

# BRITISH MOUNTAINEERING COUNCIL

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## BMC ANNUAL GENERAL MEETING

Minutes of the 2020 AGM held entirely online using GoToWebinar on Saturday 13 June 2020 at 3pm (the Meeting)

### Directors Present:

Lynn Robinson (LR)	President and chair of the Meeting
Matthew Bradbury (MB)	Senior Independent Director (SID)
Paul Drew (PD)	Independent Director
Jonny Dry (JD)	Nominated Director (Fundraising)
Huw Jones (HJ)	Nominated Director (Finance)
Amanda Parshall (AP)	Independent Director
Gareth Pierce (GP)	Chair of the Board (Chair)
Jon Punshon (JP)	Council Nominated Director (CND)
Fiona Sanders (FS)	CND
Chris Stone (CS)	CND
Dave Turnbull (DT)	CEO
Jonathan White (JW)	Nominated Director (Clubs)

### Voting Members Present (in alphabetical order):

Nigel Abbott	David Eaton	John Pulford
Phillip Abram	David Harborne	Stephen Quinton
Nigel Addy	Harriet Harris	Spencer Ramsey
Mark Alderson	Anthony Harrison	Andy Reeve
Cressida Allwood	Martin Haywood	John Roberts
S England	Alan Henderson	Natalie Rueeck
Emily Ankers	Andrew Hjort	Peter Salenieks
John Barber	Rebecca Inch	Anne Salisbury
Richard Bennett	Richard Isbister	Claudia Sarner
Bill Beveridge	Tim Jepson	Matthew Saward
David Bibby	Peter Judd	Andy Saxby
Antony Bird	Mark Kemball	Astrid Saxby
John Booth	Ron Kenyon	Fabrizio Scaglione
Rob Borland	Jennifer King	Peter Sheppard
Rachel Boyd	Paul Kingston	Paul Simmons
Andy Brellisford	Colin Knowles	John Smallwood
Sarah Brewin	Krzysztof Kubosz	Trevor Smith
Paula Brough-Heinzman	Nicholas Kurth	Angela Soper
Judith Brown	Hilary Lawrenson	Carl Spencer
Sue Brownbridge	David Lee	Wendy Stirrup
Lucy Bruzzone	Hazel Lewis	Rory Stocks
Alison Cairns	Darren Long	Alan Strachan
Frank Cannings	Abigail Lucas	Andy Syme
Daren Church	Phil Lyon	Phil Taylor
Steve Clark	Sherry Macliver	Donald Thomas
Geoffrey Cole	Chris Martin	Jane Thompson
Tony Cooper	Kieron May	Jason Till
Roy Davies	Simon McCalla	Martin Tomlinson
Kevin Devine	Jessica Moorhouse	Mark Turner
Robert Dufton	Greg Mott	Stuart Webb
Zaheer Durrani	Roger Murray	Phil Wickens
Sam Dykes	Paul Newby	Mike Williams

John Edwards  
Helen Elliot  
Paul Evans  
John Firmin  
Mick Fowler  
John Gibbons  
Jez Gordon  
Spenser Gray  
Mick Green  
CJ Griffiths  
Rebecca Hammond  
John Handley

Jo Newell  
John Noake  
Vic Odell  
Mike Parsons  
Rik Payne  
David Pickering  
Simon Pike  
Emily Pitts  
Mike Platt  
Andrew Potter  
Philip Powell  
Nigel Poyner

Tony Williams  
Trevor Willis  
Shane Willis  
Helen Wilson  
Philip Wilson  
Toby Wilson  
Chris Wood  
Jack Worthington  
Martin Wragg  
Ian Wyatt  
Allan Young

**BMC Staff Present:**

Lucy Valerio	Company Secretary (CoSec)
Alan Brown	Financial Controller
Alvin Foy	IT & Database Co-ordinator
Suzanne Jones	Project Co-ordinator

**Acti  
ons**

**1. Welcome and introduction**

- 1.1 Lynn Robinson introduced herself, welcomed all those joining the first ever entirely virtual AGM of the BMC and said she would be chairing the Meeting (the AGM Chair). She noted the start time on the agenda was 3pm, but gave members a few more minutes to join.
- 1.2 The AGM Chair noted that those attending would not be able to see the faces of the directors presenting at the Meeting as there had been a technical issue and no-one's webcam was working. She apologised for this and added that the presentations would still be able to be seen by those attending.
- 1.3 The AGM Chair reported there were 134 attendees and it was a couple of minutes after 3pm, she therefore declared the Meeting formally open.
- 1.4 The AGM Chair said in order to ensure that those in attendance could participate in the Meeting, and that they could hear her, a quick poll would be launched. She asked the CoSec to launch the poll. The poll was launched, the question was "Have you attended a BMC AGM before?". After a minute the poll was closed. The results were:

Percentage of attendees who answered the poll – 86%  
Yes – 45%  
No – 55%

The AGM Chair noted that this meant there was a quorum for the Meeting, and that no formal voting would occur by way of a GoToWebinar poll.

