

## Board Meeting

2 July 2019

6.00 pm Woodend, Scarborough



### MINUTES

Present: Robert Sword (RS) – Chair, Dave Evans (DE), Julie Stewart (JS), Ian Horton (IH), Cllr Phil Kershaw (PK)

#### In attendance

Angela Doherty (AD) - Administrator and Company Secretary.

1. **Apologies:** Karl Gerhardsen (KG), Stephen Parker (SP), Robert Peacock (RP), James Risker(JR), Cllr Subash Sharma (SS) **Action**

RS welcomed Cllr Phil Kershaw to his first meeting. Cllr Kershaw represents Woodlands Ward.

2. **Declarations of Interest:** None

3. **Minutes of meeting on 28 May 2019**

The minutes of the meeting on 28 May 2019 were **AGREED** as a true record.

**a) Matters Arising not on the Agenda**

(i) *Stronger Communities/Wild About the Woods.*

WW is writing to People's Health Trust to confirm that RWCE wishes to spend the £3,500 of funding still to be claimed on training and apprenticeships. DE to contact WW to confirm that this has now been done. **DE**

WW is coming up with a series of ideas for possible bids and some bullet point suggestions for what to include. He will then meet with DE/SP/RP to go through the ideas with a view to DE/SP/RP writing the bids. JS is also keen to be involved. DE to let her know when the meeting will be. **DE**

(ii) *Strapline* – it was agreed that the strapline should promote the idea of community enterprise. JS to take forward. **JS**

(iii) *Woodland Trust* – RS has had written confirmation from the Head of Estates Management at the Woodland Trust that Mark Feather (MF) is not available to assist RWCE. This is very disappointing news for RWCE, especially as MF himself is still keen to help. RS has arranged to meet with the Woodland Trust directly to discuss this further. **RS**

(iv) *Appointment of Co-optee* – at the last meeting the Board agreed to the appointment of Maria Arnold(MA) of Scarborough Conservation Volunteers as a co-optee. However, this has not yet been formalised at Companies House as the relevant forms have not yet been completed by MA. The delay is due to a concern that there could be a conflict of interest for MA as it is possible she could do some paid work for RWCE as a contractor in the future. Whilst this is not in contravention of the Articles, as long as it is declared and the remuneration is not for work related to her role as a Director, the Board were mindful that it could be misconstrued. After careful consideration it was **AGREED** that it would not be appropriate for MA to be a Board member. However, as she had been invited to join the Board as a representative of the Scarborough Conservation Volunteers, another member of that group could be appointed instead. DE will let MA know of the Board's decision regarding her appointment and ask if another member of the Scarborough Conservation Volunteers will put themselves forward. **DE**

**b) Confirmation of Confidential items**

The Board agreed that no items on the last minutes were deemed to be confidential to the Board. The minutes will now be posted on the website. **AD**

#### 4. Governance

##### a) Confirmation of Scarborough Borough Council Representatives

Official notification has been received from Scarborough Borough Council to confirm that Cllr Subash Sharma and Cllr Phil Kershaw will be the Council representatives on the RWCE Board for the life of the Council ie to May 2023. AD will record the appointments at Companies House.

AD

##### b) Expert Director Appointment

There appears to have been some misunderstanding in respect of contacting Simon Boyes. He has been supportive of RWCE in the past and the Board felt that his knowledge and experience would be an asset to RWCE. RS will try to contact him again.

RS

##### c) Nominated Director for Barrowcliff Big Local

DE confirmed that, currently, no member of Barrowcliff Big Local wished to put themselves forward. PK is due to meet with representatives of Barrowcliff Big Local shortly and he will raise the question of RWCE Board representation with them.

PK

#### 5 Lease/National Nature Reserve Agreement (NNRA)

RS gave the following update:

- The lease side letter has been amended re Throxenby Mere.
- The lease is now ready to sign with the statutory declaration needing to be signed in front of a lawyer.
- RS is still trying to set up a meeting with Natural England(NE) representatives.
- The draft vision which NE said it would circulate following the meeting held on 17<sup>th</sup> April in East Ayton has still not been received.

