

Confirmed Minutes

Title of NRW Board Meeting – Public Session

meeting: All Attendees via Microsoft Teams

Date of meeting:

28th January 2022

Present Sir David Henshaw, (Chair)

Board Clare Pillman, Chief Executive

Members: Prof Steve Ormerod, Deputy Chair

Karen Balmer
Catherine Brown
Julia Cherrett
Geraint Davies
Paul Griffiths
Zoë Henderson
Prof Calvin Jones
Mark McKenna
Dr Rosie Plummer
Prof Peter Rigby

Present Rachael Cunningham, Executive Director of Finance and Corporate Services

Executive Ceri Davies, Executive Director of Evidence, Policy and Permitting

Team Prys Davies, Executive Director of Corporate Strategy and Development **Members:** Sarah Jennings, Executive Director of Communications, Customer and

Commercial

Gareth O'Shea, Executive Director of Operations

Additional Attendees Present:

Colette Fletcher, Head of Governance & Board Secretary (All items) Julia Allen, Lead Specialist Advisor, Human Resources Item 6 Lyn Williams, Specialist Advisor, People Management Item 6

Elsie Grace, Head of Sustainable Commercial Development Item 8

Vernon Lambert, Procurement Manager Item 8

Ian Mowatt, CMSS Manager Item 8

Andrew Wright, Senior Specialist Advisor, Plant Health Item 9

Dominic Driver, Head of Land Stewardship, Item 9

Sian Williams, Head of North West Wales Operations Item 11 Nadia de Longhi, Head of Regulation and Permitting Item 11

Mark Squire, Sustainable Water Manager Item 11

Ruth Jenkins, Head of Natural Resource Management Policy Item 11

NRW None

Observers:

Public Danielle Phillips, Chwarae Teg

Observers: Kim Waters

Lucy O'Neill

Rachel Evans - Countryside Alliance

Mark Hilleard - Welsh Government, Item 9

Declarations: Dr Rosie Plummer – Pembrokeshire Coast National Park Authority Board

Member, Plantlife Trustee, Centre for Alternative Technology Trustee

Prof Calvin Jones - Steering Committee Member, Skyline

Apologies: Steve Burton, Head of People Management Item 6 and 7

Secretariat: Jocelyn Benger

Natalie Williams

Item 1. Open Meeting

1. The Chair opened the meeting and welcomed everyone. Declarations of interest were made as noted above.

Item 2. Review Minutes and Action Log

2A. Review Minutes from Public 18th November meeting

2. The minutes from the public November meeting were reviewed and agreed.

2B. Review Public Action Log

3. The action log was reviewed and noted. The Executive Director of Operations provided an update on Action 10, which had now been discharged as a briefing note had been circulated to Board members on this issue.

Item 3: Update from the Chair

- 4. The Chair gave an update on the Green Recovery work. The Group continued to meet and were working through the post-pandemic role of the Group. The continuation of the Group was supported by Ministers.
- 5. The Chair, Chief Executive and Executive Director of Evidence, Policy and Permitting had attended the Senedd's Climate Change, Environment, and Infrastructure Committee to give evidence on NRW's Annual Scrutiny. A range of issues were considered and a further session on water quality was planned for 3 February.
- 6. The Board Secretary had sent out surveys on Board skills and to obtain Board input on the criteria for inclusion of items on either the public or private agenda.

Item 4: Report from the Chief Executive

7. The paper was taken as read and the following items were highlighted. The dominating issue for the Executive Team (ET) and Leadership Team Group (LTG) was the Baseline Exercise and Budget. This had been discussed in detail at the private Board meeting on the previous day. The international standard for Health and Safety Management ISO 45001 had been achieved, following an extensive period of work by the Wellbeing, Health and Safety (WHS) team, and the wider NRW team. This was an important milestone and