- 1.5 The AGM Chair set out some housekeeping points:
- The Meeting would be recorded;
  - If a member had a question they must type it in the question box – the CoSec was monitoring the questions and she would be collating themes;
  - The ability to 'raise your hand' had been disabled;
  - All the resolutions were being put to a poll;
  - The resolutions would not be voted on one at a time, instead the AGM Chair would announce when the voting opened and members could then access

the voting website using the details emailed to them by Civica, such emails should be in members' inbox by about 3.30pm;

- If a member could not find their access codes, there was the ability to request these again. If members still had a problem they can email [agm@thebmc.co.uk](mailto:agm@thebmc.co.uk);
- Civica were dealing with all the voting this year and voting would close at 5.30pm;
- The results would be published on the BMC website as soon as possible after voting had closed.

- 1.6 The AGM Chair acknowledged the extremely difficult times that were currently being faced because of Covid-19 and the global pandemic. She remarked that it had impacted on everyone's lives, their families, friends, activities and work. She asked that before the reviews of the year were heard, everyone paused to reflect and think of those who were no longer with us.

A moment's silence was held.

- 1.7 The AGM Chair hoped that the members had seen the agenda for the Meeting, she added there would be presentations from: Dave Turnbull – the CEO, Gareth Pierce – the Chair, Huw Jones – the Nominated Director re finance, Fiona Sanders – as chair of the Organisational Development Group (ODG) and herself as President.

The AGM Chair reminded the Meeting to ask any questions using the Chat facility and said the panel would endeavour to answer as many as possible. The AGM Chair then introduced the CEO to give a review of the past year and present the Annual Report.

## **2. Presentation of the 2019 Annual Report**

- 2.1 The CEO said it was fantastic that so many new members were attending the Meeting and welcomed them. He added the presentation would go a bit further than the Annual Report as it would also deal with what had been happening in 2020, as well as future plans.

- 2.2 The CEO started by highlighting how the BMC had had an extremely busy period; noting the work of the ODG was still taking place, and would continue into 2021. He highlighted the separate volunteer roles of the President and the Chair, and thanked them for the many hours of time they commit to the BMC and their efforts in helping the BMC.

- 2.3 He stated the BMC was a very complex and unusual organisation in terms of sporting bodies, in particular he said that the BMC was the only sporting body that undertakes significant environmental work, operates a travel insurance scheme and has the safety considerations involved in climbing. He added that this meant the BMC was thinly spread on the ground in terms of volunteers and staff members and the breadth of work undertaken.

- 2.4 The CEO then gave a presentation about:

- The new strategy with a new Vision, Purpose & Values, five strategic themes and five enablers underpinning the themes. He noted that despite the challenging start to 2020, the BMC was keeping to the themes.
- The work undertaken in 2019, which included:
  - the increase in insurance premiums due to the ongoing insurance claim, which resulted in a £164k deficit in 2019, but there were sufficient reserves in place to meet this;
  - a review of the liability scheme and the better belaying campaign;

- various environmental campaigns – Mend our Mountains, run by BMC Access & Conservation Trust (ACT) and Matthew Bradbury was commended for his work on this; Hills to Oceans (H2O), which involved members litter picking, had received very positive feedback and helped enhance the BMC's reputation; The Climate Project, the latest project launched which aimed to support the work of Moors for the Future and the restoration of peat bogs;
- competition climbing and Tokyo 2020 – a lot of good work had been undertaken by the Competition Climbing Performance Group (CCPG);
- equality work;
- governance and compliance – the Governance Working Group (GWG) had been very busy and he thanked Jonathan White for his work as chair of this group.

