

## BRITISH MOUNTAINEERING COUNCIL

177-179 Burton Road  
Manchester M20 2BB  
www.thebmc.co.uk

Tel: 0161 445 6111  
Fax: 0161 445 4500  
Email: office@thebmc.co.uk

### BMC NATIONAL COUNCIL

Approved Minutes of the 53<sup>rd</sup> National Council meeting held at  
Plas y Brenin, Capel Curig on Sunday 23 April 2017.

#### In attendance

##### Voting members:

Vice-President	Nick Kurth	(NK)	Chair
Vice-President	Lynn Robinson	(LR)	
Honorary Treasurer	Graham Richmond	(GR)	
Cymru Wales (North)	Anthony Eccles	(AE)	
Cymru Wales (North)	Dan Lane	(DL)	
Cymru Wales (South)	Will Kilner	(WK)	
Lakes	Ted Rogers	(TR)	
Lakes	Peter Sterling	(PSt)	
London & South East	Lisa Payne	(LP)	
London & South East	Rik Payne	(RP)	
Midlands	Roger Fanner	(RF)	
Midlands	Phil Simister	(PSi)	
North East	Mark Anstiss	(MA)	
North East	Jon Punshon	(JP)	
North West	Nick Bond	(NB)	
North West	Andy Say	(ASa)	
Peak	David Brown	(DB)	
South West	Gareth Palmer	(GP)	
Yorkshire	Mick Green	(MG)	
Yorkshire	Andy Syme	(ASy)	
CEO	Dave Turnbull	(DT)	

##### Observers:

Independent Director	Matthew Bradbury	(MB)
Independent Director	Simon McCalla	(SM)
Clubs	Fiona Sanders	(FS)
Equity	Kamala Sen	(KS)
Land Management	Martin Wragg	(MW)
Plas y Brenin	Jackie Bryson	(JB)

##### Staff:

Deputy CEO	Nick Colton	(NC)
Secretary	Tony Ryan	(TRy)
Commercial Partnerships Manager	Simon Lee	(SL)

##### Others in attendance:

Proposed Independent Review Chair	Ray Wigglesworth	(RW)
Lakes Area Chair	Mike Parsons	(MP)

Note: \* = supporting paper circulated.

- |            |                                            |                |
|------------|--------------------------------------------|----------------|
| <b>1.</b>  | <b>Welcome &amp; apologies for absence</b> | <b>Actions</b> |
| <b>1.1</b> | <b>Welcome</b>                             |                |

- 1.1.1 Nick Kurth chaired the meeting following the announcement by the president Rehan Siddiqui at the AGM that he was stepping down from the role.
- 1.1.2 Rehan addressed the meeting, emphasising the importance of appointing an acting president, as well as establishing quickly the terms of reference for the independent review. The review group must be well balanced, representative of the broad church which is the BMC, fit for purpose, and able to make decisions. NK thanked Rehan for chairing a very difficult AGM, at which point Rehan left the meeting.
- 1.1.3 NK welcomed everyone to the meeting, including Lynn Robinson, Graham Richmond and Matthew Bradbury (newly elected vice-president, honorary treasurer and independent director) who were attending National Council for the first time in those roles.

## **1.2 Apologies**

- 1.2.1 Apologies were received from Ian Carr, Emma Flaherty, Tim Greenhalgh, Rob Greenwood and Rehan Siddiqui.

## **1.3 Conflicts of Interest in relation to agenda items**

- 1.3.1 No conflicts were declared.

## **2. Note issues for AOB**

- 2.1
- Aldery Cliff (Andy Say) – it was agreed that this could be covered in the Peak area report.
  - International Federation of Sport Climbing (Nick Bond).

## **3. Minutes of the previous meeting\***

### **3.1 Accuracy of previous minutes**

- 3.1.1 NK explained the reasoning behind the re-issuing of the minutes following discussions with PSi about what he said in the meeting and a number of amendments to the original draft version; there had been no attempt at subterfuge or misrepresentation. NK asked if there were any other issues relating to the minutes.
- 3.1.2 Ref. 7.1.2 b) 2018 subscriptions: FS felt the BMC should examine and pursue all available means of generating income as alternatives to raising membership subscriptions.