- a significant achievement, although it was noted that work on WHS was an ongoing process, supported and challenged by the People and Remuneration Committee.
- 8. Board members considered the content of the report. Questions were asked about levels of sickness absence due to Covid. A spike had been recorded just before and over the Christmas period, but normal levels of sickness absence were now being reported. The Strategic Incident Response and Review Group (SIRRG) were meeting regularly and encouraging staff to report Covid infections in order to monitor the situation.
- 9. Thanks were offered to the team for their positive input into COP26 Wales Panel.
- 10. Board members noted the Welsh Government (WG) Trees and Timber Deep Dive but highlighted that there was limited mention of extending natural regeneration and the importance of this in relation to biodiversity and tree health. It would be important to include this in discussions on woodland creation alongside tree planting. It was noted that this would also relate to the new Sustainable Farming Scheme (SFS). The recommendations of the Trees and Timber Deep Dive were discussed and the accountability and opportunity for influence on these were queried.
- 11. The Executive Director of Communications, Customer and Commercial had represented NRW at the Trees and Timber Deep Dive and provided an update on the latest situation. It was confirmed that NRW had a strong voice at all the groups working on the recommendations and therefore had the opportunity to input into discussions on appropriate tree planting and the relationship to flooding and biodiversity. NRW were leading on Action 39 on the approach to alternative timber sales and the Executive Director of Communications, Customer and Commercial confirmed that she had been asked to Chair the Investment in Woodland Creation Group. This would help to ensure that the outcomes were embedded as part of the solutions going forward.
- 12. Board members requested that regular stock takes on this work were built into the reporting to the Board. It was noted that this would also tie into the discussions on the five priority areas identified by WG.

ACTION: Regular updates on progress against the recommendations from the Welsh Government Deep Dive on Trees and Timber to be included on the Board Forward Look and discussed in conjunction with the five priority areas.

- 13. Board members were concerned about the level of collaboration with landowners on tree planting. The Executive Director of Communications, Customer and Commercial updated the Board on WG work in this area, including through the SFS and National Forest, and obtaining public views. The website would be updated to include advice and guidance on tree planting. Board members expressed concerns around farms being sold for tree planting and that the SFS was unlikely to be in place until 2025. Engagement would be needed, particularly on biodiversity issues and potential commercial forestry increases. The Chief Executive confirmed that WG were very much engaged on this issue and looking to improve the end-to-end process. Discussions with Farmers' Unions on advice and guidance, and conversations with stakeholder groups would take place.
- 14. The staff who had achieved Professional status of the Institute of Chartered Foresters (ICF) were congratulated by Board members. The accreditation by ICF was welcomed and it was highlighted that this could be a key part of the attraction and retention strategy in recruitment.

15. The Creative Nature Programme in partnership with the Arts Council for Wales (ACW) was discussed. The Programme was funded by the ACW and followed the signing of a Memorandum of Understanding between NRW and ACW. It was confirmed that this would sit alongside Natur a Ni.

Item 5: Update Reports of Committees

- 16. Catherine Brown as the Chair of the Audit and Risk Assurance Committee (ARAC) updated the Board on the meeting held on 16th December. Thanks were offered to the other Committees for their work in following the new approach of scrutinising risks and collaborating on the Internal Audit Reports. This was noted as a demonstration of good practice by NRW. ARAC were focused on the risks around contract management and had requested that more work be done on mitigating the risks in the interim while the full team and resolution were put in place. ARAC requested that the Board have more clarity on the risks in this area and the team were putting this together.
- 17. Peter Rigby as the Chair of the Evidence Advisory Committee (EAC) provided a summary of the meeting held on 18th January, which had discussed three main topics. The internal issue about how the various evidence programmes were prioritised with time and resource limitations was considered. A technical conversation around Water Quality measures had taken place. NRW's large collection of evidence reports and how these could be made more widely available was discussed. The issue of placements and opportunities for young people to support NRW, for example in the field of social science, was considered. It was noted that there were barriers to taking partnerships and placements with universities forward. The Executive Director of Evidence, Policy and Permitting and the Executive Director of Corporate Strategy and Development agreed to discuss this offline and report back to the next meeting.

ACTION: The Executive Director of Evidence, Policy and Permitting, and the Executive Director of Corporate Strategy and Development to meet to discuss the barriers to placements and report back to the next meeting.

