BRITISH MOUNTAINEERING COUNCIL

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Board of Directors

Redacted minutes of the Board meeting held as a virtual meeting by way of Zoom on Wednesday 26 October 2022 at 6.30pm

Directors Present:	Roger Murray (RM)	Chair
	Paul Davies (PD)	CEO
	Neal Hockley (NH)	Nominated Director
	Martyn Hurn (MH)	Nominated Director
	Peter Salenieks (PS)	Council Nominated Director (CND)
	Fiona Sanders (FS)	CND
	Carl Spencer (CS)	CND
	Caroline Worboys (CW)	Senior Independent Director
In attendance:	Lucy Valerio (LV)	Company Secretary (CoSec)
	Joelie Chisholm (JC)***	Chief Financial Officer (CFO)
	Gavin Finch (GF)**	Chief Commercial Officer (CCO)

* denotes supporting paper(s) circulated prior to meeting ** left at the end of minute 4.1.2 *** left at the end of minute 4.2.3

Item	Topic and Main Aspects Considered	Decision / Action
1	**Welcome, apologies & declaration of interests**	
	The Chair reported that due notice of the meeting had been given. He noted that Andy Syme (AS) and Flavia Alzetta (FA) had given their apologies but the meeting was quorate and he therefore declared it open.	
	Conflicts of interest were declared by the CEO, CFO and CoSec as members of staff. There were no other conflicts of interest declared, the CFO queried a possible conflict regarding CS with his son now being part of the development squad. The CoSec noted it was for the Chair to decide if this was a conflict and if it was under the articles CS would not be allowed to participate in any discussions regarding the conflicted matter, the Chair said he did not think it was a conflict and that the CFO and CS should have an offline conversation about the issue.	CFO and CS to speak about possible conflict of interest.
	The Chair welcomed NH to his first Board meeting and also the CCO and CFO.	
	He then outlined the shape of the meeting and asked if there were any AOB items to be raised. The following were raised: • PS – the need to have a director to represent the affiliated clubs as set out in the articles • MH – an issue regarding an outdoor centre in the Lake District	

Item	Topic and Main Aspects Considered	Decision / Action
	• MH – an issue around membership fees • FS – the backlog of board minutes The Chair said in the future he would like directors to raise any AOB prior to the meeting so that he could work with the CoSec to schedule them into the agenda.	
2	**Sport England Contract Update**	
2.1	The Chair provided a summary of the negotiations that had taken place in respect of the distribution of part of the Sport England award (the Award) with each of Mountain Training England (MTE), Mountain Training UK & Ireland (MTUKI) (MTE and MTUKI together MT), the Association of British Climbing Walls (ABC) and the National Indoor Climbing Award Scheme (NICAS) (together the Funded Partners). He referred the Board to the Authority to Negotiate (ATN) which they had agreed in April and which he believed had placed the BMC in a good position to be able to negotiate an outcome with the Funded Partners. He said that one area that had not been caught by the ATN was the need to bring the Funded Partners with the BMC as they were strategically important within the sector. It had not helped that Sport England had moved the goalposts during the process of bidding for the Award. [redacted] [redacted]	
2.2	The Chair said that there was some work to do on the contractual side of things regarding ABC and NICAS. He would take this forward with the CEO and CS, as CS had a wealth of contract experience. They would meet on the afternoon of Thursday 3 November. He noted that some directors had requested a deep dive to understand the issues that had resulted from this process, and he suggested that one be arranged for after the meeting noted above to finalise the contracts. The Chair asked the Board if they agreed with this as a way forward. The Board were happy with this proposal.	Meeting to be organised for afternoon of 3 November to discuss ABC and NICAS contracts – with PD, RM, CS. Offer of a deep dive into the Funded Partners contracts and the process followed to be set up after the meeting noted above.

Item **Topic and Main Aspects Considered** **Decision / Action**

[redacted]

The Chair ended the discussion by stating most of the ATN had been delivered on, but it was important to learn from this process as it was likely there would be a bid for Sport England funding in the future regarding the outdoors.

