

BRITISH MOUNTAINEERING COUNCIL

177-179 Burton Road
Manchester M20 2BB

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

Board of Directors

Draft confidential minutes of the Board meeting held at the BMC office on Wednesday 8 May 2019.

Directors Present:	Gareth Pierce (GP)	Chair
	Lynn Robinson (LR)	President
	Simon McCalla (SMc)	Senior Independent Director
	Amanda Parshall (AP)	Independent Director
	Roger Fanner (RF)	National Council Director
	Fiona Sanders (FS)	National Council Director
	Huw Jones (HJ)	Nominated Director (Finance)
	Jonathan White (JW)	Nominated Director (Clubs)
	Jonny Dry (JD)	Nominated Director (Fundraising)
	Dave Turnbull (DT)	CEO
	Kate Anwyl (KA)	Secretary
	Lucy Valerio (LV)	Governance & Compliance Officer

* denotes supporting paper(s) circulated prior to meeting.

Actions

1. Welcome, apologies & declaration of interests

- 1.1 GP welcomed everyone to the meeting, in particular those new directors who were attending for the first time. Apologies were received from Matthew Bradbury and Will Kilner. Conflicts of interest were declared by Jonny Dry for Item 8.2 – MHT and Fiona Sanders for Items 6.5c & d. GP advised that any conflicts emerging during the meeting should be declared at those points.

2. Minutes of the previous meeting*

- 2.1 The minutes were approved subject to the following amendments:

Item 5.2 – RF suggested adding, ‘SMc reminded directors that they were there to challenge and probe and with regard to the liability claim, the directors had not been on the ball’.

Item 4.2.1 – RF noted that after discussions regarding Nominated Directors, SMc, JR and RF had in fact returned to the meeting.

Item 5.2.2 – RF noted that he had suggested the Liability Insurance Working Group should consider the relevance of the BMC participation statement as part of their work.

Item 12.4 – RF asked for this to be amended to ‘...the Board is responsible for endorsing and supporting new membership categories.’

The Board agreed to these amendments and the final minutes would be circulated before final sign off by the Chair.

Agreed

- 2.2 Action points from the 11 February meeting were discussed as follows:

Item 5.1.1 – Financial review, on agenda for discussion.

Item 5.2.5 – Liability Insurance Working Group, on agenda for discussion.

Item 5.4 – ODG Membership Engagement report, on agenda for discussion.

Item 8.3.1 – AGM agenda updates, completed.

Item 9.1.1 – Risk register. AP reported that a conference call had recently taken place with MB and DT and that a revised risk register (in a format based on current best practice) will be put to the next board meeting.

Item 10.2.1 – CEO objectives, on agenda for discussion.

Item 12.2 – Company Secretary change, DT reported that once Lucy Valerio has successfully completed her 3 month probationary (due beginning of June) she will take on the Company Secretary role. This was approved by the Board.

Agreed

3. Matters arising not covered elsewhere

3.1 GP distributed notes of three additional Board meetings that had taken place since 11 February 2019 meeting. They were as follows:

- Conference call on 1 March 2019
- Meeting at the Lee Wood hotel, Buxton at 3.00 pm on 30 March 2019
- Meeting at the Devonshire Dome at 11.00 am on 31 March.

3.2 LR requested the following changes be made to the notes:

At 31 March meeting add that RF and KA were also present; add that John Roberts was requested to leave the meeting during the candidate discussions; and amend the final phrasing to 'the President advised that in light of her review of the candidate documentation, she would cast her votes for the benefit of the BMC.'

GP acknowledged the late circulation of the document and requested further comments by email.

Action: All

3.3 JD asked if ad-hoc meetings and conference calls had a formal recording process. AP suggested only decisions and actions should be minuted. GP asked if these notes should be added to the website, alongside the minutes. After a brief discussion it was agreed that if the call or ad-hoc meeting involved decision-making, the notes should be made public.

Agreed

4. AGM 2019

4.1 GP confirmed that minutes would be approved at the next AGM, scheduled for June 2020; he added that key action arising from the 2019 AGM were to:

- review the audit process (ref: Item 5.1c below).
- increase membership subscriptions (process now underway).

4.2 JW suggested the board discuss the potential for student clubs disaffiliating due to the subscription increases. GP confirmed it can be discussed under Item 10.1 – Risk Register.