- 18. Sir David Henshaw as the Chair of the Finance Committee (FC) updated the Board on the meeting held on 7th December. The Grants update report was awaited. The complexity of the Grants regime in Wales was recognised, and therefore it would be helpful to have one portal for all applications. The approach to this was being developed. A contract had been let to pull the work on Grants together. An update would be brought to the next FC meeting.
- 19. Julia Cherrett as the Chair of the Flood Risk Management Committee (FRMC) updated the Board on the meeting held on 13th January. A good discussion had taken place on the Recovery and Review Implementation Programme, and the Committee had been reassured by the Internal Audit report. The timing of the programme closure was discussed. Strategic Risk SR02 was considered in detail and it was agreed that a separate session of FRMC would be arranged on the measures, targets, and community engagement prior to a full discussion on these issues at the next Board meeting. There was an update on skills and succession planning, including partnership working with universities around developing a Flood module. A discussion took place on Internal Drainage Districts. It was noted that there had been some issues with the standard of work and an Internal Audit in this area was welcomed.
- 20. Zoe Henderson as the Chair of the People and Remuneration Committee (PaRC) updated the Board on the meeting held on 10th December. The work on the People Strategy, Equality Diversity and Inclusion, and workforce planning were highlighted from

the report. A detailed discussion had taken place on the root causes of fatalities on the Welsh Government Woodland Estate (WGWE) in recent years and the team were reviewing this and would bring an item on safety in the forestry sector to the Board meeting in March. A good update and demonstration were provided on the Customer Relationship Management (CRM) system and it was suggested that this would be a valuable item for a future Board agenda. Fixed Term Appointees (FTAs) were discussed, and work was ongoing on a process around this.

21. Dr Rosie Plummer as the Chair of the Protected Areas Committee (PrAC) updated the Board on work since the last meeting in October. The meeting on 1st February would include items on the Designated Landscapes and Protected Sites Delivery Programme, and Strategic Risk SR05. A key focus of the meeting would be a substantive discussion on the initial draft procedural guidance for Statutory Landscape Designation and the overview in the context of the Defra consultation and the response to the Landscapes Review. Formal confirmation on funding for this area of work was awaited.

Item 6: All Together – NRW's Diversity and Inclusion Strategy

Attendees: Julia Allen, Lead Specialist Advisor, Human Resources; Lyn Williams, Specialist Advisor, People Management

- 22. The Executive Director of Corporate Strategy and Development introduced the item. Following the Board discussion in September on priorities for Equality, Diversity and Inclusion, work on developing the Strategy had taken place. Input had also been received from PaRC and the Steering Group which included Board members. The leadership elements had been woven into the Strategy, and the draft and objectives were finalised. The next steps would involve identifying the actions to progress, communicate and engage on this.
- 23. The All Together Strategy was considered by the Board. Thanks were offered to the team for their work on this and the efforts to integrate it with NRW's overall mission and values. Questions were asked on how the risks would be mitigated. It was confirmed that the resource risk would need to be baselined and ensure that the agenda was taken forward as a priority. Accountability would lie with ET collectively with reporting on progress taking place through PaRC. It was highlighted that there was a collective responsibility across the organisation and there would be a need to articulate this to staff.
- 24. Board members welcomed the indicators relating to recruitment but recommended that progress should also be monitored during employment. The consideration of the customer within the Strategy was highlighted as important. The work of the Customer Hub was described and work on the website would continue. Board members recommended that a stronger element on neurodivergence should be developed. The Board approved All Together subject to strengthening these areas.

APPROVED: All Together – NRW's Diversity and Inclusion Strategy subject to minor amendments

Item 7: NRW People Strategy

25. The Executive Director of Corporate Strategy and Development provided the background and an overview of the People Strategy, which interlinked with All Together. This had been developed with input from a staff engagement group, the People Board and ET. Priorities were tested with these groups and PaRC and a strategic direction developed on the offer to staff and the expectations of NRW. The next steps would be to progress a plan to take the Strategy forward and engage with staff.

26. Board members welcomed the progress on the People Strategy. It was recommended that the element relating to staff empowerment on decision-making should be strengthened. Comments were also made around the pressure on middle managers being reflected in the strategy and 'competent' rather than 'confident' leadership as a priority. The Executive Director of Corporate Strategy and Development would discuss this further offline with Board members. The Board approved the People Strategy subject to these additional recommendations.