With the above agreed amendment, the minutes were signed by the Chair.

### **3.2 Actions from previous minutes**

- 3.2.1 Ref 3.2.2: Discuss fundraising for re-equipping Horseshoe Quarry at next Peak area meeting. Ongoing. **RG**
- 3.2.2 Ref 3.2.8: Sign & return Conflicts of Interest document (if not done so) – TRy to check with Kate Anwyl – ongoing. **TRy**
- 3.2.3 Ref 4.1.1: Identify and inform bolting activists re. Liability insurance cover. **DM**
- 3.2.4 Ref 5.3.1: Add directors' term finish points to skills matrix. Done.
- 3.2.5 Ref 5.3.1: Develop proposal to extend length of director appointments – ongoing. **NK**
- 3.2.6 Ref 5.4: Produce draft ToR for the Governance Review Group. Done.
- 3.2.7 Ref 6.2: Take forward implementation of HWWG report. Ongoing. **BS / MB**
- 3.2.8 Ref 6.3: Develop Strategic Plan document. Ongoing.
- 3.2.9 Ref 7.1.1: FinCom to provide additional information for future NC meetings. **GR**
- 3.2.10 Ref 7.1.2: Communicate subscription increase proposal to members. Done

## **4. Matters arising not covered elsewhere**

4.1 There were no matters arising from the previous minutes.

## 5. Constitutional issues

### 5.1 Issues arising from the AGM

5.1.1 For the benefit of National Council members who were not at the gathering on Friday evening, NK reported on the discussions about the independent review and the informal poll which had agreed that Ray Wigglesworth QC should be recommended to National Council for appointment as the review group's chair. Ray had spoken at the Friday meeting about his professional and mountaineering background. NK felt the BMC had been fortunate to find someone of RW's calibre who was willing to chair the review.

RW left the room while the meeting discussed his suitability for the role.

A vote was taken on whether to approve RW as the chair of the review group.

Proposed: RF; Seconded: WK  
For – 20; Against – 0; Abstentions – 1

**Agreed**

RW then returned and said it was a great honour to be appointed to the role, the review was a very important function, and he would enjoy undertaking it.

### 5.2 Governance Review\*

As minuted at the 11 February 2017 meeting, National Council had agreed to establish a governance working group, the scope and terms of reference of which were to be agreed by the weekend of the April National Council meeting. The supporting paper prepared for the 23 April meeting had suggested a two stage process with stage 1 focusing on governance and stage 2 comprising a broader strategic review of the BMC's purpose, activities and direction.

#### a. Process for agreeing Terms of Reference

The meeting discussed the separation of the two stages. Whilst acknowledging the need to focus on governance, it was felt important that the two stages are joined together, since governance, strategic direction, resources, and structure are all inextricably linked. Mick Green, Fiona Sanders, Pete Sterling and others made strong points on this matter.

It was agreed that NK, PSt and MW would amend the draft ToR to reflect this change and circulate a new version by email for approval.

**Agreed**

#### b. Process for appointing membership

NK advised it was envisaged the group would be composed of an independent chair who would then draw on a range of experts. RW said he favoured a small group of about seven people, the composition of which would be up to National Council to decide; given the proposed timescale he felt the need to establish the review group was urgent.

The meeting discussed the possible make-up and selection process in respect of the skills required, representation of various groups, and individuals with experience of how the BMC operates.

RW said his preference was for the selection of members to be skills based, and reminded the meeting the review group will only be making recommendations. In addition to those chosen to be members of the group, it would also be possible for the review group to invite representations from specialists and / or interest groups to advise on particular matters.

Following lengthy discussion, it was proposed the review group should be comprised of:

- a Chair (Ray Wigglesworth);
- a current Patron (Mick Fowler or Pat Littlejohn);
- an Independent Director (Matthew Bradbury or Simon McCalla);
- a representative from National Council (Fiona Sanders);
- a person nominated by one of the BMC founder clubs;
- a person with commercial experience in corporate law;
- a person with experience of the structure of a charity trust, social enterprise or large member-based organisation; and
- a Secretary.

