

BRITISH MOUNTAINEERING COUNCIL

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Board of Directors

Redacted minutes of the Board meeting held by way of GoToMeeting on Thursday 29 October at 8pm

Directors Present:	Paul Drew (PD)	Senior Independent Director and Acting Chair
	Lynn Robinson (LR)	President
	Fiona Sanders (FS)	Council Nominated Director (CND)
	Dave Turnbull (DT)	CEO
	Jonathan White (JW)	Nominated Director (Clubs)
	Rosi Yule (RY)	Nominated Director (Finance)

Observers Present:

- Rab Carrington (RC)
- Colin Knowles (CK)
- Peter Salenieks (PS)
- Carl Spencer (CS)
- Louise Stewart (LS)***

In attendance:	Paul Davies (PDa)**	Interim Executive
	Lucy Valerio (LV)	Company Secretary

* denotes supporting paper(s) circulated prior to meeting

**joined at minute 3

***left at minute 4

Item	Topic and Main Aspects Considered	Decision / Action	Who	When
1	Welcome, apologies & declaration of interests The Acting Chair reported that due notice of the meeting had been given. He noted there were apologies from Jonny Dry (Nominated Director). The Acting Chair noted the meeting was quorate and therefore declared it open. Conflicts of interests were declared by DT and LV as members of staff. The Acting Chair reported that at an earlier National Council meeting PS and CS had been elected CNDs, but that their formal appointment would not be complete until various due diligence checks had been undertaken, they were therefore attending the meeting as observers. He welcomed them and everyone briefly introduced themselves.			

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2	<p>Board/Staff Liaison*</p> <p>The Acting Chair asked RC to introduce the paper he had prepared on this. RC summarised the paper and noted the following:</p> <ul style="list-style-type: none"> • Something needs to be put in place to allow dialogue to flow more freely between the Board and the staff, and vice versa and this process should be staff to SMT/CEO to Board • The idea behind the staff forum is that it is a more informal place for staff to share ideas and no members of the SMT would be present, so it would be different to the weekly staff meetings that take place • A standing item should be on Board meetings – ‘staff matters’ <p>The meeting discussed the paper and raised the following points:</p> <ul style="list-style-type: none"> • The Board should not be drawn into operational matters about the staff • The standing Board item would be short term to try and get the flow of information back on track and any papers should be run past the CEO first before going on a Board agenda • The papers presented to the Board by staff need to be at the right level, they should not be operational but strategic, so there should be coaching provided to staff so they know the type of papers that should be presented to the Board <p>The meeting agreed that the actions requested in the paper should be accepted in principle, and the Board is willing to work with RC and staff to come up with the best way to deliver what is in the paper.</p>	<p>Staff/Board paper accepted in principle and work to continue to find most appropriate way to deliver the paper’s suggestions.</p>	<p>RC/Board /Staff</p>	<p>On-going</p>
3	<p>Restructure/Reorganisation of the BMC’s Executive</p> <p>3.1 The Acting Chair stated that there had been discussions between himself, the CEO and RC about a restructure of the Senior Management Team and some work had been done in respect of the budget in relation to suggested new posts. He then shared a proposed organogram of the proposed new structure. He referred to the organogram noting the following proposals:</p> <ul style="list-style-type: none"> • A new sub-committee of the Board should be formed the Audit & Risk Committee • The CEO would move to a new post called Head of Access & Environment 			

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	<ul style="list-style-type: none"> • A new CEO would be recruited • If the UK Sport bid is successful then a Head of Performance would be recruited for GB Climbing • A part time Finance Director, 1 day a week should be recruited to provide input and guidance on strategy to the finance team • A policy officer should be recruited within the access team and be based in Cardiff • The technical/development team should have a head of department, at present in the org chart this was referred to as the Head of Active Members Services, and the department would include the Technical Officer, Training Officer, Safeguarding and Youth & Equity, Partnerships Manager, Clubs, Huts & Volunteer Officer amongst others • A Head of Operations and Communications should be recruited to head up the marketing and communications team, membership team, IT team and people development • The suggestions were to really invest in the staff and improve their capability to execute the strategic plan • The suggestions were confidential as only a handful of staff were aware of the suggestions • There should be additional officers for areas such as hill walking and indoor climbing and IT, but there is no budget for these posts at present • At present the budget for 2020 shows a surplus of c£100k and the budget for 2021 a deficit of c£100k so a balanced budget for 2020/21 			
3.2	<p>The Acting Chair asked if the Board was happy to support investment in the staff as outlined. The meeting discussed the proposals and the following points and opinions were raised:</p> <ul style="list-style-type: none"> • An organisational change process would need to be put in place with all staff as it involves all of them and the process would have to be followed with thought being given as to how to engage the staff with the process to minimise anxiety • Ideally the new Chair and independent directors should be recruited first prior to any of the suggestions being implemented • It is a consultation process at present • It would be presented to staff in a positive way and there was no intention to interview staff for their posts • There should not be a guarantee about no redundancies in 2021 • A paper should be prepared which sets out the issues that need to be discussed – timescales, budget, risks, implementation etc. as at present it is unclear what is 			

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	<p>being asked of the Board and should not be discussed further until such a paper is prepared</p> <ul style="list-style-type: none"> • The suggestions feel right, but much more information is needed, especially if job titles/roles are being amended • The Board is being asked if there is a licence for the Interim Executive and others to explore a restructure further, and if so then a paper can be prepared <p>The meeting agreed that much more information was need and asked the Interim Executive to prepare a paper about the proposals which sets out the budget considerations, how the restructure fits in with the strategic plan, how the staff would be consulted, timescales, risks etc.</p>			
4	<p>Open Forum 5 November</p> <p>The Acting Chair asked FS to provide further details as she had been working on this. It was reported that 98 people had signed up to the Open Forum and a suggested structure had been shared with the Board. Slides will be prepared which set out what directors need to talk about in respect of certain topics, to ensure that the same message is being sent out e.g. Q: why is money being spent on a third-party recruiter? A: to help with workload.</p> <p>Answers given to questions need to be smooth and truthful, and if the answer is not known, then say so. Also state if information is confidential and so cannot be shared.</p> <p>It was agreed it would be good if RY, CS and PS could introduce themselves, but they were not expected to answer any of the questions posed. FS would build in time for the introductions to the schedule.</p>	A paper setting out all details of the proposed executive restructure be prepared	PD & PDa	By Wed 18 Nov
5	<p>AOB</p> <p>The Acting Chair reported that the new auditors had been asked about the AGM date next year, and they were able to provide accounts to meet the deadline of any of the dates on the paper. He said from the previous meeting an earlier AGM had been preferred so he suggested one of the May dates.</p> <p>The meeting discussed this and it was agreed that the date of the 2021 AGM would be 15/16 May 2021 and it should be planned to be held face to face.</p>	2021 AGM to be held weekend of 15/16 May		

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6	Close of meeting			

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

Item	Action	Involving	Target date
2	Work to continue in respect of delivering on the paper's suggestions	RC/Board/Staff	On-going
3.2	A paper to be prepared setting out the risks, timescales, budget constraints, implementation etc. of the proposed restructure.	PD & PDa	Weds 18 Nov