## 2.5

- What had happened in 2020 so far; which included:
  - dealing with the impact of Covid-19: the impact on the BMC, the outdoor sector and climbing walls;
  - membership in respect of travel insurance and Mountain Training members had decreased, but there had so far only been a 10% difference in membership numbers compared to previous years;
  - a number of staff had been furloughed, and all staff were working remotely;
  - various meetings with regional access representatives and representatives from around the country had been held, to feed information into a Covid-19 Access Advisory Group to assist the BMC in communicating the ever-changing regulations to its members. He highlighted how hard the access team, staff and volunteers, had worked in respect of this;
  - regular meetings with funded partners had led to a coming together of partners in a way not previously seen;
  - the communication of the information on access to members, Facebook live sessions had been held;
  - a membership growth plan, finalised just this past week, which would look at recruiting new members and retaining current members;
  - signing up to Wildlife and Countryside Link, to ensure that the BMC remained relevant in the Green Recovery;
  - a substantial amount of work in respect of ODG and he thanked all those who had contributed to the monumental effort involved.

## 3. Presentation of the Directors' Report

### 3.1 The AGM Chair thanked the CEO and handed over to the Chair to present the Directors' Report.

The Chair welcomed everyone. He then provided the members with an update in respect of the Board. The main points were:

- There had been considerable change in the Board's membership since the AGM in 2019 when four new directors were appointed, and three new members had been appointed during the winter months of 2019-2020.
- The Board had been consistently busy, with seven additional meetings having been held since the last week of March 2020.
- He was grateful to the commitment and quality of the Board's contribution and to the dedicated work of staff and the support of National Council and various committees.
- The 2019 highlights:

- a new approach to the strategic plan;
- a fresh look at the way the BMC's budget is developed, to ensure there is clarity;
- the decision to establish the Climbing Competition Performance Group (CCPG), which ensures the work is embedded as part of the BMC's role as the National Governing Body for competition climbing;
- prudence with expenditure so that the year-end financial position was not too adverse in light of the insurance premium increase.

3.2 • 2020 issues and work programme:

- understanding the impact of Covid-19 on the BMC and its work;
- updating the strategy, operational and financial plans to cover 2021-25;
- blending financial prudence with delivery ambition and membership growth, particularly in hill walking and indoor climbing spheres;
- effective working with CCPG, the new Wales committee and ODG workstreams;
- realising the potential of the BMC's relationship with its charitable subsidiaries, in particular Mountain Heritage Trust (MHT) and ACT;
- continuous improvement in the way the Board works and how it engages with National Council and the various committees.

#### 4. Presentation of the Accounts

4.1 The AGM Chair thanked the Chair and handed over to HJ to present the accounts.

HJ provided the Meeting with the following information:

- He passed on his thanks to Alan Brown and Yas Prabakaran, the two members of the Finance Department who he had found to be very hardworking, and to the Finance & Audit Committee (FAC).
- The balance sheet as at 31 December 2019 showed:
  - fixed assets of £394,308, current assets of £2,099,542 and so a total of £2,493,580, a reasonably healthy state;
  - current liabilities of £1,430,611, which includes the insurance premium. The important figures to note were the deferred income and deferred subscription income, as these were shown as liabilities, however in time they will decrease and appear as revenue in the profit and loss account, so it is not money owed by the BMC, but money not currently earned;
  - the total of current liabilities was £1,478,521;
  - this resulted in the net worth of the BMC being £1,015,329;
  - the loss of £164,406 was shown so the BMC was worth £164,406 less than it was in 2018.

4.2 • The income and expenditure account as at 31 December 2019 showed:

- the total income was just under £3.3m at £3,294,369 which was quite well up on the 2018 figures;
- the sale of travel insurance provided a profit of just over £418k, this is important as Covid-19 was having an impact on the travel insurance figures for 2020 and it is a fundamental stream of income;
- the biggest cost to the BMC is salaries and personnel, but this includes sums spent on particular areas of work within the BMC;
- the total expenditure was £3,458,775 and this resulted in the net deficit of £164,406.

HJ then answered a question from Peter Salenieks who had asked if there was a risk-based approach being taken towards the reserves and what was being done about the rise in expenditure which was exceeding income. HJ noted that Covid-19 was creating some challenges regarding income streams, but costs were being reviewed in conjunction with opportunities available in 2020 and 2021 and that there was a process being put in place to quantify the risk register.

