



TEL 01491 573535
EMAIL hq@oss.org.uk
WEB www.oss.org.uk

**Minutes of the thirty-third meeting of the Board of Trustees of
the Open Spaces Society held at 12 noon on Thursday 8 March 2018 at
Friends House, 173 Euston Road, London NW1 2BJ**

PRESENT Graham Bathe (chairman)
Diane Andrewes
Hilary Hunt
John Lavery
Jean Macdonald
Mary Traynor
Phil Wadey
Steve Warr

IN ATTENDANCE Kate Ashbrook (general secretary)

DECLARATIONS OF INTEREST

1/18 There were no declarations of interest.

MINUTES OF THE MEETING ON 7 DECEMBER 2017

2/18 The minutes were approved as a correct record and for publication on the website.

DECISIONS TAKEN SINCE LAST MEETING

Finsbury Park

3/18 The general secretary reported that the legal subcommittee, after a meeting with counsel, had agreed to submit an application to the supreme court to support the Friends of Finsbury Park's application for leave to appeal. We await the court's decision on whether leave will be granted. If it is granted, the legal committee will come back to the trustees with a recommendation for any additional expenditure.

Donation towards counsel's opinion

- 4/18 The general secretary reported that, under her delegated authority, she had offered up to £500 to the British Horse Society (BHS). This was towards the cost of counsel's opinion on whether there were grounds for appeal against two decisions by the same inspector relating to public-path applications in Devon. In both cases the inspector had given greater weight to the fact that the paths were not shown on the draft map in the 1950s than to the historical evidence provided. The cases could set a dangerous precedent.
- 5/18 Phil Wadey said that there was a further question as to who had the standing to appeal, since decision letters no longer specify the user group involved and merely name the applicant. Phil agreed to contact BHS about including this in the questions to counsel.

OSS HERITAGE PROJECTS

- 6/18 The trustees considered a paper from the chairman and general secretary, noting that we depend on legacies for our survival, and that we now had, or had been promised, about £1 million in addition to the reserves needed for the next four years' business. The trustees were delighted to be in this strong financial position and agreed that we should look at future projects which could be bigger and longer-lasting than previously.
- 7/18 The trustees agreed to appoint a working group to develop ideas for projects and to cost and prioritise them for presentation to the trustees. The working group would consist of the treasurer, Jean Macdonald and the general secretary who would consider the merit of appointing one or two other members of staff and/or a local correspondent.
- 8/18 It was agreed to invest the Candy bequest in a designated fund in Charifund.

STRATEGIC PLAN 2019-2024

- 9/18 The trustees reflected on the workshop held the previous day which had been facilitated by John Bullivant of Good Governance and attended by trustees, staff and three local correspondents, with Beverley Penney as note taker. Trustees considered that it had been a useful event which will help us with the process of developing our plan, while recognising there was still much work to do.
- 10/18 The trustees thanked Hilary Hunt for her work in preparing for the day, and Ellen Froggatt for her substantial work in collecting and analysing the data and Christine Hunter for assisting with preparation of the material. They also thanked John Bullivant, who had generously acted *pro bono*, for all his work in preparing for the workshop and for facilitating such a stimulating and productive day.

- 11/18 It was agreed that Hilary and the general secretary would consider next steps in the light of the feedback from John Bullivant, and would involve the chairman as appropriate.

FINANCIAL MATTERS

Minutes of finance committee meeting on 21 February 2018

- 12/18 These were noted.

Management report to 31 December 2017 and treasurer's commentary

- 13/18 The report and commentary were noted. The treasurer explained that the surplus of £225k was less than that shown in the accounts for the reasons given in minute 11 of the finance committee minutes of 21 February.

Investment and cash summary at 31 December 2017

- 14/18 The report was noted. The treasurer reported that the reserves as shown in the report were strong, with over £1m of surplus reserves. We have cash at Barclays and Charities Aid Foundation, and this was above the £85k financial services compensation scheme protection threshold. There were few opportunities for investing cash but the treasurer would continue to look for them, and would call an ad hoc finance committee meeting if we need to put £85k in another bank. We have two deposits which are not fixed: Cambridge & Counties and Nationwide, and as we only have £75k in each, the treasurer proposed that we put another £10k in each. This was agreed.

