



## PROGRESS REPORT

# **How Red Tractor is delivering the recommendations of the Campbell Tickell Independent Governance Review**

May 2025



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### Campbell Tickell Independent Governance Review

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## Introduction

Red Tractor's Owners (NFU, NFUS, UFU, AHDB, BRC, Dairy UK) commissioned consultancy, Campbell Tickell to conduct an independent review of the governance of Red Tractor. Their findings were published in February 2024.

The Review concluded that the governance of Red Tractor was "sound" with no breaches found. However, Campbell Tickell made several recommendations designed to improve and strengthen Red Tractor's governance and build greater trust and engagement with farmers.

This progress report serves to demonstrate what has been achieved and what remains outstanding.

## Methodology

The work outlined in this report has been guided by the detailed Campbell Tickell report and, where possible, conducted internally. However, as some of the recommendations concern Board Director responsibilities, Red Tractor appointed a third-party business and governance specialist, FDS Director Services (FDS), to assist.

FDS have provided advice and information as well as templates for Red Tractor to use in updating its documentation and contracts. FDS have also provided in-person Board Director training.

## Recommendations And Progress

### 1. Create and publish a Governance Handbook

**Rationale:** To address issues around lack of clarity about roles and responsibilities, it is recommended that Red Tractor creates and publishes a Governance Handbook, explaining how its governance operates and the roles played by each component of its governance structure.

**Progress:** Red Tractor has created a governance handbook which incorporates its ownership, governance structures, governance processes, the make-up and purposes of the different boards and committees within Red Tractor and how those bodies interact with each other.

Campbell Tickell expressly recognised concerns over the appointment process, so the handbook includes in its appendices, the role of the Nominations Committee and the processes it oversees in the appointment of Directors, Sector Chairs, Sector Board and TAC members. It clarifies how vacancies will be publicised, the process for applications or nominations, how the skills required are established, and the interview and selection process. This approach shows the complete transparency with which Red Tractor operates.

The handbook forms part of the induction process for staff and directors.

For complete transparency the handbook was published on the [Red Tractor website](#) in October 2024, and reviewed and updated in April 2025.

### 2. Introduce a formal process of appraisal for Board and Committee members

**Rationale:** Campbell Tickell recommends a formal process of appraisal, both of individual directors and members of committees and sub-committees, and of the overall operation of each element of its governance hierarchy. Such a process can help foster a culture of continuous improvement within the governance of the organisation and enable opportunities for ongoing simplification and streamlining to be identified and acted upon.





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**Progress:** A formal process for appraising Board and Committee Members has been designed and will be phased in from April 2025.

The first-year approach will include:

- The Chair's appraisal of Board members
- Board members appraisal of overall Board performance
- Board member self-appraisal
- Sector Board feedback on Sector Board Chairs and overall Sector Board performance\*

\* In 2025, appraisal of Sector Board Chairs will be conducted via a survey to all Sector Board members. This survey will ask questions on the effectiveness of the Sector Board and its Chair. It will also revisit questions asked of Sector Board members in the Campbell Tickell Review, providing wider feedback across all 80 Sector Board members and an indication of any change in engagement. This is seen as a practical approach given the high number of Sector Board members. Following this, we will review the process to understand whether an alternative approach involving appraisals for all Sector Board members would be beneficial.

The processes are included in the **governance handbook** and are published on the Red Tractor website.

### 3. Develop and adopt a Board Member Code of Conduct

**Rationale:** Campbell Tickell advised that: "Company law requires directors to act in the best interests of the company and the **duty of independent judgement that all company directors are required to discharge has to be regarded as non-negotiable.**"

Hence, Campbell Tickell recommended that Red Tractor develops and adopts a Board Member Code of Conduct, that:

- Reinforces those legal duties and adapts the general legal provisions to the specific circumstances of Red Tractor.
- Includes clear provisions on declaration of and dealing with, conflicts of interest.
- Serves as an opportunity to express the values of Red Tractor and the behaviours expected of Board Members as leaders and representatives of the company.
- Has application to the wider Red Tractor governance community (Committees, Sector Boards and TACs).

**Progress:** With input from FDS, Red Tractor has developed a Board Member Code of Conduct that addresses all Campbell Tickell's recommendations. Furthermore the specifics of Board Member code of conduct, conflict of interests, behaviour and the duty of judgement were reinforced through in-person Director training by FDS, which took place in May 2024.

Going forward, the Code of Conduct will be used in all Director inductions and bespoke Director training will be offered to all new Directors.

The Code of Conduct forms part of the **Governance Handbook** which has been published on Red Tractor's website since October 2024 and was reviewed and updated in April 2025.



