

BMC Annual Governance Statement 2022

The BMC's annual governance statement explains the processes and procedures in place to enable the organisation to carry out its functions effectively, and outlines our progress since last year's AGM held on 15 May 2021 (the 2021 AGM).

Governance Framework

The framework for the BMC's governance as a diagram is set out in Appendix 1. There have been the following changes to the BMC's governance structure since the 2021 AGM:

- the Organisational Development Group was wound down, further details of this can be found on its dedicated website.
- at the 2021 AGM, members approved the name change of National Council to Members' Council (Council) and the adoption of new Council terms of reference. These can be found [here](#).
- at the 2021 AGM, members approved a new set of Area Terms of Reference, these can be found [here](#)
- new terms of reference have been approved by the Board for the following committees:
 - Health & Safety Group - [here](#)
- the Memorandum of Understanding (MoU) between the Board and Council was reviewed as a new President was elected at the 2021 AGM and a new Chair was appointed on 1 December 2021. The current MoU can be found [here](#).
- in January 2022 the Specialist Committees presented details of work undertaken in 2021 and planned work for 2022 to the Board and Council. The Specialist Committees are the following committees:
 - Access Management Group
 - Clubs Committee
 - Equity Steering Group
 - Guidebook Committee
 - Hillwalking Group
 - Huts Group
 - International Committee
 - Land Management Group
 - Technical Committee
 - Training, Youth and Walls Committee
- Codes of Practice have been developed and adopted by the Board and Council

Additionally, at the 2021 AGM a number of amendments to the articles of association (the Articles) were approved. The key amendments were:

- nominations of candidates for elected positions to be allowed during incumbents' terms, and the incumbents to have an automatic right to stand in the election to be held (article 12.9)
- elections where there are two candidates for one position to be decided by way of simple majority, and all other possibilities to be decided by way of single transferable vote (article 13.16)
- ability to hold virtual or hybrid General Meetings or AGMs (article 14)
- details of the number of votes held and how those votes are cast to be published in the case of any person appointed a proxy who holds 10% or more of the votes cast on any resolution or election at a General Meeting or AGM (article 16.14)
- a Board member can be appointed as acting Chair until a Chair can be appointed in accordance with the Articles (article 21.17)

A copy of our current articles can be found [here](#), although please note there are some further changes proposed at this year's AGM.

There is one change from last year's statement in respect of the BMC company structure at Appendix 2. The limited liability partnership, Mountain Services LLP, was dissolved on 6 July 2021 and so it is no longer shown at Appendix 2.

Persons and/or organisations with significant influence over the BMC

As a private company limited by guarantee where any individual member is a member of the company, the BMC does not have any one member with significant influence. However, UK Sport and Sport England do have some influence over the BMC, in the sense that as they provide funding to the BMC, the BMC has to ensure it meets certain standards and requirements e.g. the Code for Sports Governance.

Good Practice in Governance

The primary governance code that the BMC recognises is the Code for Sports Governance (the Code). The Code was revised in 2021, with commentary on what was expected in order to achieve compliance being published in December 2021 (the Revised Code).

Action Taken

In order to assist with ensuring good governance and adherence with the Code, since the 2021 AGM, the BMC:

- has appointed a new Chair for a 3-year term
- has undertaken a review of the Revised Code and pro-actively engaged with Sport England to ensure the necessary steps are taken to implement compliance
- has undertaken an internal review of Board behaviour as a follow up to the Campbell Tickell evaluation undertaken in 2021
- has undertaken a review of the terms of reference of its Specialist Committees to ensure that good governance cascades down, and the Company Secretary is working with all the chairs of the Specialist Committees to implement new terms of reference for each committee by the end of 2022
- has agreed a process to be followed by all Board committees for the appointment of chairs of committees, this process includes an open recruitment process and Board approval of any recommended candidate
- has ensured that all Board members complete a declaration of conflicts of interest on an annual basis

Action still to be taken

The BMC regularly monitors its adherence with the Code, as noted above the Revised Code was published in December 2021. Sport England identified seven requirements of the Revised Code which would require the most work but have the biggest impact, they call these 'the big seven'. They recognise that NGBs cannot comply with these requirements in isolation, and so they have provided further guidance and are working with NGBs to assist them with compliance. These are requirements 2.1 – 2.3, 3.4, 4.1, 4.7 and 5.2, details of which are set out below.

As can be evidenced by the wording below, Sport England are driving an equality, diversity and inclusivity (EDI) agenda and positively moving sport organisations to ensuring that EDI is front and centre of their thinking and planning.

