

Present:

Board Members

Janet Atherton
Jim Brown
Kristian Gregory
Dan Howard (Chair)
Julian Huppert (Senior Independent Trustee)

Rachel Kirkwood
Jaki Lowe (Vice Chair)
Ian McCabe
Shivaji Shiva
Ian Wescombe

HQ Staff

Paul Tuohy
Carol McKinley
Sue Cherry (Minutes Sec)
Matt Mallinder
Roger Geffen

1. Chair's Communication.

Dan Howard welcomed everyone to the meeting. He emphasised it had been a hugely busy quarter with some excellent progress made across all parts of Cycling UK. Dan reflected on the success of the recent Board Awayday in Derby. He then explained that the intention at future meetings is to have a deep dive session on a specific area of work. At the next Board meeting in July there will be a deep dive on the Cycling Development area, this will be led by Ian Richardson and Laura Hales who is the new Head of Development in England. At the October meeting the deep dive session will cover membership.

2. Apologies for Absence.

Apologies for Absence were received from Jon Snow, Simon Connell, Welna Bowden, Jonathan Naughton and Martyn Bolt.

3. Declaration of 'Conflicts of Interest'.

Other than those declarations of 'Conflicts of Interest' already recorded no other declarations were received.

4. Notifications of 'Any Other Business'.

Ian Wescombe asked if a discussion could be had on Membership cards for family members. It was suggested this item be discussed with the Marketing Director out of the meeting.

5. Minutes of the previous meeting held on Saturday 21st January 2017.

Item 1.3 – Page 2 – 7 th Paragraph – 1 st line	Add the word sensitive between all ... and .. papers
Item 15	Add the following sentence below the table. The above six named people were appointed onto the Holidays and Tours Board and the two to be appointed from the Board were deferred.

With the above amendments it was agreed the Minutes were a true record of the meeting.

5.1 Action Points from the previous meeting

Agreed and noted.

6. Matters arising from the previous meeting not covered on the Agenda

No matters arising were recorded.

7. Chief Executive's Report – (Confidential)

Referring to his circulated paper Paul Tuohy highlighted there had been fantastic feedback from the 'kickstart' campaign where the target was reached on just 36 hours. There was a small amount of

negativity with regard to the mats but overall it was a really positive. He advised that he and Matt Mallinder had attended a recent meeting with Halfords on an exciting new project which will be announced shortly. He confirmed that over the next quarter the SMT would be looking into a deep dive on a business plan for a campaigns strategy.

He asked if the Board were happy with the information they receive in the CEO report and a discussion followed on the format and who is the targeted audience. It was suggested that a summary be put at the front of the report which could be circulated to members. However, some felt this was not the purpose of the CE report. It is a CEO report to the Board and therefore confidential detailed information from the CEO and SMT should be reported on. The Communications department should then do the reporting work to the wider audience. At the last meeting it was agreed the Chair would produce a bullet pointed summary after each meeting for the Board members to circulate and this would continue. It was highlighted there are lots of ways members are informed directly on things that would be of interest to them – i.e. Cycle magazine, Cycle clips, Club shorts etc. so they do get the newsworthy items of interest.

Concern was shown over losing member groups. Carol McKinley mentioned that some groups are not disbanding they are now becoming informal groups so we are not losing them completely. Carol mentioned that the number of formal positions required in a group had reduced to make it easier for groups to form and operate. Matt Mallinder commented this has been an under resourced area in the past but we are working hard to improve this an increase the number of groups.

8. Governance – (Confidential)

8.1 Nomination Committee

Jaki Lowe reported that at their recent meeting the committee had an in depth look at what went well/didn't go well on last years round of Trustee recruitment and reiterated the brilliant response we had. This year there are four posts to be filled. It was agreed that the committees will have an oversight role on equalities and diversity. Jim Brown asked about the 'endorsement' note. Carol McKinley said that until we know how many people will be on the shortlist no decision had been made. Jaki Lowe confirmed that she would respond to this question out of the meeting.

Action Point 1: Jaki Lowe to respond to the question from the committee Minutes on Endorsements

Rachel Kirkwood said that when she applied last year she received emails from a member which came into her personal email address and she felt uncomfortable about this. It was confirmed that once appointed as trustee you get a 'Cycling UK' email address and you should always reply using that address.

Julian Huppert said that in his role as Senior Independent Trustee he would be circulating a template asking for feedback on the Chair. He advised that all would be totally confidential and he would report back to the July meeting so a prompt response is needed from everyone.

Action Point 2: Julian Huppert to circulate a template asking for feedback on the Chair

9. Financial – (Confidential)

9.1 Management Accounts

Carol McKinley reported on the accounts circulated highlighting this is the first quarter accounts and the narrative shows the key figures. There was some debate on producing the accounts in a difference format so they could be more easily understood. It was suggested that maybe a training day would be helpful to the board. Carol McKinley advised that the Auditors Cycling UK use do a

free training day which would be open for all Trustees to attend. It was agreed that she would circulate the date once received along with some helpful slides from a past training session.

Action Point 3: Carol McKinley to circulate Finance training day date and useful past training sessions notes

Janet Atherton confirmed that she had spent a day at National Office going through the various accounts procedures and said she was very assured on the systems that are in place, but agreed they need to simplify what is sent out to the Board in future. She also confirmed that she would speak to Simon Connell (Cycling UK's Financial advisor).

Action Point 4: Janet Atherton to speak with Simon Connell

10. Marketing Plan update

To provide further narrative to the Marketing Update report circulated with the papers, Matt Mallinder give a presentation on the membership recruitment activity to date, the retention plans and the wider media promotion. He stressed that the current membership figures should be viewed in light of the wholesale changes since 2013 - club to charity in legal terms, club to charity in practice, rebrand, governance changes, rear guard actions etc. so that an element of membership realignment was to be expected.