Approval of accounts for 2017 and letter of representation

- 15/18 The treasurer explained that the total income for 2017 took us over the £500k threshold so this year the accounts included a cashflow statement. The trustees approved the accounts subject to disclosure of a payment to Phil Wadey, in a non-trustee capacity, of £780 for 52 copies of his book *Restoring the Record*, which we had given to local correspondents and trustees. The letter of representation was approved subject to the same disclosure.

- 16/18 It was proposed by Jean Macdonald, seconded by Diane Andrewes and unanimously agreed to delegate the chairman and treasurer to approve and sign the final version of the accounts and letter of representation on behalf of the trustees.

Topic for spring appeal

- 17/18 The trustees discussed possible topics for the spring appeal and suggested a theme related to the 50th anniversary of the Countryside Act 1968.

TRUSTEE DEVELOPMENT

Trustee training and matters arising

- 18/18 The trustees discussed the paper from Mary Traynor and Hilary Hunt, following their attendance at trustee training by the National Council for Voluntary Organisations (NCVO).
- 19/18 It was agreed that existing and new trustees should be encouraged to attend the NCVO course.
- 20/18 Mary Traynor volunteered to review our trustees' handbook which needs updating, and to research a suitable skills audit for trustees.
- 21/18 The trustees noted the other elements of good governance practice in the paper, and agreed to consider them in due course while bearing in mind what was proportional for a small organisation such as ours.

Trustee succession

- 22/18 It was noted that, at the AGM in July, three trustees including the chairman and vice-chairman must step down having completed their six-year terms. We had received a nomination for trustee from Chris Meewezen, so at present there could be three vacancies.
- 23/18 It was agreed to set up a working group to look at trustee and staff succession, starting with trustee succession. John Lavery and Hilary Hunt agreed to serve, and to produce some ideas by the end of April, including thoughts about co-options, for trustees to consider. It was noted that in the risk register we had an action to co-opt a trustee from Wales. It was further noted that the trustees needed to elect a new chairman at the meeting immediately after the AGM.
- 24/18 It was noted that, once we know what skills we are seeking for the board, we can ask Reach Volunteering to help us recruit someone.

ANNUAL GENERAL MEETING, 5 JULY 2018

Draft agenda

- 25/18 The trustees approved the draft agenda and agreed to invite Paul Clayden to chair the AGM. The vice-presidents would be proposed by John Lavery and seconded by Phil Wadey. The special resolution to amend the articles with regard to voting would be proposed by Phil Wadey and seconded by Jean Macdonald.
- 26/18 In the afternoon it was agreed to have short discussions on topics to include:

- Commercial use of parks (perhaps in light of Finsbury) – John Lavery and Tom Palin (Friends of Finsbury Park).
- Commons reregistration project (Hugh Craddock).
- Privately-owned public spaces.
- Restoring the rights-of-way record (Phil Wadey)

27/18 It was agreed to spend up to a maximum of 30 minutes discussing the strategic plan, perhaps with an introduction from the general secretary about what we have achieved in the current plan period, and then to offer some priorities for members to consider or to suggest others (Hilary Hunt)

28/18 We would also invite members to speak for up to five minutes on their campaigns, and allow 30 minutes for this.

Annual report for 2017

29/18 The trustees approved the draft annual report.

MEMBERSHIP

Membership figures at the end of December 2017

30/18 The trustees noted that membership was 1,919 at the year's end.

Membership working party

31/18 Mary Traynor reported that the membership working party had not been able to meet since the last trustees' meeting but she was now participating in the monthly telephone updates with the office manager and Nichola Finan (social media) and Laura Smith (search-engine optimisation). Mary hoped there would soon be progress on the new website and the general secretary said that she would make inquiries.*

32/18 Mary was also keen to review the material that goes to members. Hilary Hunt said that if we are looking at what we want to achieve by 2024, we will also need to think what kind of members we want by 2024 to achieve our aims. Graham Bathe said that we need to prove that we have a mandate and one way of doing this is by having members or supporters.

