

## BRITISH MOUNTAINEERING COUNCIL

177-179 Burton Road  
Manchester M20 2BB

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

### Board of Directors

Redacted minutes of the Board meeting held by way of Zoom on Tuesday 22 February 2022 at 7pm

Directors Present:	Roger Murray (RM)	Chair
	Flavia Alzetta (FA)	Independent Director
	Paul Davies (PD)	CEO
	Jonny Dry (JD)	Nominated Director
	Martyn Hurn (MH)	Nominated Director
	Peter Salenieks (PS)	Council Nominated Director (CND)
	Fiona Sanders (FS)	CND
	Carl Spencer (CS)	CND
	Andy Syme (AS)	President
	Jonathan White (JW)	Nominated Director
	Caroline Worboys (CW)	Senior Independent Director (SID)

In attendance:	Lucy Valerio (LV)	Company Secretary (CoSec)
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\* denotes supporting paper(s) circulated prior to meeting

Item	Topic and Main Aspects Considered	Decision / Action
1	<b>Welcome, apologies &amp; declaration of interests</b>  The Chair reported that due notice of the meeting had been given. He said Di Hopper (DH) had given their apologies, but that the meeting was quorate, he therefore declared it open.  Conflicts of interest were declared by the CEO and CoSec as members of staff.  The Chair noted there had been a number of AOB items emailed and he said that he wanted to ensure that the meeting discussed the following AOB: <ul style="list-style-type: none"><li>a) The participation statement</li><li>b) The remit of the International Committee and the role description for a new chair of the committee</li><li>c) BMC funding towards the Jonathan Conville Memorial Trust</li><li>d) Council meeting in North Wales on Saturday 14 May</li></ul>	

Item	Topic and Main Aspects Considered	Decision / Action
	e) The OUTO Changemaker Programme	
2	CEO Update	
2.1	<p>The CEO noted that the departmental priorities for Q1 of 2022 had been uploaded to Teamwork for the Board to review. He then gave a presentation setting out the following:</p> <p><u>Membership</u></p> <ul style="list-style-type: none"> <li>• 2021 closed with an increase in total membership of 1,525. Final figures are taken as at 24 December each year.</li> <li>• Student club membership increased up to 3,196, non-student clubs remained relatively stable, with club membership usually peaking in August/September – a director challenged this and noted the actual numbers in Q3 2021 were 1187 members which was 5.83% down on non-student club members, but by the year-end had been rebuilt to within 66 members or 0.32% compared to the same time the previous year, so membership numbers had not remained stable, but had been rebuilt through a combined effort of staff volunteers and clubs in a very short period</li> <li>• Individual membership figures showed a steady trend in the retention and growth of members, it was perhaps not as large or as quick as he would like, but it was encouraging</li> <li>• Membership figures for 2022 were being tracked against the figures for 2019, which was the last 'normal year' before the pandemic, and 2021 being the previous year, as well as against a range which was the budget forecast figures for 2022</li> <li>• Mountain Training related membership figures showed this was still suppressed, but this should hopefully increase over the spring/summer months</li> <li>• More work had been done to understand the make-up of the BMC membership so that work could be focused on growing those groups which had low numbers e.g. U18s</li> <li>• Club membership – 2022 started from a higher start point than 2021, but renewals run until the end of March so more information would be available then</li> </ul>	
2.2	<p><u>Insurance</u></p> <ul style="list-style-type: none"> <li>• The number of policies sold was still not where he wanted it to be, in particular the omicron variant and plan B covid restrictions had resulted in a drop in sales from October 2021 onwards</li> <li>• A graph showed monthly profit from the sale of travel insurance policies against a range of the maximum and minimum profit figures from 2014-2019, together with the 2022 budget forecast figures.</li> <li>• January 2022 data showed that profit was above the 2022 budget forecast figure which was a good sign</li> </ul>	

