

**MEETING OF THE BOARD OF  
COTSWOLDS NATIONAL LANDSCAPE**

**HELD AT CIRENCESTER BAPTIST CHURCH, CHESTERTON LANE, CIRENCESTER, GL7 1YE**

**TUESDAY 20 FEBRUARY 2024**

**Present:**

Brendan McCarthy (Chair)  
Alastair Adams  
Jo Barker  
David Broad  
Martin Brown  
Nicholas Bumford  
Katherine Chesson  
Sue Crawford  
Amanda Davis  
Matt Darby  
Ben Dent  
Ellie Fujioka  
Liz Hodges  
Paul Hodgkinson  
Sarah Whalley-Hoggins

Rebecca Charley (Vice-Chair)  
Jane Hull  
Graham Hopkins  
Martin Horwood  
Juliet Layton  
Tony Merry  
Martin Mitchell  
David Powell  
Margaret Reid  
Isabel Ross  
Ray Sanderson  
Emma Sims  
Ben Stokes  
John Swanton

**Also in Attendance:**

Andy Parsons (Chief Executive)  
Magda Glanowska (Head of Finance)  
Lorna Baggett (GCG Biodiversity Programme Officer)  
Simon Smith (Nature Recovery Lead)  
Alana Hopkins (Communications Lead)  
James Webb (Partnerships Lead)  
Mark Connelly (Land Management Lead)  
Becky Jones (Access and Volunteer Lead)  
Nina Stubbington (Grants and Access Officer)  
Jonathan Rogers (Management Accountant)

**1. INTRODUCTORY MATTERS**

- Apologies - apologies were received from Brendan Costelloe, Andy Graham, Paul Crossley, Nigel Adcock, Phil Chapman, Steve Bucknell, Cate Le Grice-Mack, Rosie Pearson.
- Introductions and announcements – the Chair welcomed the Board and new Board Member Ray Sanderson. He also welcomed Jonathan Rogers, the CNL team’s new Management Accountant.
- Declarations of interest – there were no declarations of interest.
- Public questions - there were no public questions.

**2. MINUTES OF THE BOARD MEETING – 17 OCTOBER 2023**

- Decision - resolved that the Minutes of the Meeting of the Board Meeting held on 17 October 2023 be approved as a correct record.
- Actions arising from the meeting – all actions have been completed.

### 3. MINUTES OF THE EXECUTIVE COMMITTEE – 23 JANUARY 2024

- The Board noted the Minutes of the Meeting held on 23 January 2024.

### 4. PRESENTATION 1: BIODIVERSITY NET GAIN

Rebecca Charley (Vice-Chair) presented to help others understand more about the new legislation and requirements placed on developers. RC described this as having the potential to be a 'game changer' and emphasised the positive change it could bring. She also highlighted some continuing uncertainties, and explained why some landowners are reserving judgement on whether or not to get involved, e.g. tax implications.

- Comments – MH asked where the baseline is measured from. RC replied that aerial and satellite imagery going back to 2020 will be used to double check land/locations to ensure that baselines aren't falsified. MH asked about household applications (which he sees a lot in Cheltenham Borough Council) and whether they would be subject to the same 10% uplift, RC said that whilst individual dwelling may be exempt, this may depend on the overall footprint and existing habitat on site. MD asked if public access was mandatory as part of BNG action plans/targets. RC replied that it wasn't. AD had two comments: how can parish and town council biodiversity plans join up with government-led BNG? RC advised they work with Local Nature Recovery Partnerships. AD also highlighted the National Network of Parish Council Great Collaboration scheme – saying she thought speakers on this topic would have valuable information to share. AD also asked if BNG management plans would fall under property covenants. RC said that this was an ongoing discussion. MB asked if community-led projects would be subject to BNG targets. RC replied yes, depending on the size of the development. SWH expressed concern over targets which are intended to last over 30 years, she felt that left in the hands of developers, this may not turn out as well as hoped. JL asked if 'waterways' included lakes, ponds, canals, etc. RC replied that it covered all water. DB queried the use of google maps imagery, asking if it would be replaced over time, and therefore not be available back to 2020. RC and MD reassured that both Google and Defra retain historic satellite imagery.
- Decision – the Chair and Board thanked RC for an insightful presentation.
- Actions Arising – none.