4.3 Discussion then moved to the audited accounts and whether a third version should be produced. FS noted the feeling of the AGM i.e. that it was satisfied with the amendments made to the accounts and felt

production of a further set was an unnecessary expense. SMc and AP noted that the approval of accounts is a Board responsibility and felt strongly that the accounts should accurately reflect what happened and should not have the potential to generate personal difficulties for directors at a later date. GP noted that the auditors' and solicitors' view that the errors – which related to the wording of the Directors report and not the accounts themselves – were not a material issue. SMc felt it would be favourable to find a solution to the wording that satisfies both the Board and the auditors.

It was agreed to ask the auditors if they were prepared in a third version of the accounts to amend the line 'approved by the Board on 19 February 2019.'

GP

- 4.4 LV confirmed she had completed the Companies House form to amend the date of appointment for Dave Turnbull (to 16 June 2018) and that this would be submitted on approval of the Board. This was agreed.

Agreed

LV remained unclear as to the date of appointment for Gareth Pierce. Further to discussion it was agreed to use the date of his induction on which GP had also signed his letter of appointment i.e. 21 November 2018. Therefore no change required for GP appointment.

- 4.4 GP noted some on-going governance issues relating to the process for nominated directors, the role of the Nominations Committee and the current article on UKC. GP asked whether the Board should respond to the article and review processes leading up to AGM.

AP cautioned that a governance review could become a substantive piece of work and suggested looking at specifics relating to the AGM. GP suggested focusing on the role of NomCom, the process of nominated director appointments and the processes adopted during the AGM itself.

HJ and RF felt the board should not respond within the UKC thread as it could well lead to further argument. SMc felt the board should be open and acknowledge the concerns raised, adding that we should inform the membership that a governance review process has also been agreed. LR suggested providing a generic response. It was agreed that JW, GP, JD, SMc and LV would work together on a response for the BMC website, which would be shared as draft with the Board.

**Action:
JW, GP,
JD, SMc,
LV**

AP asked if the MoU had been signed at the AGM. It was confirmed that it had not (due to time constraints) and that it was unclear if a final version had ever been formally agreed. As the MoU is a bridging document between the ToRs for the Board and National Council and was drafted before those documents were finalised, it was agreed to check the MoU to ensure that the three documents fit together. JW agreed to investigate and it was agreed that the MoU would be formally signed by National Council on 22 June.

**Action:
JW, LR**

5. Minutes of Committees, including matters not covered elsewhere

5.1 Finance & Audit Committee, 29 April 2019

- 5.1.a Review of accounts*:** HJ noted that the 2019 year end deficit could be up to £300k and that current projections include the loss of sponsorship income from Cotswold Outdoor. In addition, he highlighted the cost of office repair / improvement work i.e. £50k to extend the back store (which would save c,6k per year in offsite storage costs) and up to £60k to repair and double glaze the office windows, adding this would be a capital cost and would not affect the current forecast. DT agreed to seek further

Action:

	quotes but noted that he saw both items as low priorities for 2019 given the current forecast. It was noted that these works would be capitalised and therefore the main impact would be on cash reserves, with a depreciation element impacting on future operational surpluses.	DT
5.1.a.1	Discussion then moved to the digital membership package with some directors raising concerns that if this fails there would be a financial and reputational cost. Clarity was sought on whether the scheme was still a trial and on the extent to which it had board approval. DT explained that Alex Messenger had made presentations to the Board on several occasions over the last 12 months and that at each stage there had been general support for the direction of travel. After discussion, it was concluded that a business case should be prepared for consideration in advance of the 29 May strategy day, with the Board's intention being to view the initiative positively.	Action: DT & AM
5.1.b	Reserves Policy* : GP noted that the Finance & Audit Committee had deferred their discussion of the paper and that the Board might defer its substantive discussion until comments had been received. SMC felt it was a sensible paper; JW noted a typo under section 4 i.e. that 33-67% should be amber and not green. It was agreed that further initial feedback should be sent to GP.	Action: All
5.1.c	Review of external audit process : GP asked whether the Board is happy to support the Finance & Audit Committee's recommendation to continue with the current auditors for 2019, with a tendering process to take place towards the end of the year (rather than as late as the first quarter of 2020).	
	It was agreed to remain with the current auditors for the audit work relating to the 2019 financial year and run a tendering process for 2020, noting that the current auditors can tender for the work. The Annex section from GP's report - 'Stages in External Audit Cycle' – sets out details of process and it was agreed that this should be the basis for 2019 and future audits.	Action: FAC and Board Agreed
5.1.d	Other action points* : All action points additional to the above were agreed. SMC commented on point 7 – Cotswold CVA – that a prudent assumption needs to be made about the likely outcome.	
	LV reported on paperwork which needs to be dealt with prior to the creditors' meeting of 13 May. A Notice of Proxy – which the BMC has been asked to complete, appointing the chair of the creditors' meeting as its proxy and voting in favour of the CVA. LV suggested the BMC vote in favour of the CVA, as otherwise the chance of any money being received is worse. The second document to be sent is a Notice of Claim setting out details of the claim – which is for £24,000 (incl VAT). It was agreed that the BMC would vote in favour of the CVA and that LV can complete the paperwork with DT signing on behalf of the BMC.	Action: LV
6.	Strategy & financial management	
6.1	Board strategy session (29 May) – process & key themes*	
6.1.1	DT advised that he had received a draft timetable from Roger Murray (facilitator) the previous evening and agreed to circulate this to Board members for comment. FS suggested splitting the day into segments to include a review of ODG recommendations 1 to 5 and an insight session from Alex Messenger (conclusions of recent membership surveys etc.).	Action: DT
	GP suggested that any further ideas should be emailed to DT.	Action: All

