

Present:

**Board Members**

Janet Atherton  
Welna Bowden  
Jim Brown  
Kristian Gregory  
Dan Howard (Chair)  
Rachel Kirkwood

Jaki Lowe (Vice Chair)  
Ian McCabe  
Jonathan Naughton  
Shivaji Shiva  
Ian Wescombe

**HQ Staff**

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

## 1. Chair's Communication

Dan Howard opened the meeting with a welcome to everyone. He said it had been a busy quarter and highlighted key areas of progress such as the women's festival of cycling, and influencing and supporting the new team at the DfT. He informed the Board that two key members of Staff have recently left – Ian Richardson and David Murray and asked that the Board's thanks for their valued contribution be minuted. Due to Ian Richardson's departure the promised deep dive on Cycling Development will be postponed until his replacement is in post. Therefore today there will be a Campaigns presentation by Duncan Dollimore.

## 2. Apologies for Absence

Apologies for Absence were received from Jon Snow, Martyn Bolt, Simon Connell and Julian Huppert.

## 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'

No notifications of 'any other Business' were received.

## 5. Minutes of the previous meeting held on Saturday 1<sup>st</sup> April 2017

The Minutes were approved as a true record of the meeting.

5.1 Action Points from the previous meeting were noted and agreed.

| Date       | Action   |
|------------|--|
| April 2017 | Action Point 4 – Item 9.1 - Janet Atherton to speak with Simon Connell Cycling UK's Financial Advisor to introduce herself.<br>Carol Mckinley emailed Simon Connell to try and set up a time/date but no response. We assume he is working away at the moment. Will re-try to make contact.<br><b>Pending</b><br>This Action has now been completed. |

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

No matters arising were recorded.

## **7. Chief Executive's Report – (Confidential)**

Paul Tuohy gave an update to his report. He explained that he is trying to influence much wider funding avenues not just from DfT. He confirmed that meetings were being arranged with British Cycling and with Sport England.

Jaki Lowe mentioned that she had recently had the opportunity to attend one of the 'Women's Festival of Cycling' events and said it was one of the best events she had been to. The event captured the essence of women enjoying cycling and was very inspirational.

Matt Mallinder said that we need to be mindful of all the other events like BBR and focus on what we did well. Welna Bowden mentioned the 'Five miles to Fabulous' that we ran some years ago. Responding Matt Mallinder said that we hit some resistance re-launching 'Five miles to Fabulous' as a lot more women are asking for more than five miles so we need to look at re-branding.

Following a good debate on a mixture of topics Jaki Lowe asked the Board what they wanted from the CEO's report. It was felt that although it is a terrific summary of what is going on, the report needs to focus on the key points for the meeting. It was suggested a separate policy paper highlighting the key bullet points be produced. This is an organisational report that captures all that is going on, we would not want to lose the details but it could be shorter.

A comment was made that there is duplication in the CEO and Business Plan report. It was suggested that the Business Plan be broken down into an action matrix for each quarter and 'RAG' on that quarter and if possible each line in the Business Plan should linked to the budget line. A discussion took place on time lines and the following were agreed.

***Action Point 1: Carol McKinley to produce a template ready for September F&P meeting and if agreed the draft new Business Plan to the Board meeting in October.***

***Action Point 2: If the Board have any other comments on the structure of the CEO report they should email Jaki Lowe by the end of September.***

## **8. Governance – (Confidential)**

### **8.1 Business Plan**

After a short debate the following comments were noted:-

- 1.5 Putting events on the website is still clunky to use.
- 4.9 The questions was asked – what are the results.
- 5.1. Typo in the last line higher should say lower.

It was felt that not all the 'RAGS' are correct in each section. It was suggested that more narrative be added on the actions that are being taken with regards to red and amber areas. The new format as discussed previously will be easier to understand.

The paper was noted and a new format will be adopted for future reports.

### **8.2 New Structure - Confidential**

Redacted confidential file note made.

### **8.3 Risk Assessment update**

Referring to the paper circulated and a short discussion the Chair summed up by suggesting the following:-

- Point -4 L' hood be changed from 2 to 1.
- Point - 9 be changed from red to amber and the L' hood be changed from 3 to 2.

A question was asked on point 58 – Data Protection and Carol McKinley confirmed that a full and comprehensive action plan is being put in place ahead of the legislation coming into force.

The paper was noted and agreed.

#### 8.4 Chair Appraisal

Jaki Lowe reported on the circulated paper and thanked everyone for their contribution. Dan Howard said he found it really useful and thanked everyone for their feedback. Matt Mallinder referred to the 'Chair's Summary' that had been produced after the January Board meeting that it had been helpful. The Chair apologised that he had missed April and would provide a summary after future meetings.