3 **CEO Report – Q3 update**

3.1 The CEO referred to the various documents that had been uploaded to Teamwork regarding his presentation. He said it was really a Senior Leadership Team (SLT) update, which was why both the CCO and CFO were in attendance. The CEO and Chair recommended the Board dive into the detail in the papers as there was a lot of information contained therein.

The CEO gave a presentation to update the Board on Q3, the main points were:

Priorities for 2023 and 2024

- The overriding principle was to keep true to the strategic plan but using the 80:20 principle
- SLT had been reviewing the strategic plan, the gold medal aim and the work from the staff away days to shape those into organisational goals so the staff knew what to focus on
- This had resulted in four goals for the end of 2024 being identified:
    - a strong foundation of business operations
    - a more diverse and inclusive organisation making our activities accessible to all
    - establishing the BMC as a sector convener, thought leader and influencer
    - 100,000 engaged members

Q3 Success and Challenges

There had been numerous successes:

- Strategy integration
- Recruitment – some really good people had been recruited and either started recently or were due to start in the coming weeks
- Reward and recognition implementation
- Volunteer gala dinner
- Specialist committee review – in particular closer working between the staff and the volunteers
- Digital engagement

Item	Topic and Main Aspects Considered	Decision / Action

- Partnerships
- World Cup

The challenges were:

- World Cup
- Partnerships
- Subs increase
- Competition Climbing Performance Group (CCPG) review

3.2 Membership in Q3

The membership figures as at 1 October 2022 compared to year end 2021 were very positive.

	At 1st Oct 2022	Year End 2021	Diff
Individual	58,258	54,968	3,290
Student Clubs	3,664 (1st Sept)	3,196 (1st Sept)	468
Clubs	21,009	20,509	1,141
Total	79,627	78,673	5,238

Travel Insurance in Q3

Travel insurance sales had been performing really well, with the actual profit from the sales exceeding what had been budgeted and forecasted, with cumulative profit currently [redacted] ahead of budget year to date at the end of September.

3.3 Strategic Action Plans (SAPs)

- Q3 of year 2 had been reviewed and some had been recalibrated based on discussions following the grant of the Award
- The core function was becoming better represented in the SAPs
- There were still some gaps – partly as a result of change in staff and partly because of the recalibration required as part of the commitments made in return for the Award
- The SAPs had fed into the specialist committee review

Item **Topic and Main Aspects Considered** **Decision / Action**

- They were integral to the 2023/24 budgets
- The goals and pillars and the link to the strategy were now much better understood by everyone

Risk Register

- The report following the BDO audit was still awaited
- UK Sport Organisational Health had been set up, for all NGBs, and included the opportunity to ask for funding to help the BMC with some projects like a risk management system, or a system to help with implementation of the UN Climate Change policy, the CEO and CFO were working through this to see which areas the BMC should be seeking help with
- Options were being explored to better collect and report data for the risk register and compliance more generally
- A risk management policy including the risk appetite of the Board was needed to feed into the risk register
- Three risks were considered significant:
    - Loss of Sport England/UK Sport funding as a result of failure to deliver against commitments
    - Loss of key staff
    - Difficulty and cost of recruiting suitably experienced directors
- The risks that remained unacceptable after mitigation were:
    - A further significant claim on liability insurance
    - Loss of Sport England/UK Sport funding as a result of failure to deliver against commitments, but that the agreements being entered into with Funded Partners should mitigate this risk.
- The risk of the difficulty and cost of recruiting directors had hopefully now been resolved.

3.4 The CEO then handed over to the CCO for his part of the presentation which was looking at partnership and sponsor development, IT roadmap and digital audience engagement and digital marketing.