6.2 Board work programme & alignment with business processes / AGM*

- 6.2.1 GP noted that the report suggests five Board meetings per year to align with strategic planning, budgeting and annual accounts processes and dovetailed with meetings of the Finance & Audit Committee; this was agreed. Action: KA to circulate the schedule of meetings once dates have been agreed and to ask Council to consider how its own schedule of meetings might inter-relate to those of the Board.

Action:
KA

FS suggested that headings for papers might indicate purpose and action required, such as inform, consult, and agree.

6.3 Initial report from financial review*

- 6.3.1 GP reported this had been completed against the 2018 audited accounts and that the alignment of financials against work and strategy will feed into the strategy day. HJ felt this is a useful document and can feed into the future financial work. DT suggested further breakdown of staff costs is required.

6.4 Liability Insurance Working Group – report*

- 6.4.1 The Board thanked the LWIG members for their work on the report.

The contract situation was discussed and there was a concern that whilst Hiscox could back out of the three year arrangement, the BMC could not. JW queried the benefit (to the BMC) of a three year arrangement in the context of the BMC potentially needing to restructure its insurance offer within the suggested three year contract period.

GP summed up the discussion by saying it was clear that the Board would like contract flexibility for both the BMC and Hiscox.

It was agreed that DT would explore the contract terms with Howden and report back.

Action:
DT

- 6.4.2 Referring back to his earlier point, RF asked for the BMC's participation statement to be reviewed by the LIWG.

DT raised a query from the Belay Working Group concerning whether the BMC should continue providing liability for members climbing at indoor walls; he suggested this should also be considered by the LIWG once the Belay WG report is finalised (late May / early June).

Action: DT to refer these additional points to the LIWG.

Action:
DT

The Board was joined for item 6.5 by Paul Evans (PE), John Roberts (JR) and Dave Stanley (DS).

6.5 Organisational Development Group

6.5.a Progress update (Dave Stanley):

- 6.5.a.1 DS gave an update as follows:

WS1 (Strategy): Values session held on 31 March, strategy day on 29 May, delivery on this workstream mapped out and in progress.

WS2 (Ops & Finance): Has slowed down due to members also being

involved with a number of other finance-related groups. Still providing overall financial oversight and collation of ODG recommendations, but not yet started on a number of separate recommendations.

WS3 (Culture, Leadership & Management): Launch meeting held earlier on 8 May, work plan in development. Can make a start on the non-specific parts of the work before the strategic plan is finalised.

WS4 (Competitions): Group met before Easter and good progress is being made. Likely to propose one of two options – a ring fenced entity within the BMC or a Subsidiary.

WS4 (Wales): Slow progress to date; DS is engaging with key BMC individuals in Wales to get things moving and allow more to be done by teleconference.

WS4 (Charitable Subsidiaries): Ray Wigglesworth QC has agreed to review MHT and LPT; the former to start in mid-June.

WS4 (Commercial subsidiary): Not yet progressed.

WS5 (National Council): Reconstitution progressing well, responsibility for future updates to the AoA has now been handed over to LV;

WS5 (Specialist Committee review): still seeking a lead volunteer.

WS6 (Policies): for the theme of encouraging growth and participation and strategies to encourage a diverse membership, DS suggested that this is moved to the strategy work of the Board. This was agreed. It was noted that the Olympic position paper is ready for publication subject to editing of the related web article / interview to ensure it is current. JW commented (and supported by AP) that for a range of reasons the BMC needs to be sensitive about 'growth', and that given the increase in participation that is occurring anyway, JW asked why the BMC would focus our limited resources on increasing participation in preference to increasing BMC membership by participants.

