

Present:

**Council Members**

Richard Bates  
Philip Benstead  
Welna Bowden  
Jim Brown  
Martin Cockersole  
Stephen Coe  
Simon Connell  
David Cox (Chair)  
Roger Crosskey

Barry Flood  
Janet Gregory  
Dan Howard  
Julian James  
Jaki Lowe  
Gwenda Owen  
Graham Smith  
Arthur Spurr

**HQ Staff**

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

**Ordinary Business:**

**1 Chair's Communications**

David Cox welcomed everyone to the last full meeting of the year. He hoped the format change of the Agenda and papers would meet the requirements of the Board.

**2 Apologies for Absence**

Apologies for absence were received from Jon Snow, Shivaji Shiva, Chris Oliver and Colin Brown.

**3 Declarations of 'Conflicts of Interest'**

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

**4 Minutes of the previous meeting held on Saturday 19<sup>th</sup> July, 2014**

Item 15      Action Point 5 should be Action Point 3

With the above amendment the Minutes were agreed as a correct record of the meeting.

4.1 Action Points from the previous meeting

Martin Cockersole drew attention to Action point 1 – saying the Plan B had been parked for now and this issue had not been resolved. Paul Tuohy responded by saying he felt we could manage without one.

Action Point 3 was questioned. Carol McKinley confirmed this item went to the recent Strategy and Policy Committee meeting. She advised that Julie Rand would be attending a training course on 'Safeguarding'. She will then look at our procedures and produce abbreviated guideline if necessary.

**5 Notification of Any Other Business**

Phillip Benstead asked if meeting attendance could be taken under Item 21 – agreed.

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

Arthur Spurr highlighted Item 7 from the Minutes of (19/7/14) – Cycle Nations – commenting that CTC should have a policy for staff taking directorships with other organisations.

## **Reports:**

### **7 Chief Executive's Report**

Paul Tuohy hoped the Board liked the new format of his report which highlights the current activities across CTC and gives clarity to issues his Directors are working towards. He commented he is very proud of the Staff he has inherited. We are beginning to work on the new Strategy where top line objectives will evolve as time goes on but it is important to get the new plan up and running without delay as it will help Staff see the way forward.

It has become very clear, over the past 10 weeks in post, talking to external Stakeholders that they don't understand what we stand for, who CTC are or what we are trying to achieve. However, DfT do seem to look to CTC for guidance on cycling issues despite our communication weakness. The new strategic plan will rectify this issue.

A lot of time has spent over the past weeks on the Cycling Delivery Plan which is the biggest way to influence cycling. We are asking for £10 per head to be given to cycling from the Road and Rail funds. There has been lots of Press coverage on this issue and our influence is important. We have been told by Whitehall not to criticise Government in our responses to some of the issues in the press. However, we feel we would be failing in our charitable role if we did not constructively criticise. There is a planned budget announcement on the 27/11/14. In the meantime, we have been advised to ask for a meeting with the Minister of State to discuss the plan further. A meeting has also been held with the CEO of Sustrans who is keen to be involved with CTC working together on future strategies to avoid duplication.

Martin Cockersole agreed there had been terrific Press and communications on this issue and congratulations must be given to Paul, Roger, Robbie and Sam for their work – keep it up. On the branding issue he said we have been through a tough period which mustn't be repeated and we shouldn't prejudge the outcome. Arthur Spurr agreed with Martin and advised against rushing the rebrand and defining what process we are in.

Gwenda Owen felt the Press had been brilliant but there is no impact in Wales. This is only English money, we need to see how things translate to Wales, we need to think strategically about how we work nationally. Paul responded saying there is limited resources and this would be looked at in the planning process.

***Action Point 1: Paul to send the figures/numbers he quoted so they could be used by Councillors at the AGM's they are attending.***

Moving onto the Directors reports which are for noting:

Carol McKinley confirmed to date HMRC had not responded to our most recent letter but they could possibly be taking a closer look. We may consider joining up with other charities like LCC to take additional advice. Barry felt it may be worth considering employing a Tax Lawyer.

Matt Mallinder referred to his paper highlighting he was really proud to be involved with Bike Week again.

Cycling Development papers – Roger Crosskey comment that he was disappointed that no disabled people were employed on the Inclusive Cycling Project.

## 8 Governance

Martin Cockersole advised that the circulated brief is a draft and it needs to be sharpened up and we need to talk about the process for consultant selection. Barry commented on what is so different to the CASS report we already have. Martin confirmed the CASS report was done 5 years ago and things have moved on. After some further debate about democracy Martin referred to the draft brief and said he felt this had been captured. He suggested a small working group be formed to look at the 'Terms of Reference' and how to manage the process. Following more debate the issue of appointing a Consultant was put to a vote.

Council were asked to vote on the following motion:-

That a specialist advisor be engaged as set out in the report and on the basis of the attached brief.

Proposed: Dan Howard

Seconded: Stephen Coe

Voting: - In favour = 13 Against = None Abstentions = 2 **Agreed**

It was agreed that a small working group be formed to help set the brief and the process, this would consist of: - Martin Cockersole, Dan Howard and Jaki Lowe.

## 9 AGM

Carol McKinley referred Council to the paper circulated, highlighting the recommendation as an interim measure, while the review of strategy and Governance is being carried out. That next year's AGM and awards presentation be held within the normal cycle of business and a volunteer conference be held later in the year. In line with point (3) it was suggested that we look at a 'Staff Award' also.

