

Present:

**Council Members**

Welna Bowden  
Jim Brown  
Martin Cockersole  
Stephen Coe  
Barry Flood  
Dan Howard

Jaki Lowe  
Ian McCabe  
Jonathan Naughton  
Shivaji Shiva  
Ian Wescombe

**HQ Staff**

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

## **Ordinary Business:**

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

#### **Welcome**

Dan Howard, Vice Chair, explained he would be chairing the meeting in the absence of David Cox. He welcomed everyone to the first meeting of Cycling UK and highlighted the importance of this meeting and the AGM in terms of decisions to be made. He reiterated the importance of Trustees and staff to work together as one team with a shared purpose and explained that it was sometimes easy to go off topic and forget our purpose. He thanked everyone for their continued support.

Ahead of the AGM pre-meet, Dan Howard explained that there were a number of Motions that Council have approved and it was assumed that all Councillors, working as one body of Trustees would support these motions.

Jim Brown responded by saying that he felt it would be inconsistent of him vote for your proposals. Dan Howard made the point they are not his but our 'shared proposals'. Jim Brown said the proposals were from a particular view and queried the collective responsibility that the Chair was referring to.

Jonathan Naughton said although there was an alternative view we need to agree what the collective is, whether we are a Board tomorrow or not, we have to resolve this going forward and this is partly why the governance review is needed.

Stephen Coe commented that a number of people voted against Standing Order 6 at the last meeting and now we are being asked to vote for it. Dan Howard advised the majority voted for and the Council therefore have collective responsibility to support that decision. Jonathan Naughton said that as a Board everyone should support the Motions or abstain. Jim Brown responded saying the Motion was defeated as it didn't get the required majority, collective responsibility isn't how we operate.

Shivaji Shiva advised that Standing Orders limit the changes that can be made, however although we did not reach the 75% required to change the Standing Orders, we did pass the resolution.

Welna Bowden suggested that if her vote had been respected on the day the result would have been different. She explained that she gave her vote to the Chair and everyone was clear how she wished to vote and she felt it was disrespectful that her vote was not used.

Dan Howard confirmed that Councillors had to be present in the room to vote. Martin Cockersole stated that the first section was decided on and he found it odd that not everyone supported the whole section, but he could understand why some were unhappy.

Barry Flood felt that even though the vote was lost, the majority had decided in favour. He suggested that it would be appropriate to abstain without being embarrassed. Stephen Coe confirmed he had abstained in the January vote as he suspected the outcome and if Welna Bowden had stayed in the room then would have voted against the motion. He stated that he would abstain tomorrow.

Shivaji Shiva advised that a number of people have suggested they wish to abstain and will not vote against the Motion, it would also be helpful not to speak against the Motion. Jonathan Naughton said Council are proposing that this approach is approved and needs to be understood. Stephen Coe said it is only because the Motion failed that we are asking membership to vote. Dan Howard disagreed with this statement and confirmed that the Motion would have gone to the Membership to vote on whatever the outcome at Council. Paul Tuohy reiterated that Council wanted the mandate from the Membership.

Welna Bowden said with respect to counting her vote the Standing Orders can be overridden if 75% in the room had voted in favour of the change. She felt that the general feeling in the room was disrespectful to her and asked that this be minuted.

## 2. Apologies for Absence

Apologies for absence were received from Jon Snow, Simon Connell, David Cox, Kristian Gregory, Martyn Bolt, Gwenda Owen and Julian James.

## 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'

Carol McKinley confirmed she had one AGM issue to discuss.

## 5. Minutes of the previous meeting held on Saturday 23<sup>rd</sup> January, 2016

Page 8 – Item 4.3.3 – 1 <sup>st</sup> paragraph	Change the word 'disentrancement' to 'disenchantment'
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Other than the amendment in the table above the Minutes were recorded as a true record of the meeting.

Jim Brown commented that in the last Minutes there were some good discussions minuted but the Governance items are marked 'confidential' so Members are not able to know the alternative views. Barry Flood agreed that more guidance on 'confidential' items is needed and suggested this discussion take place at the next Operations Committee.

***Action Point 1: Agenda item for next Operations Committee - Clarity on 'confidential' items in the Minutes for the future.***

Stephen Coe highlighted the fact that we need to look at the distribution of the draft Minutes as he had not seen them from the last meeting. They need to be sent out days after the meeting.

Sue Cherry refuted this statement saying she had sent them out several times to all. Barry Flood confirmed this had happened and Stephen Coe apologised.

Jonathan Naughton felt a full review of resources at National Office should take place as they seem grossly under resourced. The core business needs to be resourced so papers are right before being issued. The Minutes should be issued for the Chair to sign off and then circulated, the layers of authority need to be understood and adhered to.

