



**BMC Independent
Organisational Review
Group Summary Report**

November 2017

At the British Mountaineering Council's National Council meeting the day after the AGM, in April 2017, it was agreed that a review group should be set up with a view to making recommendations for change in the organisational structure and governance of the BMC.

I was appointed as the chair of the Independent Organisational Review Group (ORG) and over the last six months it has been a pleasure to work with the other members of the group on the complex issues raised by the Terms of Reference given to us by the BMC's National Council.

The work of the ORG began in May 2017 and from an early stage it became clear that it was important for us to communicate with the membership and all the other interested parties who are, directly or indirectly, involved with the BMC. With this in mind the ORG arranged for an outside agency to conduct a Member Research Survey and we held focus group meetings with other relevant individuals and linked organisations.

The data from the Member Research Survey and the feedback from the focus groups, provided invaluable information and this material now forms the backbone to the ORG report and our recommendations.

In order to more easily understand our recommendations, it is important to view the organisation of the BMC, from its base and then move upwards through the structure.

The foundation stones of the BMC are its members and particularly those members who volunteer to play important roles within the organisational structure. The volunteers, for example, who sit on the Local Area Committees and who are able to highlight problems and issues which arise in particular areas of England and Wales. In a similar vein, the volunteers who operate the Specialist Committees, are also a vital part of the structure of the BMC. We must also factor in the staff and managers who also play equally important roles from the head office in Manchester. The very clear message which emerged from the focus group meetings with the volunteer chairs and the staff, was that better communication was needed and a detailed vision and mission statement was required.

With these last two points in mind, we propose that there should be more use of up-to-date methods of communication so that Local Area Committees can be more representative and the members can have better access to the policies and decisions the staff,

management teams and volunteers create on the BMC members' behalf. It is also vital that a detailed vision and mission statement is drafted, alongside a new organisational strategy, and communicated to the membership, for their approval, before it is enshrined in a new code of governance.

The feedback from the Member Research Survey and the focus groups, our research into the law and the best practice in other similar organisations, has led us to the conclusion that the BMC Board of Directors must have primacy and the BMC must have new Articles of Association. With this in mind we have instructed an independent firm of solicitors to advise on the best way to amend the constitution of the BMC. We have sent a detailed set of instructions to the solicitors and these include a schedule of the data from the Member Research Survey and the information from the focus group meetings, and had helpful and detailed advice which has fed into our report. We have also set out our recommendations for other proposed changes to the structure of the BMC.

At its heart, however, again reflecting the feedback the ORG has received, the BMC is and must remain a membership organisation. As a result, a further important recommendation we make is the creation of a new Members' Assembly, which will replace the current National Council. Although the Board of Directors of the BMC will exercise all the legal powers of the company, the Members' Assembly will have a crucial role, to consult with the Board, oversee and monitor the work of the Board and in some circumstances, give their prior approval. The powers of the new Members' Assembly will be clearly defined in the new Articles of Association and there should be a schedule of "Reserved BMC Matters", setting out the circumstances where the Board must seek prior approval or consult with the Members' Assembly before taking important decisions.

The focus group meetings with the linked organisations e.g. Mountain Training UK, Mountain Heritage Trust, Association of British Climbing Walls and others revealed the important roles played by these organisations and their desire to remain under the umbrella of the BMC, as the representative body. In these circumstances, acting on the feedback, we recommend that a new Partners' Assembly should be formed so that the BMC management can work more closely with these relevant organisations. This forum will concentrate on partnership issues and will debate the special relationship between other organisations in climbing, hillwalking and mountaineering, with the BMC as the representative body. The forum will also be in a position

to consider the best approach to competition climbing and the role of the BMC as the governing body.

The 51 recommendations for change have been carefully considered and they are supported by the narrative in the report. We have listened to your views, looked at best practice, considered modern codes of governance and taken legal advice, in order to ensure that our proposed changes will improve the relationship between the BMC, its members and partners. We firmly believe that if you approve of our recommendations and they are implemented at the AGM in April 2018, then the BMC will be better organised, better structured, more transparent, more compliant and better able to deal with its duties and responsibilities as we move into the second quarter of the century.

Ray Wigglesworth QC



EXECUTIVE SUMMARY

Introduction

The British Mountaineering Council (BMC), is a membership organisation, which exists to serve the priorities of Britain's climbers, hillwalkers and mountaineers. It was set up in 1944 as a body to represent and speak on behalf of all climbers in Britain. Unlike many of the mountaineering clubs at the time, membership was open to all, regardless of race, religion or political party.

Throughout the last 73 years, the BMC has frequently been remoulded by its members, volunteers and staff, in order to meet the needs and priorities of its members. Many of these changes have been driven, and overseen, by the figureheads of climbing and mountaineering, some of whom remain, and are honoured, as Patrons of the BMC.

The BMC was initially set up by a variety of clubs as an umbrella group to support participation by providing accommodation, training and procurement of technical equipment. As the BMC's membership grew, its priorities and the breadth of the activities it oversaw increased. Since 1973, and the formation of the Access & Conservation Department, the BMC's top priority for members has been seen to be - and remains to be - to lobby, nationally and locally, on access, conservation and environmental matters. The majority of members who completed the ORG Member Research Survey agreed that the BMC had successfully delivered on this priority, notwithstanding the fact that we live in an environmentally changing and more governed and regulated world.