APPROVED: The NRW People Strategy subject to minor amendments

Item 8: 3Ps (People, Planet and Prosperity) and Social Value Update

Presenters: Elsie Grace, Head of Sustainable Commercial Development; Vernon Lambert, Procurement Manager; Ian Mowatt, CMSS Manager

- 27. The Executive Director of Communications, Customer and Commercial introduced the item, which would provide an update on the work on social value and the 3Ps (People, Planet and Prosperity) approach. NRW procured around £100m of services each year and therefore the approach to procurement had a fundamental impact.
- 28. The Head of Sustainable Commercial Development gave a presentation on the 3Ps approach. The key element of the 3P approach within the Commercial Strategy was highlighted. 3P benefits were currently being delivered but this was not being measured in a standardised way and therefore the aim was to create a holistic approach across NRW. New methodology was being developed to measure the three main areas of outgoing (procurement), incoming (such as partnership agreements) and outcomes (delivered by NRW). Metrics would be aligned across the three areas and in a standardised way across the organisation. The aim would be to demonstrate a balance of the 3Ps across the NRW Estate. The Head of Sustainable Commercial Development was involved in a procurement exercise with WG on measuring the 3Ps in community woodland, the results of which would feed into the exercise, along with evidence gathered on what was currently being measured throughout the business and how this data was used. This was due to end in June, after which the handbook would be developed, and the approach delivered in a phased way.
- 29. The Procurement Manager gave a presentation on the procurement approach, which was aligned to WG and their progression of social value using the Welsh TOMs (Themes Outcomes Measures) Framework and the Social Value Portal. Alignment across Wales on achieving social value was being developed. The 3P approach to sustainability and social value through the procurement life cycle was explained and an example given. NRW's Contract Management Support Service and its role in delivering and monitoring was described. The 3P commitments through procurement pilots and the detail around this was shared. The different ways of engaging with suppliers was described and examples were given. It was aimed to create NRW-specific TOMs based on the Welsh TOMs to focus on the key deliverables that would meet NRW's corporate objectives and capture the 3Ps and social value.
- 30. The content of the presentations was discussed by the Board. Board members welcomed a standardised approach within the organisation but recognised potential difficulties in applying a standard approach outside NRW. It would be important to ensure that smaller companies were able to access opportunities and that there was a level playing field. It was noted that the third sector would already be delivering on social value and this should be considered when awarding contracts. The example of carbon reduction was raised as an area where the measurement and impact would need to be fully considered. Board

- members highlighted the issues around policing and monitoring contracts once these had been let.
- 31. It was queried whether all the 3Ps had an equivalent rating. Whilst the Head of Sustainable Commercial Development confirmed that none of the 3Ps had priority it had been recognised by ET that there were choices to be made, and a greater emphasis on the "planet" criteria might be appropriate in some instances. Engagement sessions on social value had been held with suppliers and the team were working with Business Wales.

Item 9: Update on Tree Health including a Presentation on *Phytophthora pluvialis*Presenters: Andrew Wright, Senior Specialist Advisor, Plant Health; Dominic Driver, Head of Land Stewardship

- 32. The Executive Director of Evidence, Policy and Permitting introduced the item. ARAC had identified that disease outbreaks should be included as an emerging risk. The risk was currently being managed through the Business Board Risk Register, but this was being reviewed on whether it needed to be escalated to ET. The team were working closely with the Office of the Chief Veterinary Officer in WG, on both *Phytophthora pluvialis* (*P. pluvialis*) and Avian Flu. Mechanisms were in place with WG when disease outbreaks were suspected or identified.
- 33. The Senior Specialist Advisor, Plant Health gave a presentation on the role of the Tree Health team in providing a strategic overview of tree health within the wider organisation, and a general update on pests and diseases in Wales, which would set the *P. pluvialis* outbreak into context. The last ten years had seen a significant increase in pests and diseases and some of the causes for this in relation to imports and climate change were described. The three-stage process within the UK for control of new pests and diseases and NRW's role in this was explained. NRW's work with partners, including WG, Forest Research, the Animal and Plant Health Agency, and Forestry Commission, was highlighted. Examples were provided of current pests and diseases. The team were working closely with Forest Research and the Land Stewardship teams to understand the impacts and work towards ways of encouraging resilience.
- 34. The Senior Specialist Advisor, Plant Health presented the latest information on the *P. pluvialis* outbreak. The background to the disease and its identification in the Dyfi Forest, Gwynedd was provided. Seven sites additional sites had now been identified and a map of the affected areas was shared. The impact on the trees was described. The demarcated zones were shared where a ban on movements was in effect. WG were considering the strategic approach to demarcated zones for recently discovered areas. The next steps were explained which included inspection of wider sites, detailed surveys, regulation and felling once the statutory notice was agreed.
- 35. Board members queried how the impact of diseases would influence the current policy approach of rapid tree planting. The Senior Specialist Advisor, Plant Health, confirmed that new forestation would be carried out to UK Forestry Standards. It was recognised that more work may be needed around diversity of species and stricter requirements for applicants looking to plant a single species. The Head of Land Stewardship gave an update on tree stress and the importance of the thinning of trees to improve resilience, and highlighted the impacts of climate change and drought on crowded trees.
- 36. Board members emphasised the impact of pests and diseases on SMNR (Sustainable Management of Natural Resources) across a range of areas, with impacts noted on the economy, landscape, health and safety, and recreation. The potential use of citizen

