NON-CONFIDENTIAL MINUTES OF BOARD MEETING

19 March 2026
COSLA (Edinburgh) & Teams (hybrid)

ATTENDANCE

In person

Trustees
Jane Smallman (Chair)
Clare Jefferis
David Farquhar
David Rogers
Douglas MacMillan
Graeme Fisher
Steve Carver

Staff
David Balharry (CEO) – Chief Executive Officer
Adam Pinder (DIG) – Director of Income Generation
Wendy Grindle (DC) – Director of Communications
Rob Buckman (DFR) - Director of Finance and Resources
David Fleetwood (DP) - Director of Policy
Matthew Coathup (MC) - Head of Wild Places Index, item 11 only

Online

Trustees
Damian Aubrey
Carol White
Dominick Spracklen

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

Apologies

None

1 PRE-MEETING – TRUSTEE AND CEO ONLY SESSION

2 WELCOME, APOLOGIES AND REGISTER OF INTERESTS

The Chair welcomed all Trustees to the March Board meeting including new co-opted Trustees David Rogers, Douglas MacMillan and Graeme Fisher. No apologies were noted.

Updates to the Register of Interest were noted.

3 DRAFT DECEMBER BOARD MINUTES AND ACTIONS

The Board **approved** the confidential and non-confidential December 2025 Board Minutes and the confidential February 2026 Board Minutes with no amendments.

4 BETWEEN BOARD DECISIONS

<u>AGM and Member Event Dates</u>

Trustee approval was sought by email from Secretariat on 10 February 2026, to approve or otherwise the below dates for the in-person 2026 Members Gathering and AGM.

25 September – Members Gathering
26 September – AGM

This was **approved unanimously** by 17 February 2026.

<u>Trustee Co-option</u>

Trustee approval was sought by email from Secretariat on 11 February 2026, to approve or otherwise the decision to co-opt three Trustees, following the Board's previous decision on 27 November to co-opt two Trustees.

This was **approved by majority decision** by 18 February 2026.

The Board **noted** the Between Board Decisions.

5 CEO REPORT - FOR INFORMATION

The Board **noted** the CEO report.

7 RISK REGISTER – FULL ANNUAL REVIEW – FOR DECISION

The Board **noted** the Risk Register and the current risk position.

6 MANAGEMENT ACCOUNTS - FOR INFORMATION

The DFR presented the management accounts, highlighting that 2025 was a strong income year in which the Trust ended with a surplus.

The Board **noted** the management accounts and current financial position.

9 TRUSTEE VACANCIES TO BE ADVERTISED – FOR DECISION

The Chair noted that the Trust was required under the Articles to advertise for four three-year vacancies for elected Trustees each year. The Board had discretion in whether they advertised a further two Casual Vacancies (one one-year and one two-year) this year.

The Board **agreed by majority decision** not to fill the casual vacancies, while also considering the use of co-option and external advisors to address skills gaps and increase diversity.

10 GOVERNING DOCUMENTS UPDATE – FOR DECISION

The Board was asked to agree:

That the Standing Orders and Scheme of Delegation be updated reflect the Committee structure agreed in March 2024.

It was noted that these changes were not permanent and could be revisited if needed, with the intention of tidying up the governing documents for the current period.

The Board **agreed** that the Standing Orders and Scheme of Delegation be updated as recommended.

11 WILD PLACE INDEX (WPI) ROLLOUT – FOR INFORMATION

The Head of Wild Places Index (HWPI) joined the meeting online for this item only and shared an update on the WPI, outlining its purpose, methodology, technical challenges, and next steps. He explained that the WPI aims to provide a robust tool for measuring, mapping, and monitoring wild places, using a set of ecological and landscape variables.

The Board discussed the need for nuanced scoring, appropriate weighting of attributes, and the integration of national and global data sets, with suggestions for including visual, acoustic, and night-time light impacts.

The Board **noted** the WPI Rollout presentation.

12 INCOME GENERATION PROGRESS FOR INFORMATION

The Board **noted** the Income Generation update.

13 HR AND SAFEGUARDING REPORT – FOR INFORMATION

The Board **noted** the HR and Safeguarding Report.

17 CONVENOR REPORTS – FOR INFORMATION

The Board **noted** the Convenor reports for the March Finance Committee and Trading Company Board.