The landscape of climbing, hillwalking and mountaineering, and the society in which we live, has changed significantly since the BMC's creation in 1944, and incorporation in 1993. Climbing, hillwalking and mountaineering as a combined activity now has participation at a level equivalent to football¹. Climbing is now an Olympic sport, and indoor climbing is booming as an industry as well as an introductory pathway for new climbers seeking to take their participation outdoors. Society is more diverse, and people are healthier, living longer, and getting active outdoors more than ever before.

Whilst for some, climbing, hillwalking and mountaineering are anarchic, individualistic and traditional pastimes, adventurous and free of rules, the world in which we now operate requires the BMC both to support the traditional aspects of these activities, and balance this with the needs of a growing and diverse BMC membership. It also needs to manage

the challenges of an even more diverse and increasing participation amongst non-members. Similarly, as the BMC's membership has grown, its relationship with government has changed. Since the mid-1980s the BMC has received funding from Sport England (previously, the Sports Council) to support its activities.

Over two thirds of the representative sample of the membership the ORG surveyed thought that the BMC should seek to increase its membership, and also encourage participation in climbing, hillwalking and mountaineering. BMC members also recognised the conservation and environmental challenges related to increasing participation, coupled with the broader economic and regulatory landscape. The ORG considers that such a balance can only be achieved by a BMC which has broad stewardship of the activities in which it operates.

Whilst the BMC was seen to be performing well against its priority of access and conservation, it became clear throughout the ORG's engagement with members, partners and stakeholders, that the BMC currently lacked a clear and binding vision, strategy and direction, and that in some cases, the desires of the membership were in conflict with the current perception of the BMC's aims. Members often felt that they were not properly consulted in decision making, and that organisational governance and the development of policy were not always transparent.

Balancing support for such a broad range of participation presents a range of challenges for the future of the BMC, not least in terms of funding, structure, governance, leadership, strategy, decision making and communications.

A range of these challenges have already presented themselves to the BMC in recent years. In particular, Sport England's review of the BMC, and subsequent withholding of funding, exposed a number of statutory and governance requirements that the BMC, its Memorandum and Articles of Association (M&AA), and organisational structure, do not currently comply with. After consultation with those experienced in governance and seeking specialist independent legal advice, the ORG recommends that the BMC reviews and restructures certain parts of the organisation, in order to meet its statutory requirements and independent good governance codes of practice.

¹Active Lives Survey May 16/17, Sport England (September 2017)

“In our view, the M&AA as currently drafted do not reflect best practice, do not reflect good governance, create legal uncertainty and risk for the BMC and those involved in its governance.”

- Womble Bond Dickinson

A number of the recommendations made by the ORG will require changes to the M&AA in order to be implemented. The key changes - to be reflected in new Articles of Association - are outlined in the report.

Similarly, some of the recommendations will require changes to the M&AA of the BMC's charitable subsidiaries. The legal advice we received has highlighted that there is a need to both further review and amend the M&AA of each subsidiary (which are currently not fit for purpose), and also put in place a legally binding operational framework between the BMC and each subsidiary.

It is simply not the case that such reforms are being driven by Sport England, or the Department for Culture Media and Sport (DCMS). Many of the ORG's recommendations are required in order for the BMC to be compliant with the law in England and Wales, specifically the Companies Act 2006, and company law in general. Similarly, many of the recommendations that the ORG is proposing are required in order to comply with recognised and independent codes of good governance, such as the Sport and Recreation Alliance's The Principles of Good Governance for Sport and Recreation² (SRA Principles). The BMC is a member of the Sport and Recreation Alliance, but has not yet signed up to the SRA Principles, as it is currently unable to meet them. This code of governance is one which other organisations within climbing, hillwalking and mountaineering, such as Association of British Climbing Training Trust (ABCTT) have already adopted and implemented.

Ultimately, there is little between codes of good governance that depart significantly from others, including Sport England's A Code for Sports Governance³ (Sport England Code) - good governance is good governance.

The ORG recognises that these changes present a challenge to those that would prefer to see the BMC as a more simple organisation, free from bureaucracy or over-corporatisation. However, in a growing organisation, which now exceeds 85,000 members, the ORG have taken the view that these changes are required in order to serve members by improving decision making and transparency, as well as to comply with the law.

The ORG must also clarify that the majority of these recommendations are in relation to the good governance of the BMC's internal organisation, not in relation to it being seen as a “governing body”. The BMC is already recognised as the National Governing Body (NGB) for competition climbing by Sport England and UK Sport. The ORG is recommending that it remains so. 74 % of members surveyed said that grant funding was one of their preferred methods of ensuring financial security for the BMC. Similarly, some of the priorities identified in the ORG's survey are currently grant funded.

As such, the BMC is also recognised as the umbrella body for applying for funding to Sport England, and UK Sport, for many of its partners, for example; Mountain Training England, Association of British Climbing Walls, ABCTT, and Team GB. Without a representative umbrella body, such as the BMC, able to apply for this grant funding, these partners would be left without the capability to access such funding channels.

The ORG, as a body independent from the BMC and its staff, comprises eight members, with a total of seven votes, from within and outside the BMC membership. The group is chaired by an independent Queen's Counsel (QC) barrister, Ray Wigglesworth, who, although a climber and mountaineer with over 40 years' experience, has never been a BMC member. The group includes a range of skill sets and backgrounds including a current BMC Patron, a former President of the Climbers' Club, a partner in an international law firm, a membership and charity governance professional, a start-up CEO and strategy consultant, and two of the BMC's recently appointed Independent Directors. The ORG's members span a range of club memberships, involvement in partner organisations, and climbing, hillwalking and mountaineering experience. Each member of the group has a single vote, save for the BMC's Independent Directors who share a single vote.