The main points to note were:

Partnership and Sponsor Development

- The project to find suitable commercial partners had commenced, and the third party hired to help the BMC review its commercial assets had been very helpful
- There were four areas of focus:
    - commercial stream definitions:
        - community – the core work over the four pillars (indoor climbing, hill walking, mountaineering and rock climbing), access and conservation work, volunteers, and Sport England
        - competitions and events – which would be grassroots competitions

Item	Topic and Main Aspects Considered	Decision / Action

- performance – GB Climbing and any events at which teams appear i.e. development squad, para climbing and ice climbing teams
- asset audit and attribution
- commercial model definition
- [redacted] existing partner analysis and engagement - conversations had started with existing partners about how they could fit in with the way the BMC wanted to work with its partners moving forwards. [redacted]

- The BMC's proposition offered vital attributes to brands and was not on offer elsewhere in the market place, it included being part of a new breed of popular 'challenger' lifestyle sports such as skate, BMX and surfing and it had a clean commercial landscape as it was free from the burden of a non-endemic legacy.
- A number of immediate priorities had been determined:
  - community survey to understand our audience – the results of this had been received and were being analysed
  - brand review and narrative – there was no clear concise way of how to talk about the BMC so a clear brand narrative was required
  - existing partner engagement strategy – he was not hopeful that the relationship with Montane would continue, but there had been good conversations with Secur-it

3.5 IT Roadmap and Digital Audience Engagement

- These two projects were interdependent on each other and ran in parallel
- Key progress on the IT roadmap included the fact that Membership Services Online 2 (MSO2) went live for club officials on 18 September, the server migration was complete and MS 365 licensing was in progress.
- Key progress on digital audience engagement included the completion of the community survey and the hill walking 'microsite' would go live in November.
- MSO2 meant that club officials could now update their member lists and details, create invoices, make payments and update their preferences all online.

Item	Topic and Main Aspects Considered	Decision / Action

- MSO2 would be rolled out for individual members which would allow them to view their membership cards, update their personal details and manage their communication preferences themselves via the website.

He had had some highline results from the community survey, the purpose of which had been to fill the insight gap from non-members and establish current brand awareness/perception.

He gave some high-level information on the results as the full report was due at the end of October:

- 5,000 respondents, 500 of which were from an independent panel which meant they had been sourced by a third party and not through the BMC's usual channels and so it was not known if they had had any contact with the BMC before
- Amongst the independent panel:
  - the BMC had a brand awareness of 23% and GB Climbing 24%, compared to 64% for Mountain Rescue and 41% for the Ramblers
  - 62.1% were not aware the BMC was the representative body for climbing, hill walking and mountaineering and 70.9% were unaware it was the NGB for competition climbing
- 43% of respondents stated they did not know the BMC was a membership organisation – this demonstrated there was a need to be better at making people aware they could join

3.6 Digital Marketing

[redacted]

- There was a need to better understand the interdependency between insurance and being a member and how the member spend over the life cycle of a membership could be encouraged.

The CCO handed back over to the CEO, who continued his update on Q3.

3.7 Staff

- The HR Manager had done a great job, with the support of the CFO, on the reward and recognition scheme. This had included a lot of work and research into industry opinion and work on benchmarking of salaries.
- The new process provided:
  - a clear structure that visibly allowed for progression and made it clear how this would occur
  - clarity on how salaries were benchmarked
  - what core skills and attributes as well as behaviours were expected to be demonstrated at each band

Item **Topic and Main Aspects Considered** **Decision / Action**

  - clarity on how outstanding performance would be recognised
- A number of inconsistencies in respect of salaries and positions had been rectified, there remained a couple of outliers within the new bands, but these were being addressed
- The need for a lead within the staff for each of the four pillars had been identified and they were in place for hill walking and indoor climbing
- Job descriptions would be produced for a lead for rock climbing and mountaineering

Staff Survey

There were some high-level results available from the recent staff survey, The HR Manager would be producing a more detailed report for the November board meeting. The results were good and this was down to the work of the Senior Management Team (SMT). He showed some initial results:

- Staff satisfaction was at 72% which was a great result
- About 70% agreed or strongly agreed that they felt part of the BMC
- 75.7% of staff agreed that they understood the values, purpose and strategic priorities of the BMC
- 62.7% agreed that the BMC was committed to developing its people
- A large percentage said that hybrid working helped them achieve their goals

He said another staff away day was planned for the week commencing 23 January to follow up on the excellent work done at the staff away days in June.