4.3 He then continued with his presentation:

- The performance against budget showed:
  - the deficit of £164,406; a deficit of £140k had been forecast, the difference was a result of the cost of membership which was higher than envisaged;
  - training income was far better than envisaged, and overall income was higher than forecast;
  - expenditure is where the issues arose as the budget was for £2,173,054 but the actual spend was £2,250,757;
  - the biggest figure is administration, this included costs such as organisational design costs which were not in the original budget;
  - there has been a change in approach to the budget for 2020 and 2021, the old way was more reactive and was based on prior year spend, which does not work so well when a programme such as organisational design is implemented;
  - there was a large variance in managed sites and crags and this was because the BMC Land & Property Trust had used its funds to carry out various work;
  - the variance in the volunteer development figures was due to the fact that the Partnerships Manager had been employed later in 2019 than previously foreseen.

4.4 • The slide called 'How Your Money Comes In' showed:

- the split income between membership subscription of just under £1.3m and trading income, which includes the sale of goods, partnership income etc. of nearly £600k;
- that whilst there is nearly £2m of membership income, there are costs associated to membership such as the costs of distributing Summit magazine, the salaries of the membership team who work hard to deal with all members' queries.

4.5 • The slide called 'How We've Spent It' showed:

- the largest sum is on office administration, this includes salaries, these costs were broken down further showing items such as marketing and publicity, postage, the website etc.;
- what the BMC has to do to keep going on a day-to-day basis;
- the figure of £644,451 allocated to salaries was smaller than the previous figures, and that is because a large proportion of the higher figure is spent on specialist work e.g. access & conservation, climbing competitions, training, heritage, equity and youth and so on;
- quite a lot of money spent on climbing competitions, and this is because whilst 2020 was supposed to be a big year, with climbing planned to be debuting in the Olympics, as this has now been postponed to 2021 there is still a lot of work to do to build up to that. The opportunities to the BMC the Olympics bring are significant;
- quite a lot of money spent on training, this is partly because of the belay campaign and the fact that good practice has been in the spotlight again;

- smaller sums spent on items such as the 2019 AGM and also the money provided to MHT, as it's fundamentally important that heritage is at the forefront of our thoughts.

4.6 • The slide called 'Our Membership' showed:

- the breakdown of individual members: individuals, family, unemployed, students, Mountain Training, club upgrade, under 18, scouts and honorary;
- there are just over 21,000 club members and just under 4,000 student club members;
- that London & South East provided the largest number of members, with membership fairly evenly spread around the rest of the country;
- the split between each region between individual and club members e.g. 67% of the Peak area members are individuals, and 33% are club members.

HJ then took a question from Wendy Stirrup who had asked if it was possible the BMC could get an insurance rebate in view of the reduced risks due to the closure of climbing walls and restricted access to the outdoors. He answered that this was not known at present but discussions were being held with Howdens and that given the current unknowns due to Covid a quick answer was not expected.

## 5. Members Q&A

5.1 The AGM Chair then asked the CoSec to read out some of the questions that had been put in the Q&A box by members.

The first question was from Simon Pike who asked if the marketing emails members receive from the BMC with information about travel insurance products is consistent with GDPR given that members have not given consent to receive marketing information, and if it is possible to opt out of the marketing without opting out of the newsletters.

The CEO said he would come back on this, his understanding was everything was done in line with GDPR and there are opt-out options, but he would want to check this with the appropriate staff member.

5.2 The second question was from Peter Salenieks who asked what progress had been made to settle the insurance claim.

The CEO answered it is a slow process, he had spoken to the insurance company earlier in the year who reported it was complicated and there were numerous sets of lawyers working on the case. It was likely to take at least another year, but the reserve was in the order of £5m - £10m and they are pretty certain it will be settled.

5.3 The third question was from Tony Williams who commented that the BMC appears to be becoming more active as a campaigning organisation, e.g. on climate change; he does not underestimate the seriousness of such risks, but would welcome comment on the costs of those involved and whether with all the other pressures the BMC is facing if such non-mountaineering activity ought to be a priority.

The CEO said it was an interesting question, but noted that the climate is having a huge impact on the mountain areas around the world, e.g. the glacial retreats in the Alps, Himalayas, Andes etc., so he feels the work is relevant to the BMC. He said that costs wise he was unable to provide an exact figure but it was not substantial.

The Chair also noted it was important for the BMC to not stand far apart from wider society on such issues, and so the interest being taken is compatible with being an organisation that champions people's enjoyment of the outdoors.

- 5.4 The next question was from Chris Wood who presumed that there would be some offsetting of the lack of insurance income with the furloughing of staff and if any financial modelling had been done about this.