In forming its recommendations, the ORG took views and advice from over 4,500 BMC members via a Member Research Survey, commissioned and carried out by an independent market research company⁴. The group also engaged in dozens of focus groups taking the views from, amongst others, BMC Patrons and ex-Presidents, clubs, BMC staff, competition climbers and linked organisations such as Mountain Training, ABC, the Access and Conservation Trust and Mountain Heritage Trust. We also received a number of written representations.

² The Principles of Good Governance for Sport and Recreation, Sport and Recreation Alliance (May 2017)

³ A Code for Sports Governance, Sport England (October 2016)

⁴ BMC Organisational Review Membership Survey 2017, 2020 Research (September 2017)

NB. This report will be published alongside this document on the BMC website.



The ORG has therefore taken into consideration the full range of issues, concerns and views of the membership, key partners and stakeholders. It has utilised the experience and qualifications of the ORG's members, as well as taking advice from a specialist legal firm, Womble Bond Dickinson, in order to form its recommendations.

The suite of 51 recommendations the ORG are making, taken together, are designed to create a grassroots BMC, driven by its members, volunteers and staff, which is fit to serve the present and future needs of all climbers, hillwalkers and mountaineers.

When implemented, these recommendations will ensure BMC's members have greater involvement in decision making, increase transparency, and provide clear leadership and direction for staff and volunteers. They will also ensure that the wide spectrum of clubs, partners and sector organisations can be effectively supported, to the benefit of, and in the interests of, BMC members.

Importantly, the recommendations also create a BMC that is able to operate within the current statutory and regulatory landscape, ensuring that the correct officers of the BMC are able to reasonably take on the legal risk for the decisions made by the organisation.

The ORG also recognises that the BMC staff have been thoroughly committed to the BMC, despite many of the challenges it has recently faced, and they have continued to strive to meet the needs of members. They have done this despite the governance and other issues the ORG has identified. However, the ORG recognises that this cannot continue to be the case.

Within the Terms of Reference given to the ORG by the BMC's current National Council, the ORG was asked to communicate which changes are required in order to be compliant with the Sport England Code. The ORG is satisfied that the suite of recommendations proposed are within the current National Council's Terms of Reference for the ORG, meet the SRA Principles, and will create a BMC that is able to meet the Sport England Code. It can therefore apply for and receive funding, should it wish to do so.

Key Recommendation Themes

Below is a summary of the key themes of the recommendations, broken down into the categories the ORG has recommended.

Headlines

The BMC should ensure it is both the representative body for all climbers, hillwalkers and mountaineers and the governing body for competitive activities. On behalf of, and in conjunction with, its members, the BMC should:

- Create a vision for the sector that includes the relationships with clubs, partner organisations and stakeholders
- Create an organisational strategy to deliver this vision through its staff and volunteers
- Serve its members openly and transparently, developing strategies to engage members democratically in determining its future
- Recognise the importance of indoor climbing as an activity in its own right

Corporate Structure

- Remain a not-for-profit Company Limited by Guarantee
- Ensure oversight and effective use of its charitable subsidiaries and joint entities; Access and Conservation Trust, Land Management and Property Trust and Mountain Heritage Trust
- Consider sub-groups or wholly owned subsidiaries for:
 - Commercial operations
 - Competitive activities
 - Supporting activities in Wales/Cymru

Governance	Strategy and Policy	Culture, Leadership & Management
<ul style="list-style-type: none"> • Executive Committee disbanded and replaced by a Board of Directors, chaired by an independent Chair • Re-creation of a Nominations Committee and Finance/Audit Committee under the Board of Directors • National Council disbanded and replaced by a Members' Assembly chaired by the President • Creation of a Partners' Assembly • Clarity on role of Patrons • Review of Specialist Committees and working groups • Operational changes to Local Areas • Implementation of online voting for AGMs • Introduction of an effective grievance process • Effectiveness review of Articles of Association changes after three years 	<ul style="list-style-type: none"> • Creation of a strategy development process • Review of who target members are, mindful of over-expansion • Encourage responsible growth in climbing, hillwalking and mountaineering • Remain one member one vote, but restructure membership packages to meet the needs of individual members • Grant funding for non-core initiatives and projects only • Strategy to support clubs more effectively • Review, extend and strengthen strategic partnerships at home and abroad • Clarity on Olympic support • Creation of a digital strategy • Implementation of digital membership engagement platforms • Review management of membership engagement • Balance communications between sales and policy 	<ul style="list-style-type: none"> • Senior Leadership Team expanded to three Directors; CEO, plus two other senior roles • Senior Leadership Team to create a business plan approved by the Board of Directors • Senior Leadership Team measured, by the Board of Directors, to robust and challenging objectives • Senior Leadership Team responsible for performance management and HR • Senior Leadership Team to encourage culture of empowerment and delegation • Senior Leadership Team responsible for creating robust and measurable objectives for staff • Creation of plan for staff career training and development • Clear policies for staff when working with partner organisations • Review to enhance volunteer support, induction and management • Policy for regular recognition of significant contributions to the BMC

Key Recommendation Categories

The 51 ORG recommendations have been split into the following categories.

Headlines

The recommendations in this section are a summary of the overarching themes from the feedback we received, and the agreed views of the ORG. They are based upon the view that, whilst there is general satisfaction with the BMC, there are clear areas which require change, reform, or improvement.