science in monitoring and notifying was highlighted. The Senior Specialist Advisor, Plant Health, commented that this was an emerging situation and gave an update on the research into the impact on other tree species that was being carried out by Forest Research. The impact of climate change on emerging pests and diseases was discussed and it was noted that Cambridge University were working on modelling weather patterns from the past few years.

- 37. The costs related to ash dieback measures were discussed. Board members were informed that there was evidence that monocultures were more at risk, but appropriate management was important, such as thinning, clear felling and restocking. Acute oak decline was highlighted by Board members. It was suggested that Area Statements could be used to capture these issues. Board members highlighted the importance of communications and enabling communities to access information and develop understanding of these issues.
- 38. A Board paper was requested for the next meeting to include a stock take on forestry, and issues and pressures on the Welsh Government Woodland Estate (WGWE) including a consideration of the approach to regular reporting.

ACTION: A Board paper to be produced for the next meeting to include a stock take on forestry, and issues and pressures on the Welsh Government Woodland Estate (WGWE) including a consideration of the approach to regular reporting.

Item 10: Proposed changes to the Statutory and Legal Scheme (SaLS)

Presenter: Colette Fletcher, Head of Governance and Board Secretary

- 39. The Head of Governance and Board Secretary gave an overview of the proposed changes, which were directly related to the item on Tree Health, and would facilitate NRW's ability to serve notice allowing notice of movement of material in a demarcated zone.
- 40. The Board approved the changes to the SaLS as set out in the paper.

APPROVED: Changes to the Statutory and Legal Scheme (SaLS) from the Regulatory Business Board.

Item 11: Outcomes from Strategic Discussions

Presenters: Sian Williams, Head of North West Wales Operations; Nadia de Longhi, Head of Regulation and Permitting; Mark Squire, Sustainable Water Manager

- 41. The Executive Director of Evidence, Policy and Permitting introduced the item, which would draw from the themes from the separate strategic discussions and apply them to the water quality issue. A strong theme had come through on working with others and encouraging sharing with others to dispel myths, change behaviours, and accept help. There would be an opportunity to discuss what roles NRW might want to play in the future.
- 42. The Head of North West Wales Operations gave a presentation on the challenges posed at previous meetings and the approach to moving forward in an integrated way. The interconnected strands of work were described. The importance of working with communities, stakeholders and partners was emphasised. An overview of the approach to storm discharges was described, which included working collaboratively with partners and being agile to new and emerging issues, and emphasising a collective responsibility approach. Discussions were ongoing with Ofwat on ensuring the correct metrics. An

SMNR approach to water quality planning would be taken, considering the customers and environment of Wales together. A diagram illustrating the complexity of the interconnected issues was presented. The steer from WG was shared and the next steps were described. A programme would be developed across teams to integrate land and water management. A meeting was planned for 9th February to agree what specialisms and resourcing would be needed to take the development of this programme forward.

- 43. Board members discussed the content of the presentation. It was noted that the Ministry of Rural Affairs would need to be included within the apporach. Public pressure over agricultural discharges was noted. The progress made by the Wales Land Management Forum Sub-Group on agricultural pollution was highlighted. It was recognised that there was a need to bring the work on this forward. The importance of the NRW Dairy team was emphasised and concerns were raised regarding the impact of FTA roles on the progress being made by the team.
- 44. The importance of taking a full, evidence-based approach was emphasised by Board members. It was recognised that there was a rich source of evidence collected by NRW and the Environment Agency (EA) over the past 30 years. There would be a need to take an empirical look at this to develop a foundation to use going forward. It was suggested that a substantial two-to-three-day seminar would be necessary to review this and feed into the governance around this issue. The Chair requested that Prof Steve Ormerod and Prof Peter Rigby meet to discuss the process for taking this forward.

