

Present:

**Council Members**

Richard Bates  
Philip Benstead  
Jim Brown  
Martyn Bolt  
Martin Cockersole  
Stephen Coe  
David Cox (Chair)  
Barry Flood

Janet Gregory  
Kristian Gregory  
Dan Howard  
Jaki Lowe  
Gwenda Owen  
Lizzie Reather  
Shivaji Shiva  
Graham Smith

**HQ Staff**

Carol McKinley  
Matt Mallinder

**Ordinary Business:**

**1 Chair's Communications**

David Cox welcomed Shivaji Shiva to the meeting and highlighted the positive way that staff and council were stepping up to the challenges in light of Paul Tuohy's accident. The meeting was heartened to hear Carol McKinley's update on Paul's recovery since his operation.

**2 Apologies for Absence**

Apologies for absence were received from Welna Bowden, Simon Connell, Julian James, Sue Cherry and Paul Tuohy.

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

Other than those declarations of 'Conflicts of Interest' already recorded Martyn Bolt declared his role as Trustee of the Cyclists' Defence Fund and Lizzie Reather recorded hers as Director of Cyclenation.

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

4.1 CTC Holidays and Tours - Philip Benstead

4.2 Meeting agendas- Martyn Bolt

**5 Minutes of the previous meeting held on Saturday 17<sup>th</sup> January, 2015**

The minutes were agreed as a correct record of the meeting.

**5.1 Action Points from the previous meeting**

Item 9, AP Member groups steering group – Matt Mallinder reported now that the member group research phase had been completed the meeting with Janet Gregory and Jim Brown would now be scheduled.

Item 20, AP1 AGM template report – Matt Mallinder to table at the next meeting

Philip Benstead queried whether because CTC now has multiple funding streams and projects does this create a delay in accounts being prepared for audit. Carol McKinley reported that this created no delay. The finance team follow a timetabled process that has

been agreed by the Operations Committee. Draft accounts are presented to Council in January with audited accounts signed off at the March Operations Committee.

Jim Brown raised his concern over the delay in updating the safeguarding policy. Carol McKinley reported that this was still a live action point but was a lower priority at this time.

Martyn Bolt highlighted that some of the action points that had been rolled forward from previous meetings did not appear on the action point monitoring form, just the items from the last meeting.

### **AP 1: Include outstanding action points from previous meeting to action point monitoring form**

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

None were raised

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

### **7.1 Operations**

**7.1.1** Carol McKinley reported that the Gift Aid negotiation was continuing and for each query that HMRC were raising CTC was providing detailed responses and examples.

**7.1.2** Carol McKinley reported that the website update was scheduled for the summer. This is an upgrade of the operating system from Drupal 6 to Drupal 7. Matt Mallinder reported that alongside this upgrade the navigation of the website would be also be changed. Other developments include the content of the site was being overhauled with a lot of the previous magazine features and reviews being re-purposed for the web and site would receive a new graphic 'skin'. In essence to the user the website will feel like an entirely new website.

**7.1.3** Phil Benstead raised the issue of the late availability of the audited CTC Holiday and Tours accounts. Carol McKinley clarified that they were not late, that they had signed accounts in time for the ATOL licence registration and that the timetable was as per previous years. Barry Flood supported this, highlighting that had H&T wished to apply for the licence they could have used draft accounts as in previous years.

### **7.2 Membership & Marketing**

**7.2.1** Matt Mallinder reported that David Murray had now joined the team as Communications Manager and was settling in well. Communications planning had started in earnest to reflect the breadth of CTC activities and maximise the exposure of the headline campaigns, projects such as BBR, The Great Tour and Bikeweek and group activities across the summer.

Martyn Bolt asked why CTC were supporting commercial events rather than traditional touring events such as the Lancashire Touring Festival and York Rally. Matt reported that CTC are supporting both types of events, with a speaker at the touring festival and advertising at the York Rally. The aim of supporting the commercial events was to create exposure for CTC to new cycling audiences.

**7.2.2** Matt Mallinder gave an update on the re-brand project. Campfire had been selected from a shortlist of three. Matt reported that the inception meeting would happen shortly and a timetable for the project developed. He gave assurances that the project would not be rushed with a proposed brand likely in the autumn and roll out ready for spring 2016.

Barry Flood was concerned that the re-brand would be delivered as a 'fait accompli' to council. Matt Mallinder reported that whilst this was a staff led process, councillors would be involved as part of the stakeholder engagement/research process and that the project plan included key milestones/checkpoints whereby everyone would be aware of the decisions made before the next step would be embarked upon.

Jim Brown requested the project brief.