The majority of the representations we heard agreed that the BMC must seek to represent the broad church of activities under its remit, whilst carefully balancing its role as a representative body and governing body for competition climbing. Our findings showed a lack of clear vision and strategy for the BMC at present. They also highlighted concerns about governance, leadership, transparency, communications and democratic process. The ORG has addressed these issues in these recommendations.

Throughout the review, the ORG has ensured that members and volunteers remain at the heart of the BMC. The suite of recommendations is designed to create a grassroots BMC that is able to support and provide for members, meet the specialist needs of climbers, hillwalkers and mountaineers, and ensure that members are involved in a transparent decision making process.

Strategy and Policy

Members and focus groups voiced satisfaction with a number of the BMC's activities, particularly in relation to access and conservation work, provision of specialist insurances, testing and technical safety advice, and in supporting professional training. However, throughout the consultation it became clear that there was a lack of clear overall strategy within the BMC.

There were also a number of areas of policy where members and partners were unclear about the position of the BMC, in particular in relation to indoor climbing, competition climbing, and more specifically, the BMC's support for climbing's inclusion in the Olympics.

In general, it was felt that policy discussions needed to reach and engage more members, have a broader decision making base, and that decisions should be made and communicated transparently.

Overall, it was felt that the BMC could be the 'umbrella' organisation that represents all partners within climbing, hillwalking and mountaineering, but this position needs to be formalised as an objective and culturally accepted.

We also recognised the following from the ORG's research and analysis:

- Access and conservation remains the top priority for BMC members.
- Conserving mountaineering heritage and tradition is important to all members, regardless of age.
- There should be a recognition of the shift in landscape of climbing, hillwalking and mountaineering, and the impact on access and environmental issues.
- The BMC has support from members to actively seek to increase both participation (73 % survey support) and membership (77 % survey support), however it must also address increasing participation from an access and conservation point of view.
- Grant funding and commercial activity is acceptable to the majority of members, but this should not compromise core activities or the integrity of decision making.
- A desire from members for the BMC to balance its work across all age groups, clubs and types of participant.
- A keenness to ensure a greater use of digital technology to increase and balance communications, support member engagement and for involvement in decision making.
- A strong desire to keep members and volunteers at the heart of the organisation and support volunteers effectively.

Corporate Structure

The BMC is currently a not-for-profit Company Limited by Guarantee and, having considered the alternatives, the ORG recommends it should keep this form. The ORG is currently aware that the BMC has three wholly owned charitable subsidiaries; BMC Access and Conservation Trust, Mountain Heritage Trust and the BMC Land and Property Trust.

The ORG considered the views of its charitable subsidiaries and joint entities, and sought specialist legal advice. The ORG has made recommendations in relation to these subsidiaries. These recommendations will ensure that the BMC is able to have effective oversight and governance of these subsidiaries. This enables the BMC to fundraise and maintain tax efficient activity, where applicable, whilst balancing the division and autonomy of these bodies and maintaining the BMC as a membership body overall.

Taking into account the feedback from members and stakeholders, the ORG has also made recommendations about further sub-groups or subsidiaries that should be considered to ensure appropriate division and autonomy, and greater efficiency within the BMC as a whole.

Governance

This area presented a number of challenges for the ORG and the recommendations related to governance of the BMC required careful consideration. The ORG has created a package of recommendations that meets statutory requirements, balancing the desires of the members and stakeholders with mapping well against codes of good governance, particularly the SRA Principles, to ensure effective decision making. The ORG has sought to resolve a number of the issues raised, namely:

- Clarity on who has legal responsibility (primacy) for management of the BMC.
- Overlap of positions between the Executive Committee and National Council.
- Clarity on how appointments to National Council, Executive Committee and other positions of responsibility are made.
- Prescriptiveness of the Memorandum and Articles of Association which conflicted with, or over restricted, the BMC's current policy positions.
- Clarity of the role of Specialist Committees and working groups in the governance of the BMC.
- Limited and ineffective member grievance processes.
- Transparency of decision making.
- Limited governance concerning commercial decisions.
- Limited involvement at Local Area level and clarity on the role of Local Areas in the governance of the BMC.

Culture, Leadership and Management

The ORG's consultation identified, specifically from the focus groups, a number of concerns about the culture, leadership and management of the BMC.

There was a feeling that there needed to be a clarity of vision, mission, aims, and direction from leadership and management, to ensure that all staff and volunteers understood what they were working towards as an organisation, and to reduce "silo" working.

The ORG is aware that staff often feel that they are not empowered to take decisions or have operational ownership over some areas of their work. This is due to:

- A lack of clear leadership.
- Limited communication between the management and staff.
- Unclear BMC policy on the issues identified in other areas of this report.
- Limited delegation of budgets to departments.

The BMC, and its leadership, must be confident and empowered to discuss - and make decisions on - contentious issues. It was felt that the leadership of the BMC must regain the trust of the membership.

The ORG acknowledges these concerns, and has sought to address these issues in its following 51 recommendations.

