

**MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF
BROADHEMBURY NEIGHBOURHOOD COMMUNITY LAND TRUST HELD BY
ZOOM ON WEDNESDAY, 2 DECEMBER 2020 AT 7PM**

Present:	Steve Chipperfield	Chair
	Rob Phillips	Deputy Chair
	Sara Clarke	Secretary
	Edwina Bradshaw	Trustee
	Mike Drewe	Trustee
	Adam Powell	Parish Council Nominated Trustee

1. Welcome and apologies

The Chair advised the meeting would be recorded for the purpose of minute taking but once the draft minutes had been agreed the recording will be deleted.

The Chair welcomed the Trustees and noted there were no apologies.

The Chair noted that due to other commitments he was temporarily handing over the Chair's day to day role to the Deputy Chair, who had kindly agreed, as long as Steve was back in place by Christmas. Steve noted that he would be available as and when needed. He advised that following his handover briefing to Rob tomorrow morning he would circulate his briefing notes to the rest of the Board. **ACTION: SCh**

2. Conflicts of interest

The Trustees confirmed that there were no amendments required to the Conflicts of Interest register.

3. Minutes of previous meetings

The minutes of the meeting held on 25 November 2020 were approved.

4. Matters arising from previous meeting not covered elsewhere on the agenda

Trustee Indemnity Insurance

The Secretary was pleased to advise that the NCLT Network membership had been transferred from the Parish Council to the Trust. She had also had confirmation from NCLTN that we could upgrade our membership to include Trustee Indemnity Insurance for £116 which would take us through to the annual renewal in April. The Board agreed we should therefore upgrade to the Membership Plus level. **ACTION: SCI**

Right to buy advice

Mike Drewe noted that as agreed by the Board on 25 November 2020 he had instructed Emma Ridge, Wrigley's, to provide 'right to buy' legal advice and was waiting for payment instructions as the work has to be paid for in advance.

Mike also advised that he had asked Emma for a quote for advice regarding our proposed land search and tendering protocol to give reassurance regarding a fast track approach and what decisions could be taken prior to the first members' meeting. **ACTION: MD**

EDDC draw down application & status

Edwina Bradshaw advised that Wessex CA had queried the website costs on the draw down schedule as we had not provided two quotes but this had now been resolved. EDDC have instructed Wessex to release the funds and they were expected by the end of the week.

The Chair raised several issues in connection to the management of the EDDC grant and supporting documentation. Edwina confirmed that copies of all the documentation in relation to the grant draw down will be passed to the Secretary in due course. The latest draw down was in the name of the Broadhembury Parish Council as the funds will be paid into the BPC reserve bank account on behalf of the Trust. Edwina concurred that the relationship was now between the EDDC and the Trust and not BPC and she was signing documentation as Trustee/Parish Councillor rather than Parish Councillor/prospective Trustee as she had done previously. In addition, the BPC Clerk will transfer the remainder of funds in the BPC reserve account to the Trust's bank account once it is set up. Edwina confirmed at that point all the supporting documentation and records will be passed to the Secretary and a reconciliation will be reviewed and signed off by both parties.

It was agreed that the Secretary and Edwina Bradshaw needed to clarify whether or not the first two tranches of the draw down (total £4,000) and attributed costs (set up legal fees and housing survey) should be passed to the Trust. The Secretary advised that Bob Nelson, Chairman, BPC had emphatically stated that these costs were incurred by the BPC and should not be transferred. Edwina disagreed with this statement. **ACTION: EB/SCI**

The Chair remarked that a final monitoring report was required by Wessex CA within one month of the completion of the planned activities and we need to make sure the Trust is compliant. He also referred to the requirement to source multiple quotes for expenditure over £500 and £5,000 and noted that the Wessex document stated that this was 'wherever practical' and therefore as long as we can properly justify why we have chosen a particular advisor or supplier we should not seek alternative quotes for the sake of it.

Housing survey update

The Board expressed their disappointment in DCT's response to our concerns regarding the lack of supporting data from DHC for four rather one affordable home and the possible impact on any future business case. DCT maintained that the survey provided the definitive data which was critical for planning and funding and this mismatch with DHC data was a non-issue. The Board believed this view was not supported by the regulatory framework.

However, the Board agreed that the priority was to progress our site(s) acquisition plans on the basis, of four affordable homes and address possible planning and lending issues at

the appropriate time. Therefore, in conclusion the Board agreed to approve the Housing Survey as currently drafted and publication in the New Year.

The Board expressed a concern that the draft minutes of the BPC meeting had included a reference to 'at least 4' affordable homes and Adam Powell agreed to raise this issue with Bob Nelson and seek clarification in the approved minutes. **ACTION: AP**

Expenses & purchasing policy

The expenses & purchasing policy was approved by the Board.

5. Approval of membership applications

There were no memberships applications to report at this meeting.

6. Financial

Appointment of bankers

The Secretary advised that we were no further forward with our application for an account with Triodos Bank. However, as the result of a recommendation from Wessex CA the Secretary was in the process of submitting an application to Unity Trust Bank and the Board approved the following resolution:

That the Board:-

- wish to open an account with Unity Trust Bank plc ('Unity') and have read the account opening Terms and Conditions;
- accept Unity's Terms and Conditions and appoint them as our Bankers;
- acknowledge that Unity's Terms and Conditions may vary from time to time and agree to be bound by them;
- will provide Unity with instructions and changes in line with the mandate;
- Unity should rely on this Mandate until we send future amends;
- will send Unity a copy of the Broadhembury Neighbourhood Community Land Trust registered rules and inform Unity of any changes in writing;
- will notify Unity in writing of any change in Trustees and membership.