HJ replied yes, and that a couple of things needed to be borne in mind, which is that when members join the BMC they do so for a full year and whilst the furlough scheme has been in place for a couple of months the likelihood is that the lack of travel insurance scheme will provide much reduced income not just for 2020, but also 2021. The process that the Board went through, with the FAC's assistance, was to hold weekly meetings and monitor membership numbers and to look at costs that can be cut. The furlough will help with the loss of income, but it will not totally compensate for it.

The financial modelling that has been done includes: the impact of Covid-19 on membership numbers; for a moderate recovery, and a second wave; and looking at spend that was already forecast for 2020 and 2021 to see what can be reduced in line with potential reduced income. Meetings were no longer held weekly, but regular financial reporting was taking place and the Board and the FAC are on top of this.

- 5.5 The next question was from Emily Pitts who asked if the approximate per member cost for insurance could be outlined i.e. what proportion of the subscription fee is for insurance.

HJ said that he does not have this figure to hand, but if Emily emailed [agm@thebmc.co.uk](mailto:agm@thebmc.co.uk) then he would be able to get the information to her.

- 5.6 The next question was from Hazel Lewis who noted that if some of the staff costs in the blue part of the office and admin are for climbing competitions then the full cost in the amount actually labelled as climbing competitions is not shown, and asked how much these competitions cost compared to grants received.

HJ replied that the allocation of staff costs are fairly detailed, so he hoped there were not any competition costs in the admin figure in the charts. He added that competitions also generate income and that going forward competitors will have to be members of the BMC to enter. He did not have the detailed figures that summarises what the net cost of competitions is, but if Hazel emails [agm@thebmc.co.uk](mailto:agm@thebmc.co.uk) then he would be able to get the information to her.

The Chair added that it is important for the Board to understand the financial relationships and connections between expenditure and activity and what is being delivered. There are a wide range of members interests within the BMC and the Board needs to make sure that it's delivering efficient and effective provision, including for competition climbing which is a major responsibility as the National Governing Body. Other income streams from the commercial arena should be pursued, and the profile of competitions lends itself to commercial sponsorship, which is a priority for the CCPG and the Board.

- 5.7 The final question was from Kevin Devine who asked if the BMC would be providing advice and support to prepare for the re-opening of club huts.

The CEO said yes, and noted he had forgotten to mention that part of the BMC's response to the pandemic had been the work undertaken with the Clubs Committee and Huts Committee, which had done a great deal of work in respect of guidance and conversations had been had with YHA, so that advice could be provided.

## 6. Voting Opens



- 6.1 The AGM Chair thanked the panel for the answers and noted that the questions and answers would go on the BMC website for the wider membership.

The AGM Chair then gave formal notice that voting is open and that the formal proceedings of the Meeting would commence. She reported that formal notice of the Meeting was sent to members and published on the BMC website on 22 May 2020, therefore requisite notice had been given. She said the notice would be taken as read.

She explained that the resolutions would not be read out individually, instead the voting website was now open and members could vote on all the resolutions in one go. All the resolutions were proposed as ordinary resolutions and were being voted on by way of a ballot. There were three options for each resolution: for, against, and abstain. She continued that if a member voted 'abstain' this was a vote withheld in law and it would not be counted towards the calculation of the 'for' and 'against' votes cast on a resolution. Voting would close at 5.30pm and the Meeting was due to finish at 5pm.

- 6.2 The AGM Chair then asked for another poll to be launched for some feedback about how effective the AGM had been so far, 1 was not at all and 5 was very.

The results were:

Percentage of attendees who answered the poll: 71%

1: 2%

2: 0%

3: 23%

4: 56%

5: 19%

The AGM Chair thanked members for their feedback and noted it would be taken into account for future membership engagement.

## **7. President's Review of the Year**

- 7.1 The AGM Chair then presented her review of 2019 and 2020 to date as President, the main points were:

- National Council have had four full meetings and four interim meetings. All the meetings have been virtual since the start of the Covid-19 pandemic. Minutes of the meetings were available on the BMC website.
- There had been elections held for two new CNDs in March 2020 when Chris Stone and Jon Punshon were appointed, they join Fiona Sanders.
- National Council have nominated two Councillors to be on the FAC – David Brown and Bill Beveridge.
- Mick Green and herself sit on the Nominations Committee.
- National Council had focused on its working relationship with the Board, reviewed the Memorandum of Understanding, and had a number of matters brought to it by the Board.
- The various specialist committees and working groups had updated National Council on their work in December 2019.
- National Council had contributed to the development of the strategic plan.
- 2019 was the 75<sup>th</sup> birthday of the BMC.