This table sets out the requirements of the Revised Code which will require the most input from the BMC. The wording in blue is the wording added to the Code by the Revised Code.

No.	Requirement	Action planned
1.3	Each organisation must maintain an up-to-date matrix detailing the skills, experience, diversity, independence, and knowledge required of its Board.	NomCom is meeting after the AGM to review and revise the current skills matrix, this will include deciding how best to detail diversity on this document.
2.1	Each organisation shall publish clear ambitions to ensure its leadership represents and reflects the diversity of the local and/or national community (as appropriate). These ambitions shall be centred on each organisation committing to achieving greater diversity in all its forms on its Board and senior leadership team, as well as where possible cascading this ambition in line with Requirement 4.1.	A strategic review is being undertaken for the Board in order to drive EDI. As part of this considerations are being given to the resources required to deliver and maintain any EDI requirements.
2.2	Each organisation shall create a Diversity and Inclusion Action Plan (DIAP) which, among other things, shall: a) identify actions needed to achieve, support and then maintain the	Sport England have hired a third-party provider to work with us to develop a DIAP, we are awaiting

No.	Requirement	Action planned
	<p>ambitions laid out in 2.1, including how these will be reviewed;</p> <p>b) demonstrate a strong and public commitment to promoting, embedding and advancing diversity and inclusion on the Board, senior leadership team and beyond;</p> <p>c) be published on the organisation's website, with an annual update; and</p> <p>d) be agreed with UK Sport and/or Sport England</p>	further details of this before setting out proposed steps.
2.3	The Board shall maintain and regularly review the Diversity and Inclusion Action Plan, on at least an annual basis.	Once this is approved, it will be added to a Board programme to ensure it is reviewed annually.
3.4	Each organisation shall review and discuss its People Plan on at least an annual basis and share the findings of that discussion openly with its members and people (e.g. employees, volunteers).	Sport England are working on further guidance for NGBs, this has not been provided yet.
4.1	<p>The Board shall set out, promote, and support the implementation of minimum good governance standards, including with respect of diversity and inclusion:</p> <p>a) throughout its organisation; and</p> <p>b) within its membership and/or associated organisations</p>	We will work with our funded partners and wholly-owned subsidiaries to agree an acceptable level of good governance we expect from them.
4.6	<p>The Board shall maintain a Conflict of Interest (COI) policy which:</p> <p>a) identifies protocols for director voting, ensuring fair participation of voting amongst the directors. If a COI is identified or declared, the conflicted director may not be counted in the quorum, participate in any discussions, or vote, on the conflicted matter;</p> <p>b) outlines the Chair's responsibility in managing COI;</p> <p>c) requires the maintenance of a COI register and illustrates the process for this; and</p> <p>d) outlines the responsibility on individual directors to maintain an up-to-date record of their COI.</p>	<p>Our Company Secretary will review the current COI policy. If amendments are required these will be put before the Board.</p> <p>A COI register will be established and maintained. COI forms will continue to be issued to all directors on an annual basis.</p>
4.7	The Board shall ensure its responsibilities towards the welfare and safety of its members and people (including but not limited to employees, participants and volunteers) are factored into the decisions it makes and shall appoint one of its directors to take a lead in this area.	After this year's AGM the Board will review the skills of the Board and their portfolios and identify a Board member to take this forward.
5.2	The Board shall ensure it factors impact on stakeholders, wider society and the environment into the decisions it makes and the actions implemented by the organisation.	<p>We are already doing a lot of work in this area, such as:</p> <ul style="list-style-type: none"> • we are a signatory to the UN Sports for Climate Action framework and we have started collecting data on scope 3 emissions • a new Environment and Sustainability Policy is being reviewed by the Board in late April 2022, with a view to being implemented shortly thereafter • the work of the Climate Project and its support of the work of Moors for the Future <p>In addition, due to the wealth of knowledge and expertise within the BMC regarding the environment and sustainability we have offered to support other organisations with this requirement.</p>

Governance Working Group (GWG)

At a Board meeting on 26 May 2021 the report prepared by the GWG was approved. Details of this report were set out in last year's Annual Governance Statement, a copy of which can be found [here](#). It was also agreed at this meeting that the GWG could be disbanded.