A vote was taken on whether to approve the above proposed composition:

Proposed: PSi; Seconded: RP

For – 19; Against – 0; Abstentions – 2

**Agreed**

It was agreed that RW would contact Mick Fowler and Pat Littlejohn.

**RW**

It was agreed that FS, as Clubs Committee Chair, would contact the larger founder clubs, to invite them to put forward 3-4 names as prospective members of the review group.

**FS**

Volunteers to fulfil the other roles would be sought from BMC membership by advertising on the BMC website and social media channels.

### **c. Timescale & reporting**

The supporting paper set out a timescale which included the submission of an initial report to the September National Council meeting, and a membership consultation period running up to the 2018 AGM, at which suggested amendments to the M&AA would be presented.

Included in the draft ToR for stage 1 was an objective for the review group to put forward recommendations by 1 November 2017 as to the scope, priorities and format of stage 2. Following agreement in the meeting that the stages be joined, it was noted that this objective no longer applied to the ToR.

RW confirmed the importance of ensuring that at every stage National Council is kept updated on the group's progress and plans.

**Post meeting note:** the final ToR were agreed the following week in accordance with the above amendments and circulated to National Council.

## **5.3 BMC Patrons – new appointment(s)**

5.3.1 The meeting was reminded that it had approved the appointment of Rab Carrington as a BMC patron at the February meeting, but had decided not to publicise the appointment until the AGM and in the interim to try to identify a suitable female candidate for the role of patron. It was noted that Rab's appointment had been reported at the Annual Dinner the previous evening.

FS advised that other organisations advertise for patrons; RF thought an advert could re-state the role requirements. NK suggested patrons do not necessarily have to have mountaineering backgrounds.

There was a discussion about how to take forward the search for a female patron, how to develop a clearer definition of the role, and how such a role might tie in with any recommendations produced by the independent review. DT suggested delegating the issue to the Women's Development Group.

WK suggested established a National Council sub-group to consider the issue further. RP felt a role description must include a clear definition of the BMC's expectations of patrons and the kind of behaviour which could lead to the removal of a patron if necessary.

#### 5.4 Succession planning (President, VPs, Treasurer)

NK expressed some discomfort over the current method of selecting candidates, and questioned whether it was a sufficiently transparent and objective to identify the best people.

In light of Rehan Siddiqui's resignation, a proposal was put forward to elect an acting president. The acting president would be put in place until the governance review report was adopted, as it was important to give the review the opportunity to consider the role of the president. A nominations group would be tasked with appointing the acting president, and it was hoped that this could be achieved in three weeks.

There was a discussion about the make-up of the nominations group. It was agreed that it should be comprised of two independent directors (Simon McCalla and Matthew Bradbury), two National Council members not on the Executive (Andy Say and Andy Syme), a past president (Dave Musgrove), and two observers, namely the CEO and a representative from the Equity Steering Group (Kamala Sen).

Agreed

MW advised that an acting president could only be selected from the current VPs.

A vote was taken on whether to approve the formation of a nominations committee comprising the above listed members to appoint an acting president:

Proposed: RP; Seconded: PSi  
For – 19; Against – 0; Abstentions – 2

Agreed

## 6. Policy issues

### 6.1 Policy on commercial partnerships\*

Commercial Partnerships Manager Simon Lee presented his paper on a proposed policy for commercial endorsement. He had spent the first four months of his 12-month contract primarily undertaking research, networking and holding preliminary discussions, and was now seeking approval for the principle of commercial endorsement as BMC policy, so that he can enter into substantive discussions with potential partners.

There was a discussion about how commercial endorsement would fit into the BMC's overall strategic plan for membership growth, revenue increase and cost control. Some concern was expressed about how commercial endorsement might affect the BMC's reputation for neutrality as a representative body.

In addition to the four most feasible strategic partnerships outlined in the paper (outdoor retailer, climbing equipment manufacturer, outdoor clothing manufacturer, mapping organisation), PSt suggested we should add a 'headline / strategic partner'; examples given were the banking sector and IBM. SL agreed such a partner should be a long term aim, but his focus was on what was achievable during his contract period and discussions with major companies were likely to take considerable time to come to fruition.