**Action point 2: Rebrand Project plan, project brief and timetable to be brought to June 17<sup>th</sup> Operations committee**

### **7.3 Cycling Development**

**7.3.1** Matt Mallinder reported that the Big Bike Revival had now received sign off by the DfT. 70 bike recycling centres and 80 Halfords stores would be delivering a range of bike festival, rides and maintenance sessions. 5,000 CTC memberships subsidised by the project will be given away as prizes. The surveying of participants would also provide 1,000s of new contacts. Jim Brown raised his ongoing concerns about data protection. Carol McKinley responded that the Data Protection project was progressing with specific training being provided to staff in May. An update would be brought to the next Operations committee.

£100k of funding for training and group development has also been made available. Janet Gregory responded that Ride leader training would be welcome news for the groups.

Gwenda Owen raised her concerns that because this was an England only project it further increase the discrepancy and that CTC need to be mindful of our presentation to the devolved nations.

Stephen Coe asked for councillors to be given an update about how they could get involved and details of local BBR activities.

**Action Point 3: Ian Richardson to brief councillors on BBR activities.**

**7.3.2** Stephen Coe queried why there was nothing about the South West in the CD report and that perhaps the regional reports from councillors should be combined with staff reports. David Cox argued that they are separate areas of reporting.

### **7.4 Campaigns**

**7.4.1** Matt Mallinder presented Roger Geffen’s report highlighting recent successes including an update on Vote Bike with 5,030 people sending over 22,896 emails to 3,096 parliamentary candidates 600 candidates have supported the campaign including Liberal Democrat leader Nick Clegg. Graham Smith raised concerns that Vote Bike had been greeted with surprise and annoyance by local campaign groups as it cuts across S4C.

**7.4.2** Graham Smith stated that he would like to see more focus on infrastructure and how we are providing support for local campaigning/CTC R2R representatives in future reports – something he feels is lacking presently.

**7.4.3** Lizzie Reather queried whether CTC have plans to engage with members to help influence the HLG/DFT meetings. Carol Mckinley reported that this was not planned but Paul Tuohy, Roger Geffen and Ian Richardson are providing expert input.

**7.5HR**

**7.5.1** Carol McKinley reported that staff morale is good and at the recent staff meeting the team reported on lots of initiatives to be proud of.

**7.5.2** The meeting expressed its thanks to Carol for acting up in Paul’s absence.

**8 AGM Briefing**

Carol McKinley ran through the format for the AGM on July 18<sup>th</sup>.

The following proposers and seconders to the motions were agreed. The Proposers will speak to the motion at the AGM:

<u>Motion</u>	<u>Topic</u>	<u>Proposer</u>	<u>Secunder</u>
Ordinary Business 1	To accept the 2014 Minutes	Barry Flood	Dan Howard
Ordinary Business 2	To accept the 2014 accounts	Barry Flood	Dan Howard
Ordinary Business 3	To re-appoint auditors	Barry Flood	Dan Howard
Ordinary Resolution 4	2015/16 Membership rate	Barry Flood	Jaki Lowe

Responses to member’s motions:

It was agreed that the following councillors would respond to the member’s motions below

<u>Motion</u>	<u>Topic</u>	<u>Trustee to respond</u>
Ordinary Resolution 5	Resist changes to council	Martin Cockersole

Note: Jim Brown stressed that if the vote goes against it doesn’t necessarily mean that members are voting for there to be changes to council.

**Action Point 4: David Cox to brief AGM on implications of voting.**

Ordinary Resolution 6	Wishes of the membership	Gwenda Owen
Ordinary Resolution 7	Reduction in campaigning	Stephen Coe
Ordinary Resolution 8	Strategic direction of CTC	Jaki Lowe

**9 Revised Strategy 2015**

David Cox invited comments on the proposed strategy which had been developed, following the Awayday, by the leadership team with assistance from strategy consultant Carole Claridge. There was general discussion regarding specific feedback, the process of developing the strategy and next steps.

#### **9.1 Specific feedback:**

Martyn Bolt queried whether if the councillors agree the strategy are we agreeing to implicit implementation. Carol McKinley highlighted that this was the top line strategy and that specific work plans would be developed to deliver the strategy. A number of comments were made about specific areas and an open discussion was held. Shivaji Shiva then intervened and said the Council were in danger of rewriting the strategy by committee. There was a general feeling that there had been limited input and therefore ownership of the strategy by councillors.

It was agreed to change the wording for Priority 6 to 'we will review our governance arrangements'.

#### **9.3 Next steps:**

- Carol McKinley proposed councillors to feedback to her and for the strategy to be re- presented at the July council.
- Barry Flood-proposed for it to go to S&P committee first and then to go to July council. This was agreed.
- Carol McKinley would like to include Carole Claridge in the May S&P committee.