Board of Directors

Decisions Taken

The Board has taken numerous governance decisions since the 2021 AGM, these include:

- building a senior leadership team – with the formal appointment of Paul Davies as the CEO on 1 May 2021, the appointment of Gavin Finch as full-time Chief Commercial Officer on 6 December 2021 and agreeing to recruit a full time Chief Financial Officer in Spring 2022, which will in turn lead to the creation of a senior leadership team
- Board recruitment – approving the appointment of Roger Murray as Chair and the re-appointment of Fiona Sanders as a CND
- finalising and approving the budget for 2022
- approving the persons to be appointed as BMC representatives on the boards of Mountain Training Trust and Mountain Training England, being Mike Rosser and Sharon Kennedy respectively
- adopting the UK Anti-Doping Regulations
- the development of an effective presence in Wales

Biographies

The biographies of all current serving directors are set out on the website – the link is [here](#). The table below sets out the role and names/terms of all directors as at 19 April 2022. All directors, except as indicated below, are appointed for a three-year term.

Role	Name, appointment date
Chair	Roger Murray (RM) 01.12.21
President	Andy Syme (AS) 16.05.2021
Council Nominated Director	Fiona Sanders (FS) 31.03.19
Council Nominated Director	Peter Salenieks (PS) 29.10.20
Council Nominated Director	Carl Spencer (CS) 29.10.20
Independent Director	Caroline Worboys (CW) 13.01.21
Independent Director	Flavia Alzetta (FA) 06.01.21
Independent Director	Diane Hopper (DH) 06.01.21
Nominated Director	Martyn Hurn (MH) 16.05.21
Nominated Director	Jonny Dry (JD) 31.03.19
Nominated Director	Jonathan White (JW) 31.03.19
CEO	Paul Davies (PD) 01.12.20 – ex-officio role as CEO

The first terms of JD and JW expire at this year's AGM. As recommended by the GWG report, any board member who was elected to their role at an AGM should be subject to a further AGM election prior to any second term. There are therefore two Nominated Director vacancies to be filled at this year's AGM.

Since the 2021 AGM there have been the following resignations at Board level:

Name and Role	Appointment Date	Resignation Date
Paul Drew, Independent Director, then Chair	25 November 2019	1 December 2021
Lynn Robinson, President	22 April 2017	16 May 2021
Rosi Yule, Nominated Director	1 October 2020	16 May 2021

Conflicts of Interest

One of the first matters dealt with at Board meetings, is a declaration of a conflict of interest on matters to be discussed. Alternatively, conflicts are disclosed during the meeting as they arise. In addition, upon appointment any conflicts of interest are declared and kept on file for the duration of their term. The Company Secretary has introduced annual updates of these forms for all Board members. As noted above in relation to the Revised Code, a register of conflicts of interest will be created and maintained moving forward.

Requirement 4.6 of the Revised Code has resulted in an amendment to the Articles being proposed at the 2022 AGM. This is an amendment to articles 7.3 and 7.4, to make it clear that a Director who has a conflict of interest, is not allowed to partake in any discussions about, or vote on, the conflicted matter and they will not form part of the quorum when such a matter is discussed.

Induction and Ongoing Training

In May and June 2021 various training sessions were provided, these were face to face and virtual as set out below:

- 25 and 26 May 2021 – all the Board met face to face to participate in part of a Leadership Effectiveness Programme, which was run by an external facilitator, Changing Gear.
- 15 June 2021 – the Board, members of Council and the senior management team (SMT) had a virtual session with Seamus Gillen of Value Alpha Limited all about the responsibilities of a Board.
- 19 June 2021 – members of the Board and Council met for a virtual session on building a wider team through agreeing roles and representatives, this was also facilitated by Changing Gear.
- Board and BMC development has been added to the Board programme to be discussed at all day face to face meetings

Continuous professional development is something which is good practice and needs to be improved upon. The Company Secretary maintains a folder on Teamwork which contains useful articles and guides in relation to directors' duties and does look out for training opportunities. There is also ongoing support available to Board members via the Sports Governance Academy.

Nominations Committee (NomCom)

NomCom consists of six members: the Chair, the President, the three Independent Directors and a representative of Council. The GWG recommended that there should be seven members, to include an independent specialist in HR/recruitment. This seventh member has still not been recruited, but NomCom does have all other six members.

NomCom has been involved in a couple of recruitment processes:

- Chair – it ran the successful recruitment process which began with finalising the role description and advertising it in September 2021. This led to all six applicants being interviewed by phone before four of them were shortlisted for face to face interviews and presentations. The process culminated with NomCom recommending to the Board that Roger Murray be appointed Chair. The Board approved this recommendation and Roger was appointed on 1 December 2021.
- Nominated Directors – NomCom met to discuss the skills matrix and identify the skills required on the Board following the end of the first terms of JD and JW and prepared the role descriptions advertised.