Item	Topic and Main Aspects Considered	Decision / Action
	<p>A question was asked if the increase in profit was as a result of the increase in price of the policies. The CEO said that more work was being done on this to understand the reason, and in particular the new Chief Commercial Officer, Gavin Finch, (the CCO) was looking at this.</p>	
2.3	<p><u>Finance</u></p> <ul style="list-style-type: none"> <li>• The headline figures for January 2022 against the budget showed:                             <ul style="list-style-type: none"> <li>○ a variance of +£6,333 in membership income</li> <li>○ a variance of +£4,506 in travel insurance income</li> <li>○ a variance of +£1,928 in staff costs</li> <li>○ a variance of -£198 in PA/CL insurance costs</li> </ul> </li> </ul> <p>The reason for the variance in insurance costs was because these had not been reforecast.</p>	
2.4	<p><u>Risk Register</u></p> <p>The CEO noted that this had been uploaded to Teamwork.</p> <ul style="list-style-type: none"> <li>• The organisation was still operating on a reduced income and running a deficit. The CEO said he would welcome instruction from the Board that if financial figures continued to show an improvement on the budget, whether the BMC should look to reduce the deficit, or to keep the deficit and spend the money on other activities</li> <li>• Loss of key staff remained a risk</li> <li>• There were some suggested changes:                             <ul style="list-style-type: none"> <li>○ Risk 5 failure to appropriately address ORG recommendations – to be removed</li> <li>○ Risk 12 loss of student clubs due to covid – to be removed</li> <li>○ Risk 32b land and crags and threat of ash dieback and other diseases – to be removed</li> <li>○ Risk 32c land and crags and effects of covid – to be removed</li> <li>○ Risk 10 loss of Sports Council funding – to be split into 10a due to a lack of compliance with the Code for Sports Governance and 10b as a result of failure to deliver against commitments related to UK Sport or Sport England funding</li> <li>○ Risk 22 failure to support related organisations (ACT, MHT, LPT, MTT) – to be altered to ‘reputational risk to BMC from related organisations’</li> <li>○ Risk 33 climbing competitions – to be split into 33ci – domestic climbing competitions and 33cii international climbing competitions</li> </ul> </li> </ul> <p>The meeting discussed the proposed changes and the following was noted:</p>	<p>Review of ORG recommendations to be undertaken and the results of this</p>

Item	Topic and Main Aspects Considered	Decision / Action
	<ul style="list-style-type: none"> <li>A review of the ORG recommendations should be undertaken before it could be decided whether this risk could be downgraded/removed</li> <li>If the proposed Audit &amp; Risk Committee had been set up 18 months ago this would have dealt with some of these points</li> <li>Both risks noted at risk 22 should be on the register as they covered different risks</li> <li>The split of risks at 33 was very sensible</li> </ul>	<p>to be brought back to the Board at the 5 April meeting.</p> <p>Risk 22 agreed to be split into two risks. The split of risk 33 approved.</p>
2.5	<u>Staff</u>	
	<ul style="list-style-type: none"> <li>This is a challenging time and to help the CCO had introduced pulse surveys at staff meetings to provide a snapshot of how staff were feeling and managing their work</li> <li>Regular check ins with the staff using these pulse surveys and other means which the CCO was introducing would continue</li> <li>The CCO was making a massive impact</li> <li>The role description for the new Chief Financial Officer (CFO) position was now approved and would go live at some point this week</li> </ul> <p>The meeting discussed these issues and it was noted:</p> <ul style="list-style-type: none"> <li>The CFO role would be advertised with a statement that dependent on the successful candidate's experience, once they had organised the financial systems etc. they would be asked to get involved in other projects, particularly as this was a Senior Leadership Team (SLT) role, this was why it was also referred to as the Chief Financial &amp; Operations Officer.</li> <li>The Board requested to see the structure of the full proposed SLT and Senior Management Team (SMT) to ensure that all bases were covered, in particular it was noted that the ORG recommendations included that the treasurer role should be done by a member of staff</li> <li>It would be good to integrate senior volunteers and senior staff</li> </ul> <p>The CEO noted that one of his biggest concerns at present was the cost of living, it was a real-life issue and so it was important to think carefully about how to keep staff on board, including with further recruitment. He noted the proposed increase in National Insurance of 1.25 percentage points had been factored into the 2022 budget, but this also resulted in those within a certain salary band effectively having their pay increase wiped out.</p>	<p>CEO to provide the Board with a wholistic structure of the proposed SLT and SMT with job titles and details of what the different roles entailed.</p>
3	<b>Revised Code for Sports Governance (the Code)*</b>	
3.1	<p>The CoSec referred to the two documents she had uploaded to Teamwork, one was the Sport England published document which set out the Code, and the other was a document she had prepared which showed the changes from the old code to the Code. These were for the Board to read.</p>	

## Item Topic and Main Aspects Considered

## Decision / Action

She then gave a presentation, the main points to note were:

- Sport England had identified 'the big seven' changes, which were:
  - Requirements 2.1-2.3 - create and publish a Diversity and Inclusion Action Plan (DIAP)
  - Requirement 3.4 – create and annually review a People Plan
  - Requirement 4.1 – good governance to cascade down through an organisation
  - Requirement 4.7 – the welfare and safety of members and people to be factored in to Board decisions and a director be appointed to take the lead in this area
  - Requirement 5.2 – Board to factor in corporate social responsibility (CSR) into its decision-making process
- Sport England were providing further guidance and support to all NGBs to assist them in working towards compliance, such guidance had not yet been published
- Cascading of good governance was as a result of the structure of more traditional NGBs that had e.g. counties and regions. Sport England do not follow the money when it goes to a NGB, it is for the NGB to use it as it sees fit. However, it is public money and to ensure good governance, the NGB should ensure that if it passes the money to a county or another organisation, that is also well run. The CoSec cited the example of the English Cricket Board and the recent issues with Yorkshire County Cricket Board.
- In the BMC's case the cascading of good governance applied to the BMC's wholly-owned subsidiaries, the Funded Partners (FPs) and organisations the BMC was a member of. This Code requirement could be used as leverage in a good way to ensure other organisations were well run and had suitable governance structures in place.
- The first step to take would be to identify the low-hanging fruit that was easy to comply with
- Sport England were looking at January 2023 to check in with NGBs to ensure that the steps taken by then demonstrate the NGB is on the right track to compliance with the Code

- 3.2 The CoSec made the point that the Code did not reinvent the wheel and Sport England were not proposing anything that was not already in place in the corporate sector, it was just good governance. She added that Sport England had told her that they would need to do an assurance check with the BMC at some point this year, this would involve BDO coming in to review the BMC against the Code.

The meeting discussed the presentation and the following was noted:

- Welfare and safety was in relation to the physical and mental well being of those involved in the activities, with the physical aspects being matters such as concussion in football/rugby etc. with the NGBs role being to ensure participants are doing the activity correctly and providing them with appropriate guidance.
- The cascading of good governance could result in policies/procedures/templates being developed that were helpful to clubs

Item	Topic and Main Aspects Considered	Decision / Action
	The Chair noted that a plan of implementation would be required.	Plan of implementation to be prepared for the Code.
4	<b>Sport England Bid</b>	
4.1	<p>The CEO gave a presentation on the Sport England bid, he noted he had emailed the Board the bid document on Friday 18 February (the Bid). He noted the headline ambitions for the Bid were:</p> <ul style="list-style-type: none"><li>• An increase in safeguarding capacity to match the growth of the sector, this would assist with the Code's requirements regarding welfare and safety</li><li>• A greater oversight of safety of climbing in indoor walls</li><li>• Much improved and appropriately regulated indoor climbing coaching</li><li>• A network of BMC/GB Climbing indoor climbing clubs to be build across England &amp; Wales</li><li>• The development of a broader workforce (paid and volunteer) to support indoor climbing clubs and grassroots competition</li><li>• The linking together of a broader network of partners to connect the pieces of a participation pathway, so that barriers to participation could be removed</li><li>• To underpin all of this work with a focus on Youth and EDI, to ensure that YEDI considerations are build into all the BMC does, from the start. This would also assist with the DIAP and meeting the Code requirements.</li><li>• To enable continued delivery to existing Clubs</li><li>• To employ a dedicated hill walking development coordinator</li><li>• To make a significant financial contribution to a volunteer management database</li></ul>	
	<p>He stressed that at present the funding in the Bid was provisional and noted that it was important to look at the auxiliary benefits and opportunities that would arise from the Bid.</p>	
4.2	<p>The meeting discussed the Bid and the following points were raised:</p> <ul style="list-style-type: none"><li>• Sport England have said that it is for the BMC to deliver on the Bid, the money is not earmarked for the Association of British Walls (ABC), National Indoor Climbing Award Schemes (NICAS) or Mountain Training.</li><li>• The BMC could therefore do more if it distributed less funding to the FPs – this was a discussion to be had and the CEO required a steer from the Board as to how strong the BMC's stance should be on this</li><li>• The Bid was about additionality – the good work already undertaken by the BMC would continue</li><li>• It was important to look at how the funding would allow the BMC to become more self-sustaining e.g. if a new Clubs officer managed to get 200 more clubs to join</li><li>• There would be a transition period from the end of March 2022 and so the CEO was not expecting to give notice to any Sport England funded staff, it was his intention to retain all Sport England funded staff albeit that some roles might need to be reshaped</li></ul>	

**Item Topic and Main Aspects Considered**

The Board felt that in order to provide the CEO with their view on how strong a stance to take with the FPs they needed to understand the pros and cons of distributing the funding in different ways. Alternatively, a deep dive was needed so that the Board could understand what the risks were and the scope for change in respect of the funds provided to FPs.