- The second Hill Walking Symposium had occurred just before lockdown and she thanked all those involved, in particular Peter Judd, Cath Flitcroft, Rob Bishop and Mariella Sullivan as it was a huge success.
- The various climbing competitions that had been held including the British Bouldering Championships, the British Lead & Speed Climbing Championships, the European Climbing Championships and the Paraclimbing Championships.
- There had been numerous festivals and events held in 2019, including the Spirit of Kinder Day in April 2019, the Gower Festival in September, in November the Kendal Mountain Festival.

The AGM Chair then thanked Terry Tasker and Kelda Roe of MHT who had taken time to put out some of its exhibits for National Council to look at during the lunch break and after its meeting in September 2019 which was held at Blencathra.

7.2 The AGM Chair then moved on to the work of the BMC Equity Steering Group (ESG) and stated the following:

- The Board member on ESG was Jonny Dry, the BMC officer was James McHaffie and the BMC equality and diversity champion is herself.
- In April 2020 after a lot of work, the ESG gave a presentation to Sport England about the work the BMC does and will undertake in respect of equality and diversity, and following this the BMC had been awarded the Intermediate level of The Equality Standard A Framework for Sport.
- There are five sub-groups of the ESG: disability, women's development, BAME, mental health, and LGBTQ+.
- She thanked all the volunteers who help with all these sub-groups, and said anyone who wants to get involved should contact the BMC.

7.3 The AGM Chair had also been focusing on volunteer development and that there was now a volunteer section on the website, it is a work in progress so if any members have any feedback they can get in touch with her.

Finally, she talked about the year ahead:

- There would be continued oversight of the ODG work, working towards the 2021 AGM.
- Work would continue on the reconstitution of National Council to the proposed Members' Council.
- The working relationship between the Board and Council would continue to be developed.
- The volunteer strategy would be further developed, in particular how volunteers can be supported, and their work recognised.
- Continued recognition and support of the BMC charitable subsidiaries and improvement in the awareness and recognition of the work the BMC undertakes.
- A review of membership engagement and to continue to work with the members to prioritise the work of the BMC.

7.4 The AGM Chair then emphasised that the BMC is working hard on behalf of its members to ensure that the return to 'normality' is as smooth as possible, and thanked all the members for their continued part in the BMC.

She hoped that all members' friends and family stay safe and well and then handed over to FS in her role as chair of ODG.

## 8. ODG Presentation

8.1 FS stated that the ODG has been around for a couple of years now, and she thanked all the volunteers who had contributed to the seven different workstreams undertaken. She added that there was a handout which showed which stage each recommendation was at, and who was responsible for continuing the work and completing it.

- 8.2
- The slide called 'What has been delivered as per the ORG recommendations' showed:
    - the Partners' Assembly had been established in November 2019, it was looking at how the BMC could work together with various other organisations, e.g. the Ramblers, YHA etc. to ensure safe access to the outdoors;
    - the Climb Group had been renamed the Funded Partners and National Bodies and had been meeting regularly since November 2019;
    - two staff appointments had been made, the Governance & Compliance Officer in March 2019, Lucy Valerio, and the Partnerships Manager in September 2019, Rob Bishop;
    - the strategic plan was signed off in February 2020 and the ODG would now look at the process to review the strategic plan;
    - the Wales/Cymru Committee was established in June 2020 and Neal Hockley was thanked for his work with this;
    - the Clubs Committee was being restructured.

- 8.3
- The slide called 'What has been delivered differently to the recommendations' showed:
    - recognition that there could not be wholesale change to a Senior Leadership Team and so a Senior Management Team (SMT) had been established and terms of reference identified;
    - the CCPG has been established and a new internal department, GB Climbing, for the management of competition and talent growth;
    - the review of the charitable subsidiaries had been transferred to the Board.

- 8.4
- The slide called 'What has been agreed but not delivered due to COvid-19' showed:
    - the Board had agreed that various positions were to be recruited for: a Chief Operating Officer, a Wales policy role and someone in a senior financial role. These roles would be reviewed as part of the review of the strategic plan;
    - the work the R33 group had undertaken in respect of the transition from National Council to Members' Council had not come to fruition as this required members' approval and the decision had been taken not to seek this at this AGM, it would be postponed to the 2021 AGM;
    - a lot of work has been undertaken to ensure the amendments to the Articles of Association reflect the work of various other groups, e.g. the Governance Working Group. The work is nearly complete, but

there needs to be further membership engagement on the proposed amendments to ensure they are right.