INDIVIDUAL RECOMMENDATIONS

Headline Recommendations

The BMC ORG is making the following 51 recommendations to the members of the BMC. Further details of each recommendation section, and the individual recommendations within them, are described later in the report

1. The BMC should ensure it is both the representative body for all climbers, hillwalkers and mountaineers and the governing body for competitive activities
2. The BMC should create a vision for all climbing, hillwalking and mountaineering activities, including the relationships with clubs, partner organisations and stakeholders across the sector
3. In order to deliver its vision for all climbing, hillwalking and mountaineering activities, the BMC should create an organisational strategy that focuses on delivering, through staff and volunteers, and alongside its subsidiaries and partners, its priorities and functions for members
4. The BMC exists primarily to serve its members. It must therefore be open and transparent and develop specific strategies, policies and structures that engage members democratically in determining its future
5. The BMC must recognise the importance of indoor climbing as an activity in its own right, as an introductory pathway into climbing, hillwalking and mountaineering, and as a significant area for future membership

Strategy and Policy

6. The BMC should create a strategy and organisational development process to ensure that it remains relevant for both existing and prospective members
7. The BMC must understand and define the breadth of its membership and understand the balance between attracting new members and over-expansion, recognising the conservation and environmental issues that growth could cause
8. The BMC should responsibly encourage growth and participation in all areas of the activities that it represents
9. The BMC should develop and support strategies and programmes to encourage a diverse membership, focussing particularly on young people, to participate in all its activities
10. The BMC should ensure it is financially sustainable through a mixture of membership fees, commercial activities (including sponsorship) and fundraising (including grant funding). However, grant funding must only be used for specific non-core initiatives and projects.

The BMC must ensure it has a reserves policy in order to maintain financial stability

11. Full membership of the BMC should remain one member one vote, however, it should review its membership packages to ensure that it is commercially meeting the individual needs of its members and consider non-voting associate members for particular partnerships and commercial purposes
12. The BMC should ensure it has a strategy to support the broad range of affiliated clubs so that they continue to be a key pathway into climbing, hillwalking and mountaineering, and further enabling them to be key advocates and educators for responsible, safe, traditional and ethical participation
13. The BMC should review its strategic partnerships and where necessary strengthen existing partnerships or develop new partnerships with organisations across the spectrum of the BMC's work
14. The BMC should work with and develop partnerships with other nations' governing and representative climbing, hillwalking and mountaineering organisations and global climbing organisations such as the UIAA and IFSC
15. The BMC should give clarity to members, partners and stakeholders on its level of support for the Olympics
16. The BMC should ensure that it has a digital strategy to support potential growth, its members, policy forming and engagement and broader innovations within the scope of the activities it supports
17. The BMC should review how it resources the management of membership engagement
18. The BMC should implement a technology based national polling and discussion platform to gauge member views on national, international and local issues
19. The BMC should implement a technology based Annual Member Survey
20. The BMC should ensure it balances communications between sales and commercial functions and organisational and policy functions

Corporate Structure

21. The BMC should remain a not-for-profit Company Limited by Guarantee; however, only following a complete review and amendment of its governance structure
22. The BMC should have effective oversight and governance of its charitable subsidiaries, ensuring that all of their legal and governance

obligations are being met, in order to optimise their charitable outputs, and at the same time respecting their organisational autonomy. These are the BMC Access and Conservation Trust (ACT) (charity number 1089516), BMC Land and Property Trust (charity number 1112577) and Mountaineering Heritage Trust (charity number 1083219)

23. The BMC should consider clearly defined sub-groups, or creation of a wholly owned subsidiary(s) for some of its commercial activities
24. The BMC should consider a clearly defined sub-group, or creation of a separate governing body subsidiary within the BMC, for the purposes of managing competitive activities and to support elite level competitive activities such as Team GB
25. The BMC should consider a clearly defined sub-group, or creation of a wholly owned subsidiary for effective delivery of the BMC's operations and support in and for Wales/Cymru

Governance

26. The Executive Committee should be restructured and renamed the Board of Directors
27. The BMC should appoint a Chair of the Board of Directors who is independent from the Members' Assembly
28. The BMC should ensure that its Board of Directors has clear primacy, to ensure compliance with the Companies Act 2006
29. The Board of Directors should establish a Nominations Committee and a Finance/Audit Committee, within the new governance structure
30. The BMC should engage in an internal Board of Directors review annually with an external review every three years in order to ensure it remains effective
31. The Board of Directors should publish a communiqué (summary of key themes and discussions) after every meeting, to be published on the BMC website
32. The BMC should clarify the role of Patrons and the mechanism for bringing new Patrons into the organisation
33. The National Council should be restructured and become the Members' Assembly, and its role redefined
34. The BMC should retain the role of President, who chairs the Members' Assembly, however the role should be separate from the Chair of the Board of Directors
35. The BMC should create a Partners' Assembly to strengthen key alliances and sector partnerships
36. The BMC should review Specialist Committees and working groups to clarify roles and ensure separation of policy-making and operational activities
37. Local Area Committees should remain, however a number of operational changes should be made in order to make them more effective
38. The BMC should implement an online voting platform in order to increase member engagement in its AGMs
39. The BMC should introduce an effective process for members to raise grievances about the management of the BMC
40. The BMC should review its Articles of Association, and those of its subsidiaries, after three years in order to evaluate their effectiveness and every three years thereafter