Finance & Audit Committee (FAC)

The FAC consists of ten members: the chair of the FAC, five independent BMC members, two Members' Council representatives and two Board members. The CFO was also a member whilst in post, and the CFO to be appointed will join the FAC once they are in post. Secretariat support is provided by the BMC's Financial Controller.

The FAC has had a busy year meeting five times since the 2021 AGM. The work undertaken includes:

- being instrumental in reviewing, on behalf of the Board, quarterly accounts, projections and forecasts dealing with the ongoing impact of the pandemic and providing guidance to the Board following such reviews

- reviewing the statutory accounts prepared by the BMC and audited by Hurst Accountants Limited (Hurst) prior to the accounts being presented to the Board for approval
- being a key stakeholder in the BMC budget and reviewing the draft budget on behalf of the Board and
- supporting the re-appointment of Hurst as auditors
- reviewing and revising the BMC reserves policy

In addition, a subset of the FAC, together with the Financial Controller, are carrying out a review of the BMC banking arrangements in light of a request from the Access, Conservation, Environment and Sustainability team regarding ethical banking concerns.

Competition Climbing Performance Group (CCPG)

At present the CCPG consists of seven members: the chair of the CCPG, the BMC's Head of Performance, a Board member, a representative of Mountaineering Scotland, a representative of the Association of British Climbing Walls (ABC), an external specialist in competition and elite sports and an athlete representative. The CCPG has met several times and has been involved in the following:

- developing the GB Climbing strategy
- progressing towards transparent and clear budgeting and reporting structures
- completing a UK Sport Progression submission, a 4-year award 2021-25
- appointing the Head of Performance and GB Olympic Head Coach
- successfully delivering numerous key National competitions: British Bouldering Championships, British Lead Climbing Championships, Youth Climbing Series - 36 events and a grand final, Junior British Bouldering Championships and Junior British Lead Climbing Championships, all within the backdrop of the Government's covid-19 framework and protocols
- implementing a junior and youth domestic training programme, including selection events and a residential camp and competition simulation
- providing a senior pre-season 12-week training programme during a national lockdown allowing athletes to train when all other facilities were closed

Remuneration Committee (RemCom)

At a Board meeting in January 2022 it was agreed that RemCom would consist of three Board members and a member of FAC, with secretariat support to be provided by the BMC's HR Manager. It has met twice in order to discuss and recommend:

- the remuneration package in relation to the recruitment of a new full-time CFO
- the policy on staff 2022 pay reward
- the policy on the staff benefits package

Health & Safety Group (HSG)

The HSG consists of 11 members: the chair of the HSG, the BMC Office Manager, the BMC Competitions Programme Manager, the BMC H&S (Events) Manager, a BMC Access & Conservation Officer, a representative from Mountain Training UK & Ireland, up to a maximum of 4 independent volunteer H&S advisors and a BMC Board member.

HSG meets twice a year and has been involved in the following:

- establishing a 'Policy Review Group' to review both the Health & Safety Policy and Health & Safety Staff Handbook, as well as the overall risk management regarding volunteers
- reviewing its Terms of Reference, which have now been signed off by the Board
- reviewing the BMC risk register and requesting the BMC establish a Register of Compliance (a system that details legislation that an organisation has to be compliant with due to the activities it carries out)
- supporting the Officer Manager during Covid restrictions within the office environment
- ensuring risk assessments are ongoing and up-to-date across the organisation
- ongoing review, advice and guidance with regarding the BMC's Event Approval System
- identifying relevant H&S training for staff and volunteers

The HSG will report to the Board twice a year from June 2022.

Pwyllgor Cymru – Wales Committee (PC)

The PC consists of: seven ex-officio members – the chairs and secretaries of the North and South Wales Areas (or their nominated stand-ins); two Council representatives – one from each Welsh area; a clubs' representative; a Board member; and a Mountain Training Cymru representative. The PC can also co-opt up to three members and invite non-voting attendees for specific meetings or agenda items. The Policy & Campaigns Officer (Wales) provides secretariat support. The PC has met twice since the 2021 AGM, conducting business outside of meetings via correspondence, and has been involved in the following:

- recruitment process of a new Wales Access and Conservation Officer, Tom Carrick, who started on 19 April 2022
- responding to ongoing consultation exercises on transport in Snowdonia National Park, and the Carneddau landscape project
- supporting the Policy & Campaigns Officer (Wales) in development of the BMC's Welsh Language Policy, the Senedd Cross Party Parliamentary Group on the Outdoor Activity Sector
- representing BMC Cymru at meetings of Mountain Training UK & Ireland
- assisting with the development of the Strategic Action Plans for Wales and for Access, Conservation and Environment, within the BMC
- organising an all-Wales BMC Climate meeting
- making the most of existing organisational arrangements which allow considerable flexibility whilst in parallel considering whether these remain suitable in the long term

Safeguarding Group

The Safeguarding Group consists of eleven members: the chair of the group, the BMC's Safeguarding Officer, the BMC's Head of Performance, the BMC's Competitions Programme Manager, a representative from the Association of British Climbing Walls (ABC), a representative from National Indoor Climbing Award Schemes (NICAS), a representative from Mountain Training, a young person's representative from the development squad and their parent, an independent member being the lead safeguarding officer for another NGB, and two volunteers. In addition, the BMC's Pathway Manager is a paper member. The group is a BMC Board sub-committee, but its role is to take a sector overview of and a lead on safeguarding, hence the make-up of its membership. It meets four times a year, conducting business outside of meetings via correspondence, it has been involved in the following:

- updating the safeguarding policy
- working on finalising a memorandum of agreement on safeguarding and safeguarding case management between the BMC, ABC, NICAS and Mountain Training
- looking at safeguarding at climbing walls
- reviewing safeguarding training requirements
- putting out a separate adult safeguarding policy, which can be found on the website [here](#)

There is also a Case Management Referral Group, which is a sub-group that meets twice a year and as and when necessary.

Meetings Held

The following table sets out details of meetings held by the Board, Council, the FAC, the Nominations Committee, the Remuneration Committee, the CCPG, the HSG, the Safeguarding Group and the PC since the 2021 AGM until 19 April 2022. The Board meetings noted have been held since 1 May 2021. Most meetings have been held electronically due to the pandemic, if there is an * next to them, this means they were either a hybrid meeting or held face to face.

Since the 2021 AGM at which Andy Syme was elected President, Council have altered how their business is conducted and they now have what are called pre-meeting meetings and post-meeting meetings held either side of the full meetings. These pre-meetings are held to identify any large issues which require further discussion at a full meeting, and to deal with smaller matters so that there is more time at a full meeting. The post-meetings deal with

anything that requires attention arising out of a full meeting, or anything that was not dealt with at a full meeting. The full meetings held are underlined in the table below.

Body (and a link to minutes if available)	No of meetings held	Dates of meetings
Board Minutes here	12	2021: 19 May, 26 May*, 22 June, 24 August, 13 September, 27 September, 27 October, 24 November*, 13 December 2022: 26 January, 22 February, 5 April*
Members' Council Minutes here	12	2021: <u>16 May</u> , 8 June, 5 July, <u>17 July</u> , 3 August, 2 November, <u>13 November</u> , 23 November, 7 December 2022: 1 February, <u>12 February</u> , 1 March
Finance & Audit Committee	5	2021: 26 April, 26 July, 19 October 2022: 24 January, 28 March
Nominations Committee	5	2021: 19 July, 18 October, 5 November (those NomCom members who had conducted the interviews) 2022: 8 February, 28 February
Climbing Competition Performance Group	6	2021: 6 May, 22 July, 29 October, 1 December 2022: 11 February, 21 April
Pwyllgor Cymru - Wales Committee	2	2021: 21 July 2022: 25 April
Remuneration Committee	2	2021: no meetings held 2022: 9 February, 30 March
Health & Safety Group	2	2021: 23 September 2022: 24 March
Safeguarding Group	4	2021: 19 April, 7 July, 18 October 2022: 8 February

Details of attendance are only required for Board meetings, this is as set out below:

