BRITISH MOUNTAINEERING COUNCIL

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Board of Directors

Redacted minutes of the Board meeting held by way of Zoom on Tuesday 22 June 2021 at 4.30pm

Directors Present:	Paul Drew (PD)	Chair
	Flavia Alzetta (FA)***	Independent Director
	Paul Davies (PDa)	CEO
	Jonny Dry (JD)	Nominated Director
	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
In attendance:	Lucy Valerio (LV)	Company Secretary (CoSec)
	Lorraine Brown (LB)****	Head of Performance and part Senior Management Team (SMT)
	Nick Colton (NC)****	
	Paul McKoen (PM)	Chief Financial Officer and part of SMT (CFO)

* denotes supporting paper(s) circulated prior to meeting   ** joined during minute 4.2   *** left at beginning of minute 5.3.1   **** left at end of minute 6.2

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. He said that Di Hopper (DH) had given her apologies, and that PS was still on a work call, but that the meeting was quorate, he therefore declared it open. Conflicts of interests were declared by PDa, LB, NC, PM, and LV as members of staff. It was noted that items 3 and 4 on the agenda would be switched so the CEO and SMT update was item 3 and the finance update item 4.			

Item	Topic and Main Aspects Considered	Decision / Action	Who	When
2	**Outstanding Actions***			
2.1	The Board went through the list of outstanding actions for the meetings 25 November 2020 and 11 March 2021 inclusive. The CoSec noted those actions which were now completed and said she would update the list. The main feedback to note was:	CoSec to update the action list prior to next Board meeting	**LV**	By next meeting
	[redacted]	See actions listed in minute 2.1	**PDa**	By next meeting
			PDa	By next meeting
			LB	By next meeting
	• The Chair to pick up on the directors' grievance procedure so it is clear there is a stage 1 – complaint, and stage 2 – grievance (Item 4 meeting 17.12.20) • The CEO had spoken to ACT about BMC funding, and was due to speak to them again so this was an ongoing matter (Item 4.2 meeting 24.02.21) • CS to present at next Board meeting on the plan for Guidebook Committee moving forward (Item 7.1.2 meeting 24.02.21)		**PD**	-
	• CEO to ask Zoe Spriggins to prepare a note to send to the Board and Council on anti-doping and anti-betting before the Olympics start (Item 7.1.3 meeting 24.02.21) • FS to take forward assignment of actions from the Campbell Tickell report (Item 2.3 meeting 11.03.21)		**PD**	Before the Olympics
3	**CEO and SMT Update***			
3.1	The CEO referred to the document uploaded to Teamwork called 'Item 4.1_CEO & SMT update Pres', the main points stated were:			
	[redacted] • SAPs – proposed new way of showing the information to the Board was shown, it provided more details of anything flagged as amber, and be one page for each SAP • Risk – new format was a summary page showing red risks pre and post mitigation	Board to email CEO any comments on the proposed new SAPs information	**All**	By end of June 2021

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4	**Finance Update**			
4.1	**Finance Update***			
4.1.1	The CFO referred to the document on Teamwork called 'Item 3.1_Finance Report v3 210621' which showed results to end of May 2021 vs budget. He stated the main points were: • Income was c£744k and expenditure c£728k and so a small surplus of £16k was shown, compared to budgeted deficit of £86k • Travel insurance sales down £37k from budget and it does not look like picking up due to the Government's handling of foreign travel • Furlough income was more than budgeted with a further £20k for Q3 • Reforecast was for a revised deficit of £253k			
4.1.2	The CFO then referred to the income reduction mitigations and suggested that subs be increased in line with RPI. This would result in the current membership of £39.99 being increased to £41.70 and result in £40k income in 2021 if implemented as from 1 August 2021. This led to a robust discussion by the Board with the following opinions/points raised: • It had previously been agreed there would be no subs increase because of the large increase in 2019, there was a point of principle to manage down costs, so more evidence was needed that this had been done • The articles of association allow for subs to be increased in line with inflation and there was a reason for this, because all other costs increase year on year • Costs have been managed to date, the furlough scheme has been utilised • There should be an increase in what is provided if there is an increase in subs • If implemented members would need to be given a clear message that savings had been made • The issue of reserves – they were already being used as the £250k deficit leads to the BMC having reserves at the lower end of the policy, which was currently being reviewed by the Finance and Audit Committee (FAC) • An increase in subs in line with inflation should be decoupled from other reasons for increases (e.g. financial challenges) in the minds of members, and the BMC should get into the habit of a yearly inflationary increase in subs • If it could be implemented as from 1 January 2022 instead, as if it was to be 1 August this was something that should have been announced at the AGM and the increase could be conflated with the current financial situation			

