



NADDER COMMUNITY LAND TRUST LTD

MINUTES of the Nadder Community Land Trust Board Meeting #6

Saturday 26th September 2020
via the online Zoom platform

<https://us02web.zoom.us/j/5926922845?pwd=dUtUSIF6N1huMEN0eEMvODd3bkVHUT09>

Members Present:

Ione Lacey
Gerry Murray
Clyde Whittaker

1. Notice of Meeting

- The meeting commenced at 19:00. Those present, comprising more than three quarters of board members, unanimously agreed to conduct the meeting in accordance with Rule D27.

2. Chair for the Meeting

- Gerry Murray (Chair of Nadder Community Land Trust Ltd.) took the chair.

3. Quorum

- The Chair confirmed that the meeting was quorate, three board members being present in accordance with Rule D15.

4. Minutes of Board Meeting held on 29th July, 2020

- The draft minutes, circulated previously were unanimously APPROVED and it was agreed that a version of the minutes excluding any commercially confidential or personal data (as prescribed by the General Data Protection Regulation) be submitted for publication.

5. Policy for the Election of Board Members

- It was noted that under Rules D7 and D29 Nadder Community Land Trust Ltd. (NCLT) requires a published Policy for Electing Board Members and that Edition 1 of this Policy, dated 16th September 2019 is currently published on NCLT's website.
- It was unanimously RESOLVED that Edition 2 of the Policy (Version 2.0 dated 26th September 2020) should be ADOPTED with immediate effect and published.

6. Admission of Members to the Nadder Community Land Trust Ltd.

- Following a proposal from Clyde Whittaker, seconded by Gerry Murray, it was RESOLVED unanimously to admit into membership of the Nadder Community Land Trust Ltd those two supporters listed in Table 1, Appendix 1 to these minutes, subject to the conditions shown.

7. Audit Matters – Financial Year-ending 31st December 2019

- Following a proposal from Gerry Murray, seconded by Clyde Whittaker, it was RESOLVED unanimously to approve and issue the Representation Letter drafted by Third Sector Accountancy Ltd. In connection with its audit of the financial statements of Nadder Community Land Trust Ltd. for the year-ending 31st December 2019 as set out in Appendix 2 to these minutes.
- Following a proposal from Gerry Murray, seconded by Lone Lacey, it was RESOLVED unanimously to adopt the two recommendations contained in the Management Report issued by Third Sector Accountancy Ltd. on 25th September 2020 following its audit, with a view to implementation before commencement of the next audit or independent examination:
 - i. implementation of dual authorisation for electronic banking, to replicate that for cheque payments;
 - ii. establishment of separate cost centres for restricted funds, using appropriate spreadsheet or other financial software.

8. Trustee's Report and Financial Statements – 2019

- Following a proposal from Gerry Murray, seconded by Lone Lacey, it was RESOLVED unanimously to approve and publish the Trustees' Report and Financial Statements for the year-ending 31st December 2019 for presentation at the Annual General Meeting due to be held on 28th September 2020 in accordance with Rules D1.8 and C18.1.

9. Close

- There being no further business, the meeting closed at 19:20 .

Clyde Whittaker
Secretary

Approved 15.03.21

Appendix 1 –List of New Members

Roll No.	Name	£1 share paid				Parish	Note
284						Tisbury	Effective on receipt of £1 Membership share
285						Tisbury	

Approved 15.0

Appendix 2 – Representation Letter

Patrick Morrello
Third Sector Accountancy Limited
Holyoake House
Hanover Street
Manchester
M60 0AS

Dear Patrick

This representation letter is provided in connection with your audit of the financial statements of Nadder Community Land Trust Limited for the year ending 31 December 2019.

Financial statements

1. We have fulfilled our responsibilities as board, as set out in the terms of your engagement dated 27 July 2020 for preparing financial statements in accordance with the Co-operative and Community Benefit Societies Act 2014 and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). You have drafted these financial statements on our behalf. The financial statements give a true and fair view of the financial position of Nadder Community Land Trust Limited as of 31 December 2019 and of the results of its operations for the period then ended. We have fulfilled our responsibilities for making accurate representations to you.
2. Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable.
3. We have no plans or intentions that may materially alter the carrying value and where relevant the fair value measurements or classification of assets and liabilities reflected in the financial statements.
4. We have disclosed all known actual or possible litigation and claims whose effects should be considered when preparing the financial statements and these have been disclosed in accordance with the requirements of accounting standards.
5. Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with the requirements of accounting standards.
6. All events since the balance sheet date which require disclosure or which would materially affect the amounts in the financial statements have been adjusted or disclosed in the financial statements.
7. We confirm the financial statements are free of material misstatements, including omissions.
8. We confirm that, having considered our expectations and intentions for the next twelve months, and the availability of working capital, the charitable society is a going concern. We confirm that the disclosures in the accounting policies are an accurate reflection of the reasons for our consideration that the financial statements should be drawn up on a going concern basis.
9. The restricted grants received have been spent to the extent indicated in the accounts on the purposes indicated by the funders.

Information provided

1. All accounting records and relevant information have been made available to you for the purpose of your audit of the financial statements. We have provided to you all other information requested and given unrestricted access to persons within the charitable society from whom you have deemed it necessary to request information. All other records and related information including minutes of all management and shareholders meetings have been made available to you.
2. We confirm that we have disclosed all bank accounts and cash holdings in our control to you, and that all transactions through those accounts and balances on them at the balance sheet date are adequately reflected in the accounting records and the financial statements. We have no loan or overdraft facilities with any bank.
3. All transactions undertaken by the charitable society have been properly reflected in the accounting records and are reflected in the financial statements.
4. We acknowledge our responsibility for the design, implementation and maintenance of controls to prevent and detect fraud. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
5. We have disclosed to you all information in relation to allegations of fraud, or suspected fraud affecting the charitable society's financial statements communicated by employees, former employees, analysts, regulators or others.
6. We confirm that we are not aware of any possible or actual instance of non-compliance with those laws and regulations which provide a legal framework within which the charitable society conducts its business and which could affect the financial statements. The charitable society has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance.
7. We confirm that we have disclosed to you the identity of the charitable society's related parties and all related party relationships and transactions relevant to the charitable society that we are aware of.
8. The charitable society has satisfactory title to all assets, and there are no liens or encumbrances on the assets except for those disclosed in the financial statements.
9. There are no liabilities, contingent liabilities or guarantees to third parties other than those disclosed in the financial statements.

Charity specific representations

1. All income to which the charity is entitled has been recorded in the accounting records and is reflected in the accounts, including donations collected by supporters and other third parties.
2. Restricted funds have been applied to the purpose for which they were intended by the funder or donor.
3. Where an intended recipient of a grant has been made aware that a grant will be paid to them, any resulting constructive obligation has been recognised in the accounts.

4. All correspondence with the regulators has been made available to you including any serious incident reports.
5. Appropriate controls are in place to ensure overseas payments are applied for charitable purposes.

We confirm to the best of our knowledge and belief that the above representations are made on the basis of enquiries of management and staff with relevant knowledge and experience and, where appropriate, of inspection of supporting documentation sufficient to satisfy ourselves that we can properly make each of the above representations to you.

We acknowledge our legal responsibilities regarding disclosure of information to you as auditors and confirm that so far as we are aware, there is no relevant audit information needed by you in connection with preparing your audit report of which you are unaware. Each director/trustee has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that you are aware of that information.

Yours sincerely

Signed on behalf of the board of directors by:

.....(Gerry Murray, Director, Nadder Community Land Trust Limited)

Date.....