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As we develop new Terms of Reference for Sector Boards and TACs in 2025, the Code of Conduct will form part of the roll-out to these bodies.

To support this, at the recommendation of FDS, Red Tractor has also strengthened Directors' contracts to incorporate the Code of Conduct. The job descriptions for Sector Board Chairs have also been updated to ensure clarity in their role representing all perspectives. Finally, the role of the executive Leadership Team has also been strengthened, with new contracts for Shadow Directors incorporating these behaviours.

#### **4. Address stakeholder engagement and relations as a priority**

**Rationale:** Campbell Tickell saw farmer engagement and relations as a key priority and recommended a "communications campaign carefully timetabled, planned, guided and monitored by the Red Tractor Board." The plan should explain the purpose and work of Red Tractor, its benefits to farmers but also address the misunderstandings about the roles of the Sector Boards and TACs. It was suggested that "such an effort will need to start in evident listening mode, so that the engagement is widely perceived to be real."

Campbell Tickell also recommended obtaining strategic specialist advice on the proposed campaign and starting work as soon as practicable. They also remarked that the effort needed to be matched by the Ownership Bodies and in not doing so risked "a very damaging hiatus and continuing uncertainty which can only benefit those who wish to compete with UK food and farming."

**Progress:** To address the 'listening mode' point, Red Tractor immediately adjusted its farmer post-assessment survey adding in 3 specific questions exploring farmers' attitude toward Red Tractor. Every farm business for which we have an email address receives an invitation to participate in this survey immediately after an assessment.

Then, in the late summer, Red Tractor used Headland Consultancy to conduct its 'Member Sentiment survey' which gathers considerably more detailed feedback, broken down demographically (age, gender, sector and location) and can be compared with previous surveys.

Armed with this feedback, Red Tractor appointed a specialist in agricultural communications - Amy Jackson from Oxtale PR, to assist the Red Tractor Communications Team. Amy was tasked with developing the content as well as the style and tone of its communications with farmers to ensure the greatest impact.

The communications initially focussed on three key messages:

- Value to farmers
- Audit efficiency
- Transparency of the ways of working

The content, style and frequency of our primary channel of farmer communications – 'Member Matters' were enhanced as a result. However, further and wider engagement with farmers, for example a farmer roadshow, were put on hold for two reasons: first, **the tragic and unexpected passing of our head of communications**; second, the impending publication of the outcomes of the Farm Assurance Review, which it was felt, may change content and approach.



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One year on from the Campbell Tickell review, Red Tractor farmer communications are more frequent, more informative and delivered in a ‘farmer-friendlier’ fashion. The Farm Assurance Review has also highlighted the need for improved communications with farmers, and in response Red Tractor has committed to developing a new communications strategy focused on building trust and engagement with farmers. As we embark on delivering this commitment, we plan to double spending on communications and have appointed a new Director of Communications and Engagement. Communications will therefore see another step up in 2025.

## **5. Review and revise the Red Tractor Risk Map**

**Rationale:** Campbell Tickell felt that the Red Tractor risk map (or risk register as it is known internally), should be updated so that “it can be fit for purpose in the new environment in particular in relation to the second review.”

**Progress:** Red Tractor’s Audit & Finance Committee used this recommendation as an opportunity to review the risk map in terms of both its content and its presentation.

The risk map is reviewed annually by Red Tractor’s Audit & Finance Committee and its external auditors. After careful scrutiny the key risks were felt to be appropriate but the scoring was adjusted. The Committee also adopted a new colour coding system enabling the reader to more easily see the most critical areas for Red Tractor.

As the Farm Assurance Review recommendations will form part of the 2025/26 Business Plan, the Audit & Finance Committee will review if changes need to be made to the Map.

## **Next steps: Ongoing improvement**

While Red Tractor has delivered the recommendations made by the Campbell Tickell Review, we remain committed to ongoing improvement, as highlighted in **our response to the Farm Assurance Review (FAR)**, published in March 2025.

The publication of this report is in direct response to FAR recommendation 9.1, to review and publish progress on delivering the Campbell Tickell report. Red Tractor has also committed to collaborate with the NFU and AHDB on their delivery of recommendation 9.2, to independently assess the impact of these changes.

We also welcome FAR recommendation 3.3 which calls on all farm assurance schemes to review their structure and board composition, using the Campbell Tickell Report as a guide. As the Campbell Tickell review suggested, we believe that Red Tractor has one of the most transparent and representative governance structures from which all in the supply chain benefit. This review has served to further strengthen this.