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	• It should be for all members • The FAC should review the proposal, particularly how it would work with club members, and report back to the Board The Chair then held a vote if the Board approved the principle of a yearly subs increase linked to RPI. For: 8 Against: 1 Abstain: 2 The Board agreed in principle to increase subs yearly in line with RPI, but the timing of the implementation should be reviewed by the FAC.	FAC to review proposed RPI subs increase and report back to the Board	PM	At next Board meeting, after 28.07.21
4.2	**Indoor Insurance**			
4.2.1	The CFO referred to the document uploaded to Teamwork called 'Item 3.2_CL Insurance Stimulus Paper'. The main points to note were: • At present insurers perception is that the ongoing claim is exceptional, the SMT believe there is a possibility of a repeat incident and this would result in insurers viewing the risk as recurring and so increase premiums [redacted]			
4.2.2	This led to a discussion with the following points being raised: [redacted]			

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	• There is a lack of consistency across climbing walls but the BMC insures all its members that climb at any wall • A full review of what is offered in other countries is needed • It is a good spot by the SMT and it is right the options and issues are investigated further			
4.2.3	The Chair stated the CFO and CEO wanted a steer from the Board that they should continue to investigate the recommendations in the paper further. He asked that any Board members had specific issues they wanted to be considered to email these to the CFO and CEO.	Specific comments on the indoor insurance paper to be emailed to the CFO and CEO	**All**	By 14.07.21
5	**Strategy and Planning**			
5.1	**GB Climbing**			

5.1.1	LB gave a presentation on GB Climbing, the main points were:
	
	• She had been in post for 5 weeks = 15 days
	• There were 5 events planned before the Olympics so the team were very busy
	• GB Climbing would strive for excellence, develop a pathway from grassroots through to elite, run high-quality competition events for all climbers and support talented athletes to fulfil their potential
	• This would be achieved by developing a world class workforce, strong stakeholder partnerships, continuing to support international competition climbing and utilising the Olympics and other world-level events as a shop window for the BMC
	• Five objectives had been identified:
	    o To embed GB Climbing as a new internal business unit of the BMC, securing a diverse income revenue to support the development and delivery for all GB competitive climbers from grassroots participation through to talent and performance system
	    o To deliver an exceptional national competition and events programme for competition climbers, para climbers, ice climbers and ski mountaineers and young people in partnerships with indoor climbing walls that (1) is aligned to talent and performance pathway supporting athlete development and transition (2) delivers an innovative grassroots participation competition programme (3) secures hosting IFS competition
	    o To inspire through world class performance underpinned by a performance pathway with an embedded culture of high performance within all GB			