Board meeting attendance 1 May 2021 to 19 April 2022													
Date	P Drew	F Alzetta	P Davies	J Dry	D Hopper	M Hurn	P Salenieks	F Sanders	C Spencer	A Syme	J White	C Worboys	R Murray
19-May	Did attend	Did attend	Did attend	Didn't attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
26-May	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
22-Jun	Did attend	Did attend	Did attend	Did attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
24-Aug	Did attend	Didn't attend	Did attend	Didn't attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
13-Sep	Did attend	Did attend	Did attend	Didn't attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
27-Sep	Did attend	Didn't attend	Did attend	Didn't attend	Didn't attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Didn't attend	Not a director at that time
27-Oct	Did attend	Didn't attend	Did attend	Didn't attend	Didn't attend	Did attend	Did attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
24-Nov	Did attend	Did attend	Did attend	Didn't attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Didn't attend	Not a director at that time
13-Dec	Not a director at that time	Did attend	Did attend	Did attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
26-Jan	Not a director at that time	Didn't attend	Did attend	Did attend	Did attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Didn't attend	Didn't attend	Not a director at that time
22-Feb	Not a director at that time	Did attend	Did attend	Did attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time
05-Apr	Not a director at that time	Didn't attend	Did attend	Didn't attend	Didn't attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Did attend	Not a director at that time

Key	■	Didn't attend
	■	Did attend
	■	Not a director at that time

Board and Major Sub-Committee Evaluations

The Board continues to review the recommendations provided to it by Campbell Tickell as part of an external analysis completed in 2021. Roger Murray has been informally reviewing the Board following his appointment as Chair. An internal evaluation of the Board will take place later in 2022. Annual internal evaluations are required to ensure compliance with requirement 4.2 of the Revised Code.

There have been no sub-committee evaluations, but the Specialist Committees presented details of the work they undertook in 2021 to the Board and Council and during 2022 the terms of reference of the Specialist Committees will be updated to ensure good governance.

Equality and Diversity

The BMC is committed to equality and diversity, equal opportunity and fair treatment to all involved and employed in climbing, hill walking and mountaineering. This commitment is reflected in the Equity Statement, which is on the BMC's website [here](#). We have actively been addressing equality, diversity and inclusion with the support of the Equity Steering Group. The BMC has achieved intermediate level for Equity Standard in Sport, which is awarded by Sport England.

Prior to this year's AGM the Articles provided for gender equality at board level, with at least 30% of directors to be of each gender at any time (article 21.2.6). This was to ensure adherence to requirement 2.1 of the Code. This requirement was removed by the Revised Code, which now focuses on diversity in all its forms. It is proposed that reference to this 30% be removed from the Articles at the 2022 AGM and be replaced with the words 'ensuring that the Board has the appropriate balance of skills, experience, diversity, independence and knowledge'.

The Revised Code focuses heavily on equality, diversity and inclusion and part of this is a new requirement to prepare and annually review a Diversity and Inclusion Action Plan (DIAP). As noted above we are awaiting further guidance from Sport England on how to prepare a DIAP.

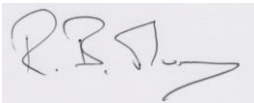
Risk and Internal Controls

The BMC has a comprehensive risk register (the Register). The Register details the risk, potential impact, likelihood of such risk, any movement of the risk in between reviews, steps taken to mitigate the risk, likelihood of the risk occurring after the steps to mitigate it have been taken and any actions required. It is reviewed quarterly by the member of staff who leads the risk and updated as necessary. SMT review the updates and discuss the Register, in particular what steps should be taken to mitigate risks, prior to the CEO reporting back to the Board. The Board review the key areas within the Register highlighted therein.

In respect of risks associated with GB Climbing, these are reviewed by the CCPG and they update the Register.