- 8.5
- The slide called 'Future of the ODG' showed:
    - when FS took over as chair of the ODG in 2019, the main recommendation was to provide the Board with plans and recommendations of how to deliver the work, and the index of recommendations shows most of the work will be completed fairly soon;
    - the Board has agreed that the ODG remit is extended to September 2020 as that will allow work to continue on a few key areas: clubs strategy and FS thanked Mike Spooner for his work on this; the digital strategy; the Articles amendments; the specialist committee review that Roger Murray and David Brown have undertaken;
    - there is a need to return to the work undertaken as part of the ODG and to review it and see if the changes have been delivered, and the delivery of these is providing a return on investment to the members;
    - work will start in January 2021 on the final stage of ODG work, the evaluation. A new group will be established to review the return on investment, to feed in to the strategic planning process in 2021.

FS then handed over to the AGM Chair.

## 9. Members' Q&A

- 9.1 The AGM Chair then asked the CoSec to read out some more members' questions.

The first was from Nick Kurth and he noted that the ORG had reported in 2017; did FS feel that as work is still being undertaken, that the recommendations might have timed out?

FS said that some of them have naturally slipped in to Board work, much of it is in place, and the rest of it just needs to get done.

- 9.2 The next question was from John Roberts, who said he had had a concern with the accounts at the AGM in 2019, and there had been numerous submissions of the accounts to Companies House after the 2019 AGM, he was glad the process issues have been worked on and thanked HJ and the Board for their efforts in improving the financial management of the BMC. He was working on the basis that the accounts for 2019 would be materially correct.

He referred to the income stated in the accounts which showed a figure of £3,285k and that which is stated in the annual report, £3,294k and he asked why the figures were different, and which was the correct one.

HJ answered by stating the accounts show a figure of £3,285,525, but a bit further down there is an operating deficit in surplus of -£173,250 and then there is further interest receivable and income. This is not part of the BMC's membership and trading activities, but it is income nonetheless. In the presentation given earlier he did not set out to clarify membership and trading income, but to clarify total income. This means the figure in the report includes interest receivable of £8,844.

- 9.3 The CoSec noted John Roberts had also asked which document the Board recommend members approve. The CoSec said the members do not approve the accounts or the report, they receive them.

HJ noted the accounts should always be the figures that are approved, and that the presentation had simply sought to demonstrate the total income. The Chair added

that the way the data was presented in both documents, although slightly different, both were compatible because of the £8,844 figure.

- 9.4 The CoSec said John Roberts' second question was in relation to the annual report, he said it did not provide any clarity on the number of members, the number of affiliated clubs, or active volunteers and he would like an explanation for this exclusion, for the membership numbers as at 31 December 2019 to be provided, for it to be highlighted whether the figure is higher or lower than in 2018 and for the annual report to be updated to include this information.

The CEO said that this could be done. HJ added that the figures provided in his presentation were mid-year figures, not year-end figures. The Chair noted this was an important area as the Board and FAC were monitoring membership numbers carefully at the moment.

Membership numbers as at 31.12.19 to be published on the BMC website

- 9.5 The CoSec said John Roberts' final question was in relation to the ORG recommendations. He said he had reviewed the annual report alongside the ODG document posted on the ODG website 3 days previously. He said the ODG document highlighted a number of areas that still require actual implementation, the majority of which fall under the workstream 'Culture, Leadership and Management', which were the responsibility of the Board and CEO. He said the three main points were:

- The SMT is to have robust, challenging and motivational objectives which are measure by the Board;
- The SMT is to be responsible for setting robust and measurable objectives for staff;
- Clear policies for staff and volunteers to be in place that enable them to work effectively with partners organisations and provide training and coaching to staff operating in those roles.

He asked the Chair and the CEO to account for why these actions remain outstanding and what actions the Board and CEO is taking to implement them.

The Chair said it was a priority for the Board to engage effectively with the CEO, the SMT and all staff and to ensure there is an aligned set of objectives right through from the Board through to the delivery teams. This is something that is being developed in the context of the strategic plan that was approved earlier in 2020. The Covid circumstances have led to many changes for a number of staff in terms of how they are able to deliver several of their immediate objectives. He continued that this does not mean that having the complete framework in place is less important, but that there is further work to do to reach the point where the BMC wants and needs to be.

