

Cycling UK Board Meeting
 Minutes of the meeting held on Thursday 17 October 2024
 Raddison Blu, Edinburgh

Present:

Board Members

Paul Baker (PB - Chair)
 John Jackson (JJ)
 Mark Smith (MS)
 Melanie Carroll (MC)
 Nadia Kerr (NC)
 Robin Grant (RG - virtual)
 Robin Tucker (RT)
 Fiona Abbott (FA)

Staff

Sarah Mitchell (SMi)
 Phil Hall (PH)
 Katie Legg (KL)
 Sarah McMonagle (SMc)
 James Scott (JS)
 Jenny Box (JB)
 Lucy Bassett (minutes)

Apologies

Christine Gibbons
 Richard May

Item	Item description	Action for
1	Chair introduction	
	The Chair welcomed the Board to the meeting.	
2	Apologies for absence	
	Apologies were received from CG and RM.	
3	Conflicts of interest	
	A conflict of interest was declared regarding agenda item 10.0. It was noted that the individual would be available to respond to questions but would not participate in decision-making.	
	A conflict of interest was declared concerning agenda item 13.0.	
	A potential future conflict of interest was declared regarding recruitment involvement.	
4	Notification of any other business	
	An update on ongoing work was requested for inclusion under item 8. All agreed.	
5	Minutes of 25 July 2024 meeting	
5.0	<i>Paper 5.0 Minutes of 25 July Board meeting</i>	
	The Board approved the minutes as an accurate record.	
5.1	<i>Paper 5.1 Action Log</i>	
	The Board requested that future reports include any relevant off-road activity.	
6	Matters arising	
	There were no comments.	

7	Reporting	
	CEO report	
7.0	<i>Paper 7.0 CEO report</i>	
	The report was presented, highlighting recent productive meetings in Scotland.	
7.1	CEO update	
	<i>Paper 7.1 CEO update</i>	
	There were no comments.	
	Strategy performance review	
	<i>Paper 7.1 Strategy performance review</i>	
	The report was presented. It was noted that external statistics would be included annually to align with reporting cycles.	
	The scheduling of report updates was discussed, with the Board agreeing to receive updates at each meeting rather than via email.	
7.3	Board KPI review	
	<i>Paper 7.3 Board KPI review</i>	
	The report was presented.	
	A query was raised about reserve levels, with clarification provided on adjustments and the financial tracking status.	
	Suggestions were made to refine reporting targets and acknowledge staff participation improvements. Positive feedback was given on recent engagement initiatives.	
	Membership trends, retention targets, and demographic shifts were discussed. Efforts to enhance metrics and reduce churn were highlighted. Additional insights will be shared at the next meeting.	
	Concerns about a budget shortfall were noted, with plans to address the issue during re-forecasting.	
8	Influencing strategy	
	SMc explained the need for an updated strategy and noted that a comprehensive strategy will be presented for review at the next meeting. SMc explained that the strategy will focus on impactful initiatives to enhance advocacy, funding, and brand profile, while addressing key policy areas across the UK.	
8.0	Brand refresh	
	The need for a brand refresh to support the new strategy was highlighted. The project will involve three phases: strategy development, creative exploration, and implementation, with activation planned for February 2025.	
	Trustee engagement will occur at key moments, with an initial strategy feedback session and a follow-up to review creative direction. Scheduling adjustments were requested to accommodate availability, with a plan to circulate documents for feedback from those unable to attend.	