Council were asked to vote on the following motions:-

- 1) That the AGM is held on the same day as the July Council, with the suggested timetable.
- 2) That a volunteer conference is held later in the year.
- 3) That we review how we award our volunteers in the future.

Proposed: Barry Flood

Seconded: Jaki Lowe

Voting:- (1) In favour = 9 Against = 4 Abstentions = 1 Agreed  
(2) In favour = 13 Against = None Abstentions = 1 Agreed  
(3) In favour = 12 Against = None Abstentions = 1 Agreed

David Cox gave special thanks to Sue Cherry who has successfully organised the AGM's and National Dinners since 2001.

## 10 Cycle Nation

Paul Tuohy confirmed that to date a meeting had not been held. Once this has happened he would report back.

### **11 ECF Membership**

Paul Tuohy advised Council that he attended a ECF meeting in Berlin last week. At the meeting he explained why CTC were unhappy with the current cost structure. Following a general debate ECF have agreed to re-look at their pricing structure.

Barry Flood attended a recent Board meeting (held after Paul's meeting) and said Paul had made an immediate impact on the Board by voicing his concerns as they have agreed to make the Membership Fee structure an Agenda item for their next Board meeting. It was agreed to pay the outstanding balance for 2014.

Council were asked to vote on the following motion:-

To cease any further payments of ECF membership subject to negotiation of new terms.

Proposed: Phillip Benstead

Seconded: Roger Crosskey

Voting: In favour = 14

Against = None

Abstentions = 1

**Agreed**

### **12 Holidays and Tours**

CTC Cycling Holidays and Tours Ltd – Directors to be appointed for 1 year from 1<sup>st</sup> January, 2015.

Proposed names: Jim Maynard – Travel Industry expert, Sheila Simpson – Tour Leader, Pam Pilbeam – Tour Leader, Peter Mathison ex- Councillor, Lyndon Bracewell – Tour Leader, Julian James – CTC Councillor, Philip Benstead – CTC Councillor, Paul Tuohy – Company Secretary.

**Agreed**

### **13 ECF**

Barry Flood confirmed he had nothing further to add.

### **14 Councillors Awayday**

David Cox confirmed the 22/1/15 is the agreed date and that it would cover Strategy and Governance, there would be a key note speaker, a proper briefing and there would be homework!

### **15 Executive Committee**

Papers were noted.

### **16 Operations Committee**

16.1 Meeting held on 17<sup>th</sup> September, 2014

Martin Cockersole returned to previously mentioned Plan B and the budget issue and questioned how much can we draw from reserves. He confirmed that the 'Reserves Policy' is being reviewed by the Auditors as part of the audit process. With regard to the Plan B Paul Tuohy said it was a red herring and the budget issue should be

achieved through a fundraising plan and target. As we win contacts we should have a strategy to make budgets, deliver the project and make a profit.

16.1.1 Management Accounts

The papers were noted

## 17 Strategy and Policy Committee

### 17.1 Meeting held on 27<sup>th</sup> September, 2014

No Minutes have been produced to date.

As no Minutes from this meeting have been produced yet Jim Brown advised that the Group and Events Forum had been suspended. He asked what is the future for that group? He also mentioned to Council there had been a problem with the New Forest 'Grid Iron' ride this year where the organising group had not felt supported by National Office. Paul Tuohy confirmed the Forum had been formally stopped and asked Jim to speak with Matt Mallinder our Membership Director so he can explain how Members, Groups and event organisers will be supported in the future.

## 18 Awards and Recruitment Committee

### 18.1 Recommendations for Council – Honorary Posts

Matt Mallinder highlighted a couple of names on the list that should be removed as they are now working or connected to other Cycling organisations.

### 18.2 Volunteer of the Year for 2015

Noted

## 19 Returning Officers Report

David Cox gave thanks Colin Brown and Roger Crosskey for their contribution while on Council and wished them luck in the future as they are standing down. Special thanks must go to Arthur Spurr who was not re-elected in his region. Arthur has been outstanding in his contribution as a Councillor since 2004 and will be missed. At the end of the year John Radford's term as Councillor comes to an end and it was agreed that David should write a letter to John's wife giving CTC continued support.

***Action Point 2: David to write, after the court case, to Mrs Radcliffe giving CTC's continued support for the future.***

## 20 Scotland, Wales, Northern Ireland and English Regions

Gwenda Owen – Wales – Referred to her circulated paper and her CTC Cymru concerns.

## 21 Any other Business

Philip Benstead raised to point that he felt a record should be kept of who attends each meeting. This is actually already done in the minutes of meetings. It was agreed to cover this in the Governance review on how we appraise Councillors.

***Action Point 3: Attendance at meetings to be covered in the Governance review***

## 22 Review of meeting feed-back

All Councillors were encouraged to fill in their forms.

CTC National Council

Minutes for the meeting held at 10.30am on Saturday 18<sup>th</sup> October, 2014 at the Charity Centre, 24 Stephenson Way, London NW1 2DP Tel No: 0207 209 1015

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**23 Dates for 2015 Council meetings:**

Council are invited to note the dates for the 2015 Council meetings and AGM

Saturday 17<sup>th</sup> January

Saturday 18<sup>th</sup> April

Saturday 16<sup>th</sup> May (AGM)

Saturday 18<sup>th</sup> July

Saturday 17<sup>th</sup> October

Please note the above AGM on the 16/5/14 will not take place on that date. There is a possibility of bringing the July meeting forward to June to accommodate the AGM.

The meeting closed at 12.47