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	Climbing national teams; striving for excellence in its preparation for competitions and national teams' deliver ○ To develop an inclusive and diverse talent pathway from grassroots through to elite with experienced coaches, route setters and officials; underpinning the performance programs with a well defined club structure and wide-ranging workforce development programme ○ To implement policies and procedures to ensure high standards of operation across competition climbing, to include athlete well-being, safeguarding and team selection • GB Climbing would be moving to taking responsibility of taking teams overseas, this had previously been parents' responsibility • There was a great opportunity for the BMC to lead on indoor and outdoor competitions and to bring the different arcs and partnerships together			
5.1.2	The meeting discussed the presentation and questions were asked and answered. The main points that arose were: • LB would work with the Chief Commercial Officer (CCO) once in place to look at sponsorship as GB Climbing was a key product, LB was keen to ensure relationships were developed with sponsors as this had not been done in the past • The presentation did not deal sufficiently with grassroots climbing, there needed to be a plan for this • There was a Youth Climbing Series event taking place later in the year after consultation with parents about when they wanted it to take place • A plan for grassroots indoor climbing needs to come to the Board			
	It was agreed that the CEO would take ownership of the plan for grassroots competition climbing and that he would seek clarity from some Board members as to what they wanted within such a plan.	CEO to take ownership of plan for grassroots climbing	**PDa**	Ongoing
5.2	**Olympics Update**			
	LB stated there were four weeks until the Olympics, that she was flying out to Tokyo the day before Shauna at the end of July. The qualifying round was being held on 4 August and the final on 6 August. She added that this was Shauna's swansong as she had stated she was retiring from competition climbing after the Olympics.			
5.3	**Marketing re Olympics**			

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5.3.1	The CEO noted he was presenting on behalf of Alex Messenger and referred to the document uploaded to Teamwork called 'Item 5.3_GetClimbingOlympicPlan'. The main points to note were: • This was a multi-partners plan and the main objective was to get people climbing using the Olympics as a catalyst to inspire, it was therefore branded with the GetClimbing logo and all partners logos • Once people were regularly climbing the BMC would then try and persuade them to join the BMC using follow up emails [redacted] [redacted] Digital ads using the GetClimbing branding would be used on social media, [redacted]			
5.3.2	The point was raised that the BMC's articles of association do not contain a mandate to inspire people to climb, and that this was a sensitive issue because of the dangers of climbing.			
5.4	**Friends & Family Event** The CEO had been hoping to hold an Olympic event in partnership with Manchester City Council (MCC) but he was struggling to make contact with MCC and so this would probably no longer go ahead.			
6	**Safeguarding***			
6.1	NC reported he was now the BMC's safeguarding lead and he referred to the paper uploaded to Teamwork called 'Item 6.1_Safeguarding combined documents with cover sheet NC May 2021'. He said he was seeking the Board's approval of the Memorandum of Agreement to convene a risk management panel to conduct hearings about concerns regarding the safeguarding of children and adults, to be entered into between the BMC, the ABC Training Trust (NICAS/NIBAS), the Association of Climbing Walls (Britain) Limited (ABC), Mountain Training Cymru Board Limited (MTC), Mountain Training UK & Ireland Limited (MTUK&I) and Mountain Training England (MTE) and of the procedure for safeguarding hearings.			

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	He reported that the boards of MTC and MTE were happy with the documents and that MTE had instructed solicitors to look at them.			
6.2	The Board discussed the documents and it was noted: • It reads really well but there is clarification needed as to when a defendant learns about the allegations made against them • The independent chair is someone not involved in the case or the organisation e.g. if the case involved MTE then someone from the BMC could be the independent chair • The process as to how evidence is gathered was separate • The process states at 10.4 that 'the Board's decision is final' – it was noted this was the board of the organisation which received the safeguarding complaint			
	The Board agreed they were happy to approve the documents, subject to the amendment above in respect of when a defendant is made aware of the allegations against them.	Safeguarding Memorandum of Agreement and procedure approved, subject to small amendment being made.	**NC**	By 30.06.21
7	**Committee Reports**			
7.1	**Guidebooks**			
	CS reported that there was to be a meeting with Ian Carr, Chair of the Guidebook Committee and that he would report further at the next Board meeting.			
7.2	**Huts**			
	Due to time constraints it was agreed that if the Board had any comments on the paper JW had uploaded to Teamwork, they should email him their comments.	Comments to be emailed to JW	**All**	By 14.07.21
8	**Governance Matters**			
8.1	**Board minutes for approval**			
	The Board approved the minutes uploaded to Teamwork which were minutes for 14 April, 19 May and 26 May.	Approved minutes to be sent to the Chair for redaction	**LV**	By 23.06.21
8.2	**Director on Finance and Audit Committee (FAC)**			

