scotland. They also sought clarification on whether this approach meant that the Trust would prioritise JMT land and not land that was further from our properties. The CEO responded that wording could be added 'impacts on JMT land **or** wild places of high value'.

The Chair noted that JMT would be working with partners, and this needed to come through more strongly in the matrix.

A further Trustee commented that in terms of triggers for casework intervention, it would not be the significance of impact that was important, but the acceptability. Is the impact unacceptable to the objectives of the Trust? They suggested that some of the terminology may need amending in order to relate to the Environmental Impact Assessment regulations. The DP agreed to submit a re-draft of the paper before the June Board Meeting. **[ACTION 12]**

3.13 AGM Format (moved from Confidential Minutes)

The DC highlighted a recommendation within the paper to provide an in-person Members' and Supporters' Gathering in Scotland's Central Belt on Saturday 13 September. The intention would be to film keynote speeches and make the



recordings available on the website after the event.

The in-person gathering would be followed by an online AGM on the evening of Monday 15 September. Any requirement for an Extraordinary General Meeting could be accommodated immediately after the main AGM business.

The other AGM 2025 format options for consideration were:

- (1) In-person - pre 2020 format
- (2) Online format of the last 5 years
- (3) Hybrid (a combined in-person and online AGM)
- (4) An evening online AGM following a separate in-person members' and supporters' gathering a day or two earlier.

Trustees discussed the merits of each and noted that Option 4 was the most inclusive and provided the opportunity to reach a wide audience.

One Trustee noted a requirement that members be able to communicate together as stated in the Articles of Association (Article 6.1.1). There is also a requirement that any member of the Trust who is entitled to vote is entitled to attend and speak at any General Meeting (Article 6.8.2). The DC confirmed that a chat function, together with muting and unmuting microphones would enable these requirements to be met.

The CEO suggested that legal advice be taken to confirm that the proposed operation of the meeting met these requirements. **[ACTION 13]**

Trustees requested the Members Gathering be opened to include non-members as a means of engagement. The DC confirmed this would be the case and that at the three regional gatherings held last year, the attendance was higher from supporters and non-members than members. It was suggested that a modest charge be made for attendance at the gathering to defray some of the catering costs.

The Board unanimously **approved Option 4.**