

WEB Minutes for the 74th meeting of the Board of Trustees

Tuesday 14 September 2021 at 1300

A virtual Meeting via WebEx

Meeting 1 – Performance

Present:

CHAIR JF	Jane Findlay President	BM	Brodie McAllister President Elect	NF	Noel Farrer (from item2.1) Vice President
KB	Keren Jones HonSec	MH	Mat Haslam HonTreasurer	CH	Chris House Education & Membership Chair
KB	Kate Bailey Policy & Communications Chair	MvG	Marc van Grieken Technical Chair	JC	Jane Clarke Independent Trustee
MN	Marc Norden Independent Trustee	JS	Jim Smyllie Independent Trustee	WY	Wei Yang Independent Trustee
In Attendance:					
SM	Sue Morgan CEO	AA	Antonella Adamus Head of Standards, Education & Engagement	BB	Ben Brown Head of policy & Influencing
DL	Donna Lawrence (item5) Head of Finance	YM	Yvonne Matthews EA to CEO & Leadership Team	AM	Andy Morris Commercial Director
GO	Gideon Opaluwa Head of Professional Regulations	RW	Rachel Wallace (item10) Project Delivery Manager	EW	Emma Wood Governance & Regulation Manager

The President Jane Findlay (JF) opened the meeting by welcoming new CEO Sue Morgan (SM)

1. Declarations of Interest

There were none

2. Minutes of the Board meeting 28 June 2021

For:	11	Against:	0	Abstain:	0
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DECISION: 1 To approve the Minutes of the Board meeting 28 June 2021

2.1 Matters arising

Minute 5.2 Election Officer Report: Jane Clarke (JC), Keren Jones (KJ) and Gideon Opaluwa (GO) having received the Election Officer's report met and considered the Regulations. Can confirm that responsibility for the election process sits with the Advisory Council. Having looked at the correspondence can confirm that the election was conducted in line with the regulations, which should be examined by the review. Agreed that no further action was required in relation to the 2020 elections.

3. President's Report

Board recorded their thanks and gratitude and wished every success for the future to Jane Swift interim CEO who worked tirelessly to support the LI through some turbulent months

JF gave a presentation updating on recent activity. Highlights included:

- i. Design Council workshop meeting Design for Planet and COP 26
- ii. Natural England Action Plan round table
- iii. IFLA Council, 57th World Congress and Sir Geoffrey Jellicoe Award
- iv. Collaboration with other bodies, also need the strengthen relationship with key organisations
- v. Articles regarding the Marble Arch mound and debates regarding the relevance/influence of landscape professions within the built environment

4. CEO Introduction

SM gave a presentation which included a first 100 days plan in 3 phases:

- i. Listen & learn – 360 immersion
- ii. Plans & communication – clarity, communication, action
- iii. Dig in & identify – what’s working, what could improve

5. Finance Matters

Head of Finance Donna Lawrence (DL) spoke to the papers

Board considered the tabled paper: ‘LI and Landscape Services deed of Covenant’ and AGREED the signing of the Deed of Covenant between the LI and Landscape Services Ltd

DECISION: 2 To approve the signing of the Deed of Covenant between the LI and Landscape Services Ltd

5.1 Draft Trustee Annual Report & Accounts 2020-21

The paper was noted

ACTION: 1 ALL to forward any comments on the 2020/21 Draft Trustee Annual Report & Accounts to DL

5.2 2021/22 Q1 Performance Report and Management Accounts

The paper was noted

5.3 Internal Audit Report Update

There are challenging times ahead to ensure we embed the recommendations of the internal audit and the Independent Review (IndRev). Have updated the Procurement Policy and the Delegated Financial Authority documents, we will undertake training as appropriate and improve the induction process. We are also working to improve internal controls

Having considered the paper and recommendations Board AGREED to approve the bank mandate updates

DECISION: 3 To approve the Bank Mandate updates

ACTION: 2 DL to request additional transparency from investment managers going forwards regarding fossil fuels etc

5.4 Branch Funding

Antonella Adamus (AA) spoke to paper confirming that the proposals provide a robust approach to the branch funding process and a requirement to align with the corporate strategy and business plan. FRC have seen the proposals and their comments have been incorporated

Board AGREED to support the interim suggestion to deal with the urgent requests and trial this for 12 months whilst we undertake more consultation with branches and AdCo

DECISION: 4 To agree the interim suggestion to deal with the urgent branch funding requests and trial this for 12 months while undertaking more consultation with branches and AdCo

5.5 Confidential Item

5.6 Registered Practice

AM spoke to paper confirming that the COO departure in April and resultant restructure together with the IndRev impacted resources and delayed project initiation until June. As there are a number of issues with making changes to the supporting systems now recommend delaying launch of new scheme to April 2022

Board AGREED the recommendation to undertake Registered Practice renewals using the existing scheme and subscription rates this year, and delay new scheme launch until 2022/23 financial year.