3.8 Round up

- Anti-doping
  - The Competition Manager had attended the Clean Sports Webinars
  - there were no cases to report
  - testing was conducted at the British Bouldering Championships, both male and female athletes returned negative tests
  - testing was conducted at the IFSC World Cup, these were not on any British athletes so the BMC was unlikely to be notified of any results
  - education on anti-doping for all teams was planned for 2023

- Safeguarding
  - new Sport England funded Safeguarding Manager to start on 31 October
  - Globocol was being rolled out as the tracking and reporting tool for safeguarding cases
  - the Safeguarding Group had met three times in 2022 with one more meeting planned for November, this was also true of the Case Management Group

Item	Topic and Main Aspects Considered	Decision / Action

- the Case Management Group had considered six cases, one had been resolved and three required further action by the BMC, which had been done. A fuller report was due to be provided to the Board at its next meeting in November.
- one of the cases had been deferred back to the partner agency, court action was awaited – any further details that could be shared would be provided at the next Board meeting.

- No legal action to report

- No appeals to report in respect of GB Climbing teams as the squad was put in place prior to the competition season starting

3.9 The Chair thanked the CEO and CCO for a really good update, there was clearly a lot of good work going on. He then opened the floor up to questions, which resulted in the following opinions and points being discussed:

- A CRM system so that it was understood who was contacting who within the various organisations would be useful. This was not being looked at, at present, but there was recognition that there needed to be better co-ordination regarding sponsorship engagement and management
- Concern that sponsors would only want to sponsor the competition work, the community part was important too – the three areas identified were not necessarily proportional in respect of the assets behind them, but it was clear from the conversations with the third party engaged to assist with this, that the key offering form the BMC was the purpose led activity and the reach was the most important part of this.
- It was a buyers' market at the moment but there was confidence that what the BMC was offering was different to other organisations and there had been initial contact with a non-endemic company
- There was a need to look at the whole ecosystem when looking at sponsors, [redacted]
- It was great that there had been good collaborative working between the staff and volunteers, this needed to continue and be even more joined up
- Dual language, Welsh and English, was a core deliverable of the new website so it was a must deliver
- If there had been analysis conducted on how correlated the revenue streams were and to what extent different streams might destabilise others, [redacted]. There would be a mechanism in place for stakeholder management and sponsors would need to fit in with values the BMC had as an organisation.
- How equality, diversity and inclusivity (EDI) would be tracked, and if EDI details regarding the staff could be provided. The new D&I Officer would take a lead on this and pull this information together, and the MSO2 should allow the BMC to gather EDI data on its members.
- The CEO stated that the staff survey included a section on EDI related demographic detail.

Item	Topic and Main Aspects Considered	Decision / Action

The Chair wound the conversation down noting it had been very informative and he congratulated the CEO on the really good staff survey results reported and the good work being undertaken.

4 Finance/Strategy

4.1 Q3 update

4.1.1 The CFO referred to the paper uploaded to Teamwork called 'Item 4.1_BMC 2022 Q3 results and reforecast' and took it that the Board had read the paper. She raised some key points:

- Q3 results were behind budget by £100,000, this included a £53,000 deficit for the World Cup and the £34,000 non-consolidated payment to the staff
- Membership figures were down on budget and were very difficult to predict as they were not following any particular trend
- Travel insurance was performing well with revenue exceeding budget
- Summit costs had increased, this would be offset by the increase in travel insurance sales
- A number of events had happened later in the year such as the volunteer gala and a number of filled staff positions
- The reforecast showed an actual deficit of £323,000
- There was a lot of work going on with GB Climbing about how to better manage their finances, as they had overspent by £38,000. Three areas had been identified to help with this – education of GB Climbing staff in budget management, the drawdown of grants and athlete contributions.

4.1.2 The CFO then asked if there were any questions and the following key questions and answers arose:

Q: What were the best- and worst-case outcomes for the reforecast?

A: The CFO said that the worst was £324,000, with the potential to get down to £310,000.

Q: Would GB Climbing spend in 2023 be kept in check?

A: Yes. The CFO was very confident this would be the case as all of GB Climbing were very engaged with the CFO and were actively looking at how they could better manage their budgets.

