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**Minutes of the thirty-fifth meeting of the Board of Trustees of
the Open Spaces Society held at 12 noon on Thursday 27 September 2018 at
Friends House, 173 Euston Road, London NW1 2BJ**

PRESENT Chris Beney (chairman)
John Hall
Hilary Hunt
John Lavery
Jean Macdonald
Chris Meewezen
Steve Warr

IN ATTENDANCE Kate Ashbrook (general secretary)

DECLARATIONS OF INTEREST

110/18 There were no declarations of interest.

MINUTES OF THE MEETING ON 7 JUNE 2018

111/18 The minutes were approved as a correct record and for publication on the website, subject to the following changes:

62/18 Review of commons re-registration project: replace '21 March' with '21 May'.

71/18 Conflicts of interest: add 'and staff' after 'trustees'.

MINUTES OF THE MEETING ON 5 JULY 2018

112/18 The minutes were approved as a correct record and for publication on the website.

DECISIONS TAKEN SINCE LAST MEETING

- 113/18 The trustees noted that they had endorsed the recommendation of the Legal Subcommittee to commit up to £10,000 from the general fund to the Warcop public inquiry at which we are opposing the deregistration of commons in Cumbria, represented by George Laurence QC with instructing solicitor.

TRUSTEE SUCCESSION PLAN

- 114/18 Hilary Hunt introduced the paper and skills audit.
- 115/18 She explained that the aim was to consider what we need and then how to fill the gaps. There was a consensus that the board was light on marketing, digital including social media, fund-raising and IT skills. It was further noted that John Lavery has to stand down for at least a year next year and therefore there will be a gap of legal knowledge. It was agreed that we should focus initially on co-opting someone with social media and marketing skills, and someone from Wales.
- 116/18 It was agreed that the general secretary would have an initial talk with NCVO about filling the gaps, and John Lavery would support her in this and assist with producing job specifications.

FINANCIAL MATTERS

Minutes of finance committee meeting on 7 June 2018

- 117/18 These were noted.

Report of finance committee meeting on 27 September 2018

- 118/18 The treasurer gave an oral report of the finance committee meeting held immediately before the trustees' meeting. He said that the committee had started the budget process for this year, running a similar budget timetable to the 2018 budget. Proposals for additional projects should come from trustees and staff during October and November, for consideration at the November finance committee.

Management report to 31 July 2018 and treasurer's commentary

- 119/18 The report and commentary were noted. The treasurer said that we had a significant sum of money available for investment in the organisation. Some of the projects we had hoped to carry out during 2018 had not been delivered because of insufficient capacity. He said that we need to bear in mind that the budget process sets priorities and we should do what we say we will do. In an update of the July numbers, he reported a further £100,000 legacy from the Wyld estate, given at the discretion of the executors, which was welcomed by trustees.

Investment and cash summary at 31 July 2018

- 120/18 The report was noted.

Subject for autumn appeal

- 121/18 It was suggested that the appeal might be related to the Warcop and Yateley commons cases.

Archive project with Museum of English Rural Life (MERL)

- 122/18 The trustees approved the recommendation from the general secretary that we donate £30,000 to MERL in Reading which will prepare, catalogue, publicise and store the archives currently held at Wilkins in Reading. The project would be funded from a generous donation from Colin Bennett.

British Standard 5709 document for office and local correspondents

- 123/18 Chris Beney recommended that we buy copies of the new British Standard (BS) 5709 on Gaps, Gates and Stiles for any local correspondents who require one, on the understanding that they will return them if they cease to be correspondents. He explained that, unfortunately, BS does not allow the document to be copied even for a fee. Seven correspondents had asked for a copy and so it would be cheaper to join the British Standard organisation for a subscription of £248 for one year and buy the copies at half price (£119 as opposed to £237 per copy).

- 124/18 It was agreed to join BS and purchase ten copies (the extras to be held by the office) at the concessionary rate.

COMMITTEES, SUBCOMMITTEES AND WORKING PARTIES

- 125/18 The trustees reviewed the terms and reference and membership of committees, subcommittees and working parties.

General purposes committee

- 126/18 The terms of reference were confirmed subject to the reduction of the quorum from three to two. It was agreed that the three officers would serve on the committee.

127/18 Finance committee

The terms of reference and membership were confirmed unchanged.

- 128/18 The trustees approved the financial policies and practices with no alteration.