COMMONS REREGISTRATION PROJECT

33/18 The trustees noted the report to the end of December 2017 from Tomas Hill, but were concerned that they could not judge from this what progress was being made. They asked that in future they have a spreadsheet showing progress against each case, alongside an overview from Hugh Craddock who is managing the project, so that they can be assured of the progress being made.

GENERAL DATA PROTECTION REGULATION (GDPR) POLICY

- 34/18 The general secretary said that a letter had gone to all members with *Open Space* informing them that we are holding their data, and that they need to tell us if they would like any amendments. The trustees were pleased with the letter.
- 35/18 It was noted that the staff would draft a GDPR policy and circulate it to trustees for approval by email.

RISK REGISTER

- 36/18 The risk register is normally reviewed annually and the general secretary apologised for forgetting to bring it to the December meeting. In view of the shortage of time at the current meeting it was agreed to defer it to the June meeting.

LOCAL CORRESPONDENTS

Reappointments

- 37/18 It was agreed to reappoint the following for a further three years: Jay Kynch (Rhondda Cynon Taff) and Gordon Sencicle (Kent, Thanet District).

Appointment

- 38/18 It was noted that Malcolm Lees had decided he did not wish to give up Chelmsford and that he had been reinstated. It was further agreed to accept his offer to take on the whole of Essex.

Resignation

- 39/18 It was noted with regret that Brian Cowling (Bedford Borough) had resigned for personal reasons. Trustees paid tribute to his excellent work in holding Bedford Borough to account.

Reports

- 40/18 John Lavery had studied the reports and sent some notes, which the general secretary had followed up. Trustees asked to receive a copy of the report.
- 41/18 The trustees wished to show their gratitude to the local correspondents and assure them that their reports are read. It was agreed to ask them at the August event whether they feel they have sufficient support and recognition, and whether they want to share their reports.

Draft programme for event on 15-16 August 2018

- 42/18 The trustees noted the draft programme. Local correspondents have been invited to send their hot topics for discussion.

PROFESSIONAL INDEMNITY INSURANCE

- 43/18 The trustees were not aware of any new claims or circumstances or problems which may give rise to a claim.

ANY OTHER MATTERS ARISING FROM PREVIOUS MINUTES

- 44/18 The trustees noted the paper listing outstanding matters arising.

Minute 99/17: contribution to Ramblers for High Ham case

- 45/18 The trustees noted that there was an error in minute 99/17 regarding the contribution of £5,000 to the Ramblers for the High Ham Case. The contribution was towards the estimated cost of £20,000 for counsel's opinion, a pre-action letter and an application to the court (not just for counsel's opinion as stated in the minutes). It was further noted that, following the response from the treasury solicitor, the Ramblers had decided not to proceed with an appeal.

Minute 168/17: Definitive map modification applications by members

- 46/18 It was agreed that the annual report of cases which have been made in the name of OSS would be presented to trustees at the December meeting each year.

REVIEW OF MEETING

- 47/18 The trustees noted that it had been a long and productive meeting, but that they needed to exercise a bit of self-discipline to avoid side conversations.

DATES OF NEXT MEETINGS

- 48/18 Thursday 7 June 2018 at Friends House, London (Lucretia Mott room)
 Thursday 5 July 2018 (AGM) at Friends House, London (George Fox room)
 Thursday 27 September 2018 at Friends House, London (George Fox room)
 Thursday 6 December 2018 at Friends House, London (George Fox room)

ANY OTHER BUSINESS

- 49/18 The general secretary reported that she would become chair of the Ramblers at the end of general council on 8 April, and that this would run for three years.

The meeting closed at 3.45 pm.

** Post-meeting note: A technical brief for the website has been prepared and will shortly be circulated to the membership working party.*

GMB