Q: What lessons had been learnt from the World Cup and what benefits had it produced?

A: That the cost of the global audio and visual sport representation was greater than had been planned. In terms of benefits some really good conversations had taken place as a result of the VIPs that had attended, and good connections established. In addition, the World Cup itself was an amazing event, with the delivery a huge part of

Item **Topic and Main Aspects Considered** **Decision / Action**

the success and a lot had been learnt about how to deliver such an event which would be translated into National events moving forward.

It was felt it would be useful for the benefits of the World Cup to be tracked somehow, such as the good conversations, how many extra volunteers were engaged with, and how they might lead to benefits in one or two years' time. Work on a customer data platform would help with this in the future as people would be asked where they heard about the BMC when they joined.

4.2 Strategic Targets ending 2024 and 2023 Draft Financial Plan

4.2.1 The Chair said that he had invited [redacted] the chair of the Finance & Audit Committee (FAC) to the meeting to team up with the CFO, but he had been unable to come. He had emailed the Chair with some comments:

- Last year the planned deficit was very large, this year it was more manageable
- The BMC was in good hands with the appointment of the CFO, the FAC had great confidence in her
- The budget process was far more advanced this year than last
- The FAC had confidence in the SMT to manage 2023 within its agreed budget
- The plan was to break even in 2024
- There was a need to consider the reserves which should be sensitive to the member forecasts, as well as large changes to cost and income

The Chair's impression was that the CFO was doing a great job. He handed over to the CFO.

The CFO referred to the paper on Teamwork called 'Item 4.3_BMC 2023 Budget and 2024 Headlines', she noted this had been prepared with the input of FA, ID and the Chair. She made the following points:

- The SLT had really looked at where they wanted the BMC to be, and how to get there, in particular what they had to build on. This had led to four high level strategic goals:
    - establishing the BMC as sector thought leader and influencer
    - a strong foundation of governance and business operations
    - a more diverse and inclusive organisation, making our activities accessible to everyone
    - 100,000 engaged members
- The target of 100,000 members was a new challenge for the BMC, as it had never had more than about 82,000 members, the FAC had challenged the SLT on these figures and they were reviewing the workings out behind the target.
- The BMC was a business, although it was not for profit this did not mean it was for loss, so there was a need to be responsible and to break even by the end of 2024, this meant diversifying income streams, the goal was to increase them all by 10%.

Item	Topic and Main Aspects Considered	Decision / Action

- Existing activities were being reviewed to see if they served the goals to be achieved, if they did not they would be stopped or changed. The opportunity to commercialise the activities would be considered at the same time.
- The activities required to reach the goals fell into three activity sets:
  - Licence to operate – the things the BMC had to do to meet regulatory requirements and have a safe organisation
  - Core – everything that the BMC needed to do to serve the needs of its members, participants and sector
  - Growth – strategic initiatives to grow and be able to meet our ambitions – these would become core in the future.
- The budget had been built on the requirements set out above and analysed in terms of the four pillars that the BMC participants undertake i.e. hill walking, indoor climbing, rock climbing and mountaineering.
- The priority for 2023 was to set strong foundations for the way the BMC operated to enable them to be built on into the future. The budget was ambitious but reasonably cautious in respect of growth from new areas.
- Membership revenue of almost £3m was based on the 6% increase in fees and 91,000 members by the end of 2023.
- A number of speculate to accumulate projects were being looked at:
  - different models to make training and education activities revenue generating all of the time
  - reciprocal/dual membership with other organisations
  - monetisation by micro payments of participants in our activities
  - mutually beneficial partnership arrangements such as with the YHA

4.2.2 The CFO then invited questions and the ensuing discussion raised the following points:

- Growth was not only to grow what the BMC did, but to grow the value the BMC had to its participants by using its values as an organisation
- The SLT would continue to report back to show progress on the delivery of promises made, the SAPs would also play a key role in this
- Business intelligence was not where it needed to be, more data was being gathered to allow the SLT to take better business decisions, this would be done without losing the soul of the BMC
- There had been a deep dive in 2018, which was pre the Board existing, which raised a number of concerns members had including: those who begrudged having to become a BMC member because e.g. they wanted to join a club, buy travel insurance or do their mountain leader qualifications; there being no tangible benefit to being a BMC member, apart from Summit; and the number one demand of members was for discounted entry to walls. Had there been any progress on these?
- Other hurdles needed to be cleared before the discounts to walls could be looked at again. There was a need to make sure those who had to join the BMC because they bought travel insurance, or were doing their