Culture, Leadership and Management

41. The Senior Leadership Team should be expanded to three Directors (including the CEO) to bring it in line with modern organisations
42. The Senior Leadership Team should have a business plan which is approved by the Board of Directors
43. The Senior Leadership Team should have robust, challenging and motivational objectives, based upon the strategic plan, which are measured by the Board of Directors
44. The Senior Leadership Team, working with the Management Team, are responsible for ensuring that all staff have robust and measurable objectives which are driven from the strategy and business plan
45. The Senior Leadership Team of the BMC should encourage a culture of empowerment, delegation and decision making across the staff structure
46. The BMC should create a plan to allow for staff career development and succession planning
47. The Senior Leadership Team should be responsible for performance management, remuneration and reviewing of HR policies
48. The BMC should ensure it has clear policies that enable its staff to work effectively with partner organisations and provide training and coaching to staff operating in those roles
49. The BMC should review how it resources the management of volunteers
50. The BMC should look at a volunteer induction policy and plan for volunteer engagement, and volunteers should have a clear job description and understand their role
51. The BMC should enhance its policies to ensure regular recognition of significant contribution to the organisation

WHAT THIS MEANS FOR BMC MEMBERS

A grassroots BMC fit for the future

The 51 recommendations the ORG are making, taken together, are designed to create a grassroots BMC, driven by its members, volunteers and staff, which is fit to serve the present and future needs of all climbers, hillwalkers and mountaineers.

When implemented, these recommendations will ensure BMC's members have greater involvement in decision making, increase transparency and provide clear leadership and direction for staff and volunteers. They will also allow the wide spectrum of clubs, partners and sector organisations to be effectively supported, to the benefit of, and in the interests of, BMC members.

Members will be able to:

- get directly involved at a local and national level,
- get directly involved in policy issues and decisions using digital methods,
- vote at the AGM online,
- have faith that the BMC is being run in their interests, and
- have faith that the BMC is compliant with its legal obligations and good governance codes of practice.

Clarity for all

Organisational purpose: values, vision, mission and strategic planning

The BMC will have a binding set of values and a vision, mission and strategy that members will be involved in creating and reviewing.

Leadership

The BMC will have empowered, but accountable leadership. They will be expected to deliver, and held accountable to the organisational purpose by both the Board of Directors, and the members.

Integrity

Importantly, the recommendations will create a BMC that is able to operate within the current statutory and regulatory landscape, ensuring that the correct officers (in the legal sense) of the BMC are able to reasonably take on the legal risk for the decisions made by the organisation and fulfil their fiduciary duties.

Structure

The BMC will have complete clarity on its corporate structure, and its organisational structure and the roles and responsibilities of each part of the organisation with clear governance, accountability and transparency between them.

Effectiveness

The BMC will be able to support and develop its staff and volunteers more effectively to meet its vision and mission. It will have a greater ability to engage with its key stakeholders and partners in the sector.

Openness and Accountability

The BMC will have clear accountability to the members and improved channels of communication allowing members to get directly involved at a local and national level, in person and digitally. They will be assured that timely communications will be sent out with respect to policy decisions and the subject of discussions in Board of Director meetings and Members' Assembly meetings. Importantly, members will be able to vote at the AGM online, increasing direct engagement with a broader section of the membership. Similarly a clear grievance process will be put in place for those individual members, or groups of members, who believe they are not being correctly served by the BMC.

Diversity

In the spirit of Geoffrey Winthrop Young, the founder of the BMC, the BMC will continue to be open to all, regardless of race, religion or political party. The BMC will be both the representative body for all climbers, hillwalkers and mountaineers and the national governing body for competitive activities, representing the broad church of participants and members. The BMC will attract and develop climbers, hillwalkers, mountaineers, and its members, staff and volunteers regardless of their race, sexual orientation, religion, age, gender, disability or any other dimension of diversity. The BMC will continue to commit to ensuring diversity in its governance structure and promoting diverse participation in its activities.