DECISION: 6 To approve the recommendations to undertake Registered Practice renewals using the existing scheme and subscription rates this year, and delay new scheme launch until 2022/23 financial year.

6. Risk Register Review

IndRev approach to Risk Register has been reviewed by FRC and now propose moving to a new format

Board AGREED the updates to the Risk Register and supported approach to future Risk Register Update exercise

DECISION 7 To agree the updates to the Risk Register and support approach to future Risk Register Update exercise

7. Update from Advisory Council

JF agreed to circulate update with the minutes

8. Governance Matters

Emma Wood (EW) spoke to the paper and highlighted the arrangements for the 2021 AGM. Board AGREED that the AGM be held 16 December 2021

DECISION: 8 LI AGM 2021 to be held 16 December 2021

9. Code of Practice

Gideon Opaluwa (GO) spoke to the paper and confirmed that all marked changes have come out of consultation with the membership, AdCo etc

Board AGREED the new Code of Practice and approved for publication, after Advisory Council endorsement, in December 2021

DECISION: 9 To agree the new Code of Practice and approve publication, after Advisory Council endorsement, in December 2021

10. Confidential Item

1600 CH left mtg

11. Committees Reporting

AA Spoke to the paper and confirmed that the intention is to provide a framework for consistent reporting.

Marc Van Grieken confirmed that Technical Cttee (TC) have drafted a proposal for consideration at the next TC meeting that confirms alignment with this approach and introduces a proposed phased approach to succession to transition to regular and open recruitment and to address the issue of members serving in excess of their terms. The phased approach ensures we don't lose all skills and expertise at once. Have also started a skills and expertise matrix

Board AGREED to approve the proposed Committees' Reporting outline and to support the approach to reporting cycle.

DECISION: 13 To approve the proposed Committees' Reporting outline and to support the approach to reporting cycle.

1606 NF left mtg

12. November Strategy Session Planning

SM gave a presentation outlining the approach to the 2021 strategy sessions in November

1729 WY left the mtg

13. Volunteers Representing the Institute externally

Ben Brown (BB) and AA spoke to the paper confirming that it sets out the current state-of-play with regards to non-elected members representing the LI in external forums and addresses the IndRev Recommendation 3

Board supported the recommended approach and next steps

DECISION: 14 To support the approach to Volunteers Representing the LI externally and next steps:
Q3 2021-22: To undertake external comparative review as recommended by the IndRev, to include questions related to how other professional bodies manage this practice
Q4 2021-22: Based on the findings of that review, to return to Board with a full set of principles, policies, and processes to govern this practice within the LI

14. IFLA Representative

GO spoke to the paper and noted that the relationship with IFLA is important to the LIs ability to network and influence on a global scale. As the former IFLA Rep Niall Williams stood down in June Board currently do not have a named IFLA Rep. Noel Farrer (NF) attended the last IFLA meeting as an interim cover and has agreed to attend the next IFLA Europe meeting

ACTION: 4 To contact all current Board members for interest in the 1st instance and then consider options if no takers

15. Trustee Skills Audit 2021

Due to time constraints Board agreed to consider this item at a later meeting

ACTION: 5 To consider Trustee Skills Audit 2021 at a later meeting

16. Covid Digital Working

SM spoke to paper and recorded thanks to Jane Swift for her input

Government policies and requirements are regularly changing – the latest suggestion is that facemasks may become mandatory again as we move into Winter

The LI has an obligation under its Public Liability and Employee Liability insurance covers to take reasonable precaution to avoid injury or harm to its Volunteers, Members, Employees, Officers and the Public

DECISION: 15 To support the hybrid approach to meetings subject to review period of 8 weeks and that Branches can hold in person events subject to a risk assessment and following guidance issued by the LI

17. Any Other Business

- i. Team working, staff development, should be supporting staff development – welcome a future discussion

18. Close

There being no other business the meeting closed at 1743