RS

#### 6. Financial update

Since the papers were circulated an invoice for £1,869 has been received for the brush clearance. The current overall balance is now £17,337.46 allocated as below:

- *Wild About the Woods* - The current balance is £1,261.55. A final payment of £3,594 is due to be paid in two instalments - £2,396 and £1,198. See also 3a(i).
- *Unrestricted funds* - The current balance is £16,075.91.

It was noted that there may be one more invoice in relation to the felling activities for work to tidy up the last few bits and pieces. This is likely to be in the region of £200.

#### 7. Business Plan Focus Group

(i) Woodland Management

##### a) Timber felling future plans

An outline proposal was discussed at the last Board meeting. RS has not yet asked the Wykeham estates contractor for his advice but will do so if it is felt necessary.

RS

DE presented an updated proposal as below:

- Aim to use the same model as last year but using RWCE's own team to fell/extract. This would be a dedicated team of two people to do the felling/thinning etc with a third doing the extraction. They will be self-employed contractors.
- RS would prefer if they were a group rather than individuals but it is recognised that, as RWCE would be putting them together in the first instance, they would each need to see how it worked before then potentially becoming their own company.
- The individual contractors will need to ensure they are properly covered for insurance.
- General woodland management activities could be done if the conditions on any given day do not permit felling.
- Discussions have taken place with Natural England about the areas above where felling was done this year (mainly beech). They have no problem with clear felling or haloing here and have no issue with the sites proposed.
- The aim is to extract 400 tons of mainly hardwood initially.

- The proposed areas are:
  - Greengate car park/Forge Valley – felling.
  - Cunsey Gate car park area (larch) - create viewpoint, put in benches, replanting.
  - Raincliffe Gate car park – coppicing (hazel, elder), silver birch to be removed as they regenerate very quickly.
- Felling and clearing will be done at the same time to avoid any mess being left behind.
- All parts of the wood will be used, including making furniture for the woods eg benches, notice boards.
- Some brash will be broken down and left, some chipped, some made into small logs to be sold on.
- Aim to start end August.
- It will be necessary to check the Management Plan to ensure there is no issue with felling licences.
- If this goes ahead it means that there will be a Woodland Management Team in place which is in line with the stated direction of travel for Raincliffe Woods.

DE

#### *Estimated costs/income*

- Work to be carried out over 3 days per week for 8 hours per day using chainsaws.
- Estimate 5 to 10 tons per day to sawmill depending on conditions, giving a gross figure of £300 - £600 per day.
- Contractors paid £10 per hour, 8 hours a day = £480 per week. (Another option could be a lower hourly rate plus a per ton price for extraction).
- Equipment hire estimated at £200 per week.
- Transport cost to sawmill £9.00 per ton.
- Estimated weekly surplus - £50-£100.
- To get the project started/to aid with cash flow, it is proposed that £5k of the surplus from the forestry work is used. That would cover c10 weeks of woodland management work.

#### *Insurance/Certificates*

- As noted at the last meeting “Sparks” have someone who is qualified to do the work and they could cover the cost of insurance for that person only in the first year.
- Individual contractors are responsible for their own insurance.
- RWCE is unable to provide insurance to such individuals under FSA rules.
- The team need to have the necessary certificates in place, or some of the PHT funding could be used to enhance existing certificates. Without certificates the individuals will be uninsurable.

#### *Contracts/SLA*

- There will need to be proper contracts in place.
- The length of the contract is yet to be determined. It was suggested that 6 months, with an option to terminate if it is not working, would be appropriate.
- The contract should include a task list/schedule of works.
- There will need to be one person who acts as team leader.
- There will need to be an SLA in place for the use of equipment.
- The contract for the contractor used for 2018/2019 could be used as a template. JS offered to review it. DE to send to JS.

DE

#### *Risks/Issues to be addressed*

- Individual insurance needs to be sorted out prior to any work starting.
- Formal contracts/SLAs need to be drawn up prior to any work starting and must include an option to terminate.

- A team leader will need to be identified.
- If it doesn't work there needs to be a specified breakeven point ie the point at which a decision is made to stop.
- It is weather dependent.
- It needs very careful management and must be sustainable in the long term.
- It must generate a surplus.

The Board **AGREED** the proposal in principle, subject to the risk/issues identified above being addressed/resolved, and subject to a formal written management and financial proposal being issued before the next Board meeting and subsequently agreed by the Board.

