

DRAFT MINUTES OF THE GOVERNANCE COMMITTEE MEETING of

THE CAIRNGORMS NATIONAL PARK AUTHORITY

**held via Lifesize
on 20th January 2023 at 09.30am**

PRESENT

Xander McDade (Chair)
Janet Hunter
Deirdre Falconer

William Munro
Gaener Rodger

In Attendance:

David Cameron, Director of Corporate Services
Louise Allen, Head of Finance and Corporate Operations
Oliver Davies, Head of Communications
Mariaan Pita, Executive Support Manager
James Ade, Clerk to Board
Grant Moir, CEO

Apologies: Judith Webb

Welcome and Apologies

1. Janet Hunter, Board Deputy Convener welcomed everyone to the meeting of the Governance Committee.

Declarations of Interest

2. There were no interests declared.

Minutes of Previous Meetings & Matters Arising

3. The minutes of the previous meeting, 12 August 2022, held via video conferencing were approved with amendments.
4. **Action points arising from previous meeting:**
 - a) **At Para 12i) In Hand** – Complete: on agenda for meeting.
 - b) **At Para 17i) In Hand** – Board skills matrix survey monkey questionnaire to be repeated in June 2023.
 - c) **At Para 19a In Hand** – Planning Committee Induction training to be opened up to existing Board Members as a refresher.
 - d) **At Para 19b In Hand** – Second Board Effectiveness session with the Board and Senior Staff facilitated by David Robertson of WildThinking to be scheduled for May 2023.
 - e) **At Para 19c Complete** – scheduled for May 2023
12th August meeting

- f) **At Para 10i** Head of Communications to feed back to UKNP's that locally elected Board Members should have at the very least been invited to attend the closed event. - Actioned / closed
- g) **At Para 10i** Carolyn Caddick, Deputy Convener to make the point that when UKNP's are leading on an event/events in a particular location, that this brings an opportunity for local engagement with the local NP Board members which in turn would help strengthen the work being done across the network, at the next UKNP's Chair's meeting in September. - Actioned / closed
- h) **At Para 14a** The nominating rights of Board Convener and Deputy Convener are to remain as they are. Closed – no further action required
- i) **At Para 14b** Postal ballot to remain in place for time being.
- j) **At Para 20i** Director of Corporate Services to make addition to Audit & Risk Committee Terms of Reference. Open
- k) **At Para 25i** Board Convener to hold a further detailed discussion with Planning Committee Convener and Vice-Convener and Deputy Board Convener on what a Board Consultation may look like.
- l) **At Para 25ii** Board Convener to have wider discussions with CEO, Director of Corporate Services and Head of Strategic Planning on the implications of changing the makeup of the Planning Committee might have on them (both positively and negatively). Closed – on agenda for current meeting.
- m) **At Para 28i** Board Representation on External Groups to be updated once new Board Members are in post. Open
- n) **At para 35i** Annual Report to be circulated to the Board at their meeting on 9th September 2022. Actioned / closed

5. **Action Point Arising: None.**

Homologation of Decisions taken by correspondence: Noted

Communications Update (Paper 1)

- 6. Olly Davies, Head of Communications presented an update of current communications activity and outlined a number of key priorities for the next quarter.
- 7. The Governance Committee discussed the update and made the following comments and observations:
 - a) Head of Communications clarified that managing visitor campaign reached 1.8 million people and 12.4 million impressions. Around ten thousand of these saw greater engagement, which is normal for this style of campaign.
 - b) A member asked for clarification on lost Capercaillie survey results. Head of Communications clarified that it was the Capercaillie team directly dealing with the surveys, and they were lost due to auto-delete function in Microsoft forms. This resulted in three hundred responses lost that could not be recovered, though over one hundred re-responders are ongoing.
 - c) Head of Communications confirmed the *Cairn* magazine will be distributed by post and previous distribution issues are being followed up.
 - d) Head of Communications presented changes to the Cairngorms National Authority landmark. After clarification that the Governance Committee was

fulfilling its assurance and scrutiny role under its terms of reference on behalf of the board, and actions taken forward were covered by identified work stream approved by the board within the operational plan for 2022/23, the changes were **approved**.

8. **The Convener concluded the discussion and thanked the Head of Communications for the update.**

9. **Actions:**

- i. Review our Governance Responsibility Framework. **Director of Corporate Services** to bring a paper to a future meeting to reconsider.

Staff Interest Assurance Process (Paper 2)

10. David Cameron, Director of Corporate Services, introduced this paper which presents the operation of the current internal controls and assurance processes around potential staff conflicts of interests, and sets out associated policies managing staff registration of interests and the Staff Code of Conduct.

