EXTRAORDINARY GENERAL MEETING OF THE COTSWOLDS NATIONAL LANDSCAPE BOARD

HELD ONLINE.
FRIDAY 16 OCTOBER at 1.00pm

Present:
Nigel Adcock (NG)
Cheryl Agg (CA)
Emilie Brignall (EB)
Rebecca Charley, Chair (RC)
Amanda Davis (AD)
Ellie Fujioka (EF)
Andy Graham
Jon Grantham (JG)
Adrian Hardman (AH)
Beverley Hardman (BH)
Liz Hodges (EH)
Graham Hopkins (GH)
Martin Horwood (MH)
Nick Martell-Bundock (NM)
Hannah McDonnell (HM)
Liz Reason (ER)
Martin Smith (MS)
Ben Stokes (BS)
Sarah Whalley-Hoggins (SWH)
James Williams (JW)
Ray Sanderson (RS)

Also in Attendance:
Michele Holden (MH)
Simon Smith (SS)
Rebecca Waite (RW, CEO)

Observing: Alana Hopkins, Magda Glanowska, Becky Jones, Jonathan Rogers, Lyna Zhang.
Apologies: apologies were received from Andrea Graham

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1. INTRODUCTORY MATTERS

Introductions and announcements: The Chair welcomed everyone and said that the meeting had been called to request the Board's approval to enter into contractual agreements with the National Landscapes Association and the Western Forest in order to receive the necessary funding to acquire land.

The purchase of the site has been a competitive process, and other bidders have been interested in the land. We have had to show we are motivated, serious contenders and prove

our readiness to exchange and complete contracts at pace. To do this and to provide the necessary assurance to the vendors we need to have received the funding from the NLA and the Western Forest as soon as possible.

The scheme of delegation (Appendix 3 of the Constitution) states the Board must approve amounts over £500,000 and so following a verbal update provided to the Finance and Governance Committee, a recommendation was made to request Board endorsement to enter into contractual agreements with the National Landscapes Association and the Western Forest (via the National Forest Company) in order to receive the funding. To enable the Board to endorse the contractual agreements at the pace required, today's Extraordinary General Meeting has been called.

2. DISCUSSION

A full discussion was had with a range of questions and comments posed, as summarised below and broken into thematic headings. There was a varied range of discussion points including the risks and opportunities of acquiring land, the capacity and skillsets of CNL staff and partners to manage the land, and how managing the land would ultimately support delivery of CNL's statutory purposes.

It was recognised that the responses to these points and questions would be addressed more fully in the emerging Development Plan and will be discussed further during the 3rd November Board meeting.

Process:

- Asked for clarity on the decision being made at the EGM versus the decision reserved for the November board meeting.
- Concluded that accepting the funding was straightforward, while the identified risks should be documented and addressed through the emerging Development Plan. A first draft of this plan will be provided for the 3rd November Board meeting.
- Emphasised that the minutes should clearly state that the EGM was called, to deal with receiving the funding, not final approval to buy the land.
- Asked how the project originated and why the CNL initially became involved.
- Asked about delivery deadlines for the required work.
- Asked how far the acquisition had progressed, whether an offer had been accepted, whether the land remained on the open market and whether the price was negotiable.
- Asked whether a commercial bidder could still acquire the land for biodiversity net gain or another speculative purpose and was assured by the response that all was being done to mitigate against this. (Through assuring vendor CNL is motivated and providing proof of funding.)
- Questioned any obligations if this land purchase did not proceed, including any risks attached to the National Landscapes Association funding and/or reputational damage.

Organisational Capacity:

- Raised strong concerns about organisational capacity, expertise, staffing requirements and the ability to generate a financial return.
- Asked whether taking on the project would mean stopping or deprioritising existing work.

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Funding and Income Generation:

- Asked whether the funding was part of a wider Defra initiative and how much funding was available nationally.
- Suggested that visitor activities or other uses might provide income, depending on the development model.
- Asked how the ongoing financial responsibilities and costs of managing the land would be funded.

Partners:

- Asked what Defra and Western Forest expected to achieve from the funding and why they had chosen this delivery approach.
- Requested a skills audit and project risk register covering both internal and partner capacity.

Development Plan:

- Welcomed the conservation opportunity but asked for the forward management plan, funding-risk assessment and possible revenue opportunities.
- Warned that carbon credits and private or "green" finance are complex, difficult to scale and frequently fail to meet expectations.
- Urged the Board not to be naïve about government expectations or the true cost of corporate volunteering and other proposed income streams.
- Requested clear return-on-investment targets, timescales and scenario modelling.
- Asked about the site's topography and exact position relative to the escarpment.
- Argued that the land should remain publicly accessible without National Trust membership or entry charges.
- Asked whether a tenant farmer could continue managing part of the land.

Concluding Remarks:

- Supported the recommendation, describing the potential benefits as significant and expressing confidence that management could address the concerns raised.
- Said the proposal presented numerous "red flags" and warned that the funding was not genuinely cost-free once long-term obligations were considered.
- Expressed support but questioned the constitutional status of an online vote and what formal approval could legally be given.
- Confirmed broad support, while looking forward to a fuller discussion. Stressed Supported the recommendation albeit with a need for Board alignment and a strong Development Plan for the November discussion.
- Welcomed the opportunity to advance conservation goals and supported experimentation without immediate pressure to recover the full acquisition cost.
- Said there was insufficient information to reach a definitive decision on the wider project.
- Requested a costed programme at least one week before the November meeting in particular to mitigate the potential financial and reputational risks.
- Expressed broad support, particularly for receiving the funding.

2. BOARD DECISION

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A majority decision (by a show of hands) to approve receipt of the funding was made with **14 members in favour, 1 against and 6 abstentions**. With the Constitution, as currently drafted, not accounting for online meetings the Board will be asked to ratify today's decision during the meeting on 3rd November.

3. OTHER BUSINESS

There was no other business.

4. DATE OF NEXT MEETING

The next Board meeting will be held on Tuesday 3rd November 2026, 10:00am-1:00pm at Council Chambers, Stroud District Council.

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