The CEO said that for a number of reasons the level of detail that he would want to see from the FPs had not been provided to date so it was difficult to understand all of the pros and cons at present.

- 4.3 The Chair noted that difficult discussions would have to be had with the FPs as the BMC had moved from a position of placing no commitments on the FPs, to placing commitments/expectations/KPIs on the FPs, which was a result of Sport England via the Code making it clear that commitments needed to be made prior to funds being distributed, and the FPs were not happy about this.

[REDACTED]

Finally, he added that first, the BMC needed to secure the funding set out in the Bid, then the discussions could take place.

**5 Governance Matters**

**5.1 Nominated Director Role Descriptions\***

- 5.1.1 JW noted a conflict of interest in these discussions and so he was placed into the waiting room.

The Chair referred to the documents which had been uploaded to Teamwork called 'Item 5.1\_Nominated Director role descriptions' and 'Item 5.1\_Skills matrix Jan 2022'.

Nominations Committee (NomCom) had met on 8 February and as a result they were proposing the attached role descriptions for a director with focus on Wales, and another with a focus on insurance.

He said he had had some further feedback on the role descriptions from Robert Dufton (RD), who sat on the Nominations Committee (NomCom) and from FS via Teamwork:

- RD had noted the role description did not make it explicit that the person would be required to negotiate with insurance brokers and underwriters on behalf of the BMC, but even if it did, this was not a role for a non-executive director

**Decision / Action**

CEO to prepare a document setting out the pros and cons of various scenarios regarding the distribution of funding to the FPs and bring to the Board meeting on 5 April.



Item	Topic and Main Aspects Considered	Decision / Action
	<ul style="list-style-type: none"><li>RD suggested separating out 'strategic thinker' from 'strong interpersonal skills' – the Chair agreed with this and would amend the role descriptions accordingly</li><li>FS had asked for more EDI input on the role descriptions – the Chair proposed adding some wording provide by Kate Anwyl along the lines of 'We aspire to have a Board that are both diverse and inclusive; encompassing a range of perspectives, approaches, and experiences that we believe are essential to driving further innovation, challenge, and creativity in a [ ] environment'</li></ul>	
5.1.2	<p>He stated that NomCom had reviewed the skills matrix and this had shown that in respect of BMC activities, those with a focus on clubs and also indoor climbing were required, in terms of commercial skills required, NomCom felt that someone with an understanding of Wales should be sought, and someone with an understanding of the world of insurance.</p> <p>The meeting discussed this:</p> <ul style="list-style-type: none"><li>Serious concerns were raised about the insurance role, the BMC had a good relationship with its insurers and it did not seem like a strategic fit for the Board, NomCom were asked to revisit this decision</li><li>Questions were asked whether the director portfolios were considered when NomCom met and if any thought had been given as to how those roles would be filled by the two role descriptions proposed</li><li>NomCom had not looked at the portfolios allocated to directors</li><li>The skillset required to deal with the BMC's complex insurance issues was not within the staff at present</li><li>NomCom had looked at where there were gaps in the skills matrix and where there were skills on the Board, the discussion had been thoughtful and confirmed the outcomes which were reached</li><li>NomCom had not discussed what would happen if JW decided he was willing to do a second term</li><li>There was strong support for the focus on Wales role</li></ul> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	
5.1.3	<p>The meeting then agreed that a vote was needed in respect of the next steps to take regarding the Nominated Director vacancies and role descriptions.</p> <p>The Chair asked the Board if it was agreed that the Wales role description was agreed as this would replace JD. The meeting voted unanimously for and so it was agreed the Wales description would be used.</p> <p>The Chair noted that a further NomCom meeting would be arranged to discuss the issues regarding JW and the insurance role. The CoSec noted the latest date for publication of the role description was 14 March.</p>	<p>Wales role description was approved subject to amendments noted above.</p> <p>CoSec to arrange a NomCom meeting.</p>