Jaki Lowe confirmed it was now time for Trustee appraisals and that she would be arranging individual appraisals to be carried out by her and the Chair. Trustees departing at the end of the year would have exit interviews arranged.

***Action Point 3: The Chair to produce a summary of bullet points for the website within 10 days after every meeting.***

***Action Point 4: Jaki Lowe to arrange Trustee appraisals and exit interviews.***

#### 8.5 Finance and Performance Committee

Janet Atherton explained the Committee had met twice and the Minutes of the last meeting were circulated with these papers. She confirmed that she now has a better understanding of the budgets and re-forecast. At the last meeting there were in depth discussions around Membership and Cycling Development. She highlighted the risk of the amount of staff being supported by project management fees and felt we needed to be looking more at the pipeline of income.

The Minutes were noted.

##### a) Membership Report

Carol McKinley advised that this paper was included as the Finance and Performance Committee thought it was a good paper as it was easy to understand and would help when membership subscriptions are discussed.

The paper was noted.

#### 8.6 Remuneration Committee

Welna Bowden confirmed the first Committee meeting was held on the 21/6/17 and referred to the circulated Minutes. She advised that the Committee members had spent a lot of time on these papers and hoped that their recommended changes to the papers below are approved.

##### a) Updated Terms of Reference.

Approved.

##### b) Updated Remuneration and Rewards Strategy.

Approved.

### 9. Campaigns Objectives – Awayday feedback

Duncan Dollimore reported on the recent Campaigns 'Awayday' where the team set out the campaigns strategy framework priorities for the next 12 months. It was agreed, the paper will be presented to the Trustees at the October Board meeting.

Duncan Dollimore reported that the barriers to cycling and overcoming them is about getting a clearer message across. We sometimes miss getting the essence of the campaigns out, and we don't always convey the right message. We need to engage more with our members with the campaigns that we run. Every campaign we run, we should be able to say in 5 seconds what it is

about. Sometimes we talk about issues that are not directly linked to cycling, we need to say why it is a cycling campaign and need to always start with cycling. It is a change in emphasis that is needed going forward. The Chair and the Board thanked Duncan for his deep dive session.

***Action Point 5: Duncan Dollimore to bring the Campaigns Strategy back to the October Board meeting.***

## **10. Financial – (Confidential)**

### **10.1 Budgets 2017/18**

Paul Tuohy informed the Board that the Welsh post has been added into the staffing budget. It was noted that less than 1% of the budget is spent on staff development which will be looked at in the future.

The budget was approved.

### **10.2 Re-forecast Budgets 2016/17**

After further discussions the paper was approved.

***Action Point 6: Diane Kelway-Bamber to change the word Councillor to Board on all papers.***

### **10.3 Management Accounts**

This paper was noted and approved.

## **11. Marketing Plan update – (Confidential)**

Matt Mallinder said we are maintaining a plateau but are still failing to engage with the trade press and we need to do more to educate them and do more on social media.

Following a recent survey our advertising company have come up with 5 personas and the intelligence show we are making good inroad on recruitment in 3 areas out of the 5. It is the young families and young people that we need to work harder on.

***Action Point 7: As well as reporting on the Marketing Plan there will also be a report on the persona project at the October Board meeting.***

## **12. Off Road Campaign Business Case reporting**

Matt Mallinder advised that the KPI's data needed refining. However the team has made really good progress and have managed to get 200 miles of trails open to the public over the past few months.

After a brief discussion the Board noted the progress and agreed to year 2 funding.

## **13. Members' Personal Injury Legal Cover T&C's update'**

Referring to his paper circulated Matt Mallinder highlighted the options. Shivaji Shiva said that section 36 of the insurance offer is that if they lose the case then Cycling UK have to pick up the costs. He felt that the lawyers should advise us if the case is weak and that we may be liable for the costs. The lawyers should give clear advice indicating the pros and cons.

Shivaji Shiva asked if everyone understands the 2 options in the paper and gave an explanation on each. The Board felt there was not enough information in the paper to make a decision at this stage. It was agreed Matt Mallinder should speak with Shivaji Shiva to have a joint approach and report back to the Board. It was noted that although no decision had been made today the level of risk was acceptable for the next quarter.

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***Action Point 8: Matt Mallinder and Shivaji Shiva to produce an ‘easy to understand’ paper with clear options for the October Board meeting.***

#### **14. Staff Survey Report – (Confidential)**

Paul Tuohy introduced this excellent piece of work. He confirmed the survey would be circulated to all staff and that the SMT would be looking at the recommendations.