Legal subcommittee

- 129/18 The terms of reference and membership were confirmed unchanged. It was noted that when John Lavery leaves the board next year we shall ideally need a lawyer to replace him on the committee.

Membership working party

- 130/18 The terms of reference and membership were confirmed unchanged.

STRATEGIC PLAN 2019-2024

- 131/18 Hilary Hunt and Jean Macdonald had produced a further draft of the plan. Hilary explained the background to the strategic plan for the benefit of new trustees. The latest draft grows out of our charitable aims, and the themes permeate everything we are trying to do. One of the top issues that came out of the consultations was the OSS profile and image. Our weaknesses had been identified as lack of relevance, political clout and environmental credentials.
- 132/18 Jean Macdonald explained that the objectives may not be realistic but are there as place markers.
- 133/18 The trustees were invited to submit any detailed comments to the general secretary after the meeting, by a date to be confirmed.
- 134/18 It was agreed that the general secretary should mention the 'heritage projects' in the preamble, these being projects which have a longer timescale and visible presence.
- 135/18 It was agreed that, after the staff have had an opportunity to comment on the draft, it should be put on the website so that members and others can comment.
- 136/18 The final draft would be approved by the trustees in December.

GOOD GOVERNANCE AND 'MATURITY MATRIX'

- 137/18 Hilary Hunt introduced her paper. John Bullivant of Good Governance had generously produced a 'maturity matrix' tailored to the OSS. The aim was to get the consensus of the board of where it believes the organisation is and to use the matrix as an annual-review tool of where we are. Board members had responded and had shown a wide level of disparity of view of where we are.
- 138/18 After some discussion it was agreed that the trustees did not wish to pursue this exercise further, but acknowledged that it had flagged up areas to which they need to pay attention, such as board development, succession and knowledge management.

ANNUAL GENERAL MEETING, 5 JULY 2018

Draft minutes

- 139/18 The trustees approved the draft minutes for presentation to the 2019 AGM and publication on the website.

Matters arising

- 140/18 Minute 18/5: the general secretary confirmed that we had not yet been given the reasons for the supreme court's refusal of leave to appeal against the Finsbury Park decision in the court of appeal.

MEMBERSHIP**Membership figures at the end of August 2018**

- 141/18 The trustees noted that membership was 1,911 at the end of August, which was the same as at the end of September 2017.

Membership recruitment and retention

- 142/18 The trustees noted the report from the office manager. Trustees asked that the testing of the website by trustees should not be just over the Christmas break.
- 143/18 The trustees looked forward to learning what the cost of writing the website content would be.
- 144/18 The general secretary would inquire whether we had plans for a Christmas shopping page on the website this year.

LOCAL CORRESPONDENTS**Reappointments**

- 145/18 It was agreed to reappoint the following for a further three years: Maggie Coleman (Medway) and Graham Wanstall (Canterbury City, Dover District and Shepway District in Kent).

Reports

- 146/18 Correspondents' reports had been circulated to the trustees. John Lavery had made some comments which the general secretary was following up.
- 147/18 Chris Meewezen, as a local correspondent, volunteered to assist John in reviewing the reports for the trustees.

Local correspondents' event at Hillscourt, Rednall, 15-16 August 2018

- 148/18 The trustees noted the feedback from those local correspondents and trustees who attended the event, which had been enjoyed and appreciated, and will consider holding a further event in 2020.

PROFESSIONAL INDEMNITY INSURANCE

- 149/18 The trustees were not aware of any new claims or circumstances or problems which may give rise to a claim.

DATES FOR MEETINGS IN 2019

150/18 The following were agreed, all at Friends' House, Euston Road, London

Thursday 7 March in John Woolman room

Thursday 13 June in John Woolman room

Thursday 11 July in George Fox room (AGM, with trustees' meeting after)

Thursday 26 September in John Woolman room

Thursday 5 December in John Woolman room

ANY OTHER MATTERS ARISING FROM PREVIOUS MINUTES

151/18 The trustees noted the paper listing outstanding matters arising.

REVIEW OF MEETING

152/18 The trustees were generally satisfied with the meeting.

DATE OF NEXT MEETING

153/18 Thursday 6 December 2018 at Friends House, London (George Fox room)

The meeting closed at 2.50 pm.

A handwritten signature in black ink, appearing to read 'A. Green', with a long horizontal flourish extending to the right.