

Present:

**Council Members**

Jim Brown	Julian James
Martin Cockersole	Ian McCabe
Stephen Coe	Jonathan Naughton
David Cox (Chair)	Gwenda Owen
Barry Flood	Shivaji Shiva
Kristian Gregory	Ian Wescombe
Dan Howard	

**HQ Staff**

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

## **Ordinary Business:**

### **1. Chair's Communications**

David Cox welcomed everyone to the meeting and gave congratulations to Dan Howard – Vice Chair for the birth of his baby daughter and to David Murray – Communications and Campaigns Manager for the birth of his baby son. He also advised that Tejesh Mistry – Head of Development left Cycling UK as he is relocating to Scotland. The Board thanked him for his hard work and wished him well for the future.

- **Governance update**

David Cox confirmed the requests had gone out to the Board for the setting up of the Nominations Committee and he had received three expressions of interest – Dan Howard, Welna Bowden and Jaki Lowe. Since then, for personal reasons, Jaki Lowe has said that she is unable to commit the time at present. Therefore the committee will be Dan Howard to Chair for continuity, Welna Bowden and David Cox. The Board were then asked for their approval which was agreed.

### **2. Apologies for Absence**

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

### **3. Declarations of 'Conflicts of Interest'**

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

### **4. Notification of 'Any Other Business'**

Jim Brown asked where the reports/papers from Holidays and Tours go in future. Barry Flood confirmed that they would now go to the new Finance and Performance Committee.

### **5. Minutes of the previous meeting held on Friday 6<sup>th</sup> May, 2016**

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

Item 19 – Member's Conference planning.

Since the 6<sup>th</sup> May, 2016 Board meeting the date of the Conference has been changed from the 1<sup>st</sup> October to Saturday 8<sup>th</sup> October, 2016.

#### 5.1 Action Points from the previous meeting.

Jonathan Naughton asked that the Business Plan be costed before it is approved. He didn't think this should be two separate items, he asked for a separate costing column be added to the document and not done after the budget had been approved. Barry Flood confirmed this would be covered at Item 9 – Business plan.

David Cox confirmed that procedures about 'Confidential' items, publication of agendas and minutes etc. would be reviewed as an item for discussion by the Governance working group in the future.

Jim Brown highlighted that the 'Tourist Competition' results were not on the website, the link is broken. It was confirmed this would be looked into.

#### 6. Minutes of the Extra Ordinary Meeting held on Saturday 4<sup>th</sup> June, 2016

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

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

No matters arising were noted.

#### The following Agenda items are for discussion and/or decisions:-

##### Reports:

#### 8. Chief Executive's Report

Paul Tuohy introduced his circulated report. He highlighted the two major issues in the paper are how we are approaching new member business as Cycling UK, how we are going to recruit them, why they should join and how we retain them. Work is being carried out on new marketing initiatives to make Cycling UK a truly nations led movement. The other issue is how Cycling UK is financially reliant on government led projects; we need to widen our income generation base. We need to start to mainstream charity fundraising which is why we need a corporate partnership manager, there are lots of opportunities out there but we just don't have the human resource to grab these opportunities and turn them into money. We are also looking at how our teams operate to implement the Business Plan. We had an encouraging meeting with Sport England who liked some of the projects we are involved in. He then opened the floor to questions.

Jonathan Naughton asked if the BBR2 £500k contract had a separate P&L and is not core business but ring fenced as we need to be careful how this is tracked. Carol McKinley explained that each project has a separate financial sheet against the spend which is reported and scrutinised by Operations Committee and shows a complete audit trail. Paul Tuohy mentioned that DfT used us as a good example for how finance is measured which helped with the BBR in Scotland bid.

Jim Brown asked what impact the Brexit has had on funding streams and campaigns and we may need to think about advising members on travel to North/South Ireland. Paul Tuohy felt it was difficult to speculate as nobody knows yet but as small charity we would be able to react quickly. He asked if there are issues we should be aware of let him know and we can bring this back to the October meeting. It was agreed the action point from the last Operations Committee meeting discussed be moved to the October Board meeting.

***Action Point 1: Paul Tuohy to cover the outcome of the referendum in his report to the Board in October.***

Matt Mallinder highlighted to the Board that the Gift Aid collection initiatives had started and confirmed that not only can we claim Gift Aid going forward but can also go back to when we first became a charity. Currently we have collected Gift Aid declarations from 17% of Membership which is worth £230K. Ian Wescombe asked what percentage of new joiner and/or renewals are gift aiding? Matt Mallinder said that we are still compiling reports but that he expected circa 60% of new joiners/renewers to sign up for Gift Aid. Barry Flood was surprised it was as few as 60%. Martin Cockersole said the some members will have to declare on tax returns and will need to know what amount it use. Barry Flood suggested it should be the full amount and asked Carol McKinley to check and confirm back. Stephen Coe asked what happens when you take up the 5 years for 4. Carol McKinley confirmed gift aid is taken from the amount paid not taken annually.