Item	Topic and Main Aspects Considered	Decision / Action
5.2	<b>Health &amp; Safety Group ToR*</b>	
5.2.1	<p>The Chair referred to the document uploaded to Teamwork called 'Item 5.2_HSG ToR'. He said that he felt the CoSec and the chair of Health &amp; Safety Group (HSG) had done a good job with the proposed terms of reference (ToR).</p> <p>He asked if the Board had read the ToR and if they were happy to approve them.</p> <p>The Board noted they had read them and were happy to approve the ToR.</p>	HSG ToR approved.
5.3	<b>AGM Update</b>	
5.3.1	<p>The CoSec reported that UK Engage had been hired as the voting provider this year and she had been impressed with them so far. This was because they had been very agile in a request to create and allocate over 8,000 of the unique codes needed to access the voting website and to add these codes on to the mailing sheets the spring edition of Summit. This involved a tight deadline and collaboration with the BMC and the distributors. This was done to save £3k - £4k as those members who the BMC did not hold email addresses for, but who we sent Summit to, then did not need to have their codes posted out again nearer the AGM. The CoSec thanked Alvin Foy and Arun Patel for their assistance with the data to enable this to happen.</p>	
6	<b>Approval of documents and actions outside of board meetings</b>	
6.1	<p>The Chair noted that directors were not making full use of the Teamwork website to state whether they approved documents or not. He said that the situation of approving documents where silence was taken as approval was not satisfactory. He felt that the process being used for the approval of board minutes worked, and that the other documents fell into two categories, documents where feedback was requested, and documents for approval.</p> <p>He suggested two options:</p> <ul style="list-style-type: none"><li>• the documents for approval could be added to Board meeting agendas, but meetings often overran anyway and this would result in longer meetings</li><li>• an interim business committee could be set up, this would be different to the Board Decision Group as it would not be attended on a voluntary basis, it would have to consist of an independent director, a nominated director, a CND and the Chair, President and CEO.</li></ul> <p>The meeting discussed these options and the issue generally and the following points arose:</p> <ul style="list-style-type: none"><li>• a request for no more meetings</li></ul>	

Item	Topic and Main Aspects Considered	Decision / Action
	<ul style="list-style-type: none"> <li>that training was required on Teamwork for the Board</li> <li>that Teamwork did not work well on mobile phones</li> <li>the notifications received about documents being uploaded or comments made was very inconsistent and unhelpful</li> <li>there is a roadmap being drawn up to move the BMC to Microsoft Teams and Office 365, but this would take time so Teamwork was the tool in the interim</li> <li>silence should be taking as abstention</li> </ul>	
6.2	The Chair brought the discussion to a close and said he would put a proposal together as to how documents requiring comments or approval and he would bring this to the next Board meeting on 5 April.	Chair to prepare a paper setting out a proposal for how to deal with papers between Board meetings and bring it to the 5 April meeting.
7	<b>Review of outstanding actions</b>	
7.1	This was not discussed due to time constraints.	
8	<b>Date and time of next meeting</b>	
	The Chair reported that the date of the next meeting was Tuesday 5 April and it was a full day face to face meeting taking place at the Manchester office. The CoSec would send details out nearer the time including asking about accommodation.	
9	<b>AOB</b>	
9.1	<b>Participation Statement</b>	
9.1.1	<p>The President reported that at the last Council meeting discussions had been had about the BMC's participation statement as to whether the BMC should be encouraging people to participate in Mountaineering (as defined in the articles of association). He made the following points:</p> <ul style="list-style-type: none"> <li>there was a policy statement made in 2005 that it was inappropriate to actually encourage participation in Mountaineering as it was a risky activity</li> <li>this resulted in issues such as staff and volunteers not knowing whether to do something or not and made engagement with other organisations difficult</li> <li>it did not address the concerns in the 2005 policy about the environment and safety</li> <li>the numbers of people participating in Mountaineering is increasing but these new participants have no idea the BMC exists, or what its ethos is, these people needed to be targeted</li> <li>the suggestion was therefore that either: <ul style="list-style-type: none"> <li>there was an ordinary resolution at the 2022 AGM to amend the policy; or</li> </ul> </li> </ul>	