9	Cycling UK culture and values	
9.0	<i>Paper 9.0 Culture and values update</i>	
	<p>JS provided an overview on a recent workshop discussing potential values, with valuable insights from staff and trustees. Despite resource limitations, the transformation team managed the workload effectively.</p> <p>The new values will be presented for approval in December, with a focus on being tangible.</p> <p>There was discussion on aligning the values with the brand refresh, with confirmation that timelines for both align.</p>	
10	Conflict of interest	
10.0	Trustee conflict of interest policy	
	<i>Paper 10.0 Conflict of interest policy</i>	
	<p>The conflict of interest policy was presented, highlighting amendments based on feedback and recent committee updates.</p> <p>A discrepancy was raised regarding trustee participation in discussions after declaring a conflict. It was proposed that trustees could be invited to participate at the chair's discretion, which was supported by the Board.</p> <p>It was agreed for PH to revise the policy to clarify the chair's authority to grant discretion on conflicted discussions and circulate the updated version for final approval.</p> <p><i>RG left the meeting.</i></p>	
10.1	Trustee conflict of interest	
	<i>Paper 10.1 Trustee conflict of interest</i>	
	Confidential minutes saved under separate cover.	
11	Scottish Advisory Committee revised Terms of Reference (ToR)	
11.0	<i>Paper 11.0 Scottish Advisory Committee ToR</i>	
	<p><i>RG joined the meeting.</i></p> <p>FA reminded the Board of a conflict of interest with the item due to being a member of the Scottish Advisory Committee.</p> <p>The Board agreed the ToR and agreed to review the ToR in 18 months. The review will assess effectiveness and determine the appropriate Committee for findings.</p>	
12	Finance update	
12.0	<i>Paper 12.0 Finance update and planning</i>	
	<p>PH provided an overview of the finance report and highlighted that the new head of strategic financial planning is settling into the role well.</p> <p>There were no queries.</p>	
12.1	<i>Paper 12.1 Management accounts</i>	
	PH presented the August management accounts and outlined ongoing projects, including the mid-year review for the Finance and Performance Committee in November and further discussions at the December Board meeting.	

	<p>PH highlighted ongoing discussions with Rathbones to finalise the ethical investment policy and expressed optimism about the financial outlook. While some pressures, such as brand implementation costs and insurance, have emerged, PH remained confident in managing the budget deficit and maintaining a favourable carryover balance into the next year.</p> <p>There were no queries.</p>	
13	Chair recruitment update	
13.0	<i>Paper 13.0 Chair recruitment update</i>	
	<p>PB noted a potential conflict of interest, but it was confirmed that participation in the discussion was appropriate.</p> <p>JJ provided an overview of the chair recruitment process, with plans for an appointment by the March 2025 Board meeting.</p> <p>Plans were confirmed to collaborate on comms and engagement, given the unique nature of this external recruitment process and the potential for questions regarding the shift from an elected chair.</p>	
14	AGM outcome and next steps	
14.0	<i>Paper 14.0 AGM update</i>	
	<p>The paper was presented, summarising AGM voting results, governance implications, and Board composition adjustments influenced by the Chair recruitment process.</p> <p>The Nominations Committee will meet post-election to determine trustee appointments, with a full update in December. Options for co-opted trustee terms and the 2025/26 election process will be reviewed in December as part of the governance update.</p> <p>JJ shared positive feedback on the AGM process, and RT reminded the Board to focus on required skills when considering co-opted trustee appointments.</p>	
15	Committee reports	
15.0	<i>Paper 15.0 Subsidiary Board minutes 17 July</i>	
	<p>MS acknowledged the relatively new Subsidiary Board process and highlighted increased engagement with the groups.</p>	
15.1	<i>Paper 15.1 Nominations Committee meeting minutes 17 July</i>	
	<p>JJ reported that all candidates had been interviewed following the scoring process, which proceeded smoothly overall.</p>	
15.2	<i>Paper 15.2 Transformation Programme Committee meeting minutes 17 September</i>	
	<p>PB provided positive feedback on Transformation Committee meeting. FA noted that the next Committee meeting would focus on the transition period at the end of the formal transformation phase. FA added that the emphasis will be on communicating these changes within the organisation, retaining the skills and resilience developed through the transformation, and integrating these elements into business-as-usual operations.</p>	

Cycling UK Board Meeting
 Minutes of the meeting held on Thursday 17 October 2024
 Raddison Blu, Edinburgh

	<p>JJ inquired about the progress of the estates work, to which PH confirmed that the initiatives would run through the end of the calendar year. PH noted upcoming SLT roadshows at several venues and provided an update on the pilot co-working initiative.</p> <p>Regarding the Guildford office plans, PH mentioned an upcoming audit to evaluate sublease options. PH explained that the estates work will be a priority, with options to be presented to the Board in March 2025.</p>	
15.3	<i>Paper 15.3 People and Culture Committee meeting minutes 25 September 2024</i>	
	PB provided a brief update and highlighted progress on the EDI policy and union communications.	
16	AOB	
	There were no items.	