### 5. PRESENTATION 2: BIODIVERSITY IMPROVEMENTS PROJECT

Lorna Baggett (Biodiversity Programme Officer) presented about the partnership project funded by National Highways' Designated Funds. LB explained the practical 'on-the-ground' work, as well as a thorough introduction to the complexities of the legal agreements and paperwork.

- Comments – Board members commended LB and the rest of the Glorious Cotswold Grasslands team on the huge amount of work completed so far, and on the importance and value of the project.
- Decision – the Chair and Board thanked LB for an inspiring presentation.
- Actions Arising – none.

### 6. REPORT OF THE CHIEF EXECUTIVE

The Chief Executive updated the Board on recent activity since the last full board meeting in October 2023, covering team, regional and national updates. In addition to the contents of the Board paper for this item, the CEO notified the Board that John Mills (Planning Lead) is working two days a week with the National Landscapes Association on work around the Levelling Up and Regeneration Act and, in particular, the new duty placed on Relevant Authorities to further the purposes of designation. The Chief Executive also reminded the Board of the new Outcomes and Targets Framework that he briefed the Members on earlier at the end of January. Finally, he informed the Board about a recent meeting that the team had with the National Lottery Heritage

Fund. The meeting was very positive and brought news of significant potential future funding, in the form of a new Strategic Initiative for Protected Landscapes, with a total funding pot in the region of £150m. The programme is set to launch in the spring and James Webb (Partnerships Lead) will co-ordinate the team's efforts in preparing and submitting an expression of interest.

- Comments – Board Members were interested to hear about the funding programme when it is launched and asked how they can support the process.
- Decision – The Board noted the report.
- Actions Arising – none.

## 7. ANNUAL WORK PROGRAMME AND KEY PERFORMANCE INDICATORS (KPIs)

The Chief Executive introduced the paper on Work Programme progress and KPIs for the current financial year.

- Comments – none.
- Decision – The Board noted the report.
- Actions Arising – none.

## 8. PLANS, STRATEGIES AND POLICIES FOR BOARD APPROVAL /ADOPTION

### 8a. Climate Action – Pathway to Net Zero (for adoption)

Ben Dent, along with Alison Rickett and Russell Ashfield (3Keel), presented a summary of the Pathway to Net Zero final report and accompanying one pager. They gave a brief background to how the report has been created, including the role of CNL Board. They drew attention to considerations which may change the content of the document, such as technology or policy changes, and reminded the Board that the report is intended to be an item which continues to evolve alongside these variables. The CEO contributed by thanking 3Keel for the work they have undertaken and the resulting report. He acknowledged the need to look at the CNL Board's own carbon footprint as an organisation, as well as having a strong focus on Adaptation alongside Mitigation. He warned of a need to set realistic expectations of how much the new Climate Action Lead (arriving in role in March 2024) will be able to deliver as an individual, and noted that as the Cotswolds National Landscape is the first protected landscape team to take their Small World Consulting report and progress to a next level, our progress is being observed by Defra, the National Landscape family and the National Parks.