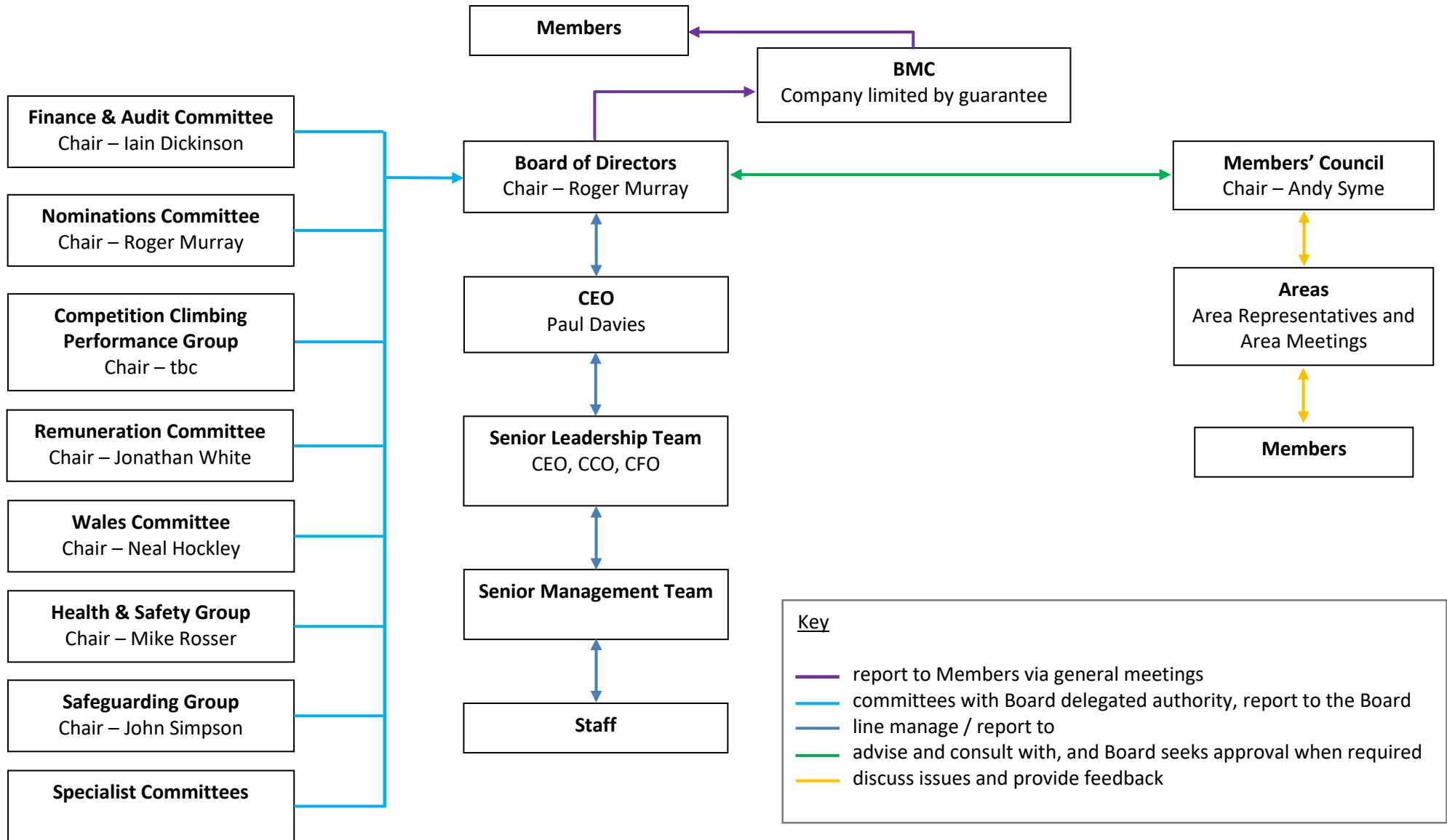
Affiliations

The BMC is the umbrella organisation in respect of various other trusts and organisations. This is set out in the organogram and table below. None of the bodies in the organogram below impact on the operating policies of the BMC. Any related party transactions with the BMC's subsidiaries are set out in our annual accounts.