Item	Topic and Main Aspects Considered	Decision / Action
	mountain leader qualifications were spoken to in the 12 months and shown the benefits of being a BMC member and therefore wanting to renew their membership. • How possible it was to get information on activity split in a meaningful way. The new MSO2 would help with this and the new website so that information most relevant to individual members would be shown and they could change their preferences to help the BMC track their activity. It would not be perfect but it would give the BMC a better idea of how to serve the members it had. • A deep dive session on membership should be set up with the CCO to answer some of the questions and to provide the Board with the information they needed. • The BMC had started from a very low base in terms of information about members and data collection, the work done to date was therefore amazing. • Every single organisation had targeted audiences in a more sophisticated way for the last 10 years, the BMC had not had the capacity and so there was a time lag on when the impact would be seen of the work done to date, about another 4-6 months. Eventually the BMC would be able to predict what its members wanted akin to the John Lewis website when it knows you want to buy a new jumper, but the BMC was about 12-18 months away from this. It was important for expectations to be managed. • That consideration of the reserves policy should include risk-based approaches, as this had not been addressed in the previous review. The CFO said that this would be raised with the FAC. • That there should an analysis with other NGBs and member organisations to understand what they offer their members, together with analysis of foreign climbing organisations. The CEO noted that the analysis had been done in respect of other NGBs, but it was a good suggestion to look overseas as well.	A deep dive session on membership to be set up between the CCO and the Board.
4.2.3	The Chair thanked the CFO for the great work and asked if there was any other feedback on the budget. He urged the Board to read the papers in detail and that if they wanted a say in the budget they had to provide feedback to the CFO by 4 November at the latest.	Board to provide any feedback on the 2023 budget to the CFO by 4 November at the latest.
5	**Governance Matters**	
5.1	**Minuting of matters approved**	
5.1.1	The CoSec referred to the paper uploaded to Teamwork called 'Item 5.1_Decisions to minute' and noted this set out various decisions the Board had approved since the last meeting held on 27 July 2022. The paper was presented to ensure that these decisions were minuted as this was good governance practice. It was noted the approvals had been by way of electronic communication, which was authorised under article 25.16 of the articles of association. This article provided that a decision of the Directors could be taken by a resolution in writing agreed to by a majority of the Directors. The decisions approved were: 1) Subs increase for 2023 to be 6% - not a board resolution but agreed over email 2) NH to be co-opted on to the Board as a Nominated Director – board resolution 7 directors approved, 1 abstained, approved 3 October 2022	

Item	Topic and Main Aspects Considered	Decision / Action
	3) CW to be re-appointed as SID – board resolution 6 directors approved, 1 abstained, approved 3 October 2022 4) Mohammed Dhalech's appointment as chair of the Equity Steering Group – approval via email 7 directors approved, 1 abstained, approved 3 October 2022.	
5.2	**Independent Director**	
5.2.1	The Chair referred to the paper uploaded to Teamwork labelled 'Item 5.2_Independent Director' together with the supporting papers. He set out the process that had been followed, noting that the use of Nurole had resulted in six strong candidates from the outset. Each of these had been interviewed over Zoom, which produced a shortlist of four. Unfortunately, one of these candidates then pulled out. The remaining three candidates were interviewed face to face, with himself, the SID and the President interviewing two of the candidates and the final one being interviewed by himself and the SID. [redacted] [redacted] The results of the interviews were collated and the Nominations Committee (NomCom) were emailed with all the relevant information such as the views of the interview panel and the thoughts of the CEO and CCO, who had met all three candidates. The interview panel recommended to NomCom that John Willmott be appointed. All of NomCom replied that they agreed with the recommendation.	
	The Board were asked to approve the appointment of John Willmott as an Independent Director. The Board unanimously approved the appointment, subject to the receipt of references.	John Willmott be appointed Independent Director subject to references.
	The Board agreed that the appointment date could be finalised by the Chair and the CoSec upon the receipt of the necessary paperwork.	CoSec and Chair to finalise appointment date.