The CEO added that the HR & Office Manager has been having several meetings with other HR professionals on performance evaluation and appraisal systems. It is a work in progress but this should come out later in 2020.

The AGM Chair noted that work is ongoing in respect of volunteer role descriptions and the Area terms of reference are being reviewed. She highlighted the 'volunteers' tab on the BMC website.

- 9.6 The CoSec reported John Roberts had just asked if membership increased or decreased in the last financial year.

HJ said there was a small increase from recollection, somewhere in the region of 2% but he would provide further details outside of the AGM once he had the actual data in front of him.

## 10. BMC Volunteer Awards

- 10.1 A video showing the winners of the BMC Volunteer Awards was then played, the AGM Chair said that a link would be provided to the video if members could not view it.

The AGM Chair noted there was no sound with the video so she made the following comments:

- There were three awards this year:
  - The Rehan Siddiqui Award, which is awarded to those that contribute to championing equality and diversity issues across the BMC – awarded to Jesse Dufton;
  - The George Band Award, which is awarded for exceptional volunteer contribution to the BMC – first recipient is Peter Judd, who has been driving forward the BMC's hill walking agenda, the second recipient is Ron Kenyon, a huge activist in the Lake District and he has helped with numerous guidebooks and is secretary of the Lakes Area;
  - The Young Volunteer of the Year Award – awarded to Kody Bradley who is now Youth Area Co-ordinator for the Yorkshire and North East area and he coaches a number of young people.

The AGM Chair noted there were videos on the BMC website of her interviewing the recipients and surprising them with the news of their awards. She congratulated all the winners and noted that the presentation would go on the BMC website.

- 10.2 The AGM Chair said before she closed the meeting she wanted to express her sincere thanks and gratitude to the hundreds of BMC volunteers. She said how the volunteers, working with the staff, had responded phenomenally well to the challenges presented by the pandemic. She mentioned Jon Punshon leading on the access work and Jonathan White and his work with the clubs and huts.

She then mentioned the BMC's partner organisations noting that the BMC cannot do all of the work it does alone, and noted the Facebook live session that John Cousins from Mountain Training had done.

Finally, she thanked the BMC staff for their work and Andy Syme for his work as Deputy President and in supporting the smooth running of the AGM.

## 11 Close of the Meeting

- 11.1 The AGM Chair said that everyone was moving into unknown territory and that the remainder of 2020 would be challenging so she thanked members for their continued support. She said if members felt the BMC was doing a good job it would be great if the word could be spread to friends, colleagues, fellow climbers and mountaineers, and if they were not members perhaps they could be encouraged to join. She wished all those attending to stay safe and well.

She then reminded attendees that voting would remain open until 5.30pm.

The Chair then endorsed all the thanks the AGM Chair had given, and thanked her for all her hard work and for chairing the first ever virtual only AGM. He then said the Board were thankful to the CoSec who had not only supported the BMC in preparing for this AGM but also the Board through seven additional meetings in the lead-up to it. He thanked all those attending the Meeting.

- 11.2 The AGM Chair said that once voting closed at 5.30pm, the CoSec would be working with Civica and the marketing team to get the results published on the website as soon as possible.

The AGM Chair said this concludes this year's AGM she thanked everyone for attending and declared the Meeting closed.

## **Results**

The results of the voting were:

<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Result</b>
1. To approve the minutes of the previous AGM held on 31 March 2019.	1,541	3	124	Passed 99.8%
2. To receive the Annual Report and Accounts for the year end 31 December 2019.	1,554	13	101	Passed 99.2%
3. To appoint Hurst Accountants Limited as the Company's auditors, to hold office with effect from the close of the Meeting, for the three audit cycles relating to financial years 2020 to 2022, subject to annual re-appointment at the respective AGMs.	1,563	10	95	Passed 99.4%
4. To approve the re-appointment of Matthew Bradbury as an Independent Director.	1,560	26	82	Passed 98.4%
5. To approve the appointment of Paul Drew as an Independent Director.	1,542	25	101	Passed 98.4%
6. To approve the appointment of Jon Punshon as a Council Nominated Director.	1,554	23	91	Passed 98.5%
7. To approve the appointment of Chris Stone as a Council Nominated Director.	1,541	27	100	Passed 98.3%