- Comments – PH noted that public transport remains a huge challenge in the area, and there is urgent need for improvements. The CEO responded by saying that the report acknowledges previous schemes which have not succeeded, and offers an opportunity to learn from these into the future. RC suggested that the new Climate Action Lead coordinates a working group across local authorities to help deliver the pathway to net zero. JL summarised the work her local authority is already doing. SWH identified herself as Leader of the Opposition at Stratford District Council, and expressed her concern about the Council's approach, with particular reference to expensive short-term changes being made in order to succeed against a 'Net Zero' target, but no encouragement or work from the Council around meaningful, long lasting change to improve climate and nature generally. She praised the report from 3Keel and said it would be of great use. MH expressed his view that there wasn't much in the 3Keel report to be put to use immediately. He observed lots of positive workstreams, but felt that one thing not translated from the workshops was new housing and the need for a 'high environmental standard' for all new housing. Alison Rickett responded by saying that the team would double check the reason this hadn't filtered through from the workshops. MC noted that the CNL's Climate Change Strategy does include content relating to good practice for new homes. DB, as a parish council appointed Board member, felt that as flooding in the Cotswolds is an increasingly frequent problem, reference to this should be in the report. He also observed that local authorities should all be considering how to stop making things worse, as well as how to fix things. Finally, he

observed that much of the 3Keel report relates to climate-positive interventions in urban contexts. He observed that using public transport for shift pattern work or around rural locations is very difficult, and that until that is addressed, people will always need personal vehicles to earn a living. RC responded to this by saying many of the land management recommendations related to flooding, and that the report does support many nature-based solutions to counter or improve the effects of climate change. LH observed that different levels of local government need to pull together to support one another in delivering climate solutions, and that as all parish and town councils have declared climate emergencies, they should be supported by local authorities to work from the ground up on shared ambitions. JB echoed the points made around public transport, saying that sensible solutions must be sought for public transport challenges, including considering on-demand public transport. She also asserted that sometimes a 180 degree change is needed to inspire positive action, and that a huge change now is required to change things for the better, long term. AD noted that action is required rather than chat. She felt that the direction that the 3Keel report suggests could be an effective way to 'burst the vacuum' of endless discussion about climate action without resulting action. The Chair summarised the discussion, saying that the Board has acted as leaders in this work and, through the partnership with 3Keel, it is now in a position to work with others to drive forward positive change in the CNL. He also agreed that the report gives the incoming Climate Action Lead a clear mandate to help fulfil her role.

- Decision – the Board unanimously adopted the 3Keel report.
- Actions Arising – finalise any formatting edits of the report and then publish on the website, as well as share with appropriate external partners.

#### **8b. Work Programme 2024/25 (for approval)**

The Chief Executive summarised the contents of the detailed annual work programme, assuming Board Members have read the paper.

- Comments – the Chair commended the programme.
- Decision – the Board unanimously approved the Annual Work Programme 2024/25.
- Actions Arising – none.

#### **8c. Working and Steering Groups 2024/25 (for approval)**

The Chief Executive proposed the various Committees, Working and Steering Groups for 2024/25, which remain the same as current with the addition of a Management Plan Steering Group, to support the development and production of the 2025-30 Plan.

- Comments – none.
- Decision – the Board unanimously approved the Working and Steering Groups 2024/25.
- Actions Arising – none.

#### **8d. Management Plan 2025-30 (timeline for production)**

Simon Smith succinctly outlined the planned timeline for the Management Plan 2025-30. He also noted that he will approach members of the Board to join the new steering group to support with the production of the Management Plan 2025-30 soon. He reminded the Board that much change and policy development has occurred since the publication of the current 2023-25 Plan, and these changes will be a start point for the new Plan. He also reminded the Board that 10 out of 15 local authorities have endorsed the 2023-25 Management Plan. The five that are yet to do so are: Bath and North East Somerset, Oxfordshire, Tewkesbury, Wiltshire, and Wychavon. The Chair asked that all representative local authority Board Members actively encouraged their local authorities to endorse the current Plan by the end of March 2024.

- Comments – none.
- Decision – the Board unanimously approved the production schedule for the Management Plan 2025-30.

- Actions Arising – relevant local authority Board Members to seek endorsement of the Plan by the end of March 2024.

