

**Present:**

**Board Members**

Janet Atherton (chair)  
Christine Gibbons  
Fiona Abbott  
Andy Macnae  
Paul Baker  
Robin Tucker  
Rachel Kirkwood  
Mark Smith  
Sam Marshall  
Ben Packer

**Staff**

Sarah Mitchell  
Matt Mallinder  
James Scott  
Phil Hall  
Charlie Keep  
Katherine Fairfax (mins)

**1. Chair introduction – JA**

Chair welcomed everyone to the meeting and formally congratulated staff on the success of securing the DfT e-cycles programme.

**2. Apologies for Absence - JA**

Apologies received from Melanie Carroll.

**3. Declaration of Conflicts of Interest- JA**

None.

**4. Notification of Any Other Business - JA**

None.

**5. Minutes of 16 Dec Meeting - JA**

*Paper 5.0 –Minutes 16 Dec Board Meeting*

Minutes were agreed as an accurate record of the meeting on 16 December 2021.

*Paper 5.1–Action log update*

No further comments.

**6. Matters Arising from the previous meeting not covered on the agenda - JA**

None.

**7. CEO Report - SMi**

- Presentation of CEO update and report: Discussion on organisational change momentum, business planning process, upcoming business development unit proposal for Autumn board, and strategy development slated for July board. Acknowledgment of successful all-staff conference and efforts in enhancing staff understanding of trustee roles.
- Review of board KPIs, ongoing refinement with Finance & Performance committee, and alignment with business plan objectives. Discussions on membership levels, retention targets, acquisition challenges, and impacts of data cleansing and COVID-19 on volunteer numbers, particularly in ride leading roles and CAN network.
- E-cycles update: Update on planning and mobilisation phase of e-cycles tender, including roles recruitment, governance, legal aspects, and collaboration with DfT on research for rural areas. Risks highlighted regarding recruitment and organisational

core impact, with governance proposals to be presented at upcoming Audit & Governance Committee and July board meetings.

#### **8. Membership Pricing Proposal (A) - CK/ SMI**

Insights from membership review highlighted Cycling UK's perceived value and identified barriers to membership. Discussions included new offers to broaden audience reach, with concerns noted over pricing as a barrier. Financial implications of proposed pricing increase discussed, balancing member sensitivity to price changes versus inflation adjustments. Board considerations on achieving revenue targets through membership growth, especially with e-cycles programme impact. Communication strategy emphasised membership value and rationale for price increase.

Trustees in favour of proposed membership price rises - **9**

Trustees not in favour of proposed membership price rises - **1**

Board voted for a majority in favour of proposed membership price rises and emphasised the importance of a compelling rationale to put forward to the membership.

#### **9. Strategic Finance update (A) - PH**

Presentation of February management accounts and finance cover note, followed by discussions on budget and planning. Approval sought for budget and revised reserves threshold, with board noting forward projections and core activities for 22/23. Discussions encompassed inflation assumptions, cost reduction efforts, concerns over fundraising realism due to probate delays and legacy campaigns, and visibility on restricted contracts and their cessation impacts, with reassurances on the reserves policy's role in risk mitigation.

Board voted in favour of the 22/23 budget and revised reserves position.

#### **10. Restructure & Pay Strategy (A) SMI / PH**

Presentation of a restructure and proposed pay strategy aiming to align salaries with median benchmarks for the organisation's size and scale. Discussions highlighted confidence in the recommendations from the People & Culture committee, with considerations on workload impacts, role-specific technicalities, and performance-based rewards flexibility based on external pay studies.

Board noted revised approach to restructure and voted in favour of the proposed pay strategy.

#### **11. Membership Review Project (A) - SMI / CK**

Update on the membership review project, highlighting key themes from the ideation phase such as community, localism, heritage, expertise, and campaigning. Plans were discussed for an upcoming quantitative survey and trustee consultations to gather additional input.

#### **12. Committee Reports (I) - Comm Chairs**

*Paper 12.0 - P&C minutes 17 Feb*

*Paper 12.1 - P&C minutes 9 March*

Minutes were noted.

*Paper 12.2 - A&G minutes 10 Feb*

Minutes were noted.

*Paper 12.3–F&P minutes 24 Feb*  
Minutes were noted.

*Paper 12.4–Noms minutes 1 March*  
Minutes were noted.

### **13.AOB**

Reminder of upcoming safeguarding and D&I training.

### **Below the line paper for info**

- BTL 1.0 Subsidiaries governance improvements paper
- BTL 2.0 People & Culture Committee Terms of Reference 2022
- BTL 3.0 Audit & Governance Committee Terms of Reference 2022
- BTL 4.0 Finance & Performance Committee Terms of Reference 2022
- BTL 5.0 Nominations Committee Terms of Reference 2022

### **Dates of future meetings**

- Thursday 28 July 2022 –IN-PERSON
- Friday 9 September 2022 –AGM (CONFIRMED)
- Friday 14 October 2022 (Board / SLT Awayday) –IN-PERSON
- Thursday 20 October 2022 –VIRTUAL
- Thursday 15 December 2022 –IN-PERSON