Item	Topic and Main Aspects Considered	Decision / Action
5.3	**Complaints policy/procedure**	
5.3.1	The CoSec referred to the document uploaded to Teamwork called 'Item 5.3_Complaints procedure v0.9'. She noted that the complaints policy/procedure uploaded had now been agreed by the President, and that the Board were asked to approve the policy.	
	The Board unanimously approved the complaints policy.	Complaints policy approved.
	It was agreed the CoSec would take all steps necessary to implement the new policy.	CoSec to implement the new policy.
5.4	**International Strategy Group ToR**	
5.4.1	The Chair reported that these ToR required further consideration and would be presented to the Board at a later date.	ToR to be considered by the CEO, CoSec, Chair and President.
5.5	**Board induction**	
5.5.1	MH thanked the CoSec for her work in setting up a Teamwork project which contained all the various documents that a new Board member, or indeed a current Board member, would find useful. It was very much a work in progress so he encouraged the Board to have a look and provide comments.	
	The CoSec noted she had not added the rest of the Board to the project yet, she would do this after this meeting.	CoSec to add all Board members to the Teamwork project 'BMC Board Induction'
	The SID noted that there was some bigger picture information that should be provided to incoming directors, such as the raison d'etre of the BMC, and the important discussions that had already taken place and decisions made. There was agreement with this.	
5.6	**Board internal evaluation**	
5.6.1	The Chair stated it was good practice, as well as it being a requirement under the Code for Sports Governance, for the Board to undergo an annual evaluation and to have individual appraisals.	CoSec to send board evaluation form to each director.
	He had had discussions with the CoSec about how best to approach this as a lot of evaluation forms were hugely complex and he wanted to use this as an opportunity to reflect. A shorter form had been developed and he asked that each Board member complete it.	
	He would also use this as a basis for individual evaluations, he said he would not evaluate NH at this time. He would set up calls with each director, these would be with a view to identifying areas for improvement. He also said the SID would want to speak to each director to gather feedback on the Chair.	The Chair to set up calls with each director in order to review their performance and complete their annual appraisal to fulfil our

Item	Topic and Main Aspects Considered	Decision / Action
	The Chair and CoSec would work together to decide when it was most suitable to provide feedback, it might be that the November meeting was too soon. If so, it would be on the agenda for the meeting in February 2023.	obligations under the Code of Sports Governance. SID to organise calls with each director for feedback on the Chair
5.6.2	The Chair then said whilst governance issues were being discussed he was aware he needed to deal with the backlog of board minutes, and that he was the reason there was a backlog. He noted he had had a heavy workload from the BMC and been involved in numerous more pressing matters. He had discussed the issue with the CEO and a new process would be used going forwards with the Chair, CEO and CoSec meeting after each set of minutes had been prepared. They would go through them and prepare a set for Board comments whilst noting the areas that would need to be redacted. A meeting was already set up for Thursday 4 November to deal with various outstanding minutes. The idea was that following these meetings a set of draft minutes would be provided to the Board for them to comment on, a deadline would be set for comments so a set of board minutes ready for approval could be tabled at the following board meetings. This meant board minutes would always be approved at the following board meeting which was good practice. He added that there was a quid pro quo with this, which was that he expected all Board members to provide comments on draft minutes expeditiously.	
6	**EDI Strategy Update**	
6.1	FS referred to the document uploaded to Teamwork called 'Item 6_EDI Strategy (draft 4)'. She made the following comments: • The document was the starting block for the Diversity & Inclusivity Action Plan (DIAP) that was required under the Code for Sports Governance • It was intended to support the BMC's current over-arching objective to grow the membership • If the areas raised in the strategy were got right, then it would make a substantial difference to EDI within the BMC She asked if there was anything that jumped out at the Board that did not fit, or was too challenging. The Chair said that he wanted a bit more time to read the document before commenting, and other directors agreed with this. It was therefore agreed that the Board would provide comments to FS on the strategy by 26 November at the latest.	All directors to provide comments to FS on the EDI strategy by 26 November.