**Action Point 5: Councillors to provide feedback on the strategy to Carol McKinley (via email and workshop on 15<sup>th</sup> May)**

**Action Point 6: Leadership team to revise strategy**

**Action Point 7: Revised Strategy to be presented to S&P committee on 30<sup>th</sup> May with Carol Claridge in attendance.**

## **10 ECF**

Barry Flood provided a verbal update specifically regarding the ECF AGM and Velocity conference in Nantes in June. It was identified that Richard Bates, Davis Cox, Stephen Coe, Barry Flood would be attending. Matt Mallinder confirmed that Roger Geffen and Sam Jones would also be attending.

Matt Mallinder reported that in light of his accident Paul Tuohy would not be attending the AGM. Barry Flood highlighted that he and Richard Bates would attend the AGM and would be able to vote on CTC's behalf, however he would have a conflict of interest as he was a ECF Board Member and had specifically worked upon the proposed new ECF membership rates.

**Action point 8: Barry Flood to share ECF AGM papers once available for wider circulation.**

## **11 Subscription Motion**

“Council’s proposal about Subscriptions for Subscriptions for 2015/2016 to the Annual General Meeting as in the accompanying paper”

Matt Mallinder spoke to his paper indicating that further to subscription rate increase agreed by Council in January 2015, CTC’s insurance brokers have let it be known that due to another high value claim liability against the CTC account the third party liability renewal will be significantly higher than this year’s premium. The nature of the insurance industry has also changed, an impact of the ‘claim culture’. This increase is not in budget and cannot and should not be covered by a reduction in other elements of the membership contribution.

He identified that the proposed figure of £44.00 on the paper tabled was a presentational error and that the calculated figure to provide the required extra income for 2015/16 was £43.50.

There was general discussion and an ‘uncomfortable’ feeling about the increase at a time of low inflation, yet there was general agreement that this insurance increase should not be accommodated by cutting back the budget and benefits in other areas.

Dan Howard proposed a compromise of a subscription rate of £43, Barry Flood seconded. Matt Mallinder indicated that this would reduce the expected additional income by ~£12k and that he would look to accommodate this within his budgets. The proposed rate was agreed with two abstentions.

**Action Point 9: Propose headline subscription rate of £43.00 to the July AGM.**

## **12 Company Secretary Motion**

“Council agrees that, in the event that a Company Secretary is required to carry out that role for any registered company within the CTC Group during the period that Paul Tuohy is absent due to sickness, Carol McKinley will be appointed as Company Secretary for all registered companies within the CTC Group during that period”

**This was agreed**

## **Resolutions:**

### **13 CTC Charitable Trust – Annual General Meeting**

CTC Charitable Trust AGM agenda items 1,2,3,4 and 5 were all agreed.

### **14 Cyclists’ Defence Fund – Annual General Meeting**

Cyclists Defence Fund AGM agenda items 1,2,3 and 4 were all agreed. Martyn Bolt as CDF Trustee abstained from the vote.

### **15 Executive Committee – 6<sup>th</sup> February and 3<sup>rd</sup> March, 2015**

The Minutes were circulated for note. No comments were raised.

### **16 Operations Committee – 18<sup>th</sup> March, 2015**

The Minutes were circulated for note

Steven Coe queried whether the proposed 2015/16 budgets could be circulated by 30<sup>th</sup> May (prior to the meeting on 17 June) for earlier consideration. Carol McKinley agreed to review the timetable and will get papers out at earliest for consideration. However due to staff leave and other activity it is unlikely to be before the usual deadline of one week before the meeting.

No other comments were raised.

### **17 Strategy and Policy Committee – 14<sup>th</sup> March, 2015**

The Minutes were circulated for note. No comments were raised.

### **18 Awards and Recruitment Committee**

The paper was circulated for note. No comments were raised.

### **19 Conference planning**

The paper was circulated for note. Jim Brown queried what the timetable for the planning of the conference is. Carol McKinley reported that this was being led by the Executive team and David Murray the new Communications Manager team and that planning had just started. A fuller plan would be circulated later.

Lizzie Reather made reference to the potential conflict with the Cyclenation conference traditionally held in the autumn. Carol McKinley responded that Roger Geffen was aware of this and that the themes of the two conferences and date would not conflict.

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

No comments were raised.

### **21 Any other Business**

**21.1** CTC Holidays and Tours - Philip Benstead reported that the CTC H&T are actively looking for a successor for current H&T Chief Executive Jim Maynard. They hope to have in post by end of 2015.

**21.2** Meeting agendas- Martyn Bolt requested that agendas for Operations and Strategy & Policy are circulated to all councillors prior to the. GS seconded. This was agreed.

**Action Point 10: Meeting agendas for sub-committees to be circulated electronically to all councillors prior to the meetings.**

### **22 Dates for 2015 Council meetings:**

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

Saturday 18<sup>th</sup> July Council meeting and AGM

Saturday 17<sup>th</sup> October

The meeting closed at 13.00 and was followed at 13.50 by the Governance Review Workshop