He also presented light analysis of the market place, competition comparisons and target recruitment areas. He highlighted the 'persona' project being conducted by the rebrand agency Campfire which will further apply research and intellectual rigour to ensure that the marketing budget released by the Board provides best return on investment.

Matt Mallinder reported that of the members joining in the last three months 62% can be directly attributed (source coded) to the new advertising activity - so the extra investment is being successful. He also reported that the retention rate was in alignment with industry standard in the membership organisation sector. He outlined that he is bringing in new staff resource to the team to provide expertise and focus in this area with a Head of Marketing and Membership, Social Media and content officer, Off-Road officer and Head of Campaigns being recruited.

He discussed how many of the strategic enablers identified within the current strategy were now being rolled out: relevant events with a newly launched Challenge ride series and Women's Festival of Cycling, engaging campaigns such as the #TooCloseForComfort Kickstarter and Rides of Way, and member benefits with a major retail partner being announced imminently. These complimented by the improved communications outputs would further push Cycling UK's membership proposition against the competition.

Dan Howard commented that it is clear that a huge amount of work is happening but assurance is needed that the trend will change and that we'll realise the planned growth in membership. In response to a question Matt Mallinder confirmed that he could track what he wanted to achieve by activity and milestones that are in place. He also confirmed that he could measure the figures month by month using a newly installed reporting dashboard. Matt provided assurance that activities would continue to ensure we achieved the growth target set.

Concern was expressed at the current attrition rate in year one. It was commented that membership has shrunk in comparison to how the market has grown. Matt Mallinder agreed that we have to be ambitious but that the offer has to be right.

Action Point 5: Circulate the presentation slides with the Minutes

11. Equality and Diversity.

Paul Tuohy explained that this piece of work has been outstanding for some time now but we are committed to completing the work. Carol McKinley advised there is an evaluation measuring tool called PQASSO that she planned to use picking out the relevant elements to pull together a useable framework and a clear action plan strategy. However, with new data protection legislation (GDPR) coming into force soon, this has now taken priority due to the risks to the organisation. She explained that people now have to opt-in where in the past it was an opt-out process. An audit needs to take place to health check what is in place and then we will commission an expert to help us move this forward. It was asked if there is enough core back office resources available as staffing number have increased but the core support staff have not grown. Ian Wescombe mentioned that there may also be a staff welfare issue with a number of people with too much to do. This was remitted to the Finance and Performance committee look into.

Action Point 6: Finance and Performance committee to look into this.

12. AGM Planning.

To help the new trustees Carol McKinley ran through the AGM procedure explaining that membership put forward their Motions by a date advertised in 'Cycle'. Following the process used previously a meeting was then held with the Chair, Vice Chair (who was unable to attend but was kept informed on decisions made), Cycling UK's Solicitor, CEO and the Operations Director. At that meeting a decision is made on the Board's response to the accepted Motions, which then appear in 'Cycle' magazine. At the AGM the proposer speaks to their Motion and the Board responds. All Trustees present agreed in principle to the decisions made at the meeting. In regards to the motions ruled out of order and the responses to all other motions. For Motions 4 and 5 we need 75% of the vote for the Motions to be passed. There was a debate on how the day should run and it was agreed all proposers can speak for their Motions for a time limit of 3 minutes and if the Motions is passed then the Board will not respond, hence saving time. This will allow more time at the end for a good Q & A session.

13. Awayday.

Dan Howard reminded the Board of the action points from the Awayday:-

- The Chair to do Trustee Personal Development appraisals and bring back a report to the July meeting.
- Finance and Performance Committee to look at the Board papers with regards to quality of reports
- SMT to update the Business Plan.

14. Holidays & Tours

Cycling UK Holidays & Tours Ltd – Directors to be appointed for 1 year for the 1st January, 2017

Proposed Names:	
Jim Maynard – Travel Industry Expert	Sheila Simpson – Tour Leader
Pam Pilbeam – Tour leader	Lyndon Bracewell – Tour Leader
Peter Mathison – Ex-Councillor	Paul Tuohy – Company Secretary
To be elected from the Board	To be elected from the Board

Carol McKinley explained to the Board that it is not necessary to have two, one Trustee would be sufficient from the Board to stand as a Director on Holidays and Tours for the remainder of 2017

(only two meetings left to attend). However, if a second Trustee came forward then that would give a succession plan. Jim Brown was asked to stand and agreed.

Action Point 7: Carol McKinley to ask the Board members who weren't at the meeting

Action Point 8: Jim Brown to produce a report for the October Board meeting

15. CTC Charitable Trust – Annual General Meeting.

CTC Charitable Trust AGM agenda items 1,2,3,4 and 5 were all agreed.

16. Cyclists' Defence Fund – Annual General Meeting.

Cyclists Defence Fund AGM agenda items 1,2,3 and 4 were all agreed.

Chairs summing up on key points:

- The Chair to pull out the key points on the CEO report for his summary and circulate to the Board.
- Finance - we are ahead of the budget which is encouraging
- Equality and diversity – we will commission this work shortly and report back to the next Board meeting
- AGM – looking forward to the day.
- Marketing – we welcome the retention rate and are working towards reaching the membership targets

17. Any other Business

Ian Wescombe – Raised the issue of Membership cards for Family members. It was agreed this item would be taken up with the Marketing Director out of the meeting.

18. Dates for 2017 Board meetings:

The Board are invited to note the dates for the 2017 Board meetings and AGM.

Saturday 13th May AGM

Saturday 22nd July

Saturday 21st October

The meeting closed at 2.10pm