BRITISH MOUNTAINEERING COUNCIL

177-179 Burton Road
Manchester M20 2BB

Tel: 0161 445 6111
www.thebmc.co.uk
email: lucy@thebmc.co.uk

Board of Directors

Redacted minutes of the Board meeting held on Wednesday 26 May 2021 at Crewe Hall Hotel at 8.00am

Directors Present:	Paul Drew (PD)	Chair
	Flavia Alzetta (FA)	Independent Director
	Paul Davies (PDa)	CEO
	Martyn Hurn (MH)	Nominated Director
	Peter Salenieks (PS	Council Nominated Director (CND)
	Fiona Sanders (FS)	CND
	Carl Spencer (CS)	CND
	Andy Syme (AS)	President
	Jonathan White (JW)	Nominated Director (Clubs)
	Caroline Worboys (CW)	Independent Director
	Di Hopper*	Independent Director
	Jonny Dry	Nominated Director

*Di Hopper joined partway through the meeting

Item	Topic and Main Aspects Considered	Decision / Action	Who	When
1	**Welcome, apologies & declaration of interests**			
	The Chair reported that due notice of the meeting had been given, that the meeting was quorate, and he therefore declared it open.			
	Conflicts of interests were declared by PDa as a member of staff.			
	The purpose of the meeting was to complete the items and AoB from the previous board meeting on 19 May. Lucy Valerio as company secretary was not present so the Chair would take minutes.			
2	**Governance Working Group Report**			
	JW reported the Governance Working Group (GWG) report had been completed and presented to the Board.			

The Board accepted the report and subject to the following actions, the Governance Working Group had now completed its work items and wrapped up. A large number of the recommendations had already been implemented.

- JW to produce a list of the outstanding recommendations that are left to complete and assign them owners. Completion of these recommendations to be tracked via the Outstanding Board action register.
- There are 2 outstanding recommendations that impact the BMC articles, substitution and co-option of Directors. These to be revisited ahead of the AGM in 2022 and appropriate member consultation taken.

Pull out list of remaining recommendations and assign them owners. **JW**

Add remaining actions to Outstanding Board Acton Register **LV/JW** By 15.06.21

The Board thanked Jonathan and the GWG for the huge amount of time and effort that has been put into this report.

The Board unanimously approved accepting the report and closing the GWG.

3 Board Minutes

The Board approved the minutes for 24 February, 25 March and 29 March. The Board also approved the Board Decision Group minutes for 11 March.

4 AGM

The Board discussed the AGM on 15 May, how well this went and lessons for future AGMs.

- ~100 attended the virtual meeting and ~1000 voted. This compares with 400-500 votes prior to 2016 but down significantly on the ~6000 votes in 2017/2018 when there were numerous contentious resolutions put forward.
- The logistics ran fine and it was very helpful to have a dry run ahead of the meeting.
- Overall this was felt to be OK but not a great outcome given the BMC has 77,000 members.
- The Board briefly discussed options for improving this in future, for example hybrid events, restoring the BMC weekend, tying into bigger events etc.
- Boosting member engagement at AGMs was one of the four major sections of the GWG report, which had built on the ODG work of Paul Evans. With a return to physical and hybrid AGMs, what was needed was to implement the recommendations made in the GWG report.
- However, this is the remit of Members' Council and the Board asked Members' Council to come up with a plan for changing the format of the AGM to improve participation.

Members' Council to come up with a plan for revised format for **AS**

	• The Board will ask Lucy Valerio to publish the votes of any proxy who held >10%of the vote. • The Board asked for the presentations to be published and an edited highlights to be created by the Marcom team, for these to be promoted and to track how many views they have. • The Board expressed their thanks to Lucy Valerio and all the staff who worked very hard to ensure the AGM was a success.	next AGM Publish proxy voting record Publish presentations edited highlights and promote to members	**LV** **Alex Messeng er**	By 10.06.21
5	**Outstanding Board Actions** The Chair requested Directors check the Outstanding Board Actions and give updates to Lucy Valerio. The next board meeting will go through remaining actions in detail.			
6	[redacted]			
7	**AOB**. The Board discussed the request from Rab Carrington to appoint Joelie Chisholm as vice chair of CCPG and then appoint a new chair via an open recruitment policy sometime in the autumn. This was approved unanimously by the Board.			
8	**Date of Next Meeting**			

This was set for 4pm (or 4.30pm depending upon agenda and staff availability) on 22 June.

9 Close of meeting

There being no other business, the Chair closed the meeting and thanked everyone for their time.

Item	Action	Involving	Target date
2	Pull out list of remaining recommendations from GWG report and assign them owners.	JW	
2	Add remaining actions from GWG report to Outstanding Board Acton Register	LV & JW	By 15.06.21
4	Members' Council to come up with a plan for revised format for next AGM		
4	Publish proxy voting record of proxies holding over 10% of votes cast	LV	By 10.06.21
4	Publish presentations edited highlights and promote to members	Alex Messenger	
6	[redacted]		