***Action point 2: Carol McKinley to check tax claim amount for Gift Aid purposes.***

Matt Mallinder discussed the many ways that we are collecting declarations – paper, electronically and via the telephone in conversation with members. Jonathon Naughton said he was opposed to ‘cold calling’ as he finds this intrusive and unpleasant to which Barry Flood also agreed. Matt Mallinder gave reassurance that this is not traditional cold calling of charity leads but confirmed that we are only phoning members who have given us their permission to contact them and that it is our in-house membership team, with whom members regularly speak to, who ask the gift aid question.

Jim Brown said he felt nervous that membership is under 66,000 which is back to where we were in 2010, he hoped we’ve got this right and by October there is an improvement in numbers.

Paul Tuohy confirmed that Ian Richardson had been promoted to Director of Cycling responsible for Cycling Development. Gwenda Owen noted that Ian Richardson did have responsibility for Wales, Northern Ireland and Scotland but she felt that nothing had been done recently in Wales. She asked whether he would be taking this into account when he builds his Cycling Development team across the UK. Paul Tuohy said not at the moment as we need to look at a better way forward across the four nations. Gwenda Owen said she had been saying this for 8 years unless we invest we will never have the money, we are not learning from our mistakes. Barry Flood agreed saying he thought an enormous amount of central resource has gone into London and is disproportionate across the rest of the UK. Paul Tuohy confirmed that he needs to sit down with his new Director and map out where the money is and for him to present to the Board in October. Barry Flood said he would want to see a specific allocation of resources that can be measured.

***Action point 3: Ian Richardson to present Cycling Development UK strategy at the October Board meeting.***

## **9. Business Plan Update**

Jonathan Naughton asked if an extra ‘costings’ column be added to the business plan so he could see a costing against each objective. Barry Flood suggested that he and Jonathan Naughton visit National Office to look at how the work behind the budgets on projects is achieved.

***Action Point 4: Barry Flood to arrange a visit to National Office with Jonathan Naughton.***

### **a) Marketing Plan**

Matt Mallinder introduced his paper saying he had held back on membership recruitment due to the rebrand, now this is completed we are ready to press ahead. He presented the breadth of activity planned and illustrated the various retention, advertising, prospecting and partnership channels to be employed. The additional funding requested is over a period of 16 months to aim to reach the 71,000 member target. The advertising activity will be closely monitored and based on which channels are most successful can be

stopped or redeployed if needed. The question was asked – when are we likely to see a return and Matt Mallinder confirmed that he expected to see a growth in membership by Christmas 2016. It was agreed to review the membership growth in December, if growth is seen spending can continue if not there will have to be a review. With that stipulation the additional Marketing budget was approved by the Board.

**Action Point 5: Matt Mallinder to produce a Marketing review of the plan for the January Board.**

b) Communications Strategy

Matt Mallinder referred to the paper circulated and after a short discussion this paper was noted and approved by the Board.

c) Campaigns Strategy

Matt Mallinder referred to the circulated paper and highlighted three major campaigns they are working on – Space for Cycling, Road Justice and Off-road access:

Space for Cycling (S4C):

Matt Mallinder outlined that previous S4C campaign activity had been originally linked to metropolitan elections and local authority elections – this meant that previously not all the country had a space of cycling activity going on. The plan going forward is to widen the scope of the campaign and utilise tools such as the ‘Fill that Hole’ fault reporting tool that is relevant to all cyclists across the UK. By having a broad entry point to the campaign we can engage and broaden out the tool to cover other issues, linking people who use the ‘Fill that Hole’ with local campaigners so they could influence change and meanwhile increase membership members. Matt Mallinder highlighted that he is in discussion about investment from the Department for Transport to create a Cycling UK toolkit which marries together the best campaigning technologies including ‘Fill the Hole’, Propensity to Cycle and Cyclescape.

Roger Geffen said that it wasn't clear which parts of England would be holding elections next May for Metro-Mayors to lead their proposed new Combined Authorities (which are increasingly for the focus of the Government's devolution agenda, rather than Local Enterprise partnerships). This made it hard to know how much attention would be given the English cities and the other parts of the UK.