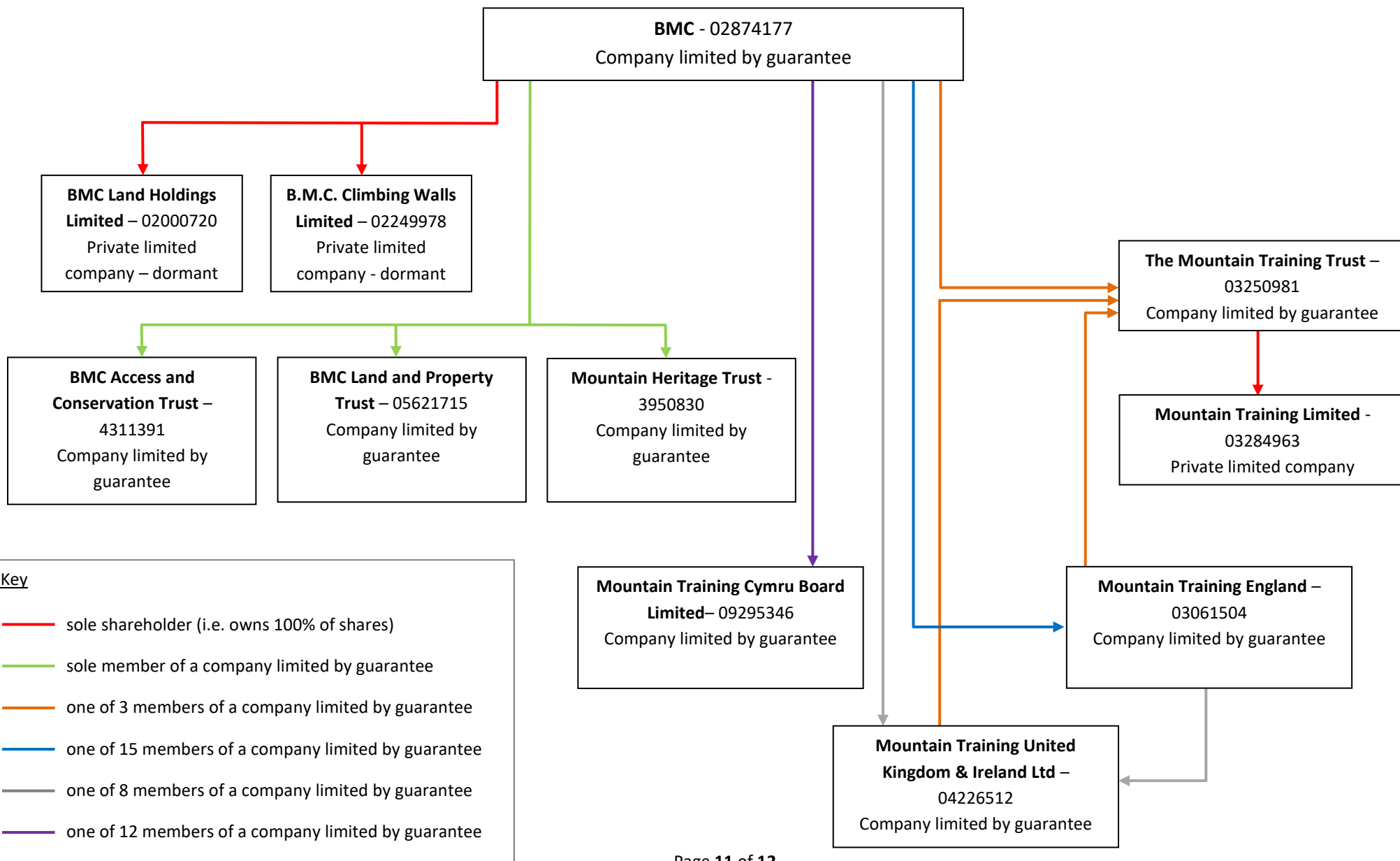


Roger Murray
Chair of the BMC

Appendix 1 – BMC Governance Structure





Appendix 2 – BMC Company Structure



Appendix 3

Company Name, Number and Type of Company	BMC's Interest	BMC is a corporate director	BMC has the right to appoint a director/trustee	BMC provides services in kind*	BMC is the registered office address
BMC Land Holdings Limited (02000720) Private company limited by shares – dormant	Parent company – owns 100% of the shares	No	No	Yes	Yes
B.M.C. Climbing Walls Limited (02249978) Private company limited by shares – dormant	Parent company – owns 100% of the shares	No	No	Yes	Yes
BMC Access & Conservation Trust (4311391) Private company limited by guarantee Charity number 1089516	Parent company – sole member, so holds 100% of voting rights	Yes	Yes	Yes	Yes
BMC Land and Property Trust (05621715) Private company limited by guarantee Charity number 1112577	Parent company – sole member, so holds 100% of voting rights	Yes	Yes	Yes	Yes
Mountain Heritage Trust (3950830) Private company limited by guarantee Charity number 1083219	Parent company – sole member, so holds 100% of voting rights	Yes	Yes	Yes	No
The Mountain Training Trust (03250981) Private company limited by guarantee Charity number 1064023	One of 3 members – so holds 33.33% of voting rights (MTE and MTUK other members)	No	Yes	No	No
Mountain Training England (03061504) Private company limited by guarantee Charity number 1047124	One of 15 members – so holds 6.66% of voting rights	No	Yes	Yes	Yes
Mountain Training United Kingdom & Ireland Limited (04226512) Private company limited by guarantee Charity number 1090203	One of 8 members – only has 1 vote out of a total of 12 so 8.3% of voting rights	No	No		No
Mountain Training Cymru Board Limited (09295346) Private company limited by guarantee	One of 12 members so holds 8.33% of voting rights** **The articles of this company refer to British Mountaineering Council Cymru being the member, but this is not an entity that exists	No	No	No	No

* services in kind includes the provision of insurance, company secretarial and other administrative support by the BMC

 dormant private company limited by shares, sole shareholder is the BMC
 private company limited by guarantee that is also a registered charity, sole member is the BMC