Dan Howard said he welcomed the report and there were a number of very strong areas and the recommendations looked useful. Dan queried whether an action plan would be developed to address any of the identified weaknesses which would make Cycling UK a better place to work. He suggested actions should be linked to the Business Plan.

Rachel Kirkwood applauded that this piece of work had been carried out, it is extremely important and useful and should be repeated if not next year then the following year so data can be collected for comparison.

***Action Point 9: SMT to produce a time frame against the recommendations in the survey and report back to the January 2018 Board meeting.***

#### **15. Equality and Diversity – (Confidential)**

Paul Tuohy introduced the circulated paper and after a general debate the following changes to the paper were agreed.

- Change the title for Equality and Diversity to Inclusion.
- Page 10 – Item 5 – Goal – delete the words ..... at least 80,000.
- Page 10 – 5.4 – take out some words so it reads – Cycling UK demonstrates cycling is a solution to issues related to inequality.
- Page 11 – 6.5 – Re-word to – The governing document, Board papers and other relevant communications are succinct and written in plain English.

Welna Bowden highlighted that we are behind on the time scales already so dates need to be amended. It was suggested the Welna Bowden and Ian Wescombe should be on the panel and that there should be an external peer and possibly a member as part of the process.

***Action Point 10: It was agreed that if Trustees had any further comments they should email them to Carol McKinley/Sue Cherry.***

#### **16. Awards and Recruitment Committee**

##### **Recommendations to the Board:**

- Propose President – Jon Snow
- Propose Vice Presidents – Josie Dew and Lord Tony Berkley
- Propose Financial Advisor to the Board – Simon Connell
- Propose Honorary Consulting Solicitor – Shivaji Shiva

There was a general discussion and it was agreed to discuss the issue of a new President at the next Awards and Recruitment Committee meeting on the 14/9/17. If anyone had any ideas please email Welna Bowden. The above recommendations were agreed and approved.

***Action Point 11: Awards and Recruitment Committee to come up with a strategy to attract new people and give an update at the October Board meeting.***

## 17. Celebrating Legacy

After recently attending the annual Meriden event it inspired Jaki Lowe to support more events. Cycling UK support many events that happen across the UK annually but feels we should be doing more. She suggested producing a package of support for 'Legacy' events. These events should be celebratory with media/financial support like we do for the Meriden event.

Matt Mallinder felt this is a good idea but there is a long shopping list as there are many annual events organised by our members. He agreed that we have failed to invest in new events and competitions and we should be prepared to make some difficult decisions. We should have a scoping paper to be able to make the right decisions.

Jim Brown said that the biggest celebration should be Birthday Rides which should be celebrated on the actual day the 5<sup>th</sup> August and should be our principal event.

***Action Point 12: Matt Mallinder to produce a Scoping paper to be presented to the April 2018 Board meeting.***

## 18. Any other Business

No any other business recorded.

## 19. Calendar

Carol McKinley drew attention to the circulated calendar and asked the Board to check and confirm that they can make the Committee meeting dates scheduled, as this year has been really difficult trying arrange and re-arrange meetings.

***Action Point 13: All Board members to advise Carol McKinley/Sue Cherry if they cannot make the scheduled Committee meeting dates.***

## 20. Dates for 2017 Board meetings:

The Board are invited to note the dates for the 2017 Board meeting and Members Conference.

Saturday 7<sup>th</sup> October – Members Conference

Saturday 21<sup>st</sup> October

These dates were noted.

## Summing up by Jaki Lowe:-

- Reminder that the debates can get a bit like a baton change we need to discipline ourselves and go through the Chair.
- CEO report – please feedback to Jaki Lowe about the requested content for the report.
- Business Plan – add the matrix to report quarterly as per discussions at the Awayday.
- Structure is ultimately about assurance that the capacity is able to deliver the corporate support.
- Reminder to Trustees to contact Dan Howard or Jaki Lowe to schedule in appraisals.
- Acknowledgment that the Committee reports are improving.

Cycling UK Board of Trustees meeting

Minutes from the meeting held at 10.30am on Saturday 22<sup>nd</sup> July, 2017 at the Friends Meeting House, 173 Euston Road, London NW1 2BJ – Tel No: 020 7663 1100

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- This has been a very positive meeting with strategic discussions and good decisions made.
- Summary from the Chair of the meeting for the website to be provided.

Jonathan Naughton left the meeting at 2.30pm

Paul Tuohy left the meeting at 2.50pm

The meeting closed at 3.32pm