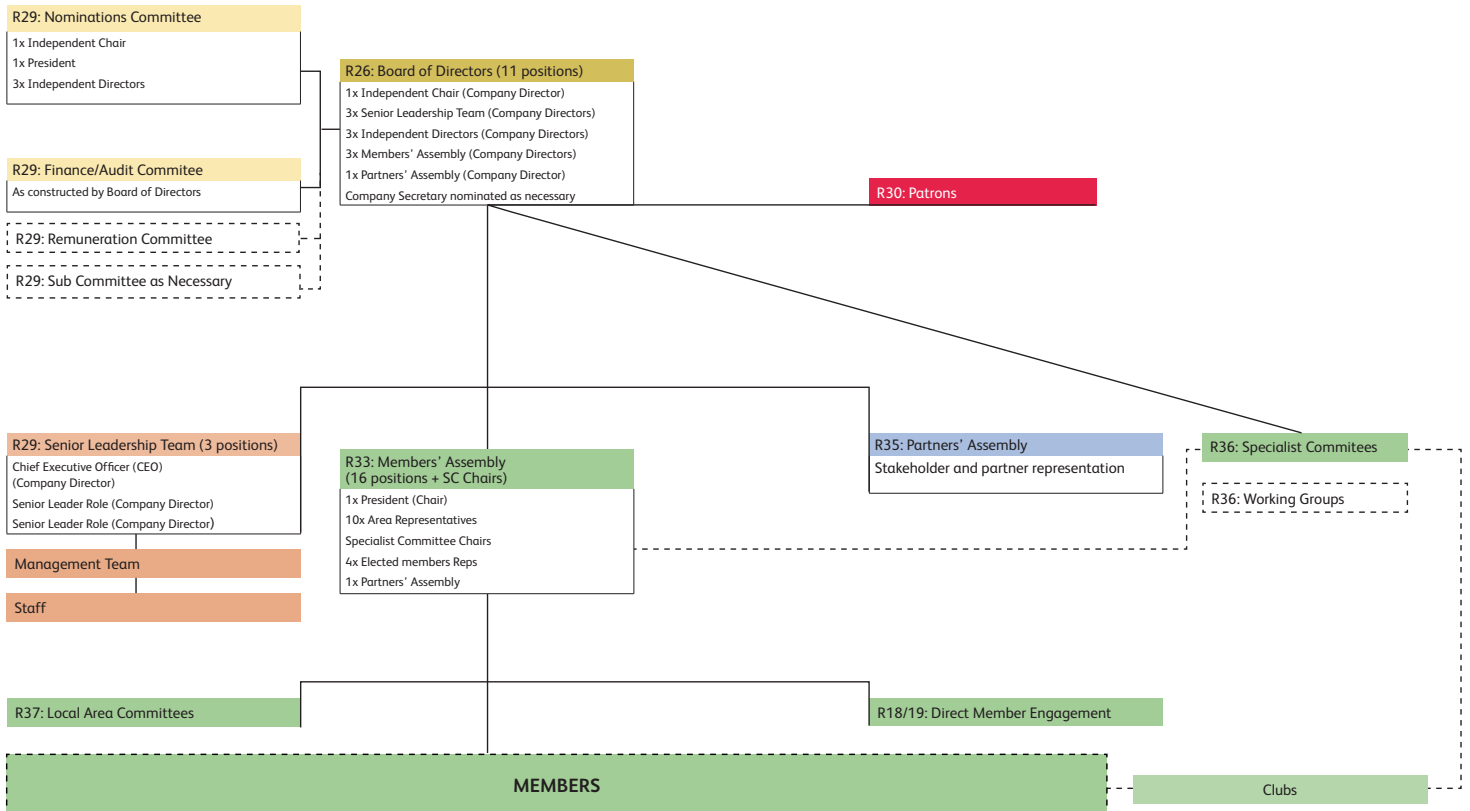
Corporate Structure

The corporate structure proposed by these recommendations is as follows:



Organisational Structure

The organisational structure proposed by these recommendations is as follows:



1. What do you mean by “core values”?

Core Values are the issues that BMC members hold most dear. These are the items which must be upheld throughout the organisation. Generally speaking core values are timeless but we need to be aware that our list of core values remains current. Examples of core values might refer to access and conservation, support for all aspects of climbing, hillwalking and mountaineering, support for clubs etc. The core values must come from our members and should be front stage in all of our decision making.

2. What do you mean by vision?

An organisational vision describes what the organisation will look like in the future. The BMC’s vision must come from everyone involved in the BMC; members, volunteers, staff, specialist committees, partners etc. This can be achieved through on line processes. Ultimately, although responsibility for drawing it up should lie with the Board, the vision needs to be adopted by the Members’ Assembly for implementation.

3. How will the strategy and business plan be agreed?

The organisational strategy will be formulated by the Board of Directors from the vision. The strategy will show the timeline and responsibilities for how the BMC will achieve its vision. The business plan (developed by the Senior Leadership Team) will outline the resources available or needed to carry out the strategy. In order to do this, the Board of Directors will consult, through the Senior Leadership Team, with staff, volunteers and partners. The Members’ Assembly will confirm that the strategy is in line with the vision. By referring to the strategy the Members’ Assembly will be able to monitor that the Board of Directors are carrying out the wishes of the membership in a timely fashion.

4. What happens to the National Council?

We are recommending that the National Council is disbanded and that a “Members’ Assembly” created in its place. This is not a disbanding of the “council” concept, more a restructuring of the composition of the group, to reflect the many stakeholder groups of the BMC. The key changes are that whilst maintaining strong representation from the Local Areas (all Local Areas are still voting members) the new assembly includes voting members from the Specialist Committees on a regular basis and from the the new Partners’ Assembly too, and directly appointed member representatives.

5. What does this mean for Local Areas?

Local Areas remain fundamentally unchanged. They are still, and will always be, a vital core of the BMC. The ORG recognises the key contributions that areas make, both in terms of local access and fellowship for BMC members in addition to being a key democratic pillar of the organisation. Local Areas will have a single vote each at the Members’ Assembly (where previously they had two votes per area). This will allow for partners and Specialist Committees to be involved in the voting process on a regular basis for the first time.

6. What does this mean for the Executive Committee?

The Executive Committee receives a number of changes. Firstly it becomes the “Board of Directors” to bring it into line with the Companies Act 2006, and it will operate in accordance with the principles and recommendations of relevant governance codes. The composition will be changed to allow for a broader group of Directors with an increase in management staff and elected members on the Board. The term “Vice President” will be removed with all non-elected members simply being called ‘Non-executive Directors’. There will be four “elected directors” - with three from the Members’ Assembly and one from the Partners’ Assembly. Finally and crucially - the Board will now own the risk and be legally responsible for management of the organisation - essentially with the buck stopping at the Board for critical decisions. It will still be strongly guided by the Members’ Assembly and Partners’ Assembly.

7. How much will the CEO be paid?

The CEO’s specific remuneration package is not something that is in the remit of the ORG. We have, however, agreed that all staff should be paid competitive packages, which should be externally benchmarked on a regular basis. This will also come with setting challenging and motivational objectives for all staff to be measured by. We want the BMC to be run like any other high-performing organisation. We have also recommended that the new Board consider establishing a Remuneration Committee to set the remuneration of the Senior Leadership Team.

8. Will we be able to vote online at the 2018 AGM?

It will depend on if, how and when the BMC implements these recommendations.

