

LOWER CENTRAL GARDENS TRUST BOARD

MONDAY, 5TH DECEMBER, 2022

Present: Councillor Lawrence Williams in the Chair

Councillors Cllr S Bull (Vice-Chairman),
Cllr S Bartlett, Cllr V Slade and Mr R Boon

Apologies: Cllr M Greene

12 Election of Chairman

Councillor Bull took the Chair for this item of business.

Councillor Williams was elected Chairman of the Board until the first meeting of the 2023/24 municipal year.

Voting: unanimous

13 Election of Vice Chairman

Councillor Bull was elected Vice Chairman of the Board until the first meeting of the 2023/24 municipal year.

14 Apologies

Apologies for absence had been received from Councillor Mike Greene.

15 Declarations of Interests

Councillor Bartlett advised that he was a Director of BH Live.

16 Confirmation of Minutes

The minutes of the meetings held on 20 December 2020 and 12 January 2022 were agreed as true and correct records.

Voting: unanimous

17 Lower Central Gardens Trust Board Meeting

The Joint Service Unit Head – Environmental Services presented a report, a copy of which had been circulated to each Member and a copy of which appears as Appendix 'A' to these Minutes in the Minute Book.

The report provides a range of Trust and Service update information to the Lower Gardens Trust Board on specific items as requested by the Board of Trustees.

Items covered include:

- Governance
- Finance
- Events
- Concessions trading

- Operational service updates

The report provides information to updates to note whilst also seeking support and approval from the board for confirmation of Terms of Reference and of associated operational delegation of business-as-usual activities. The report furthermore asks for support for the implementation of an Events Policy and for the board to give consideration as to topic items for future reports.

Governance

The Board received a presentation from the Senior Solicitor, which focussed on the role and remit of the Board.

Following a question, it was advised that the Pavilion did fall within the land under the remit of the Trust. The Legal Team was undertaking a piece of work to understand exactly what land was included under the remit of the Trust. The outcome of this review would be reported to the Board when the work was concluded.

It was discussed that there may be potential conflicts for the Board to consider when evaluating the best needs of the Gardens as a leisure facility, as per the intents of the bequeathment and commercial events. It was explained that the maintenance of the pavilion was chargeable, which was always included as a cost in the accounts.

It was further discussed that whilst there were large financial figures involved with the running of the pavilion, but it seemed that the Trust have no input in the running of it. It was advised that the Trust Board should have input regarding leaseholder arrangements with BH Live.

It was explained that the Trust Board had various options to consider as to what constituted the best interests of the charity and use of the Gardens, there was discretion.

Finance:

It was advised that the annual accounts needed to be filed with the Charity Commission by 31 January 2023, to sign them off, so a meeting would be held in late January to allow the Board to sign them off. If there were any changes to the final accounts, from the draft ones which had been circulated, the Board would be notified.

Delegation to Officers:

The Board was asked to reconfirm the delegation afforded to the Grounds Maintenance Team for general maintenance and planting in the Gardens. Any major changes would continue to be brought to the Board for agreement. As there had been membership changes on the Board, it was advised that it was good practice to reaffirm this delegation.

Whilst the reaffirmation of day-to-day changes was accepted, it was felt that there was some vagueness of what constituted issues that needed to come before the Board. It was suggested that a matrix, detailing what should come to the Board, should be drawn up for use in such situations. However, it was recognised that some works could be time critical and therefore there may need to be discussion with the Chair of the Board. It was agreed that a list detailing examples of works that would need agreement of the Board be brought back to the next meeting of the Trust.

The proposed replanting Policy was discussed and it was highlighted that it could be contentious, due to it being famous and an attraction for visitors. It was acknowledged that this would require quite a change in policy. It was advised that planting is being looked at across the whole of the BCP conurbation. This included consideration for ecological and sustainable planting.

It was suggested that this could present an opportunity for the Council to look at other established Victorian gardening options, possibly to include sculpture and water.

Events:

The Board was advised that there was a good established internal mechanism and audit for dealing with events. The Lower Gardens were considered a key point for animation in the centre of town. There has been tension over the years, that it is a soft landscape, which needed managing.

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The annual ice rink installation was now making a surplus of income, which helped with funding for the Winter Wonderland event.

Concessions and Trading:

It was advised that Covid had made quite a big negative impact on trade but it seemed that figures had recovered to pre-covid rates.

In response to a question about the development of the maker's market pods, and could work be done to make them more sustainable and aesthetically pleasing, it was explained that whilst new designs had been drawn up, there currently was not the money allocated to such works.