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

The Actions points were noted.

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

None reported

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

##### **Reports:**

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

Carol McKinley apologised for the error in her report.

Paul Tuohy referred to his circulated paper and commented that massive changes had taken place over the last quarter. The rebrand was a monumental step forward for the organisation and thanks must go to Matt Mallinder and his team for implementing the changes on the launch day – 5<sup>th</sup> April 2016.

We have a good impact report to show at AGM, we have received £500k from Dft for a BBR 2 across England. Recently he had a meeting in Scotland with the Dft equivalent who looked at the evidence based on the first BBR and were very impressed. We will hear within 2/3 weeks' time if any funding is forthcoming.

Barry Flood liked the Business Plan and asked that the proposal for a central London Office be discussed further at the next Operation Committee. Paul Tuohy said there is a strong Business Case for this under the Strategy but we need a budget against it. It is important to have a guiding document to monitor delivery and keep us focused.

***Action Point 2: Agenda item for the next Operations Committee –Paul Tuohy to bring a costed business case for a Central London office***

Paul Tuohy then opened the floor to questions:

Martin Cockersole felt Paul's excitement comes over well in his report and reiterated the amount of work that is going on at National Office. He questioned the amount of staff resources and said it is no good having objectives if you haven't got the staff to deliver them. He also welcomed the fact that Jon Snow was taking more of an interest.

The rebrand was then discussed. Shivaji Shiva confirmed that the Poll will be in the next issue of 'Cycle' and Members will have their vote. After further discussion it was agreed that in the next issue of 'Cycle' the caller of the Poll will have 200 words to state their case and Council will have 200 words.

Matt Mallinder confirmed the launch of 'Gift Aid' would be in the next issue of 'Cycle' explaining what it means to us and what members need to do.

## **8. Draft Business Plan**

Referring to the circulated document Paul Tuohy explained this document sits below the strategy, it has the same strategic headings and is tabled to roll on for 15 months, items can be added along the way. In essence the plan provides accountability, finance and reporting.

The Business Plan was welcomed by all Councillors and were encouraged by seeing set targets.

It was commented that there has been some extraordinary work completed over the past three months at National office. In response to a question on how the finance department operate Barry Flood replied that we have expert staff who run everything. Martin Cockersole commented that this is critical to the Governance role, there has been meddling in the past, but in future we need to do governance properly and Govern not manage.

In response to a question from Dan Howard Paul Tuohy confirmed there would KPI's on membership income when the budget was complete.

Ian Wescombe said he was pleased to see this Business Plan and asked if we have considered getting an accreditation like ISO 9000. Carol McKinley responded saying under the equalities work we are looking at the PQASSO quality mark, which is run by NCVO, as it is more appropriate to Cycling UK.

Stephen Coe felt the Membership figures were ambitious and asked they be written into the complete budget that comes to the July Council meeting. He also highlighted 4.8 of the Business plan – Brand discipline and felt this should be applied with rigour.

Jonathan Naughton agreed this is a good start, rebuilding benefits and giving a complete overhaul is a good thing, but the core business still needs a review on resources.

Dan Howard summed up and said that for the June Operations Committee there will be a draft budget for 2016/17 which will be done in conjunction with the Business Plan. The July Council meeting will approve the budget element. The Business Plan was received and noted with thanks.

The Business Plan proposal and objectives contained in the document were approved by Council in principal and once the budget has been put against the plan, it will be fully approved.

***Action Point 3: The Business Plan with full budget costings to come to July Council.***

## **9. Brand Rollout update**

Matt Mallinder reported that the Brand being leaked had damaged the roll out with respect to the timeframe. The team all worked to a deadline plan of the 5<sup>th</sup> April, 2016 and all went well on the day. There has been some resistance from some Groups but others are taking up the new brand and the marketing material available to them. All feedback either positive or negative received an individual response from staff. Campaign groups gave a really positive response. Jonathan Naughton gave congratulations, on behalf of all Council, to Matt Mallinder and the whole team in making the new brand such a success.

With respect to some complaints received, Barry Flood said being courteous to members is very important and said he hopes we are taking steps to ensure that mistakes do not happen again. Matt Mallinder assured Council that appropriate action was taken.

Jaki Lowe joined the meeting at 4.50.

## **10. Governance Update**

Martin Cockersole said the result is not yet known, however there is lots of follow-up work to do if the vote is won. An Extra Ordinary Meeting has been scheduled for 4<sup>th</sup> June, 2016. Shivaji Shiva confirmed a meeting had taken place with him, Carol McKinley and Sue Cherry to discuss the transition plan. There are a number of steps that need to be taken, the Nominations Committee needs to be up and running as soon as possible as there is a recruitment time frame to be adhered to. Draft papers will be ready for the June meeting for approval.