Action:
DT

WS7 (Partnerships): two reports on board agenda.

WS8 (Membership Engagement): a report on board agenda.

6.5.a.2 GP gave a brief update relevant to WS4 (Wales working group) highlighting that Sport Wales has an autumn 2019 window for partnership submissions on a three-year basis which should be investigated further by the BMC so that the organisation doesn't miss out. The Board agreed to include this at their strategy day.

Action:
GP

6.5.a.3 Discussions took place regarding the Olympics. The Board agreed that the BMC should be clear about its position on the Olympics, including the fact that funding for related work programmes is coming from the Government (UK Sport for Olympics and Sport England for mass participation), not from membership subscriptions.

6.5.a.4 JR asked if there are sufficient resources to deliver the remaining work of the ODG. DS explained the main difficulty is finding the right volunteers.

6.5.a.5 GP thanked JR for his considerable work as chair of the ODG and asked if he would wish to share any further thoughts. JR felt it imperative that BMC governance is moved forward and done properly.

6.5.b Membership Engagement (WS8) – decision on implementation*

(Paul Evans): PE gave a PowerPoint presentation and the Board expressed thanks for the work that had gone into it.

- 6.5.b.1 RF noted that some elements of the report require staff resources and questioned which elements should be prioritised.

PE suggested the following as priorities:

- best practice recommendations for local area meetings to be distributed.
- provide guidance to area chairs and secretaries on holding area surveys.
- BMC to carry out a national survey of member satisfaction levels.
- carry out a 'knowledge audit' of volunteers asap, to identify key skills and specialist knowledge at risk of loss.

- 6.5.b.2 LV suggested that in relation to point 4, *'The BMC should continue the use of online proxy voting for national AGMs'*, there needed to be an emphasis on developing a culture of members exercising their choices and preferences through the electronic means provided, rather than using a passive approach to the proxy facility.

Agreed

- 6.5.b.3 JR noted the huge amount of work to produce this report and the BMC needs to ensure it is taking forward membership engagement by setting benchmarks and measuring targets. SMC felt that the BMC is already committed to local and national events and asked what is being suggested about engaging members who do not attend these events? He asked how best to engage with the wider membership noting that the report does not go beyond the BMC's current parameters.

- 6.5.b.4 PE asked for the report to go to National Council and the wider membership, noting that some aspects are easy to progress while others have a financial cost. GP suggested highlighting those that could be done now and identifying those that have an IT dependency or have a lower priority.

- 6.5.b.5 **Action:** PE to update the document based on Board feedback and include reference to ongoing communications initiatives being implemented by the BMC office. Document then be taken to National Council.

**Action: All
& PE**

JR and PE left the meeting at this point.

6.5.c Partnerships (WS7) – review of draft proposals* (Fiona Sanders):

- 6.5.c.1 FS presented the report and sought views from the board.

It was agreed that the theme relating to Patrons should become the joint responsibility of LR and GP.

Agreed

- 6.5.c.2 There was a discussion about the purpose and composition of the Training Partners Assembly with some Board members being unclear on these points. It was agreed that there is a need to be clear on whether all the suggested partners would be attracted to an Assembly that was convened solely/mainly around the theme of Training, or whether a broader remit was more appropriate. GP asked for comments to be sent to FS within 2 weeks, with the view to an updated document going to National Council for 22 June.

**Action:
All**

6.5.d Clubs (WS7) – review of draft proposals* (Fiona Sanders):

- 6.5.d.1 FS felt the BMC should consider clubs as 'partners' and engage with them in this manner. Clubs currently have few avenues to be represented within the BMC and this can generate frustrations.
- 6.5.d.2 JW welcomed the proposed structure and liked the sustainable approach that was not over-demanding in terms of staff time or costs. He felt it could be difficult to have two reporting lines – one into the Board and one into National Council and suggested that a decision was needed on one or the other, unless a clear distinction was possible such that on some matters the reporting line was to Council whilst on other matters to the Board.
- 6.5.d.3 GP suggested the working group should consider the feasibility of a differentiated approach, involving reporting to the National Council and Board on different matters, within the Terms of Reference (ToR). **Action: FS within ODG**
- 6.5.d.4 The Board agreed to proposal 4.1 – Sport England funded consultancy project. **Agreed**
- 6.5.d.5 The Board agreed to proposal 3 – product and services. **Agreed**
- 6.5.d.6 GP asked for comments to be sent directly to FS before the document is circulated further. **Action: All**

AP noted that the BMC AoA refer to Specialist Committees under 23.4.3 which highlights that they must operate in accordance with any rules and terms of reference that the Directors impose.