## 9. FINANCE AND GOVERNANCE COMMITTEE

### 9a. Minutes of the previous meetings and update on the key areas under discussion

David Powell (DP) updated the Board with points of note from the last two F&G Committee meetings. The Committee has been looking at the Treasury Management Strategy, at risk management – especially surrounding the Biodiversity Improvement Project and the investment and management considerations for the payment to the Board. A high yield account is being considered as an option. The internal auditor has resigned, and MG is taking forward actions to address this risk. F&G Committee budget meetings have looked at processes and approved the operating budget. The Committee has also approved a new Reserves Policy.

- Comments – the Chair thanked DP for his excellent leadership of the Committee.
- Decision – The Board noted the minutes from the latest F&G Committee meeting.
- Actions Arising – none.

### 9b. Operating Budget 2024/25 (for adoption)

Magda Glanowska presented the operating budget, reassuring the Board that the Reserves Policy has also been updated, and reminding Members of the process and main assumptions from the Budget. She also ran through the Reserves Movements to explain this in detail. She also explained the Income and Expenditure summary with the conclusion that income is healthy, grants income is good, and explained the apparent savings on some overheads. MG also summarised associated risks and opportunities.

- Comments – the Chair thanked MG for a well thought through budget and presentation.
- Decision – The Board unanimously adopted the Operating Budget 2024/25, also approving the revised Reserves Policy.
- Actions Arising – none.

### 9c. Risk Management Framework and the Key Risk Register (for adoption)

The Chief Executive ran through the annual Risk Management Framework review, and the accompanying Risk Register, starting by pointing out that the Framework and Register apply to the organisation not the landscape. The greatest change from previous iterations of the Key Risk Register is the conclusion of the Board's tenancy of the Old Prison in Northleach. This has removed considerable risk and concern. However, the greatest new risk is the financial uncertainty post March 2025, when many of the current funding streams potentially coming to an end, e.g. FiPL, Everyone's Evenlode funding from Thames Water, Severn Trent's Great Big Nature Boost. With each of these funding streams, the organisation has brought into the team highly skilled and valued team members, on fixed term contracts in line with the funding. There is a risk that these team members may begin to seek alternative employment before the end of their funded period. In addition, new funding sources must be sought to replace these. Much work is happening behind the scenes to identify these funding sources.

- Comments – SWH asked if there was anything which could be done to incentivise fixed term team members to stay to the end of their contract, which is common practice in the corporate world. AD asked if the Board has ever completed a risk appetite exercise. GH asked how we measure our rate of success against our two statutory purposes and duty in terms of the risk register. AP responded by saying that the main mechanism for this is through the Management Plan, its adoption and endorsement, and its delivery.
- Decision – The Board adopted the Risk Management Framework and Key Risk Register.
- Actions Arising – none.

**9d. External Audit (for information)**

Magda Glanowska informed the Board members that PKF, the external auditors have satisfactorily concluded their audit.

- Comments – none.
- Decision – The Board noted the report.
- Actions Arising – none.

**9e. Virements and Contracts (for information)**

Magda Glanowska and the Chief Executive went through the Virements and Contracts – a new standing item on the agenda. AD asked if we are governed by the same financial regulations as parish and town councils. DP responded by explaining that we are audited under a 'small authority' framework with the majority of practices and procedures following that of local authorities rather than parish and town councils.

- Comments – none.
- Decision – The Board noted and appreciated the paper and the new Virements and Contracts notification process.
- Actions Arising – Chief Executive to email Board Members when new contracts are to be entered into between Board meetings. Board approval would then be formalised at the next meeting of the Board.

**10. FORWARD PLANNING**

- The Board noted the draft agenda for the June 2024 meeting, which will be followed by the Annual General Meeting.

**11. OTHER BUSINESS**

- John Swanton commended all members of the CNL team, including the CEO, for their work.

**12. DATE OF NEXT MEETING**

- Tuesday 25 June 2024, 10:00am-1:00pm, at Council Chambers, Cotswold District Council, Trinity Road, Cirencester.

The Board Meeting commenced at 10:00am and closed at 1.15pm.

CHAIR

ENDS