Item	Topic and Main Aspects Considered	Decision / Action
	<ul style="list-style-type: none"><li>○ there were amendments made to the objects in the articles at the 2022 AGM which would provide for the promotion of the physical and mental health benefits of participation in Mountaineering and to support and encourage individuals in Mountaineering – this would require a special resolution</li></ul>	
9.1.2	<p>The meeting discussed this and the following arose:</p> <ul style="list-style-type: none"><li>• there was a meeting the next evening to discuss the participation statement</li><li>• the point about growth was separate to the issue about encouraging people into a dangerous activity</li><li>• the BMC was currently unable to service all its current participants i.e. those who go Mountaineering but are not BMC members, it needed to focus on getting those people to sign up to the BMC</li><li>• Council would have a substantial discussion about this on 1 March and vote on which route should be taken to deal with the issues</li></ul>	
9.2	<b>International Committee (IC)</b>	
9.2.1	<p>The President reported that the IC was seeking to recruit a new chair and the role description had been provided to Council for comments. This had resulted in a discussion about the remit of the IC. The following points were made:</p> <ul style="list-style-type: none"><li>• There was an interpretation that there was a need for the BMC through the IC to have more influence at an international level, and this would mean that its remit would be broadened</li><li>• There was concern that the remit of the BMC was being widened so far that issues like mountaineering get marginalised and it was felt that the IC was the last bastion of Mountaineering within the BMC</li><li>• There was a group looking at an international strategy and the role of the IC chair would be to ensure all the strands of work the BMC does at an international level were brought together</li><li>• Different aspects of international work were undertaken by different committees e.g. the CCPG dealt with international competitions</li><li>• EDI needed to be looked within the role description</li><li>• The work of the IC needed to be more visible</li></ul> <p>It was agreed that further work was needed on the role description for the IC chair and it was agreed that the Chair and the CEO would look at this further.</p>	Chair and CEO to review the IC chair role description further.
9.3	<b>Jonathan Conville Memorial Trust (JCMT)</b>	
9.3.1	<p>The President gave some background about the JCMT, a charity set up to provide young people from all walks of life the opportunity to experience the challenges and rewards that mountaineering offers, following the death of Jonathan Colville in the late 1970s whilst he was climbing the Matterhorn.</p>	

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	<p>He said that the BMC had provided funding to JCMT but this had stopped in 2020 due to the pandemic. It had not been noticed during the budget discussions, that the 2022 budget did not contain JCMT funding and he requested that a way was found to support JCMT.</p> <p>The Chair asked the CEO to look into this further with Jon Garside.</p>	<p>CEO and Jon Garside to look at ways to provide funding to JCMT in 2022.</p>
9.4	<b>The OUTO Changemaker Programme</b>	
9.4.1	<p>The President said that this was a programme which had been set up as a result of the Your Movement Matters campaign. Opening Up the Outdoors (OUTO) was looking to identify organisations/groups that helped those from underrepresented backgrounds get into the great outdoors. OUTO was a collective of outdoor brands and organisations and the BMC was one of these organisations.</p> <p>FS said the changemaker programme was to identify up to 10 changemakers who would receive business support to help them with initiatives to get underrepresented groups into the outdoors. She said a soft launch had been opted for as it was more than likely the changemakers had already been identified.</p> <p>The meeting agreed it was an exciting opportunity but that there would need to be a decision taken about what the BMC would do in this space moving forwards, as its partners would expect it to do something.</p> <p>This would need careful consideration as to best way to move forward and as to the role the BMC would take e.g. would it be as co-ordinator or leader or supporter? So a decision would need to be made on this and then a plan could be developed to work out to get the BMC to that point.</p> <p>Consensus was that the BMC would support OUTO and communicate with those necessary.</p>	
9.5	<b>Council meeting 14 May</b>	
	<p>The Chair said there was a full Council meeting taking place on Saturday 14 May at Plas y Brenin and he encouraged the directors to attend as it would be a good event and an opportunity for the Board to see how Council has moved forward since the 2021 AGM when it adopted new terms of reference.</p>	
10	<b>Close of meeting</b>	
	<p>There being no other business, the Chair closed the meeting and thanked everyone for their time.</p>	

Item	Action	Involving	Target date
2.4	Review of ORG recommendations to be undertaken and the results of this to be brought back to the Board at the 5 April meeting.	FS	28.03.22
2.5	CEO to provide the Board with a wholistic structure of the proposed SLT and SMT with job titles and details of what the different roles entailed.	PD	28.03.22
3.2	Plan of implementation to be prepared for the Code.	LV and PD	Ongoing
4.2	CEO to prepare a document setting out the pros and cons of various scenarios regarding the distribution of funding to the FPs and bring to the Board meeting on 5 April.	PD	28.03.22
5.1.3	CoSec to arrange a NomCom meeting.	LV	25.02.22
6.2	Chair to prepare a paper setting out a proposal for how to deal with papers between Board meetings and bring it to 5 April meeting.	RM	28.03.22
9.2.1	Chair and CEO to review the IC chair role description further.	AS, RM and PD	
9.3.1	CEO and Jon Garside to look at ways to provide funding to JCMT in 2022.	PD and JG	28.03.22