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	It was agreed that this would be picked up as part of minute 8.3 and 9.1.			
8.3	**Directors on Specialist Committees and how they report to the Board**			
	It was agreed that this would be dealt with as part of the review into allocation of responsibilities of the Board (see minute 9.1).			
8.4	**Board minutes going forward**			
	Due to constraints on time, the Chair asked the Board to email the CoSec with any specific comments they had in relation to the paper the CoSec had prepared.	Comments to be sent to the CoSec on the proposed way forward of board minutes.	**All**	By 14.07.21
9	**AOB**			
9.1	FS referred to her email of 20 June which set out the various working groups to be established as part of the actions arising out of the leadership effectiveness session and it was agreed that: • Task and finish group to finalise the gold medal would be – FA, CW, AS, PD, PDa and CS • Task and finish group to finalise the charter would be – FS, JD and MH • DH would lead on the elephant in the room – she was setting up personality profiling – FS would assist • MH would look at Board induction and LV would assist • Task and finish group to look at Board agenda would be – AS, CW and FS, with input sought from PD, PDa and LV • JW would lead on the allocation of responsibilities across the Board, with Roger Murray and MH providing input FS asked that the work to be undertaken by the groups be completed by the next Board meeting.			
9.2	A list of Board members' contact details was requested, the CoSec asked if all Board members were happy to share their details, all Board members were happy.	Board members' contact details to be uploaded to Teamwork	**LV**	By 01.07.21
9.3	The Chair referred to the Memorandum of Understanding (MoU) between the Board and the Council, which had been updated to reflect the change of name from National Council to Members' Council and the changes to the articles post-AGM. He asked if the Board were happy with the document and if so that he be authorised to sign it on behalf of the Board.			

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	It was noted that in clause 2 the words 'as applicable' at the end of the second sentence, had been deleted from the articles and therefore needed to be deleted from the MoU, otherwise the Board approved the MoU and authorised the Chair to sign it on the Board's behalf.	MoU to be amended as set out and then signed by the Chair and the President	PD PD & AS	By 30.06.21
10	**Date and time of next meeting**			
	It was agreed that the CoSec would send round a doodle poll to find a suitable date for the next meeting which would need to take place after the FAC's meeting of 28 July.	Doodle poll to be sent to the Board for date of next meeting	LV	By 23.06.21
11	**Close of meeting**			
	There being no other business, the Chair closed the meeting and thanked everyone for their time.			

Item	Action	Involving	Target date
2.1	CoSec to update the action list prior to the next Board meeting	LV	By 17.08.21
[redacted]	[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]	[redacted]
2.1	Chair to pick up on the directors' grievance procedure so it is clear there is a stage1 – grievance and stage 2 – complaint	PD	By 17.08.21
2.1	CS to present at the next Board meeting on the plan for the Guidebook Committee so CoSec to add this to the next meeting's agenda	CS and LV	By 17.08.21
2.1	CEO to ask Zoe Spriggins to prepare a note to send to the Board and Council on anti-doping and anti-betting before the Olympics start	PDa	Before the Olympics
2.1	FS to take forward the assignment of actions from the Campbell Tickell report	FS	Ongoing
3.1	Board to email CEO any comments on the proposed new SAPs information	All	By 30.06.21
4.1.2	FAC to review proposed RPI subs increase and report back to the Board	PM	By 17.08.21
4.2.3	Specific comments on the indoor insurance paper to be emailed to the CEO and CFO	All	By 14.07.21
5.1.2	CEO to take ownership of plan for grassroots climbing	PDa	Ongoing
6.2	Minor amendments to be made to the Safeguarding Memorandum of Agreement	NC	By 30.06.21
7.2	Comments on JW's paper re Huts to be emailed to JW	All	By 14.07.21
8.4	Comments on the paper future of board minutes to be emailed to the CoSec	All	By 14.07.21
9.2	Board members' contact details to be uploaded to Teamwork	LV	By 01.07.21
9.3	Memorandum of Understanding between Board and Council to be amended and then signed by the Chair and the President	PD & AS	By 30.06.21

Item	Action	Involving	Target date
10	Doodle poll to be sent round to the Board for date of next meeting	LV	By 23.06.21