Dave Stanley left the meeting at this point.

7. Operation Delivery & Policy

7.1 Competitions climbing and the IFSC (Nick Colton joined the meeting for this item).

- 7.1.1 LR is now taking over the role of BMC IFSC rep from Colin Knowles who has expressed interest in applying for the role of General Secretary (a voluntary position) of IFSC Europe.

NC confirmed there would be no cost to the BMC as this role is funded by the IFSC. CK is the only UK candidate for the role, candidates from other countries are also expected to stand in the election.

SMc requested a better process for involving the board with future decisions of this type i.e. paperwork and advance notification, not retrospective endorsement. Action DT

**Action:
DT**

It was agreed to endorse the nomination of CK for the ISFC Europe position.

7.2 Matters from other Committees / Council

- 7.2.1 NC went on to report that it has been a good year for competition climbing, including an excellent two-day YCS final in Sheffield. The committee is also reviewing its risk register and ODG WS4 (Competitions) is progressing well.

NC left the meeting at this point.

8. Partner Organisations

8.1 Plas y Brenin (MTT)*

- 8.1.1 GP is attending an MTT meeting on 10 May: he noted that two current issues included the CEO appointment and the status of the pension liability. GP to report back after this meeting.

**Action:
GP**

8.2 Mountain Heritage Trust*

- 8.2.1 The recent agreement to contribute an additional £5k to support MHT in 2019 was discussed and it was felt that future decisions of this type should involve the director leading on finance (HJ).

9. Governance

9.1 Finance & Audit Committee ToR*

- 9.1.1 Not discussed due to time constraints and also awaiting comments from the Committee itself as indicated within the paper for item 5.1.d. Agreed to discuss via follow-on conference call. Action: KA to agree date for call and circulate details to Board.

**Action:
KA**

9.2 Review of Director committee / responsibilities / skill matrix*

- 9.1.1 GP referred to the suggestion that a directors' code of conduct is required and that LV is prepared to assist with this. Regarding the Senior Independent Director (SID) role, SMC said he had discussed this with MB with a view to Matthew taking over the position with immediate effect. SMC confirmed that MB is agreeable. Term to be agreed by the Board in due course.

Agreed

- 9.1.2 The nominated director process is to be reviewed as noted under Item 4.4.

- 9.1.3 It was agreed that Huw Jones would represent the board on the Finance & Audit Committee and lead on the Board's engagement with financial matters.

Agreed

- 9.1.4 GP asked whether we should consider extending the remit of the Nominations Committee to include governance i.e. a Governance & Nominations Committee: as the NomCom itself required reviewing it was considered more appropriate at this time to set up a task group on Governance. LV agreed to gather further information regarding the role of Nom Com. It was also agreed that the Governance task group should consider AGM processes, Nominated Director processes and the wider role of NomCom as well as any outstanding issues relating to the Articles of Association, with a timeline to report to the Board in early autumn. FS suggested that the task group's membership should include one Independent / one Nominated / one National Council nominated director, together with some representation from outside the Board. GP asked interested Board members to email him with expressions of interest.

**Action:
LV & GP**

- 9.1.5 GP asked the Board to consider how the work of ODG would be co-ordinated in its relationship with the Board now JR has stepped down. The identified options are to appoint a voluntary ODG chair, establish a steering group / committee or rely on the CEO, President and paid project manager.

Different views were expressed.

FS did not feel the CEO / President / Project Manager option is viable given their respective involvement in the work; DT felt the Board should trust the CEO, President and project manager to carry out the role. DT, LR, LV and KA were asked to leave the meeting at this point.

The Board's preferred solution, following discussion, was to seek to appoint a successor ODG chair: if this was not a member of the Board, the ODG chair should have a strong reporting line to the Chair of the Board. Although some possible names were suggested, the Board's preference was for a little additional time to be made available in order to reach a decision.

9.1.6 RF noted that his role as a Council-nominated director finishes in November 2019 which means he has only 6 months more as a Board member. He agreed to remain on the hill walking group and ODG WS4 (Competitions) in the meantime.