RESOLVED that the trustees support and approve the following:

- a) reaffirming the Terms of Reference for the Trust;**
- b) reaffirming a delegation of day-to-day and business as usual activities to the Director of Environment and Director of Destination and Culture. Any major changes or new activities are to be referred to the trust board;**
- c) the implementation of a Lower Central Gardens Events Policy;**
- d) allow Street Food Corner Licences to be signed by the Head of Parks & Bereavement Services on behalf of the Trust; and**
- e) the trustees indicate which matters they require to be on the Forward Plan for the Lower Central Gardens Trust and the scope of any formal report from BCP Council officers.**

Voting: Unanimous

18 Future Meeting Dates

It was advised, as previously discussed that a meeting would be held towards the end of January 2023, to allow for the consideration and sign-off of the annual Trust accounts. Democratic Services were currently collating responses for the circulated dates for this meeting.

The Trust Board agreed that they would like to meet twice more before the end of the municipal year and it was agreed in principle that a further meeting be held in March 2023.

It was suggested that the delegation of planting matrix be circulated to the Board members outside of the meetings and if possible this be signed off in January 2023.

Duration of the meeting: 2.00 - 3.10 pm

Chairman at the meeting on
Monday, 5 December 2022

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Role of Lower Central Gardens Trust Board

Tanya Coulter

Object of Charity

Charity Commission Scheme made in 2011 sets out the object as:

- The object of the charity is as set out in the 1873 Indenture, namely, the appropriation and use of the charity's land for public gardens for the use of the inhabitants of Bournemouth and the vicinity, and a building to be used as a public building for the purposes of Commissioners offices and board room, town hall, court house, assembly rooms and offices connected therewith.

Powers of the trustee

Charity Commission Scheme made in 2011 sets out the trustee's powers as:

- In addition to other powers which it has, the trustee may exercise the following powers in furtherance of the objects of the charity:
- Build such buildings or structures as are necessary or desirable for the use of beneficiaries enjoying the charity's land as public gardens provided that the trustee must make provisions for their removal and reinstatement of the garden should they no longer be necessary or desirable, and
- To let or permit to be used the same on terms which ensure they are used and only used in a way which is necessary or desirable for the use of beneficiaries enjoying the charity's land as public gardens.

Powers of the trustee

Continued

- To let or permit to be used any part of the charity's property to another charity provided that the terms of the letting ensure the land must be used in furtherance of the charity's objects.
- To make rules and regulations consistent with this scheme for the management of the charity.

Who is the trustee

The Council is the sole trustee

- It acts through Cabinet which approved the scheme, administration arrangements and conflicts of interest policy in 2011.
- The rules of the trust were agreed at the same time as the scheme.
- The rules set out the governance arrangements – establishment of the lower central gardens trust board and appointment arrangements – political balance and limitation to two three year terms. Substitutions are possible within the rules subject to limits.
- Includes independent members to help manage conflicts of interest and provide independent input.

Role of the Board

The Board's purpose:

- To administer and manage the Charity and its property in accordance with the Rules and subject to the terms of the 2011 Scheme and s29 of the 1985 BBC Act. Is a sub-committee of Cabinet and as the Managing Trustee Cabinet does have power to re-assume control.
- Can delegate powers to act to officers, and decisions taken by officers should be reported to the Trust Board.
- Oversee strategic planning and business plans, and review rules and policies.
- Reserve certain powers re property transactions/major decisions.
- Agree accounts and levels of expenditure delegated to officers.
- Must always act in the interests of the charity and no other interests – Rules refer to each Trust Board member being under an **overriding duty to act in the best interests of the Charity** and in accordance with the provisions of the 2011 Charity Scheme and the 1985 Act.

Conflicts of Interest

The Conflict of Interest Policy:

- The Rules provide for declaration of personal interests in agenda items and withdrawal from room/vote on the matter.
- Conflict of Interest Policy supplements the Rules and provides detailed guidance on dealing with conflicts in various scenarios.
- Key principles – openness, transparency, integrity, acting in the best interests of the Charity.
- Avoiding conflicts – avoid taken part in Council decisions where there is a potential conflict that may arise in future with the business of the Trust Board – priority should be given to Trust Board.

Decision Making

Issues:

- Delegation to officers – how and review/oversight/reporting arrangements.
- Management of meetings – agendas/reports/voting arrangements.
- Overlap and interplay between charity law and local government law.
- Voting and non-voting members – how is this managed and dealt with at meetings.
- Confidential papers and information.
- Officer/member relationship and information sharing between formal meetings.