The Board agreed to the declaration and telephone and internet banking declaration as set out in the application.

The Board agreed that the Secretary, Deputy Chair and Mike Drewe should be the authorised signatories for cheques and internet banking.

7. Land acquisition & capital funding requirements

The Secretary confirmed the Trust's financial year end was 31 March.

The Chair referred to his Land Acquisition Status discussion document distributed prior to the meeting. At the request of Edwina Bradshaw he agreed to edit the document and remove reference to a local landowner. However, he emphasised that the paper was

purely a discussion document solely meant for the Board and not general discussion.

ACTION: Sch

The Chair gave an overview of his discussions with architects and planning consultants and had been reassured that by conducting a more targeted land search the Board would not be at greater risk of legal challenges. The two planning consultants he had spoken to confirmed that the Board were entitled to conduct a search in the most efficient way to meet our charitable objectives, as any private individual might. The Board acknowledged and reaffirmed that none of the Trustees, or connected persons, may receive any inducement or financial benefit.

The Chair remarked that his discussions had highlighted the complexity of the issues around land acquisition, planning, etc and suggested that briefing and/or training should be sought for the whole Board to help develop our thinking. The Secretary confirmed that a meeting with Steve Watson, Wessex Community Assets, was being set up and Steve Watson was waiting to hear back from Geoff Pook, Beer CLT. **ACTION: SCI**

The Chair updated the Board on his conversations with four architects, two of whom had planning consultancy capability, and a legal and planning specialist recommended by one of the architects. It was agreed that the Board meet with Andy Kirby as soon as possible and the Chair requested the Trustees think about what questions they wanted to ask at that meeting and to also look at Andy Kirby's website in advance of the meeting. **ACTION: ALL**

The Chair noted that in his discussions it became apparent that a complementary Neighbourhood Plan would be extremely helpful.

Mike Drewe advised he was waiting to hear back from Seamus Machin and will chase him up tomorrow. The Chair emphasised that a land agent will be critical if we are to identify a target site list by the end of January. **ACTION: MD**

In relation to the identification of possible available land the Chair briefed the Board on his difficulty in getting a response from the main national trade gazette which also appeared to be very expensive (quoting £1800 for ¼ page black and white package). It was agreed that as it was not obligatory for us to advertise nationally we would not proceed with this for now but review again if necessary.

After lengthy discussion the Board agreed to proceed with the following process to identify a shortlist of suitable sites:

- a. Engage a land agent.
- b. Finalise our 'red line' selection criteria based on the Trust's vision and mission.
- c. Land agent identify sites which match that criteria, including a review of the SHLAA sites (target date end December).
- d. Send invitation letter asking for expressions of interest by mid January.
- e. Responses to be received by mid February.
- f. Review expressions of interest against selection criteria and identify a preferred site list and commence formal discussions by end March.

The Secretary noted that an end March would be after the planned first Members' Meeting at which the Trustees will be elected by members. Therefore, formal discussions would be conducted by elected Trustees.

The Chair referred to his notes on what should be included in an invitation letter and Adam Powell agreed to expand the outline and incorporate the necessary information required by land owners. Adam will circulate a draft to the Board for comment.

ACTION: AP

8. Membership communication & BNCLT launch

The Board discussed whether, or not, it was appropriate for members to receive copies of the agenda, approved minutes and invited to attend Board meetings. The following was agreed:

Members should be sent copies of the approved minutes of ordinary meetings (not exceptional meetings) if they request them, until such time they are available on the website.

It was also agreed that as the Board was still finding its feet and establishing protocols and good governance ordinary meetings should not be open to the members. Once the Board had a clearer idea of strategy and the way forward the decision not to invite members to ordinary meetings will be reviewed.

The Board agreed that Adam Powell, in his role as the Parish Council Nominated Trustee, should pass the ordinary Board meeting minutes to Bob Nelson, Chairman Broadhembury Parish Council. **ACTION: AP**

Prospectus & application form

The Chair noted the Board's thanks to Sally and Adrian McArdle for getting our membership prospectus into the Parish Magazine at such short notice and thanked Mike Drewe for setting it up.

The Chair advised that unfortunately the envelopes were not expected to be delivered until Monday 7 December and therefore it would not be possible to start the distribution until middle of next week. The Secretary will speak to John and Debbie in the Village Post Office re collection of the returned application forms. **ACTION: SCI**

Website specification, design and build

The Deputy Chair advised he received Chris Ledward's comments back on the draft specification which he will discuss with the Secretary prior to finalising and distributing to the Board. **ACTION: RP/SCI**

Draft timetable and dependencies

The Secretary advised she had drafted an initial schedule of workstreams which she will discuss with the Deputy Chair with the aim of identifying missing workstreams, timetable and critical dates. **ACTION: SCI/RP**

9. Any other business

Adam Powell confirmed he had discussed the Neighbourhood Plan with Bob Nelson and offered his assistance. Bob had acknowledged the importance of the NP from a planning point of view and was working on it, however, he did not think it would be finalised before the end of January. After which it needed to be approved by the Parish.

The Chair noted that the Secretary was also currently fulfilling the role of Treasurer and both roles were beginning to result in a heavy workload. Mike Drewe therefore offered to take on the Treasurer role for which the Board (particularly Sara) were very grateful.

10. Date of next meeting

The next meeting will be by zoom on 9 December at 7 pm.