Item	Topic and Main Aspects Considered	Decision / Action
7	**Date and time of next meeting**	
	The Chair said the date of the next meeting was Saturday 26 November, with a start time of 10am. The CoSec noted she would be in touch early next week regarding accommodation etc.	CoSec to email Board re accommodation prior to next Board meeting.
	The Chair then noted that he was looking to have a two-day meeting with the directors in the new year, when the first face to face meeting was to take place. This would involve time with the SLT, and also some training from Cath Flitcroft regarding sustainability. He asked if there was interest in this, there was.	
	The CEO then noted that prior to the evening board meeting on 9 February 2023, he was looking to set up a virtual session with the SMT, so that they could provide the Board with information they needed to know and ask the SMT questions. The Board felt this was a good idea.	Virtual session to be set up between the Board and SMT on the afternoon of 9 Feb 2023.
8	**AOB and Feedback on Meeting**	
8.1	MH reported that he had been made aware of a discrepancy regarding the membership fees, as it appeared that it was cheaper to be an U27 member than an unemployed or under 18 member. This did not seem right.	
	It was agreed that the CEO would look into this with the CCO and that MH would contact the member who raised this with him, to let him know it would be dealt with in due course.	MH to contact Dave Brown.
8.2	MH reported an issue that had been raised at the Lakes area meeting regarding Ennerdale and the Gillerthwaite Outdoor Centre. He asked if there was any policy in respect of protecting or maintaining outdoor centres, and whether it was a central Board issue or one for the CEO.	
	The CEO suggested that MH forwarded the information to him so he could raise this with the policy experts in the Access & Conservation team.	MH to forward the CEO information re Ennerdale.
8.3	PS reminded us his role as the director to represent Affiliated Clubs had not been formalised since the AGM, but he had been performing this role.	
	The Board therefore formalised this noting that PS was officially designated as the director to represent Affiliated Clubs as set out in article 21.2.2.	
	The Chair noted he needed to work on the portfolio responsibilities, particularly with the addition of NH and the new Independent Director.	

Item **Topic and Main Aspects Considered** **Decision / Action**

9 **Close of meeting**

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

Item	Action	Involving	Target date
1	CFO and CS to speak about possible conflict of interest	JC and CS	04.11.22
2.2	Meeting to be organised for afternoon of 3 November to discuss ABC and NICAS contracts – with PD, RM, CS.	RM, PD, CS	03.11.22
2.2	Deep dive into the Funded Partners contracts and the process followed to be set up after the meeting noted above.	RM, PD, CS	03.11.22
4.2.2	A deep dive session on membership to be set up between the CCO and the Board.	PD, GF	Ongoing
4.2.3	Board to provide any feedback on the 2023 budget to the CFO by 4 November at the latest.	ALL	04.11.22
5.2.1	CoSec and Chair to finalise appointment date of John Willmott	RM, LV	04.11.22
5.3.1	CoSec to implement the new complaints policy	LV	30.11.22
5.4.1	ToR to be considered by the CEO, CoSec, Chair and President.	RM, PD, AS, LV	20.11.22
5.5.1	CoSec to add all Board members to the Teamwork project 'BMC Board Induction'	LV	27.10.22
5.6.1	CoSec to send board evaluation form to each director.	LV	02.11.22
5.6.1	The Chair to set up calls with each director to evaluate their performance and carry out their annual appraisal.	RM	19.11.22
5.6.1	SID to organise calls with each director for feedback on the Chair	CW	19.11.22
6.1	All directors to provide comments to FS on the EDI strategy.	ALL	26.11.22
7	Virtual session to be set up between the Board and SMT on the afternoon of 9 Feb 2023.	PD	31.01.23
8.1	MH to contact Dave Brown	MH	02.11.22
8.2	MH to provide PD with the information regarding Ennerdale	MH	02.11.22