## **11. Equality and Diversity**

In David Cox's absence Welna Bowden spoke on her counter proposal to David's. Her paper stems from the work that she had done in the past at LGA, it is a good well known programme. It involves having a 'Lead Peer' who would carry out a self-assessment and then follow up with tele conference calls with office staff/members and Councillors. Then come back with recommendations and areas of concern.

Ian Wescombe felt a 'Peer' review is much more valuable than having a consultant and we could look for someone who would allow reciprocal work. We want to look at what we are doing to encourage a diverse range of cycling across the UK and we need to demonstrate a broad demographic.

Paul Tuohy mentioned that BBR has an evaluation framework that could provide useful data. He asked if Welna Bowden and Ian Wescombe would lead on this.

It was commented that this model is incredibly useful and can be very challenging. It needs to be done thoroughly and properly and we should not be restricted by a short time frame.

Shivaji Shiva was pleased to see this important topic moving forward and he is sure there would be other charities that would support this. He confirmed he would be happy to help with the work.

Summing up Dan Howard thanked Welna for her paper and confirmed Council approved this work and this should now go forward led by Welna Bowden and Ian Wescombe.

***Action point 4: Welna Bowden and Ian Wescombe to lead on the equalities work as proposed by Welna and to report back to January 2017 meeting***

## **Resolutions:**

### **12. CTC Charitable Trust – Annual General Meeting**

Noted and agreed.

### **13. Cyclists' Defence Fund – Annual General Meeting**

Noted and agreed.

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

### **14. Executive Committee – 17<sup>th</sup> February 2016**

Noted and agreed.

### **15. Operations Committee – 16<sup>th</sup> March, 2016**

Barry Flood asked that page 4 Item 8 be covered in the Governance report. The Minutes were noted and agreed.

### **16. Strategy and Policy Committee – 12<sup>th</sup> March, 2016**

Noted and agreed.

### **17. Awards and Recruitment Committee – 28<sup>th</sup> April, 2016**

Welna Bowden gave a brief update from a recent meeting.

Volunteer of the Year – Will be awarded at the Member's Conference in October.

Long Services Awards – Looking at updating to Badges, Bike Stickers and Tee shirts more relevant to this day and age. Giving away at more frequent interval and earlier recognition.

Media Awards – new idea making this public awards, big opportunity at the London Cycle show in February 2017.

Patrons Lunch – Being our Patron we have been invited to celebrate the Queen's 90<sup>th</sup> Birthday 'Picnic on the Mall'. Cycling UK's table will be chaired by David Cox and our guests are a Bristol Group, Campaigner Roy Spilsbury, a mother and child from a Community Group, and four individual members picked from a prize draw.

Tourist Competition – To be awarded at the Members' Conference. This will be revamped in 2017.

Ambassadors – using a wider range of people but is work in progress.

### **18. Policy Resolutions**

Carol McKinley reported that the initial work is now complete and there are two documents being presented today. The Articles of Association are not required to be reviewed annually. Standing Orders will be updated annually at the January meeting.

***Action Point 5: Once the outcome of the governance review is known this piece of work will be revisited and brought in line with the new structure.***

### **19. Member's Conference planning**

Matt Mallinder informed Council that a short meeting had taken place at National Office with key Staff and a Member's Conference will take place in Manchester on Saturday 1<sup>st</sup> October. It is planned to have an inspirational cyclist speaking and the sessions will be shorter. It is in the early stages of development and there will be further details to follow.

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

No updates were submitted.

### **21. Any other Business**

Carol McKinley advised that Kristian Gregory had volunteered to respond on Motion 14 on behalf of Council at the AGM. As he will now not be attending she asked for another volunteer. Jonathan Naughton confirmed he was happy to do this.

### **22. Dates for 2016 Council meetings:**

Council are invited to note the date for the next Council meeting

Saturday 21<sup>st</sup> May - Extra Ordinary Meeting – **confirmed now changed to Saturday 4<sup>th</sup> June**  
Saturday 23<sup>rd</sup> July

Cycling UK National Council

Minutes for the meeting held on Friday 6<sup>th</sup> May 2016 at 3.00pm in the Darleydale room at the Hallmark Hotel, Midland Road, Derby, DE1 2SQ

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Saturday 22<sup>nd</sup> October

Dan Howard thanked everyone for their support during the meeting and the meeting closed at 5.50pm.