

# ORG Review Implementation Proposal Briefing Paper

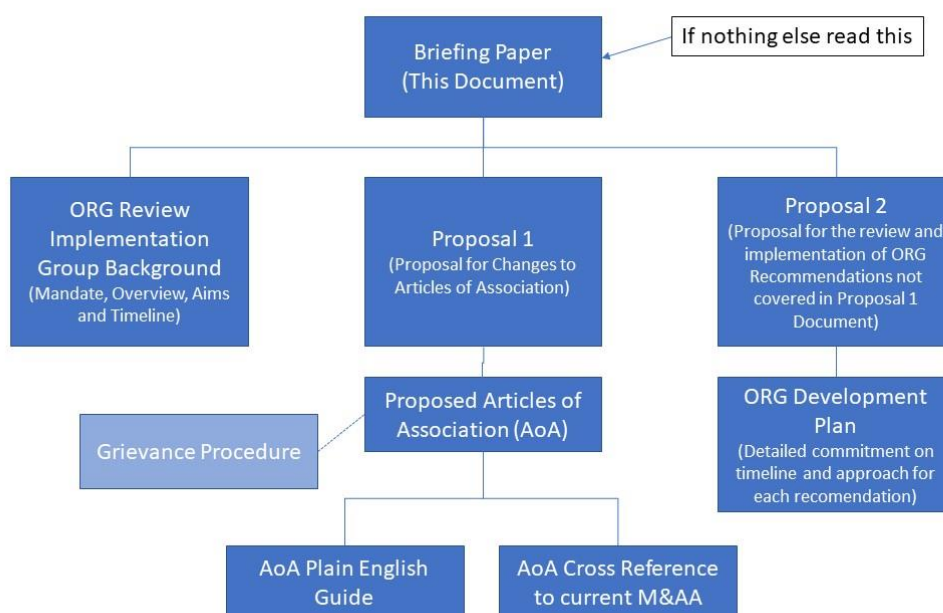
## The Way Ahead, Next Steps Proposal

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## What documents are available?

You should find the following documents all available [here](#)<sup>1</sup>:



There is also a [Questions and Answers document](#), plus the ability to submit more questions is available [here](#)<sup>2</sup>

<sup>1</sup> <https://thebmc.zendesk.com/hc/en-us/articles/360002804973-Show-me-all-the-Proposal-documents>

<sup>2</sup> <https://thebmc.zendesk.com/hc/en-us/categories/360000262914-Briefing-Paper>

Notes:

1. The AoA are available in 3 versions:
  - a. AoA - Option 1a-c – Clean – The AoA including Proposals 1a-1c no markup
  - b. AoA - Option 1a-d – Clean – The AoA including all Proposals 1a-1d no markup
  - c. AoA - Option 1a-d - Markup– The AoA including Proposals 1a-1d with all changes marked up
2. In the clean documents [Square Brackets] are used by the lawyers to denote text to be agreed.
3. The AoA Plain English Guide and AoA Cross Reference are both written against AoA Option 1a-d versions.

## What are the Proposals?

### **Proposal 1**

The proposal comprises 4 elements, each of which it is proposed would be voted on at the AGM as separate Special Resolutions.

1a. The good governance as recommended by the Independent Lawyers - It was identified that there are 10 ORG recommendations necessary for compliance with legal requirements and good governance standards. Of these 7 are implemented in these proposed Articles of Association

1b. To ensure the widest possible members engagement it is proposed that the recommendation 38 is implemented. Proposed Article 14.13

1c. In line with the ORG recommendation 39 the numbers of members required to raise a resolution (Proposed Article 12.2) be increased from 25 to 100. This also aligns with the number of members required to call a General Meeting (Proposed Article 12.5, which is unchanged from old articles 50.2). This change is supported by the proposed Grievance Procedure.

1d. To implement the changes required by Sport England to comply with the Code of Sports Governance.

### **Proposal 2**

The ORG Report includes many recommendations that the National Council believe need to be subjected to appropriate review and comment by the members, as well as partner organisations and other stakeholders, before a final decision is made to accept, reject or amend the recommendations. This proposal gives an overview of a schedule of planned changes the BMC needs to undertake to implement the recommendations within the Organisational Review Group's Report.

## Who has done the work?

The Implementation Group is made up of:

- Andy Syme - Yorkshire Area Chair and NC Rep - Group Chair
- Rik Payne - Exec member. London Area Chair and NC Rep.
- Will Kilner - Exec member. N Wales Area NC Rep.
- Andy Say - NW Area NC Rep
- Les Ainsworth - Member of BMC (NW Area)

Supported by Womble Bond Dickinson providing legal advice.

## What's the key timeline?

1. Once Area, and other, comments are received the Implementation Group (IG) will review the comments and update any documents to produce a proposal for the National Council on 27 Apr.
2. The National Council (NC) will take the IG Proposals and, subject to their approval and changes, will reissue the documents on 30 April as their own documents and proposals for the AGM.
3. Areas will have chance to review the final documents at their June Meetings.

## How do people respond and comment?

Areas can provide 'consolidated responses'. All other responses on specific documents must be via the [Google Form](#)<sup>3</sup> in order to allow us to sensibly manage responses. The Questions and Answers, plus the ability to submit more questions is available [here](#)<sup>4</sup>

## ORG Implementation Group Chairs Summary

In February 18 the National Council took a unanimous vote that the Implementation Group should try to "produce a set of recommendations to take to a June AGM, taking legal advice on what is possible, to enable us to meet Sport England's requirements for continued funding".

While no one wanted us to be in this position, a set of circumstances, many unexpected, have placed us in a position where we are forced to make some hard choices with limited time to make them in. While we could look back and fix the blame, I believe that the IG proposals are looking forwards to fix the problems and provide a positive way to continue forwards as a broad church; which is in all our interests.

In simple terms Proposal 1 provides an immediate fix to address the legal shortcomings in our current Articles. It also prevent the difficulties and instability that losing Sport England funding would have on both the BMC and our funded partners; the Mountain Training Boards, the Association of British Climbing Walls and the ABC Training Trust. It also adds 2 additional changes (1b and 1c above). This is supported by Proposal 2 which provides a firm commitment to review the remaining ORG recommendations and deliver those recommendations, which are considered appropriate, so that members can decide in what form they could be implemented at the 2019 AGM.

The cost of this is that we have to accept Sport England's requirement that we comply with the 'Gold Standard' governance requirements that are within the Sport England Code for Sports Governance. The key difference this makes is that this invests more authority in the board, and the members, rather than the National Council, and allows members to take more responsibility for oversight of the Board. This changes the ability of the NC to veto

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<sup>3</sup> <https://goo.gl/forms/JADid4KXe7FFzLOa2>

<sup>4</sup> <https://thebmc.zendesk.com/hc/en-us/categories/360000262914-Briefing-Paper>

Board decisions; but the NC remain a very important member's sounding board that will be highly influential on the Board. Ultimately the NC reps with the members, whose views they represent, can call a general meeting to address the dispute. There are many recommendations in the ORG report, and from others, that will help manage that oversight, and mitigate many of the perceived risks, and these will be used to develop the right way forwards for the BMC as detailed in Proposal 2.

I fully accept this is a difficult ask for some members, given their view on the history of the BMC, but fundamentally the Board is, and will continue to be, made up of volunteers who share your passion for one or more of the many aspects of mountaineering and give up their time to try and ensure the BMC is able to deliver the fantastic work it's staff and volunteers undertake. I believe the BMC will be stronger if it remains a united broad church and the Board need, and deserve, our trust and support to deliver this.

Andy Syme  
Yorkshire Area Chair, NC Member