DE to discuss further with SP/RP and to then send to the Board a written proposal setting out anticipated costs, income and surplus, identification and mitigation of risks and proposed timescales for the work. As the next Board meeting is not until September, the proposal is to be sent by email. If it is felt a meeting is necessary to discuss further then an additional Board meeting will be convened to discuss this item only.

DE/SP/RP

*b) Improvements to woodland*  
Covered in a) above

*c) Joint foot/cycle path – Raincliffe School/Mere update.*

It has been reported in the local press that the Lady Edith's housing development Section 106 money has been allocated to Throxenby Mere, Newby School and a playpark for children. It is not clear if the money allocated to Throxenby Mere is for the work RWCE was proposing. PK will check what was agreed at the Planning Committee and let DE know.

PK

(ii) Partnership Working  
Nothing to update.

## 8. Boardwalk Project update

RP had provided an update by email and the following was noted:

- Planning permission has been submitted and is expected to take 8 to 12 weeks, depending on the number of objections.
- SBC Cabinet have approved the bridging finance but one Councillor raised concern about the lack of communication. The Councillors have all been briefed so it is assumed it was a reference to comments made by West Ayton Parish Council and a local farmer.
- RP has asked to attend West Ayton Parish Council to talk about the project but has not yet had a response from the Parish Clerk.
- RP has contacted the NFU who had originally requested to meet with the local farmer who had raised specific concerns. However the NFU representative dealing with the case has now left and his replacement had not been aware of the need for a meeting.
- SBC could call in the bridging finance if there are a lot of objections to the project.
- RP will be taking updated project costs to the Rural Payment Agency in the next 2 weeks.
- DE has written to the new leader of the Council, Cllr Steve Siddons, to explain the work RWCE was proposing to improve the area, to create something for the benefit of the whole community and to help increase tourism.

## 9. Access

RS is meeting Briony Fox, the Conservation Director of NYMNP at 10.00 am on 31 July at Wykeham re the idea of 'Derwent Vitalise'. He is keen for one or two Board members to join him. DE/RP/SP to decide between them who will attend. It was noted that Rye Vitalise took nearly 5 years to come to fruition.

DE/RP/SP

## 10. Row Brow Archery update

KG had provided an update by email and the following was noted:

- The two targets installed above Lady Mildred's Ride (ie just outside the area of their licence) have been removed.
- Minor path works are being done.
- More targets are being carefully installed within their site .
- RS noted that the licence had not yet been returned – he will follow up.

RS

## 11. Funding

See 3a(i) above.

## 12. Publicity, marketing and events

Nothing to report.

## 13. Health and Safety

Nothing to report.

## 14. Any other business

a) *Proposed Board meeting dates 2020* - the Board noted the proposed meeting dates for 2020. A decision on whether or not to have a meeting in August will be made nearer the time. Consideration will be given to a later start for the AGM nearer the time.

b) *Open well*, Row Brow Wood – KG has a number of sleepers which he will give to RWCE to cover the open well. Transport will be needed to get them to the edge of the woods (for which there will be a cost) and volunteers will then be needed to put them in place. DE will speak to Thorn Park re transport cost.

DE

c) *Signage* – More signs are needed. RS to send DE contact details for Don French so that DE can contact him directly.

RS

d) *Retirement of RS* – RS will be retiring from his role at Dawnay Estates on 31 May 2020. He will let the Board know early next year if he will be able to continue to serve on the Board and as the Chair.

It was noted that the Board could benefit from additional Board members. For gender balance it was agreed that it would be helpful to have a female director with the proviso that they must have the necessary skills and experience. RS/JS will meet to review the skills needed and options for recruitment of new members. It was noted that there is no limit to the number of co-optees but the maximum size for the Board is 14.

RS/JS

## 13. Date of next meetings

- No meeting August
- 10 September 2019
- 15 October 2019
- 19 November 2019

*All members of the Board are bound by the principle of Collective Responsibility. This means that whilst Board members are at liberty to express their individual points of view at Board meetings, and are encouraged to engage in full and frank discussion, once a matter has been agreed, that decision is then owned by the Board. All Board members should present a united front outside of the meetings taking collective responsibility for that decision whether they personally agreed with it or not. Board members should not share with people outside of the Board the views expressed by individual Board members in discussions, or how they voted. Only the decision should be shared as recorded in the minutes.*