Off-road access:

Matt Mallinder illustrated that the S4C and Road Justice campaigns are largely urban and relate to on-road cyclists and rightly focus on safety issues and barriers to cycling. He highlighted that there is a real opportunity at the moment to prove Cycling UK's credentials to the wider off road users (MTBers, families and touring cyclists), with a positive campaign that would address that only 20% of Rights of Way in England, Northern Ireland and Wales are accessible. The opportunity is that in the UK 1,000s of miles ROW are on the 5000 sqm of land owned by the Crown Estate, National Trust, MOD, Forestry Commission and National Parks. There is real movement from these landowners to accommodate cyclists. He mentioned that the team with limited resources had made good inroads with the Trails for Wales campaign and had started to establish itself and the cyclists champion by supporting the Open MTB group. Having seen Cycling UK's work this is now territory that other competition are trying to get into.

Matt Mallinder gave a presentation and the following points were raised:-

- It would be useful not to use the term Devolution for both English regions and four nations where they have separate laws.
- Can the DfT funding be used across the border into Wales? Roger Geffen said that reporting toolkit functionality will work UK wide. However the associated briefing materials would need to reflect the different political contexts in different parts of the UK
- Regarding the proposal for an off-road campaign. Questions were asked regarding the targets and outcomes for the project and how the success would be measured. It was suggested this project should run for a few months to see if it works or bring in a consultant to do a feasibility study. It was felt the proposal lacked information about what benefits Cycling UK itself would gain from the proposed investment in terms of increased membership. Matt Mallinder advised that we don't have the staff resource to do the scoping exercise properly. We recognise the opportunity but unsure on timescales but, the opportunity is out there now. The Chair summed up by saying a much more coherent business plan was needed, showing outcomes and impact. We have asked for a year's funding by delaying this request there may be a missed opportunity.

**Action Point 6: Matt Mallinder to present a full Business Plan on the Off-road campaign funding request for approval at the October Board Meeting.**

Jonathan Naughton left the meeting at 1.30pm.

David Cox proposed the meeting move onto item 10 and discuss the Budgets first.

d) Nations Paper

Roger Geffen spoke on his paper and the Board felt the paper did not address the original question which was – what is Cycling UK doing to capture the difference between the nations and their law and policy making process. It was felt this paper went into far too much detail, it is a development plan not a four Nations strategy addressing i.e. when commissioning work how will it work across the UK, how will it work with Welsh or Scottish law etc. Gwenda Owen offered to send over some information and it was agreed Paul Tuohy would work with Gwenda Owen and Barry Flood to produce a paper, on the four nations to underpin the strategy.

**Action Point 7: Paul Tuohy to submit a paper on the four nations to the Board in October 2016.**

## 10. Budgets 2016/17

Carol Mckinley referred to the circulated paper highlighting that each manager had worked closely with the Finance Manager and the narrative gives a break down on each project. This budget was endorsed at the last Operations Committee. A general debate followed, including the point that the budget was based on a growth in members and ECF had not been budgeted for, and the Board approved this Budget.

- Additional items for funding.

David Cox advised the Board that there is one outstanding issue to be discussed – extra funding for the London office. As this issue had not been discussed fully and it was felt that there was not a full business case at this time, he suggested that a small task and finish group be set up to discuss this in further detail. It was agreed the group would be Barry Flood, Jonathan Naughton Stephen Coe and Gwenda Owen and for them to report their recommendations to the October meeting.

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***Action Point 8: Task Group on the London Office to report their findings back to the October Board meeting.***

## **11. ECF Membership**

Paul Tuohy reported that it was unfortunate that we had been unable to send a representative to the ECF AGM. Their fee has not been budgeted for at the current rate however, we do want to continue to work in partnership with ECF. He confirmed he had agreed to go to Brussels with Barry Flood to try and find a compromise solution for everyone. It was suggested that either David Cox or Dan Howard should go also.

***Action Point 9: Barry Flood to arrange an ECF visit to Brussels with Paul Tuohy, David Cox or Dan Howard and report back to the October meeting.***

## **12. Awards and Recruitment Committee**

### **Recommendations to the Board**

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

Barry Flood confirmed Simon Connell had suggested that he would not oppose a search for a replacement for him as he can no longer give the time needed for Cycling UK due to work and family commitments.

## **The following Agenda items are for note:-**

### **13. Operations Committee – 29<sup>th</sup> June, 2016**

The Minutes were noted.

### **14. Strategy and Policy Committee – 4<sup>th</sup> June, 2016**

The Minutes were noted

### **15. Members Conference update**

The Board were advised that there had been a date change for the Conference from the 1<sup>st</sup> October to the 8<sup>th</sup> October, 2016.

### **16. Any other Business**

### **17. Dates for 2016 Board meetings:**

The Board are invited to note the date for the next Board meeting and the Annual Conference.

Saturday 8<sup>th</sup> October – Annual Conference (changed from the 1<sup>st</sup> October)

Saturday 22<sup>nd</sup> October Board meeting

The meeting closed at 2.56