11. The Governance Committee discussed the update and made the following comments and observations:

- a) Members questioned why there was not a published staff register of interest for transparency, especially as data is available to a Freedom Of Information request (FOI request). Director of Corporate Service raised the need for awareness of what is put into the public domain and that a reduction in staff information from the website as prevention against cyber-attacks. He also clarified that for completeness the policy document sets out that as with all information held by the Authority the material may be subject to an FOI request. However, the nature of the information held would be considered in determining any FOI response.
- b) Other members raised the importance of privacy and were assured that processes are in place, agreeing that the current system is fit for purpose. The Convener put forward that governance should constantly be strengthened to stop issues arising, though junior staffs' information should be protected.
- c) The committee agreed that the issue should be rolled forward for further discussion around declaring the interests of directors and the chief executive.

12. **Action Point Arising:**

- i. **Director of Corporate Services** to draft a follow up paper required to set out potential options for the Governance Committee.

Board Timetable and Change to Planning Committee (Oral)

13. Grant Moir, CEO provided an update of the board meetings timetable and change to planning committee.

Grant Moir left meeting at 10.58

14. The Governance Committee discussed the paper and made the following comments and observations:
 - a) Members agreed that the planning committee should be kept as it is. Members raised concerns around reducing the number of members on the planning committee, especially when contentious issues arise.
 - b) The Convener put forward they are content that a solution has been reached on timetabling, moving from 4 to 6 weeks for planning committee frequency.
 - c) Members agreed that they would run with the revised planning committee cycle for a full year and then revisit the idea of having a subcommittee for planning.
15. **Action Point Arising:**
 - i. **Clerks to Board (January / February 2024):** agenda item for review of planning committee arrangements.

Forward Look – Events Timetable (Paper3)

16. Convener presented the paper, which presents the forward look of Events/Conference for 2023.
17. The Governance Committee discussed the update and made the following comments and observations:
 - a) **Gaener Rodger** was put forward to attend the housing conference 24th February, this was **accepted** by the committee.
 - b) The Convener felt that CNPA was underrepresented at the 2022 Europarc Conference, in particular young people. The Convener stated that for the 2023 conference more junior staff would be invited to attend as a development opportunity.
 - c) Willie Munro emailed the CEO and Director of Nature & Climate Change over the holiday period regarding Cycling on Cairngorm Plateau, he highlighted that there has been no response to date. Members questioned whether the Cairngorms Cycling Festival can be used to promote guidance around cycling on the plateau due to concerns around damage bikes cause.
 - d) Gaener Rodger raised that she had been asked to sit on a CNPA project board and questioned whether this needed the Governance Committee approval. The Convener confirmed that it would be picked up with Director of Planning and Rural development.
18. **The Committee is asked to note the Forward Look.**
19. **Action Points Arising:**
 - i. **Clerk to the Board** to distribute the document for members to put themselves forward.
 - ii. **Director of Corporate Services will** follow up with CEO and Director of Nature & Climate to respond to Willie Munro's email outside of this meeting. [Post meeting note: this matter actioned and closed]
 - iii. **Head of Communications** to look at communication messaging around appropriate places to take bikes linking to **Director of Corporate Services** follow up (24(ii)).

AOCB

20. Members were invited to raise any items of business. The following was raised:

- a) The Convener raised the board's discussion with the Cairngorms Youth Action Team and that a report should be prepared of progress of action against the youth manifesto. This report is to be co-created as an authority with the Cairngorms Youth Action Team. The Convener also would like to invite the Cairngorms Youth Action Team to a Committee meeting to hear what they would like in terms of involvement.
- b) A member on behalf of other board members raised a question of reappointment or non-reappointment of Ministerial appointees to the board. Director of Corporate Services suggested that as he understood this request was made on behalf of members who are not members of this Committee, an appropriate response would be to prepare a briefing note to members for clarity of understanding. The member raising the point agreed that this would be an acceptable course of action. the Board Convener outlined the engagement he had in this process and asked the Director of Corporate Services to cover the officer input. The Director of Corporate Services outlined his and officers' coordination of information provision to the sponsorship team, including development of a skills needs analysis and material supporting the public appointments process. As discussion then started to move toward details of individual appointments, the Director of Corporate Services reiterated the suggestion that these processes be covered in a briefing note to all board members. The Committee members agreed to this suggestion.

21. **Action Point Arising:**

- i. **Director of Corporate** inform Cairngorms Youth Action Team of discussion and invitation to meeting in March.
- ii. to coordinate a briefing note to members on the board appointment and re-appointment process.

Date of Next Meeting

22. The next meeting of the Governance Committee will take place on Monday 3rd March 2023.

23. The meeting concluded at 12.12 hours.