ACTION: Prof Steve Ormerod and Prof Peter Rigby to meet to discuss the process for developing the approach to the evidence base for Water Quality.

45. The resource required to progress the planned approach was considered. There would be a need to understand the resource envelope across the whole piece, looking at the flows of funding to ensure that they were moving in the most effective way.

Item 12: Welsh Government Framework Document

Presenter: Colette Fletcher, Head of Governance and Board Secretary

- 46. The Head of Governance and Board Secretary provided an overview of the item. The previous WG Framework Document version had been signed in 2014. The updated version had been in progress for around two years, and thanks were offered to staff who had worked on this during that time. The key differences were highlighted. The remaining items noted in the papers had been resolved since publication and there were now no outstanding items, and it was recommended for approval without reservation.
- 47. Board members considered the document and suggested a minor addition to the text at section 3.4. The WG Framework Document was approved by the Board.

APPROVED: The new Framework Document between NRW and Welsh Government.

Item 13: Board Forward Look

Presenter: Colette Fletcher, Head of Governance and Board Secretary

- 48. The Head of Governance and Board Secretary updated the Board on an additional item to the Forward Look since publication on the Hazardous Waste Pilot Project.
- 49. It was noted that the Digital Strategy item would be a stock take rather than for approval.

Item 14: AOB

50. The following items had been circulated in advance of the meeting for approval or information by correspondence and comment by exception.

APPROVED: The Counter Fraud Strategy 2022-26

APPROVED: The Internal Drainage District (IDD) special levies, drainage rates and precepts for 2022-23; authorisation of the common seal to be affixed to the Approved Drainage Rates.

NOTED: Progress on embedding Area Statements in NRW's work and that of others to help address the climate and nature emergencies, aligned with the green and just recovery; the use of Area Statements in the preparation of Well-being Assessments currently being undertaken via Public Service Boards.

- Board meeting closed -

Item 15. Public Q&A Session

- 51. The Chair invited questions from the public.
- 52. A question had been submitted in advance by Mr Gareth Wardell. The Head of Governance and Board Secretary read the question out to the Board; "In the letter sent on the 20th December 2021 to the Chair of the Senedd's Climate Change Committee, the Chair of NRW clearly states that the Welsh Government's environmental regulator does not intend to launch its own investigation into the breaches of permit compliance from wastewater treatment works in Wales. Knowing that the EA and Ofwat is already carrying out such an investigation in England, why does the NRW Board not abandon its vacillating and self-congratulatory, complacent stance, and announce today its decision to conjoin with the EA and OFWAT, since both DCWW and Severn Trent Water operate in parts of both England and Wales?"
- 53. The Executive Director of Evidence, Policy and Permitting provided a response. NRW had been investigating this issue since 2014 when it came to light from the information following a programme of installation of continuous monitors on the discharges from WTW. In the period since then action has been taken to rectify 32 unpermitted sewage discharges through the previous AMP process (2015 to 2020); a further 37 are under investigation with an expectation that these will be dealt with in this AMP period ie by 2025. As more continuous monitoring is installed on Water Company assets NRW would review the information, understand the causes of any unpermitted sewage discharges and require them to be rectified in the AMP process. If NRW felt action was not progressing as required, enforcement action would be considered. The main difference between NRW's approach and that in England, and hence the response given to the CCEIC Chair that Mr Wardell cited, was that NRW started the equivalent of the investigations underway in England in 2014. This was therefore not being started afresh. NRW would be working closely with Ofwat and EA on the investigations in England and involve them in NRW's approach too, so that learning could be shared. If sharing that learning meant NRW would need to do something different in Wales then that would be done. Plans were in place with Ofwat to work on the information coming out of the investigation in England over the next month. NRW had always worked closely with Ofwat and every year jointly held water companies to account against performance measures agreed by Ofwat and NRW, and this would continue into the current AMP programme performance assessment period.

- 54. A written response would be sent to Mr Wardell, and a meeting with the team was being arranged. Board members noted the importance of communicating the response to all interested parties. It was agreed that it would be important to provide clear communications on this issue.
- Public Meeting closed -