9. How will future AGMs be different?

Future AGMs will be much like existing AGMs. They are the focal point to hear about the progress of the organisation in the preceding year, vote for key resolutions, approve relevant senior officers and accept the financial reports. In order to increase participation we are recommending that the BMC brings in electronic voting.

10. What does this mean for existing Patrons?

The ORG recognises the vital role the Patrons play. We are recommending that Patrons understand their role as supporters and champions of the organisation and adhere to a code of conduct. We are not recommending any specific change to the current Patrons.

11. What will this mean for the role of the current President of the BMC?

Up to this point, the President of the BMC has had to wear two hats: firstly a key statesperson for the organisation - working with the BMC's broad range of stakeholders supporting the CEO. Secondly - they have had to chair both the Executive Committee and the National Council. We are recommending that the role be split - the President works as the champion of the membership, is voted in by them and chairs the Members' Assembly. It will be her/his role to hold the Board of Directors to account for implementing policies championed by the membership. The new Chair of the Board will be a separate role, filled by someone independent, working to drive the Board to implement and deliver member-agreed policies and also be the line-manager of the CEO. The Chair will be appointed by the Nominations Committee of the Board.

12. What does this mean for current Vice Presidents of the BMC?

All directors who are not staff members will simply be termed 'Non-executive Directors' (either "elected/appointed" or "independent"). In terms of Directors currently on the Executive Committee, the BMC will need to look at our recommendations for Board structure and decide how best to move from the current Executive Committee structure to our recommended structure. It may also decide to propose an alternative structure. There will continue to be one Vice President, appointed by the Members' Assembly to deputise when appropriate for the President. However, this will not be a form of 'President-in-waiting'. In the new structure the President is elected by the membership (and is not on the Board) and so this would be inappropriate.

13. Who is going to pay for all this?

We recognise that we are asking for additional senior roles amongst a number of other changes that will affect the operating budget for the BMC. The ORG recognises that the BMC will need to consider how to phase-in some of our recommendations over a period of time as well as look at its budget and decide how best to prioritise its spend. It will be a strategic matter for the Board as to how best to implement the recommendations.

14. What does this mean for current BMC staff?

The ORG, the Member Research Survey and the focus groups all recognise the tremendous work that the BMC staff perform and how, during the last year, it has been a period of instability and uncertainty for the organisation. This report does make recommendations for changes at the topmost level of the organisation in order to strengthen it and support the CEO. Whilst any change is unsettling, we believe that this should provide opportunities and strength to the staff team - reinforcing the work they already do and giving them a stronger voice on the Board.

THE NEXT STEPS FOR THE ORG

Consultation

During the next phase of the report the ORG will consult with the BMC members, partners, staff and stakeholders, as it did during phase one. These recommendations are documented for discussion and consultation in order to ensure that they meet the needs of BMC members. There will be a formal consultation with:

Members - via a member consultation survey

Clubs - via request for written feedback

Partners - via request for written feedback

Staff - via direct consultation

Executive Committee - via direct consultation

Patrons - via request for written feedback

Local Areas - via direct consultation, presentation and Q&A

National Council - via direct consultation, presentation and Q&A

Implementation

Any changes that require changes to the Memorandum & Articles of Association (M&AA) will require the approval of 75% of those voting members present and attending (in person or by proxy) an AGM, and voting in favour, in order to be accepted.

During phase two, the ORG's independent legal advisors will be able to draft new Articles of Association for review and consultation based on the recommendations, and feedback received from the consultation, that will need to be formally adopted and implemented.

Timeline

1. 18th Nov: Kendal Mountain Festival launch
2. 18th Nov: Consultation begins - written feedback from clubs and partners
3. 18th Nov: Member consultation survey launches
4. 20th Nov: North West Area Meeting
5. 21st Nov: South Wales Area Meeting
6. 22nd Nov: Peak District Area Meeting
7. 22nd Nov: North Wales Area Meeting
8. 22nd Nov: Midlands Area Meeting
9. 23rd Nov: London and South East Area Meeting
10. 25th Nov South West Area Meeting
11. 29th Nov: Yorkshire Area Meeting
12. 29th Nov: Lake District Area Meeting
13. 30th Nov: North East Area Meeting
14. 2nd Dec: National Council Meeting
15. 22nd Dec: Initial Consultation closes
16. Late Jan: Local Area Meetings
17. 10th Feb: National Council Meeting
18. 7th Mar: Deadline for submitting papers for AGM 2018
19. 28th Apr: AGM 2018

INDEPENDENT ORGANISATIONAL REVIEW GROUP KEY SUPPORTERS AND PARTNERS

With thanks to:

Womble Bond Dickinson
2020 Research
Kendal Mountain Festival
Lavahouse Associates (Design and Print)
Mountain Training Trust (Plas Y Brenin)
Mountain Training England
Mountain Training Cymru
Mountain Training UK
Association of British Climbing Walls
Association of British Climbing Walls Training Trust
Mountain Heritage Trust
Access and Conservation Trust
Mountaineering Scotland
BMC Executive Committee
BMC National Council
BMC Specialised Committees and Working Groups
BMC Local Area Chairs
BMC Patrons
BMC 30
Nick Kurth - BMC President

A special thanks must go to the BMC staff, who have accommodated many meetings at their offices, countless requests for information, enabled events, provided access to the data required and been resilient throughout the ORG's phase one process.

And to anyone we have missed, apologies.