9.1.7 FS suggested that she could be Board's liaison person with the Lakes area, as she is the Lakes representative on National Council; JW suggested that his Nominated Director role as the Board's lead director on matters relating to Club could include liaising with Clubs & Huts committees; LR offered to continue with guidebooks, the NW area and competitions. JD also offered to cover the Lakes area as that is his current base.

9.1.8 GP asked Directors to give this further consideration and feedback to KA. GP confirmed that work on a director's code of conduct will begin with a view to adding the agreed version into the Director's Governance Manual.

**Action: All
LV & GP**

10. Risk Management

10.1. Review of Risk Register*

10.1.1 Not discussed due to time constraints. Agreed to discuss via conference call.

10.2 Health & Safety Group ToR and update**

10.2.1 Not discussed due to time constraints. Agreed to discuss via conference call.

11. Human Resources

11.1 Staffing update

11.1.1 Not discussed due to time constraints.

11.2 CEO report & objectives framework*

11.2.1 DT, KA & LV left the meeting during these discussions.

The Board asked that the framework document be reconciled with the objectives and timelines in the paper for Item 6.2b from the 17 October 2018 board meeting. Action: GP & DT.

GP & DT

11.3 Pay policy

11.2.1 Not discussed due to time constraints.

12. Information Items**12.1 SRA Fit for the Future conference & Chairs Network (22 & 23 Jan)*:**

Not discussed due to time constraints.

12.2 Sports Wales Update (GP): Discussed under Item 6.5.a.2.**13. AOB**

- 13.1 FS highlighted a recent club application that shows the club is a commercial entity with a single shareholder and that it is for women only. It was agreed to hold the applications until the Board have considered it in detail. Action: FS and JW to discuss in the first instance and make a recommendation to the board via email.

**Action:
FS & JW**

14. Meeting appraisal & Evaluation

- 14.1 GP apologised for the meeting having over run but noted that several strategic matters had been covered and thanked everyone for their positive input.

15. Agreement of dates & times of next meetings

- 15.1 KA to arrange doodle poll for next teleconference and remaining Board meetings for 2019.

KA

Summary of Actions

Item	Action	Involving	Target date
2.1	Amendments to minutes of 11 February meeting	KA, GP	Immediate
2.2	Company Secretary change	DT, LV	June
3.2	Provide comments on notes of additional meetings	All	Immediate
4.3	Follow up with auditors on potential third version of accounts.	GP	Immediate
4.4	Draft response for BMC website in relation to UKC article	JW, JD, GP, SMC, LV	Immediate
4.4	Identify final version of MoU for signing	JW, LR	Early June
5.1.a.1	Provide business case for membership package initiative	DT, AM	29 May
5.1.b	Provide initial feedback on Reserves Policy whilst awaiting comments from Finance & Audit Committee	All	End June
5.1.c	Progress tender process for external audit services from 1 st January 2020.	F&A Cttee and Board	November
5.1.d	Submit CVA claim	LV	Immediate
6.1.1	Submit further suggestions for strategy day. Develop plan for the day.	All DT	Immediate Immediate
6.2.1	Identify Board meeting dates on 5 per year basis	KA	Immediate
6.4.1	Explore 3-year contract terms for liability insurance	DT	Immediate
6.4.2	Insurance task group to explore additional issues	DT	June
6.5.a.1	Update and publish document relating to Olympics	DT	Immediate
6.5.b.5	Provide further comments on Membership Engagement	All, PE	Immediate

Item	Action	Involving	Target date
	report so that PE can amend for Council discussion		
6.5.c.2	Provide further comments on Partnerships report to inform amendments for Council discussion	All, FS	2 weeks
6.5.d.6	Provide further comments on Clubs report to inform amendments for Council discussion	All, FS	2 weeks
7.1.2	Nominate CK for ISFC position	NC	Immediate
8.1.1	Report back from MTT meeting	GP	Immediate
9.1.1	Develop Code of Conduct for Board	GP, LV	September
9.1.1	Determine term for MB as Senior Independent Director	All	July
9.1.4	Provide suggestions for membership of Governance group; set up working arrangements for the Group	All LV, GP	Immediate June
9.1.5	Consider names for ODG Chair role	All	Immediate
9.1.8	Give further consideration to lead and liaison roles that Directors are prepared to take on	All	Immediate
11.2.1	Reconcile versions of CEO performance management document	GP, DT	Immediate
13.1	Consider whether Associated Membership rather than Affiliated Club status was appropriate for this application	JW, FS	Immediate

The above is accepted as an accurate record of the meeting:

Signed _____ Date _____

Gareth Pierce, Chair