A vote was taken on whether to approve the proposed commercial endorsement policy:

Proposed: PSt; Seconded: AE  
For – 21; Against – 0; Abstentions – 0

**Agreed**

## **7. Reports**

### **7.1 Finance\***

7.1.1 GR reported that the initial 2016 budget was set with a surplus of £23k, and the year-end position was a surplus of £22k.

Positive variances during the year included improvements in travel insurance sales, strong performance by the online shop, end of year discount on combined liability premium, and savings on postage and printing costs.

Negative variances included increased postage costs and reduced advertising income for Summit, re-branding costs relating to trademarking and URL purchases, an increased allocation to the GB Climbing Team, cost for office refurbishment and IT equipment, and the cost of the Mend Our Mountains campaign.

Cash reserves are down, due mainly to payments made for the refurbishment, but the balance sheet remains healthy with net current assets standing at £720k.

The 2017 budget is still affected by the uncertainty about Sport England grant funding. The 2018 budget will include the increased membership subscription rates approved by the AGM.

RP said he would be stepping down as the National Council rep on the FinCom after the 8 May meeting. NB volunteered to take on the role. It was agreed that additional expressions of interest should be made to GR before the 17 June National Council meeting.

**Noted**

### **7.2 Area reports\***

7.2.1 As some areas had not met prior to the 23 April meeting, it was decided to forego the verbal area reports. It was noted that three areas (London & SE, North West and South West) had submitted written reports.

7.2.2 ASa reported that the Land Management Group was visiting Aldery Cliff on 24 April to assess the unauthorised work undertaken; he felt the bolts should be removed, and was concerned that a precedent might be set if they were not.

7.2.3 RP recorded his thanks to the Peak area hill walking reps for assisting Chris Stone preparing for a BMC walk on the North Downs & Surrey Hills.

7.2.4 At the North West area meeting, some concerns had been expressed by youth co-ordinator Stuart Holmes about the nature of, and selection for the Development Squad.

7.2.5 WK asked for a clarification of area rep attendance at National Council, noting there were three attendees from the Lakes area, and that he had previously been told area chairs who were not National Council reps could not attend. Mike Parsons explained he was attending as an observer to familiarise himself with National Council in preparation for a possible change of role in future. It was agreed to put the issue of attendance by area chairs on the June meeting agenda.

**TRy**

**7.3 CEO report**

DT noted that his work since the 11 February meeting had been primarily focused on the AGM motion.

As an aside NB made a point about the Executive report item (which normally features on the National Council agenda) and asked if a National Council rep could report on this item at future meetings.

**8. Club applications for membership\***

**8.1 Surrey FRS**

An application from Surrey FRS (Fire & Rescue Service) Walking & Mountaineering Club was received on 20 February and circulated to National Council on 23 February. No objections had been received by the 9 March deadline, so the club's application has been accepted.

**Noted**

**9. AOB**

**9.1 International Federation of Sport Climbing (IFSC)**

It was agreed to defer the discussion proposed by NB until the June meeting.

**TRy**

**10. Date of next meeting**

**10.1** Saturday 17 June 2017, starting at 9.30am at Moorlands House Hotel, Dartmoor.

The meeting finished at 13.15.

Summary of action points from the 53<sup>rd</sup> meeting:

Ref	Action	Involving	Target date
3.2	See list of outstanding actions from previous meeting.	Various	
5.2a	Amend Governance Review ToR.	PSt, NK, MW	Immediate
5.2b	Invite clubs to suggest candidates for the review group.	FS	Immediate
5.4	Nominations Group to consider acting president vacancy.	Refer to 5.4	Within 3 weeks
7.2.5	Add to June agenda: National Council attendance by area chairs.	TRy	17 May
9.1	Add IFSC to June agenda.	TRy	17 May

**The above was accepted as an accurate record of the meeting:**

Signed \_\_\_\_\_ Date \_\_\_\_\_  
 Nick Kurth, Acting President & Chair